

Independent Directors/Auditors Notification

1. Basic information

Company name	SoftBank Corp.	Code	9434
Filing date	2024/5/29	Date (scheduled date) of status change	2024/6/20
Reason for filing Independent Directors/Auditors Notification	The Company will submit proposals for the election of External Directors at its coming Annual General Meeting of Shareholders.		
<input checked="" 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	○														○		Yes
2	Takehiro Kamigama	External Director	○														△	Amendment/change	Yes
3	Kazuaki Oki	External Director	○														○		Yes
4	Naomi Koshi	External Director	○														○		Yes
5	Maki Sakamoto	External Director	○														○	New appointment	Yes
6	Hiroko Sasaki	External Director	○														○	New appointment	Yes
7	Shuji Kojima	External Audit & Supervisory Board Member	○														○	Amendment/change	Yes
8	Yoko Kudo	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	<p>The Company has business relationships, such as 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 revenue. Therefore it is extremely negligible, and does not affect his independence as External Director.</p> <p>The Company also has business relationships, such as equipment maintenance, with HORIBA STEC, Co., Ltd., where Mr. Atsushi Horiba serves as Representative Director. However, the amount of transactions accounts for less than 0.1% of the Company's revenue. Therefore it is extremely negligible, and does not affect his independence as External Director.</p>	<p>Mr. Atsushi Horiba has served as Representative Director of HORIBA, Ltd. for 32 years since 1992 and has extensive management experience in leading the global growth of the HORIBA Group. The Company expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Company reelects 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.</p>
2	<p>Mr. Takehiro Kamigama served as an executive of TDK Corporation, a business partner of the Company, until June 2018.</p>	<p>Mr. Takehiro Kamigama served as Representative Director of TDK Corporation for 12 years from 2006, and has extensive management experience and leadership in enhancing the profitability of its operations and expanding its business fields. The Company expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Company reelects 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.</p>
3	Not applicable	<p>Mr. Kazuaki Oki has knowledge and experience as a certified public accountant. The Company expects him to supervise the Company's management with his knowledge and experience, and give guidance on the Company's overall management. The Company reelects 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.</p>
4	<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. Therefore it is extremely 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 expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management and risk management. The Company reelects her as an External Director so she can contribute to the Group's further growth and enhancement of corporate governance. 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 continues to designate her as an Independent Officer.</p>

5	Not applicable	Ms. Maki Sakamoto specializes in informatics as a professor at the University of Electro-Communications and has extensive knowledge and experience in AI and other technologies. The Company expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management. The Company elects 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 designates her as an Independent Officer.
6	The Company has business relationships, such as service outsourcing and telecommunications services, with ChangeWAVE Group, Inc., where Ms. Hiroko Sasaki serves as President & CEO. However, the amount of transactions accounts for less than 0.1% of the Company's operating expenses or revenue. Therefore it is extremely negligible, and does not affect her independence as External Director. The Company also has business relationships, such as telecommunications services, with HYS Corporation, where Ms. Hiroko Sasaki serves as President & CEO. However, the amount of transactions accounts for less than 0.1% of the Company's revenue. Therefore it is extremely negligible, and does not affect her independence as External Director.	Ms. Hiroko Sasaki founded her own companies with a vision to transform companies and has extensive management experience, including assisting hundreds of companies with organizational transformation, management human resource development, and resolving issues facing people trying to maintain a career while burdened with nursing care. She has also served as a member of expert committees on the promotion of diversity at several large companies, and has been promoting corporate transformation. The Company expects her to supervise the Company's management with her knowledge and experience, and give guidance on the Company's overall management. The Company elects 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 designates her as an Independent Officer.
7	Mr. Shuji Kojima served as an executive of Mizuho Financial Group, Inc., Mizuho Bank, Ltd., and Mizuho Trust & Banking Co., Ltd., business partners of the Company, until March 2020. He also served as an executive of Mizuho Dream Partner, Ltd., a business partner of the Company, until May 2023.	Mr. Shuji Kojima has extensive knowledge and experience in human resources, compliance, and risk management at financial institutions, and has considerable knowledge of finance and accounting. The Company has elected 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. 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.
8	Ms. Yoko Kudo served as an executive of Ernst & Young ShinNihon LLC, a business partner of the Company, until June 2022.	Ms. Yoko Kudo has extensive knowledge and experience in finance and accounting as a certified public accountant in the State of California. The Company has reelected her as an External Audit & Supervisory Board Member to leverage her knowledge and experience to perform audits from a specialist perspective and to ensure a more independent perspective in the audits. 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.

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.