

## 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.



March 10, 2025

Company name:	Japan Post Holdings Co., Ltd.
Representative:	MASUDA Hiroya, Director and Representative Executive Officer, President & CEO (Securities Code: 6178, Tokyo Stock Exchange Prime Market)
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### **Notice Concerning the Determination of the Offer Price and Other Matters regarding the Offering of Shares of a Consolidated Subsidiary**

Japan Post Holdings Co., Ltd. (the “Company”) hereby announces that, in connection with the offering through purchase and underwriting by the underwriters of a portion of shares of common stock of JAPAN POST BANK Co., Ltd., which is its consolidated subsidiary (Securities Code: 7182, Tokyo Stock Exchange Prime Market), announced on February 27, 2025 (the “Offering”), the offer price and other matters have been determined today as follows.

For the details of the Offering, please see “Notice Concerning the Determination of the Offer Price and Other Matters of the Offering of Shares” announced by JAPAN POST BANK Co., Ltd. as of today.

#### **1. The details of the Offering**

(1) Class and number of shares to be offered:

356,497,400 shares of common stock of JAPAN POST BANK Co., Ltd., the aggregate of (i) and (ii) below. (Note

1)

(i) 274,503,100 shares of common stock of JAPAN POST BANK Co., Ltd. to be offered in Japan through purchase and underwriting by the underwriters.

(ii) 81,994,300 shares of common stock of JAPAN POST BANK Co., Ltd. to be offered in international markets.

(2) Offer price: 1,444.0 yen per share

(3) Subscription period (Japanese offering): From Tuesday, March 11, 2025 to Wednesday, March 12, 2025

(4) Delivery date: Monday, March 17, 2025

(Note 1) JAPAN POST BANK Co., Ltd. repurchased shares of its common stock (13,266,900 shares in total, an aggregate repurchase price of 19,999,851,750 yen) through an off-auction own share repurchase trading on the Tokyo Stock Exchange Trading NeTwork system (ToSTNeT-3) on Monday, March 3, 2025, pursuant to the resolution at the meeting

#### **Note:**

This document is a press release to announce the determination of the offer price and other matters regarding the offering of shares of common stock of JAPAN POST BANK Co., Ltd., and it 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 revisions thereto) prepared by JAPAN POST BANK Co., Ltd. This press release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. The securities referred to in this press release have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “Securities Act”). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities referred to above will not be publicly offered or sold in the United States.

of the Board of Directors held on Thursday, February 27, 2025. The Company, which is the selling shareholder of the Japanese offering through purchase and underwriting by the underwriters and the international offering, sold 12,726,700 shares, a portion of the shares of common stock of JAPAN POST BANK Co., Ltd. held by it, in response to such share repurchase. As a result of such sale, the number of shares to be offered in the Japanese offering through purchase and underwriting by the underwriters and in the international offering has been changed. For details of the change to the number of shares to be offered, please refer to the “Notification Regarding Change to Number of Shares to be Offered” announced by JAPAN POST BANK Co., Ltd. on Monday, March 3, 2025.

Also, up to 40,000,000 shares of common stock of JAPAN POST BANK Co., Ltd. for an aggregate repurchase price of up to 40.0 billion yen will be made during the period from Tuesday, March 18, 2025 through Wednesday, May 14, 2025 (However, no share repurchase will be made from Tuesday, March 25, 2025 through Monday, March 31, 2025), in the open market under discretionary transaction contracts with respect to the repurchase of shares (the “Market Share Repurchase”). For details, please refer to “(Update of Disclosure) Notice Concerning the Determination of Matters relating to Share Repurchase” announced by JAPAN POST BANK Co., Ltd. today. The Company will not sell any shares of common stock of JAPAN POST BANK Co., Ltd. in the open market during the period of the repurchase of shares by way of the Market Share Repurchase.

(Note 2) The offering by way of over-allotment of 53,474,500 shares of common stock of JAPAN POST BANK Co., Ltd. to be borrowed by one of the Japanese underwriters (the “Designated Japanese Underwriter”). from the Company may be carried out in Japan in connection with the Japanese offering through purchase and underwriting by the underwriters (together with the Offering, the “Global Offering”). In connection therewith, the Company has granted the Designated Japanese Underwriter an option to purchase up to an additional 53,474,500 shares of common stock of JAPAN POST BANK Co., Ltd. (the “Green Shoe Option”) exercisable until Thursday, March 27, 2025.

## **2. The number of shares of JAPAN POST BANK Co. held by the Company and the ownership ratio of the Company**

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|-----|---|--|
| (1) | The number of shares and ownership ratio before the Global Offering | 2,224,866,500 shares<br>(Ownership ratio: 61.5%) |
| (2) | The number of shares and ownership ratio after the Global Offering  | 1,802,167,900 shares<br>(Ownership ratio: 50.0%) |

(Note 1) The number of shares and ownership ratio before the Global Offering are respectively the number of shares held by the Company as of February 27, 2025 and the ratio of the number of shares held by the Company as of February 27, 2025 against the aggregate number of issued shares (excluding treasury stock) as of the same date. The number of shares after the Global Offering is the number of shares held by the Company as of March 10, 2025, less the total number of shares described in (i) and (ii) described in “(1) Class and number of shares to be offered” in “1. The details of the Offering” above and the number of shares subject to the Green Shoe Option, and ownership ratio after the Global Offering is the ratio of the number of shares after the Global Offering against the aggregate number of issued shares (excluding treasury stock) as of March 10, 2025.

(Note 2) The number of shares and ownership ratio after the Global Offering are described assuming that the Green Shoe Option is exercised in full.

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