Securities Code: 8473

June 8, 2022

Yoshitaka Kitao

Representative Director, President & CEO

SBI Holdings, Inc.

1-6-1, Roppongi, Minato-ku, Tokyo, Japan

CONVOCATION NOTICE FOR THE 24TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Notice is hereby given that the 24th Ordinary General Meeting of Shareholders of SBI Holdings, Inc. (the "Company") will be held as detailed hereinafter, and your attendance is cordially requested.

In the event that you are unable to attend the meeting, you may exercise your voting rights using one of the methods below. To do so, we kindly ask that you first examine "THE REFERENCE MATERIALS FOR THE GENERAL MEETING OF SHAREHOLDERS" set out later in this document, and then exercise your voting rights by the close of the Company's business (5:45 p.m., Japan time) on Tuesday, June 28, 2022.

Exercise of Voting Rights in Writing

Please indicate on the Voting Rights Exercise Form enclosed herewith your approval or disapproval of the proposals and return the form. The form must reach the Company by the abovementioned deadline.

Exercise of Voting Rights via the Internet

Please refer to "How to Exercise Voting Rights via the Internet" on pages 6 to 7 and exercise your voting rights by the above-mentioned deadline.

Particulars

1. Date and time: Wednesday, June 29, 2022, at 10 a.m., Japan time

2. Location: Heian Room, 1st Floor, The Okura Prestige Tower of The

Okura Tokyo, 2-10-4 Toranomon, Minato-ku, Tokyo, Japan

3. Matters to be dealt with at the Meeting:

Matters for Reporting

1. Report on the Business Report and the Consolidated Financial Statements, and report on results of the audit by the Accounting Auditor and the Board of Statutory Auditors

on the Consolidated Financial Statements for the 24th fiscal year (from April 1, 2021 to March 31, 2022)

2. Report on the Non-Consolidated Financial Statements for the 24th fiscal year

Please refer to "Holding of the Adjourned Meeting for the 24th Ordinary General Meeting of Shareholders" on page 5 regarding the handling of the matters for reporting.

Matters for Resolution

First Item of Business Partial Amendment of Articles of Incorporation

Second Item of Business Election of Fifteen (15) Directors

Third Item of Business Election of Four (4) Statutory Auditors

Fourth Item of Business Election of One (1) Substitute Statutory Auditor

Fifth Item of Business Payment of Retirement Allowance to Retiring Directors

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— End of convocation notice —

* Notice regarding measures to be taken to prevent novel coronavirus infections

- If you plan to attend the meeting, please monitor your physical condition up to and on the day of the meeting, and if you feel unwell, please refrain from attending the meeting.
- If you are unable to attend the meeting, images of the meeting will be streamed live via the Internet so that you can view the proceedings of the meeting from your home instead of attending the meeting. Please also consider exercising your voting rights in writing or via the Internet before the day of the meeting.
- At the entrance of the Meeting Room, your temperature may be taken using thermography or another method and you may be asked to wear a mask.
- Entry to the Meeting Room will be accepted in the order of arrival, and we may limit the number of shareholders who can enter the Meeting Room in order to ensure distancing between seats in the Meeting Room.
- * Attendees are kindly requested to submit the enclosed Voting Rights Exercise Form at the reception desk at the entrance of the meeting room.
- * If a shareholder exercises voting rights by proxy, another shareholder who holds voting rights may attend the general meeting of shareholders as that proxy. However, please understand that submission of a written document certifying the proxy's authority is required.
- * In the event of any changes being made to "THE REFERENCE MATERIALS FOR THE GENERAL MEETING OF SHAREHOLDERS," matters as changed will be posted on the Company's website on the Internet.

* For the purpose of reducing resource consumption, we will not send notices of resolutions and other notices after the Ordinary General Meeting of Shareholders and will post such notices on the Company's website on the Internet for this meeting and future meetings. Thank you for your understanding.

The Company's website (https://www.sbigroup.co.jp/investors/index.html)

Information Regarding Debriefing Session on Recent Management News

We hereby inform you that, after the close of the Ordinary General Meeting of Shareholders, we will hold a debriefing session on recent developments in management at the same location.

In this session, held separately from the Ordinary General Meeting of Shareholders, we would like to provide our shareholders with details of the Group's business activities and explain our future prospects. We also hope to address questions or inquiries from our shareholders.

It is planned that images from the debriefing session on recent developments in management will be subsequently made available on the Company's website so that you can view the proceedings of the session. Please consider taking advantage of this service from the perspective of preventing novel coronavirus infections.

Holding of the Adjourned Meeting for the 24th Ordinary General Meeting of Shareholders

The Company originally planned to report to our shareholders at the 24th Ordinary General Meeting of Shareholders of the Company scheduled to be held on June 29, 2022 (the "Meeting") the "Report on the Business Report and the Consolidated Financial Statements, and report on results of the audit by the Accounting Auditor and the Board of Statutory Auditors on the Consolidated Financial Statements for the 24th fiscal year (from April 1, 2021 to March 31, 2022)" and the "Report on the Non-Consolidated Financial Statements for the 24th fiscal year" (collectively, the "Matters for Reporting for the 24th Fiscal Year"), which are among the matters to be dealt with at the Meeting.

However, procedures relating to the settlement of accounts have not been completed at present as the Company is required to prepare accounting-related documents for the Company that consolidate documents both for the Company and Shinsei Bank, Limited in connection with Shinsei Bank, Limited becoming a consolidated subsidiary of the Company as of December 17, 2021, and that preparation has taken considerable time.

Due to the aforementioned circumstances, the Company is unable to provide the Business Report, the Consolidated Financial Statements, the Non-Consolidated Financial Statements, the Audit Report by the Accounting Auditor, and the Audit Report by the Board of Statutory Auditors for the 24th fiscal year (the "Documents to be Provided") that ordinarily would be attached to the Convocation Notice of the Meeting.

Accordingly, the Company will refer to our shareholders at the Meeting a proposal to the effect that the Company hold an adjourned meeting for the Meeting (the "Adjourned Meeting") and report Matters for Reporting for the 24th Fiscal Year at the Adjourned Meeting promptly after the completion of necessary proceedings, such as receipt of the Audit Report by the Accounting Auditor, and request the shareholders to entrust decisions regarding the date, time, and location of the Adjourned Meeting to the Board of Directors (the "Proposal"). If the Proposal is approved at the Meeting, the Company intends to separately send to our shareholders a notice for the holding of the Adjourned Meeting and subsequently hold the Adjourned Meeting.

The Documents to be Provided for the 24th fiscal year will be provided to our shareholders as an attachment to the notice for the holding of the Adjourned Meeting. Since the Adjourned Meeting would constitute a part of the Meeting, shareholders who are entitled to attend the Adjourned Meeting would be the same as those who are entitled to exercise voting rights at the Meeting.

We sincerely apologize to our shareholders for the inconvenience this causes.

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How to Exercise Voting Rights via the Internet

1. Exercising voting rights via the Internet

(1) You may exercise voting rights at "the website for exercising voting rights" designated by the Company (the URL below) instead of exercising your voting rights in writing. If you wish to exercise your voting rights at this website, please log in to the website with the code and the password for exercising voting rights that are set out on the right-hand side of the Voting Rights Exercise Form enclosed herewith and enter the necessary matters by following the instructions that appear onscreen.

In order to ensure security, you will need to change the password when you log in to the website for the first time.

https://soukai.mizuho-tb.co.jp/

- (2) The deadline for exercising voting rights is 5:45 p.m. on Tuesday, June 28, 2022 (JST), and you will need to have finished the voting process by that time. Please exercise your voting rights as soon as possible.
- (3) If you have exercised your voting rights both in writing and via the Internet, your vote via the Internet will be the effective vote. If you have exercised your voting rights multiple times via the Internet, your last vote will be the effective vote.
- (4) The password for exercising voting rights (including passwords changed by shareholders) is only effective for this Ordinary General Meeting of Shareholders. A new password for exercising voting rights will be issued to each shareholder for the next general meeting of shareholders.
- (5) You will bear all costs for your Internet connection.

(Note)

- The password for exercising voting rights is a means for confirming the identity of individual voters. Please note that the Company will not contact you to request information about your password.
- If you enter the wrong password a certain number of times, the website will become locked and you will be unable to use it. If the website is locked, please follow the instructions that appear onscreen.
- Although the compatibility of the website for exercising voting rights has been verified with devices commonly used for accessing the Internet, in some cases your device might not be able to access the website.

2. Inquiries

If you have any concerns, please contact the Stock Transfer Agent Department, Mizuho Trust & Banking Co., Ltd. (below), which is the shareholder registry administrator.

(1) Contact details for inquiries about operating instructions or the like regarding the website for exercising voting rights

Toll free number: 0120-768-524 (from 9:00 a.m. to 9:00 p.m., except the year-end and new-year holidays)

(2) Contact details for any inquiries for handling of shares other than that set out in (1) above

Toll free number: 0120-288-324 (Weekdays from 9:00 a.m. to 5:00 p.m.)

(For your reference)

If you are an institutional investor, you may use the Electronic Voting Platform operated by ICJ, Inc.

THE REFERENCE MATERIALS FOR THE GENERAL MEETING OF SHAREHOLDERS

First Item of Business: Partial Amendment of Articles of Incorporation

1. Reason for the change

The amending provisions set out in the proviso of Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) will be enforced from September 1, 2022, so the Company proposes the following amendments to the Company's Articles of Incorporation in order to prepare for the introduction of the system for providing materials for the General Meeting of Shareholders in electronic format.

- (i) The proposed amended Article 16, Paragraph 1 will stipulate to the effect that measures for provision in electronic format are to be taken in relation to information constituting the contents of reference materials for the General Meeting of Shareholders and other materials.
- (ii) The proposed amended Article 16, Paragraph 2 will establish provisions that limit the scope of matters stated in written documents delivered to shareholders who request delivery of written documents.
- (iii) The provisions of "Online Disclosure of Reference Materials for Shareholders Meeting and Other Materials" (Article 16 of the current Articles of Incorporation) will become unnecessary, so those provisions will be deleted.
- (iv) As a consequence of the additions and deletion stated above, supplementary provisions related to the effective date and the like will be established.

2. Details of the amendments

Details of the amendments are as follows:

(Underlining indicates amended text.)

Current Articles of Incorporation	Proposed Amendments
(Online Disclosure of Reference	
Materials for Shareholders Meeting and	
Other Materials)	
Article 16	(Deleted)
The Company may, when convening a	
Shareholders Meeting, disclose	
information relating to matters to be	
provided or indicated in the reference	
materials for a Shareholders Meeting,	
business reports, financial statements,	
and consolidated financial statements	
(including accounting audit reports or	
audit reports relating to these	
consolidated financial statements)	
using the Internet, in accordance with	
the provisions of the applicable	
Ordinance of Ministry of Justice.	
l	

(Newly established)

(Measures for provision in electronic format, etc.)

Article 16

The Company shall, when convening a Shareholders Meeting, take measures for provision in electronic format in relation to information constituting the contents of reference materials for a Shareholders Meeting and other materials.

2. Of the matters subject to measures for provision in electronic format, the Company may forgo stating all or part of the matters stipulated by applicable Ordinance of Ministry of Justice in written documents delivered to shareholders who have requested delivery of written documents before the record date for voting rights.

(Newly established)

(Supplementary Provisions)

- 1. The amendment to Article 16 of the

 Articles of Incorporation shall
 become effective on and from
 September 1, 2022, which is when
 the amending provisions set out in
 the proviso of Article 1 of the
 Supplementary Provisions of the Act
 Partially Amending the Companies
 Act (Act No. 70 of 2019) are
 enforced (the "Enforcement Date").
- 2. Notwithstanding the provisions of the preceding paragraph, Article 16 of the Articles of Incorporation (Online Disclosure of Reference Materials for Shareholders Meeting and Other Materials) shall be effective in relation to a Shareholders Meeting whose date falls within six (6) months after the Enforcement Date.
- 3. These Supplementary Provisions shall be deleted after the later of the day on which six (6) months will have elapsed since the Enforcement Date or the day on which three (3) months will have elapsed since a Shareholders Meeting provided for in the preceding paragraph.

Second Item of Business: Election of Fifteen (15) Directors

The term of office of all fourteen (14) current Directors expires as of the end of this Ordinary General Meeting of Shareholders (including the Adjourned Meeting). The Company proposes that fifteen (15) Directors be elected, including one (1) candidate for new Director.

1. The candidates for Directors to be reelected upon expiry of the term of office are as described in pages 10 to 24:

Number	Name	Career Sumr	mary, Position, Responsibilities and Other Significant Concurrent Offices
	(Date of Birth)		Held
		April 1974	Entered Nomura Securities Co., Ltd.
		June 1995	Executive Vice President and CFO of SOFTBANK CORP. (Currently, SoftBank Group Corp.)
		March 1999	Representative Director of Softbank Finance Corp. (Currently, SoftBank Corp.)
		July 1999	Representative Director and President of the Company
		June 2003	Representative Director and CEO of the Company
		July 2004	Director and Chairman of E*TRADE SECURITIES Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.)
		June 2005	Representative Director and CEO of SBI VENTURES K.K. (Currently, SBI Investment Co., Ltd.)
		June 2007	Director of SBI VEN HOLDINGS PTE. LTD. (present)
		April 2008	Representative Director & CEO of SBI ALApromo Co., Ltd. (Currently, SBI Pharmaceuticals Co., Ltd.)
		July 2008	Director and Chairman of SBI Liquidity Market Co., Ltd. (present)
	Yoshitaka Kitao	Oct. 2010	Representative Director and Chairman of SBI SECURITIES Co., Ltd. (present)
		Feb. 2011	Director of SBI Japannext Co., Ltd. (Currently, Japannext Co., Ltd.) (present)
	(January 21,	June 2012	Representative Director, President & CEO of the Company
	1951)	July 2012	Director of Morningstar Japan K.K. (present)
1	Number of	July 2012	Representative Director of SBI Hong Kong Holdings Co., Limited (present)
	Company's	May 2013	Representative Director and Chairman of SBI Investment Co., Ltd.
	Shares Owned: 4,007,960 shares	June 2014	Director and Chairman of SBI FINANCIAL SERVICES Co., Ltd.
		June 2014	Director and Chairman of SBI Capital Management Co., Ltd.
		Nov. 2015	Representative Director and Chairman of SBI GLOBAL ASSET MANAGEMENT Co., Ltd.
		April 2016	Director of SBI ALA Hong Kong Co., Limited (Currently, SBI ALApharma Co., Limited) (present)
		June 2016	Representative Director, President of SBI Pharmaceuticals Co., Ltd. (present)
		Nov. 2016	Representative Director of SBI Virtual Currencies Co., Ltd. (Currently, SBI VC Trade Co., Ltd.)
		October 2017	Representative Director and President of SBI Crypto Currency Holdings Co., Ltd. (Currently, SBI Digital Asset Holdings Co., Ltd.)
		June 2018	Representative Director and Chairman of SBI FINANCIAL SERVICES Co., Ltd.
		June 2018	Representative Director, President & CEO of the Company (present)
		July 2018	Representative Director of SBI NEO FINANCIAL SERVICES Co., Ltd.
		June 2019	Representative Director & President of SBI GLOBAL ASSET MANAGEMENT Co., Ltd. (present)
		June 2020	Representative Director and Chairman of SBI Digital Asset Holdings Co. Ltd. (present)

	Aug. 2020	Representative Director & President of Regional Revitalization Partners
		Co., Ltd. (present)
	June 2021	Director and Chairman of SBI FINANCIAL SERVICES Co., Ltd. (present)
	Jan. 2022	Representative Director & President of SBI Capital Management Co., Ltd. (present)
	Feb. 2022	Representative Director, Chairman and President of SBI Investment Co.,
		Ltd. (present)

Reason why the Company selected Mr. Yoshitaka Kitao as a candidate for Director

Mr. Yoshitaka Kitao has demonstrated excellent management capabilities as Representative Director, President & CEO since the Company's establishment, establishing a strong business foundation for the Group, including building a financial conglomerate focused on Internet-based financial services for the Financial Services Business, which covers a broad range of business activities including securities brokerage business, banking services business, and property and casualty insurance business, in addition to leading the Asset Management Business and the Biotechnology, Healthcare and Medical Informatics Business, which have expanded in Japan and abroad. He has excellent knowledge and a wealth of experience in general managerial issues, and the Company has again selected him as a candidate for Director because the Company deems he will continue to be essential for the sustainable enhancement of the corporate value of the Group.

Number	Name	Career Sum	mary, Position, Responsibilities and Other Significant Concurrent Offices
rumoer	(Date of Birth)		Held
		April 1992	Entered The Sanwa Bank, Limited (Currently, MUFG Bank, Ltd.)
		March 2005	Entered E*TRADE SECURITIES Co., Ltd. (Currently, SBI SECURITIES
			Co., Ltd.)
		Oct. 2005	General Manager of Corporate Dept. of E*TRADE SECURITIES Co.,
			Ltd. (Currently, SBI SECURITIES Co., Ltd.)
		March 2006	Executive Officer and General Manager of Corporate Dept. of E*TRADE
			SECURITIES Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.)
		June 2007	Director and Executive Officer, management of Corporate Dept. of SBI
			E*TRADE SECURITIES Co., Ltd. (Currently, SBI SECURITIES Co.,
	Masato		Ltd.)
	Takamura	April 2012	Managing Director, management of Corporate Dept. of SBI SECURITIES
	(Feb. 26,		Co., Ltd.
	1969)	March 2013	Representative Director and President of SBI SECURITIES Co., Ltd.
			(present)
	Number of	June 2013	Director of the Company
	Company's	June 2016	Director & Managing Executive Officer of the Company
	Shares Owned:	June 2017	Director & Senior Managing Executive Officer of the Company
2	310,000 shares	June 2018	Representative Director and President of SBI FINANCIAL SERVICES Co., Ltd. (present)
		June 2018	Director, Senior Executive Vice President of the Company
		July 2018	Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present)
		March 2019	Director of Money Tap Co., Ltd. (present)
		June 2019	Representative Director, Senior Executive Vice President of the Company
		Julie 2019	(present)
		June 2020	Director of Rheos Capital Works Inc. (present)
		Dec. 2020	Outside Director of Ascot Corp. (present)
		Jan. 2021	Director of The Global Ltd. (present)
		Aug. 2021	Outside Director of ALBERT Inc. (present)
	Reason why the C		ed Mr. Masato Takamura as a candidate for Director
			d as Representative Director and President of SBI SECURITIES Co., Ltd.,
			by the of the securities businesses, and has a wealth of experience and broad
			ldition, he has been responsible for the Financial Services Business as
			sident of SBI FINANCIAL SERVICES Co., Ltd. since June 2018, and the
	Company has again selected him as a candidate for Director because the Company deems it can		
	that he will contin	ue to contribute	e to the sustainable enhancement of the corporate value of the Group.

Number	Name	Career Sum	mary, Position, Responsibilities and Other Significant Concurrent Offices
Nullibei	(Date of Birth)		Held
		April 1987	Entered The Fuji Bank, Limited (Currently, Mizuho Financial Group, Inc.)
		April 1999	Entered Softbank Finance Corp. (Currently, SoftBank Corp.)
		June 2000	Entered the Company
		Dec. 2002	Director of the Company
		June 2005	Director and Managing Executive Officer of SBI VENTURES K.K.
			(Currently, SBI Investment Co., Ltd.)
		July 2006	Representative Director and COO of SOFTBANK INVESTMENT
		1 2007	CORPORATION (Currently, SBI Investment Co., Ltd.)
		June 2007	Director & Managing Executive Officer of the Company
		June 2008	Director & Senior Managing Executive Officer of the Company
	T 1 1 1	June 2012	Representative Director and President of SBI Capital Management Co., Ltd.
	Takashi Nakagawa	June 2012	Director & Senior Managing Executive Officer, and Head of Fund
	(September 6,		Investments, Overseas Business Div. of the Company
	1963)	Feb. 2013	Director & Senior Managing Executive Officer of the Company
		May 2014	Representative Director and President of SBI Wellness Bank Co., Ltd. (present)
Number of Company's Shares Owned: 292,000 shares	June 2014	Chairman of the Board of Directors of SBI AXES Co., Ltd. (Currently, SBI FinTech Solutions Co., Ltd.)	
	June 2014	Representative Director & Senior Managing Executive Officer of the Company	
		March 2015	Representative Director, Senior Executive Vice President & Co-COO of the Company
		April 2015	Representative Director and President of SBI FINANCIAL SERVICES Co., Ltd.
		April 2015	Director of SBI Investment Co., Ltd.
		April 2015	Director and Chairman of SBI MONEY PLAZA Co., Ltd.
		June 2015	Director of SBI SECURITIES Co., Ltd.
		June 2015	Director of SBI Sumishin Net Bank, Ltd.
		March 2018	Director of SBI Investment KOREA Co., Ltd. (present)
		June 2018	Representative Director, Senior Executive Vice President of the Company
			(present)
İ	Reason why the C	company selecte	ed Mr. Takashi Nakagawa as a candidate for Director

Mr. Takashi Nakagawa has served successively in important positions such as Representative Director of SBI Investment Co., Ltd. and Representative Director and President of SBI FINANCIAL SERVICES Co., Ltd. in the Asset Management Business and Financial Services Business, which are core businesses of the Group, and has broad knowledge and a wealth of experience in general managerial issues. In addition, he was responsible for operations focused on planning and promotion of personnel measures throughout the Group, as an officer in charge of the personnel and general affairs, and the Company has again selected him as a candidate for Director because the Company deems it can be expected that he will continue to contribute to the sustainable enhancement of the corporate value of the Group.

Number	Name (Date of Birth)	Career Sum	nmary, Position, Responsibilities and Other Significant Concurrent Offices Held
4	Shumpei Morita (December 31, 1974) Number of Company's Shares Owned: 70,000 shares	April 1998 April 1999 July 2000 Oct. 2002 Nov. 2005 June 2009 June 2011 Oct. 2011 May 2012 June 2012 June 2012 June 2012 June 2014 June 2016 June 2017 June 2017 June 2017 Aug. 2017 June 2018 Nov. 2018 Nov. 2018 Nov. 2018 Dec. 2019 April 2020 June 2021 June 2021 June 2021 Sep. 2021	Entered SOFTBANK CORP. (Currently, SoftBank Group Corp.) Entered Softbank Accounting Corp. (Currently, SoftBank Corp.) Representative Director and President of Office Work Corporation (Currently, SBI Business Solutions Co., Ltd.) Representative Director and President of Office Work Systems Corporation. (Currently, SBI Business Solutions Co., Ltd.) Representative Director and President of JCN Land Co., Ltd (Currently, SBI Business Solutions Co., Ltd.) Director and Executive Officer of the Company Outside Statutory Auditor of Morningstar Japan K.K. Director and CFO of the Company Representative Director of SBI Art Auction Co., Ltd. (present) Director of SBI FINANCIAL SERVICES Co., Ltd. Director of SBI Capital Management Co., Ltd. Director & Managing Executive Officer of the Company Representative Director of SBI Point Co., Ltd. (present) Representative Director of SBI Incubation Co., Ltd. (present) Director of SBI Business Solutions Co., Ltd. (present) Director of SBI Crypto Co., Ltd. (present) Senior Managing Director of the Company (present) Representative Director of SBI EVERSPIN Co., Ltd. (present) Director of SBI Security Solutions Co., Ltd. (present) Director of SBI Security Solutions Co., Ltd. (present) Director of SBI Security Solutions Co., Ltd. (present) Director of SBI Global Asset Management Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI Digital Asset Holdings Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present) Director of SBI NEO FINANCIAL SERVICES Co., Ltd. (present)
	After assuming of the accounting an	fice as a Directed financial asp	Director of SBI SAVINGS BANK (present) ed Mr. Shumpei Morita as a candidate for Director tor of the Company, Mr. Shumpei Morita has provided support in relation to nects of the Group's management strategy as CFO since October 2011. In
	accounting. Furth regional revitaliza Holdings Co., Ltd	er, as Represe tion and value has invested. t can be expec	ok, he possesses considerable professional knowledge regarding finance and entative Director of SBI Regional Bank Holdings Co., Ltd., he works on enhancement for regional financial institutions in which SBI Regional Bank The Company has again selected him as a candidate for Director because the ted that he will continue to contribute to the sustainable enhancement of the

Number	Name	Career Sum	mary, Position, Responsibilities and Other Significant Concurrent Offices
Nullioci	(Date of Birth)		Held
Number 5		Career Sum Oct. 1991 April. 1995 May 2006 July 2007 Aug. 2007 June 2010 June 2013 Aug. 2013 June 2018 Dec. 2018 June 2019 Oct. 2019 Nov. 2019 June 2020	Entered Ota and Showa Audit Corporation (Currently, Ernst & Young ShinNihon LLC) (assistant certified public accountant) Registered as a certified public accountant Director, Financial Services Section, Financial Audit Department of Shin Nihon & Co. (Currently, Ernst & Young ShinNihon LLC) Entered the Company General Counsel, Internal Auditing Department of the Company Director of SBI SECURITIES Co., Ltd. Executive Director, management of Corporate Audit Department of SBI SECURITIES Co., Ltd. General Manager, Internal Audit Department of SBI Sumishin Net Bank, Ltd. Director, General Manager of Risk Management Department of SBI SECURITIES Co., Ltd. Executive Officer of the Company Director of the Company (present) Director and General Manager of Risk Management Department and management of Customer Management Department of SBI Securities Co., Ltd. Director of SBI VC Trade Co., Ltd. (present) Managing Director and General Manager of Risk Management Department and management Department
		Nov. 2020 April 2021	of SBI Securities Co., Ltd. Director of Japannext Co., Ltd. (present) Managing Director and General Manager of Risk Management Department of SBI Securities Co., Ltd.
		Oct. 2021	Managing Director and Management of Risk Management Department of SBI Securities Co., Ltd. (present)
	Reason why the C	ompany selecte	ed Ms. Satoe Kusakabe as a candidate for Director

Ms. Satoe Kusakabe has engaged in internal control and audit related tasks at companies as a certified public accountant and has a wealth of experience in that field. In addition, she has conducted duties mainly in the audit and risk management departments at the Company and at SBI SECURITIES, Co., Ltd., which plays a central role in the Financial Services Business. With the importance of AML/CFT (Anti-Money Laundering and Counter Financing of Terrorism) continuing to rise in recent times, the Company has again selected her as a candidate for Director because the Company deems it can be expected that she will utilize her wealth of experience in that field to contribute to further strengthening and enhancing the risk management system of the Group.

Number (Date of Birth) April 1987 Entered Sogo Horei Co., Ltd. (Currently, S May 1999 Registered as Attorney at Law, Admitted t Nov. 1999 Entered Softbank Finance Corp. (Currentl June 2001 Manager, Legal Dept. of Softbank Finance Corp.) June 2004 Statutory Auditor, Benefit Systems Co., Systems Co., Ltd.)	o New York Bar (US.) y, SoftBank Corp.) nce Corp. (Currently, SoftBank			
May 1999 Registered as Attorney at Law, Admitted t Nov. 1999 Entered Softbank Finance Corp. (Currentl June 2001 Manager, Legal Dept. of Softbank Finance Corp.) June 2004 Statutory Auditor, Benefit Systems Co.,	o New York Bar (US.) y, SoftBank Corp.) nce Corp. (Currently, SoftBank			
	, Ltd. (Currently, SBI Benefit			
Nov. 2004 Entered the Company				
April 2007 Deputy General Counsel, Legal Dept. of the Masayuki June 2009 Executive Officer, the Company	he Company			
Yamada July 2009 Executive Officer & General Counsel, In (Oct. 13, 1962) Company	nternational Legal Dept. of the			
June 2014 Executive Officer & General Counsel, Le Company	egal & Compliance Dept. of the			
Company's April 2015 General Counsel, Legal Dept. of SBI Inve	estment Co. Ltd.			
Shares Owned: Nov. 2015 Statutory Auditor of SBI GLOBAL ASSI (present)	ET MANAGEMENT Co., Ltd.			
June 2016 Director & Executive Officer & General Dept. of the Company	Counsel, Legal & Compliance			
July 2016 Director of SBI Ventures Two Co., Ltd. (p	resent)			
March 2017 Director of SBI Incubation Co., Ltd. (pres				
June 2017 Director of SBI Internet Capital Co., Ltd.				
June 2018 Director & General Counsel, Legal & Con	mpliance Dept. of the Company			
(present)				
Jan. 2019 Director of SBI CAPITAL Co., Ltd. (prese	,			
Jan. 2022 Director of SBI Capital Management Co.,	4 /			
Reason why the Company selected Mr. Masayuki Yamada as a candidate for				
Mr. Masayuki Yamada has served as an officer in charge of legal affairs and				
attorney at law admitted to the New York Bar (US) and has a wealth of pr	1 0 1			
	logical outlook. The Company has again selected him as a candidate for Director because the Company deems it can be expected that he will continue to contribute to the sustainable enhancement of the corporate value			
of the Group.	incement of the corporate value			

Number	Name	Career Sun	mary, Position, Responsibilities and Other Significant Concurrent Offices
Number	(Date of Birth)		Held
7	Masaki Yoshida (August 13, 1959) Number of Company's Shares Owned: 10,000 shares	April 1983 June 2006 June 2006 April 2007 Jan. 2009 Jan. 2009 June 2010 Oct. 2011 Oct. 2011 Nov. 2012	Entered Fuji Television Network, Inc. (Currently, Fuji Media Holdings, Inc.) Senior Director of Music and Variety Center of Programming and Production Department of Fuji Television Network, Inc. Senior Director of Digital Content Development of Digital Content Department of Fuji Television Network, Inc. Outside Statutory Auditor of KLab Inc. Director of MANIA MANIA Inc. (present) Representative Director of YOSHIDAMASAKI INC. (present) Representative Director and Chairman of Watanabe Entertainment Co., Ltd. (present) Director of the Company (present) Chairperson of Board of Trustees at WATANABE FOUNDATION FOR MUSIC & CULTURE (present) Representative Director and Chairman of Biscuit Entertainment Co., Ltd. (present) Outside Director of KLab Inc.
		April 2018	Member of The Rikkyo University Advisory Committee
	D1 41 - C	April 2019	Advisor of KLab Inc.
			ed Mr. Masaki Yoshida as a candidate for Director
	Television Netwo	ork, Inc. (Cur	cions in relation to management of common funds with the Group at Fuji rently, Fuji Media Holdings, Inc.), Mr. Masaki Yoshida has served as
	Representative Di and extensive kno candidate for Dire	rector and Cha owledge, partic ector because	dirman of Watanabe Entertainment Co., Ltd. and has a wealth of experience cularly in media-related fields. The Company has again selected him as a the Company deems it can be expected that he will utilize his wealth of
	experience and extensive knowledge to continue contributing to the sustainable enhancement of corporate value of the Group.		

Number	Name	Career Sum	mary, Position, Responsibilities and Other Significant Concurrent Offices
Nullibel	(Date of Birth)		Held
		Sep. 1997	Entered SOFTBANK CORP. (Currently, SoftBank Group Corp.) Seconded to CyberCash K.K. (Currently, DG Financial Technology, Inc.)
		April 1999	Moved to Softbank Finance Corp. (Currently SoftBank Corp.) from SOFTBANK CORP.
		March 2000	Retired Softbank Finance Corp. (Currently SoftBank Corp.) (Secondment to CyberCash K.K. (Currently, DG Financial Technology, Inc.) terminated)
	Teruhide Sato	April 2000	Representative Director, President and CEO of netprice, Ltd. (Currently, BEENOS Inc.)
	(Feb. 24, 1975) Number of Company's Shares Owned: 2,820 shares	Feb. 2007	President and Group CEO of netprice.com, Ltd. (Currently, BEENOS Inc.)
		Sep. 2011	Director of Open Network Lab, Inc.
		Jan. 2012	Komisaris of PT MIDTRANS
		May 2012	CEO and Managing Director of Netprice Partners Co., Ltd. (Currently, BEENOS Partners, Inc.)
		Jan. 2013	President of BEENOS Asia Pte. Ltd.
		June 2013	Outside Director of the Company (present)
8	2,020 shares	April 2014	President of BEENOS VN, Inc.
O		May 2014	President of BEENOS Plaza Pte. Ltd.
		Nov. 2014	Komisaris of PT Tokopedia
		Dec. 2014	Director of BEENOS Inc.
		Feb. 2015	Founder and Adviser of BEENOS Inc.
		April 2015	Director of BEENEXT PTE. LTD. (present)
		July 2015	Director of Sen Do Technology Joint Stock Company (present)
		Nov. 2016	Director of BEENEXT CAPITAL MANAGEMENT PTE. LTD. (present)

Reason why the Company selected Mr. Teruhide Sato as a candidate for Outside Director and outline of expected role

Mr. Teruhide Sato participated in launching the Japanese corporation CyberCash K.K. (currently, DG Financial Technology, Inc.) and has served as Representative Director, President and CEO of netprice, Ltd. (currently, BEENOS Inc.), and he has a wealth of experience and extensive knowledge, particularly in relation to Internet business in Asia. The Company has again selected him as a candidate for Outside Director because the Company deems that utilizing his wealth of experience and extensive knowledge, he can adequately continue to conduct duties as an Outside Director of the Company.

Number	Name	Career Sum	nmary, Position, Responsibilities and Other Significant Concurrent Offices		
Nullioci	(Date of Birth)		Held		
		April 1990	Assistant Professor, Faculty of Policy Management, Keio University		
		April 1996	Professor, Faculty of Policy Management, Keio University		
		April 2001	Minister of State for Economic and Fiscal Policy		
		Sep. 2002	Minister of State for Financial Services, Minister of State for Economic and Fiscal Policy		
		July 2004	Member of the House of Councilors		
		Sep. 2004	Minister of State for Economic and Fiscal Policy, Minister of State for		
	Heizo Takenaka	-	Postal Privatization		
	(March 3, 1951)	Oct. 2005	Minister of State for Internal Affairs and Communications, Minister of		
			State for Postal Privatization		
	Number of	Nov. 2006	The head of Global Security Research Institute, Keio University		
	Company's	Dec. 2006	President of Academy Hills (present)		
	Shares Owned:	Aug. 2009	Chairman & Director, Pasona Group Inc. (present)		
	_	April 2010	Professor, Faculty of Policy Management, Keio University		
9		June 2015	Outside Director of ORIX Corporation (present)		
		April 2016	Professor, Faculty of Regional Development Studies (Currently, Faculty		
			of Global and Regional Studies), Toyo University		
		April 2016	Emeritus Professor, Keio University (present)		
		June 2016	Outside Director of the Company (present)		
		Feb. 2018	Outside Director of MAYA SYSTEM Inc. (present)		
		Feb. 2020	Director of XICA Co., Ltd. (present)		
			cted Mr. Heizo Takenaka as a candidate for Outside Director and		
	outline of expect				
			gain selected Mr. Heizo Takenaka as a candidate for Outside Director because the		
			that he can adequately continue to conduct duties as an Outside Director of the		
		ng his wealth of experience and broad knowledge, which includes having served			
		as the Minister of State for Economic and Fiscal Policy, the Minister of State for Financial			
	· ·	nister of State for Internal Affairs and Communications, and in other posts and teaching at			
	Keio University a	nd Toyo Unive	rsity, while also serving as an outside director in private companies.		

Number	limber i				
Number	(Date of Birth)		Held		
Number 10	Yasuhiro Suzuki (February 28, 1965) Number of Company's Shares Owned: Reason why the outline of expect Mr. Yasuhiro Suzuki	April 1987 Sep. 1996 April 1999 Aug. 1999 June 2000 July 2008 March 2014 March 2015 March 2017 June 2017 April 2020 April 2020 Company selected role uki has served s	Entered Fujitsu Limited Entered SOFTBANK CORP. (Currently, SoftBank Group Corp.) Executive officer of SoftBank Commerce Corp. (Currently, SOFTBANK CORP.) Director of e-Shopping! Books Corp. (Currently, Seven Net Shopping Co., Ltd.) Representative Director and President of e-Shopping! Books Corp. (Currently, Seven Net Shopping Co., Ltd.) Director of Seven & i Netmedia Co., Ltd. Representative Director and President of Seven & i Netmedia Co., Ltd. Executive Officer, CIO of Seven & i Holdings Co., Ltd. Director & Executive Officer, CIO of Seven & i Holdings Co., Ltd. Representative Director and President of digitalshiftwave Co., Ltd. (present) Outside Director of the Company (present) President of Japan Omni Channel Association (present) Visiting Professor at Joho Keiei Innovation Senmonshoku Daigaku (present) cted Mr. Yasuhiro Suzuki as a candidate for Outside Director and		
	Co., Ltd., Director & Executive Officer, CIO of Seven & i Holdings Co., Ltd., and in other posts, and has a				
			ange of fields, including Internet business. The Company again selected didate for Outside Director because the Company deems that he can		
		ue to conduct	duties as an Outside Director of the Company utilizing his wealth of		

Number	Name	Career Summary, Position, Responsibilities and Other Significant Concurrent O				
Nullibei	(Date of Birth)	Held				
		Jan. 1980 Entered US Marsh & McLennan International, Inc. (Currently, Ma	ırsh,			
		Inc.)				
	TT' 1'T	July 1983 Entered Marsh & McLennan K.K. (Currently, Marsh Japan, Inc.)				
	Hiroshi Ito	April 1999 Assigned to SOFTBANK CORP. (Currently, SoftBank Group Con	rp.)			
	(July 20, 1955)	April 2000 Director of InsWeb Inc. (Currently, the Company)				
	(July 20, 1955)	Dec. 2001 Retired from the position of Director of InsWeb Inc.				
	Number of	Nov. 2004 Director of Marsh Japan, Inc.				
	Company's	April 2005 Managing Director of US Marsh, Inc.				
	Shares Owned:	April 2005 Managing Director of Marsh Japan, Inc.				
	_	Jan. 2010 Representative Director (COO) of Marsh Japan, Inc.				
11		Aug. 2013 Member of the Finance Committee of Tokyo American Club (pres	ent)			
		June 2020 Outside Director of the Company (present)				
		July 2020 Advisor of SBI Insurance Group Co., Ltd. (present)				
	Reason why the Company selected Mr. Hiroshi Ito as a candidate for Outside Director and outline of					
	expected role					
	Mr. Hiroshi Ito has served successively in important positions, such as Representative Director of Marsh					
	Japan, Inc., which is a global leading company providing services related to insurance and risk					
	management, and has expert knowledge in insurance fields that the Group will focus on. The Company					
	again selected Mr. Hiroshi Ito as a candidate for Outside Director because the Company deems that he					
	• •	iduct duties as an Outside Director of the Company utilizing his wealth of experience.	ence			
	and broad know	dge.				

Number	Name	Career Summar	, Position, Res	ponsibilities and	Other Sig	nificaı	nt Concurrent	Offices
Nullibei	(Date of Birth)			Held				
	Kanae Takeuchi Name Entered in Family Register: Kanae	B Oct. 2012 R Nov. 2012 F June 2020 O	roadcasting S esigned from reelance anno utside Director	Broadcasting ystem Television Tokyo Broadcas uncer (present) of the Company of dip Corporati	n, Inc.) sting System (present)	em Te	` •	Tokyo
	Kusakari (September 14, 1978) Number of Company's							
	Shares Owned:	Commence	-1 M - V -	T-11: -	1: 1. 4	£ C)4-: 1- D:	4 1

Reason why the Company selected Ms. Kanae Takeuchi as a candidate for Outside Director and outline of expected role

Ms. Kanae Takeuchi has exceptional expertise in the field of "management strategies incorporating women's perspectives," which the Company values deeply. As women continue to increasingly gain substantial authority in the selection of financial services for household finances, it has become important to conduct product development from the perspective of women, and one of the Company's most important challenges is to ensure the Board of Directors heeds "women's perspectives" and strengthens its approach in this regard.

In addition, in light of the fact that she has been and is active in a broad range of areas and particularly in the media, it is anticipated that she will bring fresh viewpoints in relation to her supervision of the Company's management, differing from Directors whose expertise lies within the Group business and industrial issues, and that she will reflect the opinions of the stakeholders of the Company, including many individual shareholders, at meetings of the Board of Directors, so the Company deems that she is an appropriate choice and has again selected her as a candidate for Outside Director.

Number	Name (Date of Birth)	Career Sumi	mary, Position, Responsibilities and Other Significant Concurrent Offices Held
	(Butte of Birtin)	April 1982	Entered the Ministry of Finance (Okura-sho) (Currently, the Ministry of
		July 1997	Finance (Zaimu-sho)) Pictor of the Plancian and Constitution Office of the Occupal Constitution of the Plancian and Constitution Office of the Occupal Constitution of the Plancian and Constitution Office of the Occupal Constitution of the Plancian and Constitution Office of the Occupal Constitution of the Oc
		July 1997	Director of the Planning and Co-ordination Office of the Overall Co-ordination Division of the Minister's Secretariat of the Ministry of
		June 1998	Finance (<i>Okura-sho</i>) (Currently, the Ministry of Finance (<i>Zaimu-sho</i>)) First Secretary of Japanese Embassy in Canada of the Ministry of Foreign Affairs (<i>Gaimu-sho</i>)
		Jan. 1999	Counsellor of Japanese Embassy in Canada of the Ministry of Foreign Affairs (<i>Gaimu-sho</i>)
		July 2001	Director for Fiscal Investment and Loan Program System of the Fiscal Investment and Loan Program Division of the Financial Bureau of the Ministry of Finance (<i>Zaimu-sho</i>)
	Junichi Fukuda	July 2003	Director for Policy Planning of the Minister's Secretariat of the Ministry of Finance (<i>Zaimu-sho</i>)
	(October 18,	July 2004	Budget Examiner for Health, Labour, and Welfare Unit of the Budget Bureau of the Ministry of Finance (<i>Zaimu-sho</i>)
	1959)	July 2006	Director of the Legal Division of the Budget Bureau of the Ministry of Finance (<i>Zaimu-sho</i>)
	Number of Company's	July 2008	Director of the Policy Planning and Research Division of the Minister's Secretariat of the Ministry of Finance (<i>Zaimu-sho</i>)
13	Shares Owned:	July 2009	Director for the Minister's Secretariat of the Minister's Secretariat of the Ministry of Finance (<i>Zaimu-sho</i>)
		Dec. 2009	Deputy Director-General of the Secretariat of the Office of Promotion of System for National Public Officers
		Aug. 2011	Deputy Director-General of the Budget Bureau of the Ministry of Finance (<i>Zaimu-sho</i>)
		July 2014	Deputy Vice-Minister of the Ministry of Finance (Zaimu-sho)
		July 2015	Director-General of the Budget Bureau of the Ministry of Finance (Zaimu-sho)
		July 2017	Administrative Vice Minister of the Ministry of Finance (Zaimu-sho)
		April 2018	Resigned from the Ministry of Finance (Zaimu-sho)
		Oct. 2018	Commissioned Lecturer at SBI Graduate School (present)
		June 2021	Outside Director of the Company (present)
		June 2021	Attorney-At-Law and Of Counsel at URYU & ITOGA (present)
	Reason why the	Company se	lected Mr. Junichi Fukuda as a candidate for Outside Director and

Reason why the Company selected Mr. Junichi Fukuda as a candidate for Outside Director and outline of expected role

Mr. Junichi Fukuda has served successively as the Administrative Vice Minister of the Ministry of Finance and in other posts and has a wealth of experience in general financial issues. The Company has again selected Mr. Junichi Fukuda as a candidate for Outside Director because the Company deems that he can adequately conduct duties as an Outside Director of the Company offering constructive opinions on all aspects of the Group's financial business, especially in fields such as enhancement of cooperation with regional financial institutions and regional revitalization.

Number	Name (Date of Birth)	Career Summary, Position, Responsibilities and Other Significant Concurrent Offices Held			
		April 1983	Entered the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
		March 2002	Counsellor, Cabinet Secretariat of the Prime Minister's Official Residence		
		Oct. 2006	Director of the Environmental Policy Division of the Minister's Secretariat of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
		July 2007	Director of the Policy Planning and Evaluation Division of the Minister's Secretariat of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
		April 2008	Director of the Food Security Division of the Minister's Secretariat of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
	Hiroyuki	April 2009	Director of the Policy Planning Division of the Minister's Secretariat of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
	Suematsu (May 28,	July 2010	Director-General of the Forest Policy Planning Department of the Forestry Agency of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
	1959)	April 2014	Director-General of the Kanto Regional Agricultural Administration Office of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin</i> -		
	Number of Company's Shares Owned:	Aug. 2015	Suisan-sho) Director-General of the Rural Development Bureau of the Ministry of Agriculture, Forestry, and Fisheries (Norin-Suisan-sho)		
14	_	June 2016	Director-General of the Industrial Science and Technology Policy and Environment Bureau of the Ministry of Economy, Trade, and Industry (<i>Keizai-Sangyo-sho</i>)		
		July 2018	Vice-Minister of Agriculture, Forestry and Fisheries of the Ministry of Agriculture, Forestry, and Fisheries (<i>Norin-Suisan-sho</i>)		
		Aug. 2020	Resigned from the Ministry of Agriculture, Forestry, and Fisheries (Norin-Suisan-sho)		
		Jan. 2021	Professor at Research Institute for Agricultural and Life Sciences of Tokyo University of Agriculture (present)		
		June 2021	Outside Director of the Company (present)		
		Oct. 2021	Outside Director (Audit & Supervisory Committee Member) of TRE HOLDINGS CORPORATION (present)		
		Dec. 2021	Outside Director (Audit & Supervisory committee member) of		
	D 1 (1	C 1	Nexyz.Group Corporation (present)		
	outline of expec	1 .	cted Mr. Hiroyuki Suematsu as a candidate for Outside Director and		
			ed successively as the Vice-Minister of Agriculture, Forestry, and Fisheries		
			alth of experience in all aspects of the agriculture, forestry, and fisheries		
			Company has again selected Mr. Hiroyuki Suematsu as a candidate for mpany deems that he can adequately conduct duties as an Outside Director		
			isiness fields of the Group, such as participating in management of Osaka		
	Dojima Commod	lity Exchange,	Inc., which deals with commodity futures, and utilizing blockchain in		
	supply chain man	agement, and b	by offering constructive opinions in such fields.		

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2. The candidate for new Director is as follows:

Number	Name	Career Sumn	nary, Position, Responsibilities and Other Significant Concurrent Offices
Trumoer	(Date of Birth)		Held
		April 1989	Entered The Hokkaido Takushoku Bank, Ltd.
		June 1995	Entered SOFTBANK CORP. (Currently, SoftBank Group Corp.)
		Nov. 1998	Entered Morningstar Japan K.K.
		July 2004	Representative Director and President of Morningstar Japan K.K.
		June 2007	Director & Executive Officer of the Company
		May 2009	Representative Director and President of Morningstar Asset Management Co., Ltd. (present)
	Tomoya	April 2011	Director of SBI Asset Management Co., Ltd. (present)
	Asakura	June 2012	Director & Managing Executive Officer of the Company
	Asakura	July 2012	Representative Director, President & CEO of Morningstar Japan K.K.
	(March 16,		(present)
	1966)	June 2013	Director & Senior Managing Executive Officer of the Company
		June 2017	Director of SBI Insurance Group Co., Ltd. (present)
	Number of	March 2018	Director of SBI CoVenture Asset Management Co., Ltd. (Currently, SBI
	Company's		Alternative Asset Management Co., Ltd.) (present)
15	Shares Owned:	March 2018	Director of SBI Regional Revitalization Asset Management Co., Ltd.
13	285,000 shares		(present)
		June 2018	Senior Managing Director of the Company
		Feb. 2019	Director of Carret Holdings, Inc. (present)
		March 2019	Director of Money Tap Co., Ltd. (present)
		June 2019	Director of SBI Bond Investment Management Co., Ltd. (present)
		Sep. 2019	Representative Director of SBI Asset Management Group Co., Ltd.
			(present)
		Dec. 2021	Director of SBI Sumishin Net Bank, Ltd. (present)
	Reason why the O	Company select	ed Mr. Tomoya Asakura as a candidate for Director
			as Representative Director, President & CEO of Morningstar Japan K.K.
			BI Asset Management Group Co., Ltd., has greatly contributed to growth
			ment, including the Information Service business and the Investment
			wealth of experience and broad knowledge as a manager. The Company
			e for Director because the Company deems it can be expected that he will
	continue to contri	bute to the sust	ainable enhancement of the corporate value of the Group.

(Notes)

- 1. None of the candidates have any special interest in the Company.
- 2. Mr. Teruhide Sato, Mr. Heizo Takenaka, Mr. Yasuhiro Suzuki, Mr. Hiroshi Ito, Ms. Kanae Takeuchi, Mr. Junichi Fukuda, and Mr. Hiroyuki Suematsu are candidates for Outside Director.
- 3. The Company designated Mr. Teruhide Sato, Mr. Heizo Takenaka, Mr. Yasuhiro Suzuki, Mr. Hiroshi Ito, Ms. Kanae Takeuchi, Mr. Junichi Fukuda, and Mr. Hiroyuki Suematsu as independent directors under the provisions of the Tokyo Stock Exchange and has notified the Exchange. If the reelections of Mr. Sato, Mr. Takenaka, Mr. Suzuki, Mr. Ito, Ms. Takeuchi, Mr. Fukuda, and Mr. Suematsu are approved, the Company will again designate them as independent directors.
- 4. Although Ms. Kanae Takeuchi, Mr. Junichi Fukuda, and Mr. Hiroyuki Suematsu have not been directly involved in company management, the Company has judged that they can properly perform their duties as Outside Directors in accordance with the reasons why the Company selected Ms. Takeuchi, Mr. Fukuda, and Mr. Suematsu as candidates for Outside Director.
- 5. Mr. Junichi Fukuda serves as a Commissioned Lecturer at SBI Graduate School, and Educational Corporation of SBI Graduate School, which established SBI Graduate School, is not a subsidiary or an affiliated company of the Company. Mr. Junichi Fukuda is not employed by that corporation, does not execute the business of that corporation, and does not receive any compensation from that corporation.
- 6. Mr. Teruhide Sato is currently an Outside Director of the Company, and he will have served for nine (9) years as an Outside Director as of the end of this Ordinary General Meeting of Shareholders. Mr. Heizo Takenaka is currently an Outside Director of the Company, and he will have served for six (6) years as an Outside Director as of the end of this Ordinary General Meeting of Shareholders. Mr. Yasuhiro Suzuki is currently an Outside Director of the Company, and he will have served for five (5) years as an Outside Director as of the end of this Ordinary General Meeting of Shareholders. Mr. Hiroshi Ito and Ms. Kanae Takeuchi are currently Outside Directors of the Company, and they will each have served for two (2) years as Outside Directors as of the end of this Ordinary General Meeting of Shareholders. Mr. Junichi Fukuda and Mr. Hiroyuki Suematsu are currently Outside Directors of the Company, and
 - Mr. Junichi Fukuda and Mr. Hiroyuki Suematsu are currently Outside Directors of the Company, and they will each have served for one (1) year as Outside Directors as of the end of this Ordinary General Meeting of Shareholders.
- 7. The Company maintains individual agreements with each of Mr. Teruhide Sato, Mr. Heizo Takenaka, Mr. Yasuhiro Suzuki, Mr. Hiroshi Ito, Ms. Kanae Takeuchi, Mr. Junichi Fukuda, and Mr. Hiroyuki Suematsu to limit each of their liability for compensation under Article 423, Paragraph 1 of the Companies Act. The limit of that liability is the higher amount of either 1,000,000 yen or the minimum liability amount under laws and regulations in accordance with Article 427, Paragraph 1 of the Companies Act and the provision of Article 25, Paragraph 2 of the Company's Articles of Incorporation. The Company will continue those individual agreements with each of Mr. Sato, Mr. Takenaka, Mr. Suzuki, Mr. Ito, Ms. Takeuchi, Mr. Junichi Fukuda, and Mr. Hiroyuki Suematsu if their respective reelections are approved.
- 8. The Company has executed with an insurance company a directors' and officers' liability insurance contract provided for in Article 430-3(1) of the Companies Act. If a claim for damages attributable to an action (or inaction) committed by the insured (including directors of the Company) based on his or her status as a director or officer is made, the damages, court costs, and the like that are borne by the insured will be covered. If each candidate is elected as, and assumes the office of, a Director, the candidate will be the insured under that insurance contract. The Company intends to renew that insurance contract with similar contents upon the next renewal.
- 9. Attendance at meetings of the Board of Directors held in the fiscal year ended March 31, 2022 by candidates for Outside Directors to be reelected is as follows:

	Number of Times Attended	Attendance Rate
Teruhide Sato	13 / 13 times	100%
Heizo Takenaka	13 / 13 times	100%
Yasuhiro Suzuki	13 / 13 times	100%
Hiroshi Ito	13 / 13 times	100%
Kanae Takeuchi	13 / 13 times	100%
Junichi Fukuda	11 / 11 times	100%
Hiroyuki Suematsu	11 / 11 times	100%

Skills Matrix for Director Candidates

Number	Name	Management/ Business strategy	Industry experience in key businesses	Global experience	Technology	Academic background	Finance/ Accounting	Legal affairs/ Compliance	Sustainability (ESG/Risk management)
1	Yoshitaka Kitao	1	1	1		1	1		
2	Masato Takamura	✓	1						
3	Takashi Nakagawa	1	1						1
4	Shumpei Morita	1	1				1		
5	Satoe Kusakabe		1				1		1
6	Masayuki Yamada			1				1	
7	Masaki Yoshida	1	1						
8	Teruhide Sato	1	1	1	1				
9	Heizo Takenaka	1	1	1		1			1
10	Yasuhiro Suzuki	1			1				
11	Hiroshi Ito	1	1	1					1
12	Kanae Takeuchi			1					1
13	Junichi Fukuda		1	1		1	1	1	
14	Hiroyuki Suematsu		1			1			1
15	Tomoya Asakura	1	1	1					

Third Item of Business: Election of Four (4) Statutory Auditors

The term of office of all four (4) current Statutory Auditors expires as of the end of this Ordinary General Meeting of Shareholders (including the Adjourned Meeting), so the Company proposes that four (4) Statutory Auditors be elected, including one (1) candidate for new Statutory Auditor. The term of office of Statutory Auditors to be elected at this Ordinary General Meeting of Shareholders will be until the end of the Ordinary General Meeting of Shareholders relating to the last fiscal year to end within four years after the Statutory Auditors' election, and the Board of Statutory Auditors consents to this Third Item of Business.

1. The candidates for Statutory Auditors to be reelected upon expiry of the term of office are as follows:

Number	Name (Date of Birth)	Career Summary, Position and Other Significant Concurrent Offices Held				
		April 1980	Entered The Fuji Bank, Limited (Currently, Mizuho Financial Group, Inc.)			
		Aug. 2008	Resigned from Mizuho Financial Group, Inc.			
		Sep. 2008	Entered Financial Services Agency; Special Inspector, Inspection Coordination Division, Inspection Bureau of Financial Services Agency			
		July 2012	Senior Inspector, Inspection Coordination Division, Inspection Bureau of Financial Services Agency			
	Toru Ichikawa	July 2014	Chief in charge of Monitoring Integrated Risk, Etc., Inspection Coordination Division, Inspection Bureau of Financial Services Agency			
	(July 3, 1957)	July 2015	Chief Senior Inspector, Inspection Coordination Division, Inspection Bureau of Financial Services Agency			
	N1	March 2017	Retired from Financial Services Agency			
	Number of Company's	June 2017	Outside Standing Statutory Auditor of the Company (present)			
	Shares Owned:	Aug. 2017	Statutory Auditor of SBI FINANCIAL SERVICES Co., Ltd. (present)			
1	1,000 shares	Aug. 2017	Statutory Auditor of SBI Capital Management Co., Ltd. (present)			
	-,,,,,	Nov. 2017	Outside Statutory Auditor of SBI Sumishin Net Bank, Ltd.			
		April 2018	Statutory Auditor of SBI Crypto Currency Holdings Co., Ltd.			
			(Currently, SBI Digital Asset Holdings Co., Ltd.) (present)			
		July 2018	Statutory Auditor of SBI NEO FINANCIAL SERVICES Co., Ltd. (present)			
		Aug. 2019	Statutory Auditor of SBI VC Trade Co., Ltd.			
		June 2020	Outside Statutory Auditor of Shimane Bank, Ltd. (present)			
		Feb. 2022	Statutory Auditor of SBI Regional Bank Holdings Co., Ltd. (present)			
			cted Mr. Toru Ichikawa as a candidate for Outside Statutory Auditor			
			successively as Chief Senior Inspector of Financial Services Agency and			
		d has a wealth of experience in financial issues. The Company has again selected him as				
			ory Auditor because the Company deems that utilizing his wealth of			
			e, he can adequately continue to conduct duties as an Outside Statutory			
	Auditor of the Co	ompany.				

Number	Name (Date of Birth)	Career	Summary, Position and Other Significant Concurrent Offices Held
2	Minoru Tada (February 18, 1946) Number of Company's Shares Owned: 26,510 shares	April 1968 June 1995 June 1997 April 1999 June 2004 Feb. 2005 June 2006 Oct. 2007 June 2010 June 2012 June 2014 May 2016 Oct. 2018	Entered Nomura Securities Co., Ltd. Director of WORLD Securities Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.) Managing Director of WORLD Securities Co., Ltd. Managing Executive Officer of WORLD NICHIEI Securities Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.) Standing Statutory Auditor of WORLD NICHIEI FRONTIER Securities Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.) Outside Statutory Auditor of Ace Securities Co., Ltd. Outside Statutory Auditor of E*TRADE SECURITIES Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.) Outside Standing Statutory Auditor of SBI E*TRADE SECURITIES Co., Ltd. (Currently, SBI SECURITIES Co., Ltd.) Statutory Auditor of the Company (present) Statutory Auditor of SBI FINANCIAL SERVICES Co., Ltd. Statutory Auditor of SBI SECURITIES Co., Ltd. (present) Statutory Auditor of SBI SECURITIES Co., Ltd. (present) Statutory Auditor of preparatory company for SBI NEOMOBILE SECURITIES Co., Ltd.) (present)
			ected Mr. Minoru Tada as a candidate for Statutory Auditor
			ears of experience in financial institutions, has served as a Statutory
			he Group for many years, and has a detailed knowledge of auditing.
	that utilizing his v	vealth of exper	d him as a candidate for Statutory Auditor because the Company deems rience over the years and broad knowledge, he can adequately continue to uditor of the Company.

Number	Name (Date of Birth)	Career Summary, Position and Other Significant Concurrent Offices Held		
3	Yasuo Sekiguchi (November 3, 1964) Number of Company's Shares Owned:	Oct. 1990 Entered Ota and Showa Audit Corporation (Currently, Ernst & Young ShinNihon LLC) May 1994 Registered as a certified public accountant Dec. 1998 Retired from Ota and Showa Audit Corporation (Currently, Ernst & Young ShinNihon LLC) Jan. 1999 Representative of Partners Inc. June 2000 Managing Director of Partners Consulting Inc. April 2008 Managing Director of Global Partners Consulting, Inc. (present) June 2014 Outside Statutory Auditor of the Company (present)		
	Reason why the Company selected Mr. Yasuo Sekiguchi as a candidate for Outside Statutory Auditor Mr. Yasuo Sekiguchi is qualified as a Certified Public Accountant and Certified Tax Accountant and has a considerable degree of knowledge regarding finance and accounting. The Company has again selected him as a candidate for Outside Statutory Auditor because the Company deems that utilizing his wealth of experience and broad knowledge, he can adequately continue to conduct duties as an Outside Statutory Auditor of the Company.			

2. The candidate for a new Statutory Auditor is as follows:

Number	Name (Date of Birth)	Career Summary, Position and Other Significant Concurrent Offices Held		
4	Akemi Mochizuki (June 10, 1954) Number of Company's Shares Owned:	Oct. 1984 March 1988 Aug. 1996 June 2001 June 2018 July 2018 July 2018 June 2019 June 2021	Entered Aoyama Audit Corporation Registered as a certified public accountant Entered Tohmatsu & Co. (Currently, Deloitte Touche Tohmatsu LLC) Member of Tohmatsu & Co. (Currently, Deloitte Touche Tohmatsu LLC) ("Member" is currently renamed "Partner") Retired from Tohmatsu & Co. (Currently, Deloitte Touche Tohmatsu LLC) Member of AKAHOSHI AUDIT CORPORATION (present) Independent Director and Audit Committee Member of NSK Ltd. (present) Outside Director and Audit and Supervisory Committee Member of TSUMURA & CO. (present) Outside Audit & Supervisory Board Member of Asahi Kasei Corp. (present)	
	Reason why the Company selected Ms. Akemi Mochizuki as a candidate for Statutory Auditor The Company newly selected Ms. Akemi Mochizuki as a candidate for Statutory Auditor because the Company deems that she can adequately conduct duties as a Statutory Auditor of the Company as she has a wealth of experience and a high level of knowledge as a certified public accountant over many years, as well as a high degree of professional knowledge and a wealth of experience regarding finance and accounting, in addition to auditing of companies.			

(Notes)

- 1. None of the candidates have any special interest in the Company.
- 2. Mr. Toru Ichikawa and Mr. Yasuo Sekiguchi are candidates for Outside Statutory Auditors.
- 3. The Company designated Mr. Toru Ichikawa and Mr. Yasuo Sekiguchi as independent auditors under the provisions of the Tokyo Stock Exchange and has notified the Exchange. If the reelections of Mr. Ichikawa and Mr. Sekiguchi are approved, the Company will again designate them as independent auditors.
- 4. Mr. Toru Ichikawa is currently an Outside Statutory Auditor of the Company, and he will have served for five (5) years as a Statutory Auditor as of the end of this Ordinary General Meeting of Shareholders
 - Mr. Yasuo Sekiguchi is currently an Outside Statutory Auditor of the Company, and he will have served for eight (8) years as a Statutory Auditor as of the end of this Ordinary General Meeting of Shareholders.
- 5. The Company maintains individual agreements with each of Mr. Toru Ichikawa and Mr. Yasuo Sekiguchi to limit each of their liability for compensation under Article 423, Paragraph 1 of the Companies Act. The limit of that liability is the higher amount of either 1,000,000 yen or the minimum liability amount under laws and regulations in accordance with Article 427, Paragraph 1 of the Companies Act and the provision of Article 32, Paragraph 2 of the Company's Articles of Incorporation. The Company will continue those individual agreements with each of Mr. Ichikawa and Mr. Sekiguchi if their respective reelections are approved.
- 6. The Company has executed with an insurance company a directors' and officers' liability insurance contract provided for in Article 430-3(1) of the Companies Act. If a claim for damages attributable to an action (or inaction) committed by the insured (including Statutory Auditors of the Company) based on his or her status as a director or officer is made, the damages, court costs, and the like that are borne by the insured will be covered. If each candidate is elected as, and assumes the office of, a Statutory Auditor, the candidate will be the insured under that insurance contract. The Company intends to renew that insurance contract with similar contents upon the next renewal.
- 7. Mr. Toru Ichikawa concurrently serves as a Statutory Auditor of the subsidiaries and affiliated

companies of the Company at present.

8. Attendance at meetings of the Board of Directors and the Board of Statutory Auditors held in the fiscal year ended March 31, 2022 by candidates for Outside Statutory Auditors to be reelected is as follows:

	Meeting of Board of Directors		Meeting of Board of Statutory Auditors	
	Number of Times Attended	Attendance Rate	Number of Times Attended	Attendance Rate
Toru Ichikawa	13 / 13 times	100%	15 / 15 times	100%
Yasuo Sekiguchi	13 / 13 times	100%	15 / 15 times	100%

Fourth Item of Business: Election of One (1) Substitute Statutory Auditor

In order to maintain the continuity of auditing even when the number of Statutory Auditors required under laws and regulations is lacking, the Company proposes that Mr. Tetsutaro Wakatsuki be elected as a substitute Outside Statutory Auditor.

The effect of election of Mr. Tetsutaro Wakatsuki as a substitute Outside Statutory Auditor may be revoked, only before his assumption of office, by a resolution of the Board of Directors with the consent of the Board of Statutory Auditors.

The Board of Statutory Auditors consents to this Fourth Item of Business.

Name (Date of Birth)	Career Summary, Position and Other Significant Concurrent Offices Held	
(Date of Birth) Tetsutaro Wakatsuki (October 22, 1974) Number of Company's Shares Owned:	April 2000 April 2004 April 2008 April 2010 Dec. 2012 March 2015 June 2015 June 2019 Nov. 2019 June 2020 April 2022	Registered as Attorney at Law (Tokyo Bar Association) Entered Mori Sogo (Currently, Mori Hamada & Matsumoto) Representative Partner of Murata & Wakatsuki Law Offices (present) Lecturer in the Law School of Hosei University (while concurrently serving in other positions) Professor in the Law School of Hosei University (while concurrently serving in other positions) Outside Auditor of Do House Inc. Outside Auditor of Otsuka Corporation Outside Statutory Auditor of SBI MONEY PLAZA Co., Ltd. Outside Director of The Michinoku Bank, Ltd. Supervisory Officer of Dream Hospitality REIT Inc. (present) Outside Director of THE MICHINOKU BANK, LTD. (Audit and Supervisory Committee Member) (a part-time position) Outside Director of Procrea Holdings, Inc. (Audit and Supervisory
	7 ipiii 2022	Committee Member) (present)

Reason why the Company selected Mr. Tetsutaro Wakatsuki as a candidate for Substitute Outside Statutory Auditor

Mr. Tetsutaro Wakatsuki has a wealth of experience as an attorney and has expertise in general legal matters. The Company selected him as a candidate for substitute Outside Statutory Auditor because the Company deems that he can utilize his expertise to adequately conduct duties as an Outside Statutory Auditor of the Company.

(Notes)

- 1. Mr. Tetsutaro Wakatsuki has no special interest in the Company.
- 2. Mr. Tetsutaro Wakatsuki is a candidate for Substitute Outside Statutory Auditor.
- 3. If Mr. Tetsutaro Wakatsuki assumes the office of a Statutory Auditor, the Company will designate him as an independent auditor under the provisions of the Tokyo Stock Exchange and notify the Exchange.
- 4. Although Mr. Tetsutaro Wakatsuki has not been directly involved in company management in a way other than being Outside Director or Outside Statutory Auditor, the Company has judged that he can properly perform his duties as an Outside Statutory Auditor in accordance with the reason why the Company selected him as a candidate for Substitute Outside Statutory Auditor.
- 5. If Mr. Tetsutaro Wakatsuki assumes the office of a Statutory Auditor, the Company will enter into an individual agreement with Mr. Tetsutaro Wakatsuki to limit his liability for compensation under Article 423, Paragraph 1 of the Companies Act. The limit of that liability is the higher amount of either 1,000,000 yen or the minimum liability amount under laws and regulations in accordance with Article 427, Paragraph 1 of the Companies Act and the provision of Article 32, Paragraph 2 of the Company's Articles of Incorporation.
- 6. The Company has executed with an insurance company a directors' and officers' liability insurance contract provided for in Article 430-3(1) of the Companies Act. If a claim for damages attributable

to an action (or inaction) committed by the insured (including Statutory Auditors of the Company) based on his or her status as a director or officer is made, the damages, court costs, and the like that are borne by the insured will be covered. If a candidate assumes the office of a Statutory Auditor, the candidate will be the insured under that insurance contract. The Company intends to renew that insurance contract with similar contents upon the next renewal.

Fifth Item of Business: Payment of Retirement Allowance to Retiring Director

Mr. Katsuya Kawashima, who served as the Representative Director, Senior Executive Vice President & COO of the Company, resigned his office as the Director of the Company as of February 7, 2022 in order to commit to the management of Shinsei Bank, Limited ("Shinsei Bank") as the Representative Director and President of Shinsei Bank, which is a consolidated subsidiary of the Company. Accordingly, the Company intends to pay a retirement allowance of 110 million yen to reward him for his service during the term of the office. The payment of this retirement allowance was decided upon deliberation at, and receipt of feedback from, the Management Advisory Committee, the majority of which is composed of Independent Outside Directors, and the Company has determined that this payment was reasonable in light of the retiring Director's years of contribution to the Group.

The Company will ask our shareholders to entrust the timing, method, and the like of that payment to the Board of Directors.

The career summary of the retiring Director is as follows:

Name	Career Summary	
	July 1999	Director of the Company
Katsuya Kawashima	June 2014	Representative Director, Senior Executive Vice President & Co-COO of the Company
	June 2018	Representative Director, Senior Executive Vice President & COO of the Company
	Feb. 2022	Resigned his office as the Representative Director, Senior Executive Vice President & COO of the Company

— End —

Access to the Meeting Room of the 24th Ordinary General Meeting of Shareholders

Location

Heian Room, 1st Floor, The Okura Prestige Tower of The Okura Tokyo 2-10-4 Toranomon, Minato-ku, Tokyo

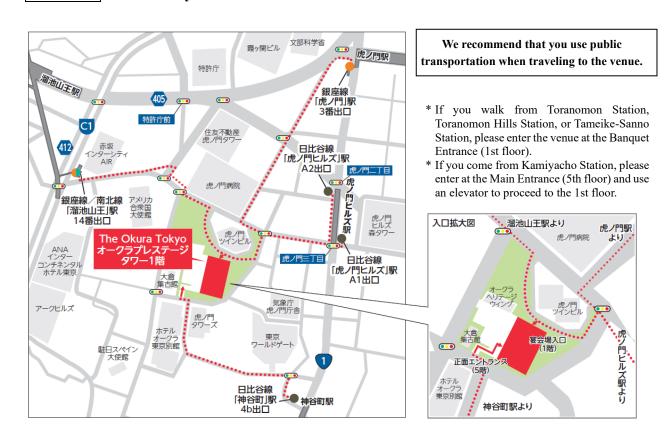
Access

Toranomon Station, Tokyo Metro/Ginza Line Tameike-Sanno Station, Tokyo Metro/Ginza Line or Namboku Line Toranomon Hills Station, Tokyo Metro/Hibiya Line Kamiyacho Station, Tokyo Metro/Hibiya Line About ten minutes' walk from Exit 3

About ten minutes' walk from Exit 14

About six minutes' walk from Exit A1 and A2

About six minutes' walk from Exit 4b



Japanese	English	
Map (Overall view)		
虎ノ門駅	Toranomon Station	
銀座線「虎ノ門」駅3番出	Toranomon Sta (Tokyo Metro Ginza Line) Exit 3	

文部科学省	MEXT
霞が関ビル	Kasumigaseki Bldg.
特許庁	Japan Patent Office
特許庁前	"Japan Patent Office" (traffic lights)
溜池山王駅	Tameike-Sanno Station
住友不動産虎ノ門タワー	Sumitomo Fudosan Toranomon Tower
虎ノ門病院	Toranomon Hospital
赤坂インターシティAIR	Akasaka Intercity AIR
銀座線/南北線「溜池山	Tameike-Sanno Sta (Tokyo Metro Ginza Line/Namboku
王」駅14番出口	Line) Exit 14
アメリカ合衆国大使館	Embassy of U.S.A.
虎ノ門二丁目	Toranomon 2 (traffic lights)
虎ノ門ヒルズ駅	Toranomon Hills Station
虎ノ門三丁目	Toranomon 3 (traffic lights)
日比谷線「虎ノ門ヒル	Toranomon Hills Sta (Tokyo Metro Hibiya Line) Exit A2
ズ」駅A2出口	
日比谷線「虎ノ門ヒル	Toranomon Hills Sta (Tokyo Metro Hibiya Line) Exit A1
ズ」駅A1出口	
虎ノ門ヒルズ森タワー	Toranomon Hills Mori Tower
虎ノ門ツインビル	Toranomon Twin Bldg.
The Okura Tokyoオークラ	1st Floor, The Okura Prestige Tower of The Okura Tokyo
プレステージタワー1階	
大倉集古館	Okura Museum of Art
ホテルオークラ東京別館	Hotel Okura Tokyo South Wing
気象庁虎ノ門庁舎	Toranomon Office Building of the Japan Meteorological
+	Agency
東京ワールドゲート	Tokyo World Gate
虎ノ門タワーズ	Toranomon Towers
駐日スペイン大使館	Embassy of Spain
神谷町駅	Kamiyacho Station
日比谷線「神谷町」駅4b	Kamiyacho Sta (Tokyo Metro Hibiya Line) Exit 4b
出口	
ANAインターコンチネン	ANA InterContinental Tokyo
タルホテル東京	

アークヒルズ	Ark Hills	
Map (Enlarged map of the entrance)		
入口拡大図	Enlarged Map of the Entrance	
溜池山王駅より	From Tameike-Sanno Station	
虎ノ門駅より	From Toranomon Station	
宴会場入口(1階)	Banquet Entrance (1st floor)	
オークラヘリテージウィ	The Okura Heritage Wing	
ング		
正面エントランス (5階)	Main Entrance (5th floor)	
神谷町駅より	From Kamiyacho Station	
虎ノ門ヒルズ駅より	From Toranomon Hills Station	

SBI Holdings, Inc

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End of translation