

To our shareholders

We would first like to express our appreciation for the gracious support all Kintetsu Group shareholders have shown for our business operations.

Having finalized the results for the 114th term (from April 1, 2024 to March 31, 2025), we would like to convene the 114th Ordinary General Meeting of Shareholders. This notice cordially invites you to attend that annual event.

This term saw revenue increase in all businesses, ensuring a higher level of consolidated operating revenue than the previous term. However, as a result of decreased profits in the International Logistics business and other businesses, operating profit, ordinary profit and profit attributable to owners of parent declined compared to the previous term.

After taking into total consideration our business performance, financial position and other factors over this term, we decided on year-end dividend of 25 yen per share, which when combined with the interim dividend of 25 yen provides total annual dividends of 50 yen per share.

Furthermore, to maintain our position as a trusted and chosen corporate group by customers, local communities, shareholders, business partners, employees and the entire range of stakeholders now and into the future, the Kintetsu Group set out the target direction to which we aspire, based on which we framed our ideal vision for 10 years hence in the Long-Term Vision 2035 and developed the Medium-Term Management Plan 2028, defining the targets and measures by backcasting from that long-term vision.

We will steadily implement initiatives based on the Management Plan to improve both corporate and shareholder value, and humbly ask for the continued support that you, our shareholders, provide in order to turn this ambition into reality.



Takashi Tsuji
Chairman of the Board
(Representative Director)



Takashi Wakai
President
(Representative Director)

May 29, 2025

To our shareholders:

Takashi Wakai

Representative Director and President

Kintetsu Group Holdings Co., Ltd.

6-1-55, Uehommachi, Tennoji-ku, Osaka-shi, Osaka, Japan

NOTICE OF THE 114TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 114th Ordinary General Meeting of Shareholders of Kintetsu Group Holdings Co., Ltd. (the “Company”), which will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via electronic means (such as the Internet). Please review the Reference Documents for the General Meeting of Shareholders (from page 8 to page 20) and the Information on Exercise Method of Voting Rights (on page 6 and page 7) and exercise your voting rights by 6:00 p.m. on Thursday, June 19, 2025 (Japan Standard Time).

Meeting Details

1. **Date and Time:** Friday, June 20, 2025 at 10:00 a.m. (Japan Standard Time)
2. **Venue:** 6-1-55, Uehommachi, Tennoji-ku, Osaka-shi, Osaka, Japan
Sheraton Miyako Hotel Osaka, 4F “Naniwa”
3. **Purposes:**
 - Items to be reported:**

Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 114th Term (from April 1, 2024 to March 31, 2025), as well as the audit reports of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 - Items to be resolved:**
 - Proposal 1:** Dividends of surplus
 - Proposal 2:** Election of twelve (12) Directors
 - Proposal 3:** Election of one (1) Audit & Supervisory Board Member

4. Items concerning measures for electronic provision

The Company takes measures for providing in electronic format information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in accordance with the provisions of laws and regulations and Article 16, paragraph 1 of the Articles of Incorporation of the Company. Items concerning measures for electronic provision are as follows.

Internet address of materials for which measures for electronic provision are taken

The Company's website:

<https://www.kintetsu-g-hd.co.jp/ir/kabunushi/index.html> (in Japanese)

Website for posted informational materials for the General Meeting of Shareholders

<https://d.sokai.jp/9041/teiji/> (in Japanese)

5. Other

- a. Of the items concerning measures for electronic provision, the following items are not stated in the paper-based documents to be delivered to shareholders in accordance with the provisions of laws and regulations and Article 16, paragraph 2 of the Articles of Incorporation of the Company.
 - (i) "System Necessary to Ensure the Properness of Operations" and "Basic Policy, etc. Regarding the Persons Who Control Decisions on Financial and Management Policies" in the Business Report
 - (ii) "Consolidated Statements of Changes in Equity" and "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statements
 - (iii) "Non-Consolidated Statements of Changes in Equity" and "Notes to the Non-Consolidated Financial Statements" in the Non-Consolidated Financial StatementsAccordingly, the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements included in the paper-based documents to be delivered to shareholders are part of the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements that were audited by the Audit & Supervisory Board Members and the Accounting Auditor when preparing their audit report and financial audit report, respectively.
- b. Cases in which you do not indicate your approval or disapproval for each of the proposals on the Voting Rights Exercise Form when exercising your voting rights in writing will be treated as you having indicated your approval for that particular proposal.
- c. If you exercise your voting rights both in writing and via electronic means, the voting via the electronic means shall be deemed valid. If you exercise your voting rights more than once via electronic means, the last exercise of voting rights shall be deemed valid.
- d. Upon request, we will send a Voting Rights Exercise Form to shareholders who have received the notice of convocation via electronic means.

-
- Shareholders attending the meeting in person are requested to submit the Voting Rights Exercise Form to the reception desk at the site of the meeting. Please also bring this notice of convocation when you attend.
 - If a proxy is to exercise voting rights, one other shareholder who has voting rights may attend the meeting as a proxy. However, written proof of proxy authority must be submitted.

- If any revisions are made to the items concerning measures for electronic provision, the revised versions will be posted on the aforementioned websites.

Information on System for Providing Informational Materials for General Meetings of Shareholders in Electronic Format

Following revisions to the Companies Act, a system for providing informational materials for general meetings of shareholders in electronic format (meaning statutory reference documents for a general meeting of shareholders, etc.) was introduced and became compulsory for listed companies.

This system allows informational materials for General Meetings of Shareholders to be provided to shareholders by posting them on our own homepage or other websites and notifying shareholders of the website address and other relevant information in writing.

Under this system, it will be sufficient to deliver to shareholders a simple paper-based notice of convocation (a notice indicating that the informational materials for the general meeting of shareholders are available on a website, the address of said website, etc.). Shareholders who wish to receive paper-based informational materials for the general meeting of shareholders must complete the procedure for “requesting delivery of paper-based documents” via the securities company at which they have an account, or via the administrator of the register of shareholders, before the record date of the general meeting of shareholders.

However, considering the convenience of shareholders, the Company provides informational materials for the general meeting of shareholders and forms for the exercise of voting rights on paper, irrespective of whether “requesting delivery of paper-based documents” has been made.

Furthermore, when this approach is brought to an end and is replaced by an arrangement in which paper-based documents are provided only to shareholders who have completed the procedure for “requesting delivery of paper-based documents,” the Company will inform shareholders in advance.

Information on Receiving the Notice of Convocation by Email

You may receive the notice of convocation by email instead of in writing. Shareholders who wish to exercise their voting rights at the next and subsequent General Meeting of Shareholders are requested to access the Website for Exercising Voting Rights (<https://evote.tr.mufig.jp/> (in Japanese)) and follow the instructions on the page 7 to log in and complete the necessary procedures.

Information on Exercise Method of Voting Rights

You may exercise your voting rights by one of the following three methods.

When you exercise your voting rights in writing:

Please indicate your approval or disapproval of each of the proposals on the Voting Rights Exercise Form and send the Exercise Form to us by return mail no later than the deadline below.

Deadline Thursday, June 19, 2025 at 6:00 p.m. (Japan Standard Time)

When you exercise your voting rights via the Internet:

Please see below and the following page.

Deadline Thursday, June 19, 2025 at 6:00 p.m. (Japan Standard Time)

When you attend the General Meeting of Shareholders in person:

Shareholders who have the Voting Rights Exercise Form are requested to submit it to the reception desk at the site of the General Meeting of Shareholders.

Date of the Ordinary General Meeting of Shareholders

Friday, June 20, 2025 at 10:00 a.m. (Japan Standard Time)

Cases in which you do not indicate your approval or disapproval for each of the proposals on the Voting Rights Exercise Form when exercising your voting rights in writing (by postal mail) will be treated as you having indicated your approval for that particular proposal.

Information on Exercise of Voting Rights via the Internet

- Shareholders can exercise their voting rights only by indicating approval or disapproval of each of the proposals on the voting rights exercise site designated by the Company (<https://evote.tr.mufg.jp/> (in Japanese)) no later than the deadline. (However, please note that you cannot exercise your voting rights via the Internet on the designated website between the hours of 2:30 a.m. and 4:30 a.m.)
- If you exercise your voting rights both in writing and via electronic means, including the Internet, the voting via the electronic means shall be deemed valid. If you exercise your voting rights more than once via electronic means, the last exercise of voting rights shall be deemed valid.
- Shareholders are cordially requested to exercise their voting rights as early as possible to facilitate the counting of votes.
- Please call the Help Desk as mentioned in the following page with any inquiries or questions.

Institutional investors may use the platform for electronic exercise of voting rights, operated by ICJ, Inc.

How to scan the QR code

You can log in to the Website for Exercising Voting Rights by scanning the QR code without entering your login ID and temporary password.

- 1 Please scan the QR code provided at the right of the Voting Rights Exercise Form by using a smartphone.
* “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
- 2 Please enter your approval or disapproval of each of the proposals in accordance with the instructions on the screen.

How to enter login ID and temporary password

Website for Exercising Voting Rights: <https://evote.tr.mufig.jp/> (in Japanese)

- 1 Please access the Website for Exercising Voting Rights via PC or smartphone.
- 2 Please log in by entering the “login ID and temporary password” indicated on the Voting Rights Exercise Form (or in the convocation notice delivered by email) and clicking on “Log in.”
- 3 Please enter your approval or disapproval of each of the proposals in accordance with the instructions on the screen.

Notes

- Please note that, depending on your Internet settings, you may not be able to exercise your voting rights via PC or smartphone on the designated website for the exercise of voting rights if you are connecting through a firewall or anti-virus software, if you are not using TLS encryption, or if you are using a proxy server.
- All costs associated with accessing the website for the exercise of voting rights (cost of Internet connections etc.) are to be borne by the shareholder.

If you have any inquiries about the operation of a PC or a smartphone regarding the exercise of voting rights via the Internet, contact the following:
--

Mitsubishi UFJ Trust and Banking Corporation Transfer Agent Department (Help Desk)

Phone: 0120-173-027 (toll free only within Japan; 9:00 a.m. to 9:00 p.m. (Japan Standard Time))

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Documents

Proposal 1: Dividends of surplus

The Company makes it a basic policy to maintain stable dividend payments while we strive to strengthen our management base and financial position. After taking into total consideration our business performance, financial position and other factors this term based on that policy, while finding ourselves in a business environment that does not allow for optimism, we propose to pay a year-end dividend as follows.

Going forward, we will return profits to shareholders in line with medium- and long-term growth, not limited to single-year fluctuations in profits, in addition to stable dividends by introducing a progressive dividend policy with a minimum Dividend on Equity (DOE) of 2.0%.

1. Type of dividend property

Cash

2. Allocation of dividend property to shareholders and the total amount thereof

25 yen per common share of the Company

Total amount of dividends: 4,761,787,125 yen

3. Effective date of dividends of surplus

June 23, 2025

If this proposal is approved as originally proposed, the annual dividends for this term will be 50 yen per share, including the interim dividend of 25 yen per share.

Proposal 2: Election of twelve (12) Directors

The term of office of all twelve (12) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of twelve (12) Directors.

The candidates for Directors are as follows:

Candidate No.	Name		Position and responsibilities currently held in the Company	Attendance to Board meetings during the 114th term
1.	Takashi Tsuji	Reappointment	Chairman of the Board	11/11
2.	Takashi Wakai	Reappointment	President	11/11
3.	Tetsuya Kobayashi	Reappointment	Director, Executive Advisor	11/11
4.	Nobu Hayashi	Reappointment	Director, Senior Managing Executive Officer Secretarial Div. Human Resources Div.	11/11
5.	Hiroyuki Kasamatsu	Reappointment	Director, Managing Executive Officer Accounting Div.	11/11
6.	Naoyoshi Ueda	Reappointment	Director, Managing Executive Officer Corporate Strategy and Planning Div.	9/9
7.	Toshiko Katayama	Reappointment External Independent Officer	Director	11/11
8.	Takashi Nagaoka	Reappointment External Independent Officer	Director	11/11
9.	Yuji Mikasa	Reappointment External Independent Officer	Director	11/11
10.	Akimasa Yoneda	New candidate	—	—
11.	Takahiro Sugaura	New candidate	—	—
12.	Kosuke Takahashi	New candidate External Independent Officer	—	—

- The attendance of Naoyoshi Ueda to Board meetings includes only Board meetings held after he assumed office of Director on June 21, 2024.

Candidate No. Name (Date of birth)
 No. 1. Takashi Tsuji (August 26, 1957)



Career history and position

April 1982	Joined the Company
January 2015	Officer, Kintetsu Division Preparation Company (currently Kintetsu Railway Co., Ltd.)
June 2016	Director, Managing Executive Officer, Kintetsu Railway Co., Ltd.
June 2019	Director, the Company
June 2019	President, Kintetsu Railway Co., Ltd.
June 2021	Group Officer, the Company
June 2023	President, the Company
June 2024	Chairman of the Board, the Company (present position)

**Number of shares of the Company
held:**
 12,655 shares

Reasons for selection as a candidate for Director

Takashi Tsuji has engaged in corporate management of the Company as well as Group companies. After serving as President of the Company, he currently supervises the Group's overall management as Chairman of the Board of the Company. We believe that Takashi Tsuji is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Candidate No. Name (Date of birth)
 No. 2. Takashi Wakai (May 30, 1959)



Career history and position

April 1983	Joined the Company
June 2013	Officer, Kintetsu Real Estate Co., Ltd.
April 2015	Director, Kintetsu Real Estate Co., Ltd.
June 2016	Director, Managing Executive Officer, the Company
June 2021	Director, Senior Managing Executive Officer, the Company
June 2024	President, the Company (present position)

**Number of shares of the Company
held:**
 10,106 shares

Reasons for selection as a candidate for Director

Takashi Wakai has engaged in corporate strategy and accounting of the Company as well as Group companies, and currently serves the Group's management as President of the Company. We believe that Takashi Wakai is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Name (Date of birth)

No. 3. Tetsuya Kobayashi (November 27, 1943)



Career history and position

April 1968	Joined the Company
June 2001	Director, the Company
June 2003	Managing Director, the Company
June 2005	Senior Executive Director, the Company
June 2007	President, the Company
April 2015	Chairman of the Board, the Company
June 2020	Chairman of the Board and Group CEO, the Company
June 2023	Chairman of the Board, the Company
June 2024	Director, Executive Advisor, the Company (present position)

held:

28,889 shares

Reasons for selection as a candidate for Director

Tetsuya Kobayashi has abundant experience, including the many years he has been responsible for the Group's management as President and Chairman of the Board of the Company. We believe that Tetsuya Kobayashi is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Name (Date of birth)

No. 4. **Nobu Hayashi** (November 30, 1960)



Career history and position

April 1984	Joined the Company
June 2013	Director, AD KINTETSU CO., LTD.
June 2016	Managing Director, AD KINTETSU CO., LTD.
November 2017	Director, Kintetsu Bus Co., Ltd.
June 2018	Officer, the Company
June 2021	Director, Managing Executive Officer, the Company
June 2024	Director, Senior Managing Executive Officer, the Company (present position)

held:

10.035 shares

Responsibilities

Secretarial Div.
Human Resources Div.

Reasons for selection as a candidate for Director

Nobu Hayashi has engaged in the secretarial and personnel operations of the Company and advertising and other businesses of the Group companies and currently supervises secretarial and personnel operations as Director of the Company. We believe that Nobu Hayashi is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Candidate No.

Name (Date of birth)

No. 5. **Hiroyuki Kasamatsu** (March 4, 1964)



Number of shares of the Company held:

2,503 shares

Career history and position

April 1987	Joined the Company
May 2015	Deputy General Manager, Accounting and Finance Headquarters, Kintetsu Department Store Co., Ltd.
June 2016	General Manager, Corporate Strategy Div., the Company
June 2017	Officer, Kintetsu World Express, Inc.
April 2021	Managing Officer, Kintetsu World Express, Inc.
June 2023	Director, Managing Executive Officer, the Company (present position)

Responsibilities

Accounting Div.

Reasons for selection as a candidate for Director

Hiroyuki Kasamatsu has engaged in accounting, business administration and other operations of the Company as well as several listed Group companies, and currently supervises accounting as Director of the Company. We believe that Hiroyuki Kasamatsu is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Candidate No.

Name (Date of birth)

No. 6. **Naoyoshi Ueda** (February 13, 1964)



Number of shares of the Company held:

3,200 shares

Career history and position

April 1987	Joined the Company
May 2015	Officer, Kintetsu Department Store Co., Ltd.
May 2019	Managing Executive Officer, Kintetsu Department Store Co., Ltd.
May 2020	President, Kinsho Store Co., Ltd.
June 2024	Director, Managing Executive Officer, the Company (present position)

Responsibilities

Corporate Strategy and Planning Div.

Reasons for selection as a candidate for Director

Naoyoshi Ueda has been involved in the merchandise sales business of the Company as well as Group companies, and in corporate management of the Group companies, and currently supervises corporate strategy as Director of the Company. We believe that Naoyoshi Ueda is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Candidate No.

Name (Date of birth)

External Director
Independent Officer

No. 7.

Toshiko Katayama (June 3, 1953)



Career history and position

April 1988	Registered as an attorney at law
April 1993	Established Katayama Toshiko Law Office
July 2005	Established Katayama, Kuroki and Hiraizumi Law Office (currently Katayama, Hiraizumi and Kunugiza Law Office) (present position)
June 2020	Audit & Supervisory Board Member, the Company
June 2021	Director, the Company (present position)

Number of shares of the Company held:

0 shares

Important positions concurrently held

Attorney at law
Director, Sumitomo Life Insurance Company

Reasons for selection as a candidate for External Director

We believe that Toshiko Katayama has leveraged her extensive experience and deep insight both as an attorney at law and as an expert on consumer issues to perform her duties as External Director of the Company appropriately. She has had no involvement in company management other than as an External Director and an External Audit & Supervisory Board Member, but for the reasons given above she has been able to provide advice to the management of the Company from diverse perspectives, and we believe Toshiko Katayama to be qualified as External Director who will be able to perform duties appropriately.

Candidate No.

No. 8.

Name (Date of birth)

Takashi Nagaoka (March 3, 1954)

External Director

Independent Officer



Number of shares of the Company held:

0 shares

Career history and position

April 1976	Joined The Mitsubishi Bank, Ltd.
May 2006	Managing Executive Officer, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
June 2008	Managing Director, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
May 2010	Senior Managing Executive Officer, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
June 2011	Deputy President, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
May 2014	Retired as Deputy President, The Bank of Tokyo-Mitsubishi UFJ, Ltd.
June 2014	President and CEO, Mitsubishi UFJ Securities Holdings Co., Ltd. President and CEO, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. Member of the Board of Directors, Mitsubishi UFJ Financial Group, Inc.
June 2015	Member of the Board of Directors, Deputy Chairman, Mitsubishi UFJ Financial Group, Inc.
April 2018	Member of the Board of Directors, Chairman, Mitsubishi UFJ Securities Holdings Co., Ltd. Member of the Board of Directors, Mitsubishi UFJ Financial Group, Inc.
June 2018	Retired as Member of the Board of Directors, Mitsubishi UFJ Financial Group, Inc.
April 2022	Senior Advisor, Mitsubishi UFJ Securities Holdings Co., Ltd. (present position)
June 2022	Director, the Company (present position)

Important positions concurrently held

Senior Advisor, Mitsubishi UFJ Securities Holdings Co., Ltd.
Director, ELECOM CO., LTD.

Reasons for selection as a candidate for External Director

We believe that Takashi Nagaoka is adequate as External Director as he has extensive experience and deep insight developed over a long career as a business manager and understands the Company's businesses as well.

Candidate No.	Name (Date of birth)	External Director
No. 9.	Yuji Mikasa (September 7, 1963)	Independent Officer
	Career history and position	
	April 1986	Joined Nippon Life Insurance Company
	March 2017	Managing Executive Officer, Nippon Life Insurance Company
	July 2017	Director and Managing Executive Officer, Nippon Life Insurance Company
	March 2020	Director and Senior Managing Executive Officer, Nippon Life Insurance Company
	March 2022	Director and Executive Vice President, Nippon Life Insurance Company
	June 2023	Director, the Company (present position)
Number of shares of the Company held: 0 shares	April 2025	Director and Executive Vice Chairman, Nippon Life Insurance Company (present position)
	Important positions concurrently held	
	Director and Executive Vice Chairman, Nippon Life Insurance Company	
	Director, Aioi Nissay Dowa Insurance Co., Ltd.	
	Audit & Supervisory Board Member, Television Osaka, Inc.	
	Representative Director, Kansai Keizai Doyukai (Kansai Association of Corporate Executives)	

Reasons for selection as a candidate for External Director

We believe that Yuji Mikasa is adequate as External Director as he has extensive experience and deep insight developed over a long career as a business manager and understands the Company's businesses as well.

Candidate No.

Name (Date of birth)

New candidate

No. 10. Akimasa Yoneda (February 12, 1960)



Number of shares of the Company held:
4,423 shares

Career history

April 1982	Joined the Company
May 2004	Director, KINTETSU ENTERPRISES CO. OF AMERICA
September 2008	President, KINTETSU ENTERPRISES CO. OF AMERICA
June 2012	Director, Kintetsu Hotel Systems Inc. (currently Kintetsu Miyako Hotels International, Inc.)
April 2015	Managing Director, Kintetsu Hotel Systems Inc.
June 2016	Director, Managing Executive Officer, the Company
June 2019	Retired as Director, Managing Executive Officer, the Company
June 2019	Chief Executive Officer, KNT-CT Holdings Co., Ltd.
June 2023	Director (part-time), the Company
June 2024	Retired as Director (part-time), the Company
June 2024	Chairman of the Board, KNT-CT Holdings Co., Ltd. (present position)

Important positions concurrently held

Chairman of the Board, KNT-CT Holdings Co., Ltd.

Reasons for selection as a candidate for Director

Akimasa Yoneda has engaged in corporate management of the Company as well as domestic and overseas Group hotel companies. After serving as Chief Executive Officer of KNT-CT Holdings Co., Ltd., he supervises the management of the KNT-CT Holdings Group as Chairman of the Board of the company. We believe that Akimasa Yoneda is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.

Candidate No.	Name (Date of birth)	New candidate
No. 11.	Takahiro Sugaura (October 4, 1966)	
	Career history	
	April 1989	Joined the Company
	November 2011	General Manager, Rugby Operations
	April 2015	General Manager, Human Resources Div., the Company
	November 2021	President, KITANIPPON KANKO BUS CO., LTD.
Number of shares of the Company held:		June 2024 Director, Managing Executive Officer, Kintetsu Railway Co., Ltd. (present position)
2,000 shares		

Reasons for selection as a candidate for Director Takahiro Sugaura has engaged in personnel and other operations of the Company and in corporate management of the Group companies, and currently supervises operations relating to the revitalization of railside areas, planning of new businesses, etc. of Kintetsu Railway Co., Ltd. as Director, Managing Executive Officer. We believe that Takahiro Sugaura is a qualified candidate for Director after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.		
- Takahiro Sugaura is scheduled to retire as Director, Managing Executive Officer of Kintetsu Railway Co., Ltd. as of June 20, 2025.		

Candidate No.	Name (Date of birth)	New candidate
No. 12.	Kosuke Takahashi (July 12, 1961)	External Director Independent Officer
	Career history	
	April 1984	Joined Japan Development Bank
	June 2013	Audit & Supervisory Board Member (full-time), Development Bank of Japan Inc.
	February 2015	Managing Executive Officer, Development Bank of Japan Inc.
	June 2017	Retired as Managing Executive Officer, Development Bank of Japan Inc.
Number of shares of the Company held:		June 2017 Director and President, Solaseed Air Inc. (present position)
0 shares		October 2022 Director and President, RegionalPlus Wings Corp. (present position)
Important positions concurrently held		
Director and President, Solaseed Air Inc.		
Director and President, RegionalPlus Wings Corp.		

Reasons for selection as a candidate for External Director We believe that Kosuke Takahashi is adequate as External Director as he has extensive experience and deep insight developed over a long career as a business manager and understands the Company's businesses as well.		
---	--	--

Notes:

1. None of the candidates has any special interest in the Company.
2. Akimasa Yoneda, Takahiro Sugaura and Kosuke Takahashi are new candidates.
3. Toshiko Katayama, Takashi Nagaoka, Yuji Mikasa and Kosuke Takahashi are candidates for External Directors. The Company expects the External Directors to supervise overall management by their participation in decisions on important matters to be made at the Board of Directors meetings, and to provide advice on management policies and improvements. Toshiko Katayama, Takashi Nagaoka and Yuji Mikasa currently serve as External Directors of the Company. The term of office for Toshiko Katayama will be four years, the term of office for Takashi Nagaoka will be three years and the term of office for Yuji Mikasa will be two years at the conclusion of this General Meeting of Shareholders.
4. Yuji Mikasa has served as Director of Aioi Nissay Dowa Insurance Co., Ltd. since June 2020. The company received a business improvement order under the Insurance Business Act from the Financial Services Agency on December 26, 2023, regarding the adjustment of insurance premiums in a corporate insurance bidding, and received a cease and desist order and surcharge payment order under the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade from the Fair Trade Commission on October 31, 2024. The company also received a business improvement order under the Insurance Business Act from the Financial Services Agency on March 24, 2025, regarding the leakage of personal information. He was not aware of these facts in advance and had been providing suggestions as appropriate on legal compliance and internal control at the company prior to the discovery of these facts, striving to prevent improper business practices. After these facts were revealed, he has fulfilled his responsibilities by providing necessary suggestions and other means on matters such as strengthening internal control and formulating measures to prevent recurrence.
5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act and Article 28 of the Articles of Incorporation of the Company, the Company has entered into a contract with each of Toshiko Katayama, Takashi Nagaoka and Yuji Mikasa to limit their liabilities for damages under Article 423, paragraph (1) of the same Act. In accordance with the contract, the limit of liability shall be equivalent to the amount determined under laws and regulations. When the reappointment of each person is approved, the Company plans to extend the liability limitation contract with each of them. When the election of Kosuke Takahashi is approved, the Company plans to conclude the same contract with Kosuke Takahashi.
6. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers losses that the insured (including the Directors and Audit & Supervisory Board Members of the Company) may incur due to a claim for damages made against them arising from any action taken in the course of the execution of their duties as officer. If each candidate is elected as Director, they will be insured persons under the said insurance policy.
7. All of the candidates for External Directors were submitted to the Tokyo Stock Exchange on which the Company is listed as independent officers, as stipulated under the regulations of the Exchange.

Proposal 3: Election of one (1) Audit & Supervisory Board Member

Hitoshi Tada will resign as an Audit & Supervisory Board Member at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of one (1) Audit & Supervisory Board Member as substitute.

The Audit & Supervisory Board has given its consent to this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)		New candidate
Akihiko Matsumoto (September 16, 1960)		
	Career history and position	
	April 1984	Joined the Company
	January 2011	Officer, Kinki Nippon Tourist Co., Ltd.
	November 2011	General Manager, Administrative General Affairs Div., the Company
	September 2015	Officer, Kin-Ei Corp.
	April 2018	Director, Kin-Ei Corp.
	April 2022	Managing Executive Officer, Kin-Ei Corp.
Number of shares of the Company held:	June 2022	Director, Managing Executive Officer, the Company
	June 2024	Director, Senior Managing Executive Officer, the Company (present position)
4,300 shares		
Reasons for selection as a candidate for Audit & Supervisory Board Member		
Akihiko Matsumoto has engaged in general affairs, personnel affairs and other operations of the Company as well as several listed Group companies, and currently supervises general affairs and audit operations as Director of the Company. We believe that Akihiko Matsumoto is a qualified candidate for Audit & Supervisory Board Member after taking into account his knowledge, ability, personality, and other attributes in a comprehensive manner.		

Notes:

1. There is no special interest between Akihiko Matsumoto and the Company.
2. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers losses that the insured (including the Directors and Audit & Supervisory Board Members of the Company) may incur due to a claim for damages made against them arising from any action taken in the course of the execution of their duties as officer. If Akihiko Matsumoto is elected as Audit & Supervisory Board Member, he will be an insured person under the said insurance policy.

Reference:

Director and Audit & Supervisory Board Member Skill Matrix

The skills of each Director and Audit & Supervisory Board Member should Proposal 2 and Proposal 3 be approved and adopted as originally proposed are as follows.

Name	Management experience	Business experience	Marketing	IT/DX	Global	Finance/Accounting	Legal affairs	Human resource development/Diversity
Directors								
Takashi Tsuji	●	●						●
Takashi Wakai	●					●	●	
Akimasa Yoneda	●	●		●	●			
Tetsuya Kobayashi	●	●	●		●			
Nobu Hayashi		●	●					●
Hiroyuki Kasamatsu					●	●		
Naoyoshi Ueda	●	●	●	●				
Takahiro Sugaura	●	●	●					●
Toshiko Katayama			●				●	●
Takashi Nagaoka	●		●			●		
Yuji Mikasa			●	●	●	●		
Kosuke Takahashi	●	●	●			●		
Audit & Supervisory Board Members								
Akihiko Matsumoto							●	●
Tetsuo Nakamura				●		●		
Masahiro Maeda							●	●
Kazumi Suzuki						●		●
Michiko Inoue				●				●

*The above table does not detail all the knowledge, experience and capabilities that each Director and Audit & Supervisory Board Member possesses.

(Appendix)

Business Report

(From April 1, 2024 to March 31, 2025)

I Items Concerning Current Status of the Corporate Group

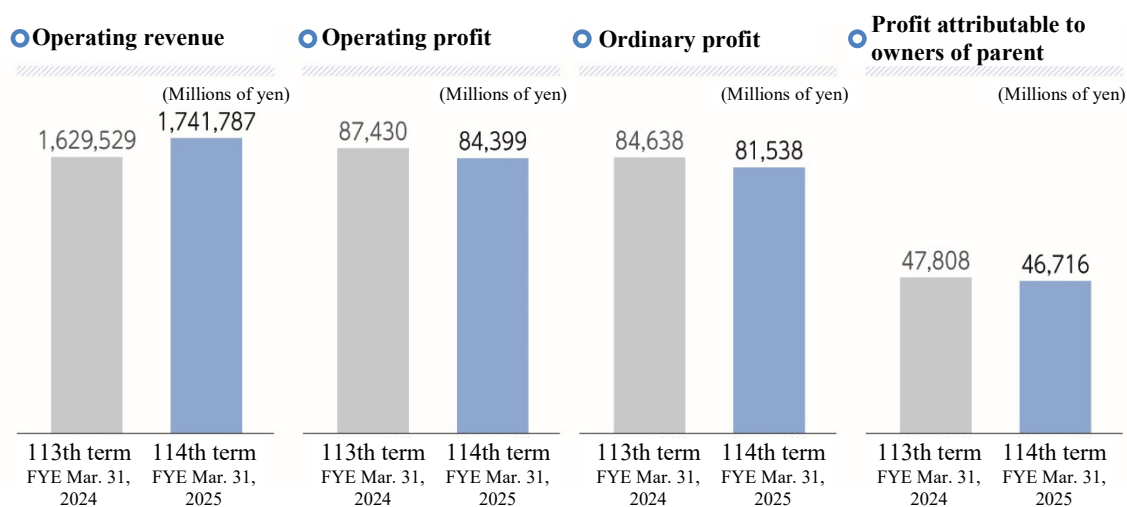
1. Progress and results of business and challenges ahead

(1) Progress and results of business

During the fiscal year under review, the global economy was driven by growth in the United States and some other regions. However, uncertainty persisted due to factors such as prolonged high resource prices, the economic slowdown in China, ongoing geopolitical risks in the Middle East and other regions, and uncertainty surrounding the policy trends under the new U.S. administration. The Japanese economy was also on a moderate recovery trend due to improvements in the employment and income environment and an increase in inbound tourism demand, but the outlook remained uncertain partially due to concerns such as continued labor shortages, rising prices, and fluctuations in financial and capital markets including exchange rates.

Under these circumstances, the Company group (the “Group”) worked to improve earnings in each business segment by capturing the recovering passenger demand, consumer demand, and expanding inbound tourism demand driven by the continued yen depreciation. The effect of the commuter pass fare revision contributed to revenue in our railway business of the Transportation business from the beginning of the period, while the International Logistics business benefited from increased cargo volume and higher sales prices. As a result, consolidated operating revenue increased 6.9% year-on-year to ¥1,741,787 million. However, soaring freight costs in the International Logistics business compressed profit margins. As a result, operating profit decreased 3.5% to ¥84,399 million, ordinary profit decreased 3.7% to ¥81,538 million, and profit attributable to owners of parent after deducting income taxes decreased 2.3% to ¥46,716 million.

The progress and results by business segment are as follows.



- * The Company has applied the “Accounting Standard for Current Income Taxes” (Accounting Standards Board of Japan (ASBJ) Statement No. 27), etc. starting from the 114th term and the profit attributable to owners of parent for the 113th term is the amount after retrospectively applying said accounting standard.

Transportation

In the Transportation business, railway business passenger traffic continued to recover and inbound tourism also increased. These developments combined with our active promotional campaigns, including “I’m a Nara Fan” and “Shima e Oinai [Let’s go to Shima]!,” have contributed to an increase in tourists and travelers to the Nara and Ise-Shima areas.



New 8A series general rolling stock

New general rolling stock introduced last October has a designated Yasashiba space to make traveling easier for passengers with baby strollers or large baggage. These rolling stock units consume approximately 45% less energy than conventional models. We have been working together with our customers to promote these and other environmentally-friendly measures.

Additionally, to pick up even more of the increasing inbound tourism demand, we launched a boarding service that allows customers to use contactless credit cards for payment. We also opened a bus terminal at the Osaka-Uehommachi Station in March of this year to capture demand for the Osaka-Kansai Expo.

Operating revenue for the fiscal year under review increased 5.3% year-on-year to ¥223,225 million, and operating profit increased 7.3% year-on-year to ¥34,664 million.

Real Estate

In the Real Estate business, we posted increased real estate sales revenue on strong condominium sales mainly in the Kansai region and growth in our resale business for pre-owned housing and related areas. Our real estate leasing business also saw higher revenue as office building vacancies have fallen. Furthermore, we have endeavored to create new business opportunities with investments in funds targeting the U.S. and Australian real estate as well as opening the outdoor experiential complex Shima Green Adventure.



Shima Green Adventure

Although operating revenue for the fiscal year under review increased 5.0% year-on-year to ¥165,359 million, operating profit decreased 8.3% year-on-year to ¥13,864 million on account of higher construction costs for condominiums, increases in property expenses and other expenditures across our business operations, and other factors.

International Logistics

In the International Logistics business, although revenue increased due to factors such as higher selling prices driven by rising freight rates stemming from increased demand for China-originating e-commerce cargo along with early signs of recovery in air freight volume, particularly for semiconductors and electronic components, competition intensified and shippers remained strongly intent on containing costs such that a time lag arose in incorporating these costs into sales prices. This resulted in a challenging environment in terms of profits continuing throughout the term.



International sea freight

Our logistics were significantly impacted by the decrease in demand in the United States, including sluggish handling of automotive products on account of stagnant sales volumes at major U.S. customers.

Operating revenue for the fiscal year under review increased 8.6% year-on-year to ¥796,941 million, and operating profit decreased 26.3% year-on-year to ¥12,967 million.

Merchandise Sales

As for the Merchandise Sales business, our department store business focused on achieving our aim of transforming our flagship Kintetsu Department Store Main Store Abeno Harukas into a comprehensive urban department store attracting many customers from a broad area extending throughout Japan and into other countries. Along with taking steps to enhance the store's premium brands, we have also expanded shops through franchising operations that we are strengthening as one of the measures to enhance profitability. Meanwhile, we have renovated our local stores so they better match the characteristics of their communities as part of our initiative to transform them into community centers that integrate daily life, commercial, and community functions.



KINSHO Store Amami

In our store and restaurant business, we have strived to create sales floors tailored to customer needs, including rebuilding and renovating the KINSHO Store Amami. In addition, we also entered new business areas, including the opening of our original craft beer brewery, Shima Brewery, just in front of Ugata Station.

Operating revenue for the fiscal year under review increased 1.6% year-on-year to ¥215,359 million, and operating profit increased 21.6% year-on-year to ¥7,022 million.

Hotel and Leisure

In the Hotel and Leisure business, we steadily worked to improve services and capture inbound tourism demand, which led to higher room rates and occupancy. Leading hotels such as the Sheraton Miyako Hotel Tokyo, Sheraton Miyako Hotel Osaka, and Miyako City Kintetsu Kyoto Station have been continuously renovating guest rooms to maintain their competitiveness.

Our sightseeing facilities business has strived to build awareness and attract new customers through a variety of initiatives, including holding new special events with

『Pokémon』 as well as continuing collaborative events staged last year with popular VTubers at Shima Spain Village, which celebrated its 30th anniversary.



Shima Spain Village 30th anniversary



In our travel agency business, we focused on securing robust inbound tourism demand. Among these initiatives, we launch sales of Yokoso Japan Tour products on a global website targeting international travelers so that individuals overseas may make reservations directly and access products associated with large-scale international sporting events for group travel. We also promoted initiatives for securing future profits, such as beginning the sale of goods that include tickets to the Osaka-Kansai Expo or JUNGLIA OKINAWA, a theme park in northern Okinawa, which will open in July of this year.

In our aquarium business, along with renovating the Kaiyukan Aquarium Great Barrier Reef tank, we have strived to capture increasing inbound tourism demand and were able to bring in more visitors than last year.

Operating revenue for the fiscal year under review increased 8.6% year-on-year to ¥344,905 million, and operating profit increased 4.0% year-on-year to ¥13,984 million.

Other

In the Other business, while our cable television business saw an increase in paying members due to proactive sales activities, it faced increased costs as work began to switch from coaxial cables to optical cables.

Operating revenue for the fiscal year under review increased 0.1% year-on-year to ¥45,126 million, and operating profit decreased 35.0% year-on-year to ¥2,343 million.

On a non-consolidated basis, operating revenue was ¥40,417 million, including dividend income from Group companies, and profit was ¥25,319 million.

(2) Challenges ahead

While the business environment in which the Group operates is expected to see an expansion of inbound demand in addition to a revitalization of the local economies triggered by the Osaka-Kansai Expo, Osaka IR, etc., there are also causes for concern, such as Japan's declining population, a declining birthrate and an aging population, a lack of human capital, rising prices and interest rates, and heightened geopolitical risks. In addition to these factors, global warming is also anticipated to present a significant impact.

To appropriately adapt to such a business environment and maintain our position as a trusted and chosen corporate group by customers, local communities, shareholders, business partners, employees and the entire range of stakeholders now and into the future, the Kintetsu Group set out the target direction to which we aspire, based on which we framed our ideal vision for 10 years hence in the Long-Term Vision 2035 and developed the Medium-Term Management Plan 2028, defining the targets and measures by backcasting from that long-term vision.

Our target direction is laid out in our motto: "As a Partner of Communities and Toward a New Era." We envision a future where we constantly tackle challenges that only the Kintetsu Group can address and build a dynamic corporate group across a wide range of sectors, balancing strength and flexibility and enabling us to continue to contribute to society. Our aim is to expand from railway lines to non-railway lines and then on globally. Put in terms of operating profit, we aspire to achieve similar levels for railway lines, non-railway lines and global operations as well as maintain a balance between BtoB and BtoC business.

The Group comprises many companies that hold a dominant position in their respective business segments. We believe that establishing organic linkages among these and actively incorporating external alliances will enable us to generate conglomerate premiums. On the basis of these Group strengths, we defined our long-term vision as "evolving into a corporate group that continuously creates value by uniting the collective strengths of the Group and boldly taking on new challenges, centered on businesses that support lifestyles and interactions in Japan and overseas." Our aim is for the Kintetsu Group to sustainably enhance engagement with multiple stakeholders and leverage services, information and other means to support society.

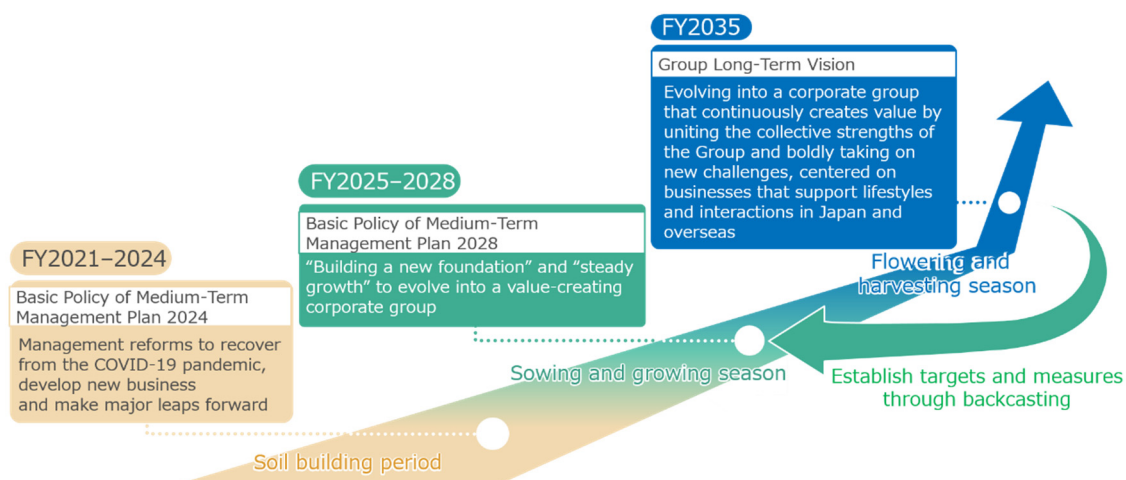
As priority strategies for realizing this vision, we promote to deepen and revitalize value along railway lines based on four themes: "enhancing the appeal of Abeno, Uehommachi, and Namba," "strengthening the brand value of Ise-Shima area," "expanding business through the development of the bay area around Yumeshima" and "expanding incorporation of inbound tourism demand." Additionally, we work to deepen and expand business away from railway lines and globally based on two themes: "strengthening business infrastructure in non-railway lines and expanding business domains in the Tokyo metropolitan area, etc." and "deepening/expanding business and enhancing presence globally."

[Priority strategies]

Deepening/revitalizing value along railway lines • Creating exciting value only the Kintetsu Group can make along railway lines	① Enhancing the appeal of Abeno, Uehommachi, and Namba	Making Abeno, Uehommachi, and Namba into some of the most popular areas to live and visit in Osaka
	② Strengthening the brand value of Ise-Shima area	Making Ise-Shima a high value-added area with refined diversity and high-quality sensibility
	③ Expanding business through the development of the bay area around Yumeshima	Turning the bay area around Yumeshima into a place for creating new business opportunities
	④ Expanding incorporation of inbound demand	Making areas along railway lines desirable places for inbound travelers
Deepening/expanding business away from railway lines and globally • Building and growing the new Kintetsu Group presence through bold challenges	⑤ Strengthening business infrastructure in non-railway lines and expanding business domains in the Tokyo metropolitan area, etc.	Creating a second home area by strengthening Group collaboration functions in the Tokyo metropolitan area Becoming a corporate group contributing to the development of Okinawa through the tourism and leisure business
	⑥ Deepening/expanding business and enhancing presence globally	Becoming a global brand born in Japan in the international logistics business Becoming a global corporate group doing business widely in Asia Becoming a corporate group recognized in the U.S. market, in international logistics business as well as hotel and real estate businesses

Furthermore, our Medium-Term Management Plan 2028 positions the fiscal 2025 to fiscal 2028 term as a period of sowing and growing for the Long-Term Vision 2035. We will leverage the trusted brand that we have developed as well as business groups with significant room for growth to build a new foundation and achieve steady growth to evolve into a value-creating corporate group.

[Role of the Medium-Term Management Plan]



The priority measures that we will implement over the medium- to long-term in each division are as follows:

(i) Transportation

In the Transportation business, we intend to enhance the efficiency of our railway business operating system while giving the highest priority to ensuring safe travel and transport. We will accomplish this by expanding adoption of highly energy-efficient new general rolling stock as well as leveraging digital transformation (DX) and IT to make operations more efficient and upgrade a range of facilities. In addition, we will aim to enhance the attractiveness of locations adjacent to railway lines in order to boost the flow of non-resident traffic, co-create with communities to retain and increase the resident population, step up operation of limited express service between Nagoya and Osaka and augment other demand-driven services, and give consideration to introducing concept and themed trains as part of our efforts to revitalize areas along railway lines and stimulate demand so that we may increase revenue.

(ii) Real Estate

In the Real Estate business, we will be promoting redevelopment projects adjacent to Osaka-Uehommachi Station and other major railway line stations as well as projects to develop areas outside railway service zones, such as the Tokyo Metropolitan area. We will also strengthen our housing business with brokerage, renovation and other services alongside our current asset and condominium businesses. We will establish these operations as our three core pillars in this division. Furthermore, through investment in real estate funds focusing on diverse asset types in the United States, Australia and other countries, we will be able to expand our information network, which we will be able to use as a foundation allowing us to scale up operations overseas to include direct investment in actual properties.

(iii) International Logistics

In the International Logistics business, our aim is to be the company that customers select. We will achieve this by enhancing our quality, competitiveness and problem-solving capabilities as we work toward achieving the long-term vision set by Kintetsu World Express of being a “Global Top 10 Solution Partner — A Global Brand Born in Japan.” In addition to endeavoring to boost sales principally among our major clients that have expanded their operations globally, we will strive to grow by boosting volume handled. To accomplish that, we will reinforce sales in the Asian market where we maintain a competitive edge and bolster air and sea lanes linking Europe and the United States with Asia, where there is ample growth potential. In addition, we will enhance the functions of our corporate divisions to construct a group platform that supports growth, enabling us to reinforce our management foundation.

(iv) Merchandise Sales

In the Merchandise Sales business, we will make every effort in our department store business to further enhance the appeal of the Abeno-Tennoji district by remodeling not only our Kintetsu Department Store Main Store Abeno Harukas, but also the surrounding facilities. Our local stores will contribute to greater value of their respective communities as these stores make excellent use of their station-front locations so that they also function as community infrastructure.

As for our store and restaurant business, we are focusing on creating sales floors tailored to customers' needs while revitalizing station interior facilities and developing and expanding products in collaboration with local businesses. Through these efforts, we will endeavor to build community value as a core element for developing the community.

(v) Hotels and Leisure

In the Hotel and Leisure business, we will seek to provide world-class quality service in our hotel business to achieve our aim of also gaining a solid reputation internationally that will be grounded in operational expertise meeting global standards, which we have accumulated through collaboration with foreign brands. Furthermore, both domestically and globally, we will endeavor to expand the hotels we operate under both direct management and management contract so as to enhance both profitability and brand strength.

In our travel agency business, we will combine the strengths of both our Club Tourism and Kinki Nippon Tourist businesses to attract inbound tours and construct a community co-creation model through collaboration with local stakeholders, thereby expanding the growth areas that are our community co-creation and inbound businesses. In addition, we will proceed to standardize infrastructure for both companies' business operations.

Promoting these measures will help us to achieve our aim of reaching ¥100.0 billion or more in operating profit by fiscal 2028, the final year of our Medium-Term Management Plan 2028. In addition, we will manage operations with a much stronger awareness of capital efficiency, including using Return on Invested Capital (ROIC) as a new management indicator and entering the asset turnover-type real estate business. We will balance cash allocation so that we reduce interest-bearing debt, make steady growth investments, and return profits to shareholders.

[Target indicators in the Medium-Term Management Plan]

		FY2024 Results	FY2028 Plan
Profitability	Operating profit	¥84.3 billion	¥100.0 billion or more
Financing	Net interest-bearing debt	¥1,025.5 billion	Curbed to levels below ¥1,000 billion
Management efficiency	ROE	8.8%	Further improvement
	ROIC New indicator	4.2%	4.5% or more
Financial discipline	Capital adequacy ratio	21.7%	25% or more
	Net interest-bearing debt/EBITDA ratio	6.8 times	Approx. 6.0 times

In accordance with the target direction set by the Kintetsu Group, we will mobilize the collective strengths of our group to implement our Medium-Term Management Plan so that we move forward toward realizing our Long-Term Vision. We will also further enhance engagement with our multiple stakeholders and improve both corporate and shareholder value.

2. Capital investment

Business segment	Amount invested (Millions of yen)	Description of major capital investments
Transportation business	36,360	Construction of new rolling stock for replacement, renovation of station facilities, etc.
Real Estate business	21,614	Construction of Shima Green Adventure, etc.
International Logistics business	10,146	Business system renewal, construction of logistics centers, etc.
Merchandise Sales business	6,312	Renovation of the Kintetsu Department Store sales floors, rebuilding of Kinsho Store Amami, etc.
Hotel and Leisure business	5,684	Renovation of hotel guest rooms, etc.
Other	2,035	Installation of optical cables, etc.
Adjustments	917	
Total	83,072	

Note: Adjustments are the elimination of transactions between businesses and the amount of the Company's capital investments not attributable to each business segment.

3. Fund procurement

In July and December of 2024, the Company issued unsecured bonds totaling ¥30.0 billion each and obtained the necessary loans from MUFG Bank, Ltd. and other financial institutions to fund bond redemptions and capital expenditures.

The consolidated interest-bearing debt balance at the end of the fiscal year under review was ¥1,256,911 million, an increase of ¥20,017 million from the end of the previous fiscal year.

The consolidated net interest-bearing debt balance, calculated by adding lease liabilities (excluding the portion corresponding to right-of-use assets under International Financial Reporting Standards) to the consolidated interest-bearing debt balance at the end of the fiscal year under review and deducting cash and deposits, was ¥1,025,554 million, an increase of ¥24,465 million from the end of the previous fiscal year.

4. Transfer or acquisition of business, absorption-type merger, company split, acquisition or disposal of other company's shares, etc.

On October 1, 2024, Kintetsu HR Partners Co., Ltd. was established as a new human resources company within the Kintetsu Group through the merger of Tourist Experts Inc., a subsidiary of KNT-CT Holdings Co., Ltd., and K-SUPPORT Co., Ltd., a subsidiary of Kintetsu Department Store Co., Ltd. Accordingly, the company has become a directly owned subsidiary of the Company.

On March 28, 2025, the Company succeeded to the obligations pertaining to bonds of Kintetsu World Express, Inc. (including contracts and other rights and obligations pertaining thereto) and cash equivalent to the amount of such obligations through a company split.

5. Trends in financial position and profit and loss

As of March 31, 2025, the Group consists of the Company, 235 subsidiaries and 15 affiliates, of which 197 are consolidated subsidiaries including those listed in “6. Significant subsidiaries,” and 8 companies accounted for by the equity method including The Kinki Sharyo Co., Ltd. and Mie Kotsu Group Holdings, Inc.

The trends in the financial position and profit and loss of the Group are as follows.

Category	111th term (Fiscal year ended March 31, 2022)	112th term (Fiscal year ended March 31, 2023)	113th term (Fiscal year ended March 31, 2024)	114th term (Fiscal year under review) (Fiscal year ended March 31, 2025)
Total assets (Millions of yen)	1,895,770	2,424,755	2,454,316	2,507,255
Net assets (Millions of yen)	421,760	503,080	585,650	613,723
Net assets per share (Yen)	1,990.85	2,338.16	2,743.84	2,861.25
Operating revenue (Millions of yen)	691,512	1,561,002	1,629,529	1,741,787
Transportation business (Millions of yen)	158,907	184,727	211,897	223,225
Real Estate business (Millions of yen)	184,984	163,831	157,518	165,359
International Logistics business (Millions of yen)	—	710,855	733,823	796,941
Merchandise Sales business (Millions of yen)	188,246	202,738	212,070	215,359
Hotel and Leisure business (Millions of yen)	166,681	300,459	317,461	344,905
Other (Millions of yen)	26,884	35,545	45,059	45,126
Adjustments (Millions of yen)	(34,192)	(37,154)	(48,301)	(49,130)
Operating profit (Millions of yen)	3,864	67,144	87,430	84,399
Ordinary profit (Millions of yen)	30,658	74,612	84,638	81,538
Profit attributable to owners of parent (Millions of yen)	42,755	91,597	47,808	46,716
Basic earnings per share (Yen)	224.81	481.63	251.38	245.65

Notes:

1. Net assets per share are calculated based on the total number of issued shares at the end of the period after deduction of treasury shares.
2. Basic earnings per share are calculated based on the average number of issued shares during the period after deduction of treasury shares.

3. The Company has applied the “Accounting Standard for Revenue Recognition” (ASBJ Statement No. 29, March 31, 2020), etc. starting from the beginning of the 111th term.
4. In connection with the acquisition of Kintetsu World Express, Inc., which was previously an affiliate accounted for by the equity method, as a consolidated subsidiary through a tender offer effective from July 2022, the International Logistics segment was newly established in July of the 112th term.
5. From the 113th term, the segment to which the travel facilities business, including Shima Spain Village business, belongs has been changed from the Transportation business to the Hotel and Leisure business, and from the 114th term, the segment to which the temporary staffing business belongs has been changed from the Hotel and Leisure business to Other. Operating revenue by segment for the fiscal years before the change is stated based on the segmentation after the change.
6. The Company has applied the “Accounting Standard for Current Income Taxes” (ASBJ Statement No. 27, October 28, 2022), etc. starting from the 114th term and has retrospectively applied this accounting standard, etc. to the 112th term and subsequent terms.

6. Significant subsidiaries (as of March 31, 2025)

Company name	Share capital (Millions of yen)	Shareholding ratio (%)	Principal business
Kintetsu Department Store Co., Ltd.	15,000	63.0 (69.2)	Department stores
Kintetsu World Express, Inc.	7,216	100.0	International logistics
Osaka Aquarium Kaiyukan Co., Ltd.	2,000	70.5	Aquarium
Kintetsu Cable Network Co., Ltd.	1,485	98.8	General broadcasting, telecommunications
Kin-Ei Corp.	564	5.8 (60.9)	Movie theater, real estate leasing
Kintetsu Railway Co., Ltd.	100	100.0	Railways
Kintetsu Bus Holdings Co., Ltd.	100	100.0	Passenger auto transport
Kintetsu Real Estate Co., Ltd.	100	100.0	Real estate
KINTETSU RETAIL HOLDINGS CO., LTD.	100	100.0	Stores, restaurants
Kintetsu Miyako Hotels International, Inc.	100	100.0	Hotels, inns
KNT-CT Holdings Co., Ltd.	100	53.5 (66.8)	Travel agency
Kintetsu Leisure Create Co., Ltd.	50	100.0	Travel facilities
SAKAE CO., LTD.	50	99.0 (100.0)	Manufacture and sale of metal machinery and equipment
KINTETSU ENTERPRISES CO. OF AMERICA	Thousands of U.S. dollars 59,785	51.1 (100.0)	Hotels

Notes:

- Figures in parentheses represent the shareholding ratio including the number of shares held by the Company's subsidiaries and the number of shares contributed to the retirement benefit trust by the Company's subsidiaries.
- KINTETSU ENTERPRISES CO. OF AMERICA, which has become a directly owned subsidiary of the Company, was added as a significant subsidiary from the fiscal year under review.

7. Principal business and sales offices, etc. (as of March 31, 2025)

(1) Transportation business

Company name	Business	Principal sales offices, facilities, etc.
Kintetsu Railway Co., Ltd.	Railways	Head office (Tennoji-ku, Osaka City) Number of railcar: 1,865 Rail lines (total route-km): 501.1 km Number of stations: 286
Kintetsu Bus Holdings Co., Ltd.	Passenger auto transport	Head office (Tennoji-ku, Osaka City)

(2) Real Estate business

Company name	Business	Principal sales offices, facilities, etc.
Kintetsu Real Estate Co., Ltd.	Real estate	Head office (Tennoji-ku, Osaka City) Abenobashi Terminal Building Abeno Harukas and others

(3) International Logistics business

Company name	Business	Principal sales offices, facilities, etc.
Kintetsu World Express, Inc.	International logistics	Head office (Minato-ku, Tokyo) Narita Terminal and others

(4) Merchandise Sales business

Company name	Business	Principal sales offices, facilities, etc.
Kintetsu Department Store Co., Ltd.	Department stores	Head office (Abeno-ku, Osaka City) Kintetsu Department Store Main Store Abeno Harukas and 9 other stores
KINTETSU RETAIL HOLDINGS CO., LTD.	Stores, restaurants	Head office (Tennoji-ku, Osaka City)

(5) Hotel and Leisure business

Company name	Business	Principal sales offices, facilities, etc.
KNT-CT Holdings Co., Ltd.	Travel agency	Head office (Shinjuku-ku, Tokyo)
Osaka Aquarium Kaiyukan Co., Ltd.	Aquarium	Head office (Minato-ku, Osaka City) Kaiyukan, NIFREL and others
Kin-Ei Corp.	Movie theater, real estate leasing	Head office (Abeno-ku, Osaka City) Abeno Apollo Cinema, Kin-Ei Apollo Building
Kintetsu Miyako Hotels International, Inc.	Hotels, inns	Head office (Tennoji-ku, Osaka City) Sheraton Miyako Hotel Tokyo, Osaka Marriott Miyako Hotel and 8 other hotels Mikasa Ryokan and others
Kintetsu Leisure Create Co., Ltd.	Travel facilities	Head office (Ise City, Mie)
KINTETSU ENTERPRISES CO. OF AMERICA	Hotels	Head office (California, U.S.) Miyako Hybrid Hotel Torrance, California, Miyako Hotel Los Angeles

(6) Other

Company name	Business	Principal sales offices, facilities, etc.
Kintetsu Cable Network Co., Ltd.	General broadcasting, telecommunications	Head office (Ikoma City, Nara) Broadcasting Center and others
SAKAE CO., LTD.	Manufacture and sale of metal machinery and equipment	Head office (Joto-ku, Osaka City) Osaka sales office, Neyagawa Plant and others

8. Employees (as of March 31, 2025)

44,678 (increase of 360 from the end of the previous fiscal year)

Note: Temporary employees are not included.

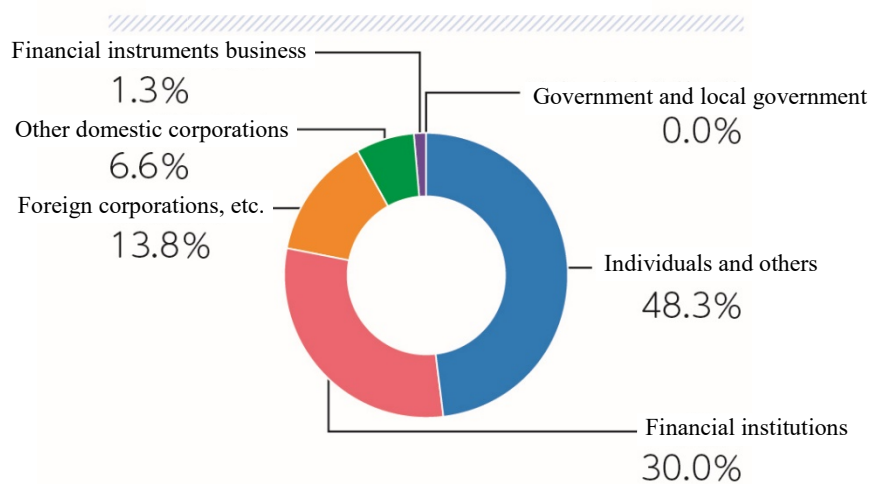
9. Major creditors (as of March 31, 2025)

Creditor	Balance of borrowings (Millions of yen)
Development Bank of Japan Inc.	162,613
MUFG Bank, Ltd.	151,996
Sumitomo Mitsui Trust Bank, Limited	55,751
Mizuho Bank, Ltd.	42,643
Sumitomo Mitsui Banking Corporation	42,553

II Items Concerning Shares

1. Total number of authorized shares (as of March 31, 2025)
500,000,000 shares
2. Total number of issued shares (as of March 31, 2025)
190,662,061 shares
3. Number of shareholders (as of March 31, 2025)
245,994 (increase of 31,205 from the end of the previous fiscal year)

● Share distribution by shareholder type (as of March 31, 2025)



Note: The above percentages are calculated excluding shares less than one unit.

4. Major shareholders (as of March 31, 2025)

Name of shareholders	Number of shares held (Thousands of shares)	Shareholding ratio (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	28,224	14.8
Custody Bank of Japan, Ltd. (Trust Account)	9,209	4.8
Nippon Life Insurance Company	4,198	2.2
JP MORGAN CHASE BANK 385781	2,546	1.3
STATE STREET BANK AND TRUST COMPANY 505001	2,359	1.2
STATE STREET BANK WEST CLIENT - TREATY 505234	2,187	1.1
STATE STREET BANK AND TRUST COMPANY 505103	1,994	1.0
Meiji Yasuda Life Insurance Company	1,629	0.9
Mie Kotsu Co., Ltd.	1,343	0.7
JP MORGAN CHASE BANK 385794	1,303	0.7

Note: Shareholding ratio is calculated excluding treasury shares (190,576 shares).

5. Shares issued to the Company's officers as compensation for the execution of their duties during the fiscal year under review

During the fiscal year under review, a total of 7,200 shares of the Company's common shares (restricted stock) were issued as remuneration in shares to eight Directors (not including External Directors).

III Items Concerning Share Acquisition Rights, Etc.

There are no items to be stated.

IV Items Concerning Corporate Officers of the Company

1. Name, position, responsibilities and important positions concurrently held (as of March 31, 2025)

Name	Position	Responsibilities	Important positions concurrently held
Takashi Tsuji	Chairman of the Board		
Takashi Wakai	President		
Tetsuya Kobayashi	Director, Executive Advisor		
Shiro Hara	Director, Senior Managing Executive Officer	Corporate Strategy and Planning Div. Rugby Div.	
Nobu Hayashi	Director, Senior Managing Executive Officer	Secretarial Div. Human Resources Div.	
Akihiko Matsumoto	Director, Senior Managing Executive Officer	Administrative General Affairs Div. Audit Div.	
Hiroyuki Kasamatsu	Director, Managing Executive Officer	Accounting Div.	
Naoyoshi Ueda	Director, Managing Executive Officer	Corporate Strategy and Planning Div.	
Masanori Yanagi	Director		Chairman, The Japan Economic Research Institute Director, Tobu Railway Co., Ltd.*
Toshiko Katayama	Director		Attorney at law Director, Sumitomo Life Insurance Company*
Takashi Nagaoka	Director		Senior Advisor, Mitsubishi UFJ Securities Holdings Co., Ltd. Director, ELECOM CO., LTD.*
Yuji Mikasa	Director		Director and Executive Vice President, Nippon Life Insurance Company Director, Aioi Nissay Dowa Insurance Co., Ltd.* Audit & Supervisory Board Member, Television Osaka, Inc.*

Name	Position	Responsibilities	Important positions concurrently held
Hitoshi Tada	Audit & Supervisory Board Member (full-time)		
Tetsuo Nakamura	Audit & Supervisory Board Member (full-time)		
Masahiro Maeda	Audit & Supervisory Board Member		Professor, Faculty of Law, Otemon Gakuin University
Kazumi Suzuki	Audit & Supervisory Board Member		Professor, Graduate School of Business Administration, Kobe University Director, Nozaki Insatsu Shigyo Co., LTD.*
Michiko Inoue	Audit & Supervisory Board Member		Professor, Graduate School of Science and Technology, Nara Institute of Science and Technology

Notes:

1. Takashi Tsuji and Takashi Wakai are Representative Directors.
2. Masanori Yanagi, Toshiko Katayama, Takashi Nagaoka and Yuji Mikasa are External Directors.
3. Masahiro Maeda, Kazumi Suzuki and Michiko Inoue are External Audit & Supervisory Board Members.
4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act and Articles 28 and 35 of the Articles of Incorporation of the Company, the Company has entered into a contract with all External Directors and External Audit & Supervisory Board Members to limit their liabilities for damages under Article 423, paragraph (1) of the same Act. In accordance with the contract, the limit of liability shall be equivalent to the amount determined under laws and regulations.
5. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy covers Directors, Audit & Supervisory Board Members, Group Officers and Officers of the Company and Kintetsu Real Estate Co., Ltd., and the insured does not bear the premiums. This insurance policy covers losses that the insured may incur due to a claim for damages made against them arising from any action taken in the course of the execution of their duties as officer.
6. The Company has notified the Tokyo Stock Exchange, on which the Company is listed, of all of External Directors and External Audit & Supervisory Board Members as independent officers, as stipulated under the regulations of the Exchange.
7. The asterisks in the columns of “Important positions concurrently held” of External Directors and External Audit & Supervisory Board Members indicate that they are external officers of companies in which they hold concurrent positions.
8. Kazumi Suzuki, in addition to being a university professor specializing in accounting, is also a certified public accountant, while Tetsuo Nakamura has many years of experience in accounting operations. Together they are Audit & Supervisory Board Members with considerable knowledge of finance and accounting.

9. Changes in officers' position are as follows.

June 21, 2024

Name	After change	Before change
Takashi Tsuji	Chairman of the Board	President
Takashi Wakai	President	Director, Senior Managing Executive Officer
Tetsuya Kobayashi	Director, Executive Advisor	Chairman of the Board
Nobu Hayashi	Director, Senior Managing Executive Officer	Director, Managing Executive Officer
Akihiko Matsumoto	Director, Senior Managing Executive Officer	Director, Managing Executive Officer
Naoyoshi Ueda	Director, Managing Executive Officer	(Appointment)
Tetsuo Nakamura	Audit & Supervisory Board Member (full-time)	(Appointment)

On the same day, Director Akimasa Yoneda and Audit & Supervisory Board Member (full-time) Hajime Nishizaki retired due to expiration of their terms of office.

10. Changes in officers' responsibilities are as follows.

June 21, 2024

Name	After change	Before change
Takashi Wakai	–	Corporate Strategy Div. Accounting Div.
Shiro Hara	Corporate Strategy and Planning Div. Rugby Div.	Business Strategy Div. Public Relations Div.
Nobu Hayashi	Secretarial Div. Human Resources Div.	Secretarial Div. Human Resources Div.
Hiroyuki Kasamatsu	Accounting Div.	Corporate Strategy Div.
Naoyoshi Ueda	Corporate Strategy and Planning Div.	–

11. On April 1, 2025, Yuji Mikasa was appointed as Director and Executive Vice Chairman of Nippon Life Insurance Company.
12. On April 1, 2025, Kazumi Suzuki was appointed as Professor of the Faculty of Commerce, Seinan Gakuin University and Professor Emeritus of Kobe University.

2. Items concerning remuneration

(1) Total amount of remuneration, etc. for the fiscal year under review

Category	Total amount (Millions of yen)	Breakdown (Millions of yen)			Number of officers (Persons)
		Fixed pecuniary reward	Performance- linked pecuniary reward	Remuneration in shares	
Directors [of which, External Directors]	401 (38)	245 (38)	129 (-)	25 (-)	13 (4)
Audit & Supervisory Board Members [of which, External Audit & Supervisory Board Members]	88 (28)	88 (28)	- (-)	- (-)	6 (3)

Notes:

1. The above table includes remuneration paid to one Director and one Audit & Supervisory Board Member who retired during the fiscal year under review.
2. The amount of remuneration in shares is the amount recorded as expenses during the fiscal year under review.

(2) Outline of performance-linked pecuniary reward

The amount of performance-linked pecuniary rewards is set in accordance with rank, and is determined based on the percentage of change and other factors from the previous fiscal year using consolidated ordinary profit and profit attributable to owners of parent, which are selected as appropriate indicators to measure the results of business execution.

Actual results of indicators for the 112th term and 113th term used for the price revisions in July 2023 and July 2024, respectively, are shown in “I Items Concerning Current Status of the Corporate Group, 5. Trends in financial position and profit and loss.”

(3) Details of remuneration in shares

The Company paid pecuniary reward claims for the grant of Restricted Stock Compensation to full-time Directors and allocated such shares in exchange for payment of such claims. The status of allotment during the fiscal year under review is as stated in “II Items Concerning Shares, 5. Shares issued to the Company’s officers as compensation for the execution of their duties during the fiscal year under review.”

(4) Outline of resolutions of the General Meeting of Shareholders, etc.

For the remuneration for Directors, it was resolved that, at the 108th Ordinary General Meeting of Shareholders held on June 13, 2019, the amount of pecuniary rewards shall be no more than ¥480 million per year (of which no more than ¥50 million per year for External Directors), and the amount of remuneration in shares shall be no more than ¥60 million per year (with the number of shares not exceeding 15,000 shares per year). As of the close of this Ordinary General Meeting of Shareholders, the number of Directors will be 14 (including four External Directors).

At the 74th Ordinary General Meeting of Shareholders held on June 28, 1985, it was resolved that the amount of compensation for Audit & Supervisory Board Members shall be no more than ¥8 million per month, and the number of Audit & Supervisory Board Members will be three as of the close of this Ordinary General Meeting of Shareholders.

(5) Decision-making policies on remuneration for individual directors

The decision-making policies on remuneration for individual directors are as follows. These policies were decided at the Board of Directors meeting held on February 25, 2021, after deliberations by the Personnel and Compensation Advisory Committee, which was established by the Company as an advisory body to the Board of Directors. The Board of Directors has therefore determined that the details of remuneration for individual directors for the fiscal year under review are in line with the decision-making policies, as they were decided in accordance with the decision-making policies.

Decision-making policies on remuneration for individual directors

With the belief that directorial remuneration should act as a further incentive to raise corporate value and performance, it comprises three parts: a fixed pecuniary reward, a performance-linked pecuniary reward, and remuneration in shares. Individual amounts are determined in line with the following policies:

i. Decision-making policy on fixed pecuniary rewards

Fixed pecuniary rewards are set in accordance with rank and consider duties, etc.

ii. Decision-making policy on performance-linked pecuniary rewards

Full-time directors are provided with performance-linked pecuniary rewards. The amount is set in accordance with rank, and calculated based on the amount of two indicators: consolidated ordinary profit and profit attributable to owners of parent.

iii. Decision-making policy on remuneration in shares

For full-time directors' remuneration in shares, they are given transfer-restricted shares that come with certain conditions—such as not being able to be disposed of until after leaving their position—and the number of shares is set in accordance with rank.

iv. Decision-making policy on pecuniary proportion of different compensation levels

The ratio between fixed pecuniary rewards, performance-linked pecuniary rewards, and remuneration in shares are set to appropriate proportions to contribute to raising corporate value and performance.

v. Decision-making policy on when rewards are provided

Pecuniary rewards are paid each month. A year's worth of remuneration in shares is provided each July, but should the Board of Directors have deemed that a major legal breach, or other specific event, has occurred, the Company may forfeit the granted shares without compensation.

vi. Decision-making method on individual remuneration amounts

The amount of individual remuneration is determined by the Board of Directors, following deliberations by the Personnel and Compensation Advisory Committee, based on plans created by the company.

3. Items concerning external officers

(1) Relationships between the Company and significant companies in which external officers hold concurrent positions (as of March 31, 2025)

The Company has transactions regarding the issuance of bonds, etc. with Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., a subsidiary of Mitsubishi UFJ Securities Holdings Co., Ltd., for which Takashi Nagaoka serves as Senior Advisor.

The Company has transactions such as borrowing funds with Nippon Life Insurance Company, for which Yuji Mikasa serves as Director and Executive Vice President. The company is also a shareholder holding 2.2% of the Company's issued shares.

Other than the above, there are no relationships to be stated between the Company and significant companies in which External Directors and External Audit & Supervisory Board Members of the Company hold concurrent positions.

(2) Major activities during the fiscal year under review

Category	Name	Status of attendance and comments at meetings of the Board of Directors and Audit & Supervisory Board
External Directors	Masanori Yanagi	He attended ten out of 11 meetings of the Board of Directors held during the fiscal year under review and made comments as appropriate based on his abundant experience as a businessperson. He also attended all two meetings of the Personnel and Compensation Advisory Committee held during the fiscal year under review, where he provided supervision and advice on personnel matters and remuneration of Directors, thereby fulfilling the role expected of an External Director.
	Toshiko Katayama	She attended all 11 meetings of the Board of Directors held during the fiscal year under review and made comments as appropriate from her standpoint as an attorney at law and an expert on consumer issues. She also attended all two meetings of the Personnel and Compensation Advisory Committee held during the fiscal year under review, where she provided supervision and advice on personnel matters and remuneration of Directors, thereby fulfilling the role expected of an External Director.
	Takashi Nagaoka	He attended all 11 meetings of the Board of Directors held during the fiscal year under review and made comments as appropriate based on his abundant experience as a businessperson. He also attended all two meetings of the Personnel and Compensation Advisory Committee held during the fiscal year under review, where he provided supervision and advice on personnel matters and remuneration of Directors, thereby fulfilling the role expected of an External Director.
	Yuji Mikasa	He attended all 11 meetings of the Board of Directors held during the fiscal year under review and made comments as appropriate based on his abundant experience as a businessperson. He also attended all two meetings of the Personnel and Compensation Advisory Committee held during the fiscal year under review, where he provided supervision and advice on personnel matters and remuneration of Directors, thereby fulfilling the role expected of an External Director.

Category	Name	Status of attendance and comments at meetings of the Board of Directors and Audit & Supervisory Board
External Audit & Supervisory Board Members	Masahiro Maeda	He attended all 11 meetings of the Board of Directors and all 12 meetings of the Audit & Supervisory Board held during the fiscal year under review, and made comments as appropriate from his professional standpoint as a legal scholar.
	Kazumi Suzuki	He attended all 11 meetings of the Board of Directors and all 12 meetings of the Audit & Supervisory Board held during the fiscal year under review, and made comments as appropriate from his professional standpoint as an accounting scholar and certified public accountant.
	Michiko Inoue	She attended all 11 meetings of the Board of Directors and all 12 meetings of the Audit & Supervisory Board held during the fiscal year under review, and made comments as appropriate from her standpoint as a scholar specializing in information science.

V Items Concerning Accounting Auditor

1. Name

KPMG AZSA LLC

2. Amount of remuneration

Amount of remuneration for the Accounting Auditor ¥139 million

Total amount of cash and other financial benefits to be paid to the Accounting Auditor by the Company and its subsidiaries ¥701 million

Notes:

1. In the audit agreement regarding the accounting documents between the Company and the Accounting Auditor, no distinction is made between the amount of remuneration for audits under the Companies Act and audits under the Financial Instruments and Exchange Act; therefore, the amount of remuneration for the Accounting Auditor includes the amount of remuneration for audits under the Financial Instruments and Exchange Act.
2. The Audit & Supervisory Board reviewed the audit plan and the estimated remuneration of KPMG AZSA LLC for the fiscal year under review, based on an analysis and evaluation comparing the audit hours and staff allocation with the audit plan and results of the previous fiscal year, taking into account the circumstances and other factors of the Company and its consolidated subsidiaries during the fiscal year under review. As a result, it determined that the amount of remuneration was appropriate and gave its consent to the remuneration.
3. Out of the Company's significant subsidiaries, Kin-Ei Corp. is subject to audits of its accounting documents by Deloitte Touche Tohmatsu LLC.

3. Description of non-auditing services

The Company entrusts to KPMG AZSA LLC the service of preparing comfort letters for issuance of unsecured bonds and pays consideration for said service.

4. Policy on decision for dismissal or non-reappointment

The Audit & Supervisory Board shall dismiss the Accounting Auditor if it determines that the Accounting Auditor falls under any of the items of Article 340, paragraph (1) of the Companies Act. Additionally, the Audit & Supervisory Board shall determine the content of a proposal to be submitted to the General Meeting of Shareholders regarding the dismissal or non-reappointment of the Accounting Auditor, if deemed necessary, taking into consideration the status of execution of duties by the Accounting Auditor and other circumstances.

In this Business Report, amounts in millions of yen are rounded down to the nearest million yen, amounts in thousands of US dollars are rounded down to the nearest thousand US dollars and numbers of shares in thousands of shares are rounded down to the nearest thousand shares.

Consolidated Financial Statements

Consolidated Balance Sheets

(As of March 31, 2025)

(Millions of yen)

Account items	Amount	Account items	Amount
Assets		Liabilities	
Current assets	761,176	Current liabilities	761,609
Cash and deposits	259,128	Notes and accounts payable - trade	117,651
Notes and accounts receivable - trade, and contract assets	193,178	Short-term borrowings	256,519
Securities	6,564	Current portion of bonds payable	87,137
Inventories	222,591	Accounts payable - other	62,912
Other	81,516	Income taxes payable	15,771
Allowance for doubtful accounts	(1,801)	Provision for bonuses	17,181
		Provision for loss on exchanging gift certificates	6,053
		Other	198,382
Non-current assets	1,744,384	Non-current liabilities	1,131,921
Property, plant and equipment	1,385,056	Bonds payable	271,780
Buildings and structures	544,259	Long-term borrowings	641,474
Machinery, equipment and vehicles	51,457	Deferred tax liabilities	34,807
Land	680,639	Deferred tax liabilities for land revaluation	82,812
Construction in progress	20,681	Retirement benefit liability	12,389
Other	88,018	Other	88,659
Intangible assets	161,260	Total liabilities	1,893,531
Goodwill	56,017	Net assets	
Other	105,242	Shareholders' equity	414,825
Investments and other assets	198,068	Share capital	126,476
Investment securities	70,080	Capital surplus	54,734
Long-term loans receivable	2,755	Retained earnings	234,814
Retirement benefit asset	70,990	Treasury shares	(1,199)
Deferred tax assets	8,528	Accumulated other comprehensive income	129,300
Other	46,349	Valuation difference on available-for-sale securities	7,797
Allowance for doubtful accounts	(636)	Deferred gains or losses on hedges	40
Deferred assets	1,693	Revaluation reserve for land	97,122
		Foreign currency translation adjustment	15,114
		Remeasurements of defined benefit plans	9,225
		Non-controlling interests	69,597
		Total net assets	613,723
Total assets	2,507,255	Total liabilities and net assets	2,507,255

Consolidated Statements of Income

(From April 1, 2024 to March 31, 2025)

(Millions of yen)

Account items	Amount	
Operating revenue		1,741,787
Operating expenses		
Operating expenses and cost of sales of transportation	1,420,778	
Selling, general and administrative expenses	236,609	1,657,387
Operating profit		84,399
Non-operating income		
Interest and dividend income	5,791	
Share of profit of entities accounted for using equity method	1,993	
Other	5,284	13,069
Non-operating expenses		
Interest expenses on borrowings and bonds	11,744	
Other	4,185	15,930
Ordinary profit		81,538
Extraordinary income		
Contribution received for construction	5,181	
Gain on sale of non-current assets	25	
Other	7,392	12,600
Extraordinary losses		
Tax purpose reduction entry of contribution for construction	4,945	
Loss on retirement of non-current assets	2,411	
Impairment losses	2,918	
Other	1,457	11,732
Profit before income taxes		82,406
Income taxes - current	23,093	
Income taxes - deferred	4,613	27,707
Profit		54,698
Profit attributable to non-controlling interests		7,982
Profit attributable to owners of parent		46,716

Non-Consolidated Financial Statements

Non-Consolidated Balance Sheets

(As of March 31, 2025)

(Millions of yen)

Account items	Amount	Account items	Amount
Assets		Liabilities	
Current assets	196,974	Current liabilities	436,991
Cash and deposits	65,316	Short-term borrowings	344,089
Accounts receivable - other	1,910	Current portion of bonds payable	87,137
Short-term loans receivable	129,079	Accounts payable - other	2,858
Supplies	57	Accrued expenses	1,043
Prepaid expenses	415	Income taxes payable	115
Other	589	Advances received	0
Allowance for doubtful accounts	(394)	Deposits received	366
		Provision for bonuses	94
		Other	1,285
Non-current assets	1,493,985	Non-current liabilities	972,159
Property, plant and equipment	10,405	Bonds payable	271,780
Buildings	3,107	Long-term borrowings	630,924
Structures	78	Deferred tax liabilities	68,294
Tools, furniture and fixtures	1,897	Deferred tax liabilities for land revaluation	1,152
Land	4,930	Other	7
Construction in progress	391	Total liabilities	1,409,151
Other	0	Net assets	
Intangible assets	1,175	Shareholders' equity	281,608
Software	1,162	Share capital	126,476
Other	12	Capital surplus	60,234
Investments and other assets	1,482,404	Legal capital surplus	59,014
Investment securities	8,861	Other capital surplus	1,219
Shares of subsidiaries and associates	726,090	Retained earnings	95,663
Long-term loans receivable	742,481	Other retained earnings	95,663
Other	4,987	Retained earnings brought forward	95,663
Allowance for doubtful accounts	(16)	Treasury shares	(766)
Deferred assets	1,693	Valuation and translation adjustments	1,894
Bond issuance costs	1,693	Valuation difference on available-for-sale securities	480
		Revaluation reserve for land	1,413
		Total net assets	283,502
Total assets	1,692,653	Total liabilities and net assets	1,692,653

Non-Consolidated Statements of Income

(From April 1, 2024 to March 31, 2025)

(Millions of yen)

Account items	Amount	
Operating revenue		
Dividends from subsidiaries and associates	28,409	
Commissions from subsidiaries and associates	10,272	
Other	1,735	40,417
Operating expenses		
General and administrative expenses	12,602	12,602
Operating profit		27,814
Non-operating income		
Interest and dividend income	8,271	
Other	165	8,436
Non-operating expenses		
Interest expenses on borrowings and bonds	9,799	
Other	2,115	11,914
Ordinary profit		24,336
Extraordinary income		
Gain on sale of securities	2,622	2,622
Profit before income taxes		26,959
Income taxes - current	(650)	
Income taxes - deferred	2,290	1,639
Profit		25,319