<English Translation of Informational Ad placed in the Nikkei on July 23, 2026>

Disclaimer: This document is a reference translation of the original announcement in Japanese. In the event of any differences between the original and the English translation, the original Japanese version shall prevail.

To unlock shareholder value of Orient Corp, Osaka Steel, Nippon Steel, Keihanshin Building, Yellow Hat, Goldcrest and Yodoko

Thank you for taking the time to consider Strategic Capital's shareholder proposals.

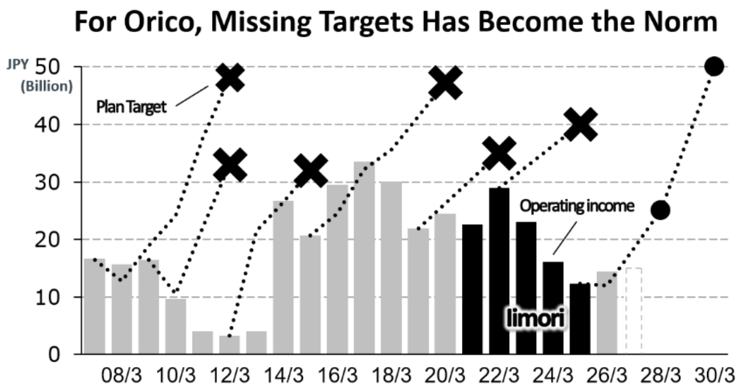
Please take a moment to read about the issues facing each company, including those to which we have made shareholder proposals to.

Orient Corp (8585)

As of May 31, 2026, Strategic Capital, Inc. ("SC") held approx. 13% of Orient Corp ("Orico").

Six missed Mid-term Plans. Where is Management accountability?

Over the past 20 years, Orico has never achieved its medium-term business plan ("MTBP"). That is six consecutive misses of its MTBP targets.[1] Despite the almost systematic underperformance, who bears responsibility remains unclear.



This includes Chairperson Tetsuo Iimori who, while serving as President, fell far short of the MTBP target, partly due to failures in overseas business, and the company did not resolve its sub-1x PBR.

Nevertheless, after Iimori stepped down as President and became Chairperson in April 2025, and Orico also changed its governance at the June 2025 AGM so that the Chairperson could also chair the board meetings. In other words, the person who should bear responsibility for past performance and share-price weakness is now able to preside over the board meeting deliberations as the Chairperson.

At this June's AGM approx. 20% of shareholders opposed Iimori's reappointment. SC also submitted a shareholder proposal to amend the Articles of Incorporation requiring the chair of the Board meetings be selected from among the outside directors. The proposal received approx. 25% support.

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[1] FY2026 based on company forecast

Sources - QUICK Workstation (Astra Manager), Bloomberg and company disclosure materials. SC ownership percentages are shown as approximate figures rounded to the nearest 0.5%.

Top management dominated by Mizuho FG alumni

Since 1983, all nine presidents have come from either Mizuho Bank or Mizuho Financial Group ("Mizuho FG")[2]. This is in contrast to their respective Corporate Governance reports where Mizuho FG states that it respects Orico's independence and exercises its voting rights on the appointment and dismissal of officers based on the judgment of Orico's Nomination and Remuneration Committee (" N&R Committee"), and Orico states that it informs Mizuho FG only after decisions have been made.

Since 1983, all nine presidents of Orico formerly worked at Mizuho Bank or Mizuho FG

President from	Name	Background/position
①1983	Yoshio Abe	Ex-Mizuho Bank: Deputy President
②1993	Hiroshi Arai	Ex-Mizuho Bank: Deputy President
③1999	Hisashi Kanai	Ex-Mizuho Bank: Exec MD
④2003	Ikuo Kaminishi	Ex-Mizuho Bank: Exec MD
⑤2007	Yoshimasa Nishida	Ex-Mizuho Bank: Managing Exec Officer

President from	Name	Background and position
⑥2011	Masayuki Saito	Ex-Mizuho FG: Managing Exec Officer
⑦2016	Masaaki Kono	Ex-Mizuho FG: Deputy President
⑧2020	Tetsu Iimori	Ex-Mizuho FG: Managing Exec Officer
⑨2025	Makoto Umemiya (current)	Ex-Mizuho FG: Deputy President

Orico's N&R Committee consists of Iimori and three outside directors, Kazumi Nishino, Executive Vice President of Hitotsubashi University, Yuki Sakurai, an advisor to Fukoku Mutual Life Insurance Company, and Iwao Matsui, who has served in positions including Superintending Prosecutor of the Fukuoka High Public Prosecutors Office.

However, despite three fourths of the N&R Committee being composed of diverse outside directors, this pattern of appointing the president from Mizuho alumni has continued.

With whose interests is management really aligned?

President Umemiya told SC in a meeting that he has not sold the Mizuho FG shares he disclosed holding back in March 2023. As a result, he continues to hold more Mizuho FG shares than Orico shares. (as of March 31, 2026). Iimori has gone so far as to refuse even to answer whether he owns Mizuho FG shares at all.[3]

President and Chairperson, both Mizuho alumni continue to hold Mizuho FG shares

[2] Including alumni from Mizuho bank before the merger

[3] Shares of Orico stock held by Umemiya, Iimori from June 30 Notice of Convocation of Shareholders' Meeting

If Orico management, who is responsible for enhancing Orico's corporate value, has confidence in doing so, they should hold Orico shares. It is entirely unclear why they would wish to continue holding shares of Mizuho FG, Orico's major shareholder.

SC's proposal requesting directors disclose shares of Mizuho FG held received 20% support. As directors of Orico, they should hold Orico shares, not Mizuho FG shares, to the greatest extent possible, and devote themselves to management from the same perspective as its shareholders.

<u>Orico's Distorted Relationship with Mizuho FG Persists</u>

In May 2026, Mizuho Bank announced that it had entered into a business alliance agreement with Muninova Holdings ("Muninova HD") and Orico. Mizuho Bank also announced that it would transfer approx. 15% of Orico's shares to Muninova HD leaving the company with approx. 33%.

However, despite this move, Orico remains a so-called listed subsidiary with a controlling shareholder and the issue of minority shareholder protection remains. Because this issue was not resolved and the business alliance agreement lacked specificity, Orico's share price plunged by approx. 14% the next trading day.

If this is truly a business alliance, Orico should promptly disclose specific details as well as when it is expected to contribute to earnings, and which KPIs will be used to evaluate its effectiveness.

<u>Manage Orico for the benefit of all shareholders</u>

As an independent listed company, the Board should not be excessively deferential to its largest shareholder, the outside directors should fulfill their supervisory function, and the directors should hold Orico shares to the greatest extent possible and devote themselves to maximizing the common interests of all Orico's shareholders.

Osaka Steel (5449) , Nippon Steel (5401),

Strategic Capital, Inc. (“SC”) is a shareholder of both Nippon Steel (“NS”), and it’s listed subsidiary Osaka Steel (“Osaka”) and as of May 31, 2026, SC held approx. 13% of Osaka.

<u>Nippon Steel’s inconsistent treatment of listed subsidiaries</u>

As noted, NS and Osaka are listed companies and exist within a parent-subsidiary listing structure. NS recently made Sanyo Special Steel (“Sanyo SS”) and Krosaki Harima (“Krosaki”), both of which had been listed subsidiaries, into wholly owned subsidiaries. On the other hand, it partially sold its shareholdings in Osaka. As such, their approach to listed subsidiaries with minority shareholders lacks consistency.

Among Nippon Steel’s remaining listed subsidiaries, there are companies, including Osaka, whose PBR has persistently remained below 1.0x. In addition, many of the full-time directors and all presidents are NS alumni in effect making these listed subsidiaries *amakudari* destinations for NS.[4]

NS Still Has Listed Subsidiaries Trading Below 1x PBR / Serving as *amakudari* destination

	As of Mar-2025		As of Mar-2026		
Name	**NS % Ownership**	**PBR**	**NS % Ownership**	**PBR**	**Full-time Director from NS/Total**
NS Solutions (2327)	63.4%	2.76x	63.4%	2.49x	5/5
Osaka Steel (5449)	65.8%	0.72x	55.5%	0.62x	4/4
Geoster (5282)	40.6%	0.40x	41.6%	0.54x	1/3
Sanyo Special Steel	52.9%	0.66x	Apr-2025 full acquisition		
Kurosaki Harima	42.8%	0.94x	Mar-2025 full acquisition		

<u>Nippon Steel is siphoning off excess cash from subsidiaries at low interest rates</u>

As a listed subsidiary, these companies are naturally expected to work to enhance the interests of minority shareholders not just their parent company, NS. However, NS has not only left their capital efficiency and share prices languishing but has also taken actions that impair the shareholder value of its listed subsidiaries.

A typical example is deposits and loans. The listed subsidiaries have long deposited or lent large amounts of surplus funds to the NS Group. For Osaka that amount has been almost equal to, and at times more than its market cap. Naturally, the interest rate on those funds falls far short of the cost of capital expected of a listed company. As a result, Osaka’s ROE over the past ten years has averaged only 0.4% (2.1% even if the loss from

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[4] NS’s ownership percentage is calculated as the number of shares directly held by NS divided by the total number of issued shares of Osaka, excluding treasury shares.

amakudari – (天下り ,literally "descent from heaven"), similar to the revolving door metaphor, is the institutionalized practice where Japanese senior bureaucrats, executives descend to high-profile positions in the private and public sectors

FY2025 is excluded) reflecting poor capital efficiency and its share price has not once exceeded its liquidation value, or 1x PBR, since 2008.

In regard to parent-subsidiary listings, the risk of conflicts of interest between the parent and the subsidiary's minority shareholders is often pointed out. The NS Group case is a textbook example, and the interests of minority shareholders continue to be impaired.

Shareholder proposal to Nippon Steel

In order to bring discipline to NS group's management of its listed subsidiaries, SC made a shareholder proposal at this June's AGM for NS to establish a Listed Subsidiary Review Committee.

Although the proposal was rejected, there is no indication that the Board discussed even the basic policy on holding listed subsidiaries and there are concerns NS will continue to operate its listed subsidiaries in a manner that disregards the interests of minority shareholders.

Nippon Steel and Osaka Steel insist on maintaining the parent-subsidiary listing

SC believes that it is in the best interest of the Osaka's minority shareholders would be NS to making Osaka a wholly owned subsidiary and has urged both companies to consider this course of action. However, NS and Osaka are adamant about maintaining the current parent-subsidiary listing. Moreover, despite the significant concerns surrounding such parent-subsidiary listings, whether Osaka Steel should unwind this structure does not appear ever to have been discussed at any of its board meetings.

If NS believes Osaka is a beneficial subsidiary, it would be reasonable to expect them to make it a wholly owned subsidiary as it did with Sanyo SS and Krosaki. However, with respect to Osaka, NS has taken the completely opposite approach by selling part of its shareholding for maintaining listing standards, suggesting that Osaka is a subsidiary of low importance. If that is the case, Osaka should remedy the current situation where it remains controlled by NS while continuing to impair shareholder value.

Shareholder proposal to Osaka Steel

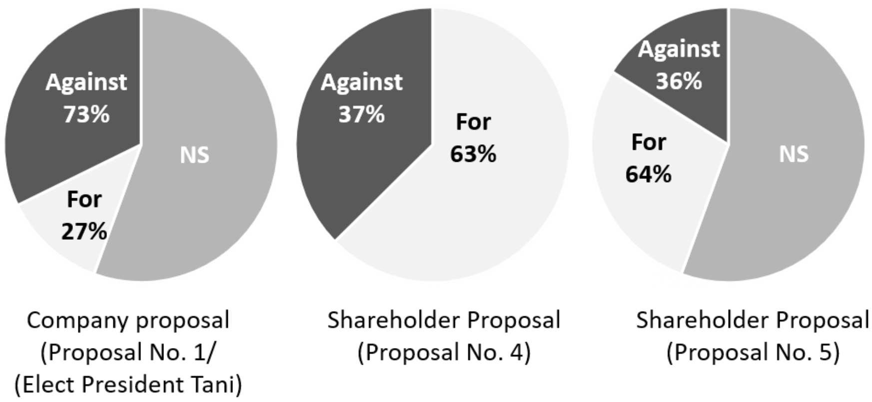
At this June's AGM SC submitted shareholder proposals for Osaka to acquire all shares held by NS (Proposal 4) and to pay a dividend with a DOE of 8% (Proposal 5). As stated above, the former was intended to enable Osaka to pursue the enhancement of shareholder value as a company independent from NS if they cannot be expected to make Osaka a wholly owned subsidiary. The latter was intended to enhance shareholder value even while maintaining the parent-subsidiary listing.

However, Osaka expressed opposition to both proposals. Although Osaka is a listed company, this suggests it intends to continue contributing solely to NS, while leaving the interests of minority shareholders impaired. All of Osaka's full-time directors are NS alumni raising concerns that they will continue to make decisions with undue consideration for NS.

Osaka Steel's minority shareholders are dissatisfied with the Status Quo

At Osaka's AGM, while all company proposals passed and all shareholder proposals were rejected, it was because NS holds approx. 56% of the voting rights and the will of minority shareholders is not necessarily being reflected. Specifically, with respect to the company proposal to elect directors (Proposal 1), the majority of minority shareholders voted against six of the seven candidates. Conversely, with respect to the shareholder proposals (Proposals 4 and 5), the majority of minority shareholders voted in favor. (For proposal 4, on which NS was unable to exercise its voting rights, it just narrowly failed to meet the two-thirds approval threshold required for passage receiving 63% support.) This makes clear that there is a conflict of interest between parent NS and Osaka Steel's minority shareholders.[5]

Minority shareholders oppose Company proposal, support shareholder proposal



From December 2026, the Tokyo Stock Exchange plans to require disclosure within six months after the AGM of the status of dialogue with shareholders, additional measures, and the implementation status of such measures if more than 50% of minority shareholders vote against a company proposal to elect directors. As noted, at Osaka's latest AGM, six of the seven directors fell within this criterion. It is clear that Osaka's current policy cannot be expected to resolve its PBR below 1.0x. Going forward, Osaka should not merely make formalistic disclosures but should sincerely consider new measures to enhance shareholder value.

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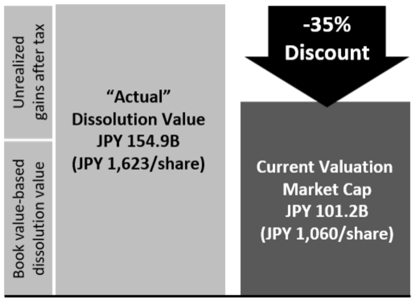
[5] Estimated from extraordinary report. The ratios of minority shareholders was calculated by deducting the estimated number of voting rights attributable to NS from the number of votes for company proposals, and from the number of votes against for shareholder proposals, respectively. Abstentions are excluded.

Keihanshin Building (8818)

As of May 31, 2026, SC held approx. 11% of the total outstanding shares of Keihanshin Building Corp ("Keihanshin") which is engaged in the real estate leasing business.

"35% discount" on Keihanshin Building



A deep discount to shareholder value

Keihanshin stock is trading at a 35% discount to its intrinsic value based on an adjusted equity basis that takes into account unrealized gains on rental and other real estate as well as applicable taxes.

Cross-shareholdings unwind remains stubbornly slow

One reason this discount has not been resolved is the presence of cross-shareholders. According to the annual securities reports, from FY2019 to FY2025, no major cross-shareholder[6], other than Daikin Industries, sold any Keihanshin shares. We believe that the slow progress in unwinding cross-shareholdings has created the conditions for the long-term share-price stagnation.

Management protected by cross-shareholders

At this year's AGM, SC submitted a shareholder proposal for Keihanshin to acquire its shares held by strategic shareholders as treasury stock. Management protected by cross-shareholders such as Ginsen, Sumitomo Mitsui Banking Corporation, Kinden, Kajima Corporation, San ju San Bank, The Hyakujushi Bank, Sansei Technologies and others are not considering fundamental measures to enhance shareholder value, such as improving capital efficiency and transitioning to an asset-turnover business model so value continues to be impaired. General shareholders do not need a fixed shareholder structure that protects management, it needs sound governance that encourages the enhancement of shareholder value.

Stop ad hoc share price fixes, create real shareholder value

In May 2026, Keihanshin introduced a new *yutai,* shareholder benefit program granting points based on the number of shares held exchangeable for products such as meat and rice. However, when it abolished a *yutai* granting QUO cards, prepaid gift cards widely accepted at convenience stores and other retail, in 2021, they explained that shareholder returns through dividends should be prioritized "from the perspective of fair profit returns to all shareholders." The new measure is nothing more than an ad hoc share price fix that is inconsistent with its previously stated shareholder return policy.

Rather than attempting to prop up the stock price through a *yutai* that only benefits a select few shareholders, Keihanshin management should prioritize a swift transition from an asset-holding, rental-income business model to an asset-turnover business model.

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[6] Major shareholder refers to shareholders who were listed within the top 10 according to Keihanshin's Mar 2020 and Mar 2026 annual securities report and who stated a reason other than pure investment for holding the stock

Yellow Hat (9882)

As of May 31, 2026, SC held approx. 14% of the total outstanding shares of Yellow Hat Ltd. ("Yellow Hat") which is engaged in the sale of automotive supplies and related businesses.

Improved MTBP, but valuation still falls short

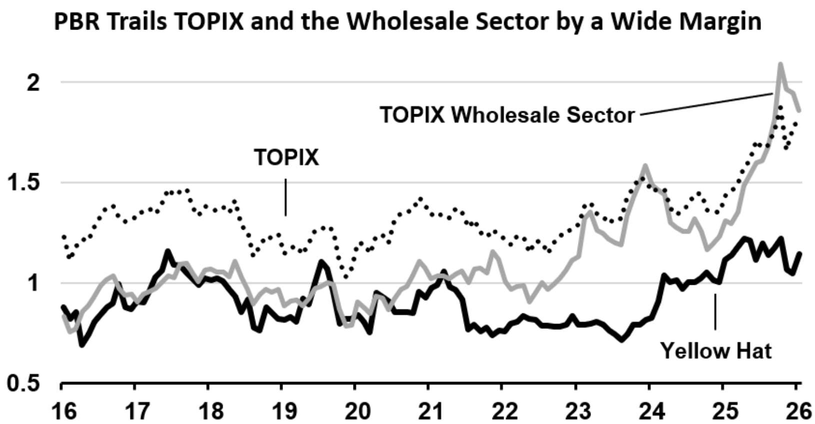
In January 2025, Yellow Hat revised its MTBP announcing measures including a total return ratio of at least 100%, ROE of at least 10%, the sale of rental and other real estate and cross-shareholdings, and a reduction of its shareholder equity ratio to approx. 50%. SC believes the policies were a major step forward toward enhancing shareholder value and broadly consistent with the proposals SC had made to date.

However, the share price did not improve sufficiently. SC believes this is because the return policy is not the "100% dividend PO ratio" it proposed but rather "a 45% dividend PO ratio plus 55% share buybacks."

Market skepticism toward return policy heavy on share buybacks

To achieve the target equity ratio, Yellow Hat would need to maintain same amount of the shareholder return beyond the current MTBP. However, share buybacks are easily viewed as a one-off form of return and, in the case of Yellow Hat, are likely to reduce share liquidity. As such, SC believes that market skepticism regarding the continuity of returns after the current MTBP ends is one factor behind the insufficient rise in the share price. Accordingly, at this year's AGM SC submitted shareholder proposals to change the return policy to a dividend payout ratio of 100%, and to introduce a stock-based compensation plan linked to PBR.

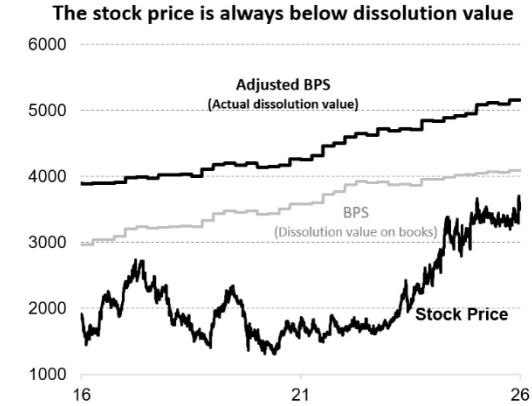
Changing the return policy Is the first step toward improving PBR



Yellow Hat's PBR has never exceeded the TOPIX PBR over the past ten years. While all our proposals were rejected, with approx. 25-32% support, President Kimura stated that he has a strong determination to improve PBR and explained that they monitor the PBR of the wholesale industry to which Yellow Hat belongs. As such, they should at least aim for the industry PBR. SC believes they can move substantially closer, even without assuming significant growth in the core business, by clearly setting a 100% dividend PO. It would not require any additional funds beyond the current return policy. It merely shifts returns made through share buybacks to dividends. We believe that enhancing market confidence the the capital plicy will contiinue by returning all such amounts through dividends is the first step toward improving PBR.

Goldcrest (8871)

As of May 31, 2026, SC held approx. 15% of the total outstanding shares of Goldcrest ("GC") a mid-sized condominium developer.

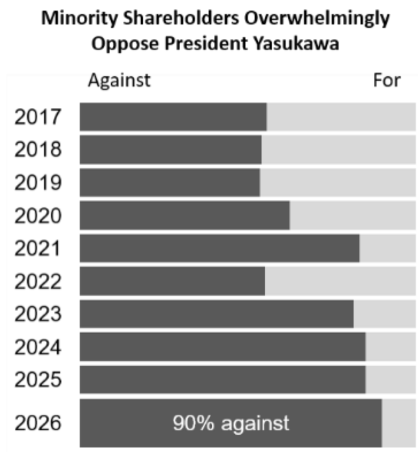


Failing grade as an executive of a listed company

Founded in 1992 by the current President Hidetoshi Yasukawa, in 2000, it achieved what was then a record[7] for the shortest time to listing on the First Section of the TSE. Yasukawa' is well-regarded in the industry and has achieved high margins with a lean workforce, which is commendable in real estate development and sales. However, his assessment as the manager of a listed company is entirely different.

A listed company executive is judged by how effectively shareholder value improves. GC trades below not only its adjusted BPS[8] but its unadjusted BPS, meaning that the PBR has been below 1x, or liquidation value, for ten plus years. The market is effectively saying, "If Yasukawa is going to continue run GC, it is better off liquidated."

GC still has no clear response to the TSE's 2023 request for "management that is conscious of cost of capital and stock price," and its day-to-day IR is also insufficient showing little consideration for minority shareholders.



Only Yasukawa supports President Yasukawa

The proposal to elect Yasukawa as director was opposed by the vast majority of shareholders[9] other than Yasukawa for ten consecutive years including the June 2026 AGM. Based on the voting results as well as the stock price, Yasukawa fails as the leader of a publicly traded company.

Yasukawa must face reality

However, since he holds 59% of the voting rights, he can continue to remain president. However, Yasukawa should face reality. 90% of shareholders other than himself oppose him so he should consider what needs to be improved.

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[7] Nikkei business Vol 20 Jan 2003

[8] Adjusted BPS adds estimated after-tax unrealized gains on rental real estate, real estate held for sale and work-in-progress real estate held for sale.

[9] Based on the extraordinary report. Yasukawa's voting rights (estimated from the 19,836,820 shares held by three parties related to him under an agreement per the June 19 CG report) deducted from the number of votes in favor. Abstentions are added to the number of votes against.

Yodoko (5451)

As of May 31, 2026, SC held approx. 5.5% of the total outstanding shares of Yodoko Ltd. ("Yodoko") which mainly manufactures and sells steel sheets.

SC decided not to submit shareholder proposals this year

Approximately three years have passed since SC invested in Yodoko. During that period, SC has continuously discussed measures to enhance shareholder value with management. While SC submitted shareholder proposals in 2024 and 2025, it decided not to in 2026 because of good expectations for the MTBP plan to be released in March 2026. However, the new plan was not at all satisfactory.

A MTBP that falls short of expectations

① Effectively lowering the ROE Target

Since taking the position, President Tanaka has publicly stated that, "the next MTBP will aim for 8% ROE on a core business basis, excluding gains on sales of strategic shareholdings." However, the target was for "8% ROE *including* the gains." With more than JPY 30B in strategic shareholdings, reducing them is an urgent issue and recently, gains by selling them have accounted for about 20% of pre-tax profit, having a significant impact. Despite effectively revising the target downward, Yodoko has not provided a sufficient explanation for why.

② An unambitious equity ratio reduction target

Its 76% equity ratio is excessive and depresses ROE. However, the new target calling for reducing to "60% by 2035," basically maintains the status quo. In ten years, most directors will have retired, meaning they have no determination to make improvements during their tenure. They explained the ratio may temporarily fall below 60% due to M&A etc. but the PBR is below 1.0x, and they have virtually no debt while holding cash and securities equivalent to roughly half its market cap. Instead of buying other companies at high prices, wouldn't it generate higher returns by acquiring its own deeply undervalued shares?

③ No plan to reduce real estate holdings

Excessive holdings are not limited to cash and securities. Real estate assets unrelated to the core business, including office buildings, cultural properties, golf courses, and golf driving ranges, are another cause of weak capital efficiency. Yodoko has explained to SC that it would proceed with divesting of its real estate holdings, but there has been no progress.

Revise the MTP without delay

The new MTBP cannot be expected to increase shareholder value and should be reconsidered promptly. In addition, before considering the acquisitions of other companies, it should first improve the valuation of its own share price. SC has proposed multiple measures to enhance shareholder value, including revisions to the shareholder return policy, capital policy, and reduction of asset holdings. Given Yodoko's financial position, these measures can easily be implemented.