

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.



October 6, 2021

Company name:	Japan Post Holdings Co., Ltd.
Representative:	MASUDA Hiroya Director and Representative Executive Officer, President & CEO (Code number: 6178, First Section of the Tokyo Stock Exchange)
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Notice Concerning the Determination of Matters Related to the Acquisition of Treasury Stock
(Acquisition of Treasury Stock Based on the Articles of Incorporation
Complying with Article 459, Paragraph 1 of the Companies Act)

Japan Post Holdings Co., Ltd. (the “Company”) hereby announces that it has resolved matters related to the acquisition of its treasury stock based on Article 39, Paragraph 1 of the Articles of Incorporation complying with Article 459, Paragraph 1, Item 1 of the Companies Act at the Board of Directors meeting held on October 6, 2021, as described below.

I. Reason of the acquisition of treasury stock

The acquisition of treasury stock (the “Share Repurchase”) will be implemented with the aim to improve capital efficiency and enhance shareholder returns, while taking into consideration the supply-demand balance following the offering of common stock of the Company (the “Offering”) as announced today in the “Notice Concerning the Offering of Shares and Change in Controlling Shareholder other than Parent Company.”

II. Details of matters related to the acquisition

- (1) Class of shares to be acquired: Common stock of the Company
- (2) Total number of shares to be acquired: 133,000,000 shares (at maximum)
(The ratio of the total number of shares to be acquired to the total number of shares issued (excluding treasury stock): 3.5%)
- (3) Total amount of shares to be acquired: 100 billion yen (at maximum)
- (4) Acquisition period: From the business day immediately following the delivery date for the Offering (i.e., from the fifth business day following the pricing date, which falls on any day in the period from Monday, October 25, 2021 through Wednesday, October 27, 2021) through Thursday, April 28, 2022 (Note 2)
- (5) Method of acquisition: Market purchases in accordance with discretionary transaction contract with respect to acquisition of treasury stock

(Notes) 1. All or a part of the Share Repurchase may not be made depending on the market trends, etc.

Note:

This document is a press release for public announcement and has not been prepared for the purpose of soliciting investments or other conduct of similar nature whether in Japan or overseas. With respect to investments in Japan, investors are advised to do so based on their sole judgement after reviewing the Prospectus on the Offering of Shares and amendments thereto, if any, prepared by the Company. This press release does not constitute an offer or sale of securities in the United States. The Company’s common stock has not been and will not be registered under the United States Securities Act of 1933(the “Act”) and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements under the Act. The Company’s common stock will not be publicly offered or sold in the United States.

2. From Monday, November 1, 2021 through Thursday, April 28, 2022, if the pricing date is Monday, October 25, 2021

From Tuesday, November 2, 2021 through Thursday, April 28, 2022, if the pricing date is Tuesday, October 26, 2021

From Thursday, November 4, 2021 through Thursday, April 28, 2022, if the pricing date is Wednesday, October 27, 2021

III. Treatment of treasury stock held after the Share Repurchase

In order to eliminate investors' concerns over dilution, the Company has a policy to cancel the treasury stock held after the Share Repurchase after excluding the number of shares of common stock necessary to address demand for a sale of additional shares constituting less than one unit.

(Reference) Status of shareholding of treasury stock as of June 30, 2021

Total number of shares issued (excluding treasury stock): 3,767,770,229 shares

Number of shares of treasury stock: 100,000 shares

(The above number of shares of treasury stock does not include shares of the Company held by the Board Benefit Trust (BBT).)

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