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## **SBI HOLDINGS, INC.**

(Incorporated in Japan with limited liability)

(Stock code: 6488)

### **OVERSEAS REGULATORY ANNOUNCEMENT AND INSIDE INFORMATION**

This announcement is made pursuant to Rules 13.09(2)(a) and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Please refer to the attached copy of the Announcement.

On behalf of the Board  
**SBI Holdings, Inc.**  
**Yoshitaka Kitao**  
*Representative Director,  
President & Chief Executive Officer*

Japan, 8 May 2014

*As of the date of this announcement, the executive Directors are Mr. Yoshitaka Kitao, Mr. Takashi Nakagawa, Mr. Tomoya Asakura, Mr. Shumpei Morita and Mr. Peilung Li, the non-executive Directors are Mr. Masato Takamura, Mr. Hiroshi Tasaka and Mr. Teruhide Sato and the independent non-executive Directors are Mr. Masaki Yoshida, Mr. Kiyoshi Nagano, Mr. Keiji Watanabe, Mr. Akihiro Tamaki and Mr. Masanao Marumono.*

8 May 2014  
SBI Holdings, Inc.  
(Tokyo: 8473/Hong Kong: 6488)

**Notice regarding Adjustment of Conversion Price for  
¥30,000,000,000 Zero Coupon Convertible Bonds Due 2017**

SBI Holdings, Inc. (hereinafter “SBIH”) hereby announces the adjustment of the conversion price for its ¥30,000,000,000 Zero Coupon Convertible Bonds due 2017(the “Bonds”).

1. Adjustment of Conversion Price

Name of issue	Conversion price prior to the adjustment	Conversion price after the adjustment
¥30,000,000,000 Zero Coupon Convertible Bonds due 2017	¥1,534.0	¥1,523.4

2. Record Date

As of 31 March 2014 (Japan time)

3. Effective Date for the new Conversion Price

Retroactively from the day after the Record Date set out above (Japan time)

4. Reason for the adjustment

Adjustment of Conversion Price pursuant to Condition 5.2.4 of the terms and conditions of the Bonds due to the Extraordinary Dividend (as defined in such Condition 5.2.4) resulting from payment of an annual dividend of ¥20 per Share. The Payment of such dividend was approved at a meeting of the board of directors on 8 May 2014.

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For further information, please contact:

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