

***[NOTICE: This Notice of Convocation is a translation of the Japanese language original for convenience purposes only, and in the event of any discrepancy, the Japanese language original shall prevail.]***

Securities code: 8593

June 6, 2025  
(Commencement date of electronic provision measures: May 23, 2025)

**NOTICE OF CONVOCATION OF  
THE 54th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

Notice is hereby given that the 54th Annual General Meeting of Shareholders (the “Meeting”) of Mitsubishi HC Capital Inc. (the “Company”) will be held as described below.

If you will not attend the Meeting in person, you may exercise your voting rights via the internet or in writing. Please review the attached “Reference Materials Concerning the General Meeting of Shareholders.”

Yours very truly,

Mitsubishi HC Capital Inc.  
Taiju Hisai  
Representative Director, President & CEO  
5-1, Marunouchi 1-chome,  
Chiyoda-ku, Tokyo

**PARTICULARS**

1. Date and Time of the Meeting: Thursday, June 26, 2025, at 10:00 a.m.  
(Reception scheduled to open at 9:30 a.m.)
2. Place of the Meeting: Tsuru (West), The Main Bldg. Banquet Floor, Hotel New Otani  
at 4-1 Kioi-cho, Chiyoda-ku, Tokyo
3. Matters to be dealt with at the Meeting:  
Matters for Reporting:
  - (1) The Details of Business Report for the 54th Fiscal Year (from April 1, 2024 to March 31, 2025) and the Consolidated Financial Statements, and Results of the Audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee.
  - (2) The Details of the Financial Statements for the 54th Fiscal Year (from April 1, 2024 to March 31, 2025).

Matters for Resolution:  
Agenda

Election of 8 (Eight) Directors (Excluding Directors who are Audit & Supervisory Committee Members)

4. Matters concerning the electronic provision measures:

When convening this general meeting of shareholders, the Company has taken measures for providing information that constitutes the Reference Materials Concerning the General Meeting of Shareholders, etc. (matters subject to the electronic provision measures) in electronic format, and posts this information on the Company's website and other websites. Please access those websites to review the information.

The Company's website:

(<https://www.mitsubishi-hc-capital.com/english/investors/meeting/index.html>)



Tokyo Stock Exchange website:

(<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>)

Please input the Company name or securities code (8593), and click "Search," and then click "Basic information" and "Documents for public inspection/PR information" in this order.



"Online Convocation (Net de Shoshu)":

(<https://s.srdb.jp/8593/>, available only in Japanese)

- End -

- © For shareholders who have requested the delivery of a paper copy, the Company delivers documents which are part of the Notice of Convocation, the Reference Materials Concerning the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, and the Financial Statements. However, of matters that are subject to audit by the Audit & Supervisory Committee and the Accounting Auditor in preparing the Audit Reports, the following matters are not included in the paper copy. Please refer to "Other matters subject to the electronic provision measures (matters omitted from documents delivered to shareholders)" posted on the websites shown above.
- (1) Part of the matters concerning the status of the Group (Changes in assets and income (loss), Principal business, Locations, Status of employees, Main lenders, Other important matters concerning the status of the Group), (2) Matters concerning the Company's shares, (3) Matters concerning share acquisition rights, (4) Part of the matters concerning the Company's officers (Overview of limited liability agreements, Matters concerning directors and officers liability insurance agreement, Matters concerning Outside Director), (5) Status of the accounting auditor, (6) System for ensuring appropriate business operation and overview of its operating status, (7) Consolidated statement of changes in equity, (8) Notes on consolidated financial statements, (9) Non-consolidated statement of changes in equity, and (10) Notes on non-consolidated financial statements
- © If any amendments are made to matters subject to the electronic provision measures, such amendments will be posted on the websites where the matters are posted.



## About Live Streaming for the Meeting and Prior Questions

The General Meeting of Shareholders will be broadcasted live to shareholders via internet so that you can see it from anywhere.

In addition, in order to receive a number of opinions by shareholders, we are accepting prior questions regarding the objectives of this meeting via the internet.

Please note that only Japanese is available for these.

For details, refer to the Notice of Convocation in Japanese.

[TRANSLATION]

REFERENCE MATERIALS CONCERNING  
THE GENERAL MEETING OF SHAREHOLDERS

Items of Business and Reference Matters

**Agenda**

Election of 8 (Eight) Directors (Excluding Directors who are Audit & Supervisory Committee Members)

Note: Listed within the bold-lined box in the table below

The terms of office of all 8 (eight) Directors (excluding Directors who are Audit & Supervisory Committee members) will expire at the close of this Meeting. Accordingly, you are hereby requested to newly elect 8 (eight) Directors (No. 1-8). The terms of office of 4 (four) Directors who are Audit & Supervisory Committee members will expire at the close of the Annual General Meeting of Shareholders of the Company to be held in June 2026 pursuant to the provisions of Article 332 of the Companies Act and Article 22 of the Company's Articles of Incorporation. Please refer to the website on page 2 for the career summaries and reasons for nomination of each candidate for Director.

No.	Candidate for Director				
	1	2	3	4	5
Name	<b>Mr. Takahiro Yanai</b>	<b>Mr. Taiju Hisai</b>	<b>Mr. Aiichiro Matsunaga</b>	<b>Mr. Kazumi Anei</b>	<b>Mr. Haruhiko Sato</b>
Age (as of this Meeting)	67	63	62	64	60
Term of Office (As of the end of this Meeting)	8 years	3 years	1 year	4 years and 3 months	4 years and 3 months
Current Position and Responsibility at the Company (as of May 2025)	Director, Chairman	Representative Director President & CEO	Representative Director Deputy President Overall Operation	Director, Deputy President in charge of Customer Solutions Unit	Director, Managing Executive Officer Deputy Head of Corporate & Strategic Planning Division CFO (Chief Financial Officer)
Candidate type	<b>Reappointment</b>	<b>Reappointment</b>	<b>Reappointment</b>	<b>Reappointment</b>	<b>Reappointment</b>
Attendance at Board of Directors meetings and Audit & Supervisory Committee meetings (FY2024)	14/14 (100%)	14/14 (100%)	11/11 (100%)	14/14 (100%)	14/14 (100%)
Number of significant concurrent positions (Number of concurrent executive positions)	0	0	0	0	0
Number of the Company's shares held (Number of potential shares*)	26,500 shares (207,700 shares)	6,700 shares (55,600 shares)	5,800 shares (-)	61,300 shares (55,600 shares)	0 shares (31,900 shares)
Skills required of the Company's directors (○: Indicates possession of the skill)					
Corporate management	○	○	○	○	○
Finance	○	○	○	○	○
Global	○	○	○	○	○
Sustainability	○	○	○	○	○
Sales/Marketing	○	○	○	○	
IT/DX					
Finance/Accounting	○	○			○
Risk management/Legal affairs	○	○	○		
Human resource management	○	○	○		
Composition of each committee after the conclusion of this Meeting (assuming approval of each candidate's election at this Meeting) ◎: Committee Chair ○: Member					
Governance Committee	◎	○	○		
Nomination Committee	○				
Compensation Committee		○			

No.	Candidate for Director			Not subject to election(Audit & Supervisory Committee Member)	
	6	7	8	Mr. Yoshitaka Shiba	Mr. Hiroyasu Nakata
Name	<b>Ms. Yuri Sasaki</b>	<b>Ms. Kayoko Kawamura</b>	<b>Mr. Shota Kondo</b>		
Age (as of this Meeting)	58	60	57	63	73
Term of Office (As of the end of this Meeting)	4 years and 3 months	1 year	1 year	1 year	4 years and 3 months
Current Position and Responsibility at the Company (as of May 2025)	Director	Director	Director	Director (Audit & Supervisory Committee Member)	Director (Audit & Supervisory Committee Member)
Candidate type	Reappointment Outside Independent	Reappointment Outside Independent	Reappointment Outside	-	Outside Independent
Attendance at Board of Directors meetings and Audit & Supervisory Committee meetings (FY2024)	14/14 (100%)	11/11 (100%)	10/11 (91%)	11/11 (100%) 11/11 (100%)	14/14 (100%) 11/11 (100%)
Number of significant concurrent positions (Number of concurrent executive positions)	2 (0)	2 (1)	3 (1)	0	0
Number of the Company's shares held (Number of potential shares*)	1,400 shares	400 shares	0 shares	1,700 shares	3,900 shares
Skills required of the Company's directors (○: Indicates possession of the skill)					
Corporate management			○	○	
Finance	○			○	
Global			○		
Sustainability			○		
Sales/Marketing		○	○	○	
IT/DX		○			
Finance/Accounting				○	
Risk management/Legal affairs				○	○
Human resource management					
Composition of each committee after the conclusion of this Meeting (assuming approval of each candidate's election at this Meeting) ◎: Chairperson / Committee Chair ○: Member					
Governance Committee	○	○	○	○	○
Nomination Committee	○	○	○		○
Compensation Committee	○	○	○		◎

No.	Not subject to election(Audit & Supervisory Committee Member)	
Name	<b>Ms. Hiroko Kaneko</b>	<b>Mr. Masayuki Saito</b>
Age (as of this Meeting)	67	70
Term of Office (As of the end of this Meeting)	4 years and 3 months	3 years
Current Position and Responsibility at the Company (as of May 2025)	Director (Audit & Supervisory Committee Members)	Director (Audit & Supervisory Committee Members)
Candidate type	<u>Outside</u> <u>Independent</u>	<u>Outside</u> <u>Independent</u>
Attendance at Board of Directors meetings and Audit & Supervisory Committee meetings (FY2024)	14/14 (100%) 15/15 (100%)	14/14 (100%) 15/15 (100%)
Number of significant concurrent positions (Number of concurrent executive positions)	2 (0)	1 (0)
Number of the Company's shares held (Number of potential shares*)	3,900 shares	3,900 shares
Skills required of the Company's directors (○: Indicates possession of the skill)		
Corporate management		○
Finance		
Global		○
Sustainability		○
Sales/Marketing		
IT/DX		
Finance/Accounting	○	○
Risk management/Legal affairs	○	○
Human resource management		○
Composition of each committee after the conclusion of this Meeting (assuming approval of each candidate's election at this Meeting) ◎: Chairperson / Committee Chair ○: Member		
Governance Committee	○	○
Nomination Committee	○	◎
Compensation Committee	○	○

\* The number of potential shares represents the number of shares to be issued upon exercise of share acquisition rights granted in the past under the stock-based compensation stock option plan.

## Reasons for Selection of Skills

- The Group has established Our 10-Year Vision (“Together we innovate, challenge and explore the frontiers of the future”) as a milestone toward the realization of its management philosophy.  
In working toward this vision, we have reviewed the skills the Board of Directors should possess and have now disclosed the reasons for selecting each skill.
- From the three perspectives of “overall management,” “revenue growth,” and “strengthening the management foundation,” the following nine skill items have been selected.

Category	Skill	Reason for selection
Matters related to overall management	Corporate management	➤ Achieving Our 10-Year Vision, which serves as a milestone toward realizing the Company’s management philosophy, requires accurately identifying materiality (material issues) and addressing them through management initiatives. To that end, we believe it is essential to have the ability to boldly drive company-wide transformation, including SX(*1), DX(*2), and business portfolio transformation, as well as the ability to oversee these initiatives. We also believe it is essential to have the ability to build and promote systems that support sound corporate management rooted in compliance, as well as the ability to oversee these activities. (*1) Sustainability Transformation (*2) Digital Transformation
	Finance	➤ We believe it is essential to have a deep understanding of the Company’s business as a financial services provider, as well as deep insight into domestic and international finance, and the ability to apply that expertise to the promotion and oversight of the Company’s management and business strategies.
	Global	➤ The Company’s business is broadly and globally expanded, and we believe it is essential to have deep insight into global business, including cross-cultural and geopolitical considerations, as well as the ability to apply that insight to the promotion and oversight of management.
	Sustainability	➤ We believe it is essential to have the ability to promote and oversee sustainability management that balances the resolution of social issues with the sustainable enhancement of corporate value.
Matters related to revenue growth	Sales/Marketing	➤ To strengthen earning power through a shift to high value-added businesses and the development of new businesses, we believe it is essential to have the ability to leverage sales and marketing capabilities to build and promote business strategies such as the evolution and multilayering of business models, as well as the ability to oversee these activities.
Matters related to strengthening the management foundation	IT/DX	➤ To realize the creation and enhancement of customer value through the use of data and digital technologies, we believe it is essential to have the ability to apply advanced knowledge of IT and digital transformation (DX) to management and its oversight.
	Finance/Accounting	➤ We believe that advanced expertise in accounting is essential to support the Company’s globally developed business through effective management and oversight. Furthermore, to achieve sustainable growth, we believe it is essential to have the ability to promote and oversee a financial strategy that balances the three key elements of “financial soundness,” “return on capital,” and “growth potential.”
	Risk management/Legal affairs	➤ We believe it is essential to have the ability to build and promote a risk management framework that supports growth strategies through enhanced risk control, as well as the ability to oversee these activities. Furthermore, we believe that advanced expertise in legal affairs is essential to identify key risks in business activities from a legal perspective and to apply that insight to management and its oversight.
	Human resource management	➤ We believe it is essential to have the ability to build and promote a human resources strategy that secures, develops, and utilizes talent in order to fulfill a “talent portfolio” that supports management strategy and to create a workplace that is both comfortable and motivating. This includes the ability to oversee such activities.

<Reference>

● The Company's Selection Standards for Directors

1. Directors should be mentally and physically sound enough to execute business.
2. Directors should be persons who are well respected, possess excellent integrity and hold themselves to high ethical standards.
3. Directors should have a law-abiding spirit.
4. Directors should be expected to have the ability to make objective judgments regarding management and have excellent insight and perspicacity.
5. Based on the candidates' knowledge, experience, ability, etc., it should be reasonably considered that the candidates will contribute to strengthening the functions of the Board of Directors.
6. In addition to 1. to 5. above, Outside Directors should (i) have experience, achievements and knowledge in their fields of specialty, (ii) be able to contribute to the implementation of appropriate decision making and management supervision of the Board of Directors, and (iii) be expected to set aside time necessary to perform their duties.
7. A candidate for reappointment should have fulfilled the role expected of them during their term of office.

● Independence Standards for Outside Directors

The Company shall judge the independence through confirmation as to whether the candidate at any time in the past three years has fallen under any of the following (1) through (6), on condition that the individual fulfills the requirements for independent directors set forth by the financial instruments exchanges of Japan, such as the Tokyo Stock Exchange, and then through multifaceted examination as to whether the individual can be evaluated as having independence objectively and substantially:

- (1) A major shareholder (a shareholder holding 10% or more of the total voting rights) of the Company or an Executive (Note 1) thereof;
- (2) An Executive of a lender of the Company (Note 2) that exceeds the Company's standard;
- (3) An Executive of a business partner of the Company (Note 3) that exceeds the Company's standard;
- (4) A consultant, attorney-at-law, certified public accountant, or other person who provides professional services, that receives more than 10 million yen or more per fiscal year in monetary or other assets from the Company, excluding executive compensation;
- (5) A representative partner or partner of the Company's Accounting Auditor;
- (6) A person who belongs to an association which receives donations from the Company exceeding a certain amount (Note 4).

Note 1 An Executive refers to an Executive Director, Executive Officer, or other employees.

Note 2 A lender that exceeds the Company's standard refers to a lender from whom the amount the Company has borrowed exceeds 2% of the consolidated total assets of the Company.

Note 3 A business partner that exceeds the Company's standard refers to a business partner having dealings with the Company worth more than 2% of the consolidated net sales of the Company or of the business partner.

Note 4 Donations exceeding a certain amount refer to a donation exceeding 10 million yen per fiscal year.

Even if the candidate falls under any of the above (1) through (6), if there are special circumstances for designating the candidate as an independent director and the Company judges that he/she substantially has independence and therefore will register him/her as an independent director with the financial instruments exchanges of Japan, such as the Tokyo Stock Exchange, the reason therefor shall be explained and disclosed at the time of the candidate's election as an Outside Director.

## Overview of Financial Results

- Net income attributable to owners of parent increased by ¥11.3 billion (up 9.1%) year on year to ¥135.1 billion, mainly due to the strong performance of the Aviation and Logistics segments and a large gain on sale of securities in the Environment & Energy segment, despite an increase in credit costs in the Global Business and Environment & Energy segments. This amount exceeded the initial forecast of ¥135.0 billion, hitting a record high for three consecutive years.

(Billions of yen)

		1H FYE 3/2024	1H FYE 3/2025	YoY Change	YoY Change (%)
1	Revenues	1,950.5	2,090.8	+140.2	+7.2%
2	Gross Profit	380.0	462.6	+82.5	+21.7%
3	Operating Income	146.1	187.1	+40.9	+28.0%
4	Recurring Income	151.6	193.5	+41.9	+27.7%
5	Net Income Attributable to Owners of the Parent	123.8	135.1	+11.3	+9.1%
6	New Transactions Volume	3,051.9	3,311.7	+259.7	+8.5%
7	ROA* <sup>1</sup>	1.1%	1.2%	+0.1pt	–
8	ROE* <sup>2</sup>	7.7%	7.8%	+0.1pt	–

(Billions of yen)

		1H FYE 3/2024	1H FYE 3/2025	YoY Change	YoY Change (%)
9	Total Equity	1,705.3	1,804.5	+99.1	+5.8%
10	Total Assets	11,149.8	11,762.3	+612.4	+5.5%
11	Equity Ratio	15.1%	15.2%	+0.1pt	–
12	Segment Assets* <sup>3</sup>	10,179.4	10,935.6	+756.1	+7.4%

\*1 Return On Asset

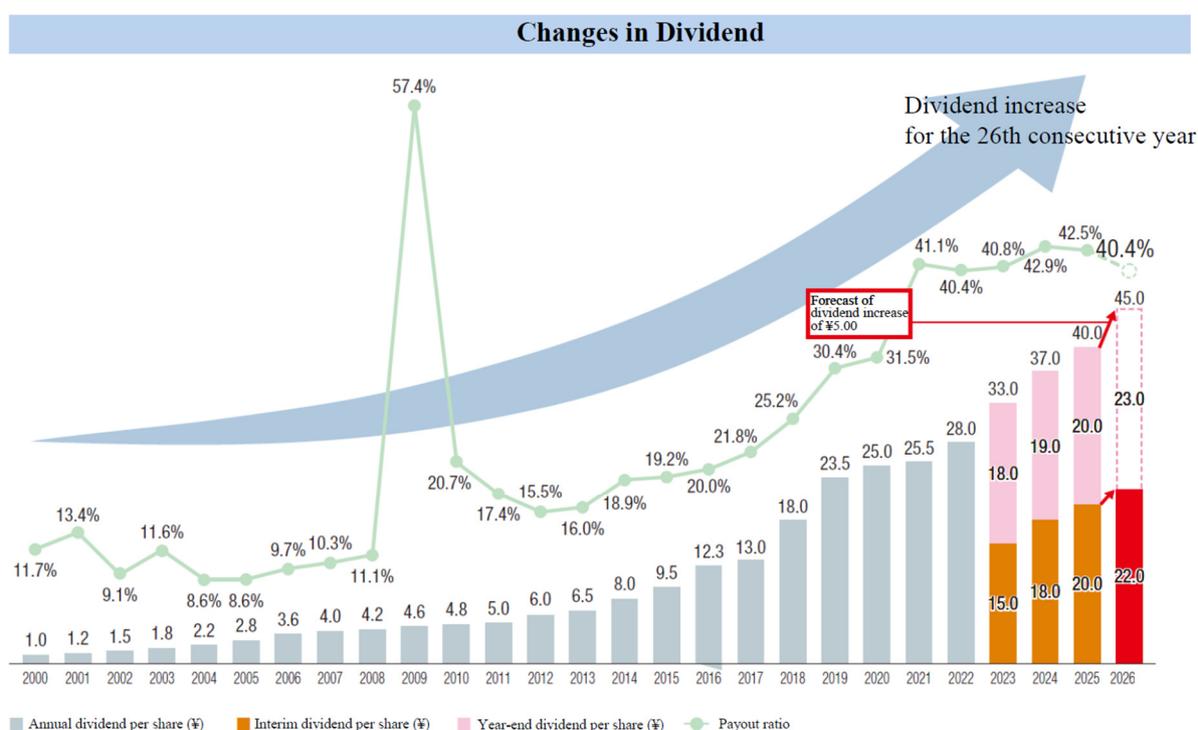
\*2 Return On Equity

\*3 Segment Assets include Operating Assets, Equity Method Investments, Goodwill, and Investment Securities, etc.

## Shareholder returns

- As a general rule, we will return profits to shareholders by distributing dividends and increase the total amount of dividend payments through profit growth.
- The annual dividend per share for the fiscal year ended March 31, 2025 is ¥40, up ¥3 year on year, as per initial forecast.
- The annual dividend per share for the fiscal year ending March 31, 2026 is forecasted to be ¥45, up ¥5 year on year (interim dividend: ¥22, year-end dividend: ¥23), in line with the policy of a dividend payout ratio of 40% or more during the period of the current Medium-term Management Plan.

<b>Annual Dividend for FYE 3/2025</b>	<b>40.00 yen [Payout Ratio: 42.5%]</b>
<b>(Interim Dividend for FYE 3/2025</b>	<b>20.00 yen)</b>
<b>Annual Dividend for FYE 3/2026 (forecast)</b>	<b>45.00 yen [Payout Ratio: 40.4%]</b>



\* Figures for fiscal years ended March 2021 and earlier represent the results of the former Mitsubishi UFJ Lease & Finance Company Limited (up to the fiscal year ended March 2007, the former Diamond Lease Company Limited).

\* The Company conducted a 10-for-1 stock split on April 1, 2013, and figures for fiscal years ended March 2013 and earlier are presented based on the number of shares after the stock split.

## Introduction to the Company's Businesses

- The Group's business portfolio is built on a solid foundation consisting of Customer Solutions and Global Business, both of which are supported by a stable and robust customer and business base that enables consistent profit generation.
- Built upon that foundation are the five specialized business pillars of Environment & Energy, Aviation, Logistics, Real Estate, and Mobility, which, while volatility\* is relatively high due to their exposure to market conditions, also offer correspondingly higher returns. Because the timing and magnitude of market fluctuations in these five specialized businesses do not necessarily align, they tend to offset each other's volatility. As a result, the Group as a whole maintains a portfolio with low volatility and stable profitability. This is a unique strength of our Group that cannot be replicated by other companies.
- Please refer to page 27 for the profit and asset balance of each business segment.

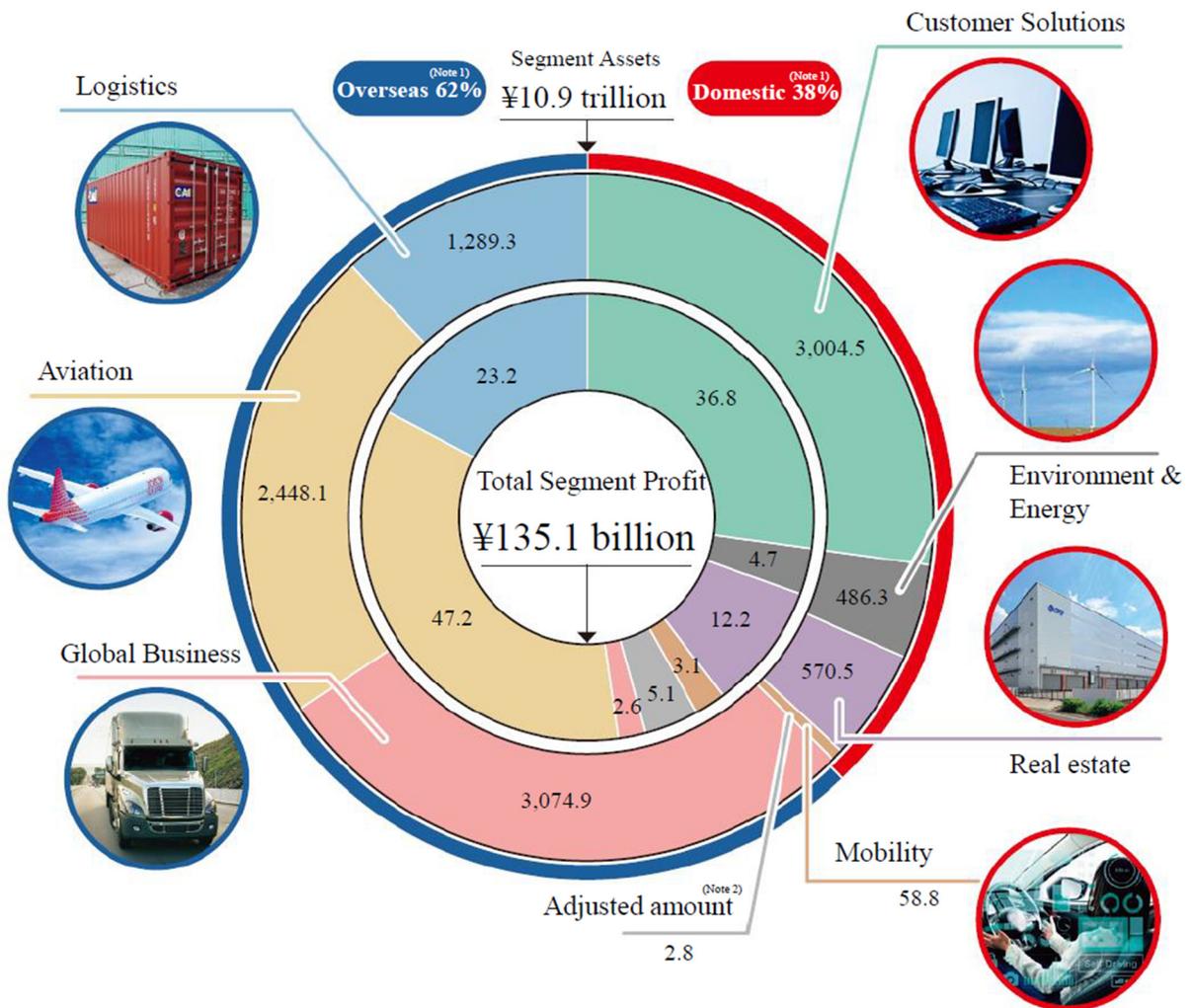
\* The degree or rate of fluctuation in returns or prices.



Environment & Energy	Renewable energy business
Aviation	Aircraft leasing business and aircraft engine leasing business
Logistics	Marine container leasing business and railcar leasing business
Real Estate	Real estate finance business, real estate investment business, and real estate asset management business
Mobility	Mobility related business focusing mainly on auto leasing business and supplementary services

**[Overview of the Segments for FY2024]** (Billions of yen)

The outer frame of the pie chart represents the segment assets, and the inner frame represents the segment profit.



(Note 1) The segment assets of the Customer Solutions, Environment & Energy, Real Estate, and Mobility segments are counted as domestic, while those of the Global Business, Aviation, and Logistics segments are counted as overseas to provide an approximate ratio. However, as some segments include both domestic and overseas assets, the actual ratio may differ from the above.

(Note 2) Adjustments primarily represent segment assets, expenses and revenues that are not attributable to the reporting segment.

- For specific business strategies of each segment, please refer to the Financial Results for the Fiscal Year Ended March 31, 2025.



Financial Results for the Fiscal Year Ended March 31, 2025

<https://www.mitsubishi-hc-capital.com/english/investors/library/pressrelease/pdf/2025051505.pdf>

Career summaries and reasons for nomination of candidates for Directors

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned	
1	<p style="text-align: center;"><b>Reappointment</b></p> <p>Takahiro Yanai (May 4, 1958)</p>	<p>April 1982      Joined The Mitsubishi Bank, Ltd.</p> <p>                    Managing Executive Officer of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU)</p> <p>May 2012      In charge of CIB (Corporate Investment Banking) and Secondly in charge of Market Sales Division</p> <p>                    Managing Officer, Deputy Group Head, Integrated Trust Assets Business Group, Deputy Group Head, Integrated Corporate Banking Business Group, and Head of the Corporate &amp; Investment Banking Planning Division of Mitsubishi UFJ Financial Group, Inc. (MUFG)</p> <p>June 2015      Managing Director, Chief Executive, Retail Banking Business Unit of BTMU</p> <p>                    Managing Executive Officer, Group Head, Integrated Retail Banking Business Group of MUFG</p> <p>May 2016      Senior Managing Executive Officer, Group Head, Transaction Banking Group of BTMU</p> <p>June 2017      President &amp; CEO of Mitsubishi UFJ Lease &amp; Finance Company Limited (MUL) (currently the Company) Concurrently served as Executive Officer of MUL</p> <p>April 2021      Representative Director, President &amp; CEO of Mitsubishi HC Capital Inc. (the Company) Concurrently served as Executive Officer of the Company</p> <p>April 2023      Director, Chairman of the Company (incumbent)</p>	<p>26,500 shares</p> <p>Potential shares: 207,700</p>	
		<p>Reasons for proposing the candidate as Director</p> <p>Mr. Takahiro Yanai was appointed President &amp; CEO of Mitsubishi UFJ Lease &amp; Finance Company Limited (currently the Company) in 2017, based on his management experience at major Japanese financial institutions, and led the global expansion of the Company as the chief of business execution until March 2023. Since April 2023, he has been in charge of supervision of management as a Non-Executive Director, Chairman, and has been working to strengthen the Company's governance as a foundation for sustainable growth. We have determined that, by leveraging the above experience and insight, he is expected to contribute to appropriate decision-making by the Board of Directors and supervision of overall management. We are therefore reappointing him as a candidate for Director.</p>		
		<p>Attendance at Board of Directors meetings (FY2024): 14 out of 14 times (100%)</p>		
		<p>Note: The number of potential shares represents the number of shares to be issued upon exercise of share acquisition rights granted in the past under the stock-based compensation stock option plan.</p>		

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
2	<p data-bbox="336 875 507 909"><u>Reappointment</u></p> <p data-bbox="331 954 512 1025">Taiju Hisai (April 27, 1962)</p>	<p data-bbox="547 331 1281 365">April 1985      Joined The Mitsubishi Bank, Ltd.</p> <p data-bbox="547 376 1281 555">July 2011      General Manager, Investment Banking Division for the Americas, Headquarters for the Americas of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (BTMU) (currently MUFG Bank, Ltd.) Concurrently served as President of BTMU Leasing &amp; Finance, Inc.</p> <p data-bbox="547 566 1281 689">July 2012      General Manager, Corporate Banking Division for Europe, Middle East and Africa, Headquarters for Europe, Middle East and Africa of BTMU Concurrently assigned to BTMU (Europe) Limited</p> <p data-bbox="547 701 1281 857">June 2014      Executive Officer and General Manager, Corporate Banking Division for Europe, Middle East and Africa, Headquarters for Europe, Middle East and Africa of BTMU Concurrently assigned to BTMU (Europe) Limited</p> <p data-bbox="547 869 1281 992">September 2014      Executive Officer, Regional Executive for India Concurrently served as Deputy General Manager, Corporate Banking Division for Asia and Oceania, Headquarters for Asia and Oceania of BTMU</p> <p data-bbox="547 1003 1281 1059">May 2016      Managing Executive Officer in charge of Credit of BTMU</p> <p data-bbox="547 1070 1281 1160">April 2018      Managing Executive Officer and Group Head, Corporate Banking Group No. 1 of MUFG Bank, Ltd. (MUFG Bank)</p> <p data-bbox="547 1171 1281 1261">April 2019      Senior Managing Executive Officer and Group Head, Corporate Banking Group No. 1 of MUFG Bank</p> <p data-bbox="547 1272 1281 1395">June 2021      Deputy President of Mitsubishi HC Capital Inc. (the Company) Concurrently served as Executive Officer of the Company</p> <p data-bbox="547 1406 1281 1440">June 2022      Director, Deputy President of the Company</p> <p data-bbox="547 1451 1281 1574">April 2023      Representative Director, President &amp; CEO of the Company (incumbent) Concurrently serves as Executive Officer of the Company (incumbent)</p>	<p data-bbox="1297 875 1439 909">6,700 shares</p> <p data-bbox="1297 931 1439 1032">Potential shares: 55,600</p>

	<p>Reasons for proposing the candidate as Director</p> <p>Based on his management experience at a leading Japanese financial institution, Mr. Taiju Hisai had served as the Deputy President and an Executive Officer of the Company since 2021, assisting the President across all aspects of the Company's operations. He has served as the Representative Director, President &amp; CEO and an Executive Officer acting as the chief of business execution since April 2023. He has sufficient experience and knowledge to assume business management of the Company as it expands globally. We have deemed him to be the best candidate to take command of business as the Representative Director, President &amp; CEO and an Executive Officer and to aim for the Company's sustainable growth and improvement of corporate value over the medium to long term. We are therefore reappointing him as a candidate for Director.</p>
	<p>Attendance at Board of Directors meetings (FY2024): 14 out of 14 times (100%)</p>
	<p>Note: The number of potential shares represents the number of shares to be issued upon exercise of share acquisition rights granted in the past under the stock-based compensation stock option plan.</p>

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
3	<div data-bbox="336 1043 507 1077" style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> Aiichiro Matsunaga (March 14, 1963)	<p>April 1986      Joined Mitsubishi Corporation</p> <p>May 2013      General Manager, Power Systems International Dept., New Energy &amp; Power Generation Div. of Mitsubishi Corporation</p> <p>October 2013    General Manager, Power Systems International Dept., New Energy &amp; Power Generation Div. of Mitsubishi Corporation (Concurrently) Executive Vice President of Mitsubishi Corporation Machinery, Inc.</p> <p>March 2014      Global Environmental &amp; Infrastructure Business Group CEO Office of Mitsubishi Corporation</p> <p>April 2014      President, Mitsubishi Corporation do Brasil, S.A., Sao Paulo (Concurrently) Deputy Regional CEO, Latin America and the Caribbean (Concurrently) General Manager, Asuncion Liaison Office</p> <p>April 2017      Senior Vice President (Riji) of Mitsubishi Corporation Regional CEO, Latin America and the Caribbean, Sao Paulo, Brasil (Concurrently) President, Mitsubishi Corporation do Brasil, S.A. (Concurrently) General Manager, Asuncion Liaison Office</p> <p>April 2018      Senior Vice President (Shikko-Yakuin) of Mitsubishi Corporation Regional CEO, Latin America and the Caribbean, Sao Paulo, Brasil (Concurrently) President, Mitsubishi Corporation do Brasil, S.A. (Concurrently) General Manager, Asuncion Liaison Office</p> <p>April 2019      Executive Vice President, Group CEO, Industrial Infrastructure Group of Mitsubishi Corporation</p> <p>April 2022      Executive Vice President, Group CEO, Power Solution Group, and Power &amp; Retail DX Task Force Leader of Mitsubishi Corporation</p> <p>July 2022      Executive Vice President, Group CEO, Power Solution Group of Mitsubishi Corporation</p> <p>April 2024      Deputy President of Mitsubishi HC Capital Inc. (the Company) Concurrently served as Executive Officer of the Company</p> <p>June 2024      Representative Director, Deputy President of the Company (incumbent) Concurrently serves as Executive Officer of the Company (incumbent)</p>	5,800 shares

	<p>Reasons for proposing the candidate as Director</p> <p>Since June 2024, Mr. Aiichiro Matsunaga has served as Representative Director, Deputy President and Executive Officer of the Company, assisting the President across all aspects of operations based on his management experience at a major Japanese general trading company. He has sufficient experience and knowledge to assume business management of the Company as it expands globally. We expect him to contribute to the Company's sustainable growth and improvement of corporate value over the medium to long term as an Executive Director, and are therefore reappointing him as a candidate for Director.</p> <p>Attendance at Board of Directors meetings (FY2024): 11 out of 11 times (100%)</p>
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Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
4	<p style="text-align: center;"><u>Reappointment</u></p> <p style="text-align: center;">Kazumi Anei (September 18, 1960)</p>	<p>April 1985      Joined Hitachi Leasing Corp. (currently the Company)</p> <p>April 2003      General Manager of Sales Dept. II, Kansai Corporate Sales Branch, Kansai Sales Division of Hitachi Capital Corporation (Hitachi Capital)</p> <p>April 2005      Head of Kansai Corporate Sales Branch, Kansai Sales Division of Hitachi Capital</p> <p>April 2010      Head of Kanagawa Sales Division of Hitachi Capital</p> <p>April 2014      Corporate Officer, Head of Corporate Business Division, and Co-Head of Account Sales Promotion Division of Hitachi Capital</p> <p>April 2016      Executive Officer, Head of Corporate Business Division, Corporate Sales &amp; Marketing Group, and Head of Service Business Division of Hitachi Capital</p> <p>April 2018      Vice President and Executive Officer, Co-Head of Corporate Sales &amp; Marketing Group, in charge of Japan, and Head of Environment and Energy Business, Corporate Business Division, Customer E&amp;E Business Division of Hitachi Capital</p> <p>April 2020      Senior Vice President and Executive Officer, Chief Marketing Officer, and Head of Business Enhancement Division (in charge of Europe and the Americas) of Hitachi Capital</p> <p>April 2021      Director, Senior Managing Executive Officer of Mitsubishi HC Capital Inc. (the Company)</p> <p>May 2021      Director, Deputy President of the Company (incumbent) Concurrently serves as Executive Officer of the Company (incumbent)</p> <p>*CMO: Chief Marketing Officer</p>	<p>61,300 shares</p> <p>Potential shares: 55,600</p>
<p>Reasons for proposing the candidate as Director</p> <p>Mr. Kazumi Anei had served as an Executive Officer and the Chief Marketing Officer of Hitachi Capital Corporation since 2016 and 2020, respectively, and since 2021, he has overseen the Customer Solutions Unit as the Director, Deputy President, and an Executive Officer of the Company. He has sufficient experience and knowledge to assume business management of the Company as it expands globally. We expect him to contribute to the Company's sustainable growth and improvement of corporate value over the medium to long term as an Executive Director, and are therefore reappointing him as a candidate for Director.</p> <p>*CMO: Chief Marketing Officer</p>			
<p>Attendance at Board of Directors meetings (FY2024): 14 out of 14 times (100%)</p>			
<p>Note: The number of potential shares represents the number of shares to be issued upon exercise of share acquisition rights granted in the past under the stock-based compensation stock option plan.</p>			

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
5	<p style="text-align: center;"><u>Reappointment</u></p> <p style="text-align: center;">Haruhiko Sato (June 19, 1965)</p>	<p>April 1989      Joined Mitsubishi Corporation</p> <p>November 2002      Mitsubishi International GmbH (based in Dusseldorf)</p> <p>January 2007      Finance Director, Moscow Office of Mitsubishi Corporation</p> <p>April 2009      Treasurer Office of Mitsubishi Corporation</p> <p>April 2011      Deputy General Manager, Structured Finance, M&amp;A Advisory Dept. of Mitsubishi Corporation</p> <p>March 2014      Senior Vice President, Corporate Staff Section and CFO of Mitsubishi Corporation (Americas)</p> <p>April 2019      General Manager, Power Solution Administration Department of Mitsubishi Corporation</p> <p>April 2021      Director, Managing Executive Officer of Mitsubishi HC Capital Inc. (the Company) (incumbent)</p> <p>*CFO: Chief Financial Officer</p>	<p style="text-align: center;">0</p> <p>Potential shares: 31,900</p>
<p>Reasons for proposing the candidate as Director</p> <p>Based on his experience as CFO of overseas subsidiaries at a major Japanese general trading company, Mr. Haruhiko Sato was appointed Director and Managing Executive Officer of the Company in 2021. He currently serves as Head of Treasury &amp; Accounting Division and Deputy Head of the Corporate &amp; Strategic Planning Division. He has experience and knowledge in the Company's corporate divisions as it expands globally. We expect him to contribute to the Company's sustainable growth and improvement of corporate value over the medium to long term as an Executive Director, and are therefore reappointing him as a candidate for Director.</p> <p>*CFO: Chief Financial Officer</p>			
<p>Attendance at Board of Directors meetings (FY2024): 14 out of 14 times (100%)</p>			
<p>Note: The number of potential shares represents the number of shares to be issued upon exercise of share acquisition rights granted in the past under the stock-based compensation stock option plan.</p>			

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
6	<p style="text-align: center;"> <span style="border: 1px solid black; padding: 2px;">Reappointment</span>  <span style="border: 1px solid black; padding: 2px;">Outside Director</span>  <span style="border: 1px solid black; padding: 2px;">Independent Director</span> </p> <p style="text-align: center;">Yuri Sasaki (May 26, 1967)</p>	<p>April 1995     Assistant at Hitotsubashi University (Faculty of Commerce and Management)</p> <p>April 1998     Assistant Professor of Faculty of Commerce, Takachiho University of Commerce (current Takachiho University)</p> <p>April 2001     Assistant Professor of Faculty of Economics, Meiji Gakuin University</p> <p>April 2006     Visiting Scholar at University of Washington</p> <p>April 2007     Professor of Faculty of Economics, Meiji Gakuin University (incumbent)</p> <p>June 2014     Director of JBA TIBOR Administration</p> <p>January 2015   Expert Committee Member of Financial System Council of Financial Services Agency</p> <p>November 2015     Visiting Scholar at University of Washington</p> <p>June 2018     Director of Hitachi Capital Corporation (currently the Company)</p> <p>April 2020     Dean of Faculty of Economics, Meiji Gakuin University</p> <p>April 2021     Director of Mitsubishi HC Capital Inc. (the Company) (incumbent)</p> <p>July 2022     Director of Meiji Yasuda Life Insurance Company (incumbent)</p> <p>(Important Status in other Companies) Professor of Faculty of Economics, Meiji Gakuin University Director of Meiji Yasuda Life Insurance Company</p>	1,400 shares

	<p>Reasons for proposing the candidate as Director and roles expected of the candidate</p> <p>As a university professor specializing in international finance and related fields, Ms. Yuri Sasaki possesses advanced knowledge of domestic and international finance. She also has experience in the investigation and deliberation of key issues related to Japan’s financial systems and capital markets, having served as an Expert Committee Member of the Financial System Council of Financial Services Agency. She also serves in a supervisory role in corporate management as an outside director of the Company and a major financial institution. We have determined that, by leveraging the above knowledge and experience, she is expected to contribute to appropriate decision-making by the Board of Directors and supervision of overall management as an independent Outside Director. We are therefore reappointing her as a candidate for Director.</p> <p>We expect her to contribute to appropriate decision-making and supervision of overall management by the Board of Directors from an objective perspective independent of executive management responsible for business execution, and to contribute to the improvement of the soundness, transparency, and fairness of the Company’s management as a member of the Governance Committee, Nomination Committee, and Compensation Committee.</p>
	<p>Supplementary information on independence</p> <p>Ms. Sasaki has satisfied the “Independence Standards for Outside Directors” set forth by the Company. She is currently a Director of Meiji Yasuda Life Insurance Company. However, the transaction amount for fiscal 2024 between Meiji Yasuda Life Insurance Company and the Company’s group was less than 1% of the insurance premiums and other income of Meiji Yasuda Life Insurance Company and consolidated revenues of the Company. Therefore, such relationship would not affect her independence.</p>
	<p>Attendance at Board of Directors meetings (FY2024): 14 out of 14 times (100%)</p>
	<p>Term of office as an Outside Director: 4 years and 3 months</p>

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
7	<p data-bbox="347 846 523 880"><u>Reappointment</u></p> <p data-bbox="339 891 531 925"><u>Outside Director</u></p> <p data-bbox="316 936 555 969"><u>Independent Director</u></p> <p data-bbox="323 1014 547 1081">Kayoko Kawamura (July 12, 1964)</p> <p data-bbox="339 1093 547 1193">Note: Ms. Kayoko Kawamura's registered name is Kayoko Ishigami.</p>	<p data-bbox="571 331 1010 365">April 1987      Joined IBM Japan, Ltd.</p> <p data-bbox="571 387 1193 443">August 1999      Executive Assistant to the GM of Global Services, IBM Asia Pacific and Japan</p> <p data-bbox="571 454 1225 510">January 2006      Manager, Global Delivery Solution of IBM Japan, Ltd.</p> <p data-bbox="571 521 1281 577">April 2008      Director, Head of Open System Development of IBM Japan, Ltd.</p> <p data-bbox="571 589 1257 689">July 2009      Director, Head of Financial Service Delivery Application Management Service Delivery of IBM Japan, Ltd.</p> <p data-bbox="571 701 1265 880">March 2010      Director (non-executive), Regional Bank Solution and Services Co., Ltd. Director (non-executive), IBM Global Services Japan Collaboration Solutions and Services Company (both until March 2015)</p> <p data-bbox="571 891 1225 992">January 2012      Director, IBM Japan, Ltd. Director, Head of Application Management Service Delivery of IBM Japan, Ltd.</p> <p data-bbox="571 1003 1233 1126">March 2012      Director (non-executive), D&amp;I Information Systems Inc. Director (non-executive), MLI Systems Inc. (both until March 2015)</p> <p data-bbox="571 1137 1273 1216">July 2016      Director, IBM Japan, Ltd. In charge of sales, Technology Support Services Business</p> <p data-bbox="571 1227 1209 1283">January 2019      Director, Head of Business Consulting of Teradata Japan, Ltd.</p> <p data-bbox="571 1305 1201 1361">April 2021      Director, Head of Business Consulting, Executive Officer of Teradata Japan, Ltd.</p> <p data-bbox="571 1373 1241 1473">July 2021      Senior Director, Customer Support Services, Executive Officer of Teradata Japan, Ltd. (incumbent)</p> <p data-bbox="571 1485 1225 1541">June 2024      Director of Mitsubishi HC Capital Inc. (the Company) (incumbent)</p> <p data-bbox="571 1552 1281 1709">(Important Status in other Companies) Senior Director, Customer Support Services, Executive Officer of Teradata Japan, Ltd. Director of Rakuten Bank, Ltd. (Scheduled to assume the position effective June 25, 2025)</p>	400 shares

	<p>Reasons for proposing the candidate as Director and roles expected of the candidate</p> <p>Ms. Kayoko Kawamura has experience and knowledge in digital transformation (DX), having held positions such as systems engineer and head of application development for financial institutions at IBM Japan, Ltd., and currently serves as an Executive Officer at Teradata Japan, Ltd., where she is primarily responsible for supporting DX initiatives for client companies. She also has experience in corporate management, having served as a part-time officer at an affiliated company of IBM Japan, Ltd. We have determined that, by leveraging the above experience and knowledge, she is expected to contribute to appropriate decision-making by the Board of Directors and supervision of overall management as an independent Outside Director. We are therefore reappointing her as a candidate for Director.</p> <p>We expect her to advise us on the promotion of DX, one of our important initiatives, and to contribute to appropriate decision-making and supervision of overall management by the Board of Directors from an objective perspective independent of executive management responsible for business execution. We also expect her to contribute to the improvement of the soundness, transparency, and fairness of the Company's management as a member of the Governance Committee, Nomination Committee, and Compensation Committee.</p>
	<p>Supplementary information on independence</p> <p>Ms. Kawamura has satisfied the "Independence Standards for Outside Directors" set forth by the Company.</p> <p>She is currently an Executive Officer of Teradata Japan, Ltd. However, there is no significant trade or other relationship between the Group and Teradata Japan, Ltd. She is also scheduled to assume the position of Director of Rakuten Bank, Ltd. on June 25, 2025. However, there is no significant trade or other relationship between the Group and Rakuten Bank, Ltd. Therefore, there would be no effect on her independence.</p>
	<p>Attendance at Board of Directors meetings (FY2024): 11 out of 11 times (100%)</p>
	<p>Term of office as an Outside Director: 1 year and 0 months</p>

Number	Candidate's Name (Date of Birth)	Career Summary, Position, Responsibility and Representative Status in other Companies	Number of Company's Shares owned
8	<div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Outside Director</div>  Shota Kondo (September 27, 1967)	April 1991      Joined Mitsubishi Corporation  May 2013      General Manager, Russia Business Dept., Natural Gas Business Div. of Mitsubishi Corporation  April 2016      General Manager, Shale Gas Business Dept., Natural Gas Business Div. of Mitsubishi Corporation  April 2017      General Manager, Canada Oil & Gas Business Dept., Energy Resources Div. B of Mitsubishi Corporation  April 2019      General Manager, Houston Branch of Mitsubishi Corporation (Americas) (Concurrently) General Manager, Houston Branch of Mitsubishi International Corporation  April 2020      General Manager, Natural Gas Group CEO Office of Mitsubishi Corporation  April 2021      Senior Vice President, General Manager, Natural Gas Group CEO Office of Mitsubishi Corporation  April 2022      Senior Vice President, General Manager, Corporate Strategy & Planning Dept. of Mitsubishi Corporation  April 2024      Executive Vice President, Group CEO, Smart- Life Creation Group of Mitsubishi Corporation (incumbent)  May 2024      Director of Lawson, Inc. (incumbent)  June 2024      Director of OK Corporation (incumbent)  June 2024      Director of Mitsubishi HC Capital Inc. (the Company) (incumbent)  (Important Status in other Companies) Executive Vice President, Group CEO, Smart-Life Creation Group of Mitsubishi Corporation Director of Lawson, Inc. Director of OK Corporation	0

	<p>Reasons for proposing the candidate as Director and roles expected of the candidate</p> <p>At Mitsubishi Corporation, Mr. Shota Kondo has held various positions including Head of the CEO Office of the Natural Gas Group and General Manager of the Corporate Strategy &amp; Planning Department, with experience including an assignment in the United States. He currently serves as CEO of the Smart-Life Creation (S.L.C.) Group. We have determined that, by leveraging his management experience at the company and his insight into domestic and international business, he is expected to contribute to appropriate decision-making by the Board of Directors and supervision of overall management from a practical perspective as an outside director. We are therefore reappointing him as a candidate for Director.</p> <p>As Mr. Kondo concurrently serves as an Executive Vice President of Mitsubishi Corporation, a major shareholder of the Company, he is not designated as an Independent Director. Mitsubishi Corporation is an important business partner for the Company and the Company expects to effectively utilize his advice as someone who has served as a chief of business areas of collaboration between Mitsubishi Corporation and the Company. We deem that this will lead to the improvement of the Company's corporate value and contribute to the enhancement of the interests of all shareholders including minority shareholders.</p> <p>Based on the above, we expect him to contribute to appropriate decision-making by the Board of Directors and supervision of overall management, as well as to the improvement of the soundness, transparency, and fairness of the Company's management as a member of the Governance Committee, Nomination Committee, and Compensation Committee.</p> <p>In addition, the Company's Board of Directors has determined that, in the event a proposal involving a conflict of interest between the Company and Mitsubishi Corporation is submitted, Mr. Kondo shall not participate in the deliberation or resolution of such matters. Mr. Kondo has also expressed his intention to perform his duties as a director in the interest of the Company, rather than on behalf of any particular shareholder.</p>
	Attendance at Board of Directors meetings (FY2024): 10 out of 11 times (91%)
	Term of office as an Outside Director: 1 year and 0 months

- (Notes)
1. There are no special interests between each candidate and the Company.
  2. Ms. Yuri Sasaki, Ms. Kayoko Kawamura and Mr. Shota Kondo are appointed as candidates for Outside Director provided for in Article 2, Paragraph 3, Item 7 of the Regulation for Enforcement of the Companies Act.
  3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements (Liability Limitation Agreements) with Mr. Takahiro Yanai, Ms. Yuri Sasaki, Ms. Kayoko Kawamura, and Mr. Shota Kondo to limit their liability for damages, to the extent of the minimum amount of liability provided for under laws and regulations, if the requirements provided for under laws and regulations are met with respect to the liability for damages under Article 423, Paragraph 1 of the Companies Act. If this item of business is approved, the Company plans to renew these agreements without making changes to their contents.
  4. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430, Paragraph 3, Item 1 of the Companies Act with an insurance company. In the event of a claim for damages submitted by a shareholder or a third party, etc., said insurance agreement shall cover damages including compensation for damages and legal expenses to be borne by the insured parties. The candidates for Director in this item of business are to be included as insured parties in said insurance agreement. The agreement is to be renewed with the same contents when the agreement is next up for renewal.
  5. The Company has registered Ms. Yuri Sasaki and Ms. Kayoko Kawamura with the Tokyo Stock Exchange as independent officer, and if this item of business is approved, the Company will continue to register said candidates with said stock exchange.
  6. Ms. Yuri Sasaki has not been involved in corporate management in any way other than assuming office as Outside Director or Outside Statutory Auditor; however, we believe that she will be able to properly perform her duties as Outside Director for the reasons stated in "Reasons for proposing the candidate as Director and roles expected of the candidate."

■ **Opinions of the Audit & Supervisory Committee**

The Audit & Supervisory Committee has confirmed the status of deliberations of the Nomination Committee and the Compensation Committee with respect to the election and compensation of Directors (excluding those who are members of the Audit & Supervisory Committee).

After such deliberation and as a result of careful review by the Audit & Supervisory Committee, it has concluded that there are no problems with the procedures for electing the candidates, that each candidate has been elected in accordance with the Company's Selection Standards for Directors, and that each candidate is qualified to serve as a Director of the Company.

The Committee have also determined that there are no problems with the procedures for determining the remuneration of each Director (excluding those who are Audit & Supervisory Committee members) and that the content of such remuneration is appropriate.

**Business Report**

(April 1, 2024 to March 31, 2025)

**1. Matters concerning the Status of the Group****(1) Business progress and results**

## 1) (Consolidated Operating Results)

For the fiscal year ended March 31, 2025, net income attributable to owners of the parent increased by ¥11.3 billion, or 9.1% year on year, to ¥135.1 billion thanks mainly to the strong performance by the Aviation segment and the Logistics segment and recording of gain on sale of investment securities related to a sale of an overseas infrastructure project in the Environment & Energy segment as well as the positive effects of fiscal period adjustment associated with the change of fiscal year-end of our consolidated subsidiaries JSA International Holdings, L.P. and its subsidiaries\*, which have already been included in the initial plan, despite an increase in credit costs in the Global Business segment and the Environment & Energy segment. As a result, we achieved the consolidated financial forecast (net income attributable to owners of the parent of ¥135.0 billion), hitting a record high for three consecutive years.

\* Please refer to (3) of “Matters related to fiscal year of consolidated subsidiaries” under Notes to Consolidated Financial Statements <Notes to basis of preparing consolidated financial statements> in “Other matters subject to the electronic provision measures (matters omitted from documents delivered to shareholders) for details.”

■ Revenues (consolidated)	(year on year)	■ Recurring income (consolidated)	(year on year)
¥2,090.8 billion	+140.2 billion (+7.2%)	¥193.5 billion	+41.9 billion (+27.7%)
■ Gross profit (consolidated)	(year on year)	■ Net income attributable to owners of the parent (consolidated)	(year on year)
¥462.6 billion	+82.5 billion (+21.7%)	¥135.1 billion	+11.3 billion (+9.1%)
■ Operating income (consolidated)	(year on year)	■ New transactions volume (consolidated)	(year on year)
¥187.1 billion	+40.9 billion (+28.0%)	¥3,311.7 billion	+259.7 billion (+8.5%)

## Major topics

- April 2024
- Announced the establishment of a special purpose company with Pacific Power Co., Ltd. to support the introduction of equipment contributing to decarbonization such as solar power generation and storage batteries.
  - Completed the investment in European Energy A/S, a Danish company engaging in renewable and next generation energy business, and made the company our equity-method affiliate.
- May 2024
- Announced “Progress of the Medium-term Management Plan (2025 MTMP)” at the date of disclosure of the financial results for the fiscal year ended March 31, 2024.
- June 2024
- Announced to start discussions with Central Research Institute of Electric Power Industry and NEXTEMS on collaboration for a demonstration project of green hydrogen production in Miyakojima, aiming for Japan’s first resource-circulating, third-party-owned on-site hydrogen supply model.
  - To accelerate sustainability management of Nissei Holdings Ltd., our consolidated subsidiary Mitsubishi HC Capital Energy Inc. signed a PPA\* for Fukushima Plant of Nissei Limited, a subsidiary of Nissei Holdings Ltd.

\*PPA (Power Purchase Agreement) is an arrangement in which electricity is supplied to a demand site from a distant power generation facility based on a power purchase agreement.

- Achieved one of the non-financial targets set out in the 2025 MTMP to achieve “the ratio of standard or higher level talent in DX assessment\* of 80% or more (non-consolidated)” ahead of schedule.  
\*A tool provided by an external vendor to measure the DX literacy level, and the results classify employees into three levels: Beginner, Standard, and Expert.
- July 2024
  - Started to provide GX Assessment Lease that supports customers decarbonization investment through lease and installment transactions and certifies that leased property used by customers is a low-carbon facility.
  - Announced to join “Sustainable Aviation Fuel Financing Alliance” and co-invested in “SAFFA Fund I, LP” focusing on Sustainable Aviation Fuel (“SAF”) to contribute to the expansion of production of SAF which is expected as a means of decarbonization in the aviation industry.
- August 2024
  - Mitsubishi HC Capital Energy Inc. announced that it entered into a joint venture agreement on a grid-scale battery business with Samsung C&T Corporation.
  - The Company and its group company Mitsubishi Auto Leasing Corporation announced that they started a collaboration with GO Inc. to develop and enhance the EV charging infrastructure for corporations including gathering customer needs related to EV introduction and operation and sharing information.
- September 2024
  - Transferred all shares of its consolidated subsidiary Miyuki Building Co., Ltd.
  - Provided cleaning robots to SOTETSU KIGYO Co., Ltd. undertaking the cleaning of “YUMEGAOKA SORATOS,” a large-scale commercial complex located in Yokohama, Kanagawa, and started full-scale operation at the complex.
- October 2024
  - Selected the project that passed the final review in the second round of the Founder Program that offers opportunities for intra-entrepreneurship under the Zero-Gravity Venture Lab, one of the initiatives aimed at accelerating new business development.
  - Launched a demonstration experiment with The Kobe Shimbun to install digital signage on the campuses of universities and technical colleges in the Kobe area and deliver contents introducing and increasing recognition of companies based in Hyogo.
- November 2024
  - Launched collaborative creation with Hitachi, Ltd. and Happiness Planet Ltd. to create new employee benefit services.
  - Held “CLAP WakBiz,” one of the biggest new business creation ideathons in Japan. New business development personnel from 55 companies, primarily listed companies, and our employees participated.
- December 2024
  - Announced to start collaboration with Fulltime System Co., Ltd. and its subsidiary Fulltimelocker Co., Ltd. and Japan Post Co., Ltd. to realize a circular economy and reduce redelivery.
- February 2025
  - Announced the establishment of an off-site hydrogen supply chain using hydrogen produced using renewable energy in TAKANAWA GATEWAY CITY together with East Japan Railway Company, Hitachi, Ltd. and Nihon Kensetsu Kogyo Co., Ltd.
  - Mitsubishi HC Capital Estate Plus Inc., our consolidated subsidiary, determined to transfer all shares of its subsidiary PT HCD Properti Indonesia. (The transfer was completed on March 25, 2025)
  - “MHC Semi Technologies, Inc.” was newly established after one year of a commercialization verification period in the refurbishing\* business of used semiconductor manufacturing equipment, which is a project passed the final screening of the first round of the intra-entrepreneurship program.  
\*To service and finish used items to a like-new condition.
- March 2025
  - JSA International U.S. Holdings, LLC., our group company, determined to place an order with Airbus S.A.S. for 50 aircraft.
  - Launched “IoT forklift service” to reduce forklift accidents and improve operational efficiency with Hokuriku Electric Industry Co., Ltd.
  - Started to offer EV leasing with carbon offset with Mitsubishi Auto Leasing Corporation.
  - Signed a partnership agreement with Yamagin Lease Co., Ltd. on GX Assessment Lease offered by the Company.

(Investment projects through the Innovation Investment Fund\*<sup>1</sup> announced during the fiscal year ended March 31, 2025)

Name of investee	Business description
MNES Inc.	Provision of medical support cloud service and remote image diagnostic aid service
MUSE Inc.	Development and sale of robots for retail stores
Formic Technologies Inc.	Provision of industrial robots to the manufacturers using the Robot-as-a-Service model in the U.S.
SoLARIS Inc.	Research and development, sale and support of soft robotics and mechatronics and development and sale of artificial muscles
EneCoat Technologies Co., Ltd.	Development, manufacture and sale of perovskite solar cells (PSCs)* <sup>2</sup> and related materials
LexxPluss Inc.	Development and manufacture of automated transfer robots for factory and warehouse logistics (In March 2025, jointly launched the robot subscription service to logistics operators)
AEOS Inc.	Research and development on IT environment to support a safe and secure life Research and development on AI engines to assist daily life Research and development on data models to connect people and society
SPACECOOL INC.	Development and sale of radioactive cooling* <sup>3</sup> materials
PXP Corporation	Development of flexible solar cells
Ken Robotech Corporation	Development and provision of labor-saving solutions at construction sites
Renoveru, Inc.	Building and offering a renovation platform to promote distribution and utilization of secondhand real estate
IDOM CaaS Technology Inc.	Car leasing and rental business using its unique credit review system and AI-based residual value prediction model

\*1 A total of ¥10 billion of funds launched in April 2023 for investment in startups with an aim to promote creation of new services and development of new businesses.

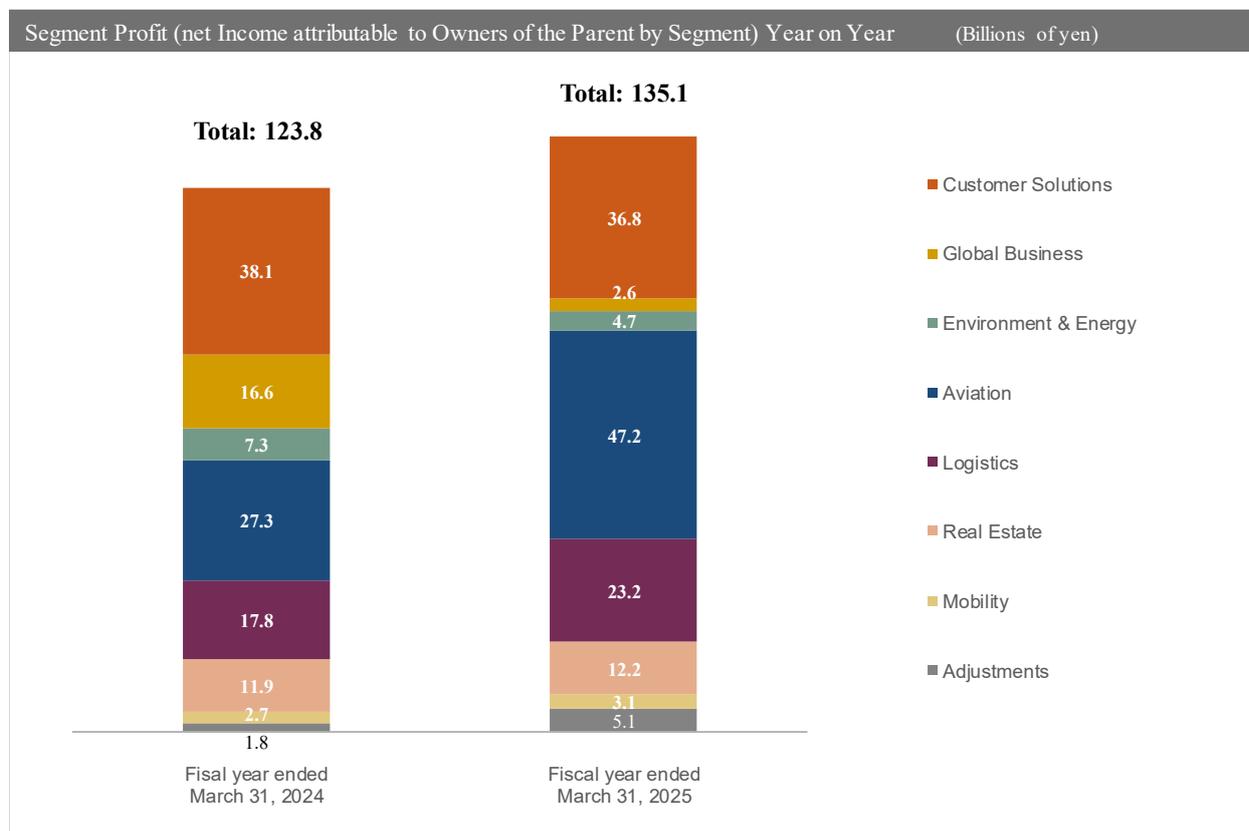
\*2 Next generation solar cells that are thin, lightweight and flexible which use chemical compounds having a crystalline structure called the perovskite structure as a power-generating layer.

\*3 A natural phenomenon in which an object emits infrared rays to its surroundings, causing its temperature to decrease.

2) Operating results by reportable segment

The operating results by reportable segment and the main factors behind increases or decreases are as follows.

A description of the business in each segment is provided in “Principal business” section of the Other Matters Subject to the Electronic Provision Measures (Matters Omitted from Documents Delivered to Shareholders).



	Main factors for changes in segment profit
Customer Solutions	Segment profit decreased by ¥1.2 billion, or 3.3% year on year, to ¥36.8 billion mainly due to negative effects of deconsolidation of consolidated subsidiaries of DFL Lease Co., Ltd., Shutoken Leasing Co., Ltd. and Sekisui Leasing Co., Ltd., and an increase in credit costs despite recording of gain on sales of shares of subsidiaries and affiliates.
Global Business	Segment profit decreased by ¥13.9 billion, or 83.9% year on year, to ¥2.6 billion, mainly due to an increase in credit costs in line with the market downturn of the transportation sector in the Americas and an absence of positive effects of fiscal period adjustment* associated with the reorganization of subsidiaries in the Americas in the previous fiscal year. * Effective April 1, 2023, we executed the business integration of three subsidiaries in the Americas having a different fiscal year-end. While the surviving company's fiscal year-end is March 31, the two merged companies' fiscal year-end was December 31. Accordingly, the consolidated financial statements for the fiscal year ended March 31, 2024 included the results of the surviving company from April 1, 2023 to March 31, 2024 as well as the results of the two merged companies from January 1, 2023 to March 31, 2023.
Environment & Energy	Segment profit decreased by ¥2.5 billion, or 35.0% year on year, to ¥4.7 billion mainly due to recording of large credit costs on a renewable energy project in Japan and additional impairment losses on a solar power generation project in Japan for which impairment losses were recorded in the previous fiscal year despite recording of gain on sale of investment securities related to the sale of an overseas infrastructure project.
Aviation	Segment profit increased by ¥19.8 billion, or 72.7% year on year, to ¥47.2 billion mainly thanks to increases in leasing revenue and gain on sales as well as the positive effects of fiscal period adjustment associated with the change of fiscal year-end of JSA International Holdings, L.P. and its subsidiaries.
Logistics	Segment profit increased by ¥5.3 billion, or 30.2% year on year, to ¥23.2 billion mainly thanks to increases in leasing revenue and gain on sales in the marine container leasing business and the railcar leasing business despite a decrease in gain on sales of vessels.
Real Estate	Segment profit increased by ¥0.2 billion, or 2.4% year on year, to ¥12.2 billion mainly because, despite an absence of large gain on sales of multiple projects and gain on step acquisitions recorded in relation to making CenterPoint Development Inc. a wholly-owned subsidiary, which were recorded in the previous year, and recording of loss on sales of shares of subsidiaries and affiliates in relation to the transfer of shares of our consolidated subsidiary Miyuki Building Co., Ltd., large gain on sales was recorded by the company prior to the share transfer and loss on valuation of US projects decreased.
Mobility	Segment profit increased by ¥0.3 billion, or 10.9% year on year, to ¥3.1 billion thanks to strong performance of our equity-method affiliate Mitsubishi Auto Leasing Corporation resulting in an increase in share of profit of entities accounted for using equity method.

### 3) Consolidated financial position

Compared to the figures as of March 31, 2024, total assets as of March 31, 2025 increased by ¥612.4 billion, or 5.5%, to ¥11,762.3 billion, total net assets increased by ¥99.1 billion, or 5.8%, to ¥1,804.5 billion, interest-bearing debt (excluding lease obligations) increased by ¥401.0 billion, or 4.8%, to ¥8,840.7 billion, and equity-to-asset ratio increased by 0.1 percentage points from the end of the previous fiscal year to 15.2%.

## (2) Issues to be addressed (Management policy, business environment, issues to be addressed)

### 1) Basic management policy

As its basic management policy, the Company has established “Our Mission,” “Our Vision,” and “Action Principles” indicated below.

“Our Mission” is our long-term goal, “Our Vision” is the objectives to achieve our long-term goal, and the “Action Principles” are the values and mindset to be held and actions to be taken by each and every employee in order to realize our Mission and Vision.

#### ◎ Our Mission

Contribute to a prosperous and sustainable future by creating social value through maximizing the potential of assets.

#### ◎ Our Vision

- Solve social issues by developing unique and progressive businesses with consideration for the global environment.
- Aim for sustainable growth through value co-creation with diverse stakeholders across the globe.
- Enhance corporate value by evolving our business model through utilizing digital technology and data.
- Foster an “open, creative and engaging” corporate culture that shapes each and every employee’s motivation and pride.
- Aim to be a trusted company by complying with laws and regulations, as well as implementing ethical corporate management.

#### ◎ Action Principles

- Challenge : Challenge ourselves to look forward to the future with a sense of responsibility and commitment.
- Digital : Drive digital innovation and expertise.
- Communication : Communicate openly and honestly to build mutual understanding and trust.
- Diversity : Embrace diversity and respect each other.
- Sustainability : Act in harmony with people, society and the earth to create a sustainable world.
- Integrity : Maintain the highest standards of ethics and integrity.

Mitsubishi HC Capital Inc. has identified the six material issues below as priority key challenges which must be addressed to achieve sustainable development of Mitsubishi HC Capital Group.

Against a backdrop of megatrends on a global scale such as climate change driven by global warming, population growth, urbanization, and a scarcity of resources in recent years, not only our personal lives but also social environments have been drastically changing worldwide. Under such circumstances, companies are expected to make efforts to solve numerous issues, such as promoting a decarbonized society and building a circular economy.

The Group will proceed its effective management and business activities toward solving such issues based on the materiality with appreciating the significance.

Materiality	Why the Group Treats as Highly Material Challenges	Related SDGs
Promote a Decarbonized Society	<ul style="list-style-type: none"> <li>Efforts to realize a decarbonized society have been globally recognized as an urgent issue and the Group can significantly contribute to solving this challenge through its services and solutions, such as renewable energy investment and EV promotion.</li> <li>It is quite a few impact on but is significant for the Group to distinct its business from the business not solving social issues.</li> </ul>	
Realize the Circular Economy	<ul style="list-style-type: none"> <li>The Group aims to contribute to creating a circular economy by reducing waste, not only in the Group but also within society through maximizing the potential of assets as a leading leader in the leasing industry. The Group treats this challenge as material.</li> <li>The Group can also contribute to realizing a sustainable and prosperous society through strengthening the collaboration between partners.</li> </ul>	
Establish Resilient Social Infrastructure	<ul style="list-style-type: none"> <li>Large parts of the infrastructure within Japan needs to be repaired. The Group also recognizes the business has huge potential opportunities to support the development of infrastructure in overseas countries with active collaboration between various partners and create a smart city.</li> <li>The Group will contribute to the business being diversified, enhanced and efficient through establishing the system and providing services for supporting the collaboration of various companies.</li> </ul>	
Realize Healthy Lifestyles that Promote Positive Wellbeing	<ul style="list-style-type: none"> <li>It is vital for its stakeholders that the Group recognizes the importance of health, safety, mental and physical wellbeing for realizing the prosperous future.</li> <li>Valuable human resources are key. Personal development and attraction and retention of talent is significant for the Group members.</li> </ul>	
Create Businesses Utilizing the Latest Technologies	<ul style="list-style-type: none"> <li>Both financing for the purpose of digital transformation of customers and providing solution by internal and external digital technologies urge to develop new business models.</li> <li>Including establishing supply chain with utilizing with new alternative energies, the Group identifies material one as the opportunity.</li> </ul>	
Collaborate with Partners Locally and Globally	<ul style="list-style-type: none"> <li>Social issues differ by countries and regions. It is significant that the Group aims to solve these issues by collaborating with local partners to ensure the Group is meeting individual needs through local community-based communication.</li> <li>The Group can realize mutual benefits in developing society by utilizing the integrated capability in the Group.</li> </ul>	

2) The Company’s management strategy in the medium to long term and issues to be addressed

(i) Business environment

In recent years, there have been drastic changes in the external environment and there is an increasing need to recognize megatrends, or the trends influencing domestic and international economies over the medium to long term, such as geopolitics and the economy, climate change, expansion and evolution of technology, and demographics.

In these changes to the external environment, the roles required of the Group are changing to better resolve social issues through business investment and operation, in addition to conventional leasing and finance. Further, business models at an industry level are expected to change rapidly at a speed which has exceeded all expectations. In such circumstances that all companies are to adapt to the environmental changes, the prominence of the Group, holding various asset-related functions and offering flexible services which are not limited to financial functions, will increase further.

(ii) The Direction the Group Should Take and the MTMP

The Group has established Our 10-year Vision, “Together we innovate, challenge and explore the frontiers of the future.” We will work toward achieving this vision through a series of three Medium-term Management Plans (“hop,” “step,” and “jump.”) The Medium-term Management Plan covering the three-year period from FY2023 (fiscal year ended March 31, 2024; the “2025 MTMP”) is positioned as the “hop” plan, and we are engaging in initiatives under the key themes of “Sowing seeds” and “Gaining a solid foothold” to drive a leap forward into the “step” and “jump” phases.

(iii) Business Strategies

Evolution and Layering of Business Models

The Group’s businesses are classified into the five types below and is proceeding with the evolution and layering of business models to achieve business portfolio transformation.

Business Type	Business Characteristics	Direction	Examples	Risk	Return
⑤ Asset utilization business	Promote business investment utilizing assets, aiming to maximize revenue from those businesses	Risks and returns are relatively higher than ① and ②, so we will increase the size of asset utilization business in a phased manner in consideration of risk capital, etc.	<ul style="list-style-type: none"> <li>Non-FIT renewable energy businesses</li> <li>Real estate revitalization and development investment</li> </ul>	Medium risk and medium return	
④ Data utilization platform services	Utilize data to develop platform businesses, and mainly acquire service revenue	The initiative for this business is difficult and will take time to generate profits. However, it will help differentiate MHC from competitors, so we will actively plant seeds for this domain	<ul style="list-style-type: none"> <li>Inventory optimization services utilizing data</li> <li>Sharing services utilizing data</li> </ul>		
③ Finance + services	Add maintenance services, AM*, etc. mainly to ②, and acquire service revenue as well as income gain and capital gain	Promote the shift mainly from ② (add services) to increase profitability	<ul style="list-style-type: none"> <li>Operating leases with maintenance services</li> <li>Service solutions such as asset management</li> </ul>	Low risk and low return	
② Asset finance	Investment and lending mainly in specific marketable general purpose assets backed by the value of business assets. Capital gain as well as income gain can be acquired	A profit base which generates stable cash flows. However, some assets have relatively low risk but yield low returns, so we aim to increase profitability by reducing low-profitability assets and evolving into an O&D business	<ul style="list-style-type: none"> <li>Operating leases</li> <li>Real estate securitization</li> </ul>		
① Customer finance	Acquire income gain more stably and continuously through corporate financing	Same as ②. However, risks and returns of this business are both lower than ②, so we will take drastic action to increase profitability (accelerating the reduction of low-profitability assets, promoting efficiency improvement, etc.)	<ul style="list-style-type: none"> <li>Finance leases</li> <li>Vendor leases</li> <li>Installment sales</li> <li>Lending</li> </ul>		

\*AM: Asset Management

Premise for business strategies

We will achieve profit growth by transforming our business portfolio and the quality of our assets in the medium- to long-term through the evolution and layering of business models. To this end, we will actively invest cash flows from a medium- to long-term perspective after paying dividends.

For the purpose of supporting this effort, we will achieve medium- to long-term return on capital and financial soundness by optimizing our balance sheet, and then maximize our corporate value.

### Key themes across segments

We have defined the themes below to be addressed with the concerted efforts of the Group across segments.

These themes will lead to our goal of contributing to a prosperous and sustainable future by creating social value with partners, not by the Group alone.

	Future vision
Hydrogen	Contribute to building a hydrogen supply chain centered on low-carbon hydrogen* production.
EV	Contribute to realizing a carbon-neutral society based on EVs.
Logistics	Become a company that develops and provides optimal logistics solutions to address social issues and customer needs in logistics supply chains through collaborations with leading partners.
Decarbonization Solutions	Become an integrated service provider to realize a decarbonized society.

\* Hydrogen that emits less than a certain amount of carbon dioxide during production and meets the requirements set out in an ordinance of the Ministry of Economy, Trade and Industry.

### (iv) Corporate Functions Strategies

We are enhancing our corporate functions centering on the four strategies below.

	FY2025 plans (major Initiatives)
Fostering and securing talent	<ul style="list-style-type: none"> <li>Visualize the level of fulfillment by understanding the appropriate headcount for each role and matching talent information</li> <li>Expand the scope of the remuneration system based on each employee's contribution to business results</li> <li>Enhance the analysis of the engagement survey and implement measures to maintain and enhance engagement</li> </ul>
Bolstering the financial base and internal organizational base	<ul style="list-style-type: none"> <li>Sophisticate risk management and reduce the cost of funds by optimizing ALM*<sup>1</sup>, introducing CMS*<sup>2</sup> in the U.S., etc.</li> <li>Improve the risk appetite statement*<sup>3</sup> and consider applying it to other businesses</li> <li>Expand the functions and purposes of the environment for Company-wide data utilization in a phased manner</li> </ul>
Enhancing the corporate governance framework	<ul style="list-style-type: none"> <li>Introduce a risk assessment method for new businesses</li> <li>Strengthen risk ownership at the front lines of sales operations</li> <li>Improve audit quality across the entire Group in Japan and overseas</li> </ul>
Improving stakeholder engagement	<ul style="list-style-type: none"> <li>Continue to hold Business Segment Meetings for investors</li> <li>Renew the corporate website on a full scale (scheduled for release in FY2026)</li> <li>Establish a PDCA cycle for sustainability management and disclose its progress</li> </ul>

\*1 Asset Liability Management: Comprehensive management of assets and liabilities

\*2 Cash Management System: A centralized, efficient system for managing the cash of the entire Group.

\*3 A written statement of matters including the types of risk related to business management and the Company's approach to risk taking and risk management.

(v) Frameworks to promote transformation

We will eliminate obstacles to achieving transformation, and change our way of thinking for transformation.

We will speedily promote various initiatives from new perspectives and not simply stay on conventional paths.

	Direction of Initiatives
1) “Lay” the foundation of transformation	Foster all employees’ awareness of transformation
2) “Create” transformation	Develop frameworks so that efforts contributing to transformation can be actively launched
3) “Promote” transformation	Develop an agile discussion framework and promote transformation by advancing efficient decision-making processes and the delegation of authority that comes with responsibility, etc.

(vi) Business issues to be addressed as a priority matter

In order to achieve “Our 10-year Vision,” the Group is proceeding with the “evolution and layering of business models” by promoting services and business investment, utilizing tangible and intangible assets, such as data and other elements, to their fullest potential.

It is considered necessary to transform the awareness of each employee in order to progress the “evolution and layering of business models.” As a mechanism for this, we are building the “frameworks to promote transformation” described in the previous section. We are implementing measures from three angles of “laying the foundation of transformation,” “creating transformation,” and “promoting transformation,” and are executing the measures from new perspectives that are not an extension of the past.

3) Target performance indicators

The Company will aim to achieve the following financial and non-financial targets during FY 2023 to FY 2025 (from the fiscal year ended March 31, 2024 to the fiscal year ending March 31, 2026), which is the period that is the subject of the 2025 MTMP.

<Financial targets>

Item	Targets	
Financial Targets (End of FY2025)	Net income attributable to owners of the parent	¥160.0 billion (+11.2% vs. FY2022 CAGR)
	ROA	approximately 1.5%*1 (approximately + 0.4pts vs. FY2022)
	ROE	approximately 10%*2 (approximately +1.8pts vs. FY2022)
Dividend Policy (2025 MTMP period)	Payout ratio: 40% or higher	<ul style="list-style-type: none"><li>As a general rule, return profits to shareholders by paying dividends</li><li>Increase the total amount of dividend payment through profit growth</li></ul>
Financial Soundness (2025 MTMP period)	Maintain A ratings	<ul style="list-style-type: none"><li>Establish both a sound financial base and an active investment strategy</li><li>Maintain current stand-alone ratings*3</li></ul>

(Note) Net income attributable to owners of the parent is used in the calculations of ROA and ROE.

\*1 The ROA for the fiscal year ending March 2026 is expected to be 1.4%.

\*2 The ROE for the fiscal year ending March 2026 is expected to be 8.8%.

\*3 Credit ratings for the Group on a stand-alone basis without external support.

<Non-financial targets>

KPI	Targets (2025 MTMP)
Level of fulfillment of a talent portfolio in line with our management strategies (non-consolidated)	Formulate a talent portfolio framework and visualize the level of fulfillment
Results of the employee engagement survey (non-consolidated)	Refine the survey content, enhance analysis
Employee ratio of “standard” level or higher in DX assessments* <sup>1</sup> (non-consolidated)	80% or more
Monthly average overtime hours (operational efficiency) (non-consolidated)	14 hours or less
Rate of annual paid holidays taken by employees (non-consolidated)	70% or more
GHG emissions amount (Scope 3* <sup>2</sup> ) (consolidated)	Analyze the categories which have a major impact and visualize Scope 3* <sup>2</sup> emissions
GHG emissions amount (Scope 1* <sup>2</sup> , 2* <sup>2</sup> ) (consolidated)	FY 2030: -55% compared to FY 2019 FY 2050: net zero
Energy consumption (domestic) (non-consolidated + domestic Group companies)	-1% YoY continually

\*1 DX assessment: A tool provided by an external vendor is utilized to measure levels of DX literacy. Employees are categorized into three levels: beginner, standard, and expert.

\*2 Scope 1: Direct emissions of GHG from the business operator itself (fuel combustion, industrial processes)  
Scope 2: Indirect emissions associated with use of electricity, heat, and steam supplied by other companies.  
Scope 3: Indirect emissions other than Scope 1 and Scope 2 (other companies’ emissions related to the business operator’s activities)

**(3) Status of capital investments**

The total investment in leased assets related to operating lease transactions during the current fiscal year was ¥958.0 billion.

**(4) Status of financing**

Interest-bearing debt on a consolidated basis came to ¥8,840.7 billion, an increase of ¥401.0 billion from the end of the previous fiscal year.

Out of this, borrowings from financial institutions came to ¥4,916.4 billion (a ¥2.9 billion decrease from the end of the previous fiscal year), and direct funding through bonds payable, commercial papers, and securitization of receivables, etc. came to ¥3,924.3 billion (a ¥403.9 billion increase from the end of the previous fiscal year).

When financing, the Group attempted to stabilize funding and control costs while appropriately managing liquidity risk, interest rate fluctuation risk, etc.

**(5) Status of major subsidiaries**

Company name	Share capital or investments in capital	Percentage of voting rights held (%)	Principal business	Main location
JAPAN MEDICAL LEASE CORPORATION	¥100 million	100 (-)	Leasing and financial business	Shinagawa-ku, Tokyo
Mitsubishi HC Capital Estate Plus Inc.	¥251 million	100 (-)	Real estate rental business	Chiyoda-ku, Tokyo
Capital Insurance Corporation	¥6,200 million	79.36 (-)	Non-life insurance	Chiyoda-ku, Tokyo
Mitsubishi HC Business Lease Corporation	¥10,000 million	100 (-)	Leasing and financial business	Minato-ku, Tokyo
Mitsubishi HC Capital UK PLC	STG£116,168 thousand	100 (-)	Leasing and financial business	UK
Mitsubishi HC Capital America, Inc.	US\$ 180,000 thousand	100 (100)	Leasing and financial business	U.S.
Mitsubishi HC Capital Canada, Inc.	CAS\$ 97,000 thousand	100 (100)	Leasing and financial business	Canada
Mitsubishi HC Capital Canada Leasing, Inc.	CAS\$ 10,126 thousand	100 (100)	Leasing and financial business	Canada
Mitsubishi HC Capital (Shanghai) Co., Ltd.	US\$ 55,000 thousand	100 (-)	Leasing business	China
Mitsubishi HC Capital Leasing (Beijing) Co., Ltd.	US\$ 170,000 thousand	100 (100)	Leasing and financial business	China
Mitsubishi HC Capital Factoring (Shanghai) Co., Ltd.	RMB 306,570 thousand	100 (100)	Factoring business	China
Mitsubishi HC Capital Management (China) Limited	HK\$ 2,285,516 thousand	100 (-)	Group fund raising business	Hong Kong
Mitsubishi HC Capital (Hong Kong) Limited	HK\$ 310,000 thousand	100 (100)	Leasing and financial business	Hong Kong
Mitsubishi HC Capital Asia Pacific Pte. Ltd.	SG\$ 126,400 thousand	100 (-)	Leasing and financial business	Singapore
Mitsubishi HC Capital (Thailand) Co., Ltd.	THB 1,100,000 thousand	100 (51)	Leasing and financial business	Thailand
PT. Mitsubishi HC Capital and Finance Indonesia	Rp 400,000 million	100 (15)	Leasing business	Indonesia
Mitsubishi HC Capital Energy Inc.	¥150 million	100 (-)	Energy-related asset management business	Chiyoda-ku, Tokyo
HSE Ltd.	¥50 million	85.1 (-)	Renewable energy generation business	Hitachi-shi, Ibaraki
JSA International Holdings, L.P.	US\$ 742,183 thousand	100 (-)	Aircraft leasing business	U.S.
Engine Lease Finance Corporation	US\$ 1 thousand	100 (100)	Aircraft engine leasing business	Ireland
CAI International, Inc.	US\$ 0 thousand	100 (100)	Container leasing business	U.S.
PNW Railcars, Inc.	US\$ 1 thousand	100 (100)	Freight car leasing business	U.S.
Mitsubishi HC Capital Realty Inc.	¥500 million	100 (-)	Real estate-related investment business	Chiyoda-ku, Tokyo
MHC America Holdings Corporation	US\$ 0 thousand	100 (-)	Group fund raising business	U.S.

- (Notes) 1. As of March 31, 2025, all shares of Mitsubishi HC Capital America Inc. were transferred by means of a contribution in kind to MHC America Holdings Corporation, making Mitsubishi HC Capital America Inc. a direct subsidiary of MHC America Holdings Corporation (and thereby a sub-subsidiary of the Company).
2. Figures in parenthesis in “percentage of voting rights held” represent the percentage of voting rights indirectly held.

**(6) Status of significant reorganizations, etc.**

In April 2024, the Company acquired 20% of all shares of European Energy A/S through the Company’s subsidiary, MHC energy Europe ApS, making European Energy A/S the Company an affiliate accounted for using the equity method. In addition, Miyuki Building Co., Ltd. has been removed as a subsidiary of the Company due to the transfer of all of the said company’s shares in September 2024.

## 2. Matters concerning the Company's officers

### (1) Names, etc. of Directors

#### Directors (excluding Directors who are Audit & Supervisory Committee Members)

Position	Name	Responsibility	Significant concurrent positions outside the Company
Director, Chairman	Takahiro Yanai		
Representative Director President & CEO	Taiju Hisai		
Representative Director Deputy President	Aiichiro Matsunaga	Overall Operation	
Director Deputy President	Kazumi Anei	Customer Solutions Unit	
Director Managing Executive Officer	Haruhiko Sato	Head of Corporate & Strategic Planning Division and Head of Treasury & Accounting Division	
Director (Outside Director)	Yuri Sasaki		Professor of Faculty of Economics, Meiji Gakuin University Director, Meiji Yasuda Life Insurance Company
Director (Outside Director)	Kayoko Kawamura		Executive Officer, Teradata Japan, Ltd.
Director (Outside Director)	Shota Kondo		Executive Vice President, Mitsubishi Corporation Director of Lawson, Inc. Director of OK Corporation

#### Directors who are Audit & Supervisory Committee Members

<u>Position</u>	<u>Name</u>	<u>Responsibility</u>	<u>Significant concurrent positions outside the Company</u>
Director	Yoshitaka Shiba	Chair of Audit & Supervisory Committee Full-time Audit & Supervisory Committee Member	
Director (Outside Director)	Hiroyasu Nakata		
Director (Outside Director)	Hiroko Kaneko		Audit & Supervisory Board Member, Development Bank of Japan Inc. Audit & Supervisory Board Member, Shin-Etsu Chemical Co., Ltd.
Director (Outside Director)	Masayuki Saito		Advisor, DIC Corporation

#### (Notes)

- Directors Yuri Sasaki, Kayoko Kawamura and Shota Kondo, and Directors who are Audit & Supervisory Committee Members Hiroyasu Nakata, Hiroko Kaneko and Masayuki Saito are Outside Directors.
- Directors Yuri Sasaki and Kayoko Kawamura and Directors who are Audit & Supervisory Committee Members Hiroyasu Nakata, Hiroko Kaneko and Masayuki Saito have been reported to the Tokyo Stock Exchange as Independent Directors.
- To ensure the effectiveness of audits, the Company has appointed Director who is an Audit & Supervisory Committee Member Yoshitaka Shiba to serve as a full-time Audit & Supervisory Committee Member.
- Director who is an Audit & Supervisory Committee Member Hiroko Kaneko has been involved in accounting audits

for many years as a Certified Public Accountant and possesses considerable knowledge of finance and accounting. Further, Directors who are Audit & Supervisory Committee Members Yoshitaka Shiba and Masayuki Saito possess considerable knowledge of finance and accounting based on their wealth of management experience at a major financial institution in the case of Mr. Shiba, and listed companies in the case of Mr. Saito.

5. Effective April 1, 2025, the responsibilities of some Directors were changed as follows.

Name	Responsibility	
	After April 1, 2025	March 31, 2025
Haruhiko Sato	Head of Treasury & Accounting Division and Co-head of Corporate & Strategic Planning Division	Head of Corporate & Strategic Planning Division and Head of Treasury & Accounting Division

## (2) Matters concerning remuneration, etc. of Directors

- 1) Policy for determining details, amount, and calculation method of officer remuneration, etc. and method of determination
  - a. Basic policy
    - (i) For the purpose of enhancing corporate value through the execution of business strategies, the Company also considers officer incentive when determining officer remuneration.
    - (ii) The level of remuneration shall be appropriate for the roles and responsibilities of each officer, taking into consideration the level of the market, from the standpoints of enhancing corporate value in the medium to long term and improving business performance in the short term.

In accordance with the above basic policy, the Board of Directors of the Company has resolved the policy on the details of remuneration, etc. of individual Directors (excluding Directors who are Audit & Supervisory Committee Members) as follows in b.

- b. Policy on the details of remuneration, etc. of individual Directors (excluding Directors who are Audit & Supervisory Committee Members)
  - (i) Remuneration system
    - In principle, remuneration, etc. for Executive Directors shall be comprised of basic remuneration, short-term incentive compensation (performance-based monetary compensation), and medium- to long-term incentive compensation (performance-based stock compensation). Short-term incentive compensation will be paid in cash as a bonus, and medium- to long-term incentive compensation will be paid as Company stocks using a trust framework.
    - For the purpose of maintaining a healthy ratio of performance-based compensation, the ratio between fixed remuneration (basic remuneration) and floating compensation (bonus and stock compensation) shall be around 1 to 0.6 (the ratio of basic remuneration to bonuses to stock compensation shall be around 1 to 0.3 to 0.3).
    - From the standpoint of ensuring the effectiveness of the supervisory function, remuneration for non-executive directors (excluding Directors who are Audit and Supervisory Committee members) does not include bonuses and stock compensation, which are incentive remuneration.

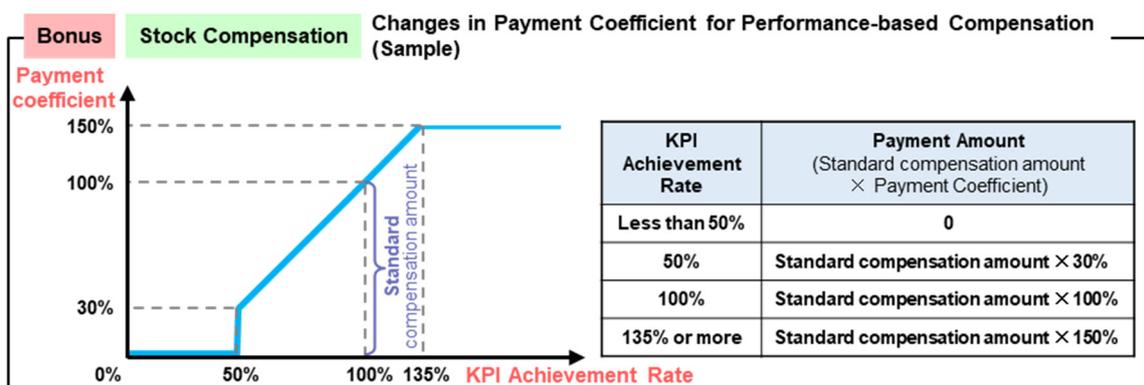
## Remuneration System for Executive Officers

Type of Remuneration	Details of Remuneration	Remuneration Ratio	KPIs for Evaluation/ Evaluation Weight	Range of Payment Coefficient Based on KPI Achievement															
Fixed	Basic Remuneration	62.5% 1	-	-															
Floating	Bonus (Short-term Incentive) Performance-based	18.75% 0.3	<table border="1"> <thead> <tr> <th>Position</th> <th>Representative Director</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>Net income attributable to owners of the parent</td> <td>70%</td> <td>49%</td> </tr> <tr> <td>ROA<sup>*1</sup></td> <td>15%</td> <td>10.5%</td> </tr> <tr> <td>ROE<sup>*2</sup></td> <td>15%</td> <td>10.5%</td> </tr> <tr> <td>Responsible Duties</td> <td>-</td> <td>30%</td> </tr> </tbody> </table>	Position	Representative Director	Other	Net income attributable to owners of the parent	70%	49%	ROA <sup>*1</sup>	15%	10.5%	ROE <sup>*2</sup>	15%	10.5%	Responsible Duties	-	30%	0-150%
	Position	Representative Director	Other																
Net income attributable to owners of the parent	70%	49%																	
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ROE <sup>*2</sup>	15%	10.5%																	
Responsible Duties	-	30%																	
	Stock (Medium- to Long-term Incentive) Performance-based	18.75% 0.3	<table border="1"> <tbody> <tr> <td>Net income attributable to owners of the parent</td> <td>60%</td> </tr> <tr> <td>ROA<sup>*1</sup></td> <td>10%</td> </tr> <tr> <td>ROE<sup>*2</sup></td> <td>10%</td> </tr> <tr> <td>TSR against TOPIX growth rate<sup>*3</sup></td> <td>20%</td> </tr> </tbody> </table>	Net income attributable to owners of the parent	60%	ROA <sup>*1</sup>	10%	ROE <sup>*2</sup>	10%	TSR against TOPIX growth rate <sup>*3</sup>	20%	0-150%							
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ROE <sup>*2</sup>	10%																		
TSR against TOPIX growth rate <sup>*3</sup>	20%																		

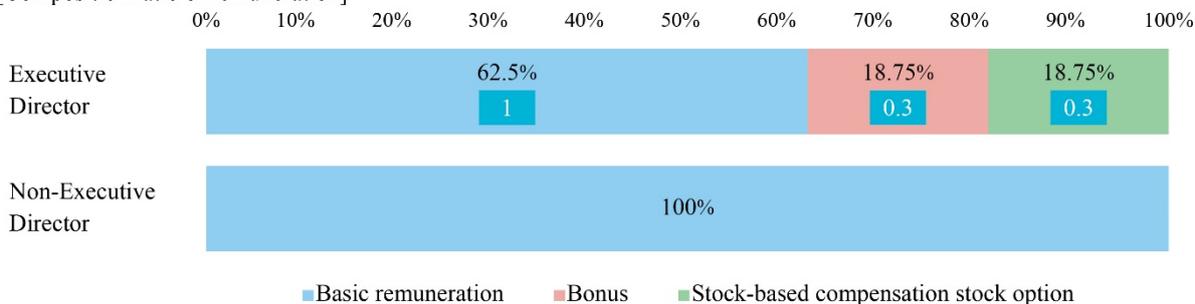
\*1 Return On Asset

\*2 Return On Equity

\*3 Total Shareholder Return



[Composition ratio of remuneration]



- Fixed remuneration  
The amount of fixed remuneration is determined based on the amount corresponding to the position and comprehensive consideration of the roles, responsibilities, and other factors of each Director.
- Floating compensation  
From the standpoint of clarifying the relationship between performance and remuneration, for bonuses and stock compensation, the financial indicators, etc. emphasized in the management strategy as indicators representing the Company's growth are set as the KPI for evaluating performance (KPIs and evaluation ratios are shown above).

[Bonuses]

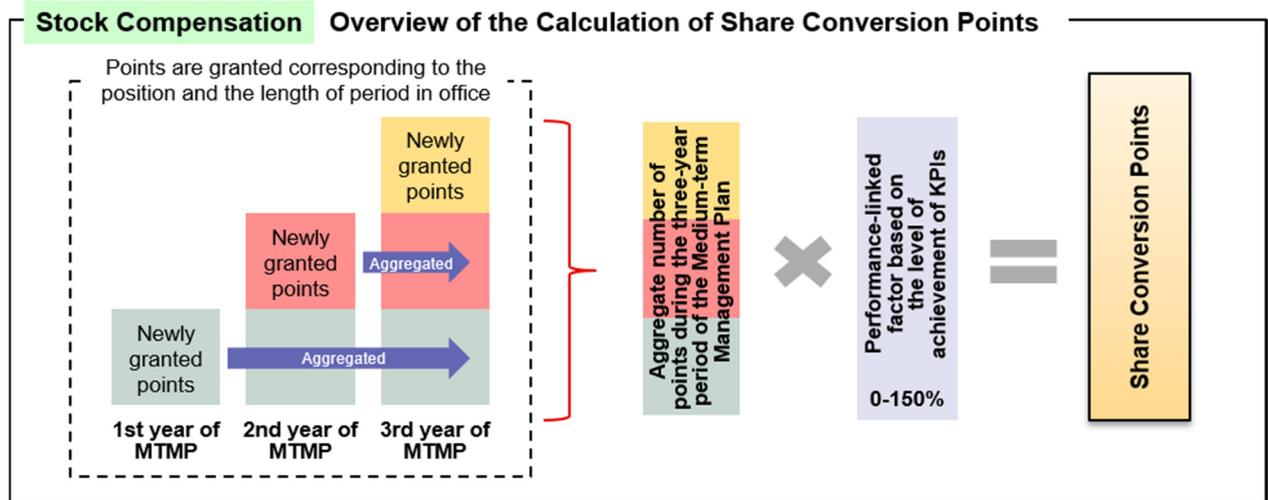
- The i) net income attributable to owners of the parent, ii) ROA, and iii) ROE, which have been set as the Group's numerical goals, are set as KPIs for the company-wide performance evaluation.
- In regard to bonuses for Representative Directors, the entire amount is linked to the company-wide performance evaluation, while the bonus for other Executive Directors is based 70% on the company-wide performance evaluation and 30% on the evaluation of duties for which each individual is responsible. For both positions, the amount of bonuses to be paid is determined within the range of 0 to 150% of the standard amount based on the achievement rate of KPIs.
- For respective operational responsibilities, a standard evaluation sheet is used by the President & CEO to perform quantitative and qualitative evaluations from the standpoint of performance and contribution of the Executive Director with respect to the operations for which they are responsible. The purpose of this is to improve the incentive of individual Directors by properly evaluating not only the degree of achievement of targets for business results but also the degree of contribution, which cannot be evaluated solely quantitatively.

[Stock compensation]

- From the perspective to increasing medium- to long-term corporate value of the Company, i) net income attributable to owners of the parent, ii) ROA, iii) ROE, and iv) TSR against TOPIX growth rate, which the Company has set as numerical goals, etc. in the Medium-term Management Plan, are set as indicators (KPIs) for the performance evaluation.
- By using a trust framework, Company shares, etc. corresponding to share conversion points, which are calculated using the following formula, are provided. Specifically, one Company share shall be provided per one point. In principle, a portion of shares held by the trust is converted into cash in the trust, and the compensation is paid at a percentage of shares 50% : cash 50%.

Share conversion points = The number of points granted corresponding to the position and the number of months in office of the relevant person (the aggregate number of points during the three-year period of the Medium-term Management Plan) multiplied by the performance-linked factor based

on the level of achievement of KPIs (ranging from 0 to 150%)



<Malus and claw-back clause for stock compensation and shareholding policy>

- As for stock compensation granted to Executive Directors, the points or share conversion points that have already been granted can be confiscated, and money equivalent to the Company's shares, etc. that have already been delivered reclaimed, in the case of a material violation of the office regulations or internal regulations, resignation for personal reasons during the term of office against the will of the Company, termination for legitimate reasons, gaining employment at a competitor without the Company's permission, etc.
- The Company recommends that directors hold the Company's shares. In principle, directors shall continue to hold the Company's shares obtained during the term of their office until the time of their resignation, regardless of the number of shares held.

- Other compensation

If a Director (excluding Outside Directors and Directors who are Audit & Supervisory Committee Members) needs to live in an area far away from his or her home due to a transfer associated with a change in their responsibilities or assigned location, the Director is to be provided with an appropriate property as company housing (hereinafter, the difference between the total monthly rent required for the Company to rent the company housing and the total amount of monthly company housing rent collected from the Director is referred to as "non-monetary remuneration for the provision of company housing"). The company housing to be provided shall be a general standard property, and the maximum rent shall be established in advance based on position and geographical area. The company housing rent (if the maximum rent is exceeded, the full amount of the excess amount is added) shall be collected from the Director as their own expenses (there are currently no eligible officers who are provided with company housing).

(ii) Timing or conditions of remuneration, etc.

- Basic remuneration shall be paid in a fixed monthly amount on the designated day.
- Bonuses shall be paid in an amount determined based on the results of the previous fiscal year (April to next March) on or after the date of the Annual General Meeting of

Shareholders in June of every year.

- As stock compensation, points are granted at the end of every fiscal year (the end of March) corresponding to the position and number of months in office of the relevant person, in principle. The aggregate number of the said points of three years is multiplied by the performance-linked factor to calculate share conversion points, based on which the Company Shares, etc. are provided in July of the fiscal year following the final fiscal year of the Medium-term Management Plan period (three years).
- Non-monetary remuneration for the provision of company housing shall be paid monthly in addition to basic remuneration.

Type of Remuneration	Payment timing	Subject Period of Payment
Basic remuneration	A predetermined date every month	Every Fiscal Year
Bonus	After an annual General Meeting of Shareholders	Previous fiscal year (April to next March)
Stock compensation		Medium-term Management Plan period (three years)
(a) Points*	End of every fiscal year	The period of service during each fiscal year
(b) Company shares, etc.	July following the end of the Medium-term Management Plan	Cumulative period of service during the Medium-term Management Plan period
Non-monetary remuneration related to the provision of company housing	A predetermined date every month	Every Fiscal Year

\* The (b) Company's shares, etc. are provided based on the share conversion points calculated by multiplying the number of (a) points aggregated during the Medium-term Management Plan period by the performance-linked factor.

(iii) Method of determining remuneration, etc., outline of the Committee's procedures, and description of its activities

- The details of remuneration, etc. and the policy for determining remuneration, etc. for Directors (excluding Directors who are Audit & Supervisory Committee Member) are resolved at meetings of the Board of Directors after deliberation by the Compensation Committee, which is comprised of a majority of Independent Outside Directors. The Compensation Committee also deliberates annually on the appropriateness of the level and composition of remuneration based on remuneration data and other information provided by external professional organizations.
- The members and chairperson of the Compensation Committee are selected by the Board of Directors, and the Committee adopts resolutions by a majority of the members present. In addition, the Company's rules stipulate that the Board of Directors shall respect the resolutions of the Committee.
- The Company believes it is helpful that the specific amount of basic remuneration and bonuses for Directors (excluding Directors who are Audit & Supervisory Committee Members), as well as non-monetary remuneration for the provision of company housing, is determined flexibly based on certain standards by someone who is familiar with individual operations and the Company's situation. The decision is thus entrusted to the President & CEO (Taiju Hisai), who is the Representative Director, within the upper limit set forth by resolution of the General Meeting of Shareholders, based on the policy resolved by the Board of Directors and Compensation Committee. The Company will take measures to ensure that the authority of the President & CEO is appropriately exercised as follows.

Regarding stock compensation, Company shares, etc. corresponding to share conversion points calculated based on the regulations for share delivery, which were stipulated by the resolution of the Board of Directors, shall be provided.

[Measures to ensure that the delegated authority is properly exercised]

- Basic remuneration is determined based on certain pre-established standards (remuneration table) that are deliberated by the Compensation Committee.
- The following shall apply to the portion of the bonus linked to the company-wide performance:
  - ✓ KPIs are established according to numerical targets discussed at the Board of Directors.
  - ✓ The amount to be paid is determined according to the achievement rate of the KPI based on a predetermined payment coefficient deliberated by the Compensation Committee.
  - ✓ The results of the company-wide performance evaluation and the amount to be paid are subsequently reported to the Compensation Committee for verification. In addition, the following shall apply to the portion of the bonus linked to operational responsibilities:
    - ✓ After deliberations in advance by the Compensation Committee, an evaluation sheet (an evaluation sheet providing details on predetermined targets, weighting of individual targets, and evaluation criteria) is finalized.
    - ✓ After the individual duties are evaluated based on the evaluation sheet, the results and amount to be paid are subsequently reported to the Compensation Committee for verification.
- For stock compensation, points corresponding to the position and number of months in office of the relevant person at the end of every fiscal year are granted based on the prescribed standards as per the regulations for share delivery, which are resolved by the Board of Directors. In principle, the performance-linked factor, which is determined upon the completion of the Medium-term Management Plan every three years shall also be as per the regulations for share delivery.
- Non-monetary remuneration related to the provision of company housing:
  - ✓ The company housing to be provided shall be a general standard property, and the maximum rent shall be established in advance based on position and geographical area.
  - ✓ The Company housing rent calculated based on the predetermined percentage (if the maximum rent is exceeded, the full amount of the excess amount is added) shall be collected from the Director as their own expenses.  
(There are currently no eligible officers who are provided with company housing.)

- The amounts of remuneration, etc. for Directors have been resolved at the General Meeting of Shareholders as follows.

Type of Remuneration	Amount of Remuneration, etc.	Date of Resolution by the General Meeting of Shareholders	Number of Applicable Directors at the Time of the Resolution of the General Meeting of Shareholders Becoming Effective*	Number of Applicable Directors as of June 30, 2024
Directors (excluding Directors who are Audit & Supervisory Committee Members)				
Monetary remuneration (total of basic remuneration and bonus)	Annually ¥800 million	February 26, 2021	10	8
	Outside Directors Annually ¥100 million		3	3
Non-monetary remuneration related to the provision of company housing	Monthly ¥2 million		7	0 (No eligible Directors)
Stock compensation		June 27, 2023	4 Excluding non-executive directors and Directors not residing in Japan	4
Trust contribution amount	Annually ¥800 million During subject period ¥2,400 million			
Number of shares delivered	Annually 1,550 thousand shares During subject period 4,650 thousand shares			

\* The number of Directors (excluding Directors who are Audit & Supervisory Committee Members) related to the amount of remuneration is not specified.

c. Matters concerning calculation of performance-based compensation

The amount of performance-based compensation is calculated using the designated formula based on the achievement rate of each KPI.

[Bonus]

- The KPIs for evaluating company-wide performance used for bonuses for Executive Directors are i) net income attributable to owners of the parent (weighted at 70%), ii) ROA (weighted at 15%), and iii) ROE (weighted at 15%).
- The targets and results for the fiscal year ended March 31, 2025 are as follows.

KPI	Target	Result	Achievement rate	Evaluation Weight
Net income attributable to owners of the parent	¥135.0 billion	¥135.1 billion	100.1%	70%
ROA	1.2%	1.2%	100.0%	15%
ROE	8.0%	7.8%	97.5%	15%

- For the portion linked to operational responsibilities of Executive Directors other than the Representative Director, the President & CEO will use a standard evaluation sheet to perform quantitative and qualitative evaluations from the standpoint of performance and contribution. Performance targets are set based on the environment of the business in charge, the previous year's performance, and other factors according to the responsibilities of each Director, and evaluations are performed taking into account the respective performance and contribution.

[Stock compensation]

- The KPIs for stock compensation for executive directors are i) profit attributable to owners of parent (weighted at 60%), ii) ROA (weighted at 10%), iii) ROE (weighted at 10%), and iv) TSR against TOPIX growth rate (weighted at 20%).
- The targets for the period of the Medium-term Management Plan (FY2023 - FY2025) are as follows.

KPI	Target	Result	Achievement rate	Evaluation Weight
Net income attributable to owners of the parent	¥160.0 billion	–	–	60%
ROA	Approx. 1.5%	–	–	10%
ROE	Approx. 10%	–	–	10%
TSR	TOPIX growth rate	–	–	20%

\* Achievement rates for KPIs related to stock compensation are not listed as they will be confirmed after the end of the final fiscal year of the Medium-term Management Plan (FY2023 - FY2025).

- d. Reasons for the Board of Directors' determination that the content of individual remuneration of Directors (excluding Directors who are Audit & Supervisory Committee Members) for the fiscal year under review is appropriate
- The specific amount of basic remuneration and bonuses, as well as non-monetary remuneration for the provision of company housing are entrusted to the President & CEO within the upper limit set forth by resolution of the General Meeting of Shareholders. In addition, as the Company has taken measures as described in [Measures to ensure that the delegated authority is properly exercised] at b. (iii) above, there is a system for the Compensation Committee and the Audit & Supervisory Committee to confirm that individual remuneration, etc. for Directors is determined by procedures that are objective and transparent, and that the content is in line with the policy established by the Company. The Board of Directors has determined that the content of individual remuneration, etc. for each Director for the fiscal year under review is in line with the remuneration policy.
- e. Details and method of determining remuneration, etc. of Directors (Audit & Supervisory Committee Members)
- For Directors (Audit & Supervisory Committee Members), from the standpoint of ensuring the fairness of audits, bonuses and stock-based compensation, which are incentive compensation, shall not be paid. Remuneration shall be limited to basic remuneration only.
  - The amount of remuneration for Directors (Audit & Supervisory Committee Members) is to be determined through discussion by Directors who are Audit & Supervisory Committee Members within the range decided with the resolution of the General Meeting of Shareholders (the table below).

Type of Remuneration	Amount of Remuneration	Date of Resolution by the General Meeting of Shareholders	Number of Applicable Directors at the Time of the Resolution of the General Meeting of Shareholders Becoming Effective*	Number of Applicable Directors as of June 30, 2024
Directors (Audit & Supervisory Committee Members)				
Monetary remuneration (basic remuneration)	Annually ¥200 million	February 26, 2021	5	4

\* The number of Directors (Audit & Supervisory Committee Members) related to the amount of remuneration is not specified.

2) Total amount of remuneration, etc. by officer category, total amount of remuneration, etc. by type, and number of eligible officers

Category	Total amount of remuneration, etc. (millions of yen)	Total amount of remuneration, etc. by type (millions of yen)				Number of people
		Fixed remuneration (basic remuneration)	Performance-based compensation (bonus)	Performance-based compensation (stock compensation)	Other	
Directors (excluding Audit & Supervisory Committee Members)	455	333	54	67	—	10
Of these, Outside Directors	40	40	—	—	—	5
Directors (Audit & Supervisory Committee Members)	96	96	—	—	—	6
Of these, Outside Audit & Supervisory Board Members	47	47	—	—	—	4
Total	552	430	54	67	—	16

(Notes) 1. The amount of performance-based compensation is the total of the provision for bonuses for directors (and other officers) for the current fiscal year and the actual amount of bonuses for directors (and other officers) paid during the fiscal year, minus the provision for bonuses for directors (and other officers) recorded in the previous fiscal year.

2. The total amount for performance-based compensation (stock compensation) is the amount of expenses posted for points awarded during the fiscal year under review.
3. There were no payments of non-monetary compensation related to the provision of company housing during the fiscal year under review.

### 3. Policy on determining dividends of surplus, etc.

The Company has pursued its basic policy of providing returns to shareholders through dividends and we have increased dividends for 26 consecutive fiscal years.

The medium-term target level for the dividend payout ratio is 40% or more in the three-year period from FY 2023 (fiscal year ended March 31, 2024), which is the target period of the 2025 MTMP, and the Company plans to increase the total amount of dividends through profit growth.

**Consolidated Balance Sheet**  
(As of March 31, 2025)

(Millions of yen)

<b>Assets</b>		<b>Liabilities</b>	
Accounting title	Amount	Accounting title	Amount
<b>Current assets</b>		<b>Current liabilities</b>	
Cash and deposits	313,399	Notes and accounts payable - trade	175,455
Installment receivables	165,261	Short-term borrowings	475,421
Lease receivables and investments in leases	3,135,877	Current portion of bonds payable	469,064
Operating loans receivables	1,922,390	Current portion of long-term borrowings	848,594
Other operating loans receivable	226,144	Commercial papers	965,408
Lease and other receivables	84,970	Current maturities of loans from the securitizations of the minimum future rentals on lease contracts	225,686
Securities	2,732	Lease obligations	13,729
Merchandise	49,278	Income taxes payable	7,155
Other current assets	148,032	Deferred profit on installment sales	7,018
Allowance for doubtful accounts	(29,435)	Provision for bonuses	18,327
Total current assets	6,018,651	Provision for bonuses for directors (and other officers)	1,992
<b>Non-current assets</b>		Other current liabilities	351,117
<b>Property, plant and equipment</b>		Total current liabilities	3,558,970
Leased assets		<b>Non-current liabilities</b>	
Leased assets	4,425,602	Bonds payable	1,909,083
Advances on purchases of leased assets	85,050	Long-term borrowings	3,592,429
Total leased assets	4,510,652	Loans from the securitizations of the minimum future rentals on lease contracts, less current maturities	355,109
Other operating assets	243,685	Lease obligations	29,085
Own-used assets	17,190	Deferred tax liabilities	182,854
Total property, plant and equipment	4,771,529	Provision for retirement benefits for directors (and other officers)	42
<b>Intangible assets</b>		Provision for share awards for directors (and other officers)	785
Leased assets		Retirement benefit liability	2,754
Leased assets	6,194	Asset retirement obligations	40,171
Total leased assets	6,194	Reserve for contract of insurance	12,691
Other intangible assets		Other non-current liabilities	273,828
Goodwill	98,706	Total non-current liabilities	6,398,838
Other	132,869	<b>Total liabilities</b>	<b>9,957,809</b>
Total other intangible assets	231,575	<b>Equity</b>	
Total intangible assets	237,770	<b>Shareholders' equity</b>	
<b>Investments and other assets</b>		<b>Share capital</b>	<b>33,196</b>
Investment securities	550,198	<b>Capital surplus</b>	<b>545,973</b>
Distressed receivables	87,005	<b>Retained earnings</b>	<b>854,270</b>
Deferred tax assets	25,423	<b>Treasury shares</b>	<b>(20,128)</b>
Other investments and other assets	108,819	Total shareholders' equity	1,413,312
Allowance for doubtful accounts	(40,711)	<b>Accumulated other comprehensive income</b>	
Total investments and other assets	730,734	<b>Valuation difference on available-for-sale securities</b>	<b>7,536</b>
Total non-current assets	5,740,034	<b>Deferred gains or losses on hedges</b>	<b>25,741</b>
<b>Deferred assets</b>		<b>Foreign currency translation adjustment</b>	<b>331,228</b>
Bond issuance costs	3,646	<b>Remeasurements of defined benefit plans</b>	<b>11,806</b>
Total deferred assets	3,646	Total accumulated other comprehensive income	376,313
<b>Total assets</b>	<b>11,762,332</b>	<b>Share acquisition rights</b>	<b>1,368</b>
		<b>Non-controlling interests</b>	<b>13,528</b>
		<b>Total equity</b>	<b>1,804,523</b>
		<b>Total liabilities and equity</b>	<b>11,762,332</b>

**Consolidated Statement of Income**  
(April 1, 2024 to March 31, 2025)

(Millions of yen)

Accounting title	Amount	
<b>Revenues</b>		<b>2,090,808</b>
<b>Cost of revenues</b>		<b>1,628,170</b>
<b>Gross profit</b>		<b>462,637</b>
<b>Selling, general and administrative expenses</b>		<b>275,510</b>
<b>Operating income</b>		<b>187,126</b>
<b>Non-operating income</b>		
Interest and dividend income	1,877	
Share of profit of entities accounted for using equity method	7,199	
Other non-operating income	9,591	18,667
<b>Non-operating expenses</b>		
Interest expenses	8,421	
Other non-operating expenses	3,778	12,199
<b>Recurring income</b>		<b>193,594</b>
<b>Extraordinary income</b>		
Gain on sale of investment securities	18,103	
Gain on sale of shares of subsidiaries and associates	5,776	
Gain on bargain purchase	572	24,452
<b>Extraordinary losses</b>		
Loss on sale of investment securities	127	
Loss on valuation of investment securities	527	
Loss on sale of shares of subsidiaries and associates	20,699	
Loss on valuation of shares of subsidiaries and associates	1,006	22,361
<b>Income before income taxes</b>		<b>195,685</b>
Income taxes - current	42,089	
Income taxes - deferred	17,955	60,044
<b>Net income</b>		<b>135,641</b>
Net income attributable to non-controlling interests		475
<b>Net income attributable to owners of the parent</b>		<b>135,165</b>

**Non-consolidated Balance Sheet**  
(As of March 31, 2025)

(Millions of yen)

Assets		Liabilities	
Accounting title	Amount	Accounting title	Amount
<b>Current assets</b>		<b>Current liabilities</b>	
Cash and deposits	110,713	Notes payable - trade	1,827
Installment receivables	140,206	Accounts payable - trade	90,099
Lease receivables	289,823	Short-term borrowings	215,620
Investments in leases	1,244,709	Current portion of bonds payable	237,784
Operating loans receivables	311,458	Current portion of long-term borrowings	294,067
Loans receivable from subsidiaries and associates	1,092,360	Commercial papers	880,000
Other operating loans receivable	49,783	Current maturities of loans from the securitizations of the minimum future rentals on lease contracts	26,216
Lease and other receivables	12,617	Lease obligations	10,585
Securities	437	Accounts payable - other	1,656
Merchandise	1,329	Income taxes payable	1,245
Advance payments to suppliers	5,443	Accrued expenses	25,241
Prepaid expenses	8,471	Advances received - lease	31,345
Other current assets	27,103	Deposits received	11,225
Allowance for doubtful accounts	(6,755)	Unearned revenue	23
Total current assets	3,287,701	Deferred profit on installment sales	6,128
<b>Non-current assets</b>		Provision for bonuses	3,775
<b>Property, plant and equipment</b>		Provision for bonuses for directors (and other officers)	335
Leased assets		Provision for loss on guarantees	1,556
Leased assets	146,077	Asset retirement obligations	3,211
Advances on purchases of leased assets	343	Other current liabilities	8,033
Total leased assets	146,420	Total current liabilities	1,849,979
Own-used assets		<b>Non-current liabilities</b>	
Buildings	1,450	Bonds payable	827,176
Structures	24	Long-term borrowings	1,358,109
Equipment	852	Loans from the securitizations of the minimum future rentals on lease contracts, less current maturities	11,952
Land	678	Lease obligations	20,312
Total own-used assets	3,006	Long-term income taxes payable	274
Total property, plant and equipment	149,426	Long-term guarantee deposits received	44,013
<b>Intangible assets</b>		Provision for share awards for directors (and other officers)	785
Leased assets		Provision for retirement benefits	660
Leased assets	5,878	Asset retirement obligations	13,845
Total leased assets	5,878	Other non-current liabilities	713
Other intangible assets		Total non-current liabilities	2,277,843
Goodwill	4,234	<b>Total liabilities</b>	<b>4,127,822</b>
Other	8,351	<b>Equity</b>	
Total other intangible assets	12,586	<b>Shareholders' equity</b>	
Total intangible assets	18,465	<b>Share capital</b>	<b>33,196</b>
<b>Investments and other assets</b>		<b>Capital surplus</b>	
Investment securities	152,426	Legal capital surplus	33,802
Shares of subsidiaries and associates	1,064,631	Other capital surplus	508,886
Investments in other securities of subsidiaries and associates	244,292	Total capital surplus	542,688
Investments in capital	1,100	<b>Retained earnings</b>	
Distressed receivables	3,550	Legal retained earnings	638
Long-term prepaid expenses	10,862	Other retained earnings	411,637
Long-term guarantee deposits	13,455	General reserve	72,035
Deferred tax assets	38,484	Retained earnings brought forward	339,602
Other investments and other assets	5,622	Total retained earnings	412,275
Allowance for doubtful accounts	(2,490)	<b>Treasury shares</b>	<b>(20,128)</b>
Total investments and other assets	1,531,935	Total shareholders' equity	968,032
Total non-current assets	1,699,827	<b>Valuation and translation adjustments</b>	
<b>Deferred assets</b>		<b>Valuation difference on available-for-sale securities</b>	<b>10,512</b>
Bond issuance costs	2,074	<b>Deferred gains or losses on hedges</b>	<b>(118,132)</b>
Total deferred assets	2,074	Total valuation and translation adjustments	(107,620)
		<b>Share acquisition rights</b>	<b>1,368</b>
		<b>Total equity</b>	<b>861,780</b>
<b>Total assets</b>	<b>4,989,602</b>	<b>Total liabilities and equity</b>	<b>4,989,602</b>

**Non-consolidated Statement of Income**  
(April 1, 2024 to March 31, 2025)

(Millions of yen)

Accounting title	Amount	
<b>Revenues</b>		
Lease sales	626,135	
Installment sales	55,261	
Revenue - operating loans	30,977	
Other revenues	22,171	734,545
<b>Cost of revenues</b>		
Lease costs	564,777	
Installment costs	52,496	
Capital costs	24,724	
Other cost of sales	7,970	649,969
<b>Gross profit</b>		<b>84,576</b>
Selling, general and administrative expenses		76,065
<b>Operating income</b>		<b>8,511</b>
<b>Non-operating income</b>		
Interest and dividend income	75,410	
Other non-operating income	10,492	85,903
<b>Non-operating expenses</b>		
Interest expenses	27,957	
Other non-operating expenses	6,523	34,480
<b>Recurring income</b>		<b>59,934</b>
<b>Extraordinary income</b>		
Gain on sale of investment securities	2,529	
Gain on sale of shares of subsidiaries and associates	3,256	
Gain on sale of investments in other securities of subsidiaries and associates	2,694	8,479
<b>Extraordinary losses</b>		
Loss on sale of investment securities	122	
Loss on valuation of investment securities	518	
Loss on sale of shares of subsidiaries and associates	912	
Loss on valuation of shares of subsidiaries and associates	16,566	18,119
<b>Income before income taxes</b>		<b>50,294</b>
Income taxes - current	2,754	
Income taxes for global minimum tax	274	
Income taxes - deferred	(227)	2,800
<b>Net income</b>		<b>47,493</b>