Earnings Results for the Nine-month Period Ended December 31, 2018

# **Investor Briefing**

February 7, 2019 SoftBank Group Corp.



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#### Exchange rates used for translation

		FY2	017		FY2018			
Average during quarter	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
1 USD	111.61	111.38	112.74	108.85	108.71	111.55	112.83	
1 GBP	142.92	146.20	150.77	151.01	147.54	145.84	144.48	
EOQ	Jun 30	Sep 30	Dec 31	Mar 31	Jun 30	Sep 30	Dec 31	Mar 31
1 USD				106.24			111.00	
1 GBP				148.84			140.46	
1 EUR				130.52			127.00	
1 CNY				16.92			16.16	

# Index - 1

SoftBank	
Grou	1

Accounting Segments and Core Companies Consolidated P/L Summary (IFRSs) Consolidated B/S Summary (IFRSs) - 1 Consolidated B/S Summary (IFRSs) - 2 Consolidated B/S Summary (IFRSs) - 3 Consolidated C/F Summary (IFRSs) Income and Loss Arising from SVF and DF in P/L SVF- Gain/Loss on Investments Transferred from the Company in P/L (Bridge Investments and Other Investments)	<b>P</b> 7 P 8 P 9 P 10 P 11 P 12 P 13 P 14 P 15	So F F O F F F A
SVF- Gain/Loss on Investments Transferred from the Company in P/L (Other Investments: Uber)	P 16	Fi
Income on Equity Method Investments Related to Alibaba	P 17	E
Derivative Gain/Loss Relating to VPF Contract for Alibaba Shares	P 18	
Accounting Treatment for SBKK IPO and After-tax Cash Proceeds	P 19	
Differences in Figures of Financial Results of the SoftBank Segment and SBKK	P 20	
Appendix	P 21	
Investments of SVF and DF	P 22	
Third-party interests in SVF and DF	P 23	
SVF - Gain/Loss on Investments Transferred from the Company in P/L (Other Investments: Coupang, OYO)	P 24	F
Breakdown of Goodwill / Intangible Assets	P 25	
Adoption of IFRS 9 and IFRS 15 -1	P 26	
Adoption of IFRS 9 and IFRS 15 -2	P 27	

SoftBank Segment SoftBank Segment: Analysis on YoY Change Results for the Nine Months Ended December 31, 2019 Revenue Operating Income/Adjusted EBITDA Net Income (YoY Comparison) CAPEX/Adjusted Free Cash Flow Financial Strategy For Sustainable Growth Achieving Both Growth and Shareholder Returns	P	• •
Finance	Ρ	38
Enterprise Value of SoftBank Group	Ρ	39
Cluster of No. 1 Strategy	Ρ	40
SBG = Strategic Investment Holding Company	Ρ	41
SBG = Strategic Investment Holding Company	Ρ	42
SBG Net Debt	Ρ	43
Equity Value of Holdings	Ρ	44
Debt Coverage Ratio by Equity Value of Holdings (LTV)	Ρ	45
Shareholder Value	Ρ	46
SoTP Valuation	Ρ	47
Methodology Change by Rating Agencies		48
Finance Strategy		49
Finance Strategy		50
Goals of Financial Management (illustrative)		51
Maintaining Abundant Cash Position		52
Interest Expense		53
Sources of Interest Payment		54
Use of Proceeds from SBKK IPO		55
Improve Financial Position (Debt Repayment) Shareholder Return (Share Repurchase)		56 57

# Index - 2

SoftBank
Group

5

Equity Value of HoldingsP58Progress & HighlightsP89Equity value of holdingsP59Our Investing ThesisP90SVF: Capital CommitmentP60SVF & DF ClosingP92SVF: Fair Value for Investment AssetP61Performance & ImpactP93SVF: Investment PortfolioP62SVF & DF: SnapshotP94SBKK SharesP64Portfolio Composition by SectorP96Alibaba SharesP65Portfolio Composition by GeographyP97Sprint SharesP66Management and Performance FeesP100Diversified PortfolioP67Contribution to SBG, Profit Net of Third Party InterestsP102Financial PositionP68Contribution to SBG, Profit Net of Third Party InterestsP103Main Activities in FY2018P70Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP77SBIA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP76SVF: SnapshotP109SBG Notes Redemption ScheduleP77SVF: Portfolio Composition by SectorP111SBG Credit Rating TrendP78Contribution to SBG, Profit Net of Third Party InterestsP110SBG Credit Rating TrendP76SVF: SnapshotP110SBG Credit Rating TrendP76SVF: Portfolio Composition by SectorP111Consolidated Inte	Finance (Continue)		_	SoftBank Vision Fund / Delta Fund Segment	Ρ	85
SyF:Capital CommitmentP60SVF & DF ClosingP92SVF:Capital CommitmentP61Performance & ImpactP93SVF:Investment PortfolioP62SVF & DF: SnapshotP94SBKK SharesP63Growth of Our PortfolioP95Alibaba SharesP64Portfolio Composition by GeographyP97Sprint SharesP66Distribution WaterfalP98Yahoo Japan SharesP66Distribution WaterfalP98Diversified PortfolioP67Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP67Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP67Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBG VeranceP108SBG Standalone Net Interest-bearing DebtP74SVF: SnapshotP108SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP110SBG Credit Rating TrendP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV TrendP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP78Contribution to SBG, Realiz						
SVF: Fair Value for Investment AssetP61Performance & ImpactP93SVF: Investment PortfolioP62SVF & DF: SnapshotP94SBKK SharesP63Growth of Our PortfolioP95Alibaba SharesP64Portfolio Composition by SectorP96Sprint SharesP66Portfolio Composition by GeographyP97Yahoo Japan SharesP66Portfolio Composition by GeographyP97Yahoo Japan SharesP66Distribution WaterfallP98Diversified PortfolioP67Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP67Contribution to SBG, Realized and Unrealized ValueP102Main Activities in FY2018P70Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBG Consolidated Financial StatementsP105SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP110SBG Credit Rating TrendP77SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by SectorP111AppendixP78Contribution to SBG, Realized & Unrealized ValueP113LTV CalculationP77SVF - Portfolio Composition by GeographyP111FY2018 Finance StrategyP <t< td=""><td></td><td></td><td></td><td>•</td><td>-</td><td></td></t<>				•	-	
SVF: Investment PortfolioP94SVF: Investment PortfolioP61SVF & DF: SnapshotPSBKK SharesP63Growth of Our PortfolioPAlibaba SharesP64Portfolio Composition by SectorPSprint SharesP65Portfolio Composition by SectorPYahoo Japan SharesP65Portfolio Composition by GeographyPDiversified PortfolioP67Management and Performance FeesPTrack Record of Successful DivestmentsP68Contribution to SBG, Profit Net of Third Party InterestsPTrack Record of Successful DivestmentsP69In Focus: Valuation Governance and ProcessPMain Activities in FY2018P70Valuation Framework & GovernancePPSBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessPP108SBG Notes Redemption ScheduleP76SVF - Portfolio Composition by SectorPP110SBG Credit Rating TrendP77SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP112Consolidated Interest-bearing DebtP78SVF - Portfolio Composition by GeographyP112AppendixP78SUF - Portfolio Composition to SBG, Realized & Unrealized ValueP <td></td> <td>Р</td> <td></td> <td>5</td> <td>-</td> <td></td>		Р		5	-	
SBKK SharesP63Growth of Our PortfolioP95Alibaba SharesP64Portfolio Composition by SectorP96Sprint SharesP65Portfolio Composition by GeographyP97Yahoo Japan SharesP66Management and Performance FeesP100Diversified PortfolioP67Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP69In Focus: Valuation Governance and ProcessP103Main Activities in FY2018P70Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP110SBG Credit Rating TrendP76SVF – Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF – Portfolio Composition by SectorP111FY2018 Linterest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP114Conso	SVF: Fair Value for Investment Asset	Р	-	•		
Alibaba SharesP64Portfolio Composition by SectorP96Alibaba SharesP65Portfolio Composition by GeographyP97Sprint SharesP66Portfolio Composition by GeographyP97Vahoo Japan SharesP66Distribution WaterfallP98Diversified PortfolioP67Management and Performance FeesP100Track Record of Successful DivestmentsP68Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP69In Focus: Valuation Governance and ProcessP103Main Activities in FY2018P70Valuation Fraework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP110SBG Credit Rating TrendP76SVF - Portfolio Composition by GeographyP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated	SVF: Investment Portfolio	Ρ	62	•	-	
AnababaP0-65Portfolio Composition by GeographyP97Sprint SharesP66Distribution VaterfallP98Diversified PortfolioP67Contribution to SBG, Profit Net of Third Party InterestsP100Track Record of Successful DivestmentsP68Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP67Contribution to SBG, Realized and Unrealized ValueP102Main Activities in FY2018P70Valuation Framework & Governance and ProcessP103SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP106SBG Standalone Net Interest-bearing DebtP72Reconciliations to SBG Consolidated Financial Statements P106SBG Notes Redemption ScheduleP75DF: SnapshotP109SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP112AppendixP77SVF - Portfolio Composition by GeographyP112Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Net Intere	SBKK Shares	Р	63			
Yahoo Japan SharesP66Distribution WaterfallP98Diversified PortfolioP66Management and Performance FeesP100Track Record of Successful DivestmentsP66Management and Performance FeesP100Financial PositionP68Contribution to SBG, Realized and Unrealized ValueP102Main Activities in FY2018P70In Focus: Valuation Governance and ProcessP103SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP104SBG Standalone Cash PositionP72Reconciliations to SBG Consolidated Financial Statements P106SBG Standalone Net Interest-bearing DebtP73AppendixP109SBG Notes Redemption ScheduleP75DF: SnapshotP111SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111SBG Credit Rating TrendP78Contribution to SBG, Realized & Unrealized ValueP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Interest-bearing DebtP81P114FConsolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValuePConsolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrea	Alibaba Shares	Ρ	64		-	
Yanoo Japah SharesP 60Management and Performance FeesP 100Diversified PortfolioP 67Contribution to SBG, Profit Net of Third Party InterestsP 101Track Record of Successful DivestmentsP 68Contribution to SBG, Realized and Unrealized ValueP 102Main Activities in FY2018P 70Valuation Governance and ProcessP 103SBG Standalone Interest-bearing DebtP 71SBIA Valuations ProcessP 105SBG Standalone Cash PositionP 72Reconciliations to SBG Consolidated Financial Statements P 106SBG Standalone Net Interest-bearing DebtP 74SVF: SnapshotP 109SBG Notes Redemption ScheduleP 75DF: SnapshotP 109SBG Credit Rating TrendP 76SVF – Portfolio Composition by SectorP 111FY2018 Finance StrategyP 77SVF – Portfolio Composition by GeographyP 112AppendixP 78Contribution to SBG, Realized & Unrealized ValueP 113LTV CalculationP 78Contribution to SBG, Realized & Unrealized ValueP 114Consolidated Interest-bearing DebtP 80DF: Contribution to SBG, Realized & Unrealized ValueP 115Consolidated Interest-bearing DebtP 80DF: Contribution to SBG, Realized & Unrealized ValueP 116Consolidated Interest-bearing DebtP 80DF: Contribution to SBG, Realized & Unrealized ValueP 116Consolidated Interest-bearing DebtP 80DF: Contribution to SBG, Realized & Unrealized ValueP 117SBG: Price and Spread of JPY NotesP 81Service Revenue & ARPU </td <td>Sprint Shares</td> <td>Р</td> <td>65</td> <td></td> <td>-</td> <td></td>	Sprint Shares	Р	65		-	
Diversified PortfolioP67Management and Performance FeesP100Track Record of Successful DivestmentsP68Contribution to SBG, Profit Net of Third Party InterestsP101Financial PositionP69In Focus: Valuation for SBG, Realized and Unrealized ValueP102Main Activities in FY2018P70Valuation Governance and ProcessP103SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP104SBG Standalone Cash PositionP72Reconciliations to SBG Consolidated Financial Statements P106SBG Standalone Net Interest-bearing DebtP73AppendixP109SBG Notes Redemption ScheduleP75SIF SnapshotP110SBG Credit Rating TrendP76SVF – Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF – Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP115Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized	Yahoo Japan Shares	Р	66		-	
Track Record of Successful DivestmentsP68Contribution to SBG, Realized and Unrealized ValueP102Financial PositionP69In Focus: Valuation Governance and ProcessP103Main Activities in FY2018P70Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP109SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81P910114PConsolidated Net Interest-bearing DebtP82Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83P117116Service Revenue & ARPUP118SBG: Pri	Diversified Portfolio	Р	67			
Financial PositionP69In Focus: Valuation Governance and ProcessP103Main Activities in FY2018P70Valuation Framework & GovernanceP104SBG Standalone Interest-bearing DebtP71SBIA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP73Reconciliations to SBG Consolidated Financial Statements P106SBG Notes Redemption ScheduleP74SVF: SnapshotP108LTV TrendP75DF: SnapshotP110SBG Credit Rating TrendP76SVF – Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF – Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Cash PositionP81P82Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83Unlimited for AllP118SBG: Price and Spread of Foreign Currency NotesP84Valuation for AllP119Cost Reductions & Adjusted EBITDAP120	Track Record of Successful Divestments	Р	68			-
Main Activities in FY2018P70In Focus: Valuation Governance and ProcessP103SBG Standalone Interest-bearing DebtP71SBIA Valuation GovernanceP104SBG Standalone Cash PositionP72Reconciliations to SBG Consolidated Financial StatementsP108SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP109SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Net Interest-bearing DebtP81Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83P117P118SBG: Price and Spread of Foreign Currency NotesP84Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120P120	Financial Position	Р	69			-
SBG Standalone Interest-bearing DebtP71SBIA Valuation Pramework & GovernanceP104SBG Standalone Cash PositionP72SBIA Valuations ProcessP105SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP109SBG Credit Rating TrendP76SVF – Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF – Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83Unlimited for AllP118SBG: Price and Spread of Foreign Currency NotesP84Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120	Main Activities in FY2018	Р	70			
SBG Standalone Cash PositionP72Reconciliations ProcessP105SBG Standalone Net Interest-bearing DebtP73Reconciliations to SBG Consolidated Financial Statements P106LTV TrendP74SVF: SnapshotP109SBG Notes Redemption ScheduleP75DF: SnapshotP110SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83Unlimited for AllP118SBG: Price and Spread of Foreign Currency NotesP84Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120120120			-			-
SBG Standalone Net Interest-bearing DebtP73AppendixP108LTV TrendP74SVF: SnapshotP109SBG Notes Redemption ScheduleP75DF: SnapshotP110SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP111FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81PFY3Q 2018 HighlightsP117SBG: Price and Spread of JPY NotesP83Nimited for AllP118SBG: Price and Spread of Foreign Currency NotesP84Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120P120						
LTV TrendP 74SVF: SnapshotP 109SBG Notes Redemption ScheduleP 75DF: SnapshotP 109SBG Credit Rating TrendP 76SVF – Portfolio Composition by SectorP 111FY2018 Finance StrategyP 77SVF – Portfolio Composition by GeographyP 112AppendixP 78Contribution to SBG, Profit Net of Third Party InterestsP 113LTV CalculationP 79SVF: Contribution to SBG, Realized & Unrealized ValueP 114Consolidated Interest-bearing DebtP 80DF: Contribution to SBG, Realized & Unrealized ValueP 115Consolidated Net Interest-bearing DebtP 81Sprint Segment (excerpts)P 116SBG: Price and Spread of JPY NotesP 83FY3Q 2018 HighlightsP 117SBG: Price and Spread of Foreign Currency NotesP 84Service Revenue & ARPUP 119Cost Reductions & Adjusted EBITDAP 120						
SBG Notes Redemption ScheduleP75DF: SnapshotP109SBG Credit Rating TrendP76SVF - Portfolio Composition by SectorP110FY2018 Finance StrategyP77SVF - Portfolio Composition by GeographyP112AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81Sprint Segment (excerpts)P116SBG: Price and Spread of JPY NotesP83FY3Q 2018 HighlightsP117Unlimited for AllP84P118Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120P120						
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AppendixP78Contribution to SBG, Profit Net of Third Party InterestsP113LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP81P82FY3Q 2018 HighlightsP116SBG: Price and Spread of JPY NotesP83P84FY3Q 2018 HighlightsP117SBG: Price and Spread of Foreign Currency NotesP84P118P119Cost Reductions & Adjusted EBITDAP120				· ·		
LTV CalculationP79SVF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Interest-bearing DebtP80DF: Contribution to SBG, Realized & Unrealized ValueP114Consolidated Cash PositionP81P81DF: Contribution to SBG, Realized & Unrealized ValueP115Consolidated Net Interest-bearing DebtP82P82FY3Q 2018 HighlightsP116SBG: Price and Spread of JPY NotesP83P83P117SBG: Price and Spread of Foreign Currency NotesP84Service Revenue & ARPUP119Cost Reductions & Adjusted EBITDAP120					-	
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SBG: Price and Spread of Foreign Currency Notes P 84 Service Revenue & ARPU P 118 Cost Reductions & Adjusted EBITDA P 120	•			FY3Q 2018 Highlights	P	117
Cost Reductions & Adjusted EBITDA P 120	•			Unlimited for All	P	118
	SBG: Price and Spread of Foreign Currency Notes	Р	84	Service Revenue & ARPU	P	119
				Cost Reductions & Adjusted EBITDA	P	120
Profitability P 121				Profitability	P	121
Capex & Adjusted Free Cash Flow P 122					Ρ	122
FISCAL YEAR 2018 Guidance P 123				FISCAL YEAR 2018 Guidance	P	123

## Memo



# Accounting

# **Segments and Core Companies**



FY17			FY18	
Reportable segments	Core companies		Reportable segments	Core companies
Domestic Telecommunications	SoftBank Wireless City Planning	ſ	SoftBank	SoftBank Wireless City Planning SB C&S *1
Sprint	Sprint		Sprint	Sprint
Yahoo Japan	Yahoo Japan ASKUL		Yahoo Japan	Yahoo Japan ASKUL
Distribution	Brightstar SB C&S <sup>*1</sup>		Arm	Arm
Arm	Arm		SoftBank Vision Fund and Delta Fund	SoftBank Vision Fund L.P. SB Delta Fund (Jersey) L.P.
SoftBank Vision Fund and Delta Fund	SoftBank Vision Fund L.P. SB Delta Fund (Jersey) L.P.		<ul> <li>Brightstar</li> </ul>	Brightstar
Other	Fortress (Consolidated from Dec 2017) Fukuoka SoftBank HAWKS		Other	Fortress Fukuoka SoftBank HAWKS PayPay <sup>*2</sup>

\*1 The company's name was changed from SoftBank Commerce & Service on January 1, 2019

\*2 PayPay is a joint venture of SoftBank Corp. and Yahoo Japan Corporation, and a subsidiary of SoftBank Group Corp.

# **Consolidated P/L Summary (IFRSs)**



Operating income from SoftBank Vision Fund and Delta Fund of JPY 808.8 bn:

Fair values of Uber, OYO, WeWork and others increased; a fall in NVIDIA share price reduced valuation gain by JPY299.5 bn

SoftBank

(JPY bn)

9

- 2. Derivative gain of JPY 544.6 bn: JPY 365.9 bn related to Alibaba shares and JPY 249.5 bn related to NVIDIA shares
- 3. Income taxes of JPY -235.4 bn: use of loss carryforwards of a subsidiary against the gain on disposal of SoftBank shares

P/L item	FY17 Q1-Q3	FY18 Q1-Q3	Change	Primary changes
Net sales	6,811.3	7,168.5	+357.2	
Operating income (excluding income from SoftBank Vision Fund and Delta Fund)	912.4	1,050.2	+137.8	One-time gain of 176.3 as a result of Arm's China business becoming an associate with establishment of JV.
Operating income from SoftBank Vision Fund and Delta Fund	236.4	808.8	+572.4	<b>1</b> SoftBank Vision Fund: unrealized gain on valuation of investments of 693.2, realized gain on the sale of Flipkart shares of 146.7 (see page 14).
Operating income	1,148.8	1,859.0	+710.2	
Finance cost	-383.3	-479.4	-96.1	
Income on equity method investments	319.6	257.5	-62.1	Decrease in income on equity method investments in Alibaba (see page 17).
Foreign exchange gain (loss)	20.1	16.9	-3.2	
Derivative gain (loss)	-485.2	544.6	+1,029.8	Derivative gain on the collar transaction related to the monetization of Alibaba shares (FY17: -510.3, FY18: 365.9) (see page 18). Derivative gain in relation to collar transactions utilizing NVIDIA shares (FY17:10.5 FY18: 249.5) at SoftBank Vision Fund.
Gain (loss) from Financial Instruments at FVTPL	8.1	49.0	+40.9	Fair values of investments such as GM Cruise increased. *Investments including Uber and Grab have been transferred to SoftBank Vision Fund in FY18Q3. The difference between their fair values at FY17-end and their transfer values was recorded (see page 15-16).
Changes in third-party interests in SoftBank Vision Fund and Delta Fund	-108.2	-453.5	-345.3	(See page 14 and 23)
SoftBank Vision Fund	-106.5	-448.6	-342.1	
Delta Fund	-1.7	-4.9	-3.2	
Gain from remeasurement relating to discontinuing the use of the equity method	-	24.8	+24.8	Gain from remeasurement at fair value of retained interest in PT Tokopedia.
Other non-operating income (loss)	43.9	-9.1	-53.0	
Income before income tax	563.8	1,809.8	+1,246.0	
Income taxes	638.9	-235.4	,	<ul> <li>Use of loss carryforwards of a subsidiary against the gain on disposal of SoftBank shares reduced income taxes by 345.2.</li> <li>Reversal of temporary difference associated with an investment in SoftBank reduced income taxes by 60.3 (see page19).</li> </ul>
Net Income	1,202.7	1,574.5	+371.8	
Net income attributable to non-controlling interests	187.8	36.1	-151.7	
Net income attributable to owners of the parent	1,014.9	1,538.4	+523.5	

# **Consolidated B/S Summary (IFRSs) - 1**



1. Received proceeds of JPY 2.3 tn from the disposal of 33.50% of SoftBank shares.

Balance of investments from SoftBank Vision Fund of 6.0 tn, increased JPY 3.7 tn from FY17-end.
 11 investments totaling USD 11.3 bn, including Uber and Grab, were transferred from the Company; investment in DiDi has been agreed to be transferred at USD 6.8 bn. (Total: USD 18.1 bn)

B/S item		Main items	As of Mar 2018	As of Dec 2018	Change	Primary changes
ts ut			6,874.9	9,040.7	+2,165.8	
Current assets	Cash and	cash equivalents	3,334.7	5,304.4	+1,969.7	1 See Cash Flows on page 13 for details.
0.0	Other fina	ncial assets	519.4	611.5	+92.1	
			24,305.6	27,418.8	+3,113.2	
	Property,	plant and equipment	3,856.8	4,087.4	+230.6	
	Goodwill		4,302.6	4,232.3	-70.3	See page 25.
	Intangible	assets	6,784.6	6,887.8	+103.2	See page 25.
	Cost to ob	tain contracts	-	330.6	+330.6	Newly recorded due to the adoption of IFRS 15 (Sprint and SoftBank).
	Investmen the equity	ts accounted for using method	2,328.6	2,718.7	+390.1	Recognition of income on equity method investments of Alibaba. Arm China became an associate accounted for using the equity method from a subsidiary.
nt assets		ts from SoftBank Vision Delta Fund accounted FVTPL	2,827.8	6,508.4	+3,680.6	2 See page 22 for details.
Non-current assets		SoftBank Vision Fund	2,296.6	5,953.3	+3,656.7	<ul> <li>11 investments (Uber, Grab, etc.) were transferred at the total of USD11.3 bn from the Company. An investment in DiDi has been agreed to be transferred at USD 6.8 bn.</li> <li>Increase in fair value of Uber from the transfer price, and increase in fair values of OYO, WeWork, etc. Conversely, fair value of NVIDIA decreased with a fall in its share price.</li> </ul>
		Delta Fund	531.2	555.1	+23.9	
	Investment securities		2,660.1	990.7	-1,669.4	<ul> <li>Investments including Uber, Grab, and DiDi (carrying amounts totaling 1,827.1 at FY17-end) were transferred or agreed to be transferred and were reclassified to investments from SoftBank Vision Fund and Delta Fund accounted for using FVTPL.</li> <li>New investments in GM Cruise and others made by the Company's wholly owned subsidiary.</li> </ul>
	Deferred t	ax assets	647.5	484.0	-163.5	Decrease in Alibaba shares-related derivative financial liabilities.
	Т	otal assets	31,180.5	36,459.5	+5,279.0	

# Consolidated B/S Summary (IFRSs) - 2

SoftBank Group

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B/S item		As of Mar 2018	As of Dec 2018	Change	Primary changes
		6,728.8	8,547.2	+1,818.4	
	Short-term borrowings	957.6	468.3	-489.3	
	SBG	771.3	395.9	-375.4	
	Current portion of long-term borrowings	1,093.7	1,582.6	+488.9	ļ
00	SBG	214.7	301.7	+87.0	
E	SoftBank Vision Fund	313.1	629.3	+316.2	Borrowings using NVIDIA shares.
ō	Current portion of corporate bonds	590.3	924.7	+334.4	
a	SBG	399.8	699.1	+299.3	Transfer from non-current (+698.6), redemption of corporate bonds (-400.0).
	Sprint	190.4	225.7	+35.3	Transfer from non-current, redemption of corporate bonds.
Current liabilities	Current portion of financial liabilities relating to sale of shares by variable prepaid forward contract	-	727.8	+727.8	Transfer of financial liabilities relating to variable prepaid forward contract for Alibaba shares from non-current (see page 18).
0	Deposits for banking business	684.1	745.7	+61.6	The Japan Net Bank.
	Derivative financial liabilities	96.2	417.7	+321.5	Transfer of derivative liabilities relating to collar transaction in variable prepaid forward contract for Alibaba shares from non-current (see page 18).
	Income taxes payables	148.0	485.4	+337.4	Recorded taxes payable for the gain on disposal of SoftBank shares.
		18,178.6	18,625.9	+447.3	
	Long-term borrowings	5,121.6	5,227.2	+105.6	
	SBG	3,215.5	1,720.1	-1,495.4	JPY1.6 tn new senior loan borrowing by SoftBank. The proceeds financed
	SoftBank	217.5	1,687.9	+1,470.4	SBG to repay a portion of its senior loan before maturity.
60	Sprint	1,346.6	1,559.1	+212.5	
Ξ	Corporate bonds	7,234.0	6,778.5	-455.5	
-current liabilities	SBG	4,516.9	4,198.6	-318.3	<ul> <li>Foreign currency-denominated senior notes: early redemption (-343.9) and new issuance (+264.4).</li> <li>Domestic straight corporate bonds: new issuance (+444.8) and transfer to current (-698.6).</li> </ul>
e L	Sprint	2,612.2	2,450.0	-162.2	Transfer to current.
	Financial liabilities relating to sale of shares by variable prepaid forward contract	688.3	-	-688.3	
Non	Third-party interests in SoftBank Vision Fund and Delta Fund	1,804.0	3,792.0	+1,988.0	Changes mainly due to progress in capital calls and Funds' results (see page 23
	SoftBank Vision Fund	1,659.7	3,639.5	+1,979.8	
	Delta Fund	144.3	152.5	+8.2	
	Derivative financial liabilities	865.4	140.6	-724.8	
	Deferred tax liabilities	1,085.6	1,325.9	+240.3	
	Total liabilities	24,907.4	27,173.1	+2,265.7	

# Consolidated B/S Summary (IFRSs) - 3



(JPY bn)

- 1. Capital surplus: Recorded gain on disposal of SoftBank shares; Shareholders' equity increased JPY 1.2 tn
- 2. Ratio of equity attributable to owners of parent rose to 21.7% (+5.1 pp) following the increase in capital surplus

B/S item	Items	As of Mar 2018	As of Dec 2018	Change	Primary changes
		6,273.0	9,286.4	+3,013.4	
	Common stock	238.8	238.8	-	
	Capital surplus	256.8	1,445.1	+1,188.3	Recorded gain of JPY 1.2 tn (after considering tax) on the disposal of SoftBank shares as changes in controlling interests of a subsidiary.
	Other equity instruments *	496.9	496.9	-	
Equity	Retained earnings	3,940.3	5,714.8	+1,774.5	<ul> <li>Net income attributable to owners of parent: +1,538.4</li> <li>Cumulative impact of adopting the new standards was recognized as adjustments to the opening balance: +300.6 (IFRS 9: +52.5, IFRS 15: +248.1).</li> </ul>
	Treasury stock	-66.5	-62.1	+4.4	
	Accumulated other comprehensive income	318.0	79.0	-239.0	<ul> <li>Negative exchange differences on translating foreign operations (-148.0), mainly at Arm's (-202.4).</li> <li>Reclassification of available-for-sale financial assets of -57.8 (IFRS 9: -52.5, IFRS 15: -5.3) as the opening balance of retained earnings following the adoption of new standards.</li> </ul>
	Non-controlling interests	1,088.8	1,373.9	+285.1	Impacted by the disposal of SoftBank shares (+377.6).
	Ratio of equity attributable to owners of the parent (equity ratio)		21.7%	+5.1pp	2

\* USD-denominated undated subordinated notes issued in July 2017 by SBG, which were classified as equity instruments in accordance with IFRSs.

# **Consolidated C/F Summary (IFRSs)**

#### 1. Investing activities of SoftBank Vision Fund and Delta Fund: Acquisition of investments of JPY 1.1 tn, proceeds from sale of Flipkart shares of JPY 421.9 bn,

distribution/repayment to third-party investors of JPY 455.3 bn

#### 2. Received proceeds of JPY 2.3 tn on the partial disposal of SoftBank shares

C/F item	FY18 Q1-Q3	Main breakdown			
Cash flows from operating activities	911.2	1,636.0 -455.4 -404.0	Subtotal of cash flows from operating activities.         Interest paid (SBG: -128.6, Sprint: -240.2).         Income taxes paid.		
		-1,065.7	Purchase of property, plant and equipment, and intangible assets.		
Cash flows from	0 407 0	-531.9	Payments for acquisition of investments New investments were made, including an investment in GM Cruise made by the Company's wholly owned subsidiary.		
investing activities	-2,107.9	-1,143.0	Payments for acquisitions of investments by SoftBank Vision Fund and Delta Fund SoftBank Vision Fund made new investments.		
		421.9	Proceeds from sale of investments by SoftBank Vision Fund and Delta Fund SoftBank Vision Fund sold Flipkart shares.		
	3,113.8	5,455.8	Proceeds from interest-bearing debt SoftBank: senior loan (1,600.0) SBG: issuance of corporate bonds (722.7) Sprint: borrowings through securitization of receivables (716.3) SoftBank Vision Fund: crystallization of NVIDIA shares (401.5)		
Cash flows from financing activities		-5,732.3	Repayment of interest-bearing debt SBG: partial repayment of senior loan before maturity (-1,600.0) and redemption of corporate bonds at and before maturity (-757.6) Sprint: repayment of borrowings made by securitizing receivables and using spectrum holdings (-571.4) and redemption of corporate bonds (-197.8) SoftBank Vision Fund: repayment of borrowings (-301.1)		
		1,892.4	Contributions to SoftBank Vision Fund and Delta Fund from third-party investors		
		-455.3	Distribution/repayment from SoftBank Vision Fund and Delta Fund to third-party investors SoftBank Vision Fund: distributions (-255.0), repayment (-193.8) (see page 23).		
		2,350.3	Proceeds from the partial sales of shares of subsidiaries to non-controlling interests Proceeds from the partial disposal of SoftBank shares.		
		-229.5	Payments for purchase of subsidiaries' interests from non-controlling interests SoftBank acquired Yahoo Japan shares from Altaba through tender offer.		
Cash and cash equivalents opening balance	3,334.7				
Cash and cash equivalents	5,304.4				
closing balance			13		



(JPY bn)

# Income and Loss Arising from SoftBank Vision Fund and Delta Fund included in P/L

SoftBank

Income and loss arising from the SoftBank Vision Fund and Delta Fund included in income before income tax in P/L are calculated by aggregating income and loss arising from SoftBank Vision Fund and Delta Fund, income and loss arising from each general partner, SBIA, and two advisory companies which support SBIA in the US and Japan. All inter-company transactions are eliminated.

P/L		FY18 Q1-Q3	Items
Gain and loss on investments at SoftBank Vision Fund and Delta Fund	254.9	838.8	
SoftBank Vision Fund	254.9	838.7	
Realized gain/loss on selling of investments	-	146.7	From the sale of Flipkart shares in Aug 2018, calculated based on average foreign exchange rate during FY18Q2.
Unrealized gain/loss on valuation of investments	251.1	693.2	Increase in fair value of Uber from its transfer value from the Company; fair values of OYO and WeWork, etc. increased. Conversely, a fall in NVIDIA share price reduced valuation gains.
Interest and dividend income from investments	3.8	3.1	
Effect of foreign exchange translation	-	-4.3	Difference between average foreign exchange rate used for calculation of realized gain in FY18Q2 and the rate used for calculation of unrealized gain in FY18Q1.
Delta Fund	-	0.1	
Unrealized gain/loss on valuation of investments	-	0.1	
Operating expenses (including expenses not attributable to the Funds)	-18.4	-30.0	<ul> <li>Investment research and operating expenses arising from SBIA and other advisory companies.</li> <li>Incorporation expenses of entities that comprise SoftBank Vision Fund and Delta Fund.</li> </ul>
Operating income from SoftBank Vision Fund and Delta Fund	236.4	808.8	
Finance cost	-1.7	-18.9	Interest expense on borrowings.
Foreign exchange differences on translating	0	0.1	, , , , , , , , , , , , , , , , , , ,
Derivative gain and loss	10.5	249.4	Derivative gain mainly on borrowings made by SoftBank Vision Fund using NVIDIA shares.
Change in third-party interests in SoftBank Vision Fund and Delta Fund	-108.2	-453.5	Fluctuations due to the results of SoftBank Vision Fund and Delta Fund out of third-party interests in SoftBank Vision Fund and Delta Fund.
SoftBank Vision Fund		-448.6	
Delta Fund		-4.9	
Other non-operating income and loss		-0.9	
Income before income tax	134.7	584.9	

\* Current taxes of JPY 64.9 bn were recorded for the realized gain in Flipkart, which mainly operates businesses in India. The sale of Flipkart shares by SoftBank Vision Fund occurred within 24 months of purchasing the investment, and therefore was taxed at 43.68%, the Indian short-term capital gains tax rate.

\* There is no guarantee that historical trends will continue throughout the life of the Funds.





Vision Fund from the Company within the reporting period, and should not be construed as a recommendation of any particular investment or security.

### Income on Equity Method Investments Related to Alibaba



		Alibaba		SoftBank Group			
	US GAAP				IFRSs		
					(CNY mil)		(JPY bn)
	Net income attributable to Alibaba	Reconciliation to IFRSs	Net income	Ownership	Income on equity method investments	Exchange rate	Income on equity method investments
FY17Q1	10,647 (Jan - Mar)	-8,568 <sup>*1</sup>	2,079	Approx. 30%	619	JPY 15.96 / CNY	9.9
FY17Q2	14,683 (Apr – Jun)	7,407 <sup>*2</sup>	22,090	Approx. 30%	6,596	JPY 16.64 / CNY	109.7
FY17Q3	17,668 (Jul – Sep)	24,859 <sup>*3</sup>	42,527	Approx. 30%	12,521	JPY 17.06 / CNY	213.7
Total	42,998	23,698	66,696		19,736		333.3
FY18Q1	<b>7,669</b> (Jan - Mar)	-1,103 *4	6,566	Approx. 29%	1,930	JPY 16.97 / CNY	32.7
FY18Q2	8,720 (Apr – Jun)	9,755 <sup>*5</sup>	18,475	Approx. 29%	5,419	JPY 16.40 / CNY	88.9
FY18Q3	20,133 (Jul – Sep)	12,733 <sup>*6</sup>	32,866	Approx. 29%	9,556	JPY 16.31 / CNY	155.9
Total	36,522	21,385	57,907		16,905		277.5

\*1 (i) A loss was recognized as a result of change in fair value of the put option embedded in non-controlling interests of one of Alibaba's non-wholly owned subsidiaries. The put option is recorded as a financial liability under IFRSs. (ii) A negative adjustment was made for the gain on the sales of financial instruments at FVTPL held by Alibaba. A fair value gain on the said FVTPL instruments had been recorded in the period year under IFRSs.

- \*2 The changes in the fair value of financial assets at FVTPL (CNY +7,646 mil).
- \*3 This includes (i) a gain from remeasurement of the Company's equity interest in Cainiao Smart Logistics which became a subsidiary of Alibaba in October 2017, reported on a three-month time lag (CNY+22,400 mil), and (ii) the changes in fair value of financial assets at FVTPL (CNY +1,286 mil).
- \*4 The changes in fair value of financial assets at FVTPL (CNY -2,670 mil).
- \*5 Mainly from negative adjustment to expenses for compensation designed for Alibaba employees using Ant Financial shares. Under IFRSs, the expenses are not recognized. (CNY +11,477 mil)
- \*6 This includes (i) a gain from remeasurement of the Company's equity interest in Koubei which became a subsidiary of Alibaba in December 2018, recorded on a three-month time lag, (ii) loss on valuation of investments recognized in quarter ended Dec 2018 recorded on a three-month time lag and (iii) the changes in fair value of financial assets at FVTPL (CNY -3,652 mil).

Income on equity method investments	JPY	277.5 bn
Deferred tax expenses	JPY	-70.5 bn
Impact on net income	JPY	207.0 bn



# Accounting Treatment for SoftBank IPO and After-tax Cash Proceeds



#### Disposal : 33.50% After the listing, SoftBank Corp. remains a subsidiary of the Company (ownership ratio: 66.49%)



# Differences in Figures of Financial Results of the Company's SoftBank Segment and SoftBank



20

#### **2**Brand royalty payment **1**Application of new standards Paid to SBG by SoftBank for use of SoftBank Application of IFRS 9 and 15 brand FY17 Q1-Q3 FY18 Q1-Q3 FY17 Q1-Q3 FY18 Q1-Q3 Not recorded The Company's The Company's Previous standard New standard (eliminated as a transaction SoftBank Segment SoftBank Segment within the SoftBank segment) No transaction JPY 34.3 bn was Adjusted to SoftBank SoftBank New standard recorded as cost new standard

#### **③Depreciation and amortization for non-current assets at SoftBank** (formerly Vodafone)

#### SBG's consolidated financial statements



SoftBank's consolidated financial statements

# Appendix

### Investments of SoftBank Vision Fund and Delta Fund



			(USD bn)	
As of Dec	cember 31, 2018	Acquisition cost	Fair value	
Investments	SoftBank Vision Fund	45.5	55.3	
acquired	Delta Fund	5.0	5.0	
Investments agree from the Company	ed to be transferred v	6.0	6.6	
Total		56.5	66.9	
Excluding consoli	dated subsidiaries	-8.2	-8.2	*Arm
Total		48.3	58.7	

Exchange rate (JPY/USD) J			JPY111.00/USD	Recorded as
Amount	recorded	SoftBank Vision Fund	5,953.3	"Investments from SoftBank
on B/S (J	on B/S (JPY bn)	Delta Fund	555.1	Vision Fund and Delta Fund accounted for using FVTPL"
				on B/S

\* The above table presents the investments acquired by SoftBank Vision Fund and Delta Fund and the investments upon which the Company recognizes the decision of transfer is made.

- \* SoftBank Vision Fund made some investments through investment holding entities that are subsidiaries, but not wholly owned subsidiaries, of the Fund. Regardless of the ownership percentage of SoftBank Vision Fund, all investments made through the investment holding entities are calculated as investments made by SoftBank Vision Fund. Some of the subsidiaries of SoftBank Vision Fund have investors other than the Fund. Of the total fair values of investments by SoftBank Vision Fund at the end of the third quarter, USD 1.7 billion belongs to such third-party, unaffiliated investors of the Fund.
- \* Valuations reflect unrealized estimated amounts and should not be construed as indicative of actual or future performance. Such values do not reflect fees and expenses that would reduce the value of returns experienced by the Funds' investors. There is no guarantee that historical trends will continue throughout the life of the Funds.

# Third-party interests in SoftBank Vision Fund and Delta Fund SoftBank

#### (JPY bn)

(Reference) Links with the consolidated F/S

	Third-Party Interests in SoftBank Vision Fund and Delta Fund (Total of current liability and non- current liabilities)	P/L	C/F	
As of April 1, 2018	1,844.7			
Contributions from third-party investors	1,892.4	-	1,892.4	
Changes in third-party interests	453.5	-453.5	-	
Attributable to investors entitled to fixed distribution	66.7			
SoftBank Vision Fund	61.8			
Delta Fund	4.9			
Attributable to investors entitled to performance- based distribution	386.8			
SoftBank Vision Fund	386.8			
Distribution to third-party investors	-261.5	-	-261.5	
Fixed distributions	-85.3			
Performance-based distributions *1	-176.2			
Repayment to third-party investors	-193.8	-	-193.8	
SoftBank Vision Fund	-193.8			
Exchange differences on translating third-party interests <sup>*2</sup>	56.7	-	-	
As of December 31, 2018	3,792.0			

\*1. SBIA reserves the right to receive performance fees based on the results of investments. However, any performance fees arising during the investment period of the SoftBank Vision Fund (until November 20, 2022, in principle) for the crystallization of investments are temporarily withheld from SBIA and paid out to LPs according to the Limited Partnership Agreement. The performance fees due is deducted from the performance-based distribution to LPs at the end of the investment period and paid to SBIA. The performance-based distribution during the nine months ended December 31, 2018 includes the performance fees of JPY 48.0 bn temporarily paid to LPs.

\*2. Included in "exchange differences on translating foreign operations" in statement of comprehensive income.



## **Breakdown of Goodwill / Intangible Assets**



#### (JPY bn)

B/S			As of	As of		Change		
item		Main items	Mar 2018	Dec 2018	Amortization	Changes in exchange rate	Others	Outline
=	=		4,302.6	4,232.3				
dwi	Arm	I	2,851.4	2,690.9	-	-160.5	-	
Goodwill	Soft	Bank	907.5	907.5	-	-	-	
G	Spri	int	312.8	326.9	-	+14.1	-	
		licenses n-amortized)	3,960.6	4,153.5				
s		Sprint	3,960.6	4,153.5	-	+177.4	+15.5	Increase in "others" mainly related to FCC licenses acquired through exchange of spectrum with other carriers (non-cash transaction).
assets	Technologies		521.6	466.6				
	Main b/d	Arm	519.0	457.3	-33.7	-28.0	-	Amortized at straight-line method for 8-20 years.
ngik	Cus	tomer relationships	332.4	265.8				
intangible	Main	Sprint	116.8	72.9	-49.1	+5.2	-	Amortized at sum-of-the-months' digits method. Amortized for 8 years for postpaid.
n i	b/d	Arm	140.6	124.0	-9.1	-7.5	-	Amortized at straight-line method for 13 years.
Main	Trac	demarks	664.9	692.6				Excluding trademarks with finite useful lives.
	Main b/d	Sprint	630.6	658.8	-	+28.2	-	
	Man	agement contracts	115.3	99.5				
		Fortress	115.3	99.5	-21.1	+5.3	-	Amortized at straight-line method for 1.5-10 years.

\* The above are the amounts of goodwill recognized at the date of acquisition by the Company. They do not include goodwill recognized as a result of M&A executed by the relevant subsidiaries after their acquisition dates.

# Adoption of IFRS 9 and IFRS 15 -1



#### **IFRS 9** (Financial Instruments)

Primary changes in accounting treatment:

**Recognition of changes in fair values of investment securities** 

- Previous: Recognized as changes in Available-for-sale Financial Assets in Equity
- New: Recognized as Gain And Loss From Financial Instruments at FVTPL in P/L

 $^{\ast}\text{Classified}$  as financial assets at FVTPL in principle, while some takes FVTOCI option.

#### Method of retroactive adjustments:

Before FY18: Previous standard with no adjustments

FY18 and after: New standards

The cumulative impact following the adoption of the new standard is recognized as adjustments to the opening balance of Retained Earnings and Accumulated Other Comprehensive income.

#### Adjustments to the balance as of April 1, 2018:

Increase in Retained Earnings:	+ JPY 52.5 bn
Decrease in Accumulated Other Comprehensive Income:	- JPY 52.5 bn

### IFRS 15 (Revenue from Contracts with Customers)

#### Primary changes in accounting treatment:

- (1) Customer acquisition costs (SB/Sprint) are
- Previous: recognized as expenses when incurred
- New: capitalized as costs to obtain contracts and amortized
- (2) Performance fees (Fortress) are recognized
- Previous: when the amounts are confirmed
- New: when nonoccurrence of a significant reduction in the performance fees is deemed to be highly probable
- (3) Presentation of net sales and costs of sales: Changes in Brightstar/Yahoo Japan

#### Method of retroactive adjustments :

Before FY18:	Previous standard with no adjustments
FY18 and after:	New standards

The cumulative impact following the adoption of the new standard is recognized as adjustments to the opening balance of Retained Earnings and Accumulated Other Comprehensive income.

#### Adjustments to the balance as of April 1, 2018:

Capitalization of costs to obtain contracts :	+ JPY 304.8 bn
Increase in Retained Earnings:	+ JPY 248.1 bn

%See "Effect of adopting new standards and interpretations" in FY18Q3 consolidated financial report page 50 for details.

FVTOCI option: making an irrevocable election that would otherwise be measured at fair value through profit or loss to present subsequent changes in fair value in other comprehensive income.



# SoftBank Segment



\*Subsidiaries transferred in Apr. 2018 are included in FY17Q3 results.



\*Net income: Net income attributable to owners of the Company (applies to all pages following) Definition: "The Company" refers to SoftBank Corp. in this material

## Revenue

- Revenue grew in all segments: up JPY +129.7 bn YoY (+4.9%)
- Consumer segment: up JPY +67.0 bn YoY due to an increase in Broadband (JPY +34.6 bn) and Mobile (JPY +26.4 bn)



# **Operating Income/Adjusted EBITDA**



- Adjusted EBITDA increased by JPY +75.4 bn YoY (+8.3%)
- Operating income grew in all segments by JPY +99.3 bn YoY (+18.5%), with Consumer contributing by JPY +54.3 bn (+11.0%)



# **Net Income (YoY Comparison)**

# SoftBank

- Net income increased by JPY+62.3 bn YoY due to strong growth in operating income of +99.3 bn
- Financing costs: Interest paid increased due to an increase in borrowings (a)
- Share of losses of associates accounted for using the equity method: losses increased mainly due to PayPay's "10 Billion Yen Campaign" (b)



## **CAPEX/Adjusted Free Cash Flow**

- No changes in full-year CAPEX forecast. CAPEX for FY18Q3 cumulative was JPY 244.5 bn, after our efforts to expand LTE service areas and improve network quality
- Adjusted FCF grew steadily towards full-year forecast of JPY 500.0 bn or more (not including acquisition of Yahoo Japan Corporation shares)





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\*1: CAPEX: Acceptance basis. Excludes capex for rental mobile phones.

\*2: Depreciation: Includes disposal. Excludes depreciation for rental mobile phones

\*3: Adjusted free cash flow = free cash flow ± total cash flows relating to non-recurring transactions with SoftBank Group Corp. + (proceeds from the securitization of installment sales receivables – repayments thereof)



\*: Former handy Japan Holdings


## Achieving Both Growth and Shareholder Returns





SoftBank

# Finance

Definitions for the Finance section

- SBKK: SoftBank Corp.

- Net Debt : Net interest-bearing debt



### **Enterprise Value of SoftBank Group**

### **SoftBank Cluster of No. 1 Strategy** Group **SBG = Strategic Investment Holding Company** No.1 No.1 No.1 No.1 No.1 $SoftBank_{\rm Group}$ No.1 No.1 No.1 **No**.1

#### **SBG = Strategic Investment Holding Company**



#### Operating Company

- Consolidated financial indicators
- Net debt leverage
- EBITDA and FCF
- DCF and Multiples

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**SBG = Strategic Investment Holding Company** 



Shift to enterprise valuation based on SBG standalone financial indicators and equity value of holdings

#### Operating Company

- Consolidated financial indicators
- Net debt leverage
- EBITDA and FCF
- DCF and Multiples

Investment Holding Company (SBG)

- SBG standalone financial indicators
  LTV
- Dividend income
- Sum of the Parts



\*1 Financial debt relating to variable repaid forward contract for the sale of Alibaba shares

\*2 The presented figures exclude deposits for banking business at The Japan Net Bank.

\*3 After considering cash reimbursement by transfer of investment from SBG and Delta Fund to SoftBank Vision Fund and expected tax payment for proceeds of SBKK IPO.





#### **SoftBank Shareholder Value** Group (JPY) **SoftBank** Net debt Group JPY 4tn Equity value of holdings arm YAHOO! Sprint 🎾 **SVF** SoftBank KK Others JPY 25tn 12.1tn<sup>\*2</sup> 4.3tn 2.7tn\*3 2.7tn\*4 2.7tn 0.3tn 0.6tn Shareholder value JPY 21tn

\*1 Share prices: (Japan) closing price as of February 5, 2019, and (US) closing price of February 4, 2019 (US). Forex rate: USD 1 = 109.88

\*2 Alibaba: calculated by multiplying the number of Alibaba shares held by SBG (excluding those pledge for Mandatory Exchangeable Trust Securities) by the share price of Alibaba \*3 Sprint: calculated by multiplying the share price of T-Mobile US, Inc. by the exchange ratio: 0.10256 on the premise of a future merger

\*4 SVF: calculated by the sum of (a) and (b) as follows: (a) SVF: Value equivalent to SBG's portion of SVF's holding value + Performance Fee accrued and payable to SBG, etc. (b) Transfer Assets to SVF from SBG and Delta Fund: Value of unlisted shares, which are currently held by SBG or Delta Fund and planning to be transferred to SVF after January

2019, is calculated by the estimated value equivalent to SBG's portion of SVF's future holding value at completion of the respective transfer



Credit assessment methodology now focused on LTV as a result of SBKK IPO

Methodology Change by Rating Agencies

S&P

Adjusted Consolidated Net Debt / EBITDA Ratio

Moody's

Adjusted Consolidated Gross Debt / EBITDA Ratio

LTV (Standalone) Interest coverage

LTV (Standalone)

SoftBank

\* JCR has applied various valuation methods.



### **Finance Strategy**







\* After considering undrawn portion of commitment line, cash from transfer of investment to SVF and expected tax payment for proceeds from SBKK IPO

#### **Interest Expense**



#### Manage interest expense on standalone basis



\*2 Average interest rate on standalone basis is a weighted average of interest rates of principals of outstanding debt at SBG and Skywalk Finance GK as of December 28, 2018. The contracted exchange rate is used for those swap contract is applicable.







#### Balanced allocation between returns to our stakeholders and growth investment

Use of Proceeds from SBKK IPO



**Improve Financial Position (Debt Repayment)** 



### Repaid approx. JPY 700bn of debt





#### Shareholder Return (Share Repurchase)



#### Shareholder return from SBKK IPO proceeds

#### JPY 600 billion (maximum)

(6.5%\* of the total number of shares issued (excluding treasury stock))

Repurchase Period

Repurchase

Amount

**Total** 

February 7, 2019 to January 31, 2020

\* Calculated based on the closing SBG share price as of February 5, 2019



### **Equity Value of Holdings**

#### Equity value of holdings



#### Market value of shareholdings amounted to JPY 25tn



\* Investment asset value:

- Share price and forex rate are as of the following dates: April 27, 2018 (for FY17Q4), August 3, 2018 (for FY18Q1), November 1, 2018 (for FY18Q2), February 5, 2019 (for FY18Q3)

- Alibaba: calculated by multiplying the number of Alibaba shares held by SBG (excluding those pledge for Mandatory Exchangeable Trust Securities) by the share price of Alibaba

- Sprint: FY18Q3 equity value of holding calculated by multiplying the share price of T-Mobile US, Inc. by the exchange ratio: 0.10256 on the premise of a future merger

- SVF: calculated by the sum of (a) and (b) as follows: (a) SVF: Value equivalent to SBG's portion of SVF's holding value + Performance Fee accrued and payable to SBG, etc. (b) Transfer Assets to SVF from SBG and Delta Fund: Value of assets, which are currently held by SBG or Delta Fund and planning to be transferred to SVF after January

2019, is calculated by the estimated value equivalent to SBG's portion of SVF's future holding value at completion of the respective transfer

#### **SVF: Capital Commitment**



<Capital Commitment (as of end of Dec. 2018)> Numbers in brackets represent amounts contributed Closed on October 19, 2018 and November 29, 2018. (Amounted to USD 97.0bn after accepting USD 5.3bn)



\*2 The amount includes \$5 bn planned to be used in an incentive scheme related to the SoftBank Vision Fund and approximately \$8.2 bn of obligation to be satisfied by using 24.99% of Arm Limited shares

\*3 \$1.6bn out of \$31.5bn contributed by third-party LP, and \$0.9bn out of \$16.2bn contributed by SBG are investment principals which had been returned at an exit of investments.



#### **SVF: Investment Portfolio**





#### **SBKK Shares**





\* Source: Bloomberg and public documents from each company

As of February 1, 2019	
Market cap.	JPY 6.3tn
Ownership by SBG Group	66.5%
Market cap. of SBG Group-owned shares	JPY 4.2tn
Consolidation status	Consolidated subsidiary
PER (FY18 company earnings forecast-basis)	15.1x
Dividend payout ratio	85%
Dividend yield	5.66%
Net debt leverage	2.4x

- Executing Multi-brand Strategy
- Executing Beyond Carrier Strategy
- Leveraging telecom business base to pursue synergies with SoftBank Group companies
- · High dividend payout based on stable FCF
- Anticipate stable share price as a telecom sector company
- · Potential use in asset-back finance

#### **Alibaba Shares**





\*1 Source: Bloomberg and public documents from each company \*2 Excludes shares pledge for Mandatory Exchangeable Trust Securities

As of February 1, 2019	
Market cap.	JPY 48.3tn \$435.4bn
Ownership by SBG Group	25.5%* <sup>2</sup>
Market cap. of SBG Group-owned shares	JPY 12.3tn \$111.0bn
Consolidation status	Equity method associate
PER (Last 12 months)	36.7x
PER (FY18 market consensus basis)	32.2x

- Expansion of commerce retail business through taking offline marketing online and strengthening consumer touchpoints
- Cloud business maintaining its steady growth
- Large market cap and exceptionally high liquidity
- · Continued use in asset-back finance

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#### **Sprint Shares**





\* Source: Bloomberg and public documents from each company

As of February 1, 2019	
Market cap.	JPY 2.8tn \$25.4bn
Ownership by SBG Group	84.5%
Market cap. of SBG Group-owned shares	JPY 2.4tn \$21.4bn
Consolidation status	Consolidated subsidiary
PER (Last 12 months)	15.1x

- Continuing to monitor the progress of the merger with T-Mobile
- The combined company will have a customer base rivaling AT&T and Verizon, and have the ability to quickly deploy a high-density 5G network with wider coverage
- Potential use in asset-back finance

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#### Yahoo Japan Shares





As of February 1, 2019		
Market cap.	JPY 1.5tn	
Ownership by SBG Group	35.6%* <sup>2</sup>	
Market cap. of SBG Group-owned shares	JPY 0.5tn	
Consolidation status	Consolidated subsidiary	
PER (Last 12 months)	16.3x	
PER (FY18 market consensus basis)	15.7x	

- Aiming to become No.1 domestically in three areas:
  - 1. E-commerce transaction value
  - 2. Internet advertisement revenue
  - 3. Mobile payment transaction value
- Accelerating growth through business synergies with SBKK
- Continued use in asset-back finance

#### Further diversification ahead as investments proceed



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**Track Record of Successful Divestments** 

JPY 4.4tn of divestment through agile monetization of assets in the last 3 years



SoftBank



### **Financial Position**

#### Main Activities in FY2018



	Event	Amount	Timing
Re	structuring of foreign currency-dominated notes		
	Consent solicitation and exchange offer for 2015 USD and EUR-denominated senior notes		Apr 2018
	Early redemption of 2013 USD and EUR-denominated senior notes	Approx. JPY 350.0 bn <sup>*1</sup>	May 2018
Issuance of USD and EUR-denominated senior for early redemption of 2013 Notes	Issuance of USD and EUR-denominated senior notes for early redemption of 2013 Notes	Approx. JPY 270.0 bn <sup>*1</sup>	Apr 2018
Issuance of domestic unsecured straight bonds (Rollover for JPY 400.0 bn of #43 Bond; not guaranteed by subsidiaries)		Jun 2018	
1	New senior loan agreement by SBKK and partial repayment of senior loan before JPY 1.6 tn each maturity by SBG		Aug 2018
Re	Release of guarantee by SBKK to SBG debts -		Nov 2018
Lis	Listing of SBKK shares on Tokyo Stock Exchange Proceeds from the disposal JPY 2.35 tn		Dec 2018
Buyback of a portion of USD and EUR-denominated senior notes		JPY 111.4bn (USD 1.0 bn)	Jan 2019

\*1 Exchange rate on each press release is applied.

#### **SBG Standalone Interest-bearing Debt**



#### **Significant reduction**

(JPY bn)



Oct - Dec	Short-term borrowing repayment (	IPV (50hn)
Oci - Dec	<b>U I J I J</b>	,
	Other borrowings repayment (JPY	200bn)
Reference		
Jan	Partial margin loan repayment (\$4	.37bn)
	Buyback of foreign currency-denomi	nated notes (\$1.0bn)
То	otal repayment since the end of	Sep: Over JPY 1tn
Borrowings		(JPY br
В	ank loan	1,177.
C	Others	198.
5	Sub-total	1,376.
Bond and C	P	
C	omestic senior bond	2,157.
C	omestic sub/hybrid bond	1,306.
F	oreign currency bond	1,434.
C	P	92.
S	Sub-total	4,989.0
Subsidiarie	s' debt	
N	largin loan	1,041.
C	Others	4.
S	ub-total	1,046.
	Total	7,411.

s to third-parties. All senior debts are pari passu.

#### **SBG Standalone Cash Position**



### Secured abundant cash from SBKK IPO. Executed loan repayments and saw progress in transfer of investments to SVF



\*1 Cash position = cash and cash equivalents + short-term investments recorded as current assets \*2 FX rate as of Feb 5, 2019 (USD1=JPY109.88)
### **SBG Standalone Net Interest-bearing Debt**





\*1 The difference between SBG net Interest-bearing debt of JPY 3.63tn used in LTV calculation (see p.79) is due to proceeds from the sale of Supercell and hybrid loan/bond adjustments totaling JPY 45.4bn.

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### **LTV** Trend



### Significant improvement due to SBKK IPO



\*1 For calculation of FY18Q3 LTV, refer to p.79

\*2 FY17Q4 – FY18Q2 net interest-bearing debt is calculated by subtracting financial liabilities relating to interest-bearing debt at 1) SoftBank Corp. segment, 2) Sprint segment, 3) Yahoo Japan segment, 4) Arm segment, and 5) SoftBank Vision Fund and Delta Fund from consolidated net interest-bearing debt. After considering transfer of investment to SVF.



\*1 Amounts as of the end of January 2019

\*2 Prepared on the assumption that hybrid bonds are redeemed on the dates of the first calls

\*3 The contracted exchange rate is used for those swap contract is applicable. USD 1 = JPY 111.00 is used elsewhere

\*4 Excluding bonds bought back and held in treasury

### **SBG Credit Rating Trend**





\*Calendar year

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### **FY2018 Finance Strategy**



Our Aim	<ul> <li>Pursue optimal leverage as a strategic holding company</li> <li>Well-protected financial management to be invulnerable for any environmental change</li> </ul>		
Safety design (Stock)	<ul> <li>Leverage index: Manage LTV lower than around 35%</li> <li>Cash position: Maintain a liquidity level that covers redemptions for at least the coming 2 years</li> </ul>		
Safety design (Flow)	<ul> <li>Secure a continuous flow of dividend income</li> <li>Focus on the balance among recovery of investments, new investments, and debt repayments</li> <li>Proactively utilize non-recourse, asset-backed finance</li> </ul>		
Relationship with stakeholders	<ul> <li>Increase transparency of investment asset value with enhanced disclosure on SoftBank Vision Fund</li> <li>Share SBG's finance strategy as strategic investment holding company</li> <li>Prioritize credit rating to secure financing optionality</li> </ul>		

### Maintain various options for servicing debts

## Appendix

### **LTV Calculation**

#### (L) SBG Net Interest-bearing debt

### (V) SBG Equity Value of Holdings

(L)=(c)-(d) SBG Net Interest-bearing debt	3.63
Other non-recourse net debt	+0.13
Financial debt relating to variable repaid forward contract	+0.73
Net debt of SoftBank Vision Fund <sup>*4</sup>	+0.19
Net debt of Arm segment (net cash)	-0.16
Net debt of Yahoo Japan segment (net cash)	-0.04
Net debt of Sprint segment	+3.67
Net debt of SoftBank segment	+3.01
Breakdown	
d) Non-recourse net debt to SBG	7.52
c)=(a)-(b) Adjusted consolidated net interest-bearing debt	11.14
Expected tax payment for proceeds from SBKK IPO	-0.35
Cash reimbursement by transfer of investment to SVF <sup>*4</sup>	+1.08
Expected proceeds from sale of Supercell Oy	+0.02
Consolidated cash position	+5.13
Breakdown	
b) Adjusted consolidated cash position	5.89
Adjustment on hybrid bonds and hybrid loan <sup>*3</sup>	-0.02
Breakdown Consolidated interest-bearing debt <sup>*1*2</sup>	17.05

JPY	3.63	tn	

JPY 25.38 tn

			(JPY tn)
lidated interest-bearing debt <sup>*1*2</sup>	17.03	(e) Major listed shares <sup>*5</sup>	19.72
		Breakdown	
est-bearing debt <sup>*1*2</sup>	17.05	Alibaba <sup>*6</sup>	12.11
orid bonds and hybrid loan <sup>*3</sup>	-0.02	SBKK	4.33
lidated cash position	5.89		
		Sprint <sup>*7</sup>	2.69
sh position	+5.13	Yahoo Japan	0.59
ls from sale of Supercell Oy	+0.02	(f) Arm shares(75% held by SBG)	2.70
ent by transfer of investment to SVF*4	+1.08	(g) Investment assets under SoftBank Vision Fund and Delta Fund <sup>*8</sup>	2.70
nent for proceeds from SBKK IPO	-0.35	(h) Other shares <sup>*9</sup>	0.27
l consolidated net interest-bearing debt	11.14		
C C		(V)=(e)~(j) SBG Equity Value of Holdings	25.38

14.3%

SoftBank

\*1 The presented net interest-bearing debt excludes deposits for banking business at The Japan Net Bank. \*2 The presented net interest-bearing only includes debts to third-parties

\*3 For hybrid bonds issued in Jul. 2017, 50% of outstanding amount, which is recorded as equity in consolidated B/S, is treated as debt. For hybrid bonds issued in Sep. 2016 and hybrid loan executed in Nov. 2017, 50% of outstanding amount is excluded from debt.

\*4 Of the JPY 1.93th cash reimbursement for investment transfer to SVF, cash reimbursement for Uber of JPY 842.4bh (\$7.7bn) was received from SVF cash position, since Uber had already transferred to SVF in January after a capital call by December.

\*5 Market value as of Feb 5, 2019 ((Japan) closing price as of February 5, 2019, (US) closing price as of February 4, 2019). FX rate as of Feb 5, 2019 (USD 1 = JPY 109.88)

\*6 Alibaba: calculated by multiplying the number of Alibaba shares held by SBG (excluding those pledge for Mandatory Exchangeable Trust Securities) by the share price of Alibaba

\*7 Sprint: calculated by multiplying the share price of T-Mobile US, Inc. by the exchange ratio: 0.10256 on the premise of a future merger

\*8 SVF: calculated by the sum of (a) and (b) as follows: (a) SVF: Value equivalent to SBG's portion of SVF's holding value + Performance Fee accrued and payable to SBG, etc. (b) Transfer Assets to SVF from SBG and Delta Fund: Value of unlisted shares, which are currently held by SBG or Delta Fund and planning to be transferred to SVF after January 2019, is calculated by the estimated value equivalent to SBG's portion of SVF's future holding value at completion of the respective transfer

\*9 Calculated mostly based on the fair value of SBG's unlisted holdings



\* The presented net interest-bearing debt only includes debts to third-parties.

\* The presented interest-bearing debt excludes deposits for banking business at The Japan Net Bank.

80

### **Consolidated Cash Position**



81

Maintain high level of cash position by SBKK IPO. Repaid some loans. Transfer of investments to SVF made progress.



\*2 After considering transfer of investments to SVF and expected tax payment for SBKK IPO (JPY 345.2bn). Of the JPY 1.93th cash reimbursement for investment transfer to SVF, cash reimbursement for Uber of JPY 842.4bn (\$7.7bn) was received from SVF cash position, since Uber had already transferred to SVF in January after a capital call by December.



\*1 The presented net interest-bearing debt excludes net interesting-bearing debt (deposits for banking business – cash position) at The Japan Net Bank.

\*2 Numbers in minus represents net cash

\*3 After considering transfer of investments to SVF and expected tax payment for SBKK IPO (JPY 345.2bn). Of the JPY 1.93tn cash reimbursement for investment transfer to SVF, cash reimbursement for Uber of JPY 842.4bn (\$7.7bn) was received from SVF cash position, since Uber had already transferred to SVF in January after a capital call by December.



### SBG: Price and Spread of Foreign Currency Notes SoftBank

**Price (USD denominated notes)** 



### Spread (USD denominated notes)



\* Maturity years for on Hybrid notes refer to years for the first calls.

# SoftBank Vision Fund / Delta Fund Segment

### SoftBank Vision Fund & Delta Fund Update

Navneet Govil

Managing Partner & Chief Financial Officer, SoftBank Investment Advisers

7<sup>th</sup> February 2019

#### IMPORTANT INFORMATION

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References to any specific investments of the Funds are presented to illustrate the Manager's investment process and operating philosophy only and should not be construed as a recommendation of any particular investment or security. The investment performance of individual investments in the Funds may vary and the performance of the selected transactions is not necessarily indicative of the performance of all of the applicable prior investments. The specific investments identified and described herein do not represent all of the investments made by the Manager, and no assumption should be made that investments identified and discussed herein were or will be profitable.

Statements contained in this Presentation (including those relating to current and future market conditions and trends in respect thereof) that are not historical facts are based on current expectations, estimates, projections, opinions and/or beliefs of the Manager. Such statements involve known and unknown risks, uncertainties and other factors, and undue reliance should not be placed thereon. In addition, no representation or warranty is made with respect to the reasonableness of any estimates, forecasts, illustrations, prospects or returns, which should be regarded as illustrative only, or that any profits erelized. Certain information contained herein constitutes "forward-looking statements," which can be identified by the use of terms such as "may", "will", "should", "expect", "project", "estimate", "intend", "continue", "target" or "believe" (or the negatives thereof) or other variations thereon or comparable terminology. Due to various risks and uncertainties, actual events or results or actual performance of the Funds (or any other entity referred to herein) may differ materially from those reflected or contemplated in such forward-looking statements. As a result, investors should not rely on such forward-looking statements in making their investment decisions. No representation or warranty is made as to future performance or such forward-looking statements. None of the information contained herein has been filed with the U.S. Securities and Exchange Commission, any securities administrator under any securities laws of any U.S. or non-U.S. jurisdiction or any other U.S. or non-U.S. governmental or self-regulatory authority will pass on the merits of the offering of interests in the Funds or the adequacy of the information contained herein. Any representation to the contrary is unlawful.

Past performance is not necessarily indicative of future results. Investors may lose investment capital. There can be no assurance that the Funds will achieve comparable results or the Funds will be able to implement their investment strategy or achieve their investment objectives.

Information throughout this Presentation is based on unrealized valuations of portfolio investments. Valuations of unrealized investments are based on assumptions and factors (including, for example, as of the date of the valuation, average multiples of comparable companies, and other considerations) that the Manager believes are reasonable under the circumstances relating to each particular investment. However, there can be no assurance that unrealized investments will be realized at the valuations indicated herein or used to calculate the returns contained herein, and transaction costs connected with such realizations remain unknown and, therefore, are not factored into such calculations. Estimates of unrealized value are subject to numerous variables that change over time. The actual realized returns on a Fund's unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions and circumstances on which the Manager's valuations are based. Unless otherwise indicated herein, all valuations presented herein are current as of December 31, 2018. The actual realized return on these unrealized investments may differ materially from the performance information indicated herein. No assumption should be made that investments identified and discussed herein or will be profitable, or that investments made in the future will be comparable in quality or performance to the investments described therein. The actual return realized by any investor in the Funds may differ materially from those reflected or contemplated in the data presented in this Presentation.

To the extent presented herein, information relating to industry sectors and sizes has been determined by the Manager based on internal research and data. Although the Manager believes that such determinations are reasonable, they are inherently subjective in nature. Other market participants may make different determinations relating to sector characterization and size based on the same underlying data. Certain information contained in this Presentation has been obtained from published and non-published sources prepared by other parties, which in certain cases have not been updated through the date hereof. While such information is believed to be reliable for the purposes of this Presentation, none of the Funds, the Manager, SoftBank, or their respective affiliates assumes any responsibility for the accuracy or completeness of such information and such information has not been independently verified. Except where otherwise indicated herein, the information provided in this Presentation is based on matters as they exist as of the date of preparation of this Presentation, references to "\$" or "US\$" shall be to the lawful currency of the United States.

No assumption should be made that investments identified and discussed herein were or will be profitable, or that investments made in the future will be comparable in quality or performance to the investments described therein. The actual return realized by any investor in the Funds may differ materially from those reflected or contemplated in the data presented in this Presentation.

EACH RECIPIENT ACKNOWLEDGES AND AGREES THAT IT IS RECEIVING THIS PRESENTATION ONLY FOR THE PURPOSES STATED ABOVE AND SUBJECT TO ALL APPLICABLE CONFIDENTIALITY OBLIGATIONS AS WELL AS THE UNITED STATES SECURITIES LAWS PROHIBITING ANY PERSON WHO HAS RECEIVED MATERIAL, NON-PUBLIC INFORMATION FROM PURCHASING OR SELLING SECURITIES OF THE APPLICABLE ISSUER OR FROM COMMUNICATING SUCH INFORMATION TO ANY OTHER PERSON UNDER CIRCUMSTANCES IN WHICH IT IS REASONABLY FORESEEABLE THAT SUCH PERSON IS LIKELY TO PURCHASE OR SELL SUCH SECURITIES.



## Topics

1. Progress & Highlights

2. Performance & Impact on SoftBank Group

3. In Focus: Valuation Governance and Process

Throughout this presentation, a commitment of \$5.0B made by the incentive scheme for SoftBank Vision Fund and its associated paid-in capital and NAV in the Vision Fund have been excluded from the calculation of SBG Commitments, SBG Paid-In Capital, SBG Total Value, Contribution to SBG, Profit Net of Third Party Interests, and Contribution to SBG, Realized and Unrealized Value. SBG discloses the said interest as part of its own in the earnings release.

## Progress & Highlights



### Our Investing Thesis

We evaluate investment opportunities by examining them from three angles:

#### The Market Opportunity

A global market and the opportunity for a new leader to emerge

#### **The Business**

Next generation technology platforms leveraging data and Al

Growth-stage with a rapidly scalable model

Disruption of an inefficient industry (or creation of a new category entirely)

Aligned with our category theses

#### The Founder(s)

Ambitious founders with a clear vision and a deep understanding of their customer

There can be no assurance that SBIA will be able to implement its investment strategy and investment approach or achieve its investment objectives.



### Our Investing Thesis

Our investments are concentrated in global categories poised for disruption or net new markets that have the potential to transform the way we live. Our category focus evolves as new trends emerge.

Consumer	Enterprise	Fintech	Frontier Tech
GROUP BRANDLESS		Kabbage Payim	
Fanatics OYO	mapbox      osisoft.		lioht 💿 nvidia.
tokopedia 🛛 🖸 🛄 🦉	ubality \$	DRELUNNEL I	Ретиим
Health Tech	Media	Real Estate	Transportation + Logistics
GUARDANT HEALTH	non-public	『※ CØMPASS KATERRA	G GROFERS Uber 🔽 Di Di
➡ HealthKonnect 100 PINGAN GOOD DOCTOR	R	view wework	M nauto Alliance GTTZ Full Truck Alliance
	n	Opendoor	DOORDASH Grab

Investments included herein have been funded by the Vision Fund or Delta Fund as of December 31, 2018. The investments presented herein are solely for illustrative purposes, have been selected in order to demonstrate examples of Fund investments by sector, and do not purport to be a complete list thereof. References to individual investment should not be construed as a recommendation of any specific investment or security. As of the date hereof, the Vision Fund has sold its entire interest in Flipkart.



### SVF & Delta Fund Closings

As of December 31, 2018



## Performance & Impact

### SoftBank Vision Fund & Delta Fund: Snapshot

As of December 31, 2018



#### Footnotes:

- 1. Including investment in Flipkart which was exited in August 2018. Investment gains are before tax and expenses and include unrealized and realized gains from investments and their related hedges.
- 2. SBG Total Value reflects SBG's Limited Partner and General Partner interests in the Funds.

Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund. For information pertaining to each fund, please refer to the Appendix. Fund highlights are provided solely for illustrative purposes and individual investors' results may vary. Past performance is not necessarily indicative of future results. Investment gains and Total Value include valuation uplifts that reflect unrealized estimated amounts and do not take into account fees or expenses at the time of exit, and should not be construed as indicative of actual or future performance.

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### Growth of Our Portfolio



Footnotes:

- 1. Acquisition Cost and Number of Investments are cumulative from Fund Inception to the period end indicated.
- 2. Includes investments acquired by the Vision Fund and Delta Fund on an aggregated basis as of the respective date. For the purpose of this presentation, a joint venture with an existing portfolio company is not considered a separate investment. At March 31 and December 31, 2018, the Delta Fund had made one investment.

Past performance is not indicative of future results. There can be no assurances that historical trends will continue throughout the life of the Vision Fund or Delta Fund.

3. SBG's fiscal year end is March 31.

Portfolio Composition By Sector



Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund and does not include Flipkart which was exited in August 2018. For information pertaining to the Vision Fund, please refer to the Appendix. The Delta Fund's sole investment at December 31. 2018 was DiDi - a Transportation + Logistics company based in Asia. Information is provided solely for illustrative purposes and there can be no assurance that future investments will be made in sectors similar to those set forth herein. Sector concentration is calculated as a percentage of total portfolio Fair Value as of December 31, 2018. Fair Value reflects unrealized estimated amounts, and do not take into account fees or expenses, and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors. future operating results, the value of the assets and market conditions at the time of disposition. related anv transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.

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Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund and does not includes Flipkart which was exited in August 2018. For information pertaining to the Vision Fund, please refer to the Appendix. The Delta Fund's sole investment at December 31, 2018 was DiDi – a Transportation + Logistics company based in Asia. Geographic concentration is calculated as a percentage of total portfolio Fair Value as of December 31, 2018. Fair Value reflects unrealized estimated amounts and should not be construed as indicative of actual or future performance.



### Distribution Waterfall

Three categories of return of net proceeds



### Return of Contributions

Net proceeds from investments are first used to return investors' contributions

### Provide Preferred Return

A required hurdle return on investors' capital is distributed before the Investment Manager can receive Performance Fee



### Allocation of Remaining Gains

Pay Performance Fee to Investment Manager: a percentage of gains above hurdle return

Pay remaining gains after Performance Fee to Class A Investors (Equity Investors)

Capital Preservation

Hurdle Return

Sharing Gains

### **Distribution Waterfall**

Net Proceeds from investments and the Funds' Net Asset Value (NAV) are allocated to Limited Partners and General Partner/Manager in the following order, also called the Fund's "waterfall"



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### Management and Performance Fees

In its capacity as the Investment Manager of the Funds, SBIA UK, a wholly owned subsidiary of SBG is compensated for its service through Management Fee and Performance Fee



### Management Fees

Ongoing quarterly fee for managing the Funds' investments

- Percentage of Invested Equity Capital
- Size of fee is tied to the growth of the investment portfolio



Payable on the profitability of the Funds' investments

- Payable after the Funds have achieved their goal of capital preservation and generating a hurdle return to investors
- Size of fee is tied to the Funds' profitability

### Contribution to SBG, Profit Net of Third Party Interests

Amounts in USD Billions

	Eleven-month Period from Fund Inception to March 31, 2018 <sup>3</sup>	Nine-month Period Ended December 31, 2018
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests <sup>2</sup>	SVF & Delta	SVF & Delta
Fund Net Profit <sup>1</sup>	\$2.08	\$6.43
Less: change in 3 <sup>rd</sup> party interests in funds	-0.74	-4.77
SBG LP Income: Share of Fund Net Profit	\$1.34	\$1.66
SBG GP Income: Management Fees & Performance Fees <sup>4</sup>	0.61	1.54
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests	\$1.95	\$3.20

Footnotes:

- 1. Fund Net Profit includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated amounts, does not take into account fees or expenses, and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.
- 2. Contribution to SBG, Net of 3rd Party Interests reflects income from SBG's limited partner and General Partner interests.
- 3. SBG's fiscal year end is March 31.
- 4. Performance Fees earned by SBG were unrealized and not yet paid as of December 31, 2018.

Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund. For information pertaining to each fund, please refer to the Appendix. Past performance is not necessarily indicative of future results. Individual investors' results may vary and such information is provided solely for illustrative purposes.

### Contribution to SBG, Realized and Unrealized Value

As of December 31, 2018



Footnotes:

- 1. Net Asset Value includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.
- 2. Total Value reflects SBG's Limited Partner and General Partner interests in the Funds.
- 3. GP/Manager Accrued Performance Fee reflects total Performance Fees earned by the GP/Manager from Fund Inception to December 31, 2018. Accrued Performance Fee is unrealized and not yet paid as of December 31, 2018.

Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund. For information pertaining to each fund, please refer to the Appendix. Past performance is not necessarily indicative of future results, individual investors' results may vary.

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## In Focus: Valuation Governance and Process

SoftBank

### Valuation Framework & Governance

Reporting Framework















Valuers/Auditor

Leading International Accounting Firms Renowned Valuation Specialist

SVF Auditor

All investments, except Arm Holdings , were independently valued at December 31, 2018.

SB Investment Advisers (US) Inc. is an investment adviser registered with the SEC under the Investment Advisers Act of 1940. However, such registration does not imply a certain level of skill or training.



### **Reconciliations to SBG Consolidated Financial Statements**

Amounts in USD Billions unless otherwise indicated

#### SoftBank Vision Fund and Delta Fund (as in page 101)

	Nine-month Period Ended Decembe 31, 2018
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests <sup>2</sup>	SVF & Delta
Fund Net Profit <sup>1</sup>	\$6.43
Less: change in third party interests in funds	-4.77
SBG LP Income: Share of Fund Net Profit	\$1.66
SBG GP Income: Management Fees & Performance Fees <sup>4</sup>	1.54
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests	\$3.20
Plus:	
Taxes on investment gains paid/accrued at SoftBank Vision Fund	0.79
Difference in scope of consolidation as of December 31, 2018	0.54
Gain on SBG's investments held through SoftBank Vision Fund's non-wholly owned subsidiaries	0.42
Loss on agreed transferable investments not yet transferred to SoftBank Vision Fund as of December 31, 2018	-0.13
Other	0.47
Income and loss before tax arising from the SoftBank Vision Fund and Delta Fund	\$5.29
Income and loss before tax arising from the SoftBank Vision Fund and Delta Fund	¥584.9
(¥Bn) In SBG's consolidated financial statements (as in page 14)	+304.3

# Notes to Reconciliations to SBG Consolidated Financial Statements

Footnotes:

- 1. Fund Net Profit includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated amounts, does not take into account fees or expenses, and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.
- 2. Contribution to SBG, Net of 3rd Party Interests reflects income from SBG's limited partner and General Partner interests.
- 3. SBG's fiscal year end is March 31.
- 4. Performance Fees earned by SBG were unrealized and not yet paid as of December 31, 2018.

Information herein is presented on an aggregated basis across the SoftBank Vision Fund and Delta Fund. For information pertaining to each fund, please refer to the Appendix. Past performance is not necessarily indicative of future results. Individual investors' results may vary and such information is provided solely for illustrative purposes.

## Appendix
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### SoftBank Vision Fund: Snapshot

As of December 31, 2018



Footnotes:

- Including investment in Flipkart which was exited in August 2018. Investment gains are before tax and expenses and include unrealized and realized gains from investments and their related hedges.
- 2. SBG Total Value reflects SBG's Limited Partner and General Partner interests in the Fund.

Fund highlights are provided solely for illustrative purposes and individual investors' results may vary. Past performance is not necessarily indicative of future results. Investment gains and Total Value include valuation uplifts that reflect unrealized estimated amounts and do not take into account fees or expenses at the time of exit, and should not be construed as indicative of actual or future performance.



### Delta Fund: Snapshot

As of December 31, 2018



#### Footnotes:

- 1. Investment gains are before tax and expenses and include unrealized and realized gains from investments and their related hedges.
- 2. SBG Total Value reflects SBG's Limited Partner and General Partner interests in the Fund.

Fund highlights are provided solely for illustrative purposes and individual investors' results may vary. Past performance is not necessarily indicative of future results. Investment gains and Total Value include valuation uplifts that reflect unrealized estimated amounts and do not take into account fees or expenses at the time of exit, and should not be construed as indicative of actual or future performance.

### SoftBank Vision Fund – Portfolio Composition by Sector

As of December 31, 2018



Information is provided solely for illustrative purposes and there can be no assurance that future investments will be made in sectors similar to those set forth herein. Sector concentration is calculated as a percentage of total portfolio Fair Value as of December 31, 2018. Fair Value reflects unrealized estimated amounts, and do not take into account fees or expenses, and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based

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# SoftBank Vision Fund– Portfolio Composition by Geography

As of December 31, 2018



SoftBank

### Contribution to SBG, Profit Net of Third Party Interests

Amounts in USD Billions

	Eleven-month Period from Fund Inception to March 31, 2018 <sup>3</sup>			Nine-month Period ended December 31, 2018		
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests <sup>2</sup>	SVF	Delta	Total	SVF	Delta	Total
Fund Net Profit <sup>1</sup>	\$2.13	-\$0.05	\$2.08	\$6.49	-\$0.06	\$6.43
Less: change in 3 <sup>rd</sup> party interests in funds	-0.73	-0.01	-0.74	-4.79	0.02	-4.77
SBG LP Income: Share of Fund Net Profit	\$1.40	-\$0.06	\$1.34	\$1.70	-\$0.04	\$1.66
SBG GP Income: Management & Performance Fees <sup>4</sup>	0.59	0.02	0.61	1.52	0.02	1.54
Contribution to SBG, Net of 3 <sup>rd</sup> Party Interests	\$1.99	-\$0.04	\$1.95	\$3.22	-\$0.02	\$3.20

Footnotes:

1. Fund Net Profit includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated amounts, does not take into account fees or expenses, and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.

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- 2. Contribution to SBG, Net of 3rd Party Interests reflects income from SBG's limited partner and General Partner interests.
- 3. SBG's fiscal year end is March 31.
- 4. Performance Fees earned by SBG are unrealized and not yet paid as of December 31, 2018.

# SoftBank Vision Fund: Contribution to SBG, Realized & Unrealized Value

As of December 31, 2018

**USD** Billions



#### Footnotes:

- 1. Net Asset Value includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.
- Past performance is not necessarily indicative of future results, individual investors' results may vary.

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- 2. Total Value reflects SBG's Limited Partner and General Partner interests in the Funds.
- 3. GP/Manager Accrued Performance Fee reflects total Performance Fees earned by the GP/Manager from Fund Inception to December 31, 2018. Accrued Performance Fee is unrealized and not yet paid as of December 31, 2018.

114

# Delta Fund: Contribution to SBG, Realized & Unrealized Value

#### As of December 31, 2018



#### Footnotes:

1. Net Asset Value includes net changes in fair value of financial assets at fair value through profit or loss (FVTPL) and investment gains/losses recorded as deemed capital movement. Net change in fair value of financial assets at FVTPL is based on valuations that reflect unrealized estimated and should not be construed as indicative of actual or future performance. There can be no assurance that unrealized investments will be sold for values equal to or in excess of the total values used in calculating the information portrayed herein. Actual returns on unrealized investments will depend on, among other factors, future operating results, the value of the assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale, all of which may differ from the assumptions on which the information reported herein is based.

Past performance is not necessarily indicative of future results, individual investors' results may vary.

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2. Total Value reflects SBG's Limited Partner and General Partner interests in the Funds..

# Sprint Segment (excerpts)

The whole presentation of Sprint FY18Q3 earnings is available at: https://s21.q4cdn.com/487940486/files/doc financials/guarterly/2018/Q3/02 3QFY18-Slides-Final.pdf

### FY30 2018 Highlights





Wireless Service Revenue<sup>[1]</sup>

Year-over-year growth for the second consecutive quarter



Postpaid Net Additions

Delivered for the  $6^{\rm th}$  consecutive quarter

[1] excluding the impact of the new revenue standard



Adjusted EBITDA\*

Highest for a fiscal 3Q in 12 years



Digital Transformation

Increased digital sales and the implementing of artificial intelligence



Operating Income

Delivered for the 12th consecutive quarter



Next-Gen Network

More LTE coverage and faster download speeds year-over-year

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### Unlimited for All



### Service Revenue & ARPU



Postpaid Average Revenue per User (ARPU)



[1] excluding the impact of the new revenue standard

### **Cost Reductions & Adjusted EBITDA\***





### Profitability Net Income (Loss) Dollars in Millions Operating Income \$7,162 \$0.7 \$0.5 (\$141) \$0.3 \$0.2 (\$343) (\$479) Q3<sup>16</sup> Q3<sup>17</sup> Q3<sup>18</sup> Q3<sup>17</sup> Q3<sup>16</sup> Q3<sup>18</sup> New revenue standard Tax reform impact New revenue standard **RELATIVELY STABLE** excluding tax reform and the settlement of patent infringement lawsuit in 3017 **CONSECUTIVE** quarters of operating income

## **Capex & Adjusted Free Cash Flow**











As Reported

\$11.7B-\$12.0B excluding the impact of the new revenue standard



5

Cash Capex

\$5.0 billion to \$5.5 billion

> excluding leased devices

# SoftBank Group