



December 4, 2025

Company Name: Kioxia Holdings Corporation
Representative: Representative Director
President and CEO Nobuo Hayasaka
Securities Code: 285A, TSE Prime
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Notice Regarding Change in Major Shareholders and Largest Shareholder

As of November 26, 2025, there has been a change in the largest shareholder of the Company, which is one of its major shareholders.

1. Background behind the change

As of December 3, 2025, the Company confirmed a change in its largest shareholder, one of its major shareholders, following the submission of a Report of Possession of Large Volume (Change Report) to the Kanto Local Finance Bureau.

2. Overview of the change in shareholders

(1) Overview of major shareholder who has become the new largest shareholder

Name	Toshiba Corporation
Location	72-34, Horikawa-cho, Saiwai-ku, Kawasaki-shi, Kanagawa, Japan
Title and name of representative	Representative Director, Corporate Officer, President and CEO Taro Shimada
Description of business	(1) Manufacture of electric machines and apparatus; (2) Manufacture of measuring instruments, medical machines and apparatus, and other machines and apparatus; (3) Software business, telecommunication business, broadcasting enterprise, information processing service and information providing service; (4) Chemical, metal and construction industries, real estate business, ceramic, mining and earth and stone extraction industries, electrical power supply enterprise and finance business
Capital	201,449 million yen

(2) Overview of major shareholder who is no longer the largest shareholder

Name	BCPE Pangea Cayman, L.P.
Location	P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
Title and name of representative	BCPE Pangea GP, LLC, its General Partner Bain Capital Investors, LLC, its Member John Connaughton, Co-Managing Partner
Description of business	Holding shares for investment purposes

3. Number of shares held, number of voting rights, and percentage of voting rights for each shareholder before and after the change

(1) Toshiba Corporation

	Status	Number of shares and voting rights held (percentage of voting rights)	Major shareholder ranking
Before the change (as of October 17, 2025)	Major shareholder	117,978,100 shares 1,179,781 voting rights (21.86%)	2nd
After the change (as of November 26, 2025)	Largest shareholder and major shareholder	117,978,100 shares 1,179,781 voting rights (21.86%)	1st

(2) BCPE Pangea Cayman, L.P.

	Status	Number of shares and voting rights held (percentage of voting rights)	Major shareholder ranking
Before the change (as of November 25, 2025)	Largest shareholder and major shareholder	118,751,000 shares 1,187,510 voting rights (22.01%)	1st
After the change (as of November 26, 2025)	Major shareholder	82,751,000 shares 827,510 voting rights (15.33%)	2nd

Note 1: Percentage of voting rights is calculated based on the total number of issued shares (539,746,500) and the total number of voting rights of all shareholders (5,396,325) as of September 30, 2025, rounded to the second decimal place. There are no shares that do not have voting rights as of September 30, 2025

Note 2: The above information is based on the Report of Possession of Large Volume (Change Report) submitted by BCPE Pangea Cayman, L.P. The Company has not been able to confirm the number of shares actually held in the name of the entity

Note 3: Major shareholder ranking is inferred by the Company based on the shareholder registry as of September 30, 2025

4. Future outlook

There is nothing to be noted.