



July 15, 2015

To whom it may concern,

Company Name: Resona Holdings, Inc.
President and Representative Executive Officer: Kazuhiro Higashi
(Code No.: 8308, 1st Section of the Tokyo Stock Exchange)

On the Acquisition and Cancellation of Class Four Preferred Shares

Resona Holdings, Inc. (“Resona Holdings”) decided today that all of the Class Four Preferred Shares will be acquired, based on the provision of Article 19, paragraph 1 of Resona Holding’s articles of incorporation, and cancelled, based on the provisions of Article 178 of the Companies Act, subject to their acquisition, as follows.

By this acquisition and cancellation, Resona Holdings will complete its review of its existing equity capital structures through the de facto capital exchange between bond-type preferred shares that are not allowed to be included in a common equity Tier 1 ratio and ordinary shares (for details, please refer to “Full Repayment of Public Funds and Formulation of New Medium-term Management Plan - Aiming at Becoming No. 1 Retail Bank” and “Disposition of Treasury Shares through the Third-Party Allotment of Shares” issued on February 27, 2015).

Note

1. Details of acquisition

(1) Class of shares to be acquired:	Class Four Preferred Shares
(2) Total number of shares to be acquired:	2,520,000 shares
(3) Amount of the acquisition price of the shares:	25,331.74 yen per share (*1) (*2)
(4) Total amount of the acquisition price of the shares:	63,835,984,800 yen
(5) Counterparty in the acquisition:	Shinkin Trust Bank, Ltd.
(6) Acquisition date:	Friday, July 31, 2015

(*1) The amount equal to 25,000 yen plus 331.74 yen, which is the amount equivalent to the accrued dividends of surplus (the amount of the preferred dividends prorated for the period from the first day of the business year in which the acquisition takes place through the day of acquisition (including such first day and the day of acquisition))

(*2) Fractions of less than 0.01 yen will be rounded up.

2. Details of cancellation

(1) Class of shares to be cancelled:	Class Four Preferred Shares
(2) Total number of shares to be cancelled:	2,520,000 shares (all of the Class Four Preferred Shares that Resona Holdings will acquire based on 1. above)
(3) Effective date:	Friday, July 31, 2015
(4) The cancellation is on the condition that Resona Holdings acquires all of the Class Four Preferred Shares based on 1. above.	

End