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SBI HOLDINGS, INC.

(Incorporated in Japan with limited liability)

(Stock code: 6488)

NOTIFIABLE TRANSACTION DISPOSAL OF SHARES IN SUBSIDIARY

The Board wishes to announce that on 25 November 2011 the Group has disposed of 100% equity interest in HOME0, indirectly wholly-owned subsidiary, at a consideration of approximately JPY 2.3 billion, and HOME0 ceases to be the Company's consolidated subsidiary.

As the applicable ratio with respect to the Disposal Transaction exceeds 5% but is less than 25% in revenue ratio, this transaction constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board wishes to announce that on 25 November 2011 the Group has disposed of 100% equity interest in HOME0, indirectly wholly-owned subsidiary, at a consideration of approximately JPY 2.3 billion, and HOME0 ceases to be the Company's consolidated subsidiary.

The Company indirectly holds 100% of equity interest in HOME0, right before the Disposal Transaction.

THE DISPOSAL TRANSACTION

Timing for payment of the consideration	25 November 2011
Parties	The Group, as the vendor and an individual person, as the Purchaser
Assets to be disposed of	The HOME0 Shares (179,422 shares representing 100% equity interest in HOME0)

Consideration

Approximately JPY 2.3 billion.

Today, as a consideration of approximately JPY 2.3 billion, the vendor took over 100% equity interests in IRI. The assets exceeding value of JPY 2.3 billion will be returned to the Purchaser at the end of January 2012 in the way that IRI will be split into two companies: one will succeed to IRI's assets of approximately JPY 2.3 billion in value, and the other to the remaining assets. SBI will then transfer all the outstanding shares of the latter company to the Purchaser as the return of the excess assets in IRI.

The Consideration was determined based on arm's length negotiation between the vendor and the Purchaser.

REASONS AND BENEFITS FOR ENTERING INTO THE TRANSACTION

The Group has set securities, banking, nonlife insurance, life insurance (in preparation of establishment business) and settlement services as its five core businesses, and achieved exponential growth by leveraging synergies between five core and other support businesses. On the other hand, there is less expectation for synergy between business of the Group and HOMEEO. The reorganization of the businesses currently processed under the concept of "Brilliant Cut Initiative" has led the decision of this disposal of the Group's equity interest in HOMEEO. This Disposal, restructuring of business, contributes to further growth of the Group through urging concentration of management and financial resources on promising business areas.

The Directors, including the independent non-executive Directors, consider that the terms thereof are fair and reasonable and in the interests of the shareholders of the Company as a whole.

FINANCIAL EFFECTS OF THE DISPOSAL

HOMEEO generated loss before and after tax in the half year ended 30 September 2011 of approximately JPY 0.6 billion and approximately JPY 0.5 billion respectively. Upon Completion, the profitability of the Group expects to be improved by effect of HOMEEO ceasing to be a subsidiary of the Company and no longer being consolidated in the financial statements of the Group.

The Group is expected to recognize loss before tax on disposal of HOMEEO of approximately JPY 0.9 billion which is calculated by net proceed of approximately JPY 2.3 billion from the Disposal less the book value of the HOMEEO shares of approximately JPY 3.2 billion as at 31 October 2011, and the de-minimis effects on profits after income tax subject to tax adjustments and other elements.

Save as disclosed herein, the Disposal will not have any material impact on the earnings and assets and liabilities of the Group.

USE OF PROCEEDS

The use of proceeds is not applicable for this case, since the consideration of this Disposal is not paid in cash.

INFORMATION OF THE GROUP

The Company is a holding company incorporated under laws of Japan in July 1999 and was listed on the Tokyo Stock Exchange (First section) and Osaka Securities Exchange (First section) in February 2002 and November 2002, respectively. The Company listed its Hong Kong depositary receipts (by way of secondary listing) on the Main Board of the Hong Kong Stock Exchange on 14 April 2011. The Group forms an internet-based financial group which has four core businesses and other businesses as follows:

- (i) Asset management business, which primarily involves the operation of investment funds;
- (ii) Brokerage and investment banking business, primarily the securities business;
- (iii) Financial services business, which offers a variety of innovative financial services;
- (iv) Housing and real estate business, primarily involving investments and development of real estate;
and
- (v) Other businesses.

INFORMATION OF HOMEO

HOMEO was incorporated in Japan on 11 November 1999 and is an indirectly wholly-owned subsidiary of the Company immediately before the Disposal Transaction.

Concentrating on a network of 43 outlets nationwide, HOMEO manufactures, sell, and provides services in cosmetics, household beauty instruments, and beauty/health foods.

The attributable loss before and after tax of the HOMEO Shares for the year ended 31 March 2011 were approximately JPY 2.3 billion and JPY 1.4 billion respectively. The attributable loss before tax and after tax of the HOMEO Shares for the year ended 31 March 2010 were approximately JPY 1.2 billion and JPY 0.8 billion respectively.

INFORMATION OF IRI

IRI was incorporated in Japan on 9 December 1996. It is a research and development company, established to aim at creation of ideal network society by applying formulation and operation skill of IP Network developed in academic view to industry fields.

Based on the audited accounts for the year ended 30 June 2010, IRI reported a loss before and after taxation both of approximately JPY 2.2 billion. Based on the audited accounts for the year ended 30 June 2011, IRI reported a profit before and after taxation both of approximately JPY 6.1 billion.

INFORMATION OF THE PURCHASER

The Purchaser does not meet the definition of connected person in respect of Chapter 14 of the Listing Rules.

LISTING RULES IMPLICATIONS

As at the date right before this announcement, the Company is the holding company of HOMEEO indirectly interested in 100.00% of the issued shares of HOMEEO.

As the applicable ratio with respect to the Disposal Transaction exceeds 5% but is less than 25% in revenue ratio, this transaction constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules.

GENERAL

Shareholders and potential investors are reminded that regardless to the contents of this announcement, care should be exercised when dealing in the shares of the Company.

DEFINITIONS

In this announcement, unless the context indicates or specifies otherwise, the following defined expressions have the following meanings:

“Board”	The Board of directors of the Company
“Company”	SBI Holdings, Inc., a company incorporated in Japan with limited liability
“Completion”	Completion of the Disposal Transaction
“Disposal”	The disposal of HOMEEO Shares
“Disposal Transaction”	The sale and purchase transaction entered into on 4 November 2011 among the Group and the Purchaser
“Director(s)”	The director(s) of the Company
“Group”	The Company and its subsidiaries
“HOMEEO”	HOMEOSTYLE Inc., indirectly wholly-owned subsidiary of the Company immediately before the Disposal Transaction
“HOMEEO Share(s)”	Ordinary share(s) of the HOMEEO

“IRI”	Internet Research Institute Ltd., a company incorporated in Japan with limited liability
“JPY”	Japanese Yen, the lawful currency of Japan
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Purchaser”	an independent third party individual from Japan
“%”	Per cent

On behalf of the Board
SBI Holdings, Inc.
Yoshitaka Kitao
Chief Executive Officer

Japan, 25 November 2011

As of the date of this announcement, the executive Directors are Mr Yoshitaka Kitao, Mr Taro Izuchi, Mr Takashi Nakagawa, Mr Kenji Hirai, Mr Tomoya Asakura, Mr Takashi Okita, Mr Noriaki Maruyama, Mr Shumpei Morita, Mr Shinji Yamauchi, Mr Makoto Miyazaki, Mr Yoshimi Takahashi, and Mr Masaki Takayanagi, the non-executive Directors are Mr Yasutaro Sawada, Mr Hiroyoshi Kido, Mr Noriyoshi Kimura and Mr Hiroshi Tasaka and the independent non-executive Directors are Mr Masaki Yoshida, Mr Kiyoshi Nagano, Mr Keiji Watanabe, Mr Takeshi Natsuno and Mr Akihiro Tamaki.