

UNOFFICIAL TRANSLATION

Although the Company pays close attention to provide English translation of the information disclosed in Japanese, the Japanese original prevails over its English translation in the case of any discrepancy.



June 27, 2025

Company name: Japan Post Holdings Co., Ltd.
Representative: NEGISHI Kazuyuki
Director and Representative Executive Officer,
President & CEO
(Code number: 6178, Prime Market of the
Tokyo Stock Exchange)
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(Update of Disclosure)

Notice Concerning Partial Disposal of Shares of Common Stock of a Consolidated Subsidiary

Japan Post Holdings Co., Ltd. (the “Company”) hereby announces that with regard to the partial disposal of some of its shareholding of the common stock of its consolidated subsidiary JAPAN POST BANK Co., Ltd. (Code number: 7182, Prime Market of the Tokyo Stock Exchange) announced on May 15, 2025, the Company obtained the approval of the Major Shareholder of Bank on June 23, 2025, and has established a stock disposal trust (the “Trust”) for its shares in the common stock of JAPAN POST BANK Co., Ltd. and contributed these shares into the Trust for the purpose of further reducing its ratio of voting rights to a level below 50%, as described below.

1. Outline of the disposal of shares

- (1) Number and class of shares to be disposed of: 17,993,700 shares of the common stock of JAPAN POST BANK Co., Ltd.
- (2) Method of disposal: Disposal through the establishment of a stock disposal trust.
Purpose of the trust: Disposal of shares of another company
Date to conclude agreement: June 27, 2025
- (3) Total amount of disposal: Undecided
- (4) Date of disposal: June 27, 2025 (Date of establishment of the trust for disposing shares of other companies)

(Note) Lock-up period for the global offering

As announced on February 27, 2025, in “Notice Concerning Partial Disposal of Shares of Common Stock of a Consolidated Subsidiary,” the Company has reached an agreement with Daiwa Securities Co. Ltd., Nomura Securities Co., Ltd., Goldman Sachs Japan Co., Ltd. and JPMorgan Securities Japan Co., Ltd. (collectively referred to as the “joint global coordinators”) that the Company will not carry out a transfer or disposal, etc. of shares of common stock of JAPAN POST BANK Co., Ltd. during the period from March 10, 2025, the pricing date, to September 12, 2025

Note:

This document is a press release for public announcement of the partial disposal of common shares of JAPAN POST BANK Co., Ltd. and has not been prepared for the purpose of soliciting investments or other conduct of similar nature whether in Japan or overseas.

(inclusive), the 180th day following March 17, 2025 (inclusive), the delivery date, without the prior written consent of the joint global coordinators.

It has been agreed that under the trust agreement, even if the Company contributes shares of the common stock of JAPAN POST BANK Co., Ltd. into the Trust, the Trust will not sell these shares on the market during this lock-up period.

Therefore, market sales of shares of the common stock of JAPAN POST BANK Co., Ltd. by the Trust are expected to commence after the expiry of the lock-up period, on or after September 13, 2025.

2. Outlook for the future

After the Company contributed shares of common stock of JAPAN POST BANK Co., Ltd. to the Trust such that the ratio of voting rights held by the Company in JAPAN POST BANK Co., Ltd. decreased to 49.90%, the Company notified the Minister for Internal Affairs and Communications of the disposal of one half or more of its holding of shares in JAPAN POST BANK Co., Ltd. on June 27, 2025. From the date on which the Company notified the Minister for Internal Affairs and Communications, JAPAN POST BANK Co., Ltd., pursuant to Article 110-2 of the Postal Service Privatization Act, no longer is required to obtain authorization under Article 110 of the Postal Service Privatization Act. Instead, if JAPAN POST BANK Co., Ltd. intends to engage in new businesses or other businesses prescribed in Article 110 of the Postal Service Privatization Act, JAPAN POST BANK Co., Ltd. is required to determine the details of such business and notify the Prime Minister and the Minister for Internal Affairs and Communications.

At the same time, the Company, with its ratio of voting rights in JAPAN POST BANK Co., Ltd. having fallen below 50%, is no longer a holding company whose subsidiary companies include a bank (Bank Holding Company) as provided in the Banking Act. Although the ratio of voting rights held by the Company in JAPAN POST BANK Co., Ltd. has fallen below 50%, JAPAN POST BANK Co., Ltd. still remains a consolidated subsidiary of the Company according to the effective control standard. JAPAN POST BANK Co., Ltd. also remains an important company of the Company, operating its banking business.

(Reference)

Number of shares held by the Company and its holding ratio of voting rights for common stock of JAPAN POST BANK Co., Ltd.

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| (1) | Number of shares held and holding ratio of voting rights before the disposal of shares | 1,802,167,900 shares
(Holding ratio of voting rights: 50.40%) |
| (2) | Number of shares held and holding ratio of voting rights after the disposal of shares | 1,784,174,200 shares
(Holding ratio of voting rights: 49.90%) |

(Note) The number of shares held before the disposal of shares refers to the number of shares held as of June 26, 2025, while the holding ratio of voting rights before the disposal of shares refers to the ratio of the number of shares held as of June 26, 2025 to the total number of shares issued (excluding treasury stock) as of the same date. The number of shares held after the disposal of shares refers to the number of shares held as of June 27, 2025 (after deducting the number of shares to be disposed of in the disposal by establishing the stock disposal trust as mentioned in 1. (2) above, while the holding ratio of voting rights after the disposal of shares refers to the ratio of the number of shares held as of June 27, 2025 to the total number of shares issued (excluding treasury stock) as of the same date.

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