

February 18, 2022
SBI Holdings, Inc.
(TOKYO: 8473)

Notice Regarding Share Acquisition Corresponding to the Accumulation of Shares of BroadBand Security, Inc. (Securities Code: 4398)

SBI Holdings, Inc. (hereinafter the “Company”), has decided to acquire the common shares of BroadBand Security, Inc. (Securities code: 4398; hereinafter “BBS”) from Morningstar Japan K.K. (hereinafter “Morningstar”), a consolidated subsidiary of the Company.

This acquisition will obtain over 5% of BBS shares on a voting right basis. Accordingly, the Company will announce the following given that this acquisition is considered as an act of accumulation that the cabinet order specifies as an act equivalent to the tender offer prescribed in Paragraph 1, Article 167 of the Financial Instruments and Exchange Act and Article 31 of the Enforcement Order for the said Act.

BBS is a consolidated subsidiary of the Company. Therefore, there will be no changes in the number of shares held including indirectly held shares (2,900,444 shares) and the proportion of the voting rights held (66.23%) by the Company.

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| 1. Stock under consideration | BroadBand Security, Inc. (Securities Code: 4398) |
| 2. Number of shares to be acquired | Common shares 556,800 shares |
| 3. Ratio of shares to be acquired to the total number of voting rights | 12.71%
(The ratio of shares to be acquired to the total number of voting rights is based on the number of voting rights (43,792 units) granted in accordance with the number of shares (4,379,234 shares) calculated by subtracting the number of treasury shares held by BBS as of December 31, 2021 (185,140 shares) from the total number of outstanding shares as of the same date (4,564,374 shares).) |
| 4. Date of acquisition of shares | February 21, 2022 (Plan) |
| 5. Notes | This share acquisition will be conducted by the Company by acquiring shares of BBS held by Morningstar at the closing price of February 18, 2022. For more information, please refer to the announcement made by Morningstar today, “Notice Regarding Recording Extraordinary Income Due to Sale of the Listed Shares and Recording Extraordinary Loss Due to Valuation Loss on Assets, etc.” |

For further information, please contact:

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