

## SBI Holdings, Inc. and Consolidated Subsidiaries

## ~ solidated Balan ce Sheets

Consolidated Balance Sheets							(Millions of Yer
	2005	2006	2007	2008	1Q 2008	2Q 2008	3Q 2008
ASSETS	31st March	31st March	31st March	31st March	30th June	30th September	
CURRENT ASSETS:	¥106,460	¥132,545	¥115,092	¥159,007	¥114,722	¥152,554	¥185,451
Cash and cash equivalents Time deposits	€100,400 2,904	₹132,545 399	¥115,052 616	₹155,007 1,518	₹114,722 12,307	¥152,554 62	₹185,451 375
Cash required to be segregated under regulations	188,150	332,876	340,090	313,817	361,723	317,242	304,270
Trade notes and accounts receivable	1,013	1,303	7,537	10,985	27,853	9,973	8,314
Operational investment securities Valuation allowance for operational investment securities	39,829 (463)	61,668 (338)	100,603 (18,603)	115,717 (4,967)	118,317 (5,853)	112,766 (5,895)	104,030 (6,185
Operational loans receivable	8,059	16,501	46,828	66,261	63,837	54,874	53,111
Real estate inventory	-	26,333	35,872	32,895	38,608	36,245	36,661
Trading assets Margin transaction assets:	2,859	3,093	4,329	1,728	3,302	340	424
Receivables from customers	317,801	562,693	489,269	274,887	298,296	228,462	151,274
Cash deposits as collateral for securities borrowed	15,680	18,547	11,303	17,995	12,556	21,031	23,54
Loans secured by securities Short-term guarantee deposits	7,052	$156 \\ 17,549$	$102 \\ 24,353$	13,414	$1,012 \\ 14,660$	$9 \\ 10,505$	23,460
Deferred tax assets—current	986	1,959	24,353 2,271	1,053	14,000	6,270	11,469
Prepaid expenses and other current assets	11,960	30,993	40,324	66,723	75,030	89,440	81,75
Allowance for doubtful accounts	(401)	(691)	(1,070)	(1,762)	(2,290)	(1,926)	(2,036
TOTAL CURRENT ASSETS	715,448	1,205,586	1,198,916	1,069,271	1,135,256	1,031,952	975,943
PROPERTY AND EQUIPMENT—Net:	4,715	4,144	4,602	5,728	5,212	7,001	8,099
LEASED ASSETS—Net:	8,231	11,225	10,036	7,877	_	5	4
INVESTMENTS AND OTHER ASSETS:							
Investment securities	11,686	28,127	19,390	15,972	17,002	13,418	11,582
Investments in unconsolidated subsidiaries and affiliated companies	807	23,534	60,420	25,923	21,814	23,114	22,28
Software, net of accumulated amortisation	4,017	5,169	6,559	8,816	8,740	9,007	9,16
Rental deposits Goodwill	4,323 1,581	4,358 44,638	4,726 53,513	6,801 60,874	6,916 58,653	6,887 140,088	7,111 138,22
Long-term trade receivables	2,824	1,701	1,536	50	49	48	48
Deferred tax assets—non-current	880	1,310	1,915	10,595	13,729	7,811	6,290
Other assets Allowance for doubtful accounts	3,362 (2,870)	3,760 (1,908)	7,764 (2,155)	12,109 (4,769)	24,564 (4,727)	24,815 (4,638)	24,712 (5,567
TOTAL INVESTMENTS AND OTHER ASSETS	26,610	110,689	153,668	136,371	146.740	220,550	213.842
TOTAL	¥755,004	¥1,331,644	¥1,367,222	¥1,219,247	¥1,287,208	¥1,259,508	¥1,197,888
LIABILITIES AND SHAREHOLDERS' EQUITY							
CURRENT LIABILITIES:							
Short-term borrowings	¥8,732	¥11,398	¥56,142	¥53,832	¥98,389	¥128,755	¥104,750
Current portion of long-term debt Income taxes payable	11,759 7,506	900 19,535	25,172 15,755	112,743 9,352	125,643 2,458	104,866 7,358	98,220 2,43
Margin transaction liabilities:	7,500	15,555	10,700	5,552	2,400	1,550	2,400
Payables to financial institutions	238,766	302,283	231,211	81,583	86,431	55,832	29,878
Proceeds of securities sold for customers' accounts	45,824	65,030	62,961	62,531	70,533	64,475	67,854
Loans secured by securities Consignment guarantee money received for margin transactions	1,165 151,652	56,553 303,385	55,825 297,448	35,441 272,006	35,778 297,804	38,947 266,672	41,874 255,790
Customers' deposits as collateral for commodity futures	19,309	32,072	45,356	39,574	44,857	46,492	46,979
Customers' deposits for securities transactions	15,427	21,495	16,234	20,147	22,945	21,555	20,54
Unearned income Accrued expenses	2,615 2,654	$3,671 \\ 3,594$	3,030 3,189	1,893 3,280	2,120 3,297	2,393 3,178	1,62 3,63
Contingent reserve	5,219	5,554		22	22	5,170	5,05
Deferred tax liabilities—current	3,367	2,096	7,201	8,867	6,607	3	1:
Other current liabilities TOTAL CURRENT LIABILITIES	16,619 530,614	25,550 847,567	30,549 850,073	39,363 740,634	34,518 831,402	18,821 759,347	45,313 718,919
	000,014	041,001	000,073	740,034	031,402	109,041	/10,918
LONG-TERM LIABILITIES:							
Long-term debt, less current portion Deferred tax liabilities—non-current	36,000 2,051	152,410 2,053	159,603 748	77,149 300	62,807 526	31,227 536	30,40' 54
Other long-term liabilities	302	1,469	3,633	5,431	14,026	14,523	14,830
TOTAL LONG-TERM LIABILITIES	38,353	155,932	163,984	82,880	77,359	46,286	45,784
STATUTORY RESERVES	2,675	4,928	6,524	7,967	7,277	7,252	7,256
MINORITY INTERESTS:	53,943	55,094	_				
	00,740	00,094	_		_		-
NET ASSETS	o . = o -						
Communication 1	$34,765 \\ 53,467$	54,229 115,692	54,914 116,519	55,158 116,762	55,189 115,947	55,195 219,001	55,20 219,00
Common stock Capital surplus		90,345	116,519 122,167	110,762	99,580	103,965	219,00
Common stock Capital surplus Retained earnings	33,377			(53,064)	(50,309)	(653)	(65)
Capital surplus Retained earnings Treasury stock—at cost	33,377 (239)	(5,908)	(53,062)				
Capital surplus Retained earnings Treasury stock—at cost Unrealized gain on available-for~sale securities	33,377 (239) 7,633	(5,908) 12,830	5,436	10,134	7,121	561	
Capital surplus Retained earnings Treasury stock—at cost Unrealized gain on available for-sale securities Foreign currency translation adjustments	33,377 (239)	(5,908)	$5,436 \\ 974$	10,134 (122)	7,121 13	(290)	(1,39
Capital surplus Retained earnings Treasury stock—at cost Unrealized gain on available-for-sale securities	33,377 (239) 7,633	(5,908) 12,830	5,436	10,134	7,121 13 2 13		(6,405 (1,392 13 12
Capital surplus Retained earnings Treasury stock—at cost Unrealized gain on available for sale securities Foreign currency translation adjustments Deferred hedged profit/loss	33,377 (239) 7,633	(5,908) 12,830	5,436 974 2	10,134 (122) 9	7,121 13 2	(290) 13	(1,39)

Note(1) The above financial statements are stated in Japanese yen, the currency of the country in which the Company is incorporated and operates.
 (2) Quarterly financial statements are not reviewed or audited by Deloitte Touche Tohmatsu.
 (3) Due to the enforce of new Corporate Law effective from 1st May 2006, Minority interests, Stock acquisition right and Deferred hedged profit/loss are presented in NET ASSETS after 1st May 2007.



SBI Holdings, Inc. and Consolidated Subsidiaries

Consolidated Statements of Operations with Segment Information
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Consolidated Statements of Operations with Segment In	formation									(Millions of Yen)
	Year Ended 31st March,2007	1Q	2Q	st March,2008	4Q	Year Ended 31st March,2008	1Q	ding 31st Marc	3Q	Nine-month period ended Dec.31, 2008
OPERATING REVENUES		Apr. –Jun.	Jul Sep.	Oct. – Dec.	JanMar.		Apr. – Jun.	JulSep.	OctDec.	
Asset Management	¥52,460	¥16,588	¥23,635	¥6,633	¥11,152	¥58,008	¥2,935	₩5,802	₩3,898	¥12,635
A. Investment in Securities	35,030	15,316	23,197	5,816	10,341	54,670	2,110	4,743	3,375	10,228
1) Revenue from Operational Investment Securities 2) Fees from Funds	28,783 6,247	15,025 291	22,829	5,533 283	10,060 281	53,447 1,223	1,828 282	4,460 283	3,096 279	9,384 844
Fees from Funds consists of:			368							
- Management Fee - Establishment Fee	2,917 606	291	285 50	283	282	1,141 50	282	283	279	844 0
- Success Fee	2,724	-	33	-	(1)	32	-	-	-	0
<b>B. Real Estate transactions</b> 1) Revenue from Operational Investment Securities	15,096 4,920									
2) Fees from Funds 3) Other Real Estate Related Revenue	51									
C. Investment Advisory Service Fee and Others	10,125	4 0.00	438	817	811	0.000		1.070	523	0.495
•	2,334	1,272				3,338	825	1,059		2,407
Brokerage and Investment Banking	¥66,419	¥17,377	¥18,809	¥17,409	¥14,936	¥68,531	<u>¥14,100</u>	¥12,852	¥10,923	<u>¥37,875</u>
A. Revenue from Securities Transactions B. Revenue from Commodity Futures Transactions	65,421 998	17,126 251	18,589 220	17,182 227	14,729 207	67,626 905	13,935 165	12,701 151	10,787 136	37,423 452
Financial Services	₩27,660	¥5,369	¥5,154	¥5,596	¥6,376	¥22,495	¥5,633	₩5,513	₩5,548	₩16,694
Housing and Real Estate		¥17,226	¥14,731	¥22,830	¥20.284	¥75,071	¥11,230	¥12,617	¥8,257	₩32,104
A. Real Estate Business		13,133	9,418	17,760	14,815	55,126	6,022	6,765	2,192	14,979
B. Financial Real Estate Bisiness		1,375	1,977	1,647	1,728	6,727	1,738	1,989	2,316	6,043
C. Lifestyle Networks Bisiness		2,718	3,336	3,423	3,741	13,218	3,470	3,863	3,749	11,082
System Solution Business		-	<u>¥59</u>	<u>¥35</u>	<u>¥229</u>	<u>¥323</u>	¥1,456	¥1,500	¥1,937	<u>¥4,893</u>
Eliminations/Corporate	(1,958)	(474)	(448)	(421)	(522)	(1,860)	(751)	(1,140)	(1,138)	(8,029)
OPERATING REVENUE	144,581	56,086	61,945	52,082	52,455	222,568	84,608	87,144	29,425	101,172
OPERATING COSTS										
Asset Management Brokerage and Investment Banking	47,971 4,295	11,002 1,400	19,839 2,063	3,193 1,531	4,307 1,622	38,341 6,616	1,909 1,342	2,626 1,616	3,700 1,143	8,235 4,101
Financial Services Real Estate and Housing	17,451	3,129 12,918	2,874 10,424	3,318 17,825	3,839 16,667	13,160 57,834	3,378 7,681	3,428 9,499	3,542 5,548	10,348 22,728
System Solution Business	-	-	41	33 (245)	175	249	1,122	1,229	1,518	3,869
Eliminations/Corporate	(971)	(182)	(185)		(244)	(856)	(165)	(165)	(127)	(457)
OPERATING COSTS	68,746	28,267	35,056	25,655	26,366	115,344	15,267	18,233	15,324	48,824
GROSS PROFIT	75,835	27,819	26,889	26,427	26,089	107,224	19,336	18,911	14,101	52,348
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES Asset Management	5,589	1,039	494	968	684	3,185	694	983	715	2,392
Brokerage and Investment Banking Financial Services	37,749	10,399 1,781	11,039 1,892	10,399 2,248	9,567 2,565	41,404	9,369	9,970 1,702	9,547 1,647	28,886 5,232
Real Estate and Housing	7,434	2,138	2,028	2,362	2,615	8,486 9,143	1,883 2,698	2,619	2,606	7,923
System Solution Business Eliminations/Corporate	1,968	(259)	300 447	124 844	123 820	547 1,852	438 345	409 807	320 449	1,167 1,601
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	52,740	15,098	16,200	16,945	16,374	64,617	15,427	16,490	15,284	47,201
OPERATING INCOME										
Asset Management Brokerage and Investment Banking	(1,100) 24,375	4,547 5,578	3,302 5,707	2,472 5,479	6,161 3,747	16,482 20,511	332 3,389	2,193 1,266	(517) 233	2,008 4,888
Financial Services	2,775	459	388	30	(28)	849	372	383	359	1,114
Real Estate and Housing System Solution Business	_	2,170 0	2,279 (282)	2,643 (122)	1,002 (69)	8,094 (473)	851 (104)	499 (138)	103 99	1,453 (143)
Eliminations/Corporate	(2,955)	(33)	(705)	(1,020)	(1,098)	(2,856)	(931)		(1,460)	(4,173)
OPERATING INCOME	¥23,095	¥12,721	¥10,689	¥9,482	¥9,715	¥42,607	¥3,909	¥2,421	(¥1,183)	¥5,147
OTHER INCOME (EXPENSES): Interest and dividends income	644	280	111	180	77	648	460	577	281	1,318
Interest expense Foreign exchange gain (loss)-net	(1,278)	(418) 136	(427) (99)	(466) (44)	(474) (719)	(1,785) (726)	(486) 245	(561) (226)	(737) (777)	(1,784) (758)
Gain (loss) on sale of investment securities-net	(23,575)	5,439	1,076	265	0	6,780	(1,328)	(236)	54	(1,510)
	(752)	(17)	(13) (102)	(1,637)	(647) 1	(677) (1,702)	(9,470) 261	9,102 49	(5,962) 29	(6,330) 339
appraisal loss of investment securities Dilution gain from change in equity interest	650	36				28	-		-	
	650 0 69,094	36 	27 (496)	1 0	0 (1,891)	(2,121)	-	-	-	
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill net Provision for statutory reserves	0	266 (480)	27	(259)	(1,891) (447)	(2,121) (1,611)	(0) (1.003)	(5) (802)	(0) (582)	(5) (2.387)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other-net	$0 \\ 69,094 \\ (1,599) \\ - \\ (4,251)$		27 (496) (425) (1,154) (354)	(259) (2,076) 93	(1,891) (447) (7,473) 63	(2,121) (1,611) (11,409) (1,213)	(1,003) 85	(802) (1,717)	(582) (2,482)	(2,387) (4,114)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net <b>OTHER INCOME (EXPENSES) - NET</b>	0 69,094 (1,599) 	266 (480) (706) (1,015) 3,521	27 (496) (425) (1,154) (354) (1,856)	(259) (2,076) 93 (3,943)	(1,891) (447) (7,473) 63 (11,510)	(2,121) (1,611) (11,409) (1,213) (13,788)	(1,003) 85 (11,236)	(802) (1,717) 6,181	(582) (2,482) (10,176)	(2,387) (4,114) (15,231)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amoritzation of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other-net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS	$0 \\ 69,094 \\ (1,599) \\ - \\ (4,251)$		27 (496) (425) (1,154) (354)	(259) (2,076) 93	(1,891) (447) (7,473) 63	(2,121) (1,611) (11,409) (1,213)	(1,003) 85	(802) (1,717) 6,181	(582) (2,482)	(2,387) (4,114)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current	0 69,094 (1,599) (4,251) 38,947 62,042 38,855	266 (480) (706) (1,015) 3,521	27 (496) (425) (1,154) (354) (1,856)	(259) (2,076) 93 (3,943)	(1,891) (447) (7,473) 63 (11,510)	(2,121) (1,611) (11,409) (1,213) (13,788)	(1,003) 85 (11,236)	(802) (1,717) 6,181	(582) (2,482) (10,176)	(2,387) (4,114) (15,231)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other-net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current Reversal of the prior year's income taxes Deferred	0 69,094 (1,599) (4,251) 38,947 62,042	266 (480) (706) (1,015) 3,521 <b>16,242</b>	27 (496) (425) (1,154) (354) (1,856) <b>8,883</b>	(259) (2,076) 93 (3,943) <b>5,589</b>	(1,891) (447) (7,473) 63 (11,510) (1,795)	(2,121) (1,611) (11,409) (1,213) (13,788) 28,819	(1,003) 85 (11,236) (7,827)	(802) (1,717) 6,181 <b>8,602</b>	(582) (2,482) (10,176) (11,359)	(2,387) (4,114) (15,231) (10,084)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current Reversal of the prior year's income taxes	0 69,094 (1,599) 	266 (480) (706) (1,015) 3,521 <b>16,242</b> 6,892	27 (496) (425) (1,154) (354) (1,856) 8,833 5,578	(259) (2,076) 93 (3,943) 5,589 2,762	(1,891) (447) (7,473) 63 (11,510) (1,795) 4,079	(2,121) (1,611) (11,409) (1,213) (13,788) <b>28,819</b> 19,311	(1,003) 85 (11,236) (7,327) 2,221	(802) (1,717) 6,181 8,602 7,597	(582) (2,482) (10,176) (11,359) (682	(2,387) (4,114) (15,231) (10,084)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current Reversal of the prior year's income taxes Deferred TOTAL INCOME TAXES	0 69,094 (1,599) 	266 (480) (706) (1,015) 3,521 16,242 6,892 - 922	27 (496) (425) (1,154) (354) (1,856) 	(259) (2,076) 93 (3,943) 5,539 2,762 	(1,891) (447) (7,473) 63 (11,510) (11,510) (1,795) 4,079 - (1,420)	(2,121) (1,611) (11,409) (1,213) (13,788) 28,819 19,311 	(1,003) 85 (11,236) (7,327) 2,221 - (3,365)	(802) (1,717) 6,181 8,602 7,597 (2,506)	(582) (2,482) (10,176) (11,359) (11,359) 6822 - 55	(2,387) (4,114) (15,231) (10,084) 10,500 - (5,816)
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill -net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current Reversal of the prior year's income taxes Deferred TOTAL INCOME TAXES	0 69,094 (1,599) 		27 (496) (425) (1,154) (1,856) <b>8,888</b> 5,578 - (1,286) 4,292	(259) (2,076) 93 (3,943) <b>5,539</b> 2,762 - (254) 2,508	(1,89) (447) (7,473) 63 (11,510) (1,796) 4,079 - (1,420) 2,659	(2,121) (1,611) (1,409) (1,213) (13,788) <b>28,819</b> 19,311 19,311 (2,038) 17,273 (7,317)	(1,003) 85 (11,236) (7,827) 2,221 - (3,365) (1,144)	(802) (1,717) 6,181 8,602 7,597 (2,506) 5,091 874	(582) (2,482) (10,176) (11,859	(2,387) (4,114) (15,231) (10,084) 10,500 (5,816) 4,684 2,920
Dilution gain from change in equity interest Reversal of allowance for doubtful accounts Amortization of goodwill net Provision for statutory reserves Equity in losses of subsidiaries and associated companies Other net OTHER INCOME (EXPENSES) - NET INCOME BEFORE INCOME TAXES/MINORITY INTERESTS INCOME TAXES Current Reversal of the prior year's income taxes Deferred TOTAL INCOME TAXES MINORITY INTERESTS IN NET INCOME	0 69.094 (1,599) 	266 (480) (706) (1,015) 3,521 <b>16,242</b> 6,892 222 7,814 (2,524)	27 (496) (425) (1,154) (354) (1,856) <b>8,838</b> 5,578 5,578 (1,286) 4,292 (1,286) (1,506)	(259) (2,076) 93 (3,943) 5,589 2,762 (254) 2,508 (1,447)	(1,891) (447) (7,473) 63 (11,510) (1,796) 4,079 - (1,420) 2,659 (1,840)	(2,121) (1,611) (1,409) (1,213) (13,788) <b>28,819</b> 19,311 19,311 (2,038) 17,273 (7,317)	(1,003) 85 (11,236) 2,221 2,221 (3,365) (1,144) 275	(802) (1,717) 6,181 8,602 7,597 (2,506) 5,091 874	(582) (2,482) (10,176) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,859) (11,176) (11,859) (11,176) (11,859) (11,176	(2,887) (4,114) (15,231) (10,084) 10,500 (5,816) 4,684 

(Millions of Yen)

Consolidated Statements of Cash Flows	(Millions of Yen)									(Millions of Yen)
	Year Ended									Nine-month period
	31st March,2007	1Q Apr. –Jun.	2Q Jul -Sep.	3Q Oct. – Dec.	4Q Jan.—Mar.	31st March,2008	1Q Apr. –Jun.	2Q Jul -Sep	3Q OctDec	ended Dec.31, 2008
OPERATING ACTIVITIES INVESTING ACTIVITIES FINANCING ACTIVITIES Newly consolidated subsidiaries and others	(¥67,409) 86,014 (58,176) 22,118		¥11,505 (10,543) (22,623) 605	¥26,968 (1,485) (21,048) 1,835	¥26,502 (10,820) 14,742 (940)	¥50,073 (20,610) (9,957) 24,409	(¥41,554) (21,225) 16,043 2,451	¥38,140 19,384 (19,473) (219)	¥63,484 1,812 (32,060) (339)	
CASH AND CASH EQUIVALENT - End of Period	¥115,092	¥144,809	¥123,253	¥129,528	¥159,007	¥159,007	¥114,722	¥152,554	¥185,451	¥185,451
Note(1) The above financial statements are stated in Japanese yen, the currency of the country in which the Company is incorporated and operates. Quarterly financial statements are not reviewed or audited by Deloitte Touche Tohmatsu. (2) Due to the change of business segment , Housing and Real Estate segment got independent from Asset Manegement Business from 1st April 2007.										