

For Immediate Release

Company Name: Shinsei Bank, Limited  
Name of Representative: Hideyuki Kudo  
President and CEO  
(Code: 8303, TSE First Section)

This is English translation of the Japanese version for reference. If there are any discrepancies between English and Japanese versions, please refer to the Japanese version.

## **Notice on Shelf Registration Statement regarding the Allotment of Share Subscription Rights without Contribution**

Tokyo (September 22, 2021) --- Shinsei Bank, Limited (hereinafter, "Shinsei Bank" or the "Bank") announced that it filed a shelf registration statement regarding the allotment of Class A Share Subscription Rights without contribution based on the resolution of the Board of Directors of the Bank held on September 17, 2021 which introduced takeover defense measures subject to obtaining shareholders' support.

### Notice

#### 1. Purpose of Shelf Registration

On September 10, 2021, SBI Regional Bank Holdings Co., Ltd., a wholly-owned subsidiary of SBI Holdings Co., Ltd., announced a commencement of TOB for the shares of Shinsei Bank without any notice or discussion with the Bank. In response, to ensure that the TOB does not hinder the maximization of the bank's corporate value or the common interests of its shareholders, the Bank introduced the Plan\* pursuant to a resolution of the Board of Directors on September 17, 2021 to ensure that shareholders have the time to make appropriate decisions about how the TOB could affect the bank's corporate value. The allotment of Class A Share Subscription Rights without contribution, which is subject to the recent issue registration, constitutes a part of the Plan.

For details of the Plan, please refer to the Bank's press release "Notice Regarding the Introduction of Takeover Defense Measures subject to Confirmation of Shareholders' Support after the commencement of the TOB for Shinsei Bank's shares by SBI Regional Bank Holdings Co., Ltd." announced on September 17, 2021.

#### 2. Types of Securities to be Offered

Class A share Subscription Rights

#### 3. Scheduled Issue Period

From the planned effective date of the shelf registration until one (1) year after that date  
(From October 1, 2021 to September 30, 2022)

#### 4. Scheduled Issue Method

Allotment to shareholders without contribution who are listed or recorded on the final shareholder register as of the record date, October 13, 2021 (Wednesday)

#### 5. Scheduled Issue Amount (If all subscription rights are exercised)

220,000,000 yen

( This consist of the total of the issue price of Class A Share Subscription Rights (0 yen) plus the total amount to be paid upon exercising Class A Share Subscription Rights (maximum estimated amount))

\*The details of the Plan are outlined in Shinsei Bank's press release published on September 17, 2021 titled "Notice of the Introduction of Takeover Defense Measures subject to Confirmation of Shareholders' Support after the Commencement of the TOB for Shinsei Bank's Shares by SBI Regional Bank Holdings Co., Ltd.".

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*services to both institutional and individual customers. The Bank has a network of outlets throughout Japan and is committed in its pursuit of uncompromising levels of integrity and transparency in all of its activities in order to earn the trust of its customers, staff and shareholders. The Bank is committed to delivering long-term profit growth and increasing value for all its stakeholders. News and other information about Shinsei Bank is available at <https://www.shinseibank.com/corporate/en/index.html>*

For further information, please contact:  
Group Investor Relations & Corporate Communications Division  
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