

[Translation]

TENDER OFFER STATEMENT

July 2018

Yahoo Japan Corporation

[Translation]

Tender Offer Statement

The tender offer conducted, pursuant to this statement (this “Statement”), is governed by the provisions of Chapter 2-2, Section 1 of the Financial Instruments and Exchange Law (Law No. 25 of 1948, as amended), and this Statement is prepared in accordance with the proviso of Article 27-9, Paragraph 1 of the Law as applied mutatis mutandis pursuant to Article 27-22-2, Paragraph 2 of the Law.

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Place of Public Inspection:	Yahoo Japan Corporation (1-3, Kioicho, Chiyoda-ku, Tokyo) Tokyo Stock Exchange, Inc. (2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo)

(Note 1) Where the figures in this Statement have been rounded up or down, the amount reflected in the total column may not always coincide with the actual sum of the relevant figures.

(Note 2) In this Statement, the “Act” means the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended).

(Note 3) In this Statement, the “Enforcement Order” means the Enforcement Order of the Financial Instruments and Exchange Act (Government Ordinance No. 321 of 1965, as amended).

(Note 4) In this Statement, the “TOB Order” means the Cabinet Office Order on Disclosure Required for Tender Offer for Listed Share Certificates, etc. by Issuer (Ministry of Finance Japan Ordinance No. 95 of 1994, as amended).

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- (Note 5) In this Statement, the “Self-Tender Offer” means the tender offer subject to this Statement.
- (Note 6) In this Statement, “Share Certificates, etc.” means rights to shares.
- (Note 7) In this Statement, the “Business Day” means a day other than days listed in Article 1, Paragraph 1 of the Act on Holidays of Administrative Organs (Act No. 91 of 1988, as amended).
- (Note 8) Unless otherwise described in this Statement, any reference to the number of days or the date and time shall mean the number of days or the date and time in Japan.
- (Note 9) Although the Self-Tender Offer and the Third Party Tender Offer (defined in “2. Purpose of the Self-Tender Offer” below.) (together, the “Tender Offers.”) will be conducted in compliance with the procedures and disclosure standards prescribed in the Financial Instruments and Exchange Act, such procedures and standards are not necessarily identical to those applicable in the United States. In particular, Sections 13(e) and 14(d) of the U.S. Securities Exchange Act of 1934, as amended and the rules promulgated thereunder (the same shall apply hereinafter) do not apply to the Tender Offers, and the Tender Offers are not intended to comply with the procedures or standards set forth in any such provisions. All financial information contained in this Statement is based on the International Financial Reporting Standards (IFRS), not the U.S. accounting standards. Therefore, the financial information contained in this press release may not necessarily be comparable to the financial statements of U.S. companies. In addition, the Company and SoftBank Corp. are legal entities (together, the “Tender Offerors”) established outside the United States, and it may become difficult to exercise rights or requests which can be claimed under the U.S. securities laws. Furthermore, in the event of a violation of the U.S. securities laws, the Company may be unable to commence a legal action against legal entities outside the U.S. before courts outside the United States. Furthermore, U.S. courts do not necessarily have jurisdiction over legal entities and their respective subsidiaries and affiliates outside the United States.
- (Note 10) Unless otherwise described in this Statement, all procedures related to the Tender Offers will be conducted in the Japanese language. All or any part of the documents related to the Tender Offers are prepared in the English language. If there are any discrepancies between the English documentation and the Japanese documentation, the Japanese documentation shall prevail.
- (Note 11) This Statement includes “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the U.S. Securities Exchange Act of 1934. Actual results may differ substantially from future expectations or other express or implicit forward-looking statements due to known or unknown risks, uncertainties or other factors. Neither the Tender Offerors nor, any of their affiliates promise that the projections, etc. expressed or implied as “forward-looking statements” will ultimately be accurate. The “forward-looking statements” in this Statement have been prepared based on information available to the Tender Offerors as of the date hereof, and neither the Tender Offerors, nor any of its affiliates will be responsible for updating or otherwise revising any such forward-looking statements to reflect any future event or circumstances, unless required by law or regulation, or rules of financial instruments exchanges.
- (Note 12) Financial advisors of the Tender Offerors and their respective affiliates may, within the scope of their ordinary business, purchase, or conduct any act toward the purchase of, the common stock of shares of the Company not through the Tender Offers on their own account or accounts of their customers prior to the launch of the Tender Offers or during the purchase period of the Tender Offers, etc. pursuant to the requirements under Rule 14e-5(b) of the U.S. Securities Exchange Act of 1934 to the extent permissible under the financial instruments and exchange law system in Japan. If any information regarding such purchase is disclosed in Japan, the disclosure will be made in the United States by a similar method.

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I. Terms and Conditions of the Self-Tender Offer

1. Class of Listed Share Certificates, etc. Planned to be Purchased, etc.

Common shares

2. Purpose of the Self-Tender Offer, etc.

The Company is aiming to achieve a medium- and long-term increase in its corporate value on a continuous basis, and is aware of the importance of making upfront investment in its services, capital investment, and capital and business alliances, with an eye toward future growth. At the same time, the Company recognizes that, as a listed company, it has an obligation to reward its shareholders by providing its shareholder with investment returns. It is based on this basic policy, that the Company pays dividends on a continuous basis.

With regard to acquisition of its own shares, the Company is permitted under its Articles of Incorporation to acquire its own shares for flexible execution of its capital policy by a resolution of its board of directors pursuant to the provisions of Paragraph 2 of Article 165 in the Companies Act.

The Company was established in January 1996 as a joint venture between SoftBank Corp. (currently Softbank Group Corp.; “SBG”) and Yahoo! Inc. (currently Altaba Inc.; “ALT”) for the purpose of providing on-line search engine services in Japan. On April 1, 1996, SBG and ALT executed a joint venture agreement setting forth the Company’s management policies, etc. (the “Shareholders Agreement”), and, to date, have conducted the Company’s operations pursuant to the Shareholders Agreement .

As of the date of submission of this Statement, SBG owns a total of 2,445,487,300 shares (shareholding ratio (Note 1): 42.95%) (Note 2) of the Company’s common shares through SBG’s wholly-owned subsidiaries, SoftBank Group Japan Corporation (former trade name: SoftBank Group International GK) (“SBGJ”) and SBBM Corporation (“SBBM”). SBG is the Company’s effective parent company based on control, and SBGJ is the Company’s other associated company and its largest shareholder. ALT owns a total of 1,977,282,200 shares (shareholding ratio: 34.73%) of the the Company’s common shares through Altaba INC.- DAIWA CM SINGAPORE LTD, the second largest shareholder of the Company, and is the Company’s other associated company.

(Note 1) “Shareholding ratio” is the ratio of the shares owned by an entity against the number of outstanding shares (5,694,069,615 shares), obtained by subtracting the number of treasury stock held by the Company as of June 18, 2018 (2,835,585 shares) (excluding the number of shares obtained through the purchase of shares less than one unit by the Company during the period from June 1, 2018 to June 18, 2018), from the total number of shares outstanding as of June 18, 2018 (5,696,905,200 shares) as disclosed in the Company’s “Annual Securities Report for the 23rd fiscal year (April 1, 2017 through March 31, 2018)” submitted on June 18, 2018, (excluding the number of shares issued through the exercise of stock acquisition rights by the Company during the period from June 1, 2018 to June 18, 2018), rounded to the nearest

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hundredth (0.01) percentage point. The same applies wherever the shareholding ratio is used in this Statement.

(Note 2) As of the date of submission of this Statement, of the 2,445,487,300 the Company's common shares, SBGJ owns 2,071,926,400 shares (shareholding ratio: 36.39%), and SBBM owns 373,560,900 shares (shareholding ratio: 6.56%)

Against this backdrop, on February 27, 2018 ALT announced that it planned to sell the Company's common shares it holds.

Upon learning of ALT's announcement of its plan to sell the Company's common shares, the Company carefully studied counter-measures to this planned sale, taking into consideration the liquidity of the Company's common shares in the event the shares owned by ALT were sold in the market, the effect of downward pressure on the market price of these shares, and the Company's financial condition.

On the other hand, in February 2018, SoftBank Corp. ("SBKK"), in which SBG indirectly holds 99.99% of the voting rights through SBGJ, has begun preparations for the initial public offering of its shares. As part of these preparations and in order to achieve successful corporate management as an independent public entity, SBKK aims to further strengthen its collaboration with the Company as a key partner in its efforts to increase its corporate value. In order to further develop its partnership with the Company, SBKK has begun considering direct ownership of the Company's common shares as a method by which to achieve deeper connections at the capital level. Meanwhile, the Shareholders Agreement executed by and between SBG, SBGJ and SBBM on the one hand, and ALT, on the other hand, provided that two of the Company's directors are to be appointed by ALT. However, after the announcement of policy regarding the planned sale by ALT, the two directors appointed by ALT have not been able to attend the Company's board meetings, as insider trading regulations put them in a position of not being able to receive material non-public information (as defined in Article 166, Paragraph 2 of the Act). Due to the fact that ALT was no longer a long-term business partner, and ALT's appointment of two directors to the board of the Company could have the effect of inhibiting SBKK and the Company from smoothly advancing their business collaboration, SBKK came to view that the termination of the Shareholders Agreement was a material issue requiring resolution. SBKK thus started to consider in detail the acquisition of a portion of the Company's common shares owned by ALT, as well as the aforementioned termination of the Shareholders Agreement, and consulted with SBG, a party to the Shareholders Agreement and holder of the right of first refusal of the Company's common shares under the Shareholders Agreement (in the event that one of the parties transfers the Company's common shares to a third party (including share transfers on the market), if any other party wishes, such right of first refusal regarding the Company's common shares entitles such other party to demand a transfer of the Company's common shares to itself on the same terms as those of the transfer of the Company's common shares from the party intending to transfer those Company's common shares to such third party), on the matter of the SBKK's acquisition of the Company's common shares owned by ALT. According to SBG, with SBG holding the right of first refusal under the Shareholders Agreement for sales of the Company's common shares by ALT, ALT and SBG had been unable to agree to a sale of the Company's common shares on terms

agreeable to both parties. However, SBG subsequently expressed an opinion that it would cooperate with SBKK's acquisition of the Company's common shares as such an acquisition would lead to an increase in the corporate value of SBG group (the group of companies in which SBG is the parent company; "SBG group"), as a whole. Thereafter, in early June 2018, SBKK conveyed its intent to acquire a part of the Company's common shares that ALT had announced it would sell. The Company also had discussions with SBKK in response to its intention to acquire the Company's common shares.

From SBG's perspective, in response to ALT's announced plan to sell the Company's common shares, the termination of the Shareholders Agreement would facilitate collaboration between SBKK and the Company, and thus the termination was in the best interests of the SBG group and, concurrent with the discussions described above, SBG had been negotiating for the termination of the Shareholders Agreement with ALT. As a result of these negotiations, in late June 2018, SBG obtained ALT's consent to terminate the Shareholders Agreement on the same date as the execution of the ALT Tender Agreement based on SBKK's intent to acquire a part of the Company's common shares owned by ALT. According to SBG, there was no need to increase the number of the Company's common shares owned by it based on the current level of the SBG group's capital efficiency because the Company is already a consolidated subsidiary of SBG and SBG has been smoothly operating its group business.

In late June 2018, the Company came to a consensus with SBG and SBKK, respectively, that it would be reasonable to implement the Self-Tender Offer simultaneously with the third-party tender offer by SBKK, for the purposes of acquiring common shares of the Company held by ALT (the "Third Party Tender Offer") on the following grounds: (i) the Company had for some time been considering an acquisition of its own stock as one method of strengthening shareholder returns and improving capital efficiency, and when ALT announced its plan to sell the Company's common shares as described above, the Company needed to take action to respond to the decrease in liquidity of the Company's common shares in the event the Company's common shares owned by ALT were sold into the market and to mitigate the downward pressure on the market price of these common shares; (ii) the termination of the Shareholders Agreement between SBG, SBGJ and SBBM, on the one hand, and ALT, on the other hand, and SBKK's acquisition of a part of the Company's common shares owned by ALT would further strengthen the alliance between the Company and SBKK, and result in a more active pursuit of collaboration between the two companies, which is expected to contribute to further growth and development of both SBKK and the Company, and increase their respective corporate values going forward, (iii) by acquiring its own shares from SBGJ concurrently with SBKK acquisition of the Company's common shares from ALT, the Company would be able to maintain SBG's shareholding ratio of the Company's common shares at a certain level and maintain the Company's autonomy as a listed company while strengthening its alliance with SBKK; (iv) the Company has sufficient surplus cash and deposits to implement the Self-Tender Offer, even taking into consideration investments, etc. that might become necessary when implementing its growth strategy; (v) the Self-Tender Offer is a reasonable method for the Company to acquire its own shares from SBGJ from the standpoint of equality among shareholders and transaction transparency.

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Subsequently, SBKK negotiated with ALT regarding the terms of the Third Party Tender Offer including both the number of shares tendered and the tender offer price, and according to the press release “Announcement of Commencement of Tender Offer by the Company for Shares of Yahoo Japan Corporation (Securities Code: 4689)” dated July 10, 2018 (the “SBKK Press Release”), SBKK executed a tender offer agreement dated July 10, 2018 with ALT (the “ALT Tender Agreement”) providing that (i) the Third Party Tender Offer will be implemented at a tender offer price based on the closing price of the Company’s common shares on the First Section of the Tokyo Stock Exchange, Inc. (“TSE”) on July 9, 2018, one Business Day before the announcement of the Third Party Tender Offer (the “Third Party Tender Offer Price”), and the number of common shares to be purchased will be for a maximum and minimum of 613,888,888 shares (shareholding ratio: 10.78%); and (ii) in the event SBKK conducts the Third Party Tender Offer, ALT will tender a part of the Company’s common shares owned by ALT (613,888,888 shares, shareholding ratio: 10.78%), and resolved at its board of directors’ meeting held on July 9, 2018, to entrust Ken Miyauchi, Representative Director, President and CEO of SBKK, with the sole discretion to decide as to whether to conduct the Third Party Tender Offer, which he in fact decided to conduct on July 10, 2018.

As announced in the press release “Announcement of Opinion Regarding Tender Offer for the Company’s Shares by SoftBank Corp. A Subsidiary Of Our Parent Company, SoftBank Group Corp. and Acquisition of Shares of the Company by way of Self-Tender Offer” (“Press Release Announcing the Company Opinion”) dated July 10, 2018, the Company also held a board of directors’ meeting on the same date and resolved to express its opinion to support the Third Party Tender Offer. The Company also resolved that the Third Party Tender Offer is not implemented with an intention to delist the Company’s common shares and that as both the Company and SBKK intend to maintain the listing of the Company’s common shares after consummation of the Third Party Tender Offer, the decision regarding whether to accept the Third Party Tender Offer shall be left to each of the shareholders of the Company.

According to the SBKK Press Release, upon the execution of the ALT Tender Agreement by and between SBKK and ALT, pursuant to a termination agreement dated July 10, 2018 (the “TERMINATION AGREEMENT”), SBKK separately agreed with ALT to terminate the Shareholders Agreement. Pursuant to the Termination Agreement, Arthur Chong and Alexi Wellman, who concurrently serve as officers of ALT, resigned as directors of the Company as of July 10, 2018. (For other details on the Third Party Tender Offer, please refer to each of the press releases noted above.)

Discussions subsequently continued in late June 2018 between the Company and SBGJ, the Company’s shareholder, regarding the Self-Tender Offer, and an agreement was reached with SBGJ that the purchase price, etc. for the Self-Tender Offer (“Self-Tender Offer Price”) will be the same as the Third Party Tender Offer Price, i.e. the closing price of the Company’s common shares on the First Section of the TSE on July 9, 2018, one Business Day before the July 10, 2018 announcement of the Third Party Tender Offer, taking into consideration: (i) the objective of strengthening the alliance between the Company and SBKK through SBKK’s acquisition of the Company’s common shares from ALT, and at the same time implementing the Self-Tender Offer to keep SBG group’s shareholding ratio of the Company’s common shares at a certain level through the Company’s acquisition of its own

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shares from SBGJ; and (ii) avoiding unnecessary confusion among the Company's shareholders by ensuring the two tender offers are set at the same price. The Company determined that through the acquisition of up to 611,111,111 shares of its own common shares, pursuant to the Self-Tender Offer at the Self-Tender Offer Price, based on the market price of the Company's common shares, would contribute to accretions in earnings per share (EPS), return on equity (ROE) and other capital efficiency, and would also lead to profit returns to shareholders of the Company who continue to hold the Company's common shares without participating in the Self-Tender Offer. Because the Self-Tender Offer Price is at a discount to the simple average price of the closing prices of the last one (1), three (3) and six (6) months prior to one Business Day before the above date of announcement of the Self-Tender Offer, (Please refer to "Basis for Calculation" under "(2) Price of Self-Tender Offer, etc" in "4. Period of Self-Tender Offer, etc., Price of Self-Tender Offer, etc., Basis for Calculation, and Number of Listed Share Certificates, etc. planned to be purchased," below for details on the discount rate of the Self-Tender Offer Price from the average market price during a certain period in the past), the Company is reducing the outflow of its assets for the number of its common shares it acquires, and also believes that the Self-Tender Offer is reasonable from the standpoint of respecting the interests of those shareholder who continue to hold the Company's common shares without participating in the Self-Tender Offer.

In addition, the acquisition of its own shares by the Company from SBGJ is made on the condition that SBKK acquires the Company's common shares from ALT through the Third Party Tender Offer. As such, the Company and SBGJ reached an agreement that (i) SBGJ's tender to the Self-Tender Offer is subject to consummation of the Third Party Tender Offer; and (ii) the last day of the tender offer period, etc. for the Self-Tender Offer (the "Tender Offer Period") will be set one Business Day after the last day of the tender offer period of the Third Party Tender Offer (the "Third Party Tender Offer Period").

Upon consideration and discussions explained above, the Company resolved at a meeting of the board of directors held on July 10, 2018, pursuant to the provisions of Paragraph 1 of Article 156 of the Companies Act which is applied *mutatis mutandis* pursuant to Paragraph 3 of Article 165 of the Companies Act and the provisions of the Company's Articles of Incorporation, to acquire its treasury stock and implement the Self-Tender Offer as the specific acquisition method of its own common shares. It was also resolved that the Self-Tender Offer Price will be 360 yen , the closing price of the Company's common shares in the First Section of the TSE on July 9, 2018, which is one Business day before the July 10, 2018, announcement of the Self-Tender Offer , and the maximum number of its own common shares to be purchased by the Self-Tender Offer was set at 611,111,111 shares, the same number as the number of the Shares to be Tendered (as defined below) (10.73 % of outstanding shares) taking into consideration the Company's financial soundness and stability. In addition, the Company has stated that it intends to set the maximum number of shares to be purchased by the Self-Tender Offer at 611,111,111 shares taking into consideration factors including: (i) the need to limit SBG group's shareholding ratio of the Company's common shares at a certain level in order to maintain the Company's autonomy as a listed company; and (ii) the amount of surplus cash and deposits held by the Company.

Masayoshi Son, Ken Miyauchi, and Kazuko Kimiwada, the directors of the Company, who concurrently service as officers of SBG, SBGJ, SBKK and other SBG group companies, and Arthur Chong and Alexi Wellman, the directors of the Company, who concurrently serve as

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officers of ALT, did not participate in any way in the deliberations regarding expression of an opinion on the Self-Tender Offer and the Third Party Tender Offer (the “Transactions”) conducted during the abovementioned board of directors meeting to avoid arbitrariness in the decision-making process, and they have not attended or participated in any discussions or negotiations with SBG, SBGJ, SBKK or ALT as a director of the Company to ensure fairness in the Transactions.

The Company has appointed Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. as its outside financial adviser and the law offices of Nakamura, Tsunoda & Matsumoto as its outside legal counsel, both of which are independent from SBG group and the Company, in order to ensure transparency and fairness in the decision-making process, etc. of the Company’s board of directors with regard to the Transactions.

In addition, as described in “(C) Outline of the opinion, provided by the party having no conflict of interest with controlling shareholders” of “(ii) Matters concerning transactions with controlling shareholders” of “(7) Others” of “9 Other Conditions and Methods of Purchase, etc.”, on the matter that the said transactions, etc. will not constitute disadvantageous treatment to minority shareholders” below, in order to secure fairness of the Transactions, on July 9, 2018, the Company obtained from Tsuyoshi Nishimoto, attorney-at-law, and Taku Kawamoto, attorney-at-law, of Hibiya Park Law Offices, an outside professional possessing no conflicts of interest with SBG group and ALT nor any conflicts of interest with general shareholders, an opinion to the effect that the Transactions do not constitute disadvantageous treatment to minority shareholders of the Company (defined as shareholders of the Company other than SBG group or ALT. The same shall apply hereinafter).

Funds required for the Self-Tender Offer are planned to be allocated from the Company’s internal resources. The Company’s liquidity on hand (“cash and cash equivalents”) on a consolidated basis as of March 31, 2018 was approximately 868.3 billion yen, and even after taking into effect cash used in the Self-tender Offer, the Company will still have sufficient liquidity on hand. Also, because a certain amount of the cash flow from its businesses is expected to accumulate, the Company believes it can maintain soundness and stability of its business operations and finances going forward. The Company plans to cancel without delay after the termination of the Third Party Tender Offer a large portion of the treasury stock it acquires through the Self-Tender Offer.

The Company executed a tender offer agreement with SBGJ, the Company’s shareholder, dated July 10, 2018 (the “Self-Tender Offer Agreement”) setting forth, inter alia, that in the event the Company conducts the Self-Tender Offer, SBGJ will tender 611,111,111 shares of the Company’s common shares (the “Shares to be Tendered”), equivalent to 10.73% of the Company’s issued and outstanding shares. The Self-Tender Offer Agreement stipulates that (i) it is a condition precedent to the Self-Tender Offer that the Third Party Tender Offer which will be made on the same day as the Self-Tender Offer is consummated and, (ii) in the event that the tender offer period for Third Party Tender Offer is extended, the Tender Offer Period will be extended to the following Business Day of the last day of the extended tender offer period.

According to the SBKK Press Release, the ALT Tender Agreement stipulates that (I) ALT will tender a portion of the Company’s common shares that it owns (number of shares

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owned: 613,888,888 shares; shareholding ratio: 10.78%) into the Third Party Tender Offer (Note), (II) ALT will not participate in the Self-Tender Offer for the Company's common shares it holds and (III) until the earlier of twelve (12) months from the date of the Third Party Tender Offer Agreement and the date that ALT's ownership interest in the Company falls below 5% of the Company's issued and outstanding common shares, SBKK will not, directly or indirectly, conduct, participate in, or agree to become a party to, any merger, share exchange, share transfer, company split, transfer of all or substantially all of the assets of the Company, issuance of shares, etc. for a favorable price or squeeze-out of shareholders of the Company, without the prior written consent of ALT (provided, however, that SBKK may (i) transfer the Company's common shares directly or indirectly held by SBKK through a self-tender offer conducted by the Company or acquisition by the Company of its own shares through ToSTNet and (ii) directly or indirectly acquire additional Company's common shares), and (IV) SBKK will cause its officers and subsidiaries, etc. not to tender the Company's common shares owned by them into the Third Party Tender Offer. Furthermore, according to SBG, SBG and SBBM have agreed with ALT: (i) to the terms similar to (III) above and (ii) that ALT will not, and will cause their respective officers and subsidiaries, etc. not to, tender the Company's common shares into the Third Party Tender Offer.

(Note) However, ALT may tender all of the Company's common shares owned by it into the Third Party Tender Offer so that, even if the Company's shareholders other than ALT accept the Third Party Tender Offer, it can sell the shares on a maximum pro rata basis. Furthermore, in the event that (i) it becomes a violation of applicable law to tender the Company's common shares into the Third Party Tender Offer, (ii) SBKK extends the Third Party Tender Offer Period without the prior written consent of ALT (other than any extension of the Third Party Tender Offer Period required by applicable law or in the event the Company has not yet obtained clearance under the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade of Japan (Act No. 54 of 1947, as amended; the "Anti-Monopoly Act") and SBKK extends the Third Party Tender Offer Period in order to obtain such clearance to the extent permitted by law), or SBKK amends or waives the terms and conditions of the Third Party Tender Offer in a manner adverse to ALT, or (iii) SBKK, SBG or any of their subsidiaries, etc. violates the Third Party Tender Offer Agreement or the Termination Agreement, then ALT will not have an obligation to tender the Company's common shares.

In the event that SBKK purchases the maximum number of shares to be offered in the Third Party Tender Offer and the Company purchases all of the shares to be offered at the Self-Tender Offer, the SBG group's shareholding in the Company's common shares will amount to 48.17% of the total number of issued and outstanding shares.

(Note) "Shareholding ratio" is the ratio of the shares owned by an entity against the number of outstanding shares (5,082,958,504 shares), obtained by subtracting the total sum of the treasury stock (613,946,696 shares) of (i) the number of treasury stock held by the Company as of June 18, 2018 (2,835,585 shares) (excluding the number of shares obtained through the

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purchase of shares less than one unit by the Company during the period from June 1, 2018 to June 18, 2018) and (ii) the number of treasury stock the Company will acquire in the event that the Company purchases, etc. all the shares to be tendered in the Self-Tender Offer (611,111,111 shares), from the total number of shares outstanding as of June 18, 2018 (5,696,905,200 shares) as disclosed in the Company's "Annual Securities Report for the 23rd fiscal year (April 1, 2017 through March 31, 2018)" submitted on June 18, 2018, (excluding the number of shares issued through the exercise of stock acquisition rights by the Company during the period from June 1, 2018 to June 18, 2018), rounded to the nearest hundredth (0.01) percentage point.

3. Contents, etc. of the resolution at the Shareholders meeting or the Board of Directors meeting

(1) Total number of issued shares

5,696,924,300 (As of July 11, 2018)

(Note) The total number of issued shares indicated above excludes the number of shares issued through the exercise of stock acquisition rights by the Company during the period from July 1, 2018 to July 11, 2018.

(2) Contents, etc. of the resolution at the Shareholders meeting

Types of Share Certificates	Aggregate number (shares)	Aggregate purchase amount (yen)
—	—	—

(3) Contents, etc. of the resolution at the Board of Directors' meeting

Types of Share Certificates	Aggregate number (shares)	Aggregate purchase amount (yen)
Common shares	611,111,211	220,000,035,960

(Note 1) The ratio of the aggregate number of shares to be purchased to the total number of issued shares is 10.73% (rounded to the nearest hundredth (0.01) percentage point).

(Note 2) The aggregate number of shares to be purchased is the maximum number of shares of the aggregate number of shares to be purchase that was resolved at the board of directors' meeting.

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(Note 3) The aggregate purchase amount is the maximum amount of the aggregate purchase amount that was resolved at the board of directors' meeting.

(Note 4) Period during which the shares may be acquired is from July 11, 2018 to August 9, 2018.

(4) Others (—)

Types of Share Certificates	Aggregate number (shares)	Aggregate purchase amount (yen)
—	—	—

(5) Listed share certificates, etc. pertaining to treasury shares that were already acquired based on said resolution

Types of Share Certificates	Aggregate number (shares)	Aggregate purchase amount (yen)
—	—	—

4. Period of Self-Tender Offer, etc., Price of Self-Tender Offer, etc., Basis for Calculation, and Number of Listed Share Certificates, etc. planned to be purchased

(1) Period of Self-Tender Offer, etc.

Period of Self-Tender Offer, etc.	From July 11, 2018 (Wednesday) to August 9, 2018 (Thursday) (21 Business Days)
Date of Public Notice	July 11, 2018 (Wednesday)
Name of Newspaper in which Public Notice is to be Published	Public notice will be made electronically, as well as in a notice to be published in the Nihon Keizai Shimbun. (The URL of the website on which the electronic public notice: http://disclosure.edinet-fsa.go.jp/)

(2) Price of Self-Tender Offer, etc.

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Types of Listed Share Certificates	Self-Tender Offer price
Common shares	360 yen per share
Basis for calculation	<p>The Company reached an agreement to set the Self-Tender Offer Price at the same price as the Third Party Tender Offer Price, i.e. the closing price of the Company's common shares in the First Section of the TSE as of July 9, 2018, one Business Day before July 10, 2018, the announcement date of the Self-Tender Offer, (i) based on the background that the Company determined to implement the Self-Tender Offer in order to enhance the collaboration with SBKK through SBKK's acquisition of the Company's common shares from ALT, and at the same time, to keep SBG group's shareholding of the Company's common shares to a certain level, etc. through the Company's acquisition of its own common shares from SBGJ, as stated in "2. Purpose of the Self-Tender Offer, etc." above; and (ii) taking into consideration that it would be possible to avoid unnecessary confusion among the shareholders of the Company if both upcoming tender offers will be implemented at the same price.</p> <p>The Company determined that the acquisition of up to 611,111,111 shares of its own common shares through the Self-Tender Offer at the Self-Tender Offer Price based on the market price of the Company's common shares would contribute to accretions in primary earnings per share (EPS), return on equity (ROE) and other capital efficiency, and would lead to profit returns to shareholders of the Company who continue to hold the Company's common shares without participating in the Self-Tender Offer. Further, the Company determined that the Self-Tender Offer Price is reasonable from the perspective of respecting the interests of the shareholders of the Company who continue to hold the Company's common shares without participating in the Self-Tender Offer, as such price is a discounted price compared with the simple average of the closing prices of the Company's common shares for each of one (1), three (3) and six (6)-month periods prior to one Business Day before the above-mentioned announcement date, as stated below, and therefore the outflow of the Company's assets to an outside organization is inhibited.</p> <p>In addition, as stated above, as the acquisition of its own common shares from SBGJ through the Self-Tender Offer will be implemented on the condition of the acquisition by SBKK of the Company's common shares from ALT through the Third Party Tender Offer, the Company reached an agreement with SBGJ that (i) SBGJ's acceptance of the Self-Tender Offer will be made on the condition that the Third Party Tender Offer has been consummated; and (ii) the last day of the Tender Offer Period shall be the day one Business Day after the last day of the Period of Third Party Tender Offer.</p> <p>After the above-mentioned considerations and negotiations, the Company resolved at its board of directors' meeting held on July 10, 2018 that the Company will acquire its own common shares and to implement such acquisition by way of the Self-Tender Offer ,</p>

	<p>in accordance with the provisions of Paragraph 1 of Article 156 of the Companies Act applied <i>mutatis mutandis</i> pursuant to the provisions of Paragraph 3 of Article 165 of the Companies Act and the provisions of the Company's Articles of Incorporation; and that the Self-Tender Offer Price will be set at 360 yen, the closing price of the Company's common shares in the First Section of the TSE as of July 9, 2018, one Business Day before the July 10, 2018, the date of the board of directors' meeting at which the implementation of the Self-Tender Offer was resolved ; and that the maximum number of shares to be purchased by the Self-Tender Offer will be set at 611,111,111 shares (10.73% of the total number of issued and outstanding shares), which is the same as the number of the Shares to be Tendered, taking into consideration the Company's financial soundness and stability. Please note that the Company has stated that it intends to set the maximum number of shares to be purchased by the Self-Tender Offer at 611,111,111 shares taking into consideration factors including: (i) the need to limit SBG group's shareholding ratio of the Company's common shares at a certain level in order to maintain the Company's autonomy as a listed company; and (ii) the amount of surplus cash and deposits held by the Company.</p> <p>Please note that the Third Party Tender Offer Price and the Self-Tender Offer Price of 360 yen is the same as the closing price of the Company's common shares of 360 yen in the First Section of the TSE as of July 9, 2018, one Business Day before July 10, 2018, the date of announcement of the Self-Tender Offer, and is the price obtained by applying: (i) a discount of 2.44 % to 369 yen which is the simple average of the closing prices of the Company's common shares during the last one (1) month including such day; (ii) a discount of 10.00% to 400 yen which is the simple average of the closing prices of the same during the last three (3) months including such day, and (iii) a discount of 21.23% to 457 yen which is the simple average of the closing prices of the same during the last six (6) months including such day.</p> <p>Also, the Self-Tender Offer Price of 360 yen is calculated by applying a discount of 10.22% to the closing price of the Company's common shares of 401 yen in the First Section of the TSE as of July 10, 2018, the day one Business Day prior to the date of filing of this Statement.</p>
<p>Circumstances for the calculation</p>	<p>The Company was established in January 1996 as a joint venture between SBG and ALT for the purpose of providing on-line navigational services on-line information search services, which had been conducted by ALT, in Japan. On April 1, 1996, SBG and ALT executed the Shareholders Agreement setting forth the Company's management policies, etc., and have conducted the Company's operations based on the Shareholders Agreement to date.</p> <p>As of the date of the filing of this Statement, SBG owns 2,445,487,300 common shares (shareholding ratio: 42.95%) of the Company through SBG's wholly-owned subsidiaries, SBGJ and SBBM, and SBG is the Company's effective parent company based on control and SBGJ is the Company's other associated company and its largest shareholder. Also, ALT owns 1,977,282,200 shares</p>

(shareholding ratio: 34.73%) of the Company's common shares through ALTABA INC.- DAIWA CM SINGAPORE LTD and is the Company's other associated company.

Under the foregoing circumstances, on February 27, 2018, ALT announced that it plans to sell the Company's common shares held by ALT.

Following such announcement by ALT of policy regarding its planned sale of the Company's common shares, the Company carefully studied countermeasures to such planned sale mentioned above, taking into consideration the liquidity of the Company's common shares if the Company's common shares owned by ALT were sold in the market, the effect of downward pressure on the market price of such shares and the Company's financial condition.

On the other hand, according to SBKK, as a part of its preparation of the listing of SBKK shares after February 2018 and in order to achieve successful corporate management as an independent public entity, SBKK aims to further strengthen its collaboration with the Company as a key partner in its efforts to increase its corporate value and has begun considering direct ownership of the Company's common shares as a method by which to reinforce the capital alliance with the Company. In addition, while it was agreed in the Shareholders Agreement by and among SBG, SBGJ and SBBM, and ALT that two (2) of the Company's directors should be designated by ALT, two (2) directors designated by ALT had been unable to attend the board of directors' meetings of the Company since the announcement by ALT of intent of sale because such directors have been barred from learning of an undisclosed material fact (as defined in Article 166, Paragraph 2 of the Act) subject to insider trading regulations as a result of such announcement. The designation of directors by ALT, who no longer was a long-term business partner of the Company, has diminished the collaborative efforts between SBKK and the Company. As such, SBKK came to view the termination of the Shareholders Agreement as a material issue requiring resolution. Under such circumstances, we were informed that SBKK started to consider in detail the acquisition of a part of the Company's common shares owned by ALT, as well as the aforementioned termination of the Shareholders Agreement, and consulted with SBG, a party to the Shareholders Agreement and holder of the right of first refusal of the Company's common shares under the Shareholders Agreement, on acquisition by SBKK of the Company's common shares held by ALT. According to SBG, due to the existence of the SBG's first refusal right under the Shareholders Agreement, ALT and SBG had been unable to agree to a sale of the Company's common shares on terms agreeable to both parties. However, SBG subsequently expressed an opinion that it would cooperate with SBKK's acquisition of the Company's common shares as such an acquisition would lead to an increase in the corporate value of the SBG group, as a whole. We were informed that in consideration of such opinion, in early June of the same year, SBKK conveyed to ALT its intention to acquire a part of the Company's common shares that ALT had announced to sell and held various talks with ALT. Thereafter in early June 2018, the

	<p>Company also had discussions with SBKK in response to its intention to acquire the Company's common shares.</p> <p>Concurrently, according to SBG, SBG has continuously had negotiations with ALT with respect to the termination of the Shareholders Agreement based on the judgement that following the announcement by ALT of the sale of the Company's common shares, SBG group would enjoy benefits if the Shareholders Agreement is terminated as such termination would facilitate the collaboration between SBKK and the Company. We were informed that as a result of such negotiations, SBG obtained ALT's consent to the termination of the Shareholders Agreement on the same day as the date of the execution of the ALT Tender Agreement, in late June 2018, based on the intention of SBKK to acquire a part of the Company's common shares held by ALT. On the other hand, SBG indicated to the Company that the Company is a consolidated company of the SBG group in light of the current shareholding ratio; that SBG can smoothly conduct the management of the group's businesses; and that it does not consider it to be necessary to increase the number of the Company's common shares held by it in light of its current capital efficiency as a group.</p> <p>In response thereto, in late June 2018, the Company determined and came to a consensus each of SBG and SBKK that it would be reasonable to implement the Self-Tender Offer simultaneously with the Third Party Tender Offer which would be implemented for the purpose of acquiring the Company's common shares held by ALT because (i) the Company needs to take counter-measures to deal with the impact on the liquidity of the Company's common shares in the event of the sale of the Company's common shares held by ALT in the market and the effect of downward pressure on the market price of the Company's common shares, etc. due to the announcement by ALT of its planned sale of the Company's common shares as stated above, while the Company had been considering the acquisition of its own common shares as a way of increasing shareholder returns and improving the capital efficiency; (ii) the termination of the Shareholders Agreement between SBG, SBGJ and SBBM, on the one hand, and ALT, on the other hand, and the acquisition by SBKK of a part of the Company's common shares held by ALT are expected to contribute to the further growth and development and to the improvement of corporate values of the Company and SBKK in the future by further enhancing the partnerships between the Company and SBKK and more actively promoting the collaboration between both companies; (iii) the acquisition by the Company of treasury stock from SBGJ, in parallel with the acquisition by SBKK of the Company's common shares from ALT, would strengthen the collaboration between the Company and SBKK while maintain SBG group's shareholding ratio of the Company's common shares at a certain level and the Company's autonomy as a listed company; (iv) the Company has sufficient surplus cash and deposits to implement the Self-Tender Offer, even after taking into consideration investments, etc. that might become necessary when implementing its growth strategy; and (v) it is a reasonable method for the Company to acquire its</p>
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	<p>own shares from SBGJ by means of a tender offer from the standpoint of equality among shareholders and transaction transparency, etc.</p> <p>Subsequently, SBKK and ALT conducted discussions and negotiations on the tender offer price and the number of shares tendered by ALT with respect to the Third Party Tender Offer. As a result of such discussions and negotiations between SBKK and ALT, SBKK executed the ALT Tender Agreement with ALT and resolved at its board of directors' meeting held on July 9, to entrust Ken Miyauchi, Representative Director, President and CEO of SBKK, with the sole discretion to decide as to whether to conduct the Third Party Tender Offer, which he in fact decided to conduct on July 10, 2018, as announced by the SBKK's Press Release.</p> <p>As announced by the Company's press release, the Company resolved at its board of directors' meeting held on July 10, 2018 to express its opinion to support the Third Party Tender Offer. The Company also resolved at the same board of director's meeting that the Third Party Tender Offer is not implemented with an intention to delist the Company's common shares and that as the Company and SBKK intend to maintain the listing of the Company's common shares after consummation of the Third Party Tender Offer, the decision regarding whether or not to accept the Third Party Tender Offer shall be left to each of the shareholders of the Company.</p> <p>Thereafter, after considerations and discussions with respect to the Self-Tender Offer as stated in "Basis for calculation" above, the Company resolved at its board of directors' meeting held on July 10, 2018 that the Company will acquire its own common shares and implement the Self-Tender Offer as the specific acquisition method of its own common shares, in accordance with the provisions of Paragraph 1 of Article 156 of the Companies Act applied <i>mutatis mutandis</i> pursuant to the provisions of Paragraph 3 of Article 165 of the Companies Act and the provisions of the Company's Articles of Incorporation; and that the Self-Tender Offer shall be set at 360 yen, the closing price of the Company's common shares in the First Section of the TSE as of July 9, 2018, one Business Day before the July 10, 2018, announcement of the Self-Tender Offer; and that the maximum number of shares to be purchased by the Self-Tender Offer shall be set at 611,111,111 shares (10.73% of the total number of issued and outstanding shares), taking into consideration the Company's financial soundness and stability. In addition, the Company has stated that it intends to set the maximum number of shares to be purchased by the Self-Tender Offer at 611,111,111 shares taking into consideration factors including: (i) the need to limit SBG group's shareholding ratio of the Company's common shares at a certain level in order to maintain the Company's autonomy as a listed company; and (ii) the amount of surplus cash and deposits held by the Company.</p>
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(3) Number of Listed Share Certificates, etc. Planned to be Purchased

Types of Listed Share Certificates	Number of Shares Planned to be Purchased	Number of Shares Planned to Exceed	Total
Common shares	611,111,111 (share)	— (share)	611,111,111 (share)
Total	611,111,111 (share)	— (share)	611,111,111 (share)

(Note 1) Unless the total number of the Share Certificates, etc. offered to sell in the Self-Tender Offer exceeds the number of shares planned to be purchased (611,111,111 shares), all of the Share Certificates, etc. offered to sell will be purchased. If the total number of the Share Certificates, etc. offered to sell in the Self-Tender Offer exceeds the number of shares planned to be purchased (611,111,111 shares), all or part of the shares exceeding such number will not be purchased, and delivery and settlement for purchase, etc. of the Share Certificates, etc. will be on a pro rata basis as provided for in Article 27-13, Paragraph 5 of the Act applied mutatis mutandis pursuant to Article 27-22-2, Paragraph 2 of the Act and Article 21 of the TOB Order.

(Note 2) Shares less than one unit are also subject to the Self-Tender Offer. In cases where holders of shares less than one unit demand that the Company purchase their shares that are less than one unit pursuant to the Companies Act, the Company may purchase its own shares during the Third Party Tender Offer Period according to the procedures of the relevant laws.

(Note 3) There is possibility that the stock acquisition rights of the Company are exercised by the end of the period of the purchase, etc. of the Self-Tender Offer, then the Company's common shares issued due to such exercise shall also be subject to subject to the Self-Tender Offer.

5. Permission, etc. Concerning Acquisition of Listed Share Certificates, etc.

N/A

6. Method of the Acceptance of the Self-Tender Offer and Cancellation of Contracts

(1) Method of Tender

a. Tender Offer Agent

Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.

2-5-2, Marunouchi, Chiyoda-ku, Tokyo

b. A person who accepts the offer for Purchase, etc. of Share Certificates, etc. made in the Self-Tender Offer or makes an offer for sales, etc. of Share Certificates, etc. for which the Self-Tender Offer is made (the "Accepting Shareholder, etc.")

[Translation]

should fill out the “Form for the Acceptance of the Tender Offer” (the “Form”) and submit such Form to the head office or any branches in Japan of the Tender Offer Agent by no later than 4:00 p.m. on the last day of the Tender Offer Period. Please bring your seal for acceptance of the tender offer.

- c. Unless you have an account with the Tender Offer Agent, you are required to open a new account. If you set up a new account with the Tender Offer Agent, you are required to report your individual number (or a corporate number in case of a corporation) and submit identification documents (Note 1). Even if you already have an account, you may be required to submit identification documents. Please ask the Tender Offer Agent regarding the details of the identification documents.
- d. For acceptance of the offer for sale of the Share Certificates, etc., the Share Certificates to be offered for sale must be recorded in the account which Accepting Shareholders, etc. set up with the Tender Offer Agent in the name of the Accepting Shareholders, etc. (“Accepting Shareholder Account”). As such, if the Share Certificates, etc. to be accepted are recorded into an account set up with any financial instruments business operator other than the Tender Offer Agent (including recording into a special account set up with Mitsubishi UFJ Trust and Banking Corporation as the Company’s shareholder register administrator), transfer procedures into an Accepting Shareholder Account need to be completed before accepting the tender offer. Please note that a certain number of days may be required for the transfer procedures. It is impossible to record any of the Share Certificates, etc. offered to sell which have once been transferred to an Accepting Shareholder Account, into the aforementioned special account for the second time.
- e. An Acceptance of the tender offer through any financial instruments business operator other than the Tender Offer Agent will not be accepted in the Self-Tender Offer.
- f. To confirm the acceptance of the offer for sale, the Tender Offer Agent will deliver a “Receipt of the Acceptance of the Tender Offer” to the Accepting Shareholders, etc.
- g. Tax treatment for the Accepting Shareholder, etc. who is an individual shareholder is as follows:(Note 2)

(A) For the Accepting Shareholders, etc. that are residents of Japan or non-residents with permanent establishment in Japan

If the proceeds received through the acceptance of the Self-Tender Offer exceeds the amount of the portion corresponding to the shares of the capital, etc.(consolidated individual capital, etc. for corporations subject to consolidation) of the Tender Offeror which are the cause of delivery (in the case in which the purchase price per share exceeds the capital, etc. per share of the Tender Offeror), such excess amount shall be deemed to be dividend and be subject to taxation. In addition, the amount after deducting the deemed dividend from the proceeds received through the acceptance of the Self-Tender Offer shall, in principle, be treated as income from transfer of shares, etc. If there is no deemed dividend (in the case in which the purchase price per share is at or less than the capital, etc. per share of the Tender Offeror), the entire proceeds received shall be treated as income from transfer.

[Translation]

The withholding tax amount calculated by multiplying the deemed dividend amount by 20.315% (15.315% for income tax and special income tax for reconstruction under “the Special Measures Concerning the Securing of the Necessary Sources of Revenue to Implement Measures for Reconstruction from the Great East Japan Earthquake” (Act No. 117 of 2011, as amended) (the “Special Income Tax for Reconstruction”) and 5% for residents tax) shall be imposed on the deemed dividend (the residents tax at 5% shall not be imposed for the non-resident having permanent establishment in Japan). However, if the Accepting Shareholder, etc. falls under major shareholders (the “Major Shareholder(s)”), as prescribed in Article 4-6-2, Paragraph 12 of the Order for Enforcement of the Act on Special Measures Concerning Taxation (Government Ordinance No. 43 of 1957, as amended), the withholding tax amount calculated by multiplying the deemed dividend amount by 20.42% (income tax and Special Income Tax for Reconstruction only) shall be imposed. In addition, the amount after deducting expenses associated with the purchase of said shares from the income earned from the proceeds through the transfer of shares shall, in principle, be subject to separate self-assessment taxation.

In the case of applying for a tax exemption account for stock, etc. in the Self-Tender Offer, as prescribed in Article 37-14 of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957, as amended) (i.e., tax exemption for capital gains pertaining to a small balance for listed stock in a tax exemption account) (the “Tax Exemption Account”), if the financial instruments business operator where said tax exemption account is placed is Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., the income arising from the transfer of shares through the Self-Tender Offer shall be treated as tax exempt. If said Tax Exemption Account is placed in financial instruments business operators other than Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., the aforementioned treatment may not apply.

(B) For the Accepting Shareholder, etc. that is a non-resident having no permanent establishment in Japan

The withholding tax amount calculated by multiplying the deemed dividend amount by 15.315% (income tax and Special Income Tax for Reconstruction only) shall be imposed on the deemed dividend. If the Accepting Shareholder, etc. is a Major Shareholder, the withholding tax amount calculated by multiplying the deemed dividend amount by 20.42% (income tax and Special Income Tax for Reconstruction only) shall be imposed. In general, any income arising from said transfer of shares shall not be subject to taxation in Japan.

- h. In the case in which the Accepting Shareholder, etc. is a corporate shareholder, if the proceeds received through the acceptance of the Self-Tender Offer exceeds the amount of the portion corresponding to the shares of the capital, etc. of the Tender Offeror which are the cause of the delivery (in the case in which the purchase price per share exceeds the capital, etc. per share of the Tender Offeror), such excess amount shall be deemed to be dividend and the withholding tax amount (income tax and Special Income Tax for Reconstruction only) calculated by such excess amount multiplying by 15.315% shall be imposed. (Note 2)
- i. Of foreign shareholders, etc. (meaning shareholders that reside in countries prescribed in the applicable tax treaties (including corporate shareholders); the same shall apply hereinafter), those shareholders who desire to be subject to the reduction or exemption of the income tax and Special Income Tax for Reconstruction

[Translation]

on said deemed dividend in accordance with the applicable tax treaty are requested to notify the Tender Offer Agent that he/she intends to submit a notification regarding the tax treaty by no later than August 9, 2018 and submit to the Tender Offer Agent said notification by no later than the Business Day immediately preceding the commencement date of settlement (August 30, 2018). (Note 2)

- j. Shareholders that reside outside Japan (including corporate shareholders) (the “Non-Resident Shareholders, etc.”) are requested to make an Acceptance of the Tender Offer through their standing proxies residing in Japan. In addition, Non-Resident Shareholders, etc. must submit identification documents (as prescribed in Note 1).

(Note 1) Identification Documents

<Individuals>

Please submit the documents required for columns A, B, or C below:

A	B	C
<p>Individual number card (both sides) (The front side will be used to verify the address, etc.)</p>	<p>(Individual number) Notification card + Documents for verifying the address, etc.) (Please submit one of the documents listed in row I below, or two of the documents listed in rows II or III below.)</p>	<p>A copy of resident's card or certificate of items entered into the resident register (including individual number) + Documents for verifying the address, etc. (Please submit one of the documents listed in I or II below.)</p>

Documents for verifying the address, etc.

I	<ul style="list-style-type: none"> • Driver's license, certificate of driving history • Passport • Residential basic book card (with a photo) • Medical treatment and education handbook • Physical disability certificate • Residence card or special permanent resident certificate
II	<ul style="list-style-type: none"> • A type of health insurance card (indicating address) • A national pension book

[Translation]

	<ul style="list-style-type: none"> • A maternity and child health book
III	<ul style="list-style-type: none"> • Certificate of seal registration* • A copy of resident's card or certificate of entry in the resident's card*

* Those documents marked with * must have been issued within the last six (6) months.

<Corporations>

Please submit all of the documents listed in rows A through C below:

A. Documents verifying corporate number	<ul style="list-style-type: none"> • Notice of Allocation of Corporate Number • Printed documents indicating corporate number*
B. Identification documents for corporations	<ul style="list-style-type: none"> • Certificate of registered matters (commercial register, abbreviated commercial register, etc.)* <ul style="list-style-type: none"> • Documents issued by a government authority, etc. (which have been issued by a government authority within the last six (6) months are currently effective, and by which the name and the location of the head office and/or principal places of business, as well as a description of the business, can be confirmed)
C. Identification documents for the person in charge of transaction	<ul style="list-style-type: none"> • The front side of individual number card or one of the documents used to verify the address, etc. listed in row I of the <Individuals> section above. • Two of the documents used to verify the address, etc. listed in row II of the <Individuals> section above or one of each of the documents used to verify the address, etc. listed in B and C of the documents for verifying the address, etc. for <Individuals> above (total two documents) • One of the documents used to verify the address, etc. listed in rows II or III of the <Individuals> section above <p>(Note) The identity verification process shall be deemed completed upon receipt of “registered mail, etc. requiring no forwarding”.</p> <p>Please note that the transaction may be commenced only after completion of the identity verification.</p>

* Those documents marked with * must have been issued within the last six (6) months.

<Foreign Shareholders>

[Translation]

For foreign shareholders (excluding non-residents), corporations having the head office or principal business office in foreign countries, please submit identification documents equivalent to identification documents for residents of Japan which are issued by a foreign government or competent international organization recognized by the Japanese government, or any other similar documents.

(Note 2) Each shareholder should consult his or her own licensed tax accountant or other expert with respect to any specific questions regarding tax consequences and is responsible for his or her own decisions.

(2) Contract Cancellation Method

Accepting Shareholders, etc. may cancel a contract relating to the Self-Tender Offer at any time during the Tender Offer Period. When cancelling such a contract, “Receipt of the Acceptance of the Tender Offer” and a cancellation notice stating, in writing, that an Accepting Shareholder, etc. has opted to cancel his/her acceptance of the Self-Tender Offer (the “Cancellation Notice”) must be delivered in person, or sent to the head office or the branch of the entity specified below by no later than 4:00 p.m. on the last day of the Tender Offer Period. Cancellation of the contract shall take effect once the Cancellation Notice is delivered in person or after it is delivered to the entity designated below. Please note that the Cancellation Notice, if sent by mail, must be received by the person designated below by no later than 4:00 p.m. on the last day of the Tender Offer Period.

Entity authorized to receive the Cancellation Notice:

Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. 2-5-2, Marunouchi, Chiyoda-ku,
Tokyo

(Any branch of Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. in Japan)

(3) Method of returning Listed Share Certificates, etc.

If an Accepting Shareholder, etc. requests to cancel the contract relating to the Self-Tender Offer by the method described in “(2) Method of Cancellation of Contracts” above, the relevant Share Certificates, etc. offered to sell will be returned promptly following the completion of the cancellation procedures by the method described in “(4) Method of Returning Listed Share Certificates, etc.” of “8. Method of Settlement” below.

(4) Name(s) of Financial Instruments Business Operator and/or Bank etc. in Charge of Keeping Custody of and Returning Listed Share Certificates, etc., and the Location of Their Head Offices

Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. 2-5-2, Marunouchi, Chiyoda-ku, Tokyo

7. Funds Required for Purchase, etc.

(1) Funds Required for Purchase, etc.

(a) Payment for Purchase (yen)	219,999,999,960
(b) Commission	130,000,000
(c) Others	4,000,000
Total (a) + (b) + (c)	220,133,999,960

(Note 1) “Payment for Purchase (yen) (a)” above is the amount calculated by multiplying the number of the total number of shares planned to be purchased in the Self-Tender Offer (611,111,111 shares) and the purchase price per share (360 yen).

(Note 2) “Commission (b)” is the estimated amount of commission to be paid to the Tender Offer Agent.

(Note 3) “Others (c)” is comprised of estimated fees and expenses for public notice, the printing of the tender offer statement and other necessary documents regarding the Self-Tender Offer.

(Note 4) The expenses to be incurred by the Tender Offer Agent and the fees, etc. for legal counsel will also be paid. However, the amounts of such expenses and fees are not yet known.

(Note 5) Consumption tax and other taxes are not included in any amount above.

(2) Deposits or loans, etc. which may be applied to funds required for purchase, etc.

	Type of Deposits	Amount
Existing deposits as of one day prior to the filing date	Ordinary Deposits	221,181,425,997 yen
	Total	221,181,425,997 yen

8. Method of Settlement

(1) Name and Address of the Head Office of the Financial Instruments Business Operator and/or Bank, etc. responsible for Settlement of Purchase, etc.

Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.

2-5-2, Marunouchi, Chiyoda-ku, Tokyo

(2) Settlement Commencement Date

August 31, 2018 (Friday)

(3) Method of Settlement

A notice of Purchase, etc. through the Self-Tender Offer shall be mailed to the addresses of the Accepting Shareholders, etc. (or the addresses or locations of their standing proxies in the case of Non-Resident Shareholders) without delay after the expiry of the Tender Offer Period.

Payment for the Purchase will be made in cash. Under the instructions of the Accepting Shareholders, etc. (their standing proxies in the case of Non-Resident Shareholders), the Tender Offer Agent will remit payment for the Share Certificates, etc. to be purchased after deducting applicable withholding taxes (Note) into the location instructed by the Accepting Shareholders, etc. (or the standing proxies in the case of Non-Resident Shareholders, etc.) without delay on or after the commencement date of settlement.

(Note) With regard to taxation on shares purchased through the Self-Tender Offer, please refer to tax treatment in the event that a tender offer is made as set forth in g. through i. of “(1) Method of Tender” of “6. Method of the Acceptance of the Self-Tender Offer and Cancellation of Contracts” above.

(4) Method of Returning Listed Share Certificates, etc.

In the event that all or any part of the Share Certificates, etc. offered to sell are not purchased pursuant to the terms and conditions mentioned in “(1) Conditions set forth in Article 27-13, Paragraph 4, Item 2 of the Act as applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the Act and the Description thereof” or “(2) Method of Disclosure of Withdrawal, etc. of the Tender Offer” of “9. Other Conditions and Methods of Purchase, etc.” below, the Share Certificates, etc. to be returned will be returned by restoring their record to its status immediately prior to the acceptance of the tender offer promptly on or after the date two Business Days after the last day of the Tender Offer

Period (or the date of withdrawal, etc. in the event of withdrawal, etc. of the Self-Tender Offer).

9. Other Conditions and Methods of Purchase, etc.

(1) Conditions set forth in Article 27-13, Paragraph 4, Item 2 of the Act as applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the Act and the Description thereof

Unless the total number of the Share Certificates, etc. tendered in the Self-Tender Offer exceeds the number of shares planned to be purchased (611,111,111 shares), all of the Share Certificates, etc. tendered will be purchased. If the total number of the Share Certificates, etc. tendered in the Self-Tender Offer exceeds the number of shares planned to be purchased (611,111,111 shares), purchase, etc. of any or all of the shares exceeding such number will not be made, and delivery and settlement for purchase, etc. of the Share Certificates, etc. will be made on a *pro rata* basis as provided for in Article 27-13, Paragraph 5 of the Act as applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the Act and Article 21 of the TOB Order (if the number of Share Certificates, etc. offered to sell contains shares less than one unit (100 shares), the maximum number of the shares planned to be purchased, which is calculated on a *pro rata* basis, will be the number of the Share Certificates, etc. offered to sell).

If the total number of the shares to be purchased from each Accepting Shareholder, etc. calculated by rounding off the number of shares constituting less than one unit resulting from the calculation on a *pro rata* basis is less than the total number of shares planned to be purchased, the Company will purchase one unit of Share Certificates, etc. tendered from each Accepting Shareholder, etc. beginning with Accepting Shareholders, etc. with the largest number of fractional shares that were rounded down, until the total number of shares to be purchased exceeds the number of shares to be purchased (if purchase, etc. of one additional unit exceeds the number of the Share Certificates, etc. offered to sell, the purchase, etc. will be up to the number of the Share Certificates, etc. offered to sell). However, if the number of shares to be purchased is exceeded as a result of making purchase, etc. via this method from all of the Accepting Shareholders, etc. with the same number of rounded-off fractional shares, shareholders subject to such purchase, etc. will be determined by a random drawing among said shareholders to the extent that the number of shares to be purchased does not fall below the maximum number of shares to be purchased.

If the total number of shares to be purchased from each Accepting Shareholder, etc. calculated by rounding off the number of shares constituting less than one unit resulting from the calculation on a *pro rata* basis, is more than the number of shares to be purchased, the Company will reduce, by one unit, the purchase from each Accepting Shareholder, etc. beginning with Accepting Shareholders, etc. with the largest number of shares rounded up to a unit, to the extent that the number of shares to be purchased does not fall below the number of shares to be purchased (if the number of shares to be purchased, as calculated on a *pro rata* basis, contains a portion of shares less than one unit, the purchase will be rounded down to the nearest unit). However, if the number of shares to be purchased is not reached as a result of reducing purchases via this method from all of the Accepting Shareholders, etc. with the same number of fractional shares raised to a unit, the number of shareholders subject to such purchase, etc. will be reduced by a random drawing among said

shareholders until the number of shares to be purchased reaches the number of shares to be purchased.

(2) Method of Disclosure of Withdrawal, etc. of the Self-Tender Offer

The Company may make a withdrawal, etc. from the Self-Tender Offer pursuant to the *proviso* of Article 27-11, Paragraph 1 of the Act as applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the Act. In such a case, the Company shall give public notice electronically, and then post a notice in The Nihon Keizai Shimbun that such public notice has been made; provided, however, that, if it is impracticable to give such notice by the last day of the Tender Offer Period, the Company shall make a public announcement pursuant to Article 11 of the TOB Order and give public notice forthwith.

(3) Matters concerning the Right of Cancellation of the Contracts by Accepting Shareholders, etc.

Accepting Shareholders, etc. may cancel a contract related to the tender offer at any time during the Tender Offer Period. The method of cancellation shall be as described herein under “(2) Method of Cancellation of Contracts ” of “6. Method of the Acceptance of the Tender Offer and Cancellation of Contracts”. No compensation for damages or penalty payments shall be claimed against any Accepting Shareholders, etc. by the Company in the event that the contract is cancelled by an Accepting Shareholder. The expenses required for returning the Share Certificates, etc. offered to sell shall be borne by the Company.

(4) Method of Disclosure if the Terms etc. of the Purchase etc. are Changed

During the Tender Offer Period, except as prohibited pursuant to Article 27-6, Paragraph 1 of the Act as applied *mutatis mutandis* pursuant to Article 27-22-2, Paragraph 2 of the Act, the Company may change the terms, etc. of the tender offer. In such case, the Company shall give public notice electronically and then post a notice in The Nihon Keizai Shimbun that such public notice has been made; provided, however, that, if it is impracticable to give such notice by the last day of the Tender Offer Period, the Company shall make a public announcement pursuant to Article 11 of the TOB Order and give public notice forthwith. If any change in the terms, etc. of the tender offer is made, the Company shall make purchase, etc. of any and all Share Certificates, etc. offered to sell in accordance with the amended terms, etc., even if such share certificates etc. were tendered prior to such public notice.

(5) Method of Disclosure if an Amendment Statement is Filed

If the Company files an amendment statement with the Director-General of the Kanto Local Finance Bureau, the Company shall forthwith make a public announcement of the details thereof to the extent relevant to the public notice of commencement of the Tender Offer, in accordance with the method set forth in Article 11 of the TOB Order. The Company shall also forthwith amend the tender offer statement, and deliver the amended tender offer statement to the Accepting Shareholders, etc. who have already received the tender offer statement; provided, however, that, if the amendments are immaterial, the Company shall instead prepare a document stating the reason(s) for the amendments, the matters amended and the details of the description after the amendment and deliver said document to the Accepting Shareholders, etc.

(6) Method of Disclosure of Results of the Self-Tender Offer

The Company shall make a public announcement regarding the results of the Self-Tender Offer, in accordance with the methods provided for in Article 14-3-4, Paragraph 6 and Article 9-4 of the Enforcement Order and Article 19-2 of the TOB Order, on the day following the last day of the Tender Offer Period.

(7) Others

(i) The Company has entered into the Tender Offer Agreement with SBGJ as of July 10, 2018. For details, please see “2. Purpose of the Self-Tender Offer, etc.” above.

(ii) Matters concerning transactions with controlling shareholders

(A) Applicability of transactions with controlling shareholders and status of conformance with the policy on measures to protect minority shareholders

As SBG is the parent company and owns 42.95% of the total number of issued and outstanding shares (excluding treasury stock) of the Company (as of March 31, 2018), and as SBGJ is a subsidiary of SBG, acquisition of the Company’s own shares from SBGJ through the Self-Tender Offer falls under transactions with controlling shareholders as set forth in the Securities Listing Regulations of the TSE.

The Company formulated “Rules regarding proper practices in transactions and business between the Company and its parent company, subsidiaries, and affiliates.” The Company has clearly stipulated that it prohibits transactions with the parent company, etc. that are inappropriately advantageous or disadvantageous to either side in comparison with third-party transactions or similar transactions. The Company also prohibits transactions for which the sole purpose is to transfer profit, loss or risk. The Company has made efforts to maintain fair and appropriate transactions.

In acquiring the Company’s own shares from SBGJ through the Self-Tender Offer, the Company determined that it has taken the measures set forth below from the standpoint of protecting minority shareholders, and has decided to engage in said acquisition through fair and appropriate procedures that conform to the aforementioned rules.

(B) Measures to ensure the fairness of the Self-Tender Offer and avoid conflicts of interest

With regard to a specific method for acquisition of treasury shares, the Company shall, as a result of close consideration from the perspective of equality among shareholders and transparency of transactions, implement the Self-Tender Offer by a tender offer method that ensures an opportunity to consider and accept to the offer by shareholders other than SBGJ who may wish to evaluate market price trends before doing so.

Furthermore, since, as Masayoshi Son, Ken Miyauchi and Kazuko Kimiwada, the directors of the Company, who concurrently serve as officers of SBG, SBGJ, SBKK and other SBG group they have not participated in any discussions and resolutions with regard to the Self-

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Tender Offer at meetings of the board of directors in light of excluding arbitrariness in the decision-making process of examination and decision of the Self-Tender Offer, nor in any consultations and negotiations with SBGJ in the Company's position, the independence of such decision has been ensured.

The Company passed unanimously a resolution supporting the implementation of the Self-Tender Offer at a meeting of the board of directors held on July 10, 2018 in which all 4 directors other than Masayoshi Son, Ken Miyauchi and Kazuko Kimiwada, who did not participate in discussions and resolutions with regard to the Self-Tender Offer for the aforementioned reason, and Arthur Chong and Alexi Wellman, who concurrently serve as officers of ALT also did not participate. In addition, as described in "(C) Outline of the opinion, provided by the party having no conflict of interest with controlling shareholders, on the matter that the Transactions, etc. will not constitute disadvantageous treatment to minority shareholders" below, in order to ensure the fairness of the Self-Tender Offer, on July 9, 2018, the Company obtained from Tsuyoshi Nishimoto, attorney-at-law, and Taku Kawamoto, attorney-at-law, Hibiya Park Act Offices, as outside counsel possessing no conflicts of interest with SBG group, ALT and the Company, nor any conflicts of interest with general shareholders, the opinion to the effect that he determined that the Self-Tender Offer does not constitute disadvantageous treatment to minority shareholders.

(C) Outline of the opinion, provided by the party having no conflict of interest with controlling shareholders, on the matter that the Transactions, etc. will not constitute disadvantageous treatment to minority shareholders

The Company consulted Tsuyoshi Nishimoto, attorney-at-law, and Taku Kawamoto, attorney-at-law, of Hibiya Park Law Offices, as outside counsel who do not have any conflicts of interest with SBG group, ALT or the Company nor any conflicts of interest with general shareholders, taking into account (I) legitimacy of the purpose of the Transactions; (II) adequacy of the procedure for the Transactions; (III) validity of the terms and conditions of the Transactions (including the Self-Tender Offer Price and the Tender Offer Price), with regard to (IV) whether the decision to enter the Transactions would disadvantage minority shareholders .

After receiving from the Company explanations regarding the purpose and history of the Transactions, the method used to determine the purchase price and other terms and conditions, and adequacy and fairness, etc. of the decision-making process of the Company on the Transactions, the aforementioned attorneys have done the examination.

As a result of this examination, the Company obtained an opinion from the aforementioned attorneys on July 9, 2018 to the effect that, taking into consideration that: (i) the Transactions are deemed to be justifiable, as its purpose is to aim for the improvement of the corporate value of the Company by increasing its business competitiveness by means of the strengthening of collaboration with the Tender Offeror while dealing with ALT's planned sale; (ii) the procedures for the Transactions are deemed to be appropriate, as the legality of the procedures for the Transactions is ensured, and in addition, reasonable measures to avoid any conflict of interest, including the non-participation of any special interested person at the resolution, deliberation, etc. of the Transactions at the board of directors' meeting, have been taken and the acquisition of treasury shares was performed by means of a tender offer which ensures the opportunities for minority shareholders to accept the tender offer

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after making consideration for a certain period with watching the movement of the market prices; (iii) there is validity in the purchase price of the Transactions, for in addition to the fact that the Tender Offer Price was set by negotiations between independent parties, the Self-Tender Offer Price was also set at the same price based on the Tender Offer Price and the Self-Tender Offer Price was set by applying a certain discount from the average market prices during a certain period in the past in order to limit asset outflows as much as possible and is thus not unreasonable from the standpoint of the Company's finances. The conditions for the Transactions are deemed to be appropriate, as the conditions other than the Third Party Tender Offer Price and the Self-Tender Offer Price are deemed not to be detriment to minority shareholders, etc., the attorneys determined that the Transactions will not constitute disadvantageous treatment to minority shareholders of the Company.

II. Status of the Tender Offeror

1. Outline of the Issuer

- (1) History of the Issuer
- (2) Purposes and Business Description of the Issuer
- (3) Amount of the Stated Capital and Total Number of the Issued Shares

2. Accounting Status

- (1) Balance Sheet
- (2) Income Statement
- (3) Statement of Changes in Net Assets

3. Status of Stock Price

Name of the Financial Instruments Exchange or Association of Authorized Financial Instruments Firms	First Section of the Tokyo Stock Exchange						
	2018 January	February	March	April	May	June	July
Highest Stock Price (Yen)	549	544	532	503	416	398	408
Lowest Stock Price (Yen)	517	483	486	437	385	358	350

(Note)As to July, 2018, the stock prices show those which were the highest and lowest by July 10.

4. Matters concerning the Tender Offeror as a Continuous Disclosure Company

- (1) Documents Filed by the Issuer
 - (i) Annual Securities Report and Documents Attached Thereto

Business Year 22nd Business Year Filed with the Director-General of the Kanto Local Finance Bureau on June 19,

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- | | 2017) | | 2017 | |
|-------|---|--|------------------|---|
| | Business
Year | 23rd
(From April 1, 2017 to March 31, 2018) | Business
Year | Filed with the Director-
General of the Kanto Local
Finance Bureau on June 18,
2018 |
| (ii) | Quarterly Securities Report or Semiannual Securities Report | | | |
| | Business
Year | 24th Business Year, 1st Quarter
(From April 1, 2018 to June 30, 2018) | | To be filed with the Director-
General of the Kanto Local
Finance Bureau on August 9,
2018 |
| (iii) | Amendment Report | | | |
| | N/A | | | |

(2) Places in which the above documents are available for public inspection

Yahoo Japan Corporation

(1-3, Kioicho, Chiyoda-ku, Tokyo)

The Tokyo Stock Exchange

(2-1, Nihonbashi Kabutocho, Chuo-ku Tokyo)

5. Contents, etc. of the Fact concerning Launch of the Self-Tender Offer, etc. on which Information is Received

N/A

Outline of the contents of business and the transition of the major management indicators, etc.

1 Overview of the Company's Businesses

The Company was incorporated in January 1996 for the purpose of providing the services of retrieving information on the Internet in Japan.

Softbank Group Corp., the Company's parent company, has many affiliates under its umbrella as a holding company, and conducts business activities in various fields and regions, including domestic communication business, Sprint business, Yahoo business, logistics business, ARM business, as well as SoftBank Vision Fund and Delta Fund businesses and other businesses. The Company's group belongs to the "Yahoo business."

1. The principle contents of the business of the Company's affiliates and other related parties who have on-going and close business relations, and which reportable segment the business belongs to.

Category	Name	Principle Contents of Business	Reportable Segment
Parent Company	SoftBank Group Corp.	Holding company	—
Other Affiliates	Softbank Group International (GK)	Holding company	—
Other Affiliates	Altaba Inc.	Holding company	—
	GYAO Corporation	Services distributing video and other contents and providing entertainment information using the Internet, and planning, producing and selling advertisement using the Internet.	Commerce business
	ValueCommerce Co., Ltd.	Advertising business (Affiliate Marketing, Storematch, ad network), CRM business (marketing automation)	Commerce business
	YJFX, Inc.	FX (foreign-exchange margin trading) business	Commerce business
	YJ Card Corporation	Credit, card loan, credit guarantee business	Commerce business
	ASKUL Corporation	Sale of office related products, other delivery businesses	Commerce business
	Ikyu Corporation	Internet reservation site operation business for luxury hotels and Japanese inns, selected restaurants.	Commerce business
	eBook Initiative Japan Co., Ltd.	Content digitization and distribution service, planning, development and production of digital contents, editing and publication of books and magazines.	Commerce business
	The Japan Net Bank, Limited	Banking business	Commerce business
	Other 67 companies	—	—
Major affiliates	BOOKOFF CORPORATION LIMITED	Reuse business	Commerce business
	Other 30 companies	—	—

[Translation]

2. Segment and Contents of Business

Reportable Segment	Principle Contents of Business
Media Business	• Advertising-related services, including paid search advertising and display advertising.
Commerce Business	• Commerce-related services, including YAHUOKU!, Yahoo! Shopping and ASKUL Corporation. • Membership services, including Yahoo! Premium. • Financial and payment-related services, including credit card.

[Translation]

2 Transition of the Major Management Indicators, etc.

1. Consolidated Management Indicators, etc.

Fiscal year	IFRS				
	19th fiscal year	20th fiscal year	21st fiscal year	22nd fiscal year	23rd fiscal year
Year end	Mar. 2014	Mar. 2015	Mar. 2016	Mar. 2017	Mar. 2018
Revenue (million yen)	408,514	428,487	652,327	853,730	897,185
Operating income (million yen)	196,437	197,212	224,997	192,049	185,810
Profit for the year (million yen)	129,667	133,933	172,492	132,634	134,412
Profit for the year attributable to owners of the present (million yen)	128,605	133,051	171,617	136,589	131,153
Comprehensive income for the year attributable to owners of the present (million yen)	134,062	134,981	172,834	138,306	132,912
Equity attributable to owners of the present (million yen)	619,682	726,002	844,165	930,820	1,013,368
Total assets (million yen)	849,987	1,007,602	1,342,799	1,534,212	2,516,633
Equity per share attributable to owners of the parent (yen)	108.83	127.54	148.29	163.51	177.97
Basic earnings per share attributable for the year (yen)	22.43	23.37	30.15	23.99	23.04
Diluted earnings per share for the year (yen)	22.43	23.37	30.14	23.99	23.03
Ratio of equity attributable to owners of the parent (%)	72.9	72.1	62.9	60.7	40.3
Profit ratio to equity attributable to owners of the parent (%)	22.2	19.8	21.9	15.4	13.5
Price earnings ratio (times)	22.56	21.22	15.89	21.42	21.45
Cash flows from operating activities (million yen)	132,793	126,239	105,409	127,023	75,457
Cash flows from investing activities (million yen)	(7,274)	(67,864)	(110,537)	(57,047)	232,556
Cash flows from financing activities (million yen)	(53,129)	(37,166)	(49,357)	23,996	21,289
Cash and cash equivalents at the end of the year (million yen)	482,336	503,937	449,164	543,067	868,325
Number of employees [Average number of part-time employees, etc.]	6,291	7,034	9,177 [2,707]	11,231 [2,894]	12,244 [4,601]

- (Note)
1. The Company has prepared its consolidated financial statements in accordance with the International Financial Reporting Standards (“IFRS”) since the 20th fiscal year.
 2. Revenue do not include the consumption tax, etc.
 3. Price earnings ratio is calculated using the share price at the fiscal year end plus the amount equivalent to the price of rights to the relevant shares.
 4. The Company made a 100-for-1 share split for its common stock on October 1, 2013. Equity per share attributable to owners of the parent, basic earnings per share and diluted earnings per share are calculated, assuming that the said share split was made at the beginning of the 19th fiscal year.

[Translation]

Fiscal year	Japanese accounting standards	
	19th fiscal year	20th fiscal year
Year end	Mar. 2014	Mar. 2015
Net Sales (million yen)	386,284	395,932
Ordinary income (million yen)	197,634	197,000
Net income for the period attributable to shareholders of the parent (million yen)	125,116	123,559
Comprehensive income for the period (million yen)	127,999	128,047
Amount of net assets (million yen)	626,560	732,831
Amount of total assets (million yen)	842,749	990,541
Per-share amount of net assets (yen)	108.53	126.36
Per-share amount of net income for the period (yen)	21.82	21.70
Diluted per-share amount of net income for the period (yen)	21.82	21.70
Capital-to-asset ratio (%)	73.3	72.6
Return on equity (%)	21.5	18.5
Price earnings ratio (times)	23.19	22.85
Cash flows from operating activities (million yen)	132,829	126,239
Cash flows from investment activities (million yen)	(7,310)	(73,111)
Cash flows from financing activities (million yen)	(53,129)	(31,979)
Ending balance of cash and cash equivalents (million yen)	482,628	503,937
Number of employees	6,291	7,034

- (Note)
1. The consolidated financial statements for the 20th fiscal year based on the Japanese accounting standards have not been audited pursuant to the provisions of Article 193-2(1) of the Financial Instruments and Exchange Act.
 2. Net sales do not include the consumption tax, etc.
 3. Price earnings ratio is calculated using the share price at the fiscal year end plus the amount equivalent to the price of rights to the relevant shares.
 4. The Company made a 100-for-1 share split for its common stock on October 1, 2013. Per-share amount of net assets, per-share amount of net income for the period and diluted per-share amount of net income for the period are calculated, assuming that the said share split was made at the beginning of the 19th fiscal year.

[Translation]

2. Management Indicators, etc. of the Tender Offeror

Fiscal year		19th fiscal year	20th fiscal year	21st fiscal year	22nd fiscal year	23rd fiscal year
Year end		Mar. 2014	Mar. 2015	Mar.2016	Mar. 2017	Mar. 2018
Sales	(million yen)	349,932	353,579	376,050	406,793	421,495
Ordinary income	(million yen)	185,923	185,671	166,523	187,449	171,140
Net income for the period	(million yen)	119,729	118,900	114,956	135,051	126,559
Stated capital	(million yen)	8,271	8,281	8,358	8,428	8,737
Total number of issued shares	(1,000 shares)	5,694,900	5,694,945	5,695,291	5,695,577	5,696,866
Amount of net assets	(million yen)	608,565	703,460	771,448	857,912	936,231
Amount of total assets	(million yen)	731,626	822,990	927,541	1,066,775	1,237,827
Per-share amount of net assets	(yen)	106.76	123.46	135.40	150.59	164.35
Amount of dividends per-share (of which, amount of interim dividends per-share)	(yen)	4.43 (—)	8.86 (—)	8.86 (—)	8.86 (—)	8.86 (—)
Per-share amount of net income for the period	(yen)	20.88	20.89	20.19	23.72	22.23
Diluted per-share amount of net income for the period	(yen)	20.88	20.88	20.19	23.72	22.23
Capital-to-asset ratio	(%)	83.1	85.4	83.1	80.4	75.6
Return on equity	(%)	20.9	18.1	15.6	16.6	14.1
Price earnings ratio	(times)	24.23	23.74	23.72	21.67	22.22
Dividend payout ratio	(%)	21.2	42.4	43.9	37.4	39.9
Number of employees		4,607	5,439	5,547	5,826	6,330

- (Note)
1. Net sales do not include the consumption tax, etc.
 2. Price earnings ratio is calculated using the share price at the fiscal year end plus the amount equivalent to the price of rights to the relevant shares.
 3. The Company made a 100-for-1 share split for its common stock on October 1, 2013. Per-share amount of net assets, per-share amount of net income for the period and diluted per-share amount of net income for the period are calculated, assuming that the said share split was made at the beginning of the 19th fiscal year.