

For Immediate Release

Company Name : SBI Shinsei Bank, Limited
Name of Representative : Katsuya Kawashima
President and CEO
(Code: 8303, TSE Prime Market)

Plan for Compliance with Listing Maintenance Criteria (Free-Float Share Ratio)

Tokyo (December 17, 2025) --- SBI Shinsei Bank, Ltd. (Head Office: Tokyo; President and CEO: Katsuya Kawashima; hereinafter "SBI Shinsei Bank") was listed on the Tokyo Stock Exchange (hereinafter referred to as the "TSE") Prime Market on December 17, 2025. However, as of the listing date, the Bank did not meet the listing maintenance criteria for the Prime Market with respect to the free-float share ratio.

The Bank applied the special provisions for formal requirements set forth in Article 715, Paragraph 2 of the TSE Securities Listing Regulations and was listed on the expectation that the free-float share ratio would be at least 10% as of the listing date. The Bank has prepared a plan to comply with the Prime Market listing maintenance criterion of a 35% free-float share ratio, as outlined below.

1. Compliance Status and Plan Period

As of the listing date (December 17, 2025), SBI Shinsei Bank's compliance status with the Prime Market listing maintenance criteria is as shown in the table below. The Bank does not meet the criterion for the free-float share ratio.

Item	Free-Float Share Ratio
Bank's Status (as of Dec. 17, 2025)	24.79%*
Prime Market Maintenance Criterion	35.0%
End of Plan Period	End of March 2031

Note: The Bank's status was determined by the TSE based on the "Planned Public Offering and Secondary Offering Statement" that the Bank submitted during the listing examination period.

*Rounded to the second decimal place.

2. Basic Policy, Challenges, and Initiatives for Compliance

(1) Basic Policy

Since joining the SBI Group in December 2021, SBI Shinsei Bank has achieved rapid expansion of its customer base and improved profitability through synergies with the SBI Group and normalization of domestic interest rates. Going forward, the Bank will continue to focus on growth drivers set forth in its medium-term management plan, aiming for sustainable growth and enhanced corporate value through initiatives such as advancing the "Fourth Mega Bank Concept" and expanding efforts in digital assets.

As a core bank of the SBI Group, SBI Shinsei Bank intends to fully leverage the Group's globally unique business ecosystem. The Bank recognizes that meeting the Prime Market listing maintenance criteria is essential to demonstrate that it has sufficient liquidity and governance standards as an investment target. Based on this understanding, the Bank will strive to improve its free-float share ratio through discussions with its parent companies, with the basic policy of becoming an attractive investment target for a broader range of investors.

(2) Challenges

SBI Shinsei Bank recognizes that its low free-float share ratio is due to the combined ownership ratio of 74.26% held by its parent companies, SBI Holdings, Inc. and SBI Regional Bank Holdings Co., Ltd. Both the Bank and its parent companies share the understanding of this challenge and the importance of meeting the free-float share ratio requirement.

(3) Initiatives

SBI Shinsei Bank will continue dialogue with its parent companies regarding measures to increase the free-float share ratio. Since supplying the necessary shares to the market in a short period could have a significant negative impact on share price formation, we intend to implement measures to

gradually increase the free-float share ratio by the end of March 2031. Specific timing and methods will be determined with consideration of share price impact and promptly disclosed once decided.

3. Matters Not Considered in This Plan

SBI Shinsei Bank has issued stock options to the Bank Group officers and employees. The exercise of these options and subsequent market sales by officers are expected to contribute to an increase in the free-float share ratio. As of the submission of this plan, the estimated number of shares to be added through option exercise is 8,454,200 shares (potential share ratio: 0.94%), with an exercise period from July 1, 2028, to September 30, 2030. However, since it is difficult to predict the timing and likelihood of exercise and subsequent sales, these factors are not considered in this plan.

Additionally, shares acquired through the initial public offering and secondary offering at the time of listing are assumed to be included in the free-float calculation. However, depending on shareholder attributes (e.g., holders of 10% or more of listed shares, partnerships, domestic commercial banks, insurance companies, or business corporations), some shares may not qualify as free-float shares. In such cases, SBI Shinsei Bank will request its parent companies to consider and execute additional sales of the Bank's shares.

End

SBI Shinsei Bank is a leading diversified Japanese financial institution providing a wide range of financial products and services to both institutional and individual customers. The Bank has a network of outlets throughout Japan and is committed in its pursuit of uncompromising levels of integrity and transparency in all of its activities in order to earn the trust of its stakeholders, including customers, employees and shareholders. The Bank is committed to delivering long-term profit growth and sustainably increasing its corporate value for all its stakeholders. News and other information about SBI Shinsei Bank are available at <https://corp.sbihinseibank.co.jp/en/>.

For further information, please contact:

Sustainability and Communications Division

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