

# The Strengthening of Strategic Capital and Business Alliance with Jefferies

Sep 19th, 2025



#### 1. Overview

- 1 Japanese Equities Joint Venture
  - Establish SMBC Nikko Jefferies Securities, a joint venture, to oversee wholesale Japanese equities business\*1
  - Consider establishing an intermediate holding company to ensure cohesive, group-wide management.

#### **SMFG SMBC** 14.5% **⇒ 20%** intermediate (voting rights remains <5%) holding company **Jefferies** 60% (voting rights) 40% (voting rights) 70% (economic ownership) 30% (economic ownership) New **SMBC Nikko SMBC Nikko Jefferies Securities** the core entity overseeing wholesale Japanese equities business

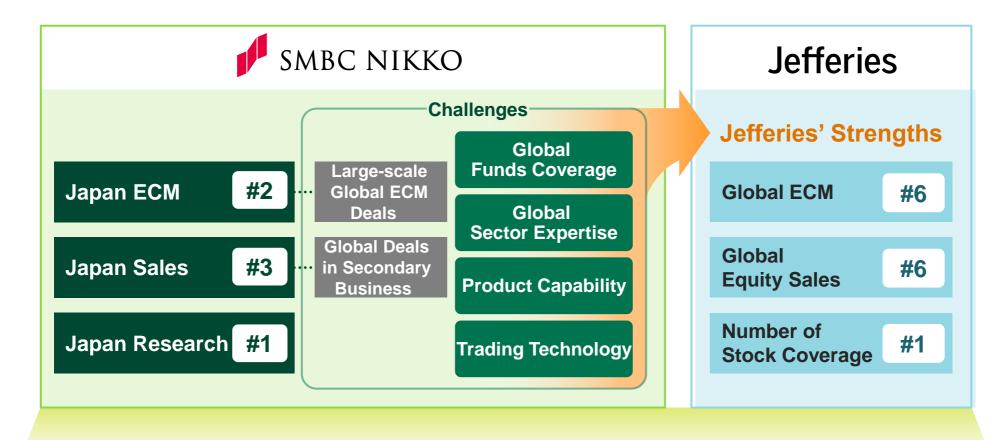
# 2 Strength the Capital Alliance

- Increase our economic ownership up to 20% (voting rights remains <5%)</li>
- Investment amount \*2 : JPY 135 bn
- CET 1 impact : (13) bps
- Profitability \*3: ROE c.13% in the 3<sup>rd</sup> year
   Profit contribution\*3: JPY 50 bn in the 5<sup>th</sup> year
   (JPY 10 bn from Japanese equities businesses)
- 3 Enhance collaboration in EMEA
  - Expand the joint coverage of fund sponsors
  - Receive a share of the M&A and ECM fees
  - 4 Credit Facilities
- Provide new credit facilities of USD 2.5 bn
- EMEA leveraged lending
- U.S. pre-IPO lending.

<sup>\*1</sup> SMBC Nikko's overseas wholesale Japanese equities business will be transferred to Jefferies

## 2. SMBC Nikko's strengths and challenges

While SMBC Nikko has a solid domestic presence, it faces challenges on large-scale and global deals. Integrate the Japanese equities business and fully leverage the strengths of both firms.



Pursue a stronger domestic and global presence through Japanese equities business integration

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## 3. Vision for Japanese Equities Joint Venture

We will dramatically enhance issuer and investor coverage across the global Japanese equities business by combining our respective strengths.

#### **Solutions for issuers**

Capture large-scale and global ECM deals from Japanese large corporations

Integration of capabilities		
Client Coverage	Global	
	Wholesale	
Research	Global	
Global Equity Trading Technology		
	Client Coverage  Research	

#### **Solutions for investors**

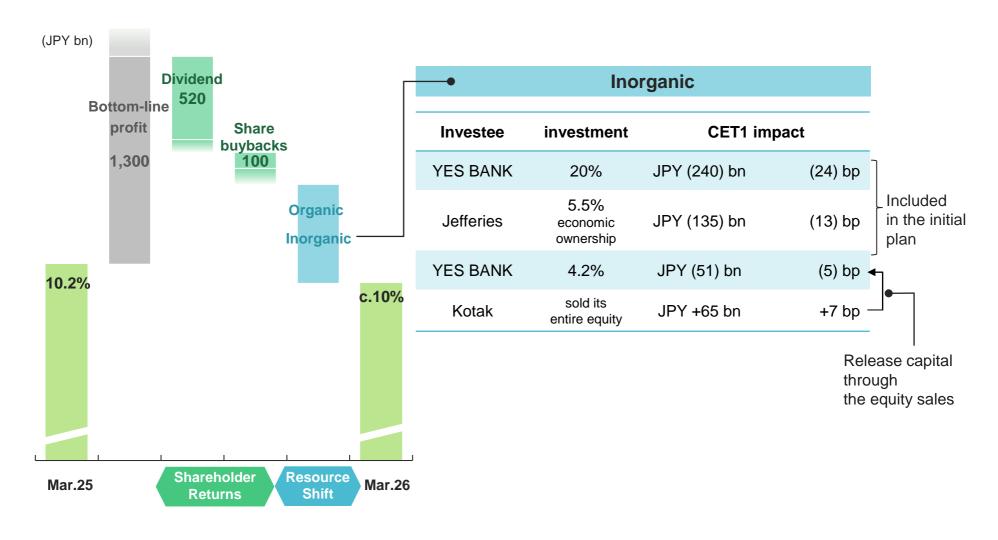
Enhance product capabilities for corporates and institutional investors (HF etc.)

Corporates: corporate equity derivatives

Institutional investors: synthetics prime brokerage

# 4. Capital Allocation

The CET1 ratio impact of the announced inorganic investments is included in our initial plan Expect to maintain the CET1 ratio at around 10% for FY3/26.

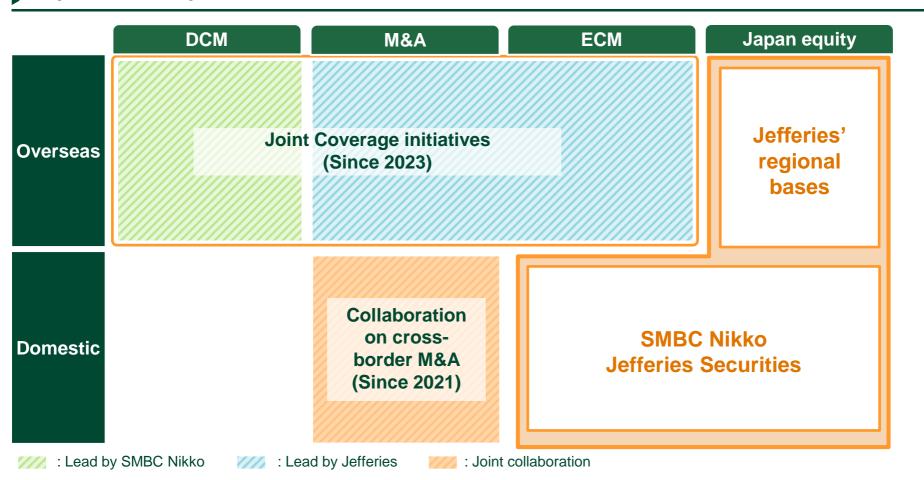


## (Ref.) Alliance with Jefferies

Since the strategic alliance began in 2021, the scope of our collaboration has steadily expanded.

Aim for further enhanced competitiveness by globally integrating wholesale Japanese equities businesses.

## **Expand the scope of collaboration with Jefferies**

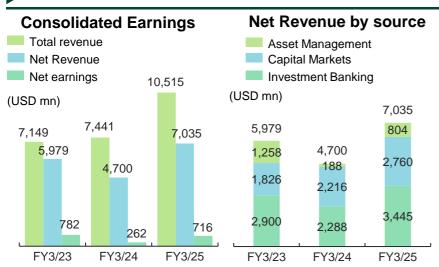


## (Ref.) Overview of Jefferies

### **Basic information**

Name	Jefferies Financial Group Inc.
Listing	NYSE (Market cap: JPY 2 tn*1)
Rating	BBB (S&P Global)
Establish- ment	1962
Represen- tative	Joseph Steinberg (Chairman) Richard Handler (CEO) Brian Friedman (President)
# of Employees	7,671 (as of May.25)

## **Financial Summary**



#### **Strengths**

M&A Advisory

- ✓ Leading top-tier global M&A franchise
- √ 190+ companies sold in FY3/25

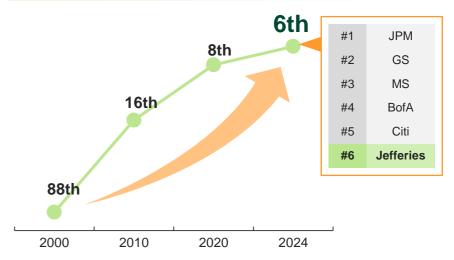
Equity Capital Markets

- ✓ Leading player for IPO in U.S.
- ✓ More than 1,280 ECM deals raising over \$415 bn over the last 5 years

Leveraged Finance

✓ Largest financial sponsor
 coverage universe and
 leader in U.S. leveraged finance

#### Fee share ranking of Jefferies in investment banking\*2



<sup>\*1</sup> The exchange rate is USD/JPY=147



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