

Anticorruption Policy

Summary

Everywhere SoftBank Group (meaning SoftBank Group Corp. and its subsidiaries) and its directors, officers, employees and temporary employees “we” do business, we are committed to doing business in an ethical manner. SoftBank Group does not tolerate bribery or corruption in any form and expects its directors, officers, employees and temporary employees “we” and anyone acting on SoftBank Group’s behalf to comply with all applicable laws prohibiting bribery and corruption, “Anti-Corruption Laws”. The consequences for violating Anti-Corruption Laws can be severe, including significant fines, imprisonment and loss of reputation and business.

SoftBank Group will also require third parties that act for SoftBank Group, including its agents, consultants, advisors, distributors, suppliers and contractors, to always act in compliance with Anti-Corruption Laws and regulations.

Requirements

We may not, directly or through others, offer, promise, make, give or authorize a bribe or any other thing of value, to any other person or organization with the intent to exert improper influence over the recipient, secure an improper advantage for SoftBank Group, or improperly reward the person or organization for past conduct.

We also may not request, agree to receive, or accept a bribe or any other thing of value that is intended to influence our decision-making.

Bribes take many forms. In addition to money, bribes may be anything of value, including gifts, meals, travel, job opportunities and internships, donations to a favorite charity, free services, stocks and loans with preferable conditions.

Offering and providing benefits to Government Officials and their family members can raise particular risks under Anti-Corruption Laws and should be approached with additional caution.

For purposes of this Policy, “Government Officials” include, but are not limited to:

- Officers or employees of national, federal, regional, local, or other government departments or agencies.
- Heads of state or anyone who exercises governmental authority.
- Politicians and political party officials.
- Candidates for political office.
- Officers and employees of public international organizations.
- Officers and employees of other government-owned or controlled entities, which can include publicly listed companies.

Key Risk Areas

We should be aware of the following higher-risk areas and other policies, rules and procedures for each of these areas that apply.

Red Flags for Corruption

Be aware of and recognize “red flags” or indications that a transaction may not be what it seems. Those who work in Finance or manage and approve payments should pay special attention. If you suspect a red flag or just aren’t sure, get help from Legal or the Ethics and Compliance Office.

Third Parties

The use of others including contractors, vendors, agents, consultants, advisors, and other suppliers (“Third Parties”) can create increased risk for SoftBank Group. We have a responsibility to ensure that Third Parties conduct business ethically, lawfully and consistent with the principles in this Policy. We should know who we are doing business with and take measures such as conducting appropriate due diligence. Before engaging a Third Party, we put in place an appropriate contract that meets our standards. Those standards include a commitment to comply with Anti-Corruption Laws and our right to immediately terminate the contract in case of violation.

Red Flags

- We are doing business in a country that has a reputation for corruption.
- A third party asks that payment be made in a different country, to another party or in cash.
- A government official designates a specific third party as our agent to help close a transaction.
- A third party has a questionable reputation.
- A Government Official demands a payment to avoid a fine or penalty.
- A third party has a close relationship with a Government Official, through family or business.
- A Government Official asks for a charitable or political contribution or requests a specific subcontractor.

If you suspect a red flag or just aren’t sure, get help from Legal or Ethics and Compliance.

Gifts, Meals and Entertainment

Gifts, meals and entertainment must be reasonable in value, provided openly with no sense of obligation, and provided for a legitimate business purpose or on a customary gift-giving occasion. Giving or receiving gifts, meals, entertainment or anything else of value must also comply with applicable laws and be permitted under both each company’s policies, rules and procedures and the policies of the receiving party.

Travel

We will pay the travel expenses of a third party or accept them from a third party, only when in compliance applicable law and if they are approved internally, are reasonable, and have a legitimate business purpose.

Charitable Donations

SoftBank Group funds may be used only for a legitimate charitable purpose and may not benefit any Government Official. Donations may not be made in order to obtain an improper benefit for SoftBank Group or for any individual at SoftBank Group.

Political Contributions

SoftBank Group funds, facilities, or services may not be provided to any politician, candidate for public office, political party or other political initiative, referendum or other form of political campaign without the prior internal approval as required by our policies. Political contributions to political parties by unlisted SoftBank Group companies require prior approvals of SoftBank Group Corp.'s board of directors.

Hiring

Employment and internship opportunities at SoftBank Group will be evaluated on the merits of the candidate. Individuals with ties to Government Officials or former Government Officials must be reviewed carefully.

Business Acquisitions, Investments and Joint Ventures

SoftBank Group may be held responsible for violation of Anti-Corruption Laws by companies we invest in or acquire, even if the violation occurred before the acquisition or investment. Before making an investment or acquisition, SoftBank Group must conduct a due diligence. Even after the acquisition is completed, SoftBank Group will conduct an investigation if it is found that the target company is suspected of committing acts of bribery. Contact Legal or Ethics and Compliance for assistance.

Facilitating Payments

SoftBank Group prohibits “facilitating payments,” which are small payments made to a Government Official for his or her personal benefit in order to obtain or speed up a routine government action, such as obtaining a visa more quickly than usual. Facilitating payments do not include legitimate payments to government agencies or institutions, such as governmentally-required licenses, permit fees, or other government fees according to a published schedule.

Books and Records and Internal Controls

SoftBank Group will keep its books, records, and accounts in a manner that accurately reflects its transactions. Anti-Corruption Laws require keeping books of account and financial records that accurately and fairly reflect transactions. If our records are not kept correctly, the company may be held to violate Anti-Corruption Laws, even if there was no intention of giving a bribe.

Establishment of Compliance System

SoftBank Group companies must establish internal rules and procedures required to implement Group Policies effectively into its business processes taking into account applicable law. These internal rules and procedures will include regular training and seminars.

Seeking Advice and Reporting Potential Violations

Corruption-related issues can have significant consequences. Do not feel it is our responsibility to make difficult judgment calls alone.

If we suspect that a violation of this Policy or any applicable laws has occurred, we have a duty to report the suspected violation as soon as possible to our manager, or contact Legal.

SoftBank Group will not tolerate retaliation against anyone who reports misconduct or participates in any investigation.

Revision or Abolition

Any material revision or abolition of this Policy requires a resolution of the board of directors of SoftBank Group Corp.

Policy Owner	Version History	Approvals	Effective Date	Last Date Reviewed
Legal	1.0	April 23, 2019	June 14, 2019	