



Resona Holdings, Inc.
Kansai Mirai Financial Group, Inc.
The Minato Bank, Ltd.
Kansai Urban Banking Corporation
The Kinki Osaka Bank, Ltd.

Notice concerning the Incorporation of “Kansai Mirai Financial Group, Inc.”

Tokyo, November 14, 2017

Regarding the “Notice concerning a Business Integration between The Minato Bank, Ltd., Kansai Urban Banking Corporation and The Kinki Osaka Bank, Ltd.” announced as of September 26, 2017 by Resona Holdings, Inc. (“Resona Holdings”), Sumitomo Mitsui Financial Group, Inc., The Minato Bank, Ltd. (“Minato”), Kansai Urban Banking Corporation (“Kansai Urban”) and The Kinki Osaka Bank, Ltd. (“Kinki Osaka”) (including the partial amendment announced as of October 13, 2017; the “Business Integration Press Release”), Resona Holdings hereby announces that it obtained the requisite approval under the Banking Act, such as applying for the authorization to incorporate a holding company that has a bank as a subsidiary company (Article 52-17, paragraph 1 of the Banking Act), on November 10, 2017; and it has completed the procedures for incorporation of Kansai Mirai Financial Group, Inc. (“Kansai Mirai Financial Group”) today, as specified below.

Resona Holdings, Kansai Mirai Financial Group, Minato, Kansai Urban and Kinki Osaka will continue to proceed with preparations for completion of the business integration of Minato, Kansai Urban and Kinki Osaka under Kansai Mirai Financial Group, which is scheduled for April 1, 2018 (the “Business Integration”).

1. Summary of Kansai Mirai Financial Group

Corporate Name	Kansai Mirai Financial Group, Inc.
Location of Head Office	2-1, Bingomachi 2 chome, Chuo-ku, Osaka-shi
Representative	Tetsuya Kan, Representative Director and Executive President (Director and Representative Executive Officer of Resona Holdings)
Description of Business	The purposes of the company shall be to engage in the following business as a bank holding company: 1. Management of the bank holding company group to which the company belongs and any business incidental or related thereto. 2. Any business that a bank holding company is permitted to conduct under the Banking Act, in addition to the business set forth in the foregoing item.
Number of Issued Shares	530,675 shares
Number of Total Issuable Shares	251,238,488 shares
Institutional Design	In addition to directors, a board of directors, and general shareholders’ meetings, an audit and supervisory committee and an accounting auditor are established.
Capital Stock	250,000,993 yen
Capital Reserves	250,000,992 yen
Date of Incorporation	November 14, 2017

Major Shareholders and Shareholding Ratio	Resona Holdings, Inc. 100%	
Relationship with Resona Holdings	Capital Relationship	A company fully contributed to by Resona Holdings.
	Personnel Relationship	Three directors of Resona Holdings concurrently serve as the directors of Kansai Mirai Financial Group.
	Transaction Relationship	N/A

2. The Board of Directors of Kansai Mirai Financial Group (as of November 14, 2017)

(1) Directors (other than directors who are audit and supervisory committee members)

Representative Director	Tetsuya Kan
Director	Toshiki Hara

(2) Directors (the directors who are audit and supervisory committee members)

Director	Kaoru Isono
Director (outside director)	Hiroataka Ezoe
Director (outside director)	Shinsuke Murakami

3. Expected Material Changes of Status

Regarding expected material changes of status, please refer to “II.2.” in the Business Integration Press Release. Although the summary of Kansai Mirai Financial Group after the Business Integration has been announced in “V.1.” in the Business Integration Press Release, further details will be announced once they have been determined.

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