

Independent Directors/Auditors Notification

1. Basic information

Company name	SoftBank Corp.		Code	9434
Filing date	2021/5/31	Date (scheduled date) of status change	2021/6/22	
Reason for filing Independent Directors/Auditors Notification	The Company will submit a proposal for the election of External Directors at its coming annual general meeting of shareholders.			
<input type="checkbox"/> All of the persons who qualify as independent directors/auditors are designated as independent directors/auditors. (*1)				

2. Matters concerning the independence of independent/external directors/auditors

No.	Name	External director/external auditor	Independent director/auditor	Directors/auditors' attributes (*2, 3)												Details of status change	Consent of the person	
				a	b	c	d	e	f	g	h	i	j	k	l			None
1	Atsushi Horiba	External Director	○													○	Amendment/change	Yes
2	Takehiro Kamigama	External Director	○													△	Amendment/change	Yes
3	Kazuaki Oki	External Director	○														Amendment/change	Yes
4	Kyoko Uemura	External Director	○													○	Amendment/change	Yes
5	Reiko Hishiyama	External Director	○	△												○	New appointment	Yes
6	Naomi Koshi	External Director														○	New appointment	
7	Yasuharu Yamada	External Audit & Supervisory Board Member	○													○	Amendment/change	Yes
8	Kenichiro Abe	External Audit & Supervisory Board Member	○													○	Amendment/change	Yes

3. Descriptions of attributes of independent directors/auditors and reason for their election

No.	Matters related to independence (*4)	Reason for election (*5)
1	The Company has business relationships, such as service outsourcing and telecommunications services, with HORIBA, Ltd., where Mr. Atsushi Horiba serves as Representative Director. However, the amount of transactions accounts for less than 0.1% of the Company's operating expenses or revenue. Therefore it is negligible, and does not affect his independence as External Director. The Company also has business relationships, such as telecommunications services, with Nihon Kanko Golf Co., Ltd., where Mr. Horiba serves as Representative Director. However, the amount of transactions accounts for less than 0.1% of the Company's revenue, and therefore does not affect his independence as External Director.	Mr. Atsushi Horiba has served as Representative Director of HORIBA, Ltd. for approximately 29 years since 1992 and has extensive management experience in leading the global growth of the HORIBA Group. The Company's Board expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Board renominated him as an External Director so he can contribute to the Group's further growth and enhancement of corporate governance. While he falls under some matters related to independence as on the left, the Company believes he has no conflicts of interest with general shareholders, and continues to designate him as an Independent Officer.
2	The Company has business relationships, such as a secondment agreement and telecommunications services, with TDK Corporation, where Mr. Takehiro Kamigama served as Representative Director from 2006 through June 2018. However, the amount of transactions accounted for less than 0.1% of the Company's operating expenses or revenue. Therefore it is negligible, and does not affect his independence as External Director.	Mr. Takehiro Kamigama served as Representative Director of TDK Corporation from 2006 through June 2018, and has extensive management experience and leadership in enhancing the profitability of its operations and expanding its business fields. The Company's Board expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Board renominated him as an External Director so he can contribute to the Group's further growth and enhancement of corporate governance. While he falls under some matters related to independence as on the left, the Company believes he has no conflicts of interest with general shareholders, and continues to designate him as an Independent Officer.
3		Mr. Kazuaki Oki has knowledge and experience as a certified public accountant. The Company's Board expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Board renominated him as an External Director so he can contribute to the Group's further growth and enhancement of corporate governance. The Company believes he has no conflicts of interest with general shareholders given his career, etc., and continues to designate him as an Independent Officer.
4		Ms. Kyoko Uemura has extensive knowledge and experience as a lawyer. The Company's Board expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management. The Board renominated her as an External Director so she can contribute to the Group's further growth and enhancement of corporate governance. The Company believes she has no conflicts of interest with general shareholders given her career, etc., and continues to designate her as an Independent Officer.

5	<p>Ms. Reiko Hishiyama belonged to JAPAN TELECOM CO., LTD. (currently the Company) from January 1991 through March 2005. However, more than 10 years have passed since she left the company, and therefore, it does not affect her independence as External Director.</p> <p>The Company has business relationships, such as the installation of base stations and telecommunications services, with Waseda University, where she serves as a professor. However, the amount of transactions accounts for less than 0.1% of the Company's operating expenses or revenue. Therefore it is negligible, and does not affect her independence as External Director.</p>	<p>Ms. Reiko Hishiyama is a professor of the Faculty of Science and Engineering at Waseda University, and her research interests include management system engineering. She has a wealth of knowledge and experience in the area of cutting-edge technology such as AI and IoT. The Company's Board expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management. The Board nominated her as an External Director so she can contribute to the Group's further growth and enhancement of corporate governance.</p> <p>While she falls under some matters related to independence as on the left, the Company believes she has no conflicts of interest with general shareholders, and designates her as an Independent Officer.</p>
6	<p>The Company has business relationships, such as legal advisory services, with Miura & Partners, where Ms. Naomi Koshi serves as a partner lawyer. However, the amount of transactions accounts for less than 0.1% of the Company's operating expenses, and it is therefore negligible, and does not affect her independence as External Director.</p>	<p>In addition to her extensive knowledge and experience as a lawyer in Japan and overseas, Ms. Naomi Koshi engages in a broad range of activities including municipal government initiatives and support measures for the promotion of women's career advancement. The Company's Board expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management. The Board nominated her as an External Director so she can contribute to the Group's further growth and enhancement of corporate governance.</p> <p>She meets the independence standards set by the Tokyo Stock Exchange at the moment. However, the Company has business relationships with Miura & Partners, where she serves as a partner lawyer and the amount of future remuneration to the firm is undetermined. Therefore, the Company has not designated her as an Independent Officer.</p>
7		<p>Mr. Yasuharu Yamada has extensive knowledge and experience relating to risk management and compliance at financial institutions as well as considerable expertise of finance and accounting. The Company designated him as an External Audit & Supervisory Board Member to leverage his knowledge and experience to perform audits from a specialist perspective and to ensure a more independent perspective in the audits.</p> <p>The Company believes he has no conflicts of interest with general shareholders given his career, etc., and designates him as an Independent Officer.</p>
8		<p>Mr. Kenichiro Abe has extensive knowledge and experience as a certified public accountant. The Company designated him as an External Audit & Supervisory Board Member to leverage his knowledge and experience to perform audits from a specialist perspective and to ensure a more independent perspective in the audits.</p> <p>The Company believes he has no conflicts of interest with general shareholders given his career, etc., and designates him as an Independent Officer.</p>

4. Supplementary information

- *1 Check the box if all of external directors/auditors who qualify as independent directors/auditors are notified as independent directors/auditors.
- *2 Items to be checked concerning the attributes of directors/auditors
- a. Executive of the listed company or its subsidiaries
 - b. Non-executive director or accounting advisor (where the person is an external auditor) of the listed company or its subsidiaries
 - c. Non-executive director or executive of a parent company of the listed company
 - d. Auditor (where the person is an external auditor) of a parent company of the listed company
 - e. Executive of a fellow subsidiary company of the listed company
 - f. A party whose major client or supplier is the listed company or an executive thereof
 - g. Major client or supplier of the listed company or an executive thereof
 - h. Consultant, accountant, or legal professional who receives a large amount of monetary consideration or other property from the listed company besides compensation as a
 - i. Major shareholder of the listed company (or an executive of said major shareholder if the shareholder is a legal entity)
 - j. Executive of a client or supplier company of the listed company (which does not correspond to any of f, g, or h) (the director/auditor himself/herself only)
 - k. Executive of a company, between the listed company and which external directors/auditors are mutually appointed (the director/auditor himself/herself only)
 - l. Executive of a company or organization that receives a donation from the listed company (the director/auditor himself/herself only)
- Note that the description of the items a to l above is a brief statement of the items provided in the rules of the Exchange.
- *3 Mark "○" when the director/auditor presently or has recently fallen under the category, and "△" when the director/auditor fell under the category in the past.
Mark "●" when a close relative of the director/auditor presently falls or has recently fallen under the category, and "▲" when a close relative of the director/auditor fell under the category in the past.
- *4 If a director/auditor falls under any of the items a to l, briefly describe the status.
- *5 State the reason for election as an independent director/auditor.