

January 19, 2021

For Immediate Release

Company Name: TOKYO DOME CORPORATION
Representative: Tsutomu Nagaoka, President and COO
Code Number: 9681 (Tokyo Stock Exchange, First Section)
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**Notice of the Results of the Tender Offer for the Company Stock by Mitsui Fudosan Co., Ltd.
and Changes in the Parent Company and the Largest Shareholder That Is One of the Major
Shareholders**

TOKYO DOME CORPORATION (Headquarters: Bunkyo-ku, Tokyo; President and COO: Tsutomu Nagaoka; the “Company”) hereby announces that the tender offer (the “Tender Offer”) for the Company’s common stock (the “Company Stock”), which had been conducted since November 30, 2020 by Mitsui Fudosan Co., Ltd. (the “Tender Offeror”), was completed on January 18, 2021, as described in the following particulars.

The Company also hereby announces that, as a result of the Tender Offer, the parent company and the largest shareholder that is one of the major shareholders of the Company are expected to change on January 25, 2021 (the commencement date of the settlement for the Tender Offer), as below.

Particulars

1. Results of the Tender Offer

Today, the Company received a report from the Tender Offeror on the results of the Tender Offer as stated in the attached material titled “Notice Concerning Results of Tender Offer for the Common Stock of Tokyo Dome Corporation (Securities Code: 9681) and Change in Subsidiary”.

The Tender Offer has been successfully completed as the total number of tendered shares has reached the minimum number of shares to be purchased.

2. Changes in the parent company and the largest shareholder that is one of the major shareholders of the Company

(1) Scheduled date of the changes

January 25, 2021 (the commencement date of the settlement for the Tender Offer)

(2) Background to the changes

Today, the Company received a report from the Tender Offeror on the results of the Tender Offer stating that the Tender Offeror will purchase all of the tendered shares as the number of the Company Stock tendered for the Tender Offer (78,637,609 shares) has reached the minimum number of shares to be purchased (61,805,100 shares) and the Tender Offer has been successfully completed. Therefore, if the settlement for the Tender Offer is conducted on January 25, 2021 (the commencement date of the settlement for the Tender Offer), the voting rights ratio of the Tender Offeror will exceed 50% and accordingly, the Tender Offeror will become the new parent company and the

largest shareholder that is one of the major shareholders of the Company as of the same date.

3. Outline of the shareholder subject to the change

Outline of the shareholder that will become the new parent company and the largest shareholder that is one of the major shareholders of the Company

(1)	Name	Mitsui Fudosan Co., Ltd.
(2)	Location	1-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo
(3)	Title and Name of Representative	Masanobu Komoda, Representative Director and President
(4)	Business Description	General real estate business
(5)	Capital	339,766 million yen (as of June 30, 2020)
(6)	Date of Establishment	July 15, 1941
(7)	Consolidated Net Assets	2,486,525 million yen (as of March 31, 2020)
(8)	Consolidated Total Assets	7,395,359 million yen (as of March 31, 2020)
(9)	Major Shareholders and Shareholding Ratios (as of March 31, 2020) (Note)	The Master Trust Bank of Japan, Ltd. (Trust Account) 10.29%
		Japan Trustee Services Bank, Ltd. (Trust Account) 7.53%
		SSBTC CLIENT OMNIBUS ACCOUNT (Standing proxy: Custody Services Department, The Hongkong and Shanghai Banking Corporation Limited Tokyo Branch) 2.98%
		Japan Trustee Services Bank, Ltd. (Trust Account 9) 2.20%
		Japan Trustee Services Bank, Ltd. (Trust Account 7) 2.17%
		JP MORGAN CHASE BANK 385632 (Standing proxy: Settlement & Clearing Services Department, Mizuho Bank, Ltd.) 2.15%
		Japan Trustee Services Bank, Ltd. (Trust Account 5) 2.04%
		JP MORGAN CHASE BANK 385151 (Standing proxy: Settlement & Clearing Services Department, Mizuho Bank, Ltd.) 1.69%
		J.P. Morgan Bank Luxembourg S.A. 384500 (Standing proxy: Settlement & Clearing Services Department, Mizuho Bank, Ltd.) 1.50%
		State Street Bank West Client - TREATY 505223 (Standing proxy: Settlement & Clearing Services Department, Mizuho Bank, Ltd.) 1.48%
(10)	Relationships Between the Company and the Shareholder of the Company	
	Capital Relationships	Not applicable.
	Personal Relationships	Not applicable.
	Transactional Relationships	The Company and the shareholder of the Company have executed a tenant agreement concerning commercial facilities of the shareholder of the Company.
	Conditions Applicable to Related Parties	Not applicable.

(Note) “Major Shareholders and Shareholding Ratios (as of March 31, 2020)” is based on “Status of Major Shareholders” in the 108th Annual Securities Report submitted by the Tender Offeror on June 26, 2020.

4. Number of voting rights and ownership percentage of voting rights held by the shareholder subject to the change before and after the change

Mitsui Fudosan Co., Ltd.

	Attribute	Number of voting rights (ownership percentage of voting rights, number of shares owned)			Rank among large shareholders
		Voting rights directly held	Voting rights subject to aggregation	Total	
Before change	-	-	-	-	-
After change	The parent company and the largest shareholder that is one of the major shareholders	786,376 units (84.82%, 78,637,609 shares)	-	786,376 units (84.82%, 78,637,609 shares)	First

(Note) The “ownership percentage of voting rights” “before change” and “after change” are calculated by using, as the denominator, the number of voting rights (927,076 units) pertaining to the number of shares (92,707,684 shares) obtained by deducting (i) the number of treasury shares held by the Company as of July 31, 2020 (i.e., 3,149,736 shares), from (ii) the total number of issued shares of the Company as of July 31, 2020 (i.e., 95,857,420 shares) stated in the Third Quarterly Report for the 111th Fiscal Year as filed by the Company as of December 10, 2020, and are rounded off to the second decimal place.

5. Changes in unlisted parent companies, etc., subject to disclosure

Not applicable.

6. Future outlook

The Tender Offeror failed to acquire all of the Company Stock (excluding the treasury shares owned by the Company; the same applies hereinafter) through the Tender Offer; accordingly, according to the Tender Offeror, as announced in the “Notice Concerning Expressing an Opinion to Support the Tender Offer for the Company Stock by Mitsui Fudosan Co., Ltd. and Recommendation of the Tender Thereto, and Execution of the Capital and Business Alliance Agreement” announced by the Company on November 27, 2020 (as amended by “(Amendments) Announcement Relating to Partial Amendments to ‘Notice Concerning Expressing an Opinion to Support the Tender Offer for the Company Stock by Mitsui Fudosan Co., Ltd. and Recommendation of the Tender Thereto, and Execution of the Capital and Business Alliance Agreement’” announced by the Company on November 30, 2020, and the “(Amendments) Partial Amendments to ‘Notice Concerning Expressing an Opinion to Support the Tender Offer for the Company Stock by Mitsui Fudosan Co., Ltd. and Recommendation of the Tender Thereto, and Execution of the Capital and Business Alliance Agreement’” announced by the Company on December 16, 2020; hereinafter collectively referred to as the “Company’s Opinion-Expressing Press Release”), the Tender Offeror plans to acquire all of the Company Stock through a series of subsequent procedures stated in “(5) Policy for Organizational Restructuring, Etc. After the Tender Offer (Matters Relating to So-Called “Two-Step Acquisition”)” of “3. Details, Basis and Reasons for the Opinion Regarding the Tender Offer” of the Company’s Opinion-Expressing Press Release in the future.

As a result, in accordance with the criteria of the Tokyo Stock Exchange, Inc. (the “Tokyo Stock Exchange”) for delisting, the Company Stock will be delisted pursuant to the prescribed procedures. The Company Stock will no longer be traded on the Tokyo Stock Exchange after the delisting.

Specific procedures and the schedule thereof in the future will be announced by the Company once they are determined through mutual discussions between the Tender Offeror and the Company.

END

Attached material: the press release titled “Notice Concerning Results of Tender Offer for the Common Stock of Tokyo Dome Corporation (Securities Code: 9681) and Change in Subsidiary”, which was announced today by the Tender Offeror.