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## Press Release

### Regarding matters concerning controlling shareholders, etc.

**Tokyo, June 30, 2025** --- NEC Capital Solutions Limited (hereinafter, “the Company”) announces that the matters concerning the controlling shareholders, etc., of the Company are as described below.

1. Trade names, etc., of the parent company, controlling shareholders (excludes the parent company), and other affiliated companies

(as of June 30, 2025)

Name	Attribute	Percentage of voting rights held (%) (Note)	Financial instruments exchanges where issued share certificates are publicly listed
SBI Shinsei Bank, Limited	Other Affiliated Company	43.48%	—

(Note) “Percentage of voting rights held” is calculated by using as the denominator the number of voting rights (215,436 units) pertaining to the number of shares resulting (21,543,699 shares) from deducting the sum of the number of treasury shares (793 shares) held as of September 30, 2024 as stated in the “Semi-Annual Report” announced by the Company on November 7, 2024, and the number of treasury shares acquired by the Company pursuant to the request for purchase of shares of shares less than one unit (46 shares), from the total number of issued shares as of March 31, 2025 (21,544,538 shares) stated in the “Consolidated Financial Results for the Fiscal Year Ended March 31, 2025 Japanese GAAP” announced by the Company on April 25, 2025, and rounding to the nearest one-thousandth.

Please refer to “Notice Regarding the Results of the Tender Offer for the Company Shares by SBI Shinsei Bank, Limited and Changes in the Major Shareholder” released on June 24, 2025.

<https://pdf.irpocket.com/C8793/OtX6/MISh/TBzJ.pdf>

2. Of the parent company, etc., the names of companies that are considered to have the highest impact on the listed company, and the reason for this

(Name) SBI Shinsei Bank, Limited (hereinafter, “SBI Shinsei Bank”)

(Reason) SBI Shinsei Bank falls applicable as “other affiliated company,” holds 43.48% of the voting rights of the Company.

3. Positioning of the listed company in the corporate group of the parent company, etc., and other relationships between the listed company and the parent company, etc.

#### (1) Relationship with the SBI Shinsei Bank

In conjunction with changes in major shareholders, etc. in October 2024, the Company has changed from an equity-method affiliate of NEC Corporation to an equity-method affiliate of SBI Shinsei Bank, Limited (“SBI Shinsei Bank”). SBI Shinsei Bank falls under the category of “other associated companies,” as it owns 43.48% of the Company’s shares. The Company has entered into a business partnership agreement with SBI

Shinsei Bank and Showa Leasing Co., Ltd., a group company of SBI Shinsei Bank, with the aim of strengthening its existing business and creating new business opportunities through close business cooperation and personnel interactions as well as maximum utilization of the SBI Group's customer base, financial ecosystem, and pioneering functions.

The Company has transactions with SBI Shinsei Bank, such as borrowing money for business, as it is the Company's main bank. However, such transactions are conducted appropriately and fairly so as not to harm the independence and interests of the Company, and they are subject to the same terms and conditions as other borrowings, being based on interest rate trends and other market circumstances. Furthermore, the Company procures funds in various ways, with no dependence on specific financial institutions or methods, and no restrictions, etc. are imposed by SBI Shinsei Bank.

It should be noted that of the 13 officers of the Company, the following four are employees of SBI Shinsei Bank; however, such situations do not cause hindrance to independent management decision-making of the Company, and it is thought that a certain level of independence from SBI Shinsei Bank has been secured in relation to the operation of the Company's business.

(as of June 30, 2025)

Current title in the Company	Name	Title at SBI Shinsei Bank	Reason for Appointment
Outside Director	Tsukasa Makizumi	Senior Managing Executive Officer, Head of Credit Risk Management	Mr. Tsukasa Makizumi has long been engaged in examination, etc. at financial institutions and has abundant experience and deep insight in risk management for overall corporate business as well as corporate examination. He has been carrying out activities to ensure adequacy and appropriateness of the decision-making of the Board of Directors of the Company by, for example, expressing opinions from his objective standpoint as Outside Director. We propose that Mr. Makizumi be elected as Outside Director as we expect him to continue with such activities utilizing his insight and experience.
Outside Director	Kojiro Taima	Managing Executive Officer, in charge of Group Legal and Compliance	Mr. Kojiro Taima has been engaged in sales at The Long-Term Credit Bank of Japan, Ltd. (currently SBI Shinsei Bank, Ltd.) as well as legal affairs and compliance at The Long-Term Credit Bank of Japan, Ltd. and a group company and has abundant experience and deep insight in the fields. He has been carrying out activities to ensure adequacy

			and appropriateness of the decision making of the Board of Directors of the Company by, for example, expressing opinions from his objective standpoint as Outside Director. We propose that Mr. Taima be elected as Outside Director as we expect him to continue with such activities utilizing his insight and experience.
Outside Corporate Auditors	Toshiyuki Ito	Associate General Manager, Group Institutional Business Planning Division	Mr. Toshiyuki Ito has been responsible for financial corporate strategy after having been engaged mainly in sales at The Long Term Credit Bank of Japan, Ltd. (currently SBI Shinsei Bank, Ltd.) and has abundant experience and deep insight in finance. He has also been in charge of management of the group companies of SBI Shinsei Bank, Ltd. We propose that Mr. Ito be elected as Outside Company Auditor as we have determined that he will conduct audit leveraging his experience and expertise from a professional standpoint.
Outside Corporate Auditors	Masaru Akatsuka	General Manager, Group Corporate Planning Division	Mr. Masaru Akatsuka has been engaged in business management and the Group corporate strategy at The Long-Term Credit Bank of Japan, Ltd. (currently SBI Shinsei Bank, Ltd.) and has abundant experience and deep insight in the fields of accounting and finance. We propose that Mr. Akatsuka be elected as Outside Company Auditor as we have determined that he will conduct audit leveraging his experience and expertise from a professional standpoint.

4. Matters relating to transactions with controlling shareholders, etc.

Consolidated fiscal year ended March 2025 (from April 1, 2024 to March 31, 2025)

Type	Name or Company Name, etc.	Address	Capital or Investment (Million Yen)	Business Content or Occupation	Holding (Ownership) Ratio of Voting Rights, etc. (%)	Relationship with the Party Concerned	Transaction Content	Transaction Amount (Million Yen)	Item	Balance at End of Period (Million Yen)
Other Affiliated Company	SBI Shinsei Bank, Limited	Chuo-ku, Tokyo	140,000	banking business	(Owned) Directly 33.3	borrowing money for business	Borrowing of funds	110,485	Short-term borrowings	41,250
							Interest payments	517	Long-term borrowings	50,250
							Commission payment	266		

5. Performance status of measures to protect minority shareholders in the performance of transactions, etc., with controlling shareholders

The Company does not have a controlling shareholder; however, all transactions including controlling shareholders, etc., are performed appropriately and fairly, in a manner that does not harm our independence or profits. Transactions with SBI Shinsei Bank are conducted under the same conditions as other general transactions based on market conditions.

From the perspective of protecting the interests of minority shareholders, three out of the nine directors are independent outside directors. Additionally, a voluntary nomination and compensation committee has been established, which is composed of a majority of these independent outside directors.

Contact Information:

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