

各 位

会 社 名 株式会社ほくほくフィナンシャルグループ 代 表 者 代表取締役社長 中澤 宏 本社所在地 富山市堤町通り一丁目2番26号 (コード番号8377 東証プライム市場、札証) 問 合 せ 先 経営企画部長 平井 浩就 (TEL. 076-423-7331)

取得条項付種類株式の一部取得に係る事項の決定に関するお知らせ (会社法第107条第2項第三号の規定による定款の定めに基づく取得条項付種類株式の一部取得)

当社は、2024年7月25日開催の取締役会において、以下のとおり、会社法第107条第2項第三号、第168条第1項及び第169条第2項の規定に基づき、取得条項付種類株式の一部取得に係る事項について決議しましたので、お知らせいたします。

記

- 1. 取得条項付種類株式の一部取得を行う理由 経営環境の変化に対応した機動的な資本政策の遂行のため。
- 2. 一部取得に係る事項の内容
- (1) 一部取得する日 20

2024年10月1日

- (2) 一部取得する株式の種類 当社第1回第5種優先株式(以下、「取得対象種類株式」)
- (3) 一部取得する株式の総数 一部取得する日における取得対象種類株式の発行済み総数から自己株式を除いた株式数の5分の1に相当する数
 - ※2024年3月31日時点の自己株式11,080株により計算すると、 総数53,726,000株から自己株式11,080株を除いた株式数の 5分の1、10,742,984株が取得数となります
- (4) 一部取得する株式の決定の方法

当社定款に基づき、取得対象種類株式の全株主について、その 持分の5分の1に相当する数

但し、5分の1に相当する数に1株未満の端数が生じる場合は、これを切り捨てした数

(5) 一部取得と引換に交付する財産の内容及び額の計算方法

金銭とし、(4)による一部取得株式数に、取得対象種類株式に 係る発行要項の定める一株当り償還価格 500 円を乗じた額

- (6) 一部取得と引換に交付する金銭の総額
 - (5) の額の総額

※2024年3月31日時点の自己株式11,080株により計算すると、 一部取得株式総数10,742,984株に500円を乗じた

5,371,492,000 円となります

(7) 今後の見通し 本件一部取得が当社の当期以降の業績に与える影響は軽微と認 識しております。

以上

本件に関するお問い合せ先 株式会社ほくほくフィナンシャルグループ 経営企画部 宮本 (076-423-7331)

Company Name: Hokuhoku Financial Group, Inc.
Representative: Hiroshi Nakazawa, Representative Director, President
Head office address: 1-2-26 Tsutsumicho-dori, Toyama-city, Toyama
(Code number: 8377; Tokyo Stock Exchange Prime Market, Sapporo Securities Exchange)
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Notice Regarding the Decision on Matters Related to the Partial Acquisition of Classified Shares with Acquisition Clause

(Partial acquisition of classified shares with acquisition clause to own pursuant to the provisions contained in the Articles of Incorporation established under Article 107, section 2, No.3 of the Companies Act)

Hokuhoku Financial Group, Inc. (hereinafter referred to as "the Company") hereby announces that the meeting of the Board of Directors held on July 25, 2024 decided on matters related to the partial acquisition of classified shares with acquisition clause to own pursuant to the provisions contained in the Articles of Incorporation established under Article 107, section 2, No.3, Article 168, section 1 and Article 169, section 2 of the Companies Act.

- 1. Reason for partial acquisition of classified shares with acquisition clause

 To implement flexible capital policies in response to changes in the business environment.
- 2. Details of partial acquisition
- (1) Date of partial acquisition October 1, 2024
- (2) Type of shares to be partially acquired
 1st series Type 5 preferred shares (hereinafter referred to as "the classified shares to be acquired")
- (3) Total number of shares to be partially acquired

The number equivalent to one-fifth of the total number of issued shares of the classified shares to be acquired on the day of the partical acquisition, excluding own shares.

- *Based on the own shares of 11,080 shares of March 31, 2024, the number of shares to be acquired will be 10,742,984 shares; which is one-fifth of the total number of shares excluding 11,080 own shares from the total number of 53,726,000 shares.
- (4) Method of determining the number of shares to be partially acquired
 Pursuant to the Articles of Incorporation, the Company shall acquire the number of shares equivalent to onefifth of the equities of all shareholders of the classified shares to be acquired
 However, if the number equivalent to one-fifth includes a fraction less than one share, the number shall be
 rounded down to the nearest one-fifth.
- (5) Description of property to be delivered in exchange for partial acquisition and calculation method of the amount

Money, calculated by multiplying the number of shares to be partially acquired under (4) by the redemption price per share of 500 yen set out in the issuance terms for the classified shares to be acquired

- (6) Total amount of money to be delivered in exchange for the partial acquisition Total amount of (5)
 - *Based on the own shares of 11,080 shares as of March 31, 2024, total amount of money to be delivered is 5,371,492,000 yen, calculated by multiplying the number of shares to be partially acquired (10,742,984 shares) by price per share of 500 yen.
- (7) Future Prospects

We believe that the partial acquisition will have a negligible impact on the Company's business performance for the current and subsequent fiscal years.