

September 17, 2020  
SoftBank Group Corp.

**Announcement on Finalized Number of Shares of Subsidiary (SoftBank Corp.,  
Securities Code: 9434) to be Offered**

SoftBank Group Corp. ("SBG") announces today that the number of shares to be offered upon exercise of the option to acquire additional shares of SoftBank Corp. ("SB") common stock granted to the international underwriters in the international offering has been finalized as follows, in connection with the secondary offering of a portion of SBG's holding of common stock of subsidiary SB (the "Secondary Offering"), held through its wholly owned subsidiary SoftBank Group Japan Corporation ("SBGJ").

The Secondary Offering was previously announced in "Secondary Offering of Shares of Subsidiary (SoftBank Corp., Securities Code: 9434)" dated August 28, 2020 and "Details of Offer Price and Other Terms for Shares of Subsidiary (SoftBank Corp., Securities Code: 9434)" dated September 14, 2020.

**1. Number of shares to be offered upon exercise of the option to acquire additional shares of SB common stock granted to the international underwriters in the international offering**

33,523,700 shares

**2. Summary of the Secondary Offering**

Class and number of shares to be offered	Common stock of SB (1) Secondary offering through purchase and underwriting by underwriters: 927,490,200 shares Of which, Japanese offering through purchase and underwriting by the underwriters: 624,212,200 shares International offering: 303,278,000 shares (269,754,300 shares to be offered in the international offering through underwriting by the international underwriters and additional 33,523,700 shares, which are subject to the option to acquire additional shares of SB common stock granted to the international underwriters in the international offering) (2) Offering by way of over-allotment: 100,571,200 shares
Offer price	JPY 1,204.50 per share

### **3. Number of SB shares to be offered, total offer price and number of shares owned by SBGJ before and after the Secondary Offering**

Number of shares held before the Secondary Offering	2,942,919,470 shares (Shareholding ratio: 62.1%)
Number of shares to be offered <sup>*1</sup>	1,028,061,400 shares (Shareholding ratio: 21.7%)
Total offer price	JPY 1,238,300 million (JPY 1,204.50 per share)
Number of shares to be held after the Secondary Offering	1,914,858,070 shares (Shareholding ratio: 40.4%)

\*1 The number of shares to be offered and total offer price include the offer by way of over-allotment. The number of shares held and the shareholding ratio after the Secondary Offering assume that a green shoe option related to the offer by way of over-allotment is fully exercised.

\*2 Shareholding ratios indicate the ratios of the number of shares to the total number of shares outstanding (excluding treasury stock) of 4,741,145,170 as of March 31, 2020, as reported by SB in its Annual Securities Report for the year ended March 31, 2020.

### **4. Impact on SBG's consolidated financial results**

SBG expects to record the proceeds from the Secondary Offering of JPY 1,098,008 million in the consolidated financial statements for the six-month period ending September 30, 2020. The amount is the sum of (A) an amount calculated by multiplying 624,212,200 shares, the total number of shares to be offered in Japanese offering through purchase and underwriting by the underwriters as specified in "2. Summary of the Secondary Offering," by the net proceeds of JPY 1,179.85 per share in such Japanese offering, and (B) an amount calculated by multiplying 303,278,000 shares, the total number of shares to be offered in the international offering through underwriting by the international underwriters as specified in "2. Summary of the Secondary Offering," by the net proceeds of JPY 1,192.08 per share in such international offering. The proceeds exclude the amount of the proceeds to be received if a green shoe option related to the offer by way of over-allotment is exercised (JPY 118,659 million if fully exercised).

Since SB will continue to be a subsidiary of SBG following the Secondary Offering, an amount equivalent to the after-tax gain on the offering will be recorded as capital surplus in the consolidated statement of financial position. In addition, due to the use of loss carryforwards, to which deferred tax assets has not been recognized, against the gain on the offering of SB shares generated at SBGJ, a reduction in income taxes will be recorded as a positive effect on net income. The amount of such effect will be disclosed when necessary.

Note:

This document is a press release to announce the offering of common stock of SB, and it has not been prepared for the purpose of soliciting investments or other conduct of similar nature whether in Japan, the United States, or elsewhere. With respect to investments in Japan, investors are advised to do so based on their sole judgement after reviewing "the Prospectus on the Offering of Shares" (and revisions thereto, if prepared) prepared by SB.

This press release does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. The securities referred to in this press release have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "Securities Act"). The securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. The securities referred to above will not be publicly offered or sold in the United States.