

Notice on Share Acquisition of PCA Life Insurance Co., Ltd.

SBI Holdings, Inc. hereby announces that it has resolved at the Board of Directors meeting held on 16 July 2013 to enter into an agreement of an acquisition of 100% equity interest in PCA Life Insurance Co., Ltd. (hereinafter “PCA Life Japan”) which is a Japanese arm of Prudential plc, on the premise of the authorization or permission to be granted by the relevant authorities in Japan. After the granting of authorization or permission and payment of the consideration, PCA Life Japan will become the Company’s consolidated subsidiary.

1. Background and rationale to acquire shares

PCA Life Japan is a life insurance company (*1) which has more than 130,000 in-force life policies as of 31 March 2013. As part of the SBI Group’s overall strategy, the Group has considered expanding into the life insurance business once again and believes the acquisition represents a valuable opportunity in starting the life insurance business in Japan. The Group will protect the existing policyholders’ interests (*2) and is expected to grow into the life insurance business as one of the core business in the Group’s Financial Services Business through the new strategy.

*Note 1: PCA Life Japan has ceased writing new policies from February 2010.

*Note 2: There will be no change in the terms and conditions of existing policies regarding this transaction.

2. Summary of the subsidiary company involved

(1)	Name	PCA Life Insurance Co., Ltd.		
(2)	Location	2-11-7 Akasaka, Minato-ku, Tokyo		
(3)	Title and name of representative	Takashi Kato, President & CEO		
(4)	Main Business Activities	Insurance business		
(5)	Paid in Capital	JPY 47.5 billion (as of 31 March 2013)		
(6)	Date of Establishment	2 July 1990		
(7)	Major shareholders and shareholding stake	Prudential Corporation Holdings Limited 100%		
(8)	Relationship between listed company and subsidiary company involved	Capital relationship	No relevant items.	
		Personal relationship	No relevant items.	
		Business relationship	No relevant items.	
(10)	Business results and financial condition in the past three years (Unit: JPY million)			
	Fiscal Year Ended	March 2011	March 2012	March 2013
	Net assets	12,451	15,347	17,863

Total assets	177,227	168,613	170,397
Net assets per share (JPY)	8,413.15	10,369.97	12,070.12
Ordinary revenues	30,240	32,363	30,828
Ordinary profit	1,292	2,348	4,199
Net income	775	2,147	4,088
Net income per share (JPY)	523.77	1,450.72	2,762.79
Dividend per share (JPY)	—	—	—

3. Outline of the shareholder who owns the subsidiary company involved

(1)	Name	Prudential Corporation Holdings Limited	
(2)	Location	Laurence Pountney Hill, London, UK	
(3)	Title and name of representative	Pierre-Olivier Bouee, Managing Director	
(4)	Main Business Activities	Holding company	
(5)	Paid in Capital	GBP 50 million (as of 30 June 2013)	
(6)	Date of Establishment	11 December 1978	
(7)	Net assets	GBP 142 million (as of 30 June 2013)	
(8)	Total assets	GBP 4,735 million (as of 30 June 2013)	
(9)	Major shareholders and shareholding stake	Prudential Holdings Limited 100%	
(10)	Relationship between listed company and subsidiary company involved	Capital relationship	No relevant items.
		Personal relationship	No relevant items.
		Business relationship	No relevant items.
		Status as related parties	No relevant items.

4. Number of shares to be acquired, transaction amount and the numbers of shares held before and after the acquisition

(1)	Numbers of shares held prior to acquisition	0 (number of voting right: 0) (shareholding ratio: 0.0%)
(2)	Numbers of shares to be subscribed	1,480,000 (number of voting right: 1,480,000)
(3)	Transaction amount	Common share of PCA Life Insurance Co., Ltd.: USD 85 million Advisory expenses: JPY 35million
(4)	Number of shares held after acquisition	1,480,000 (number of voting right: 1,480,000) (shareholding ratio: 100.0%)

5. Time Schedule

(1)	Resolution of Board of Directors meeting	16 July 2013
(2)	Conclusion of share purchase agreement	16 July 2013
(3)	Due date of the transfer of shares	To be determined (It will be transferred after the authorization or permission to be granted by the relevant authorities.)

6. Future Outlook

The Company will announce the financial effects of this acquisition as soon as it becomes clear.

For further information, please contact:

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