



# **FOR IMMEDIATE RELEASE**

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Announcement Regarding Stock Split, Amendment to the Number of Shares that Constitute One Unit, Partial Amendments to the Articles of Incorporation and Change in Ratio of American Depositary Receipts

(hereinafter, "ADRs") to Underlying Shares

TOKYO, Japan – October 26, 2012 - ORIX Corporation (TSE: 8591, NYSE: IX), a leading integrated financial services group, has announced that, at the meeting of its Board of Directors held today, it resolved the division of shares, amendment to number of shares that constitute one unit and partial amendments to the Articles of Incorporation. The details are as follows.

# 1. Purpose for the Stock Split, Amendment to the Number of Shares that Constitute One Unit and Partial Amendments to the Articles of Incorporation

In order to improve the convenience and liquidity of the securities exchanges where our shares are listed, in accordance with "Action Plan for Consolidating Trading Units" issued in November, 2007 by the securities exchanges in Japan, the Company split each share of its common stock into ten (10) shares and the number of shares that constitute one unit shall be amended from ten (10) shares to one hundred (100) shares. As a result, there is no substantive change in the amount of trading unit.

### 2. Details of the Stock Split

(1) Method of stock split

The record date for stock split shall be March 31, 2013 (Since such day is a

holiday, practical record date shall be March 29, 2013). Each share of common stock held by shareholders entered or recorded on the register of shareholders as of said record date will be split into ten (10) shares.

(2) Increase in number of shares by stock split
Increase in number of shares by stock split shall be the number of issued
shares at the end of March 31, 2013 multiplied by nine (9). The following
table indicates the increase in number of shares by stock split obtained by
tentative calculation using the total number of issued shares as of October
26, 2012.

Total issued shares before stock split: 110,268,622 shares

Increase in number of shares by

stock split: 992,417,598 shares Total issued shares after stock split: 1,102,686,220 shares

Total number of shares authorized to be

issued after stock split: 2,590,000,000 shares

(3) Schedule of stock split

Legal advertizing date for the record date: Not yet fixed

Record date of stock split: Sunday March 31, 2013

\*Practically, Friday March 29, 2013

Effective date of stock split: Monday April 1, 2013

#### 3. Amendment to the Number of Shares that Constitute One Unit

Number of shares that constitute one unit
 The number of shares that constitute one unit shall be amended from ten
 (10) shares to one hundred (100) shares.

(2) Effective date

Effective date of amendment to the

number of shares that constitute one unit: Monday April 1, 2013

## 4. Partial Amendments to the Articles of Incorporation

(1) Purpose for the amendments to the Articles of Incorporation

In line with the stock split and amendment to the number of shares that constitute one unit, the Board of Directors have, pursuant to Article 184 paragraph 2 and Article 191 of the Companies Act of Japan, resolved to partially amend the Articles of Incorporation.

## (2) Details of the amendments

(Changes indicated by underlined text)

	, ,
Current provisions of the Articles of	Provisions of the Articles of
Incorporation	Incorporation as proposed to be
	amended
Chapter II. Shares	Chapter II. Shares
Article 4. (Total Number of Shares	Article 4. (Total Number of Shares
Authorized to be Issued)	Authorized to be Issued)
The total number of shares	The total number of shares
authorized to be issued by the	authorized to be issued by the
Company shall be <u>259,000,000</u> .	Company shall be <u>2,590,000,000</u> .
Article 5. (Number of Shares that	Article 5. (Number of Shares that
Constitute One Unit)	Constitute One Unit)
In relation to the shares issued by	In relation to the shares issued by
the Company, ten (10) shares of	the Company, one hundred (100)
the Company shall constitute one	shares of the Company shall
(1) Unit with which a shareholder	constitute one (1) Unit with which a
may exercise one (1) vote at a	shareholder may exercise one (1)
General Meeting of Shareholders.	vote at a General Meeting of
	Shareholders.

## 5. Change in Ratio of ADRs to Underlying Shares

- (1) The ratio of ADRs to underlying shares will change as a result of the stock split. The change is not expected to impact ADR unit price levels or other material ADR terms.
- (2) Outline of Change in Ratio of ADRs to Underlying Shares

Current ratio: 1 ADR=0.5 underlying shares

New ratio: 1 ADR=5 underlying shares

First trade date with new ratio: April 1, 2013 (U.S. Eastern time)

Please note that a separate announcement will be made in connection with the "Adjustment of the Conversion Prices of Series Three Unsecured Convertible Bonds with Stock Acquisition Rights".

## (Note)

Although the effective date of stock split and amendment to the number of shares that constitute one unit is April 1, 2013 as set forth above, on a practical level, due to the necessity of transfer procedure of traded shares, schedule shall be as follows:

Last day for trading on the basis of the	Tuesday, March 26, 2013
current trading unit (ten (10) shares as	
one unit)	
Change of number of shares that	Wednesday, March 27, 2013
constitute one trading unit from ten (10)	
shares to one hundred (100) shares that	
may be traded	
Date that share price reflects the effect of	
stock split	
Effective date of stock split and	Monday, April 1, 2013
amendment to the number of shares that	
constitute one unit	