

FOR IMMEDIATE RELEASE

**Notice on decision of matters relating to acquisition of shares
in share-based remuneration system**

Tokyo, April 26, 2019—Maxell Holdings, Ltd. (TSE: 6810) has resolved about introduction of share-based remuneration system (hereinafter “the System”, and hereinafter the trust utilized for the System is referred to as “the Trust”) for the Company’s Directors (excluding Outside Directors and Directors who serve as Audit and Supervisory Committee Members; the same shall apply hereinafter) at the Board of Directors held on April 27, 2018 and the introduction of the System has been approved at the 72nd Annual General Meeting of Shareholders held on June 26, 2018. Regarding this, the Company has resolved about the matters relating to acquisition of shares to be executed by the trustee of the Trust at the Board of Directors held today as follows.

1. Outline of the Trust

(1)	Name	Share delivery trust for Directors
(2)	Settlor	The Company
(3)	Trustee	Sumitomo Mitsui Trust Bank, Limited (Trustee in the re-trust: Japan Trustee Services Bank, Ltd.)
(4)	Beneficiaries	The Company’s Directors that meet the beneficiary requirements
(5)	Trust administrator	A third party who no interest in the Company and its directors is to be appointed.
(6)	Exercise of voting rights	Voting rights of the Company’s shares held in the Trust shall not be exercised throughout the trust period.
(7)	Type of trust	Money held in trust other than monetary trust (third party benefit trust)
(8)	Date of trust agreement	May 7, 2019 (scheduled)
(9)	Date of entrusting money	May 7, 2019 (scheduled)
(10)	Date of termination of trust	End of August 2021 (scheduled)

2. Matters relating to acquisition of shares of the Company by trustee of the Trust

(1)	Type of shares to be acquired	Common stock
(2)	Amount of money the Company to entrust as fund for acquiring shares	40 million yen
(3)	Number of shares to be acquired	20,000 shares (upper limit)
(4)	Method of acquiring shares	Purchase on the stock exchange
(5)	Period of acquiring shares	From May 7, 2019 to May 8, 2019 (scheduled)