

February 5, 2016

SBI Holdings, Inc.

(TOKYO: 8473)

**Notice Regarding the Agreement of Share Transfer of  
Phnom Penh Commercial Bank**

SBI Holdings, Inc. (hereinafter "SBIH") hereby announces that it has signed an agreement to transfer the whole shares of Phnom Penh Commercial Bank (hereinafter "PPCB"), an equity method affiliate of SBIH, with a consortium centering on Jeonbuk Bank Co., Ltd. of South Korea (hereinafter "Jeonbuk Bank-centered Consortium").

1. Purpose of the transfer of shares

PPCB, which was established in September 2008 through the investment by SBIH and its subsidiary SBI SAVINGS BANK, is a Cambodian commercial bank of total assets of approximately JPY 50 billion (as of the end of December 2015).

The SBI Group has been continuously promoting business "Selection and Concentration" and has been pursuing to sell off the shares of PPCB. In this regard, all current shareholders of PPCB agreed to conclude the contract for share transfer at a total of USD 134 million with Jeonbuk Bank-centered Consortium.

However, the implementation of the agreement is based on the premise of authorizations to be granted by the relevant financial authorities in Cambodia and South Korea.

2. Outline of the company to be transferred

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|---------------------------|--|
| (1) Name                  | : Phnom Penh Commercial Bank                       |
| (2) Head office           | : Phnom Penh, Cambodia                             |
| (3) Date of incorporation | : September 2008                                   |
| (4) Business              | : Commercial bank, etc.                            |
| (5) Capital               | : JPY 4.7 billion (as of the end of December 2015) |
| (6) SBIH shareholding     | : 40%  |

3. Future prospects

Since the implementation of the agreement requires authorizations to be granted by the relevant financial authorities in Cambodia and South Korea, at the current moment, the time for the execution of the share transfer agreement is not yet determined. Therefore, the impact of this share transfer on SBIH's consolidated business performance and the timing of recognition are undefined.

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For further information, please contact:

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