



# **NEWS RELEASE**

*Resonac Holdings Corporation*  
Tokyo Shiodome Bldg., 1-9-1, Higashi-Shimbashi  
Minato-ku, Tokyo 105-7325

February 14, 2024

## **Resonac Decides Details of Introduction of Employee Stock Ownership Plan (J-ESOP)**

Resonac Holdings Corporation (Tokyo: 4004, President: Hidehito Takahashi, hereinafter "REH") announced after its Board of Directors meeting held on November 21, 2023, the introduction of an incentive plan called the "Employee Stock Ownership Plan (J-ESOP)" (hereinafter "the Plan," and a trust established based on a trust agreement entered into with Mizuho Trust & Banking Co., Ltd., "the Trust"), which involves granting REH shares to a portion of employees in managerial positions at REH and its subsidiaries (hereinafter "Eligible Employees"). REH hereby announces that the details of the Plan have been decided at the Board of Directors meeting held today, as follows:

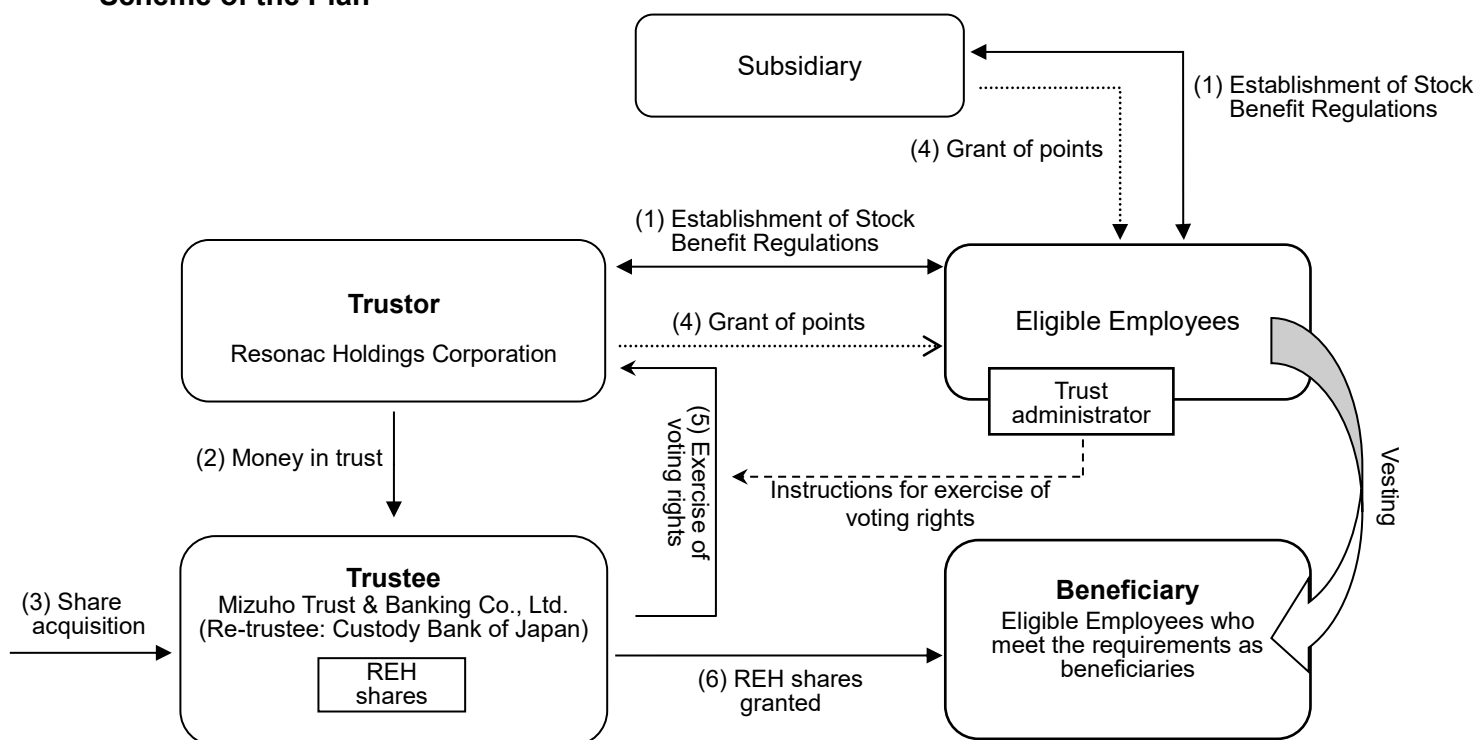
### 1. Outline of the Trust

- (1) Name: Employee Stock Ownership Plan (J-ESOP)
- (2) Trustor: Resonac Holdings Corporation
- (3) Trustee: Mizuho Trust & Banking Co., Ltd. (Re-trustee: Custody Bank of Japan, Ltd.)
- (4) Beneficiaries: Eligible Employees who meet the requirements as beneficiaries stipulated in the Stock Benefit Regulations
- (5) Trust administrator: Selected from among REH's Eligible Employees
- (6) Type of Trust: Trust of money other than monetary trust (other benefit trust)
- (7) Purpose of the Trust: To provide the beneficiaries with REH shares in accordance with the Stock Benefit Regulations
- (8) Trust agreement date: February 29, 2024
- (9) Date of Trust funding: February 29, 2024
- (10) Term of Trust: From February 29, 2024 to the termination of the Trust  
(No specific termination date is set. The Trust will last as long as the Plan continues.)

### 2. Acquisition details of REH shares in the Trust

- (1) Type of shares to be acquired: REH common stock
- (2) Amount to be entrusted as funds for share acquisition: 156,000,000 yen
- (3) Method of share acquisition: To be acquired from the stock market
- (4) Share acquisition period: From February 29, 2024 to March 5, 2024 (planned)

## Scheme of the Plan



- ① REH and its subsidiaries will establish the Stock Benefit Regulations concerning the Plan.
- ② REH will place money in trust (other benefit trust) with Mizuho Trust & Banking Co., Ltd. (Re-trustee: Custody Bank of Japan, Ltd.) to acquire REH shares in advance for future benefits to Eligible Employees in accordance with the Stock Benefit Regulations.
- ③ The Trust will acquire REH shares using the money entrusted in (2) above, as the source of funds, either through the stock market or by accepting the disposal of REH treasury stock.
- ④ REH and its subsidiaries will grant points to Eligible Employees of REH and its subsidiaries in accordance with the Stock Benefit Regulations.
- ⑤ The Trust will exercise voting rights under instructions received from the trust administrator.
- ⑥ The Trust will deliver REH shares to those Eligible Employees who meet the requirements as beneficiaries as provided in the Stock Benefit Regulations (“the Beneficiaries”) in proportion to the number of points granted to the Beneficiaries.

For further information, contact:

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