

August 26, 2022
SBI Holdings, Inc.
(TOKYO: 8473)

**Notice Regarding Share Acquisition of Shares of
CHANGE Inc. (Securities code: 3962) that Falls Under the “Buying Up”**

SBI Holdings, Inc. (hereinafter the “Company”) hereby announces that it will acquire shares of CHANGE Inc. (Securities code: 3962) on August 30, 2022, as follows.

This acquisition will obtain over 5% or more on a voting rights basis. Accordingly, the Company announces the following given that this acquisition is considered as “Buying Up” 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.

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| 1. Stock under consideration | CHANGE Inc. (Securities code: 3962) |
| 2. Number of shares to be acquired | Common shares 5,100,000 shares |
| 3. Ratio of shares to be acquired to the total number of voting rights | 7.05%
(The ratio to the total number of voting rights is calculated based on the total number of voting rights (722,828), which is the sum of the number of voting rights of all shareholders as of March 31, 2022 (722,828) and the number of voting rights pertaining to shares delivered upon exercise of stock acquisition rights between April 1, 2022 and July 31, 2022 (0). The total number of outstanding shares as of June 30, 2022 was 72,959,562.) |
| 4. Date of acquisition of shares | August 30, 2022 (Plan) |
| 5. Remarks | This acquisition is based on a stock purchase agreement signed today with the existing shareholders of CHANGE Inc. to acquire the company's shares by over-the-counter (OTC) trading in an off-market. |

For further information, please contact:

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