

ORIX CORP  
Form 6-K  
January 14, 2015  
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# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 OF

THE SECURITIES EXCHANGE Act of 1934

For the month of January 2015

## ORIX Corporation

(Translation of Registrant's Name into English)

World Trade Center Bldg., 2-4-1 Hamamatsu-cho, Minato-Ku,

Tokyo, JAPAN

(Address of Principal Executive Offices)

## Edgar Filing: ORIX CORP - Form 6-K

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F  Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes  No

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**Table of Documents Filed**

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| 1. <u>English press release entitled, Announcement of Withdrawal of Shelf Registration for Disposal of Treasury Stock through Third Party Allotment</u> |             |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**ORIX Corporation**

Date: January 14, 2015

By /s/ Haruyuki Urata  
Haruyuki Urata  
Director  
Deputy President and Chief Financial Officer  
ORIX Corporation

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**Announcement of Withdrawal of Shelf Registration for Disposal of Treasury Stock through Third Party Allotment**

TOKYO, Japan January 14, 2015 ORIX Corporation (the Company), a leading integrated financial services group, today announced that it has submitted the withdrawal statement of the shelf registration with regards to the placement of common shares previously announced in accordance with the Announcement of Shelf Registration for Disposal of Treasury Stock through (planned) Third-Party Allotment released on May 9, 2014. The details follow below:

1. Summary of the Shelf Registration withdrew

(1) Shelf registration filing submission date  
May 9, 2014

(2) Government authority receiving the filing  
Kanto Local Finance Bureau

(3) Type of shares  
Common shares

(4) Planned disposal period  
One year starting from shelf registration effective date (May 17, 2014), and ends in May 16, 2015

(5) Planned disposal amount  
Up to 1,500 million yen

2. Records of shares disposal through Shelf Registration  
Total placement amount 807,767,100 yen

3. Reasons of Shelf Registration Withdrawal

To compensate certain directors and executive officers that were retired on June 24, 2014, the Company filed for shelf registration for treasury stock disposal in accordance with a share component of compensation for the directors and

executive officers of the Company. Following the completion of such planned treasury stock disposal, the Company has discontinued the shelf registration accordingly.

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**Contact Information:**

ORIX Corporation

Corporate Planning Department

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**About ORIX:**

ORIX Corporation (TSE: 8591; NYSE: IX) is a financial services group which provides innovative products and services to its customers by constantly pursuing new businesses. Established in 1964, from its start in the leasing business, ORIX has advanced into neighboring fields and at present has expanded into lending, investment, life insurance, banking, asset management, automobile related, real estate and environment and energy related businesses. Since entering Hong Kong in 1971, ORIX has spread its businesses globally by establishing locations in 35 countries and regions across the world. ORIX celebrates its 50<sup>th</sup> anniversary in 2014 and moving forward it aims to contribute to society while continuing to capture new business opportunities and sustain growth by promoting acceleration of its corporate strategy Finance + Services. For more details, please visit our website: <http://www.orix.co.jp/grp/en/>

**Caution Concerning Forward Looking Statements:**

These documents may contain forward-looking statements about expected future events and financial results that involve risks and uncertainties. Such statements are based on our current expectations and are subject to uncertainties and risks that could cause actual results to differ materially from those described in the forward-looking statements. Factors that could cause such a difference include, but are not limited to, those described under Risk Factors in the Company's annual report on Form 20-F filed with the United States Securities and Exchange Commission and under 4. Risk Factors of the Summary of Consolidated Financial Results of the Consolidated Financial Results April 1, 2013 March 31, 2014.