



July 31, 2019

Company Name: Ricoh Company, Ltd.  
President and C.E.O.: Yoshinori Yamashita  
(Code Number: 7752 First Section of the Tokyo  
Stock Exchange)  
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### Notice Regarding Determination of Matters Relating to Acquisition of Stock under the Stock-based Incentive System with Stock Price Conditions for Directors of Ricoh

Ricoh Company, Ltd. resolved at a meeting of the Board of Directors held on February 22, 2019 to introduce a new Stock-based Incentive System with Stock Price Conditions (hereinafter “the System”, and the trust set up for introduction of the System is referred to as “the Trust”) for the Company’s Directors (however limited to Ricoh’s Directors and Corporate Vice Presidents who have an employment contract with Ricoh, and excludes Outside Directors, Non-Executive Directors, Audit and Supervisory members who are independent of the execution of operation; hereinafter the same shall apply). Introduction of the System for the Company’s Directors was once again resolved at a meeting of the Board of Directors held on May 9, 2019 and was approved at the 119th Ordinary General Meeting of Shareholders held on June 21, 2019, and the Company hereby announces that matters relating to the acquisition of the Company’s stock by the Trustee of the Trust were decided at a meeting of Board of Directors held today, as detailed below.

#### 1 . Overview of the Trust

|                                      |   |  |
|--------------------------------------|---|--|
| (1) Name                             | Trust for granting shares to<br>the Company’s Directors   | Trust for granting shares to<br>Corporate Vice Presidents  |
| (2) Assignor                         | Ricoh Company, Ltd.   |  |
| (3) Trustee                          | Sumitomo Mitsui Trust Bank, Ltd.<br>(Re-trustee: Japan Trustee Service Bank, Ltd.)  |  |
| (4) Beneficiaries                    | Ricoh’s Directors who meet the<br>beneficiary requirements  | Ricoh’s Corporate Vice<br>Presidents who have an<br>employment contract with Ricoh<br>and meet the beneficiary<br>requirements |
| (5) Trust administrator              | To be a third party independent of the Company and its employees  |  |
| (6) Non-exercise of<br>voting rights | Voting rights associated with<br>the shares of the Company<br>held in the Trust shall not be<br>exercised at all throughout the<br>Trust period | The trust administrator will<br>issue instructions regarding<br>voting rights associated with the<br>shares held in the Trust  |

|   |  |
|---|--|
| (7) Type of Trust                           | Trust of money other than money trust<br>(third-party-benefit trust) |
| (8) Scheduled Trust agreement date          | August 7, 2019   |
| (9) Scheduled Date for entrustment of money | August 7, 2019   |
| (10) Scheduled Trust termination date       | End of August, 2022  |

2. Matters Relating to the Acquisition of Ricoh Shares by the Trustee of the Trust

|   |   |   |
|---|---|---|
| (1) Name of Trust                                     | Trust for granting shares to the<br>Company's Directors                 | Trust for granting shares to<br>Corporate Vice Presidents |
| (2) Class of shares to be acquired                    | Common stock  |   |
| (3) Amount to be entrusted as funds to acquire shares | 60,000,000 yen  | 332,000,000 yen   |
| (4) Method of acquisition of shares                   | Acquisition from the stock market<br>(including in after-hours trading) |   |
| (5) Scheduled Period of acquisition of shares         | From August 7, 2019 to August 30, 2019                                  |   |

\*Below is the maximum amount of shares to be acquired by the funds shown in (3) above.

Trust for granting shares to the Company's Directors: 300,000 shares

Trust for granting shares to Corporate Vice Presidents: 670,000 shares