



October 31, 2016

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

### **On the Acquisition and Cancellation of Class Six Preferred Shares**

Resona Holdings, Inc. ("Resona Holdings") decided today that all of the Class Six Preferred Shares will be acquired, based on the provision of Article 16, paragraph 2 of Resona Holdings' articles of incorporation, and cancelled, based on the provisions of Article 178 of the Companies Act, subject to their acquisition, as follows.

#### 1. Details of acquisition

(1) Class of shares to be acquired:	Class Six Preferred Shares
(2) Total number of shares to be acquired:	3,000,000 shares
(3) Amount of the acquisition price of the shares:	25,235.64 yen per share (*1) (*2)
(4) Total amount of the acquisition price of the shares:	75,706,920,000 yen
(5) Counterparties in the acquisition:	Nippon Life Insurance Company: 2,000,000 shares, Meiji Yasuda Life Insurance Company: 800,000 shares, Daido Life Insurance Company: 200,000 shares
(6) Acquisition date:	Thursday, December 8, 2016

(\*1) The amount equal to 25,000 yen plus 235.64 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) after deduction of 618.75 yen which is the amount of the preferred interim dividends).

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

#### 2. Details of cancellation

(1) Class of shares to be cancelled:	Class Six Preferred Shares
(2) Total number of shares to be cancelled:	3,000,000 shares (all of the Class Six Preferred Shares that Resona Holdings will acquire based on 1. above)
(3) Effective date:	Thursday, December 8, 2016
(4) The cancellation is on the condition that Resona Holdings acquires all of the Class Six Preferred Shares based on 1. above.	

End