

March 30, 2026
SBI Holdings, Inc.
(TOKYO: 8473)

Notice Regarding Conclusion of Basic Agreement to Acquire Shares of Star Music Entertainment Inc. (to make it a Subsidiary)

SBI Holdings, Inc. (hereinafter “the Company”) hereby announces that it has resolved, as of today, to enter into a basic agreement regarding the acquisition of all shares of Star Music Entertainment Inc. (Representative Director: Yuhei Watanabe; hereinafter “Star Music”), a consolidated subsidiary of Ridge-i Inc. (Representative Director and CEO: Takashi Yanagihara; hereinafter “Ridge-i”), currently held by Ridge-i Inc., as described below. If the share acquisition is completed, Star Music is expected to become a consolidated subsidiary of the Company.

1. Reason for the share acquisition

The Company currently holds 22.69% of Ridge-i shares, and Ridge-i is an equity method affiliate of the Company. On June 14, 2024, Ridge-i acquired 570,000 shares of Star Music (representing 53.77% of the voting rights) to enter growth areas and create synergies, thereby making Star Music its consolidated subsidiary. Subsequently, on May 30, 2025, Ridge-i acquired an additional 140,000 shares, resulting in total ownership of 710,000 shares (representing 66.98% of the voting rights).

The Company Group has been expanding the SBI Neo-media Ecosystem on a global scale, with SBI NEO MEDIA HOLDINGS Co., Ltd. serving as the core entity overseeing the Group’s media, entertainment, and marketing-related businesses. The Group also possesses a broad business foundation and extensive management resources in the business domain to which Star Music belongs. Through this share acquisition, Star Music is expected to become a consolidated subsidiary of the Company, enabling creation of business synergies with Group companies, efficient utilization of management resources, and strengthening of competitiveness.

In addition, Ridge-i’s custom AI solutions business has been growing beyond expectations, driven by large-scale orders for AI-related projects from the Company Group as well as continued engagements from existing clients. Accordingly, Ridge-i will enhance capital efficiency and achieve sustainable growth in corporate value by concentrating its management resources, particularly management personnel and AI talent, on this business.

For these reasons, the Company has decided to proceed with the share acquisition.

2. Overview of the company to become a subsidiary (Star Music)

(1)	Name	Star Music Entertainment Inc.		
(2)	Location	4F, Asia Building, 1-12-16 Jinnan, Shibuya-ku, Tokyo, Japan		
(3)	Job title and name of representative	Representative Director, Yuhei Watanabe		
(4)	Description of business	Music Business, Social Media Marketing Business		
(5)	Share capital	JPY 31 million		
(6)	Date of establishment	April 1, 2011		
(7)	Major shareholders and shareholding ratios	Ridge-i Inc. 66.98% Yuhei Watanabe 33.02%		
(8)	Relationship between the Company and the subject company	Capital relationship	Not applicable	
		Personnel relationship	Not applicable	
		Business relationship	Not applicable	
(9)	Operating results and financial position for the last three years (Unit: JPY million)			
As of / Fiscal year ended		March 31, 2023	March 31, 2024	March 31, 2025
Net assets		494	605	784
Total assets		886	1,081	1,069
Net assets per share		494.72	605.31	739.80

(JPY)			
Net Sales	1,672	1,898	1,966
Operating Income	226	133	186
Ordinary Income	247	149	209
Net Income	165	110	136
Net income per share (JPY)	165.85	110.63	129.13
Dividend per share (JPY)	—	—	—

3. Overview of the counterparty to the share acquisition

(1) Name	Ridge-i Inc.	
(2) Location	1-6-1 Otemachi, Chiyoda-ku, Tokyo	
(3) Job title and name of representative	Representative Director and CEO, Takashi Yanagihara	
(4) Description of business	- Consulting and development of deep learning technologies - Providing products through joint ventures, licensing, maintenance models, and in-house development, and other methods - Providing AI analysis solutions utilizing satellite data	
(5) Share capital	JPY 11.609 million (as of January 31, 2026)	
(6) Date of establishment	July 29, 2016	
(7) Net assets	JPY 2,458.78 million (as of July 31, 2025)	
(8) Total assets	JPY 2,846.318 million (as of July 31, 2025)	
(9) Major shareholders and shareholding ratios	Shareholders	Shareholding ratios
	SBI Holdings, Inc.	22.57%
	Yanagihara Holdings, Inc	15.02%
	Takashi Yanagihara	10.83%
	VALQUA, LTD.	9.65%
	Trustee of Specified Non-monetary Trust: SMBC Trust Bank Ltd.	5.03%
	SBI SECURITIES Co., Ltd.	2.86%
	EBARA Environmental Plant Co., Ltd.	1.93%
	Daisuke Gomi	1.62%
	Kenji Ishida	1.59%
	Takayoshi Komatsu	1.49%
(10) Relationship between the Company and the subject company		
	Capital relationship	The Company holds 22.69% of the shares of the subject company
	Personnel relationship	An executive officer of the Company concurrently serves as a director of the subject company
	Business relationship	The Company and the subject company have a business relationship related to AI projects
	Related party status	The subject company is an equity method affiliate of the Company and qualifies as a related party

4. Number of shares to be acquired, acquisition costs and shareholding before and after the acquisition

(1) Number of shares held before the change	0 shares (Number of voting rights: 0) (Ratio of voting rights held: 0%)
(2) Number of shares to be acquired	710,000 shares (total)
(3) Acquisition cost	To be determined through discussions toward the execution of the share acquisition agreement
(4) Number of shares held after the change	710,000 shares (Number of voting rights: 710,000) (Ratio of voting rights held: 66.98%)

5. Schedule

(1) Date of execution of the basic agreement	March 31, 2026
(2) Date of execution of the agreement	May 15, 2026 (planned)
(3) Closing date of the share acquisition	June 22, 2026 (planned)

6. Future outlook

Since the terms and conditions relating to the execution of this transaction will be determined through future negotiations, the acquisition price and the closing date of the share acquisition have not been finalized at this time. The acquisition price will be promptly disclosed once it has been determined. In addition, there is a possibility that a definitive agreement may not be executed depending on the progress of future discussions and negotiations. In such case, the Company will promptly make an announcement. Furthermore, if the share acquisition is completed, the impact on the Company's consolidated financial results for the fiscal year ending March 2027 is expected to be minor.

For further information, please contact:

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