

FINANCIAL SUMMARY

(For the three months ended June 30, 2025)

<under Japanese GAAP>

August 8, 2025

Name of Company: **T&D Holdings, Inc.**
 Stock Listings: Tokyo
 Security Code No.: 8795
 Head Office: Tokyo, Japan
 URL: <https://www.td-holdings.co.jp/en/>
 Projected Starting Date of Dividend Distribution: -
 Supplemental Information for Quarterly Financial Statements: Available
 Holding of Quarterly Financial Results Meeting: Yes (for institutional investors and analysts) IR Conference Call

1. Consolidated Operating Results for the Three Months Ended June 30, 2025 (April 1, 2025 - June 30, 2025)

(1) Results of Operations

Note: Amounts of less than one million yen are omitted, and percentages have been rounded to the nearest percent. % changes are presented in comparison with the same period of the previous year.

	Ordinary Revenues	% change	Ordinary Profit	% change	Profit Attributable to Owners of Parent	% change
Three months ended June 30, 2025	¥891,661 million	(6.4)	¥58,686 million	4.4	¥37,329 million	9.2
Three months ended June 30, 2024	¥952,954 million	20.8	¥56,224 million	60.3	¥34,175 million	80.1

Note: Comprehensive income was ¥68,390 million ((13.6) %) for the three months ended June 30, 2025, and ¥79,142 million ((60.1) %) for the three months ended June 30, 2024.

	Earnings per Share	Earnings per Share (Fully Diluted)
Three months ended June 30, 2025	¥73.35	¥73.31
Three months ended June 30, 2024	¥64.55	¥64.52

(2) Financial Conditions

	Total Assets	Net Assets	Equity Ratio
As of June 30, 2025	¥16,822,482 million	¥1,429,254 million	8.5%
As of March 31, 2025	¥16,712,943 million	¥1,409,064 million	8.4%

Reference: Equity was ¥1,423,572 million as of June 30, 2025, and ¥1,403,038 million as of March 31, 2025.

2. Dividends

	Dividends per share				
	First Quarter-end	Second Quarter-end	Third Quarter-end	Year-end	Annual
Year Ended March 31, 2025	-	¥40.00	-	¥40.00	¥80.00
Year Ending March 31, 2026	-				
Year Ending March 31, 2026 (Forecast)		¥62.00	-	¥62.00	¥124.00

Note: Revisions to previously announced dividend forecasts: None

3. Consolidated Earnings Forecasts for the Year Ending March 31, 2026 (April 1, 2025 - March 31, 2026)

Note: % changes are presented in comparison with the same period of the previous year.

	Ordinary Revenues	Ordinary Profit	Profit Attributable to Owners of Parent	Earnings per Share
Year ending March 31, 2026	¥3,010,000 million (19.3)%	¥223,000 million 12.3%	¥118,000 million (6.6)%	¥230.43

Note: Revisions to previously announced financial forecasts: None

Consolidated Earnings Forecasts for the year ending March 31, 2026 for Group adjusted profit is ¥146,000 million (4.2%), and Group adjusted profit for the three months ended June 30, 2025 was ¥39,400 million ((2.5)%).

* Group adjusted profit is one of the indicators to measure the source of shareholder returns and the actual business conditions of the Group. Specifically, this is calculated by adjusting the profit attributable to owners of the parent for the following items:

1. Accounting valuation gains or losses with no economic substance arising from market fluctuations, etc.
2. Additional internal reserves (reversal) in excess of the legal standard requirements
3. Amortization of goodwill, etc.

4. Notes

(1) Significant Changes in the Scope of Consolidation during the Consolidated Cumulative Quarter: None

(2) Adoption of Special Accounting Method for the Quarterly Consolidated Financial Reporting: None

(3) Changes in Accounting Policies, Accounting Estimates and Restatement of Corrections

1. Changes in accounting policies due to the revision of accounting standards and other regulations: None
2. Changes accounting policies other than 1. above: None
3. Changes in accounting estimates: None
4. Restatement of corrections: None

(4) Number of Outstanding Shares (Common Stock)

1. Number of outstanding shares including treasury shares at the end of the period:

As of June 30, 2025: 544,000,000

As of March 31, 2025: 544,000,000

2. Number of treasury shares at the end of the period:

As of June 30, 2025: 40,661,792

As of March 31, 2025: 31,906,171

3. Average number of outstanding shares during the period:

For the three months ended June 30, 2025: 508,932,333

For the three months ended June 30, 2024: 529,414,209

Note: The company's shares remaining in BIP (Board Incentive Plan) Trust (1,243,600 shares as of June 30, 2025, and 1,303,900 shares as of March 31, 2025) and ESOP (Employee Stock Ownership Plan) Trust (1,561,051 shares as of June 30, 2025, and 1,563,331 shares as of March 31, 2025) were included in the number of treasury shares at the end of the period. In calculating average number of outstanding shares during the period, average number of outstanding shares during the period of the company's shares remaining in BIP (Board Incentive Plan) Trust (1,277,894 shares as of June 30, 2025, and 1,009,580 shares as of June 30, 2024) and ESOP Trust (1,562,939 shares as of June 30, 2025, and 532,961 shares as of June 30, 2024) were deducted.

* Review of the Japanese-language originals of the attached consolidated quarterly financial statements by certified public accountants or an audit firm: Yes (voluntary).

* Explanation for the proper use of earnings forecasts and other special remarks

Forward-looking statements made in this document, including earnings forecasts, are based on current obtained information and certain assumptions which are deemed rational by the Company. The Company offers no assurance that these statements will be realized. Actual results may differ substantially due to various factors.

Consolidated earnings forecasts for the Year Ending March 31, 2026 remain uncertain due to factors such as the effects of reciprocal tariffs by the United States, and may fluctuate depending on future developments.

Contents of Appendix

1. Overview of Results of Operation, etc.	2
(1) Overview of Consolidated Financial Results for the three months ended June 30, 2025	2
(2) Overview of Consolidated Financial Conditions for the three months ended June 30, 2025.....	3
 2. Quarterly Consolidated Financial Statements and Main Notes	4
(1) Quarterly Consolidated Balance Sheet.....	4
(2) Quarterly Consolidated Statement of Operations and Quarterly Consolidated Statement of Comprehensive Income	5
Quarterly Consolidated Statement of Operations	5
For three months ended June 30, 2025	5
Quarterly Consolidated Statement of Comprehensive Income.....	6
For three months ended June 30, 2025	6
(3) Notes on Quarterly Consolidated Financial Statements	6
[Notes on Applicable Financial Reporting Framework].....	6
[Notes on Going-Concern Assumption]	6
[Notes on Material Changes in Shareholders' Equity]	7
[Additional Information].....	7
[Notes on Segment Information, etc.].....	7
[Notes on Quarterly Consolidated Statement of Cash Flows]	8
[Significant subsequent events]	8
 Independent Auditor's Interim Review Report on Quarterly Consolidated Financial Statements.....	10

*Supplementary materials for financial statements are available on T&D Holdings' website.

URL: <https://www.td-holdings.co.jp/en/ir/document/results.html>

1. Overview of Results of Operation, etc.

As described in 2. Quarterly Consolidated Financial Statements and Main Notes (3) Notes on Quarterly Consolidated Financial Statements [Additional Information], some of our foreign affiliates applied “Financial Services - Insurance” (Topic944) (ASU2018-12, ASU2019-09, ASU2020-11) from the beginning of the consolidated accounting period for the three months ended June 30, 2025. In accordance with this application, certain insurance liabilities of the affiliate were evaluated using a new calculation method, which included a change in discount rate and an annual review of insurance assumptions.

A year-on-year comparison was made based on figures after retrospective application, reflecting the relevant accounting treatment.

(1) Overview of Consolidated Financial Results for the three months ended June 30, 2025

For the three months ended June 30, 2025, ordinary revenues decreased ¥ 61.2 billion or 6.4 percent from the consolidated accounting period for the three months ended June 30, 2024 to ¥ 891.6 billion, which were a total of income from insurance premiums of ¥ 718.0 billion (up 0.3 percent), investment income of ¥ 150.9 billion (down 28.6 percent), and other ordinary income of ¥ 22.6 billion (down 12.3 percent).

Ordinary expenses decreased ¥63.7 billion or 7.1 percent from the consolidated accounting period for the three months ended June 30, 2024 to ¥832.9 billion, which were a total of insurance claims and other payments of ¥624.6 billion (up 1.3 percent), provision for policy reserves of ¥59.5 billion (down 49.3 percent), investment expenses of ¥59.5 billion (down 22.2 percent), operating expenses of ¥67.5 billion (up 2.4 percent), other ordinary expenses of ¥21.2 billion (up 8.8 percent), and equity in losses of affiliates of ¥0.4 billion (down 6.9 percent).

As a result, ordinary profit which is subtracting ordinary expenses from ordinary revenues, increased ¥ 2.4 billion from consolidated accounting period for the three months ended June 30, 2024 to ¥58.6 billion (up 4.4 percent).

Extraordinary gains were ¥2.6 billion (up 534.4 percent) and extraordinary losses were ¥5.3 billion (up 124.0 percent). After accounting for extraordinary gains and losses, provision for reserve for policyholder dividends, and income taxes and so forth to ordinary profit, profit attributable to owners of parent increased ¥3.1 billion from consolidated accounting period for the three months ended June 30, 2024 to ¥37.3 billion (up 9.2 percent). Group adjusted profit decreased 2.5 percent from the consolidated accounting period for the three months ended June 30, 2024 to ¥39.4 billion.

Comprehensive income was ¥68.3 billion (down 13.6 percent), which was a total of profit of ¥37.3 billion (up 9.2 percent) and other comprehensive income of ¥31.0 billion (down 30.9 percent).

(i) Ordinary Revenues

	(Billions of yen)		
	Three months ended June 30, 2024	Three months ended June 30, 2025	Increase (Decrease)
Consolidated	952.9	891.6	(61.2)
Taiyo Life	279.6	370.9	91.2
Daido Life	311.8	282.1	(29.6)
T&D Financial Life	363.6	232.1	(131.5)
T&D United Capital (consolidated)	1.2	0.1	(1.1)

Note: The differences between the consolidated figures and the sum of four companies are due to ordinary revenues of consolidated subsidiaries other than the four companies and adjustments between the consolidated companies, etc.

(ii) Ordinary Profit(loss)

(Billions of yen)

	Three months ended June 30, 2024	Three months ended June 30, 2025	Increase (Decrease)
Consolidated	56.2	58.6	2.4
Taiyo Life	17.1	21.5	4.3
Daido Life	32.3	37.6	5.2
T&D Financial Life	8.5	1.8	(6.7)
T&D United Capital (consolidated)	0.2	(0.5)	(0.7)

Note: The differences between the consolidated figures and the sum of four companies are due to ordinary profit(loss) of consolidated subsidiaries other than the four companies and adjustments between the consolidated companies, etc.

(iii) Profit(loss) attributable to owners of parent

(Billions of yen)

	Three months ended June 30, 2024	Three months ended June 30, 2025	Increase (Decrease)
Consolidated	34.1	37.3	3.1
Taiyo Life	9.4	12.5	3.1
Daido Life	20.3	23.7	3.4
T&D Financial Life	6.0	1.0	(4.9)
T&D United Capital (consolidated)	0.1	(0.3)	(0.5)

Notes:

- 1. The differences between the consolidated figures and the sum of four companies are due to profit(loss) of consolidated subsidiaries other than the four companies and adjustments between the consolidated companies, etc.*
- 2. Figures of the three life insurance companies are profit.*

(2) Overview of Consolidated Financial Conditions for the three months ended June 30, 2025

As of June 30, 2025, total assets were ¥16,822.4 billion (up 0.7 percent from the previous fiscal year-end). The main components of the total assets were securities, mainly public and corporate bonds, of ¥12,438.3 billion (up 1.1 percent), loans of ¥1,640.5 billion (down 0.8 percent), monetary trusts of ¥1,125.9 billion (up 0.9 percent), cash and deposits of ¥627.7 billion (down 19.4 percent), and tangible fixed assets of ¥373.5 billion (down 0.0 percent).

Total liabilities were ¥15,393.2 billion (up 0.6 percent). Policy reserves accounting for a substantial portion of total liabilities were ¥13,775.4 billion (up 0.4 percent).

Total net assets were ¥1,429.2 billion (up 1.4 percent) of which valuation difference on available-for-sale securities were ¥551.8 billion (up 3.5 percent).

As of June 30, 2025, consolidated solvency margin ratio was 957.1 percent (960.7 percent at the previous fiscal year-end).

2. Quarterly Consolidated Financial Statements and Main Notes

(1) Quarterly Consolidated Balance Sheet

(Millions of yen)

	As of March 31, 2025	As of June 30, 2025
Assets:		
Cash and deposits	778,681	627,796
Call loans	10,089	164,903
Monetary claims purchased	170,671	115,261
Monetary trusts	1,115,454	1,125,972
Securities	12,305,953	12,438,361
Loans	1,653,720	1,640,552
Tangible fixed assets	373,697	373,556
Intangible fixed assets	55,057	56,110
Due from agencies	282	261
Reinsurance receivable	60,578	97,845
Other assets	181,355	174,144
Net defined benefit asset	10,062	10,772
Deferred tax assets	301	158
Reserve for possible loan losses	(2,962)	(3,215)
Total assets	16,712,943	16,822,482
Liabilities:		
Policy reserves	13,721,161	13,775,491
Reserve for outstanding claims	84,167	80,501
Policy reserve	13,568,704	13,628,321
Reserve for policyholder dividends	68,289	66,668
Due to agencies	1,215	833
Reinsurance payable	42,233	35,850
Short-term debentures	7,989	7,990
Bonds	120,000	120,000
Other liabilities	1,063,238	1,093,402
Provision for bonuses to directors and audit & supervisory committee members	349	94
Provision for share-based remuneration	2,265	2,200
Net defined benefit liability	33,767	34,212
Provision for directors' and audit & supervisory committee members' retirement benefits	27	27
Reserves under the special laws	281,262	286,035
Reserve for price fluctuations	281,262	286,035
Deferred tax liabilities	25,897	32,618
Deferred tax liabilities on land revaluation	4,470	4,470
Total liabilities	15,303,878	15,393,228
Net assets:		
Capital stock	207,111	207,111
Retained earnings	598,756	615,371
Treasury shares	(75,106)	(102,177)
Total shareholders' equity	730,762	720,305
Valuation difference on available-for-sale securities	533,048	551,889
Deferred gains (losses) on hedging instruments	(1,853)	2,112
Revaluation reserve for land	(6,124)	(6,124)
Foreign currency translation adjustment	28,079	34,005
Debt value adjustments of foreign subsidiaries and affiliates	(1,704)	(498)
Policy value adjustments of foreign subsidiaries and affiliates	(3,618)	(3,776)
Valuation difference on policy reserves of foreign subsidiaries and affiliates	124,448	125,659
Total accumulated other comprehensive income	672,276	703,266
Subscription rights to shares	304	196
Non-controlling interests	5,721	5,485
Total net assets	1,409,064	1,429,254
Total liabilities and net assets	16,712,943	16,822,482

(2) Quarterly Consolidated Statement of Operations and Quarterly Consolidated Statement of Comprehensive Income

Quarterly Consolidated Statement of Operations

(Millions of yen)

	Three months ended June 30, 2024	Three months ended June 30, 2025
Ordinary revenues	952,954	891,661
Income from insurance premiums	715,766	718,009
Investment income	211,304	150,958
Interest, dividends and income from real estate for rent	95,247	96,905
Gains from monetary trusts, net	49,461	2,479
Gains on investments in trading securities, net	31	-
Gains on sales of securities	18,314	39,937
Foreign exchange gains, net	40,779	-
Reversal of reserve for possible loan losses	323	-
Other investment income	665	596
Gains on separate accounts, net	6,480	11,040
Other ordinary revenues	25,882	22,693
Ordinary expenses	896,729	832,974
Insurance claims and other payments	616,693	624,631
Insurance claims	84,164	92,486
Annuity payments	90,507	90,145
Insurance benefits	44,662	45,871
Surrender payments	239,862	196,618
Other payments	29,157	34,564
Reinsurance premiums	128,338	164,945
Provision for policy reserves	117,564	59,591
Provision for policy reserve	117,560	59,587
Interest portion of reserve for policyholder dividends	3	3
Investment expenses	76,536	59,562
Interest expenses	398	1,333
Losses on investments in trading securities, net	-	53
Losses on sales of securities	21,262	33,782
Devaluation losses on securities	723	233
Losses from derivatives, net	45,657	14,631
Foreign exchange losses, net	-	1,128
Provision for reserve for possible loan losses	-	252
Depreciation of real estate for rent	1,604	1,670
Other investment expenses	6,889	6,476
Operating expenses	65,942	67,509
Other ordinary expenses	19,513	21,232
Equity in losses of affiliates	480	447
Ordinary profit	56,224	58,686

(Millions of yen)

	Three months ended June 30, 2024	Three months ended June 30, 2025
Extraordinary gains	416	2,641
Gains on disposal of fixed assets	413	919
Gains on negative goodwill	-	1,721
State subsidy	2	0
Extraordinary losses	2,369	5,307
Losses on disposal of fixed assets	115	92
Impairment losses	460	176
Provision for reserve for price fluctuations	1,791	4,772
Head office transfer cost	-	266
Subsidized Project Expenses	2	0
Provision for reserve for policyholder dividends	5,391	5,632
Income before income taxes	48,880	50,387
Income taxes (current)	13,649	13,633
Income taxes (deferred)	1,025	(604)
Total income taxes	14,675	13,028
Profit	34,204	37,359
Profit attributable to non-controlling interests	29	29
Profit attributable to owners of parent	34,175	37,329

Quarterly Consolidated Statement of Comprehensive Income

(Millions of yen)

	Three months ended June 30, 2024	Three months ended June 30, 2025
Profit	34,204	37,359
Other comprehensive income:		
Valuation difference on available-for-sale securities	32,335	16,153
Deferred gains (losses) on hedging instruments	38	3,965
Foreign currency translation adjustments	16	(9)
Share of other comprehensive income of associates accounted for using the equity method	12,547	10,921
Total other comprehensive income	44,937	31,031
Comprehensive income	79,142	68,390
(Breakdown)		
Comprehensive income attributable to owners of parent	79,142	68,319
Comprehensive income attributable to non-controlling interests	(0)	70

(3) Notes on Quarterly Consolidated Financial Statements

[Notes on Applicable Financial Reporting Framework]

Consolidated Financial Statements have been prepared in accordance with Article 4, Paragraph 1 of the Tokyo Stock Exchange, Inc.'s Standards for the Preparation of Quarterly Financial Statements (the Standards) and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4, Paragraph 2 of the Standards.

[Notes on Going-Concern Assumption]

Not applicable.

[Notes on Material Changes in Shareholders' Equity]

Not applicable.

[Additional Information]

[Application of revised generally accepted accounting principles in the United States (US-GAAP) at foreign affiliates]

Some of our foreign affiliates that adopt US GAAP, applied “Financial Services - Insurance” (Topic944) (ASU2018-12, ASU2019-09, ASU2020-11) from the beginning of the consolidated accounting period for the three months ended June 30, 2025.

The revised accounting standard pertains to the accounting treatment of liabilities related to future insurance benefits, etc. In accordance with this application, certain insurance liabilities of the affiliates were evaluated using a new calculation method, which included a change in discount rate and an annual review of insurance assumptions.

The revised accounting standard was applied retrospectively, and the consolidated financial statements for the three months ended June 30, 2024 and for the consolidated fiscal year ended March 31, 2025 were presented using figures after retrospective application. The cumulative effect of applying the revised accounting standard was added or deducted to the net assets at the beginning of the consolidated fiscal year ended March 31, 2025.

As a result, as of the end of the consolidated fiscal year ended June 30, 2024, profit attributable to owners of parent decreased by ¥10 million and income taxes (deferred) increased by ¥10 million. Also, the balance of securities increased by ¥93,933 million, other liabilities decreased by ¥8,329 million, deferred tax liabilities increased by ¥27 million, retained earnings decreased by ¥8,486 million, valuation difference on available-for-sale securities increased by ¥6,067 million, foreign currency translation adjustments decreased by ¥10,662 million and debt value adjustments of foreign subsidiaries and affiliates decreased by ¥5,514 million. Policy value adjustments of foreign subsidiaries and affiliates of ¥(3,618) million and valuation difference on policy reserves of foreign subsidiaries and affiliates of ¥124,448 million were newly recorded.

The impact on earnings per share is minor.

[Notes on Segment Information, etc.]

Information on ordinary revenues, income or loss by reportable segment

										(Millions of yen)
Three months ended June 30, 2024	Reportable segments					Subtotal	Others	Total	Adjustments	Amount on consolidated financial statements
	Taiyo Life	Daido Life	T&D Financial Life	T&D United Capital (consolidated)						
Ordinary revenues	¥277,498	¥311,477	¥363,686	¥1,288	¥953,950	¥11,679	¥965,629	¥(12,675)	¥952,954	
Intergroup transfers	2,160	327	-	-	2,488	83,081	85,569	(85,569)	-	
Total	279,659	311,805	363,686	1,288	956,438	94,761	1,051,199	(98,244)	952,954	
Segment income	17,161	32,351	8,534	273	58,321	79,557	137,878	(81,653)	56,224	

Notes:

1. Ordinary revenues instead of net sales are presented here.

2. Adjustments are as follows:

(1) The adjustment of ¥(12,675 million) to ordinary revenues is the transferred amount, which mainly consists of reversal of policy reserve of ¥11,721 million of ordinary revenues which are in ordinary expenses of the consolidated statement of operations as provision for policy reserve, and reversal of provision for employees' retirement benefits of ¥494 million of ordinary revenues which are in ordinary expenses of the consolidated statement of operations as provision for employees' retirement benefits.

(2) The adjustment of ¥(81,653 million) to segment income is mainly due to the elimination of dividends from subsidiaries and affiliates.

3. Segment income is adjusted to align with the ordinary profit set forth in the consolidated statement of operations.

Information on ordinary revenues, income or loss by reportable segment

										(Millions of yen)
Three months ended June 30, 2025	Reportable segments					Subtotal	Others	Total	Adjustments	Amount on consolidated financial statements
	Taiyo Life	Daido Life	T&D Financial Life	T&D United Capital (consolidated)						
Ordinary revenues	¥369,232	¥281,827	¥232,163	¥161	¥883,385	¥11,028	¥894,414	¥(2,752)	¥891,661	
Intergroup transfers	1,710	303	-	-	2,014	164,035	166,049	(166,049)	-	
Total	370,943	282,131	232,163	161	885,399	175,064	1,060,464	(168,802)	891,661	
Segment income (loss)	21,540	37,631	1,811	(517)	60,466	159,288	219,755	(161,068)	58,686	

Notes:

1. Ordinary revenues instead of net sales are presented here.

2. Adjustments are as follows:

(1) The adjustment of ¥(2,752 million) to ordinary revenues is the transferred amount, which mainly consists of foreign exchange gains, net of ¥1,911 million of ordinary revenues which are in ordinary expenses of the consolidated statement of operations as foreign exchange losses, net, and reversal of provision for employees' retirement benefits of ¥544 million of ordinary revenues which are in ordinary expenses of the consolidated statement of operations as provision for employees' retirement benefits.

(2) The adjustment of ¥(161,068 million) to segment income (loss) is mainly due to the elimination of dividends from subsidiaries and affiliates.

3. Segment income (loss) is adjusted to align with the ordinary profit set forth in the consolidated statement of operations.

[Notes on Quarterly Consolidated Statement of Cash Flows]

Consolidated Statement of Cash Flows for the three months ended June 30, 2025 was not prepared. Depreciation (including Depreciation of real estate for rent) for the three months ended June 30, 2025 is as follows.

Three months ended June 30,	Millions of yen	
	2024	2025
Depreciation	¥ 5,328	¥ 5,574

[Significant subsequent events]

[Acquisition of a company, etc. through stock purchase]

The Company has resolved at its board of directors meeting held on March 19, 2025 to acquire 29.9% ownership interest in Viridium Group GmbH & Co.KG ("Viridium"), which is a company specialized in closed-book business, from the funds and similar entities of Cinven Limited, through T&D United Capital Co., Ltd., a wholly owned subsidiary of the Company.

The transaction was completed on August 1, 2025 (Japan Standard Time) as outlined below, and Viridium became companies accounted for under the equity method of the Company.

The transaction was executed together with Allianz SE, BlackRock, Inc., Generali Financial Holdings and Hannover Rück SE.

The acquisition costs: approximately 116.0 billion yen

(The acquisition costs include advisory and other costs in relation to the transaction.)

[Financing through borrowings and issuance of corporate bonds]

The company has adopted a policy to raise up to 140.0 billion yen through borrowings and corporate bonds, with the aim of investments for growth investment, etc.

As for 1. Financing through borrowings was arranged through a syndicated loan, and the Company has resolved at its board of directors meeting held on June 26, 2025 to execute the borrowing.

As for 2. Issuance of corporate bonds, the Company has resolved at its board of directors meeting held on July 31, 2025 to issue the domestic unsecured straight bonds.

Furthermore, as bridge financing until the execution of the above-mentioned borrowing and corporate bonds issuance, 3. Financing through borrowings was executed on July 25, 2025. The summary of each transaction is described below.

1. Financing through borrowings

- (1) Total amount of borrowings: Maximum of 140.0 billion yen, together with corporate bonds described in 2.
- (2) Interest rate: To be determined
- (3) Execution Date: From late August 2025 onward (planned)
- (4) Maturity: Within ten years from the issue date
- (5) Redemption method: The borrowings will be redeemed in full upon maturity
- (6) Collateral/Guarantee: Not provided
- (7) Use of proceeds: To be appropriated for funds to refinance of borrowings related to growth investment and working capital

2. Issuance of corporate bonds

- (1) Total amount of issue: Maximum of 140.0 billion yen, together with borrowings described in 1.
- (2) Issue price: 100 yen per 100 yen in face value of each corporate bond
- (3) Interest rate: To be determined
- (4) Issue date: From August 1, 2025 to March 31, 2026 (planned)
- (5) Maturity: Within ten years from the issue date
- (6) Redemption method: The bonds will be redeemed in full upon maturity
- (7) Collateral/Guarantee: Not provided
- (8) Use of proceeds: To be appropriated for funds to refinance of borrowings related to growth investment and working capital

3. Financing through borrowings

- (1) Total amount of borrowings: 115.0 billion yen
- (2) Interest rate: 0.80364 percent (floating)
- (3) Execution Date: July 25, 2025
- (4) Maturity: July 25, 2026
- (5) Redemption method: The borrowings will be redeemed in full upon maturity
- (6) Collateral/Guarantee: Not provided
- (7) Use of proceeds: To be appropriated for growth investments and various expenditures

Independent Auditor's Interim Review Report

August 8, 2025

The Board of Directors
T&D Holdings, Inc.

Ernst & Young ShinNihon LLC
Tokyo, Japan

Designated Engagement Partner
Certified Public Accountant
Hiroshi Yamano

Designated Engagement Partner
Certified Public Accountant
Hiroyuki Kobayashi

Designated Engagement Partner
Certified Public Accountant
Yohei Kondo

Auditor's Conclusion

We have reviewed the accompanying quarterly consolidated financial statements of T&D Holdings, Inc. (the Group), which comprise the quarterly consolidated balance sheet as at June 30, 2025, and the quarterly consolidated statements of income, comprehensive income for the three-month period ended June 30, 2025, and notes to the quarterly consolidated financial statements.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying quarterly consolidated financial statements are not prepared, in all material respects, in accordance with Article 4, Paragraph 1 of the Tokyo Stock Exchange, Inc.'s Standards for the Preparation of Quarterly Financial Statements (the Standards) and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4, Paragraph 2 of the Standards.

Basis for Auditor's Conclusion

We conducted our review in accordance with review standards for interim financial statements generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Review of the Quarterly Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our review of the quarterly consolidated financial statements in Japan, including those applicable to audits of financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the evidence we have obtained provides a basis for our conclusion.

Responsibilities of Management, the Audit & Supervisory Committee for the Quarterly Consolidated Financial Statements

Management is responsible for the preparation of these quarterly consolidated financial statements in accordance with Article 4, Paragraph 1 of the Standards and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4, Paragraph 2 of the Standards, and for the internal controls as management determines are necessary to enable the preparation of quarterly consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the quarterly consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, including the disclosures related to matters of going concern as required by Article 4, Paragraph 1 of the Standards and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4,

Paragraph 2 of the Standards.

The Audit & Supervisory Committee is responsible for overseeing the execution of director's duty to the design and operation of the Group's financial reporting process.

Auditor's Responsibilities for the Review of the Quarterly Consolidated Financial Statements

Our responsibility is to express a conclusion on these quarterly consolidated financial statements based on our review from an independent standpoint.

As part of a review in accordance with review standards for quarterly financial statements generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the review. We also:

- Make inquiries, primarily of management and persons responsible for financial and accounting matters and apply analytical and other interim review procedures. A review is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in Japan.
- Conclude based on the evidence obtained whether anything has come to our attention that causes us to believe that the quarterly consolidated financial statements are not prepared in accordance with Article 4, Paragraph 1 of the Standards and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4, Paragraph 2 of the Standards, should we determine that a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. Additionally, if we conclude that a material uncertainty exists, we are required to draw attention in our auditor's interim review report to the related disclosures in the quarterly consolidated financial statements or, if such disclosures are inadequate, to modify our conclusion. Our conclusions are based on the evidence obtained up to the date of our auditor's interim review report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate whether anything has come to our attention that causes us to believe that the overall presentation and disclosure of the quarterly consolidated financial statements are not prepared in accordance with Article 4, Paragraph 1 of the Standards and accounting principles for quarterly financial statements generally accepted in Japan, applying the provisions for reduced disclosures as set forth in Article 4, Paragraph 2 of the Standards.
- Obtain evidence regarding the financial information of the entities or business activities within the Group as a basis for expressing a conclusion on the quarterly consolidated financial statements. We are responsible for the direction, supervision and review of the documentation of the interim review. We remain solely responsible for our conclusion.

We communicate with the Audit & Supervisory Committee regarding the planned scope and timing of the review and significant review findings.

We also provide the Audit & Supervisory Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our review of the quarterly consolidated financial statements in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied to reduce threats to an acceptable level.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes:

- * The original of above Interim Review Report is stored in the custody of the Group (The company, discloses the Quarterly Earnings Reports).
- * XBRL data and HTML data are excluded from the scope of the interim review.
- * The original Independent Auditor's Interim Review Report related to the quarterly consolidated financial statements is in Japanese. This English translation is prepared only for readers' convenience.