



### **(Changes to Announced Disclosure)**

#### **Notice of Change in Timing of Share Transfer Agreement of Greenko Energy and New Investments in AM Green**

TOKYO, Japan – April 1, 2025 - ORIX Corporation (“ORIX”) announced in the January 20, 2025 press release “ORIX Signs Share Transfer Agreement of Greenko Energy and New Investment in its Affiliate Company”<sup>\*1</sup> that it has decided to enter into a share transfer agreement to sell all shares of Greenko Energy Holdings (“Greenko”), an affiliate company of ORIX, to AM Green Power B.V., a wholly owned subsidiary of AM Green B.V. (“AMG”), which was established by the founders of Greenko and is a next generation energy company. Additionally, ORIX announced that it has decided to enter into an agreement to invest in the convertible note issued by AM Green (Luxembourg) S.à.r.l (“AMG Lux”), the parent company that holds all shares of AMG. Please note that the scheduled execution date of transactions under these agreements have been changed as follows.

##### **1. Scheduled date of share transfer and convertible note investment**

(Before change): March 31, 2025 (scheduled)

(After change): Mid-April, 2025 (scheduled)

##### **2. Reason for changing the scheduled execution date**

This agreement is subject to conditions precedent, including obtaining the necessary approvals under the Indian Competition Act and the financing of the transferee. Approval under the Indian Competition Act was obtained on March 11, 2025. However, as the terms and conditions of financing for the transferee have not been satisfied as of this date, we have recently decided to change the scheduled execution date of this agreement.

##### **3. Future Outlook**

In our consolidated financial statements for the fiscal year ending March 31, 2025, ORIX had expected to record a gain on the sale of approximately ¥96.5 billion before costs are deducted. However, due to the change in the scheduled execution date, the gain is expected to be recorded in the fiscal year ending March 31, 2026. The forecast for net income for the fiscal year ending March 31, 2025, will also be affected, but we do not expect any significant change from the disclosed forecast. For this reason, we will not revise our earnings forecast and plan to announce our full-year results on May 12, 2025.

The full-year dividend forecast for the fiscal year ending March 31, 2025 remains unchanged from “the annual dividend is at the higher of either payout ratio of 39% or 98.60 yen per share.”<sup>\*2</sup> We will provide timely notification if there are any changes.

<sup>\*1</sup> [ORIX Signs Share Transfer Agreement of Greenko Energy and New Investment in its Affiliate Company \(January 20, 2025\)](#)

<sup>\*2</sup> [Announcement Regarding Interim Dividend and Year-end Dividend Forecast for the Fiscal Year Ending March 31, 2025 \(November 8, 2024\)](#)

**Contact Information:**

Investor Relations and Sustainability Department

ORIX Corporation

Tel: +81-3-3435-3121

**About ORIX Group:**

ORIX Group (ORIX Corporation TSE: 8591; NYSE: IX) was established in 1964 and has grown from its roots in leasing in Japan to become a global, diverse, and unique corporate group. Today, it is active around the world in financing and investment, life insurance, banking, asset management, real estate, concession, environment and energy, automobile-related services, industrial/ICT equipment, ships and aircraft. Since expanding outside of Japan in 1971, ORIX Group has grown its business globally and now operates in around 30 countries and regions across the world with approximately 34,000 people. ORIX Group unites globally around its Purpose: “Finding Paths. Making Impact.” combining diverse expertise and innovative thinking to help our world develop in a sustainable way.

For more details, please visit our website: <https://www.orix.co.jp/grp/en/>

(As of September 30, 2024)

**Caution Concerning Forward Looking Statements:**

These documents may contain forward-looking statements about expected future events and financial results that involve risks and uncertainties. Such statements are based on our current expectations and are subject to uncertainties and risks that could cause actual results that differ materially from those described in the forward-looking statements. Factors that could cause such a difference include, but are not limited to, those described under “Risk Factors” in the Company’s annual report on Form 20-F filed with the United States Securities and Exchange Commission and under “(4) Risk Factors” of the “1. Summary of Consolidated Financial Results” of the “Consolidated Financial Results April 1, 2023 – March 31, 2024” furnished on Form 6-K.