

January 30, 2023
SBI Holdings, Inc.
(TOKYO: 8473)

**Notice Regarding Share Acquisition Corresponding to the Accumulation of Shares of
Simplex Holdings, Inc. (Securities Code: 4373)**

SBI Holdings, Inc. (hereinafter the “Company”), has decided to acquire the common shares of Simplex Holdings, Inc. (Securities Code: 4373) on February 1, 2023, as explained below.

This acquisition will obtain over 5% of Simplex Holdings, Inc. shares on a voting right basis. Accordingly, the Company announces 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.

- | | |
|---|---|
| 1. Stock under consideration | Simplex Holdings, Inc. (Securities Code: 4373) |
| 2. Number of shares to be acquired | Common shares 3,040,300 shares |
| 3. Ratio of shares to be acquired to
the total number of voting rights | 5.4%

The ratio to the total number of voting rights is calculated based on the total number of voting rights (562,315), which is the total number of shares issued and outstanding (56,243,000 shares) subtracted by the number of shares without voting rights (11,500 shares) as of December 31, 2022. |
| 4. Date of acquisition of shares | February 1, 2023 (Plan) |
| 5. Notes | This share acquisition will be conducted by the Company based on the Capital and Business Alliance Agreement concluded today among the Company, SBI SECURITIES Co., Ltd., and Simplex Holdings, Inc. For more information, please refer to the announcement made by the Company today, “Notice Regarding Capital and Business Alliance Agreement and an Establishment of a Joint Venture Company with Simplex Holdings, Inc.” |

For further information, please contact:

SBI Holdings, Inc. Corporate Communications Dept., Tel: +81 3 6229-0126