

**Tokyo Ohka Kogyo Co., Ltd. Announces  
Establishment of Employee Retirement Benefit Trust**

KAWASAKI, Kanagawa Prefecture, Japan, September 28, 2005 - Tokyo Ohka Kogyo Co., Ltd. (TOK) hereby announces that the Company has decided to establish an employee retirement benefit trust by cash in the board meeting held today.

The establishment of the employee retirement benefit trust will eliminate unfunded projected benefit obligations significantly and will build the strong financial management for the employee retirement pension fund.

The employee retirement benefit trust will be set up by using the liability for employees' retirement benefits. Thus, it is expected that loss on accounting is extremely little.

1. Establishment date for employee retirement benefit trust: September 29, 2005
2. Funding amount of employee retirement benefit trust: JPY5 billion (Unconsolidated)

For Reference: As of March 31, 2005 (Unconsolidated)

	Amount
Projected Benefit Obligation	JPY11,778 million
Fair Value of Pension Assets	JPY5,291 million
Unfunded Projected Benefit Obligation	JPY6,487 million
Liability for Employees' Retirement Benefits	JPY5,714 million

**Forward-Looking Statement:** This news release contains forward-looking statements based on management's current expectations, estimates and projections. All statements that address expectations or projections about the future, including statements about the company's strategy for growth, product development, market position, expected expenditures and financial results are forward-looking statements. Some of the forward-looking statements may be identified by words like "expects", "anticipates", "plans", "intends", "projects", "indicates", "believes", and similar expressions. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. Many factors, including those discussed more fully elsewhere in this release and in TOK's filings with the Ministry of Finance of Japan and Tokyo Stock Exchange, Inc., particularly its latest annual report and semiannual report, as well as others, could cause results to differ materially from those stated. These factors include, but are not limited to changes in the laws, regulations, policies and economic conditions, including inflation, deflation, interest and foreign currency exchange rates, of countries in which the company does business; competitive pressures; successful integration of structural changes, including restructuring plans, acquisitions, divestitures and alliances; cost of raw materials, research and development of new products, including regulatory approval and market acceptance.

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