Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

April 24, 2026

Press Release

Name of company:	Kintetsu Group Holdings Co.,Ltd.
Representative:	Takashi Wakai, Representative Director and President
Code No.:	9041
Listing exchange:	Tokyo Stock Exchange (Prime Market)
Contact:	Hirokazu Kawaguchi, General Manager of Administrative General Affairs Div. – Administration Headquarters
Telephone:	+81-6-6775-3444

Announcement Regarding Amendment to the Articles of Incorporation

Kintetsu Group Holdings Co.,Ltd. (the "Company") hereby announces that, at a meeting of the Board of Directors held today, it resolved to submit an "Amendment to the Articles of Incorporation" to the 115th Ordinary General Meeting of Shareholders scheduled for June 2026, as described below.

1. Reasons for the amendment

   (1) As disclosed in the "Announcement Regarding the Transition to a Company With an Audit and Supervisory Committee" dated December 25, 2025, the Company intends to transition to a company with an Audit and Supervisory Committee to strengthen the supervisory function of the Board of Directors and achieve swift and agile business execution toward sustainable corporate value creation and further growth. In conjunction with this transition, the Company will make necessary amendments, including the establishment of provisions relating to the Audit and Supervisory Committee and Audit and Supervisory Committee Members, the deletion of provisions relating to the Audit & Supervisory Board and Audit & Supervisory Board Members, and the establishment of provisions relating to the delegation of authority to Directors.

   (2) In connection with the transition to a company with an Audit and Supervisory Committee, the Company will set a maximum number of Directors to maintain an appropriate size of its Board of Directors from the perspective of ensuring its effectiveness.

   (3) With respect to the purpose of business in Article 2, items will be added to accommodate future business development.

2. Details of the amendment

Details of the amendment are as set forth in the Attachment.

3. Schedule

Date of the General Meeting of Shareholders to amend the Articles of Incorporation:	June 2026 (planned)
Effective date of the Articles of Incorporation amendment:	June 2026 (planned)

End

(Attachment)

Details of the amendment to the Articles of Incorporation

(Amended portions are underlined.)

Current Articles of Incorporation	Proposed amendment
Chapter I General Provisions	Chapter I General Provisions
Article 1 (Omitted)	Article 1 (No change)
(Purpose) Article 2 1. The purpose of the Company is to control and manage the business activities of companies that operate the following businesses and foreign companies that operate businesses equivalent to the following businesses by owning shares of or equity in said companies. (1) to (13) (Omitted) (Newly established) (14) to (17) (Omitted) 2. (Omitted)	(Purpose) Article 2 1. The purpose of the Company is to control and manage the business activities of companies that operate the following businesses and foreign companies that operate businesses equivalent to the following businesses by owning shares of or equity in said companies. (1) to (13) (No change) (14) Banking agency business (15) to (18) (No change) 2. (No change)
Article 3 (Omitted)	Article 3 (No change)
(Organs) Article 4 The Company shall have, in addition to the General Meeting of Shareholders and Directors, the following organs: (1) Board of Directors (2) Audit & Supervisory Board Member (3) Audit & Supervisory Board (4) Accounting Auditor	(Organs) Article 4 The Company shall have, in addition to the General Meeting of Shareholders and Directors, the following organs: (1) Board of Directors (2) Audit and Supervisory Committee (Deleted) (3) Accounting Auditor
Article 5 (Omitted)	Article 5 (No change)
Chapter II Shares	Chapter II Shares
Articles 6 to 10 (Omitted)	Articles 6 to 10 (No change)
(Shareholder register administrator) Article 11 1. The Company shall have a shareholder register administrator. 2. The shareholder register administrator and the place of business thereof shall be designated by a resolution of the Board of Directors. 3. (Omitted)	(Shareholder register administrator) Article 11 1. The Company shall have a shareholder register administrator. 2. The shareholder register administrator and the place of business thereof shall be designated by the Board of Directors or a Director delegated by a resolution of the Board of Directors. 3. (No change)

Current Articles of Incorporation	Proposed amendment
(Share Handling Regulations) Article 12 Procedures for the exercise of shareholders' rights and other matters relating to the handling of shares and share acquisition rights of the Company shall be governed by the Share Handling Regulations established by the Board of Directors, in addition to laws and regulations or these Articles of Incorporation.	(Share Handling Regulations) Article 12 Procedures for the exercise of shareholders' rights and other matters relating to the handling of shares and share acquisition rights of the Company shall be governed by the Share Handling Regulations established by the Board of Directors or a Director delegated by a resolution of the Board of Directors, in addition to laws and regulations or these Articles of Incorporation.
Chapter III General Meeting of Shareholders	Chapter III General Meeting of Shareholders
Articles 13 to 18 (Omitted)	Articles 13 to 18 (No change)
Chapter IV Directors and the Board of Directors	Chapter IV Directors and the Board of Directors
(Number of Directors) Article 19 1. The number of Directors of the Company shall be eight or more.	(Number of Directors) Article 19 1. The number of Directors of the Company shall not be more than fifteen.
(Newly established)	2. The number of Directors who are Audit and Supervisory Committee Members of the Company shall not be more than five.
2. In the event of a vacancy in the office of Director, a replacement does not have to be elected until his/her term of office expires, if the number of Directors is not less than the number legally required.	(Deleted)
(Method of election) Article 20 1. Directors shall be elected at a General Meeting of Shareholders.	(Method of election) Article 20 1. Directors shall be elected at a General Meeting of Shareholders, distinguishing between Directors who are Audit and Supervisory Committee Members and other Directors.
2. to 3. (Omitted)	2. to 3. (No change)
(Term of office) Article 21 The term of office of Directors shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within one year after their election.	(Term of office) Article 21 1. The term of office of Directors (excluding Directors who are Audit and Supervisory Committee Members) shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within one year after their election.
(Newly established)	2. The term of office of Directors who are Audit and Supervisory Committee Members shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two years after their election.
(Newly established)	3. The term of office of a Director who is an Audit and Supervisory Committee Member elected to fill a vacancy left by another Director who is an Audit and Supervisory Committee Member who retired before the expiration of his/her term of office shall expire when the term of office of the retired Director who is an Audit and Supervisory Committee Member expires.

Current Articles of Incorporation	Proposed amendment
(Representative Director and Executive Director) Article 22 1. The Board of Directors shall elect Representative Director(s) by its resolution. 2. The Board of Directors may elect, from among the Directors, one Chairman of the Board, Vice Chairman of the Board, and President, as well as a few Senior Executive Vice Presidents, Senior Managing Executive Directors, and Managing Executive Directors, by a resolution of the Board of Directors.	(Representative Director and Executive Director) Article 22 1. The Board of Directors shall elect Representative Director(s) by its resolution from among the Directors (excluding Directors who are Audit and Supervisory Committee Members). 2. The Board of Directors may elect, from among the Directors (excluding Directors who are Audit and Supervisory Committee Members), one Chairman of the Board, Vice Chairman of the Board, and President, as well as a few Senior Executive Vice Presidents, Senior Managing Executive Directors, and Managing Executive Directors, by a resolution of the Board of Directors.
Article 23 (Omitted)	Article 23 (No change)
(Notice of meeting of the Board of Directors) Article 24 1. A notice of a meeting of the Board of Directors shall be given to each Director and each Audit & Supervisory Board Member at least three days prior to the date of the meeting. However, in case of an emergency, this notice period may be shortened. 2. A meeting of the Board of Directors may be held without following the procedures for convening a meeting, if all Directors and Audit & Supervisory Board Members give their consent to that effect.	(Notice of meeting of the Board of Directors) Article 24 1. A notice of a meeting of the Board of Directors shall be given to each Director at least three days prior to the date of the meeting. However, in case of an emergency, this notice period may be shortened. 2. A meeting of the Board of Directors may be held without following the procedures for convening a meeting, if all Directors give their consent to that effect.
Articles 25 to 26 (Omitted)	Articles 25 to 26 (No change)
(Newly established)	(Delegation of Decisions on Execution of Important Operations) Article 27 Pursuant to the provisions of Article 399-13, paragraph (6) of the Companies Act, the Company may, by resolution of the Board of Directors, delegate all or part of decisions on the execution of important operations (excluding the matters listed in each item of paragraph (5) of the same Article) to Directors.
Articles 27 to 28 (Omitted)	Articles 28 to 29 (No change)
Chapter V Audit & Supervisory Board Members and the Audit & Supervisory Board	Chapter V Audit and Supervisory Committee
(Number of Audit & Supervisory Board Members) Article 29 1. The number of Audit & Supervisory Board Members of the Company shall be four or more. 2. In the event of a vacancy in the office of Audit & Supervisory Board Member, a replacement does not have to be elected until his/her term of office expires, if the number of Audit & Supervisory Board Members is not less than the number legally required.	(Deleted)

Current Articles of Incorporation	Proposed amendment
(Method of election) Article 30 1. Audit & Supervisory Board Members shall be elected at a General Meeting of Shareholders. 2. Resolutions for electing Audit & Supervisory Board Members shall be adopted by a majority of the votes of the shareholders present at the meeting where the shareholders holding one-third or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.	(Deleted)
(Term of office) Article 31 1. The term of office of Audit & Supervisory Board Members shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within four years after their election. 2. The term of office of an Audit & Supervisory Board Member elected to fill a vacancy left by another Audit & Supervisory Board Member who retired before the expiration of his/her term of office shall expire when the term of office of the retired Audit & Supervisory Board Member expires.	(Deleted)
(Full-time Audit & Supervisory Board Members) Article 32 The Audit & Supervisory Board shall elect full-time Audit & Supervisory Board Member(s) by its resolution.	(Full-time Audit and Supervisory Committee Members) Article 30 The Audit and Supervisory Committee shall elect full-time Audit and Supervisory Committee Member(s) by its resolution.
(Notice of meeting of the Audit & Supervisory Board) Article 33 1. A notice of a meeting of the Audit & Supervisory Board shall be given to each Audit & Supervisory Board Member at least three days prior to the date of the meeting. However, in case of an emergency, this notice period may be shortened. 2. A meeting of the Audit & Supervisory Board may be held without following the procedures for convening a meeting, if all Audit & Supervisory Board Members give their consent to that effect.	(Notice of meeting of the Audit and Supervisory Committee) Article 31 1. A notice of a meeting of the Audit and Supervisory Committee shall be given to each Audit and Supervisory Committee Member at least three days prior to the date of the meeting. However, in case of an emergency, this notice period may be shortened. 2. A meeting of the Audit and Supervisory Committee may be held without following the procedures for convening a meeting, if all Audit and Supervisory Committee Members give their consent to that effect.
(Matters relating to the Audit & Supervisory Board) Article 34 Matters relating to the Audit & Supervisory Board shall be determined by the Audit & Supervisory Board in addition to laws and regulations or these Articles of Incorporation.	(Matters relating to the Audit and Supervisory Committee) Article 32 Matters relating to the Audit and Supervisory Committee shall be determined by the Audit and Supervisory Committee in addition to laws and regulations or these Articles of Incorporation.
(Liability limitation agreement with External Audit & Supervisory Board Members) Article 35 The Company may, pursuant to Article 427, paragraph (1) of the Companies Act, enter into an agreement with an External Audit & Supervisory Board Member to limit his/her liability for damages as provided in Article 423, paragraph (1) of the Companies Act; provided, however, that the maximum amount of liability based on such agreement shall be the amount set forth in laws and regulations.	(Deleted)

Current Articles of Incorporation	Proposed amendment
Chapter VI Accounts	Chapter VI Accounts
Articles 36 to 39 (Omitted)	Articles 33 to 36 (No change)
(Newly established)	(Supplementary Provisions) (Transitional measures regarding liability limitation agreements with External Audit & Supervisory Board Members) Agreements limiting liability for damages as provided in Article 423, paragraph (1) of the Companies Act relating to acts of persons who served as External Audit & Supervisory Board Members prior to the close of the 115th Ordinary General Meeting of Shareholders (including those who previously served as External Audit & Supervisory Board Members) shall be governed by the provisions of Article 35 of the Articles of Incorporation in effect prior to amendment by resolution at said Ordinary General Meeting of Shareholders.

Note: Some underlining does not coincide with the Japanese version because of translation adjustments.