Press Release

TOKAI TOKYO FINANCIAL HOLDINGS, INC.

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(8616; PRIME Market, PREMIER Market)
August 27, 2026

Grant of Stock Options (Stock Acquisition Rights)

We, Tokai Tokyo Financial Holdings, Inc. ("the Company"), announce that the Board of Directors, at its meeting held today, decided in detail on the matter relating to the offer of stock acquisition rights issued as stock options to such parties that include executive directors, executive officers, employees of both Tokai Tokyo Financial Holdings, Inc. and its subsidiaries ("the Parties") in accordance with the provisions of Article 236, Article 238 and Article 239 of the Companies Act of Japan. The matter was announced on May 20, 2026, and approved at our 114th Ordinary Shareholders' Meeting held on June 25, 2026. Details are outlined below.

1. Reasons necessitating the offer of stock acquisition rights with preferential conditions;

The issuance of Stock Acquisition Rights to the Parties is aimed at improving consolidated performance by providing the Parties with a common incentive to further raise the performance of the Tokai Tokyo Financial Group as a whole while pursuing harmonization of the Parties' interests with those of shareholders of the Company.

2. The details of Allocation regarding the recipients and the number of the Stock Acquisition Rights to be allocated to respective groups of the recipients

The Company's Executive Directors: 2 recipients, 44 rights in total
The Company's Employees: 286 recipients, 1,348 rights in total
The wholly-owned subsidiaries' Executive Directors: 12 recipients, 84 rights in total
Executive Directors of other subsidiaries: 2 recipients, 10 rights
Grand total: 302 recipients, 1,486 rights

The above numbers are planned figures. If the number of applications for subscription is less than the planned number of allocations, the total number of Stock Acquisition Rights and the number of Stock Acquisition Rights to be allocated shall be the number applied for.

3. Details of the Stock Acquisition Rights

(1) Name of the subject Stock Acquisition Rights
The 18th Stock Acquisition Rights
(2) Number of shares to be issued upon exercise of Stock Acquisition Rights

The number of shares to be issued upon exercise of each Stock Acquisition Right ("number of shares granted") shall be one thousand (1,000) shares of common stock of Tokai Tokyo Financial Holdings, Inc.

In the event that the Company splits its common stock (including the gratis allotment of the Company's common stock, the same being applied hereinafter) or consolidates its common stock after the allocation of Stock Acquisition Rights, the number of shares granted under Stock Acquisition Rights which have remained unexercised at the time of the stock split or share consolidation will be adjusted in accordance with the following formula. Any fraction of less than one (1) share resulting from the adjustment shall be disregarded.

Adjusted number of shares granted＝Number of shares granted before adjustment × Ratio of split or consolidation

In addition to the above, in the event of the Company's merger with another company, company split, capital reduction of the Company, or any other similar event in which adjustment of the number of shares granted is required after the allocation of the stock acquisition rights, the Company may suitably adjust the number of shares granted to the extent the Company considers reasonable.

(3) The payment to be made for acquiring the rights

No payment shall be required for the acquisition of the rights.

(4) Value of assets to be paid-in to the Company's capital at the time of exercising Stock Acquisition Rights, or the method of calculating such value

The value of assets to be paid-in at the time of exercising Stock Acquisition Rights shall be the amount paid per share to be issued by the exercise of the Stock Acquisition Rights ("the Exercise Price") multiplied by the number of shares granted. The Exercise Price shall be equal to the product of (*) the price determined by the following rule × (multiplied by) 1.05. Any fraction of less than one (1) yen resulting from the calculation shall be rounded up to the nearest yen.

(*) The price determination rule: The higher price of either the average of the daily closing prices of the common stock of the Company in regular transactions at the Tokyo Stock Exchange, Inc. on each of the trading days (excluding days on which no trading is made) in the calendar month immediately prior to the month when the stock acquisition rights are allocated, or the closing price of the common stock of the Company in regular transactions at the Tokyo Stock Exchange, Inc. on the allocation date (if there is no closing price on the allocation date, the most recent closing price prior to the allocation date shall apply).

If the Company splits or consolidates its common stock after the allocation date, the Exercise Price is adjusted by the following formula, and any fraction of less than one (1) yen resulting from such adjustment shall be rounded up.

$$\begin{matrix}\text{Exercise Price} \\ \text{after adjustment}\end{matrix} = \begin{matrix}\text{Exercise Price} \\ \text{before adjustment}\end{matrix} \times \frac{1}{\begin{matrix}\text{Ratio of split} \\ \text{or consolidation}\end{matrix}}$$

If the Company issues new shares of common stock or disposes of its treasury stocks at less than the current market price (except in the case of responding to either exercise of Stock Acquisition Rights or request for the additional purchase of shares constituting less than one unit), then the

Exercise Price shall be adjusted by the following formula, and any fraction of less than one (1) yen resulting from such adjustment shall be rounded up.

$$\text{Exercise Price after adjustment} = \text{Exercise Price before adjustment} \times \frac{\text{Number of Issued Shares Outstanding} + \dfrac{\text{Number of shares newly issued} \times \text{Amount paid per share}}{\text{Current market price per share}}}{\text{Number of Issued Shares Outstanding} + \text{Number of shares newly issued}}$$

In the above formula, the "number of issued shares outstanding" means the total number of shares issued by the Company minus the number of treasury shares held by the Company. Further, if the Company disposes of its treasury stocks, the "number of shares newly issued" in the formula above shall read the "number of treasury stock disposed of," and the "amount paid-in per share" shall read the "disposal value per share" respectively.

In addition to the foregoing, in the event of merger of the Company with another Company, Company split, capital reduction of the Company, or any similar case in which adjustment of the exercise price is required after the allocation of the stock acquisition rights, the Company may suitably adjust the Exercise Price to the extent the Company considers reasonable.

(5) The Exercise Price after adjustment as calculated in accordance with the formula described in (4) above becomes applicable on the date determined in the following manner.

(i) If shares are delivered at a price lower than the market price, the payment at the adjusted price shall apply on and after the day following the payment due date (if there is a shareholder allotment date, on and after the day following such allotment date).

(ii) If the Company issues shares in conjunction with a stock split, the payment at the adjusted price shall apply on and after the day following the shareholder allotment date for such stock split.

(iii) In the case of a share consolidation, the payment at the adjusted price shall apply on and after the effective date of such share consolidation.

(6) Notification

In the event of any revision or adjustment to the matters announced in this release, we will promptly take the necessary revision or adjustment and notify the Stock Acquisition Rights holders without delay with respect to the details of Stock Acquisition Rights including the effective date and other required information, setting forth the terms both before and after the revision or adjustment. Such notification will be provided in accordance with the Stock Acquisition Rights granting agreement entered into with the holders of the subject Stock Acquisition Rights.

(7) Measures to be taken in the event of reorganization such as merger or company split

In the event that the Company conducts an absorption-type merger (limited to cases where the Company is dissolved as a result of the merger), consolidation-type merger, company split or any other reorganization (the "Reorganization Action"; excluding share transfer and share exchange), the Company shall deliver stock acquisition rights of the companies listed in Article 236, Paragraph 1, Item 8 (a) through (e) of the Companies Act (the "Reorganized Company") to the holders of the Stock Acquisition Rights remaining at the time the Reorganization Action becomes effective (the "Remaining Stock Acquisition Rights"), in each case based on the following conditions. The foregoing shall apply only if the relevant absorption-type merger agreement, consolidation-type merger agreement, absorption-type company split agreement, incorporation-type company split plan, share exchange agreement or share transfer plan provides that the stock acquisition rights of the Reorganized Company shall be delivered in accordance with the following conditions.

(i) Number of new Stock Acquisition Rights of the Reorganized Company to be issued;
Same as the number of Stock Acquisition Rights that are held by the holder of remaining Stock Acquisition Rights shall be issued.

(ii) Type of shares of the Reorganized Company to be issued upon the exercise of Stock Acquisition Rights;
Common stock of the Reorganized Company.

(iii) Number of shares of the Reorganized Company to be issued upon the exercise of Stock Acquisition Rights;
The number shall be determined after the reasonable adjustment is made by considering the conditions of Reorganization Actions and other factors (hereinafter “the Number of Shares after the succession”). Any fraction of less than one (1) share resulting from the adjustment shall be disregarded.

(iv) Exercise period for the Stock Acquisition Rights
The exercise period shall be from either the commencement date of the exercise period for the Stock Acquisition Rights as described in (9) below, or the effective date of the Reorganization Actions, whichever is later, to the final day of the exercise period for the stock acquisition rights as described in (9) below.

(v) Matters concerning capital and capital reserve to be increased when shares are issued upon exercise of Stock Acquisition Rights
Decisions shall be made in accordance with (10) below.

(vi) Value of assets to be paid-in at the time of exercising Stock Acquisition Rights
The value shall be the Exercise Price, as described in (4) above, that has been adjusted in a reasonable manner by taking into account the conditions of Reorganization Actions and other factors, multiplied by the number of shares after the succession.

(vii) Other conditions of exercise of Stock Acquisition Rights and reasons for acquisition of stock acquisition rights
Decisions shall be made in accordance with (8) and (14) below.

(viii) Restriction on the transfer of Stock Acquisition Rights
Any transfer of Stock Acquisition Rights requires the approval of the Board of Directors of the Reorganized Company.

(8) Events upon which the Company may acquire the Stock Acquisition Rights

If it is determined, pursuant to the provisions of an agreement concerning an absorption-type merger (limited to cases where the Company is dissolved as a result of the merger), consolidation-type merger, company split, share transfer or share exchange, etc. (including a company split agreement and share transfer plan, etc.) or by a resolution of a shareholders’ meeting relating thereto, that the Stock Acquisition Rights will not be assumed, the Company may acquire the Stock Acquisition Rights without consideration on a date separately determined by the Board of Directors.

(9) Exercise period for the Stock Acquisition Rights

October 1, 2028 through September 30, 2035

(10) Matters concerning the capital and additional capital reserve increased by the issuance of shares upon exercise of Stock Acquisition Rights.

(i) The amount of capital to be increased when shares are issued upon exercise of Stock Acquisition Rights shall be half of the maximum limit of capital increase, as calculated in accordance with the provisions of Article 17, Paragraph 1 of the Company Accounting Rules, and any fraction of less than one (1) yen resulting from such calculation shall be rounded up to the nearest one (1) yen.

(ii) The amount of capital reserve to be increased by the issuance of shares upon exercise of Stock Acquisition Rights shall be the amount obtained by deducting the capital to be increased, as provided in (i) above, from the maximum limit of capital increase, as also provided in (i) above.

(11) Restriction on the transfer of Stock Acquisition Rights

Any transfer of Stock Acquisition Rights requires the approval of the Board of Directors of the Company.

(12) Place for Payment

Nihonbashi Chuo Branch, MUFG Bank, Ltd.

(13) If the number of shares to be delivered to a holder of the Stock Acquisition Rights upon exercise of the Stock Acquisition Rights includes any fraction of less than one (1) share, such fraction shall be disregarded.

(14) Other conditions of exercise of Stock Acquisition Rights

(i) Holders of Stock Acquisition Rights shall be in the position of executive directors, executive officers or employees (including those who are seconded to the Company or its subsidiaries) of the Company or its subsidiaries at the time of exercising the Stock Acquisition Rights, excluding cases where such positions are relinquished due to proper reasons including retirement after the full term service completion, mandatory retirement, and resignation or retirement at the request of the Company or any of its subsidiaries.

(ii) If any one of the cases below applies, the holder of the Stock Acquisition Rights shall be ineligible to exercise the Stock Acquisition Rights that remain unexercised by then:

(a) When a holder is dismissed by the resolution of the shareholders' meeting of the Company or any of its subsidiaries, or dismissed on disciplinary grounds, or when they resign or retire for personal reasons;

(b) When a holder is sentenced to imprisonment without work, imprisonment, or a heavier punishment;

(c) When a holder files a petition for bankruptcy or civil rehabilitation proceedings, or when a holder is subject to a petition for seizure, provisional seizure, preservation, or provisional disposition, or is subject to coercive collection.

(15) Total number of stock acquisition rights to be granted

1,486*

*Please note, however, that the total number of Stock Acquisition Rights set forth above represents the Company's current plan. If the number of subscriptions is less than the number specified above, the actual number of Stock Acquisition Rights to be allotted may be adjusted based on the number of subscriptions received, both in total and for each group referred to in Section 2 above.

(16) Granting date of Stock Acquisition Rights

September 15, 2026

In granting the subject Stock Acquisition Rights, we do not issue any security that embodies such rights.

<Reference>

1. Date of the Board of Directors' resolution approving the submission of the proposal to the Ordinary General Meeting of Shareholders: May 20, 2026.
2. The date of approval at the Ordinary General Meeting of Shareholders: June 25, 2026.

(end)

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