

This document is an English translation of the official Japanese version of the press release (the “Official Japanese Version”). This English translation was prepared for reference, to help understand what is stated in the Official Japanese Version. In the event of any discrepancy between the Official Japanese Version and the English translation, the Official Japanese Version will prevail.

September 3, 2026

SBI Holdings, Inc.

(Tokyo Stock Exchange Prime Market: 8473)

Notice Regarding Acquisition of Shares of Brangista Inc. (Securities Code: 6176) Constituting an Act of Purchasing Shares Equivalent to a Tender Offer

SBI Holdings, Inc. (hereinafter “the Company”) and its subsidiary SBINM GK (Head Office: Minato-ku, Tokyo; Representative Member: SBIER, Inc.; hereinafter “SBINM”) entered into a capital and business alliance agreement with Brangista Inc. (Head Office: Shibuya-ku, Tokyo; President and Representative Director: Keiryo Iwamoto; hereinafter “Brangista”) as of September 10, 2025. As part of the strengthening of the capital relationship, SBINM has decided to additionally acquire common shares of Brangista through market purchases on the Tokyo Stock Exchange, targeting a level at which the ownership ratio of voting rights will exceed 20% (hereinafter the “Share Acquisition”).

The Company announces the following as this Share Acquisition will result in the acquisition of 5% or more on a voting rights basis, and falls under an “act of buying up specified by Cabinet Order as being equivalent to a tender offer” as prescribed in Article 167, Paragraph (1) of the Financial Instruments and Exchange Act and Article 31 of the Order for Enforcement of the Financial Instruments and Exchange Act.

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| 1. Target Issue | Brangista Inc. (Securities Code: 6176) |
| 2. Number of Shares to Be Acquired | Common shares: 1,745,000 shares (maximum) |
| 3. Ratio to the Total Number of Voting Rights | 12.06% (maximum) (Note) |
| 4. Share Acquisition Period | September 4, 2026 to March 31, 2027 (scheduled) |
| 5. Remarks | <p>As of March 31, 2026, SBI Group holds 1,150,000 shares of Brangista (ownership ratio of voting rights (Note): 7.95%). If the number of shares acquired through the Share Acquisition reaches the maximum, SBI Group’s ownership ratio of voting rights will be 20.02%, and the Company plans to make Brangista an equity-method affiliate of the Company.</p> <p>However, the Company plans to make the purchases within the investment budget that it determines, taking into account movements in the share price. Even if the number of shares acquired does not reach the maximum, the Company intends to continue to hold the shares acquired as of that point in time, with a view to further deepening the</p> |

capital and business alliance with Brangista.

In addition, if any filing or other response is required under the Antimonopoly Act in connection with the implementation of this matter, the Company will respond appropriately in accordance with the relevant laws and regulations.

(Note) In calculating the ownership ratio of voting rights, the total number of voting rights is calculated as 144,637, which is obtained by dividing 14,463,700 shares—the number of shares remaining after deducting the treasury shares as of March 31, 2026 (104,900 shares) and the shares constituting less than one unit as of March 31, 2026 (6,700 shares) from the total number of issued shares as of March 31, 2026 (14,575,300 shares) stated in the “Semiannual Securities Report” published by Brangista on May 15, 2026—by 100 shares, the number of shares constituting one unit of the issuing company.

[Reasons for the Additional Acquisition of Brangista Shares]

The Company and SBINM, together with Brangista, entered into a capital and business alliance agreement as of September 10, 2025 and have since promoted business development utilizing the resources of both groups.

Since the alliance, the two groups have built a favorable relationship through, among other things, the mutual use of each other’s services. The parties have now reached a shared recognition that the establishment of a stronger partnership is essential in order for the SBI Group to make deeper use of the solutions of the Brangista Group and to maximize the synergies between the two groups. Accordingly, SBINM has decided to implement the Share Acquisition in order to strengthen the capital relationship with a view to further business development.

Going forward, the SBI Group and the Brangista Group will strengthen their collaboration, focusing principally on the following measures.

(1) Revitalization of regional economies through the expanded rollout of the promotion support business “ACCEL JAPAN”

The SBI Group will not only utilize “ACCEL JAPAN,” provided by Brangista, within the SBI Group, but will also support its rollout to regional companies through, among other channels, the network of regional financial institutions across Japan with which the SBI Group has partnerships with. By expanding the number of participating companies and creating growth opportunities for small and medium-sized enterprises, the SBI Group will contribute to regional revitalization.

(2) Acceleration and expansion of user services for the Japanese market, including the digital magazine “tabihiro”

In the media business, including the digital magazine “tabihiro” published by the Brangista Group, the SBI Group will promote collaboration with the diverse networks and the financial and next-generation service platforms that the SBI Group possesses, thereby accelerating the introduction of new services to users and enhancing convenience.

(3) Consideration of joint investment, and growth support (value-up) for the SBI Group’s investees

The SBI Group will support the growth of its investee companies and others by providing them with services that utilize the expertise of the Brangista Group in its areas of strength, such as promotion support, PR utilizing digital magazines and videos, and e-commerce support-related services. In addition, with a view to possible joint investment by the two groups in the future, the two groups will together promote growth support for, and the enhancement of the corporate value of, the target companies.

Pursuant to Article 30, Paragraph (1), Item (iv) of the Order for Enforcement of the Financial Instruments and Exchange Act, this document is published at the request of SBINM GK (share acquirer) addressed to SBI Holdings Inc. (parent company).

For further information, please contact:

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