## SoftBank

## Earnings Results for the Nine-month Period Ended December 31, 2012

January 31, 2013 SoftBank Corp.

### **Cautionary Statement Regarding Forward Looking Statements**

This document includes "forward-looking statements" within the meaning of the securities laws. The words "may," "could," "should," "estimate," "project," "forecast," "intend," "expect," "anticipate," "believe," "target," "plan," "providing guidance" and similar expressions are intended to identify information that is not historical in nature.

This document contains forward-looking statements relating to the proposed transaction between Sprint Nextel Corporation ("Sprint") and SoftBank Corp. ("SoftBank") and its group companies, including Statements II, Inc. ("Starburst II") pursuant to a merger agreement and the proposed acquisition by Sprint of Clearwire Communications LLC ("Clearwire"). All statements, other than historical facts, including statements regarding the expected timing of the closings of the transactions; the ability of the parties to complete the transactions considering the various closing conditions; the expected benefits of the transaction, such as improved operations, enhanced revenues and cash flow, growth potential, market profile and financial strength; the competitive ability and position of SoftBank or Sprint; and any assumptions underlying any of the foregoing, are forward-looking statements. Such statements are based upon current plans, estimates and expectations that are subject to risks, uncertainties and assumptions. The inclusion of such statements should not be regarded as a representation that such plans, estimates or expectations include, among others, that (1) one or more closing conditions to the transactions may not be satisfied or waived, on a timely basis or otherwise, including that a governmental entity may prohibit, delay or refuse to grant approval for the consummation of the transactions of that the required approval by Sprint's stockholders for the merger with SoftBank or Sprint are a result of uncertainty surrounding the transactions; and (5) other risk factors as detailed from time to time in Sprint's Quarterly Reports on Form 10-Q for the quarter ended September 30, 2012 and September 30, 2012 and September 30, 2012 and the risk factors set forth in the proxy statement on Form S-4, which are (or will be, when filed) available on the SEC's web site (<u>www.sec.gov</u>). There can be not that he respected benefits of such transactions will be completed, that such transactions will close within the anticipated

All forward-looking statements contained in this document and the documents referenced herein are made only as of the date of the document in which they are contained, and none of Sprint, SoftBank or Starburst II undertakes any obligation to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events except as required by law. Readers are cautioned not to place undue reliance on any of these forward-looking statements.

### Additional Information and Where to Find It

In connection with the proposed strategic combination, Starburst II plans to file with the SEC a Registration Statement on Form S-4 that will include a proxy statement of Sprint, and that also will constitute a prospectus of Starburst II. Sprint will mail the proxy statement/prospectus to its stockholders. INVESTORS ARE URGED TO READ THE PROXY STATEMENT/PROSPECTUS WHEN IT BECOMES AVAILABLE BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION. The proxy statement/prospectus, as well as other filings containing information about Sprint, SoftBank and Starburst II, will be available, free of charge, from the SEC's web site (www.sec.gov). Sprint's SEC filings in connection with the transaction also may be obtained, free of charge, from Sprint's web site (www.sprint.com) under the tab "About Us – Investors" and then under the heading "Documents and Filings – SEC Filings," or by directing a request to Sprint, 6200 Sprint Parkway, Overland Park, Kansas 66251, Attention: Shareholder Relations or (913) 794-1091. Starburst II's SEC filings in connection with the transaction (when filed) also may be obtained, free of charge, by directing a request to SoftBank, 1-9-1 Higashi-Shimbashi, Minato-ku, Tokyo 105-7303, Japan; telephone: +81.3.6889.2290; e-mail: ir@softbank.co.jp.

### Participants in the Merger Solicitation

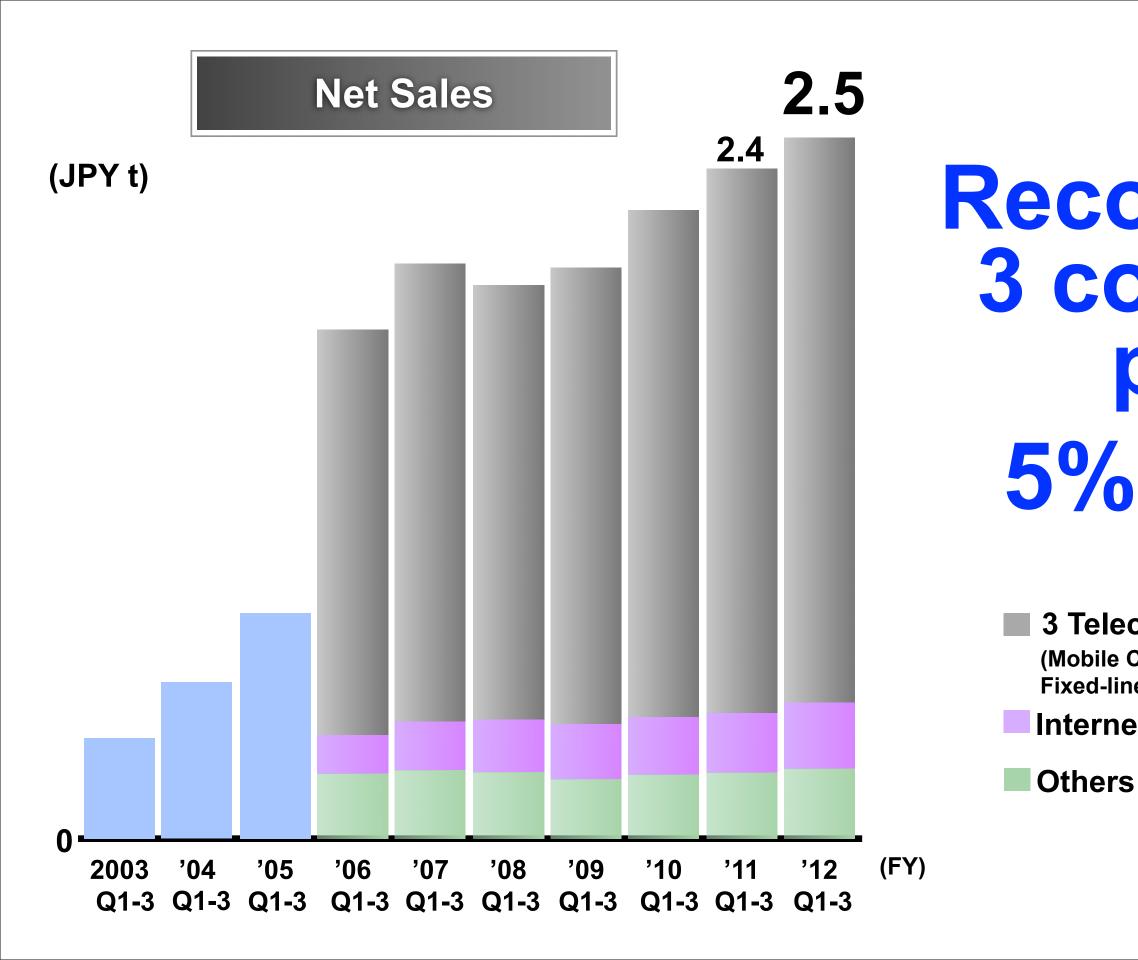
The respective directors, executive officers and employees of Sprint, SoftBank, Starburst II and other persons may be deemed to be participants in the solicitation of proxies in respect of the transaction. Information regarding Sprint's directors and executive officers is available in its Annual Report on Form 10-K for the year ended December 31, 2011. Other information regarding the interests of such individuals as well as information regarding Starburst II's directors and executive officers and prospective directors and executive officers will be available in the proxy statement/prospectus when it becomes available. These documents can be obtained free of charge from the sources indicated above. This communication shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended.

### Highlights

## 1. Exceeded JPY 600bn operating income (13% increase)

## 2. Achieved 40 million lines target

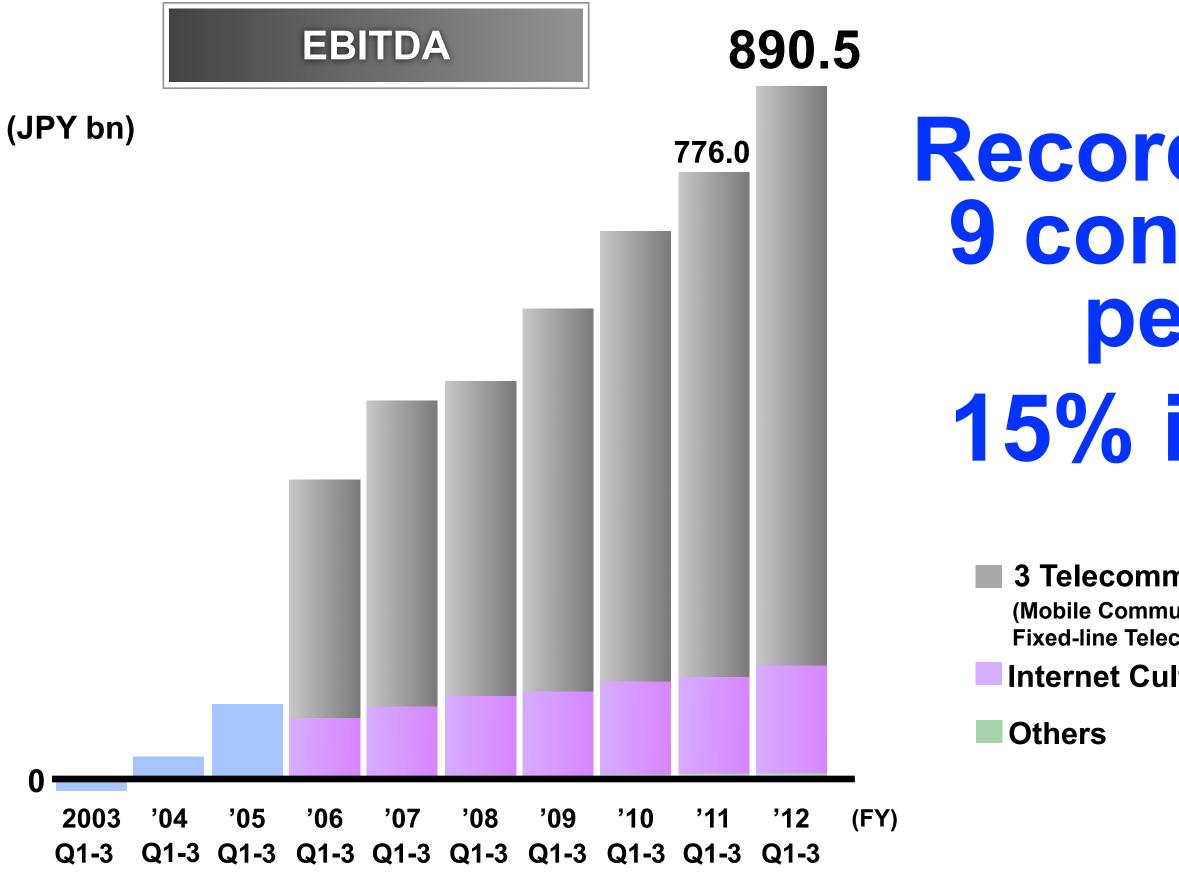
## Consolidated Earnings Results



## Record high for 3 consecutive periods 5% increase

**3 Telecommunications businesses** (Mobile Communications, Broadband Infrastructure, Fixed-line Telecommunications)

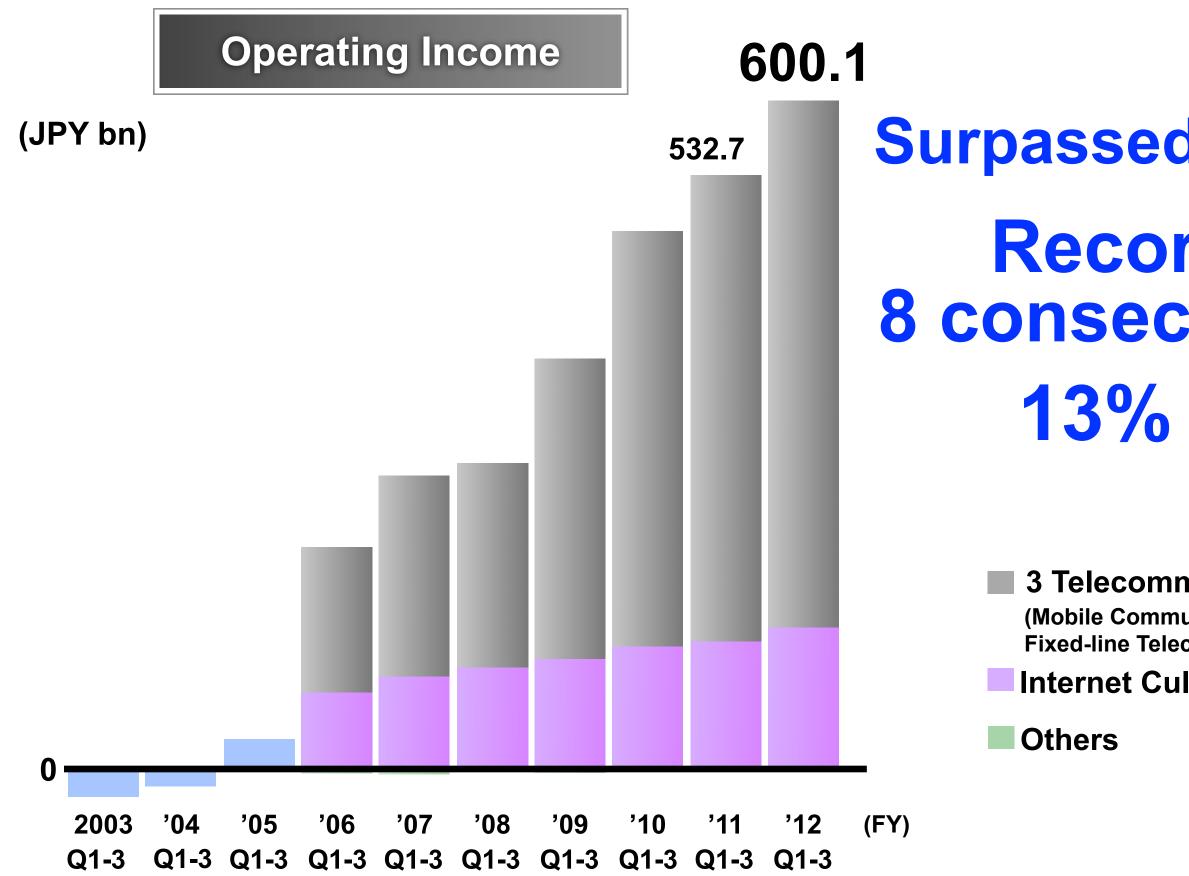
Internet Culture (Yahoo Japan, etc.)



# Record high for<br/>9 consecutive<br/>periods15% increase

**3 Telecommunications businesses** (Mobile Communications, Broadband Infrastructure, Fixed-line Telecommunications)

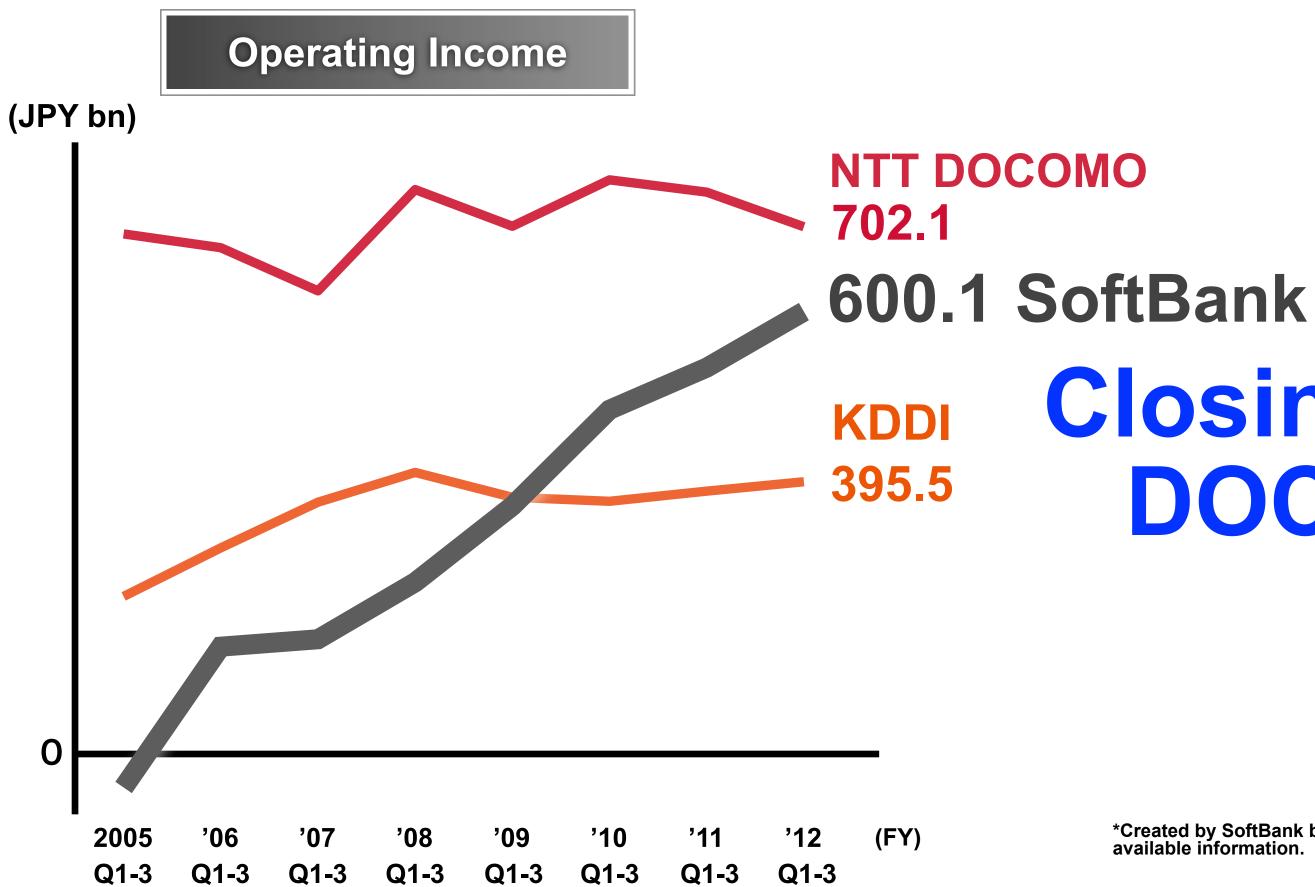
Internet Culture (Yahoo Japan, etc.)



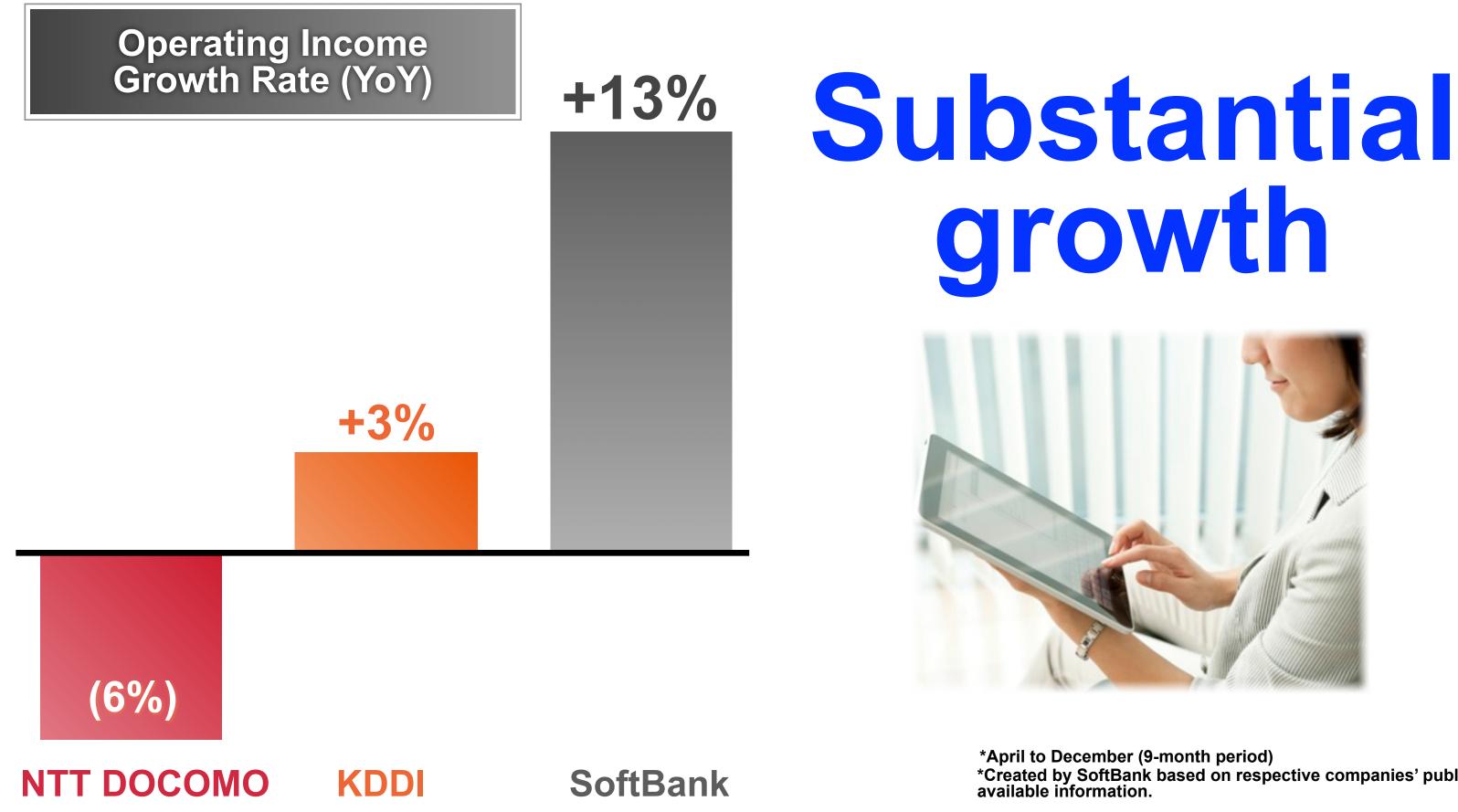
### Surpassed JPY600 billion Record high for 8 consecutive periods 13% increase

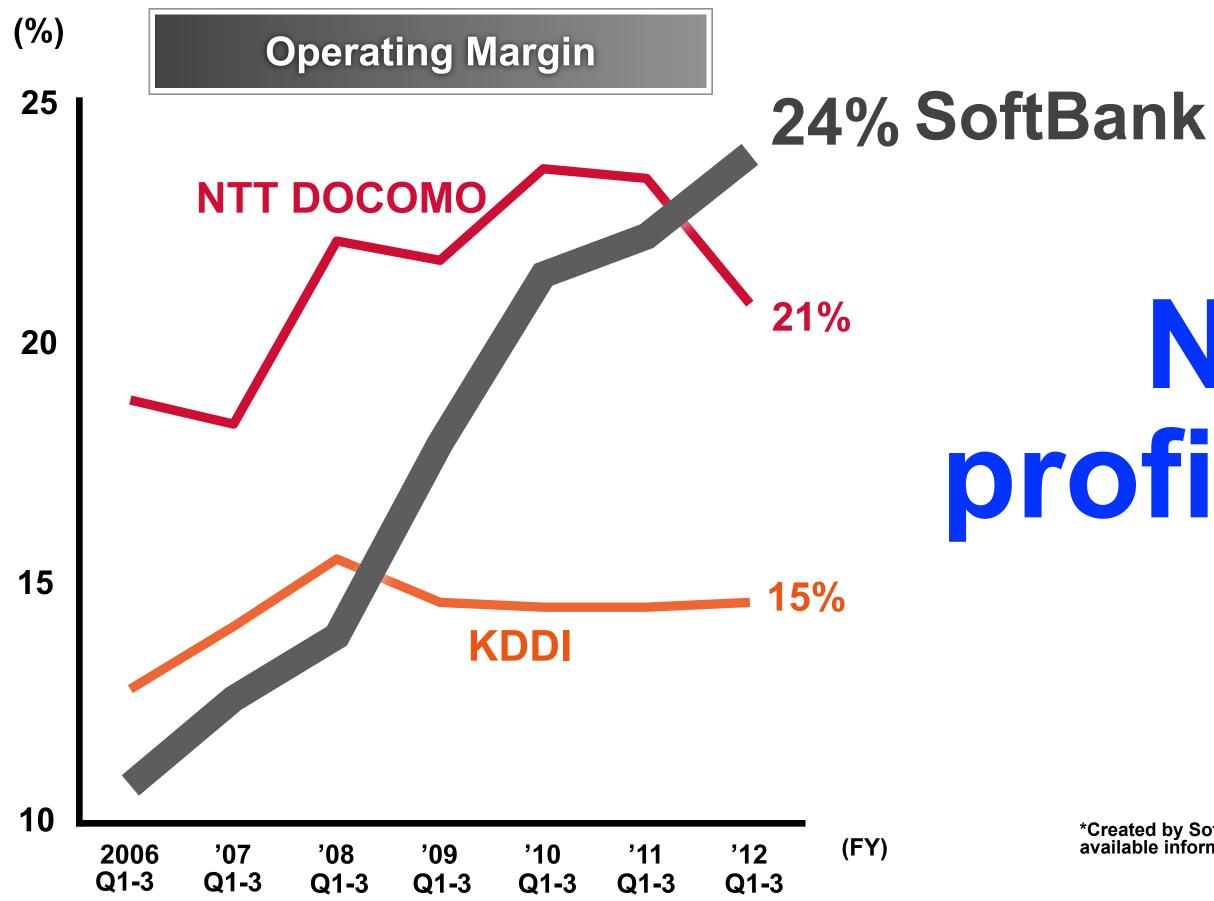
**3 Telecommunications businesses** (Mobile Communications, Broadband Infrastructure, Fixed-line Telecommunications)

Internet Culture (Yahoo Japan, etc.)

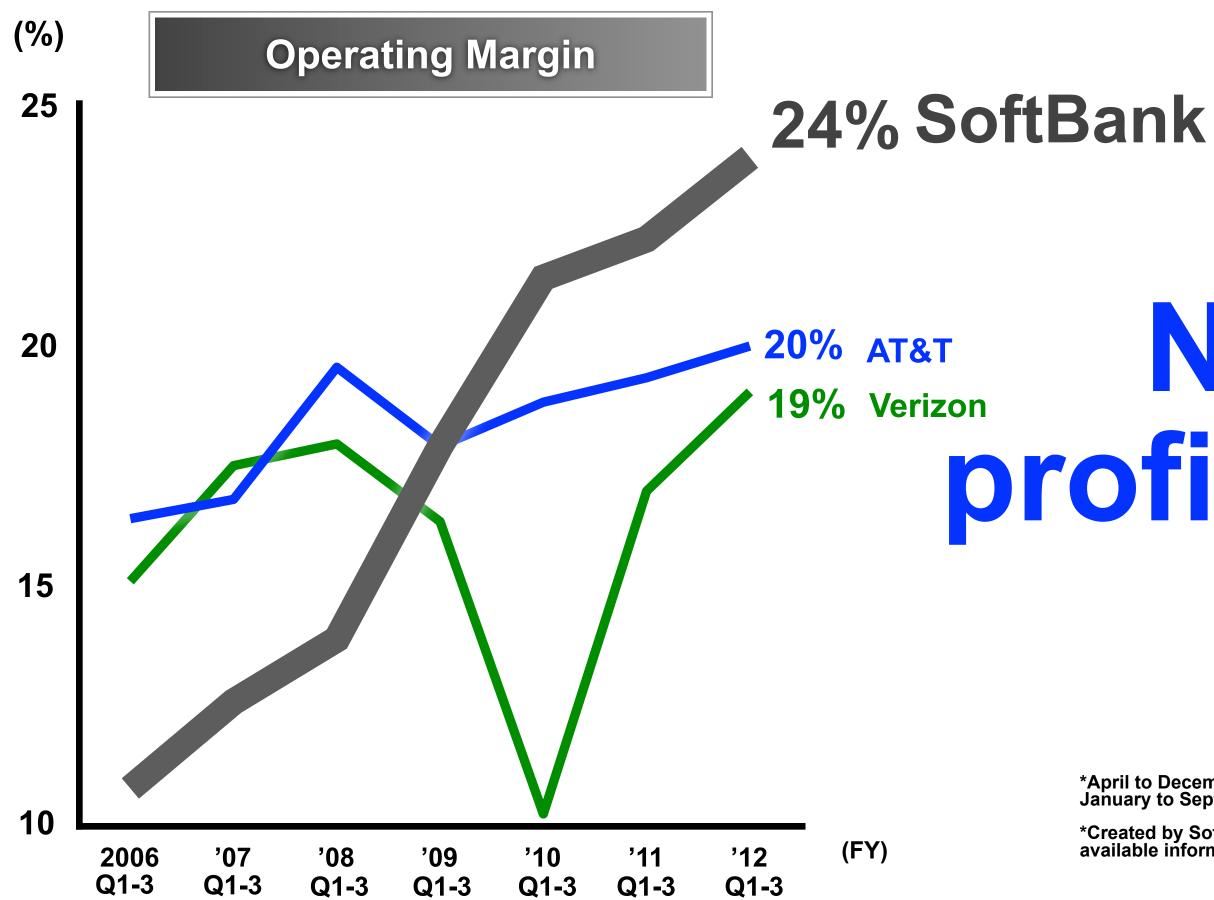


## SoftBank Closing in on DOCOMO



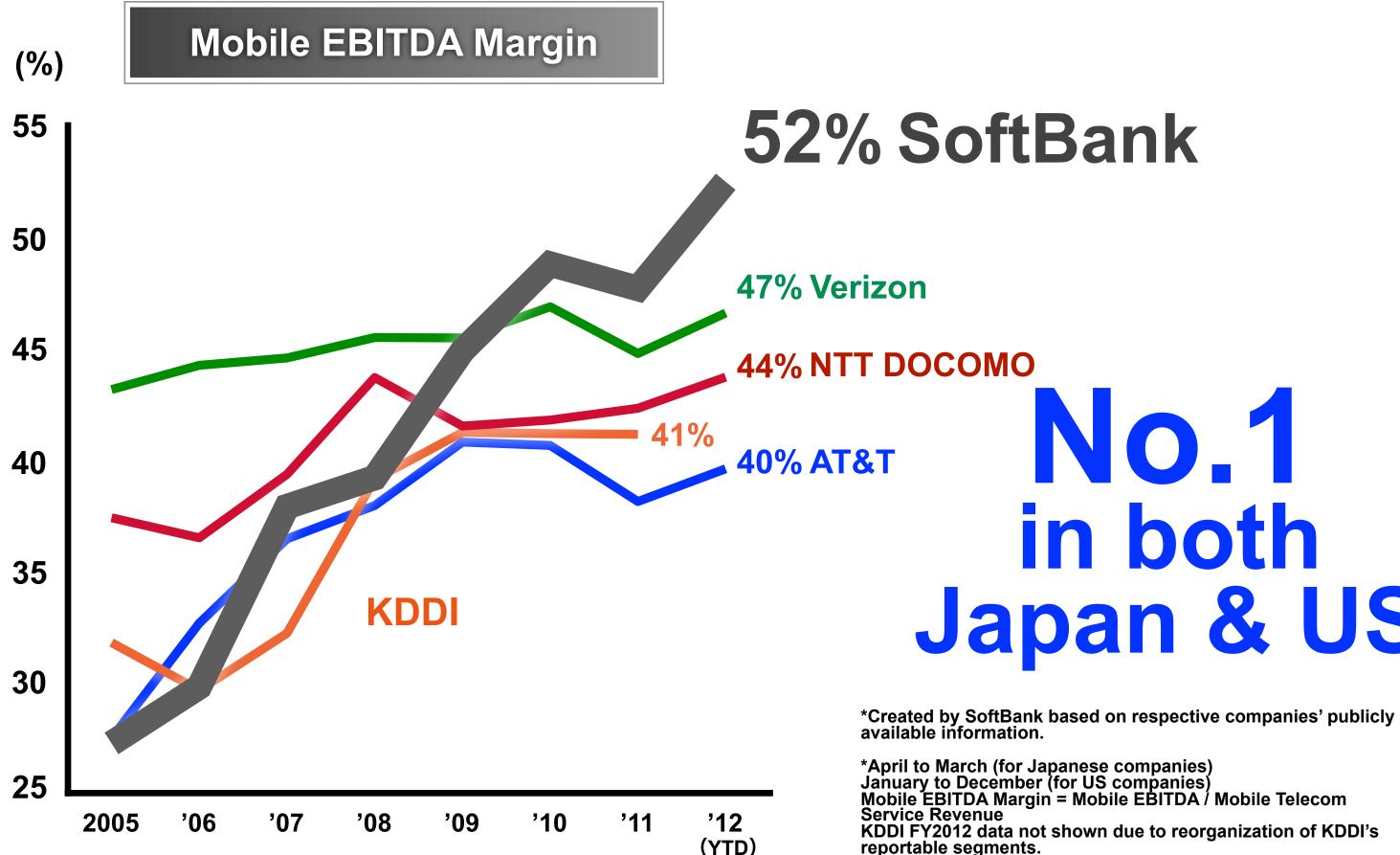


## SoftBank No.1 profitability



# No.1

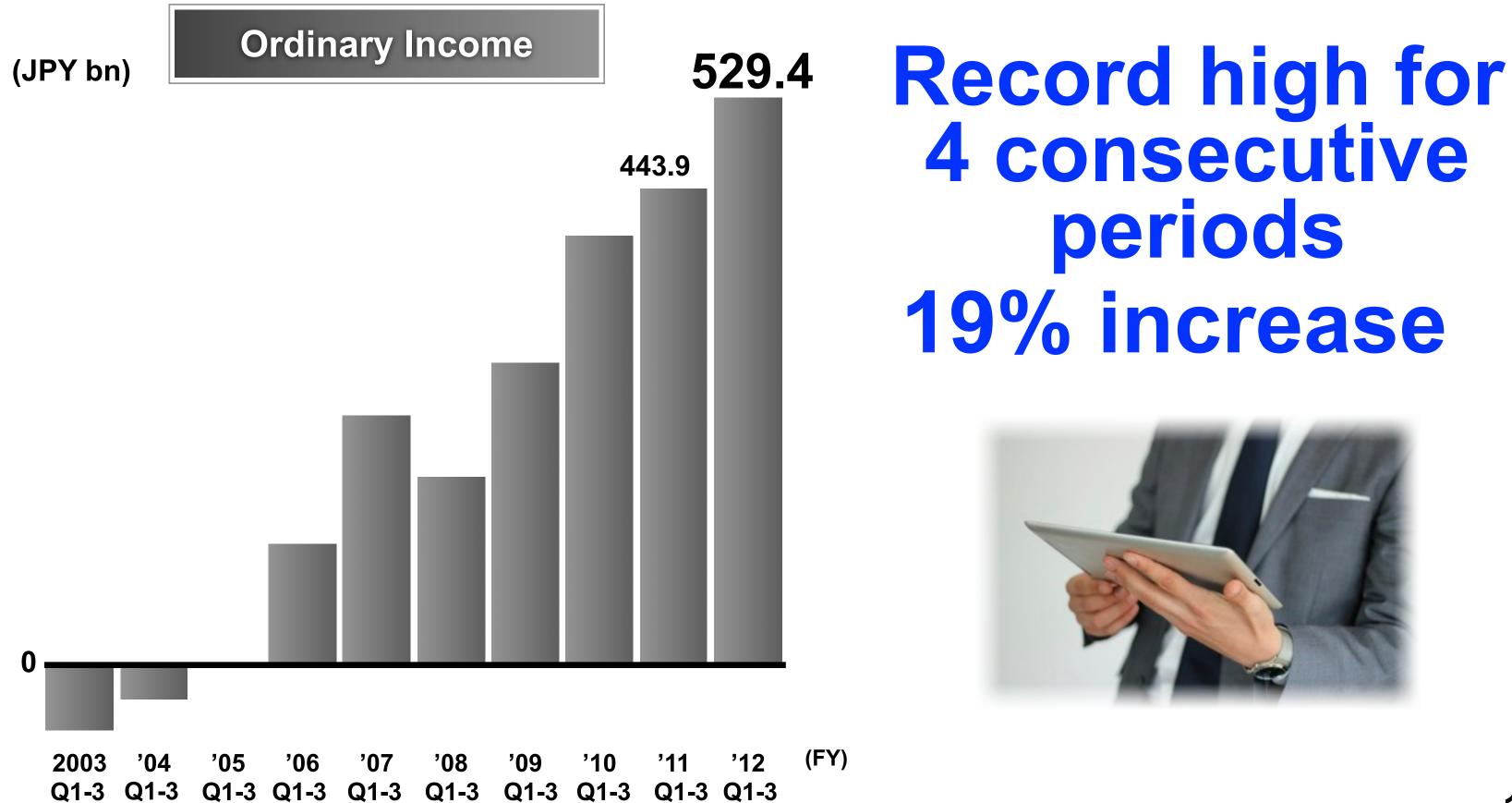
\*April to December (9-month period for Japanese companies) January to September (9-month period for US companies)

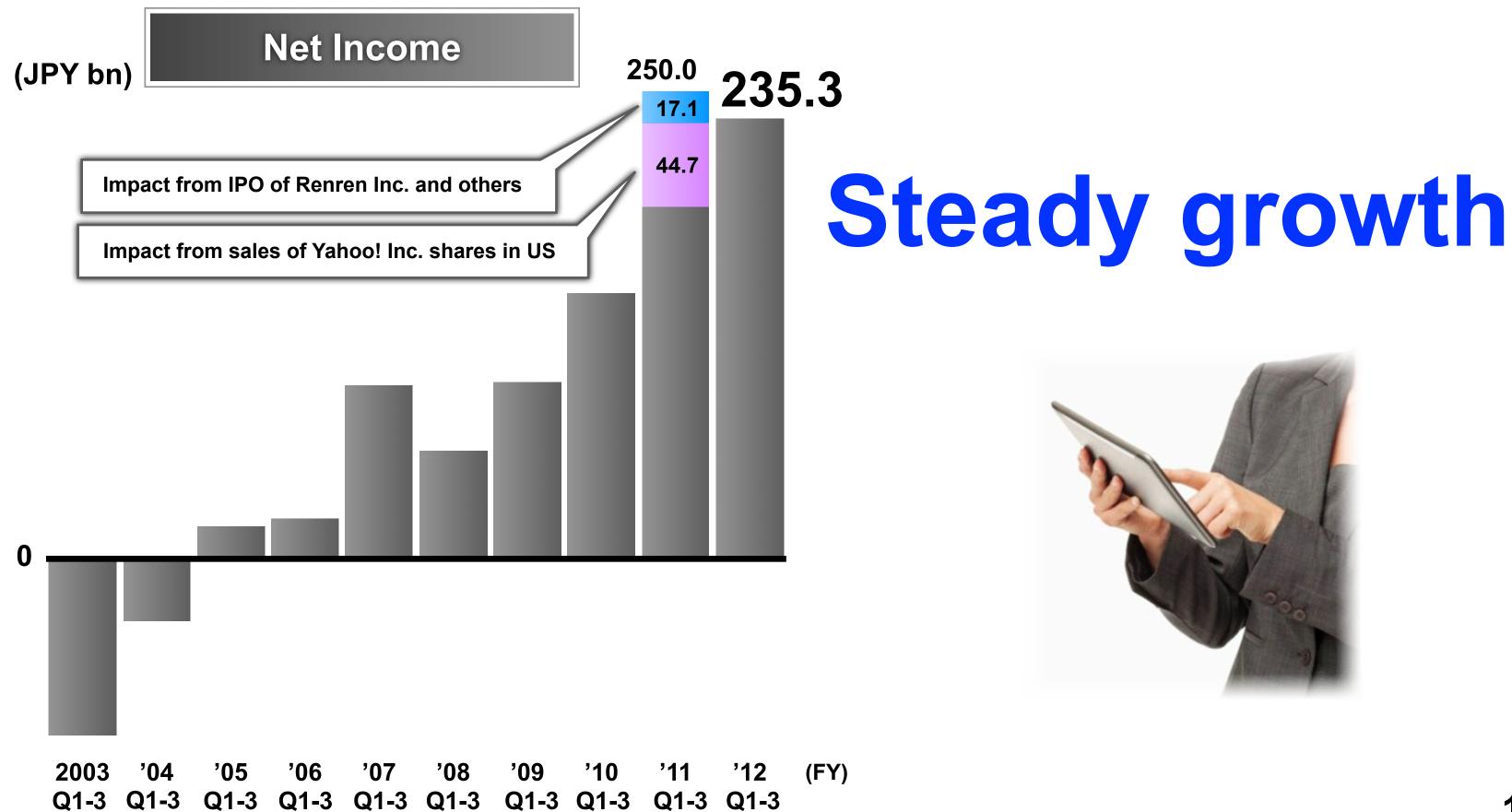


## **NO.1** in both Japan & US

\*April to March (for Japanese companies) January to December (for US companies) Mobile EBITDA Margin = Mobile EBITDA / Mobile Telecom

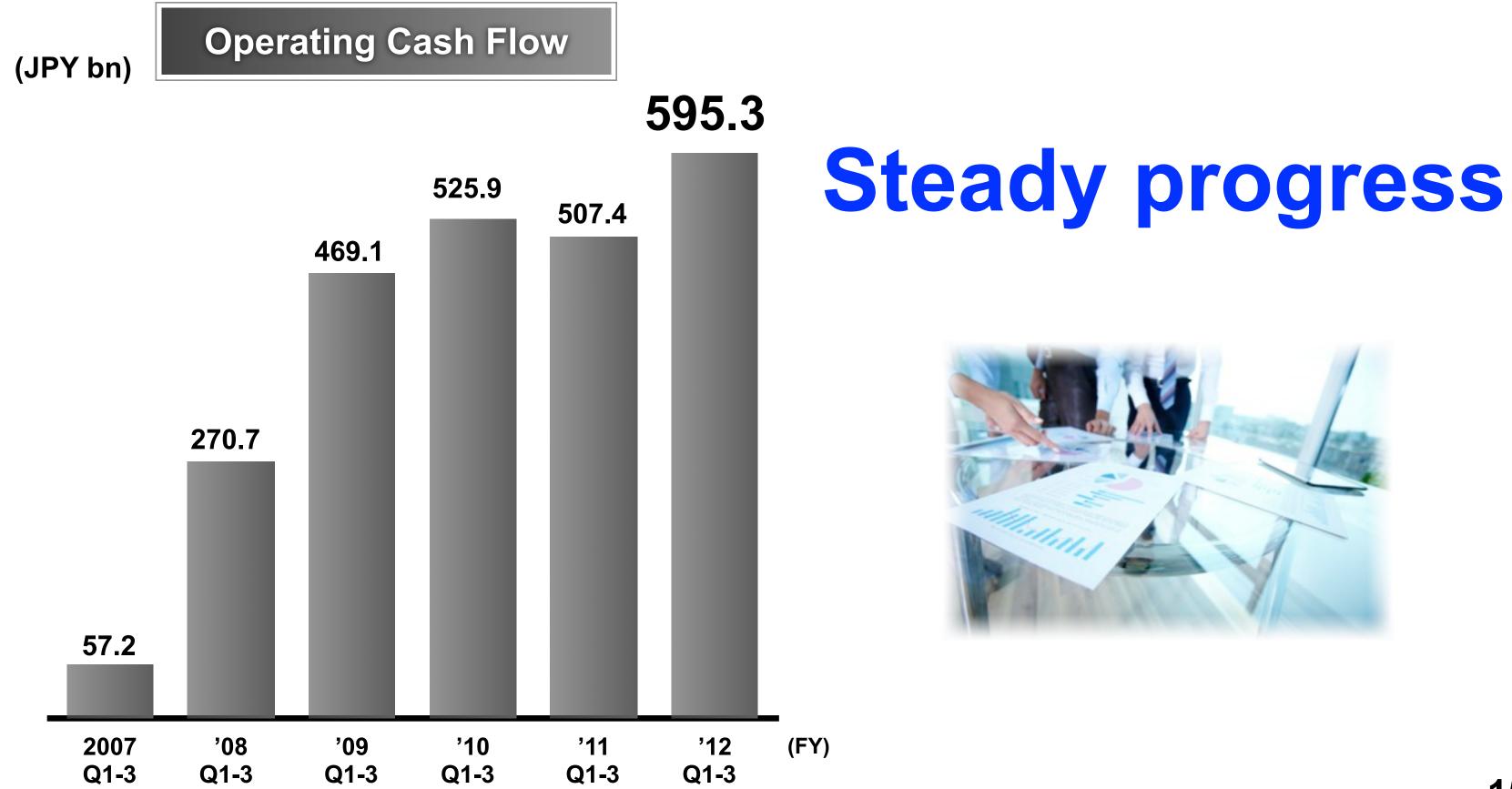
KDDI FY2012 data not shown due to reorganization of KDDI's





### Sı

δι	Immary of	Consol	idated Ea	arnings	(JPY bn)
_		<b>FY11/Q3</b> (Apr Dec. 2011)	FY12/Q3 (Apr Dec. 2012)	Increment	YoY
	Sales	2,398.1	2,509.7	111.5	105%
	EBITDA	776.0	890.5	114.4	115%
	<b>Operating Income</b>	532.7	600.1	67.3	113%
	Ordinary Income	443.9	529.4	85.4	119%
	Net Income	250.0	235.3	(14.7)	94%



### **Cash Flow**

**FY11/Q3** (Apr. - Dec. 2011)

<b>Operating Cash Flow</b>	507.4
Free Cash Flow	236.7
1) Sales of Yahoo! Inc. shares	+57.1
2) Investment in convertible bond of Sprint	-
3) CAPEX payment	(357.6)

### (JPY bn)

### FY12/Q3

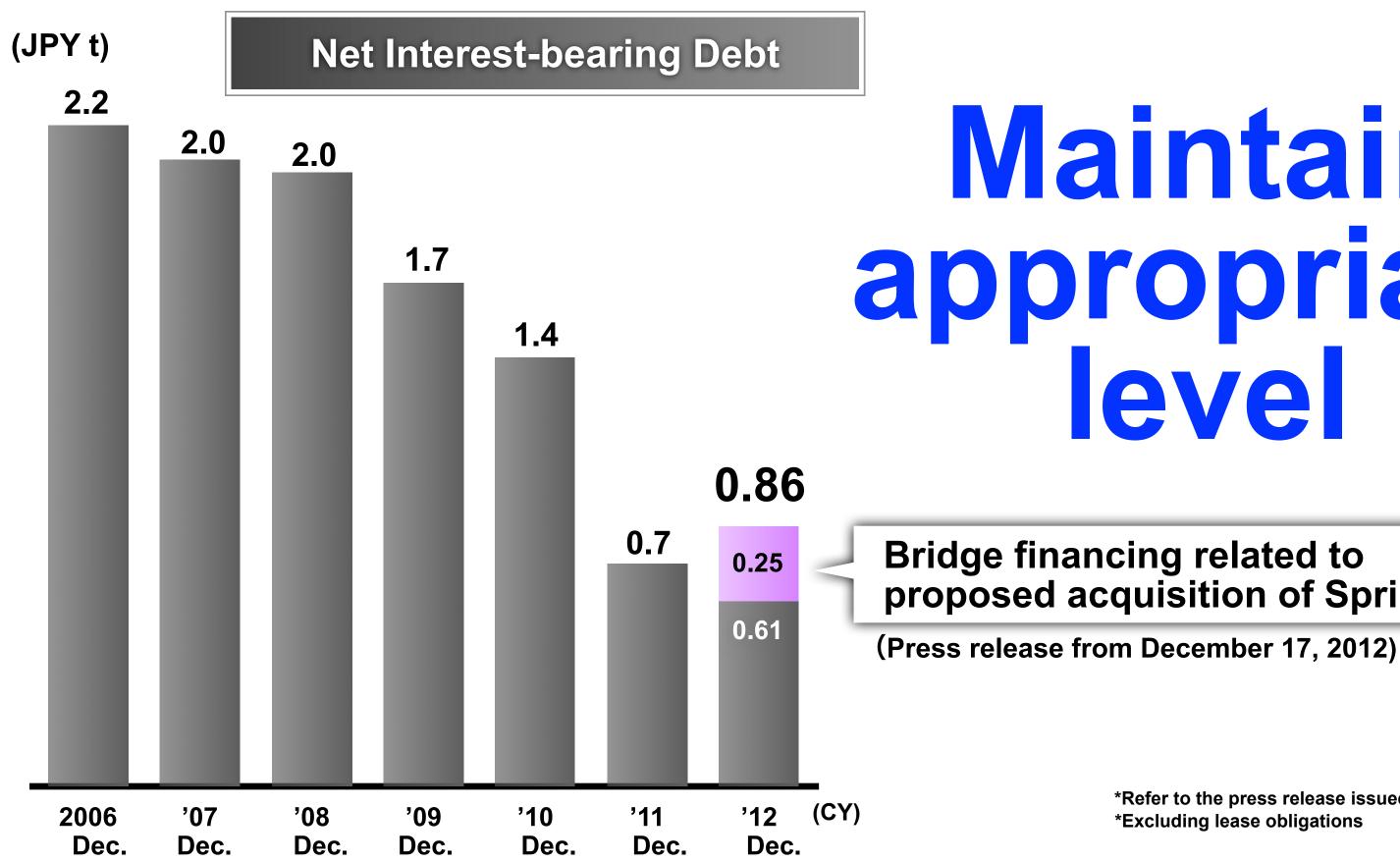
(Apr. - Dec. 2012)

### 595.3

### (150.7)

### (249.3)

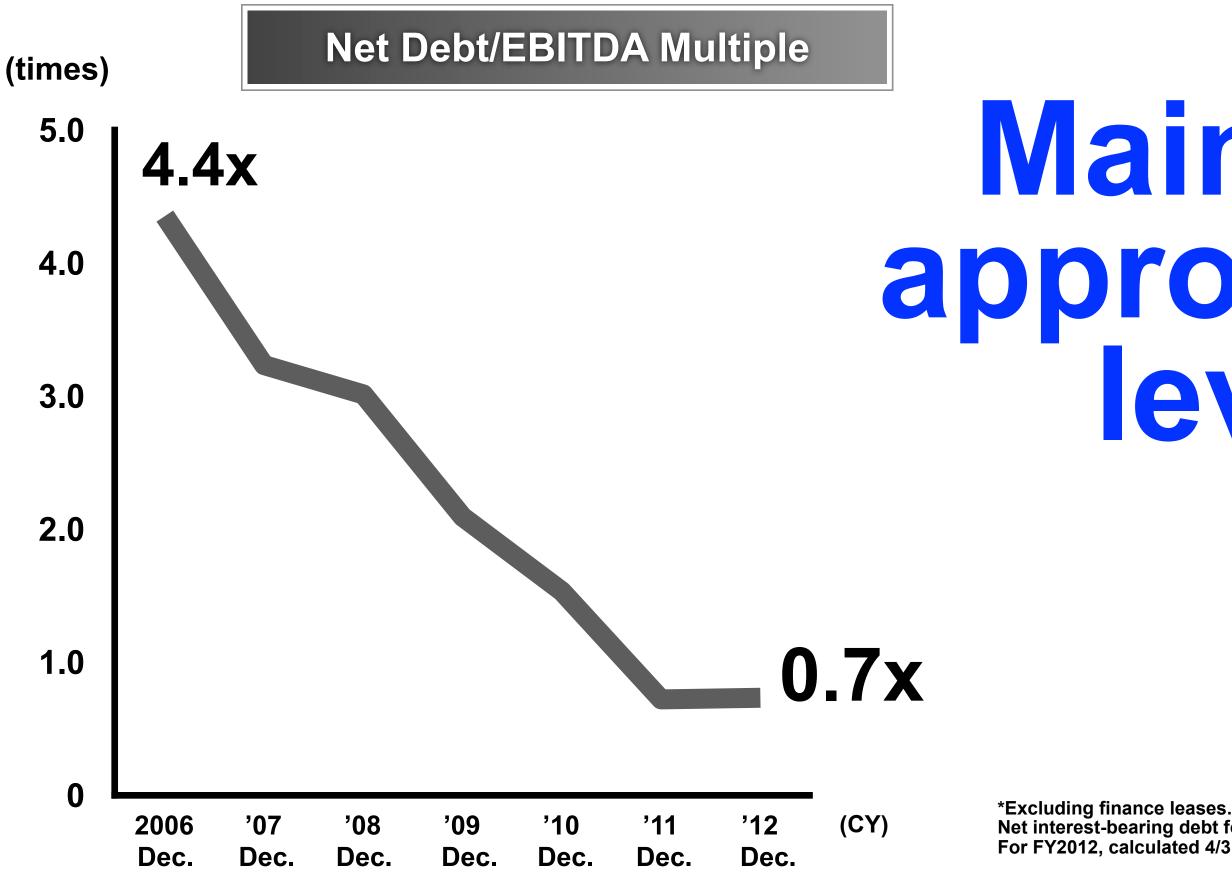
(432.7)



## Maintain appropriate level

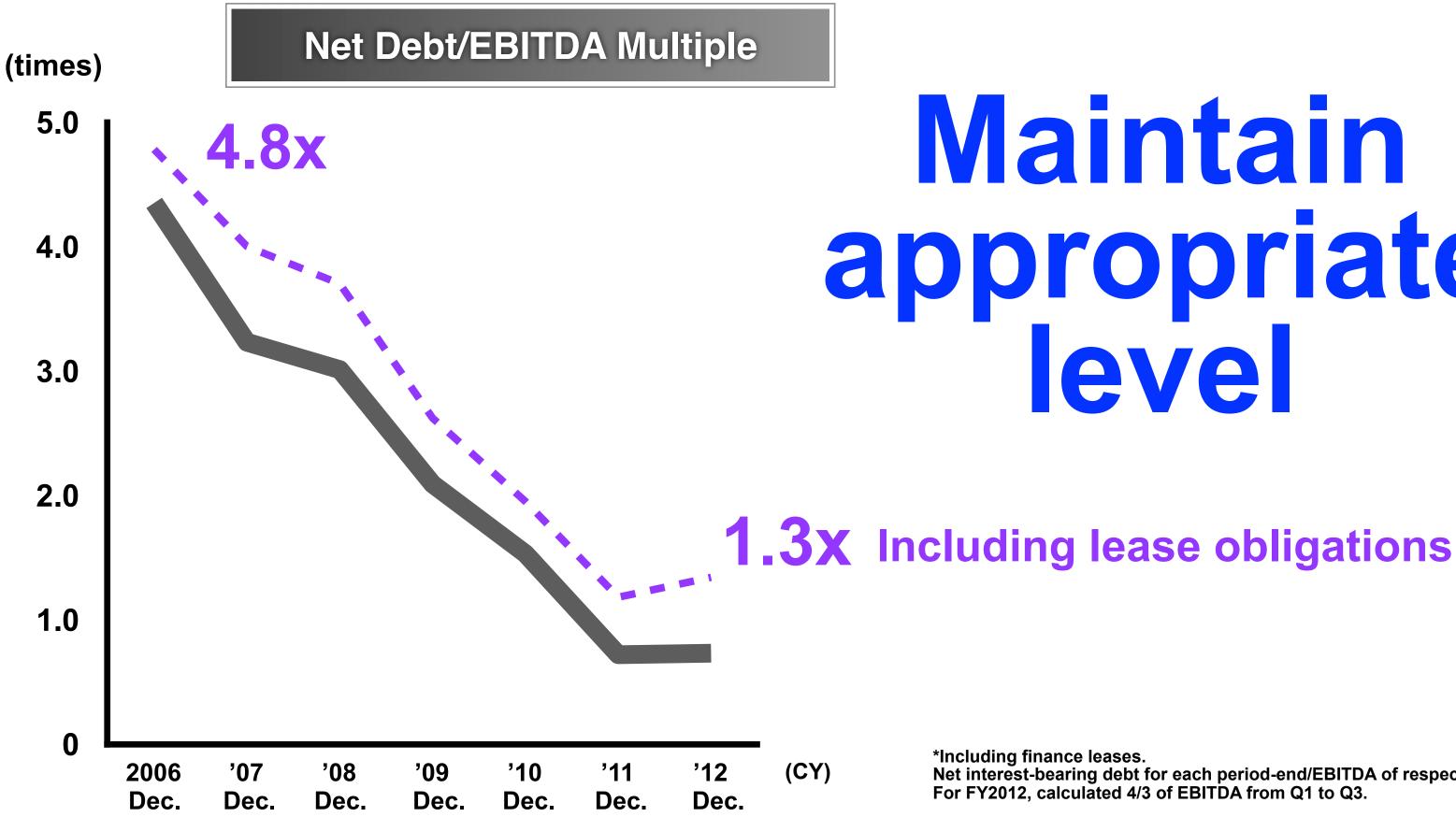
### proposed acquisition of Sprint CB

\*Refer to the press release issued on December 17, 2012 \*Excluding lease obligations



## Maintain appropriate level

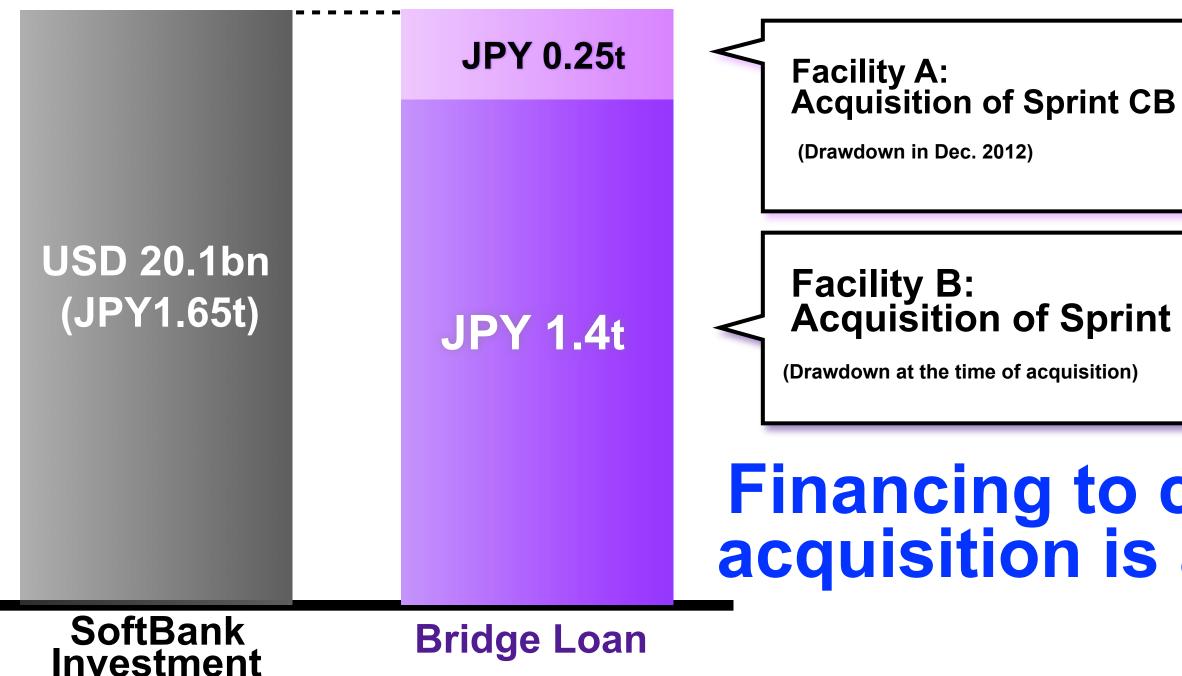
\*Excluding finance leases. Net interest-bearing debt for each period-end/EBITDA of respective period For FY2012, calculated 4/3 of EBITDA from Q1 to Q3.



## Maintain appropriate level

Net interest-bearing debt for each period-end/EBITDA of respective period For FY2012, calculated 4/3 of EBITDA from Q1 to Q3.

### **Sprint Acquisition (1)**

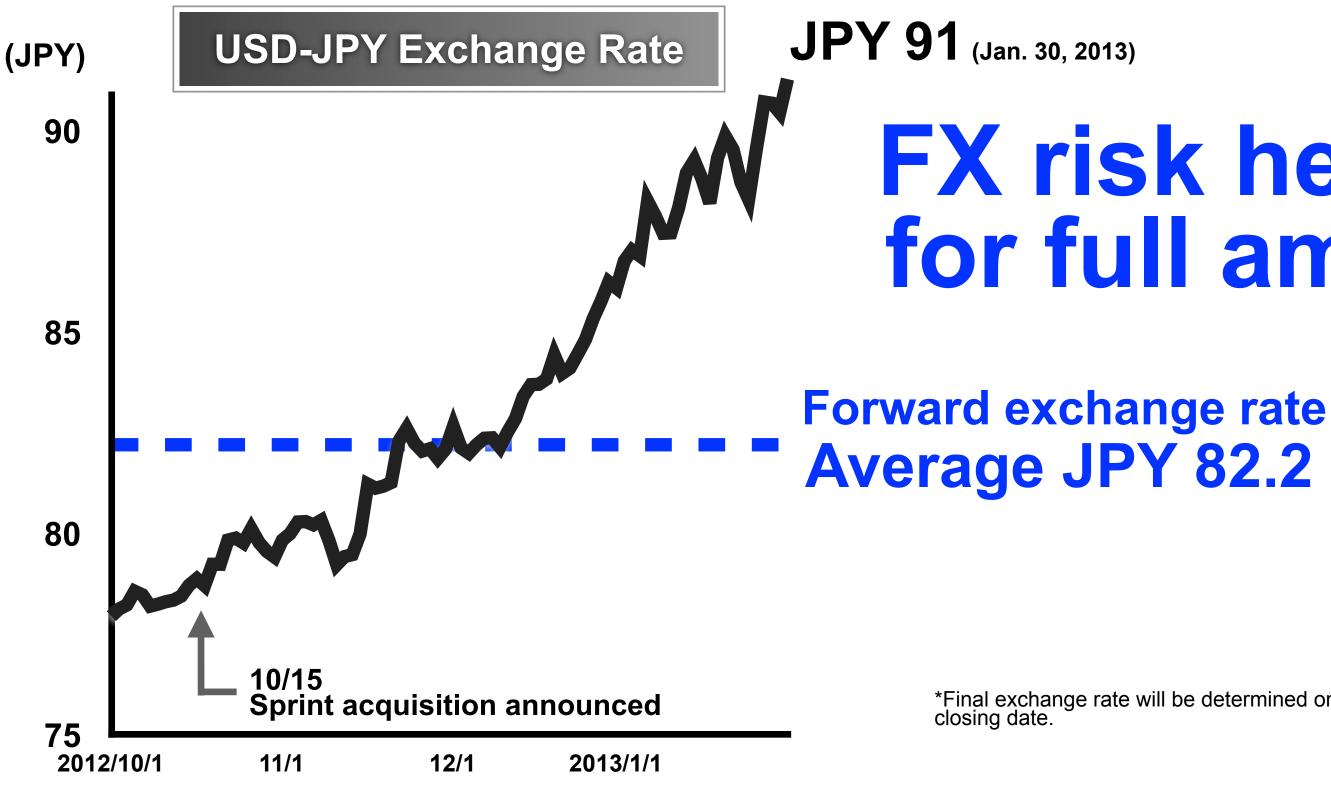




## Financing to complete acquisition is available

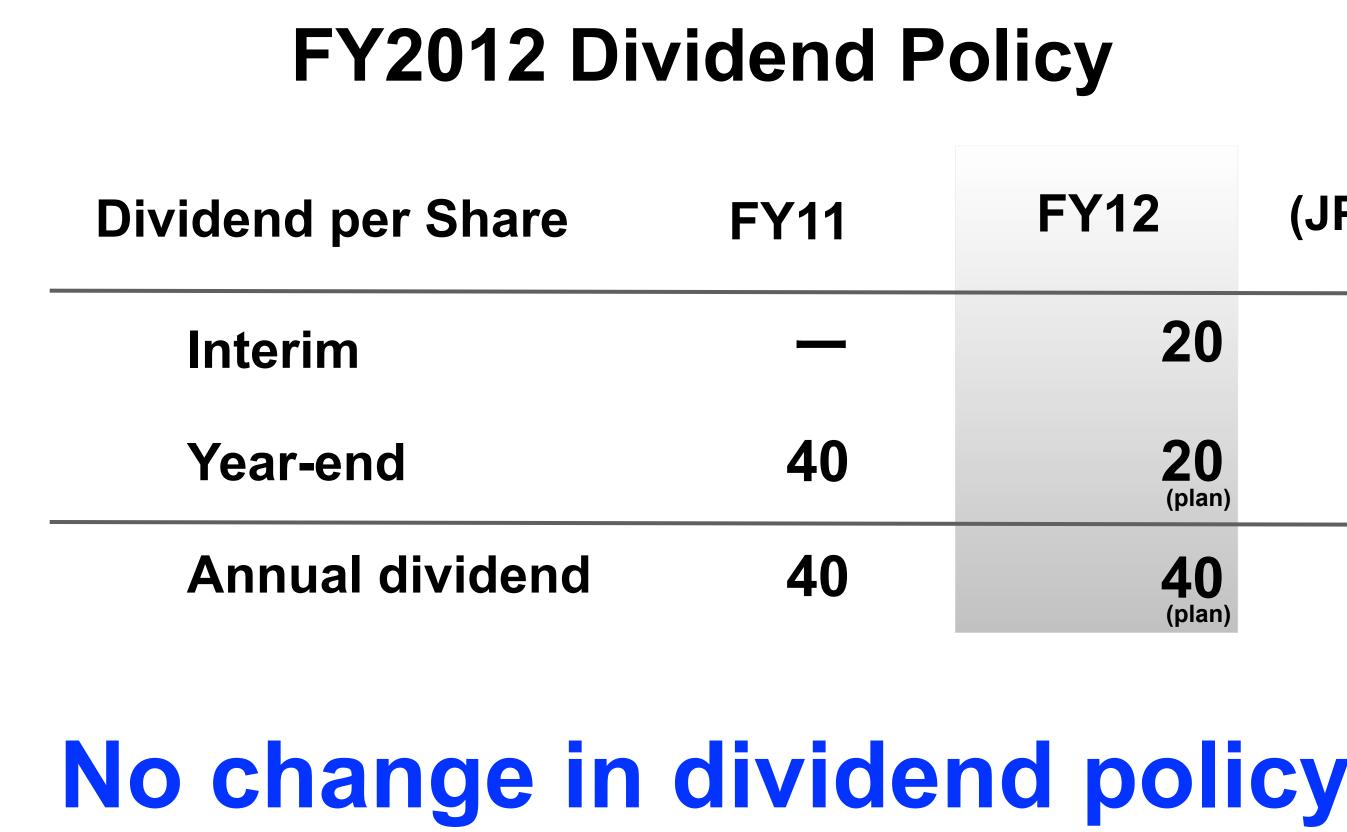
\*Refer to the press release issued on December 17, 2012.

### **Sprint Acquisition (2)**



## FX risk hedged for full amount

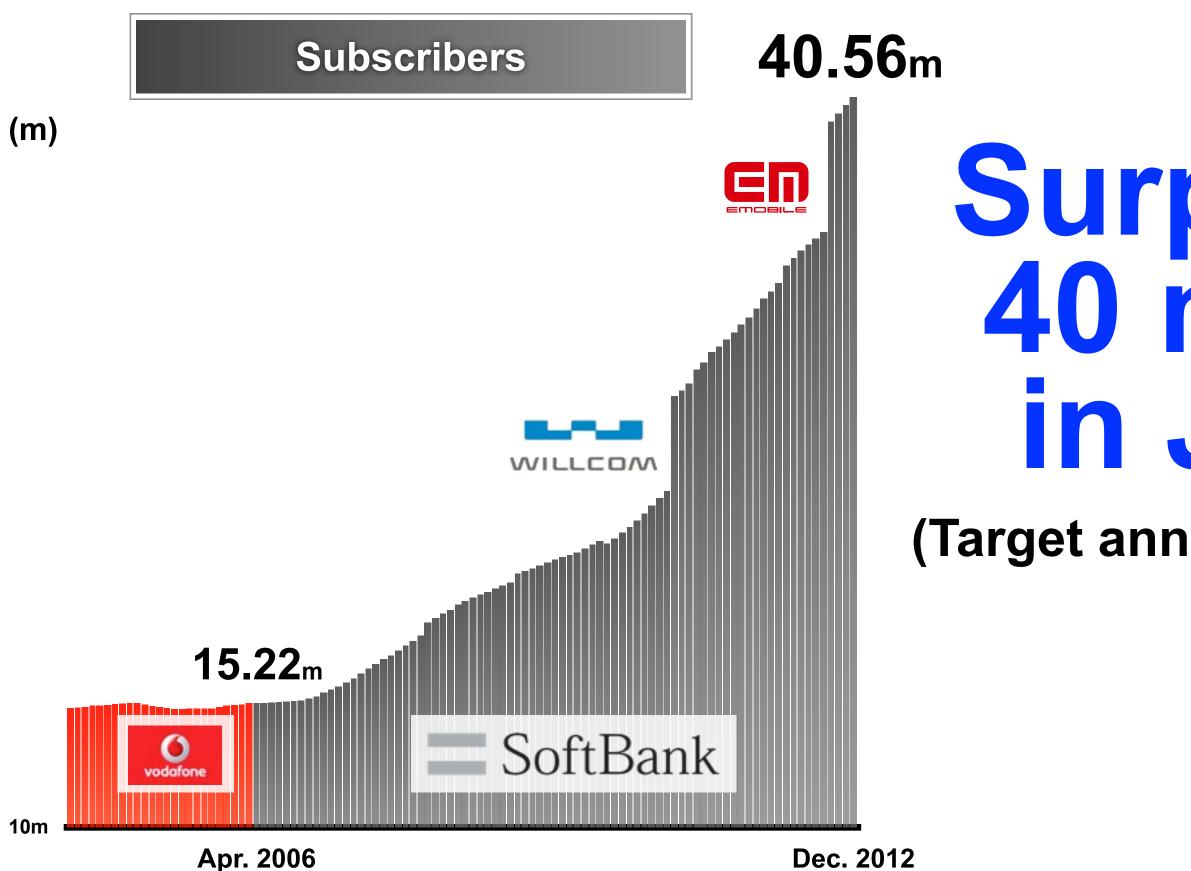
\*Final exchange rate will be determined on the Sprint acquisition



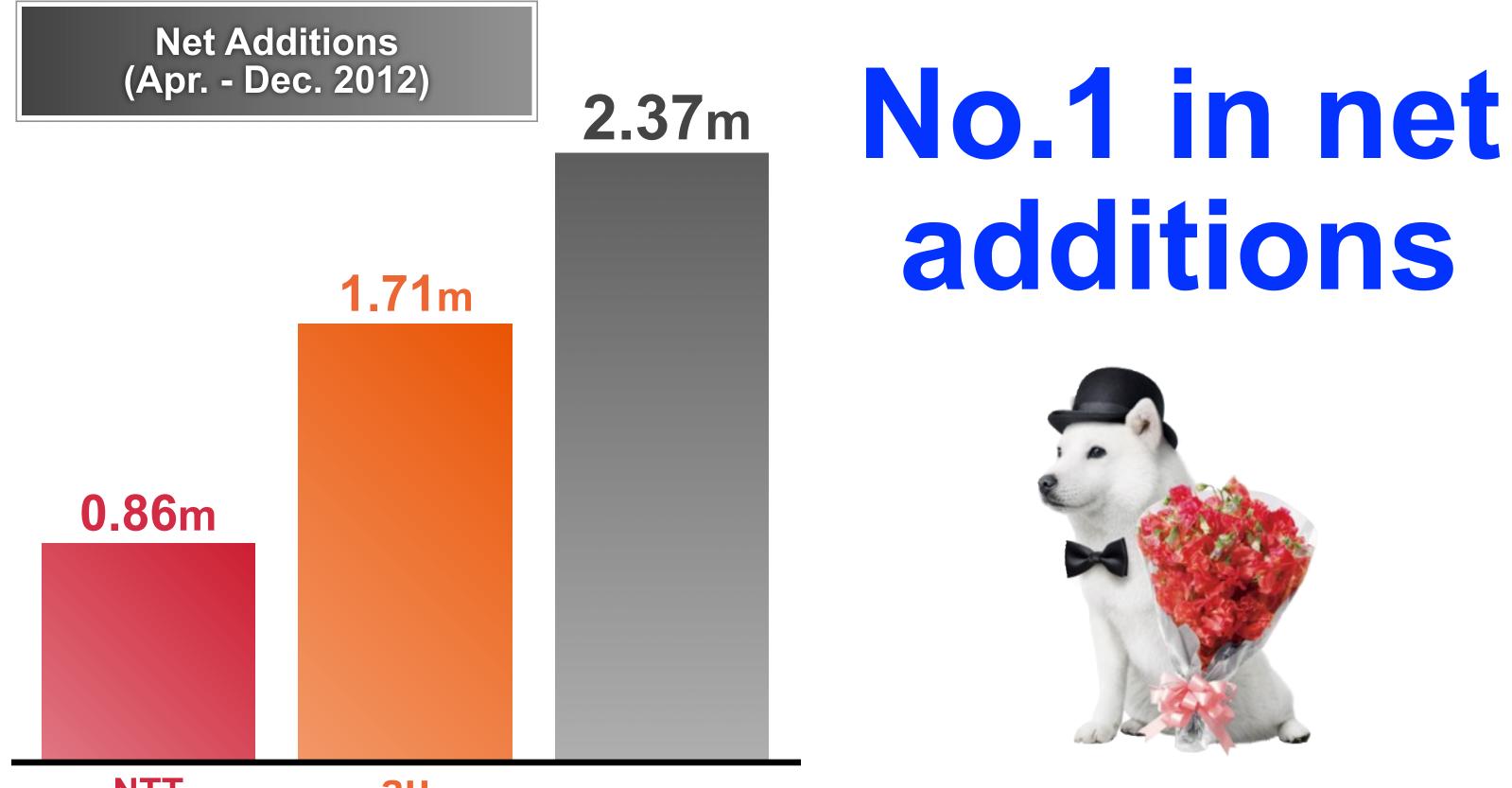
CY	
FY12	(JPY
20	
<b>20</b> (plan)	
<b>40</b> (plan)	
noli	

## Adoption of International Financial Reporting Standards (IFRS) along with Sprint acquisition (From FY2013/Q1)

## Status of Business in Japan



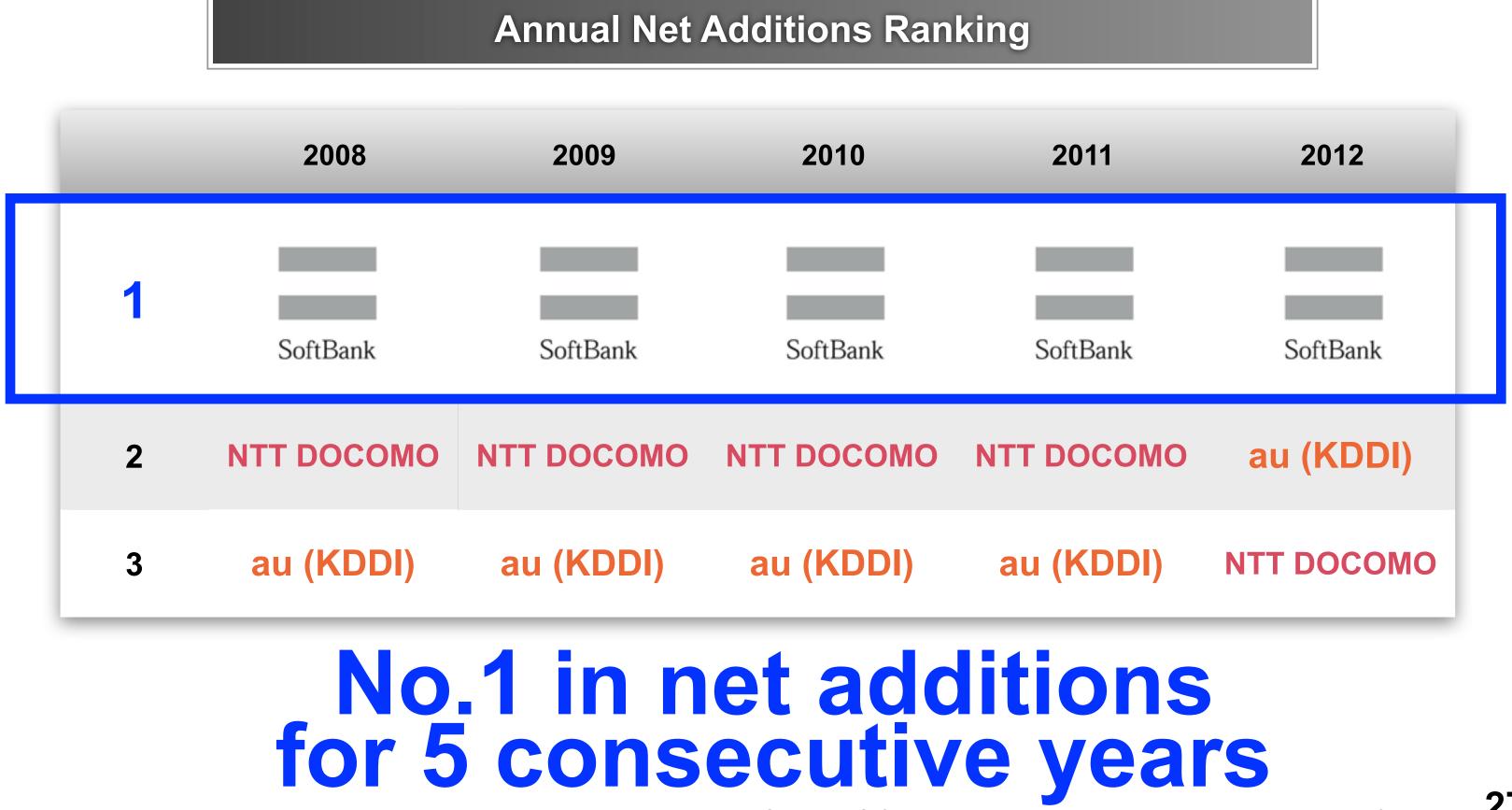
## Surpassed 40 million in Japan (Target announced Oct. 2010)

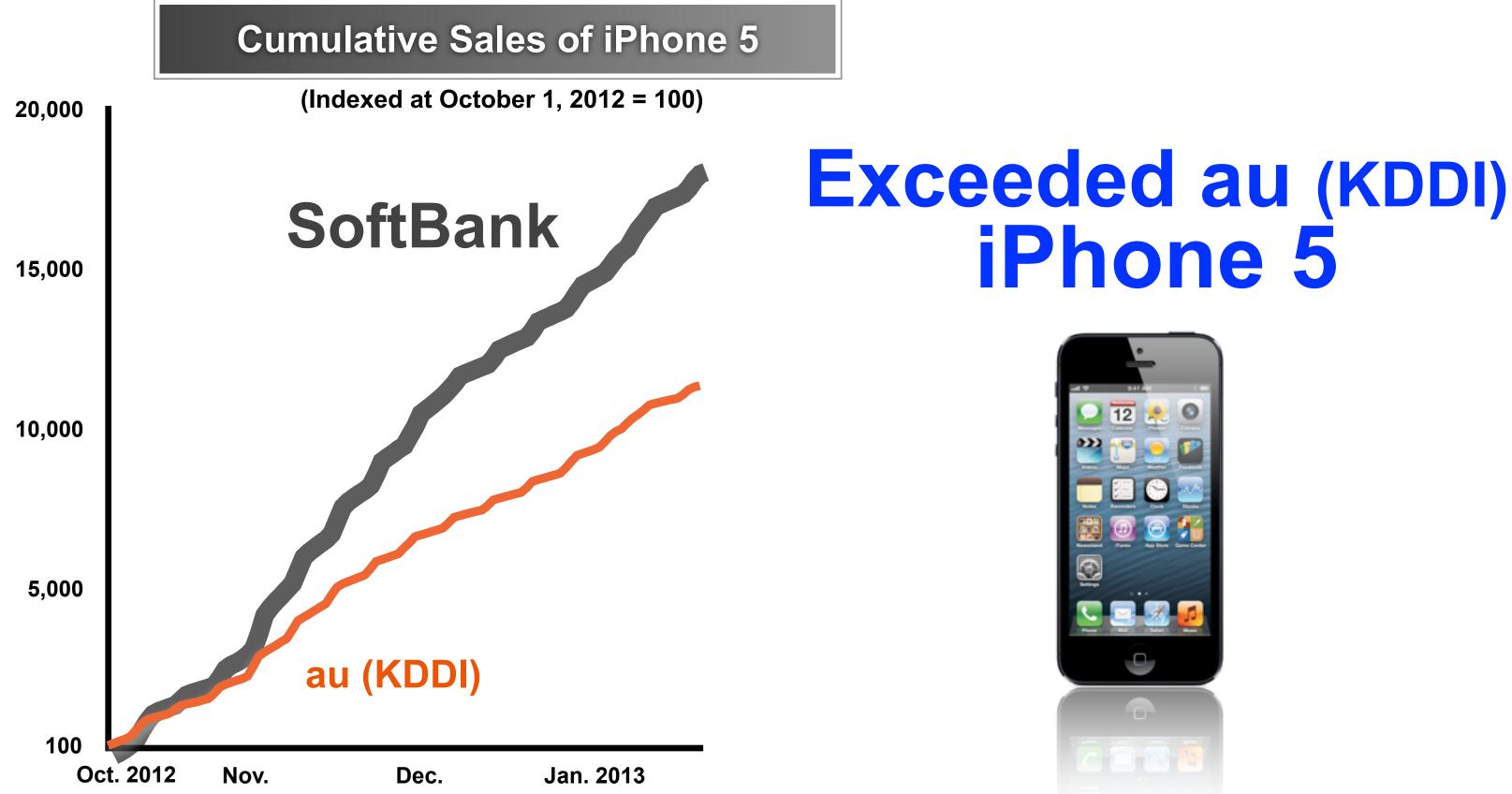


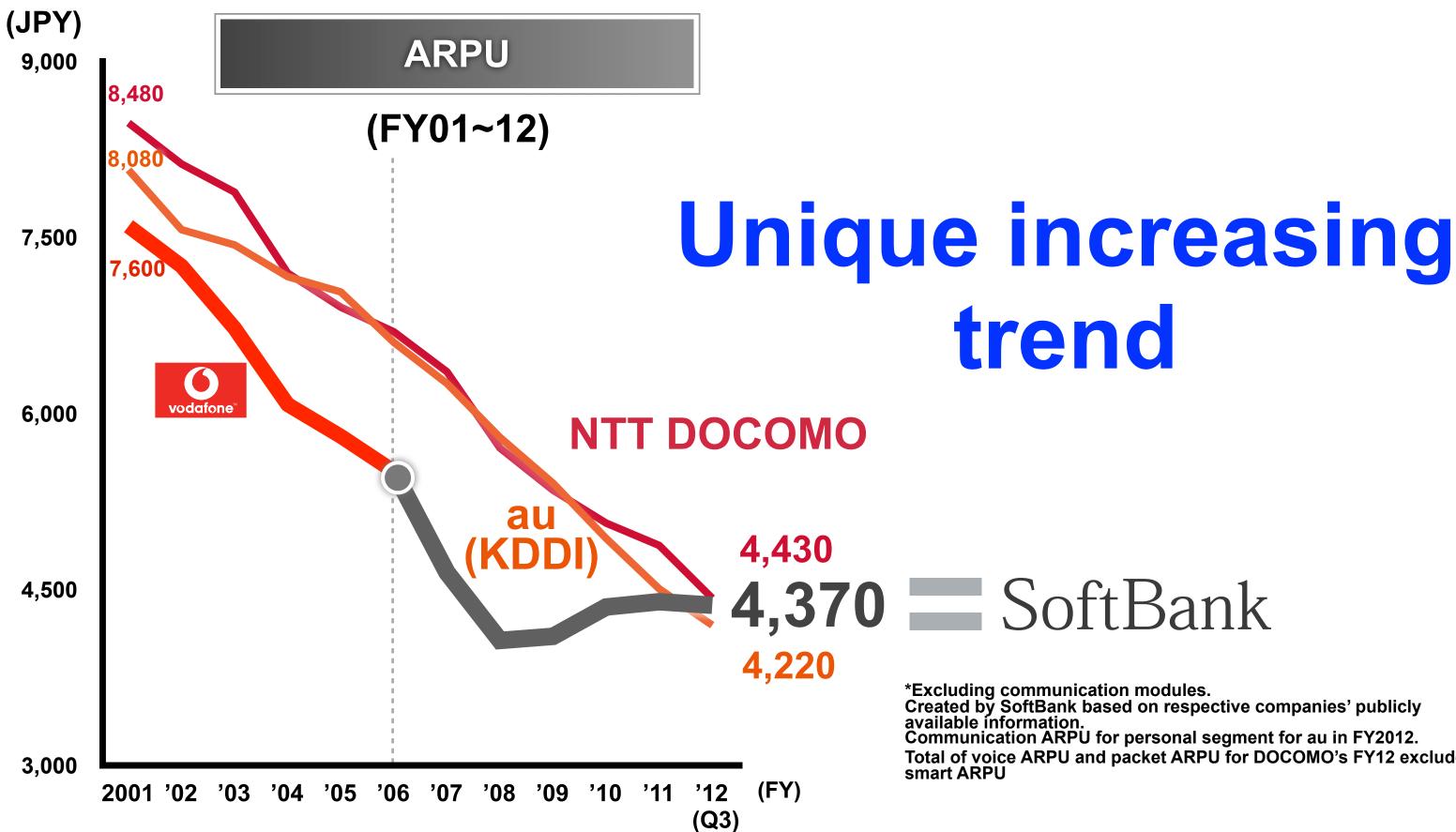
### NTT DOCOMO

au

**SoftBank** 



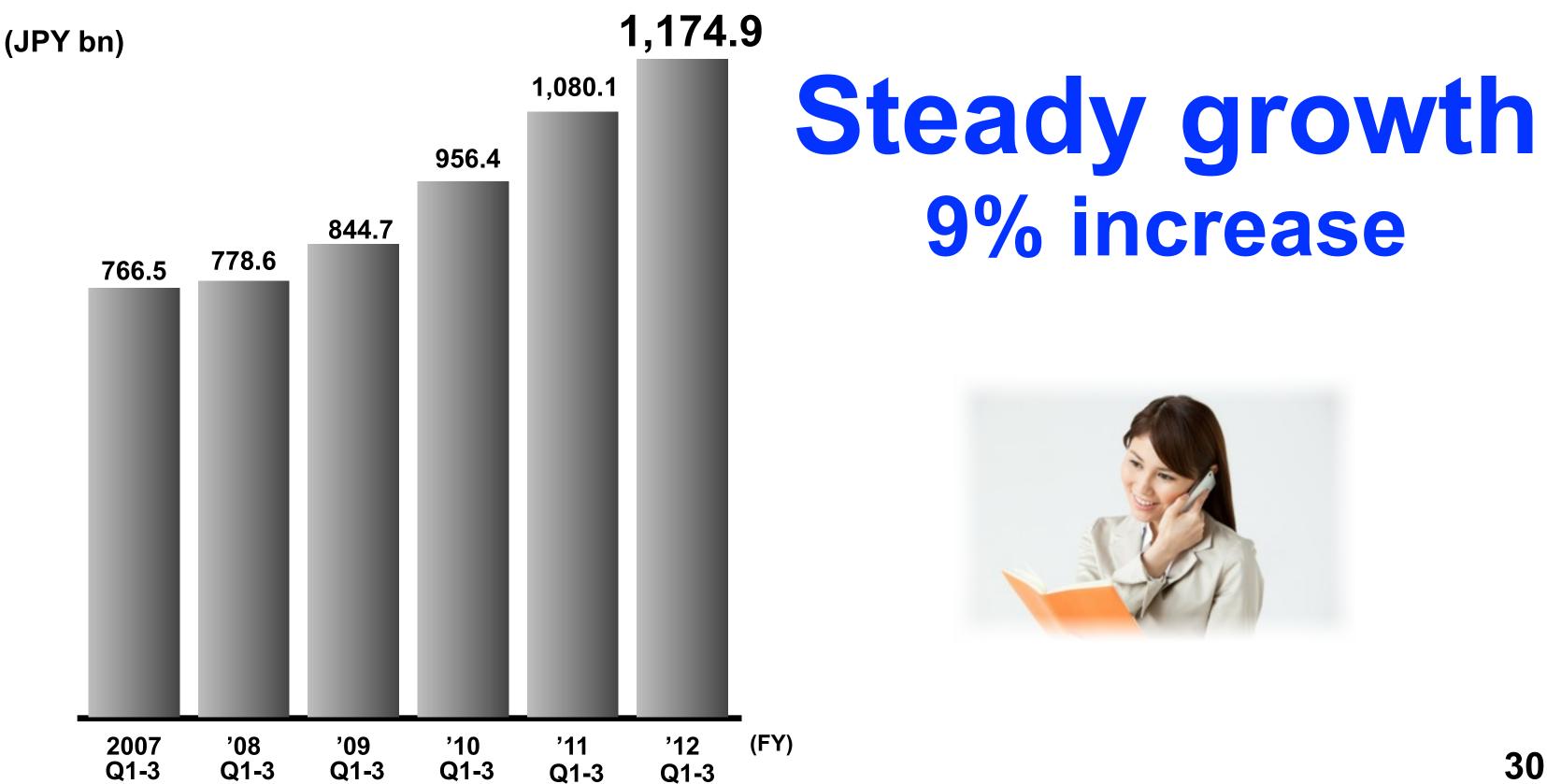




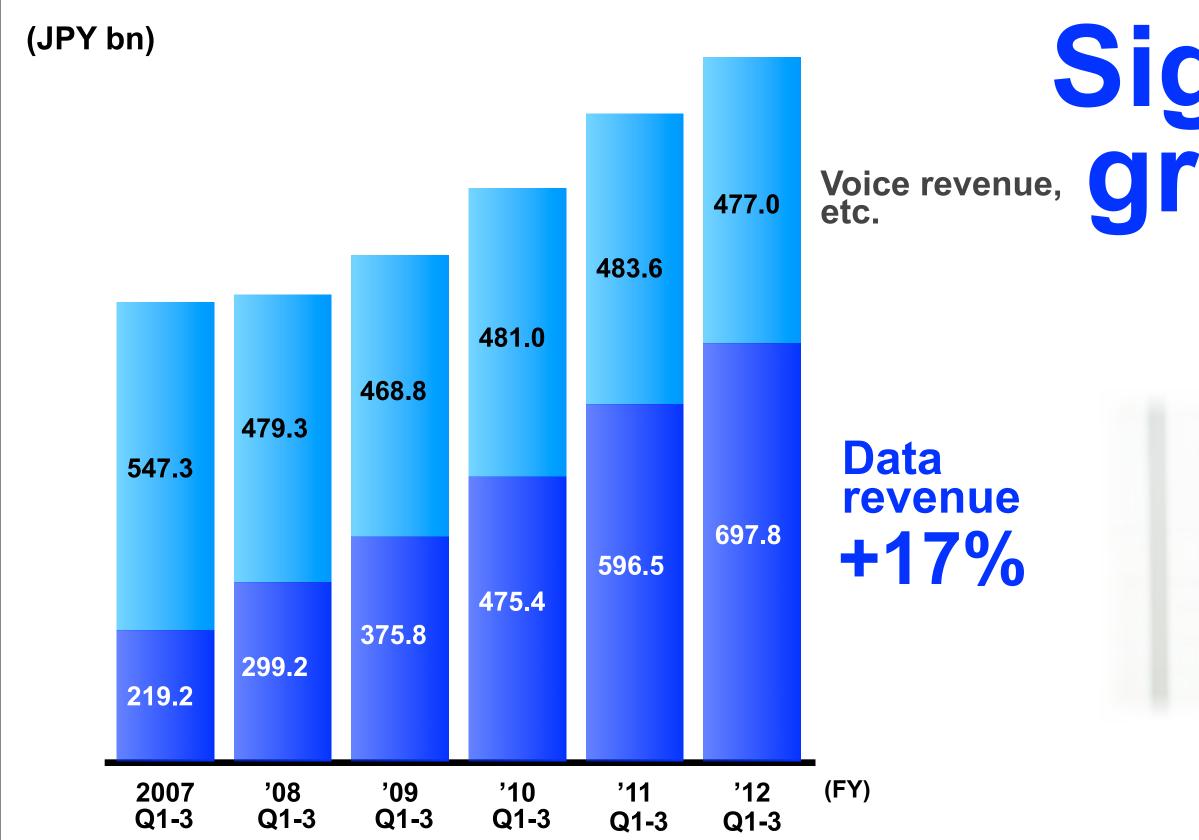
\*Excluding communication modules. Created by SoftBank based on respective companies' publicly available information.

Communication ARPU for personal segment for au in FY2012. Total of voice ARPU and packet ARPU for DOCOMO's FY12 excludes

### **Mobile Telecom Service Revenue**



Mobile Telecom Service Revenue



## Significant Voice revenue, growth in etc.



### **Mobile Service Revenue Growth Rate (YoY)**

+9%

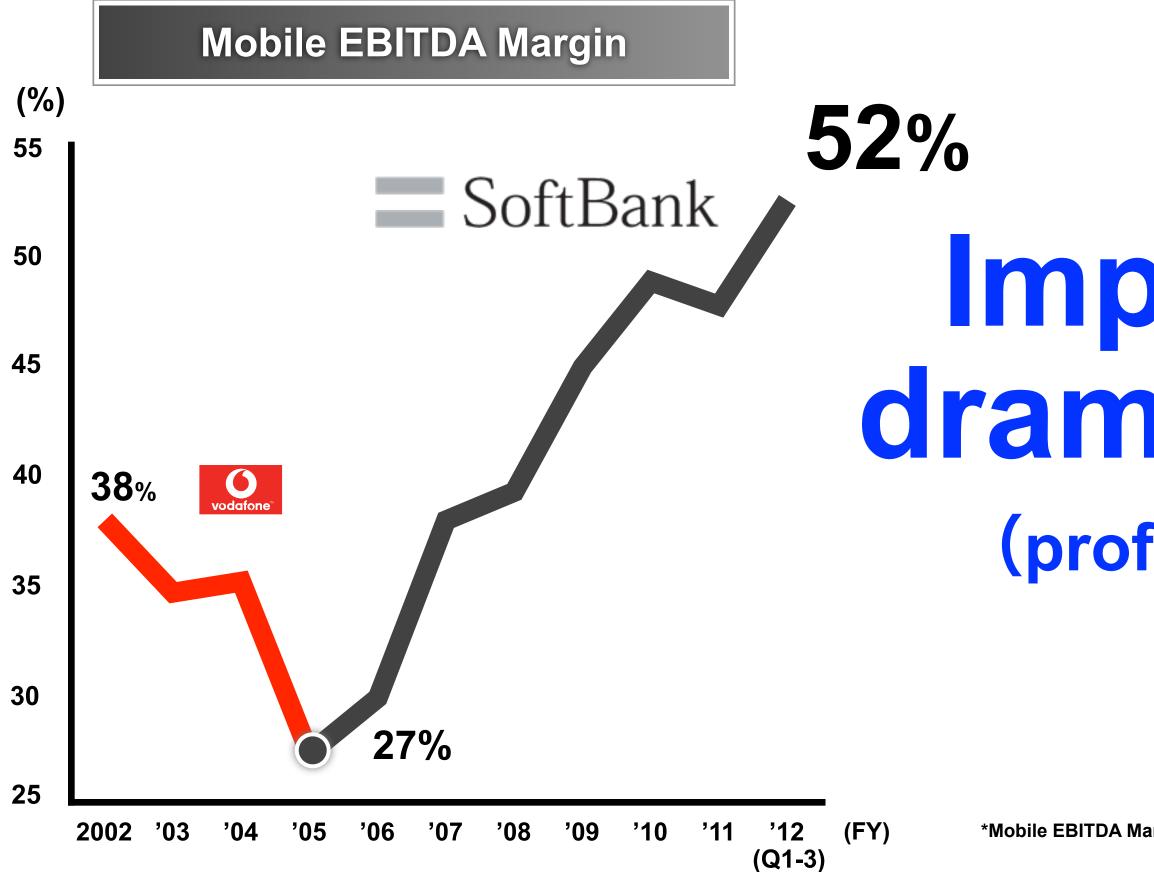




### **SoftBank**

\*April to December (9-month period) \*Created by SoftBank based on respective companies' publicly available information. Communication ARPU of personal segment for au's. 32

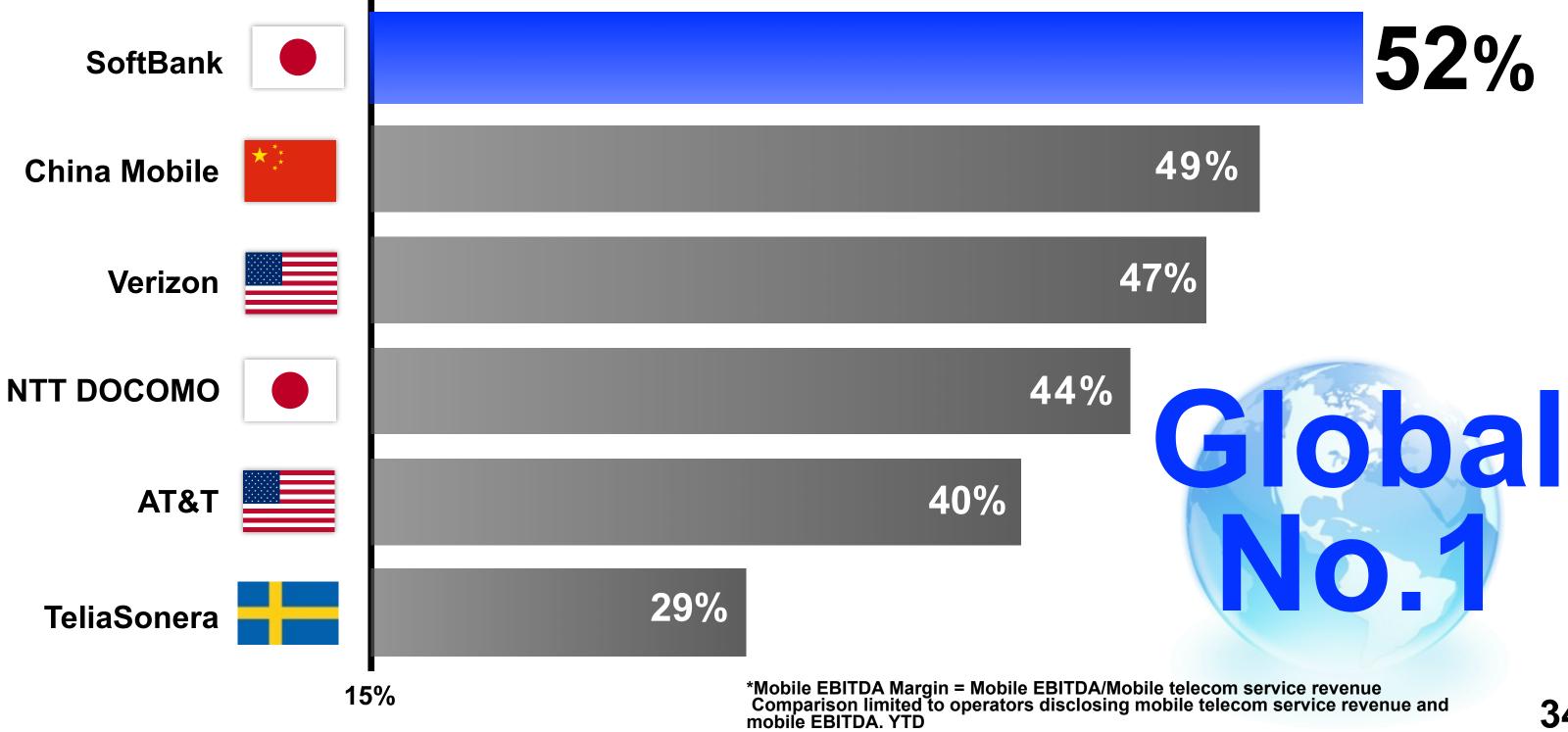
## **Exceptional** momentum



## Improved dramatically (profitability 2x)

\*Mobile EBITDA Margin = Mobile EBITDA/Mobile telecom service revenue

### Mobile EBITDA Margin

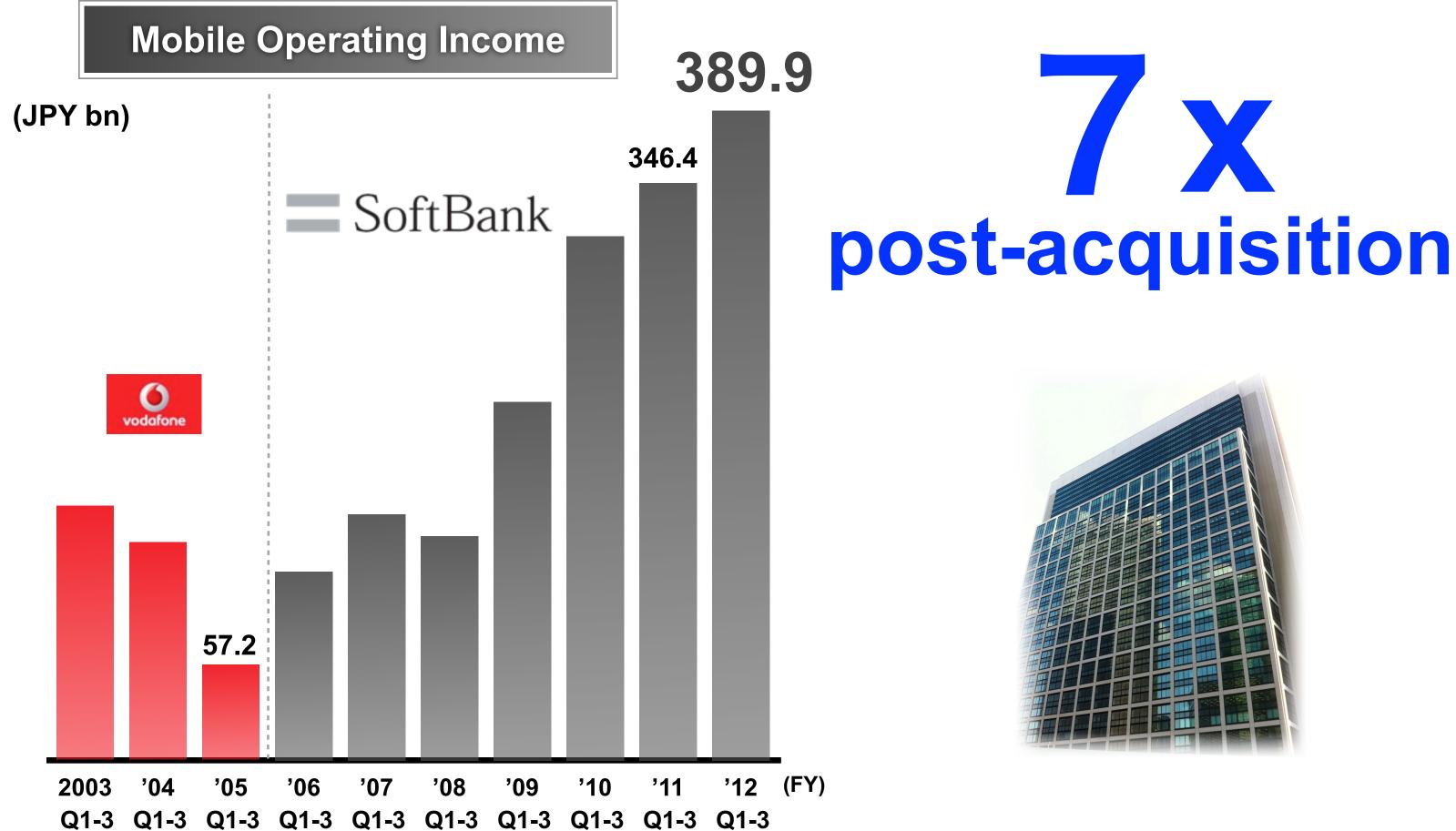






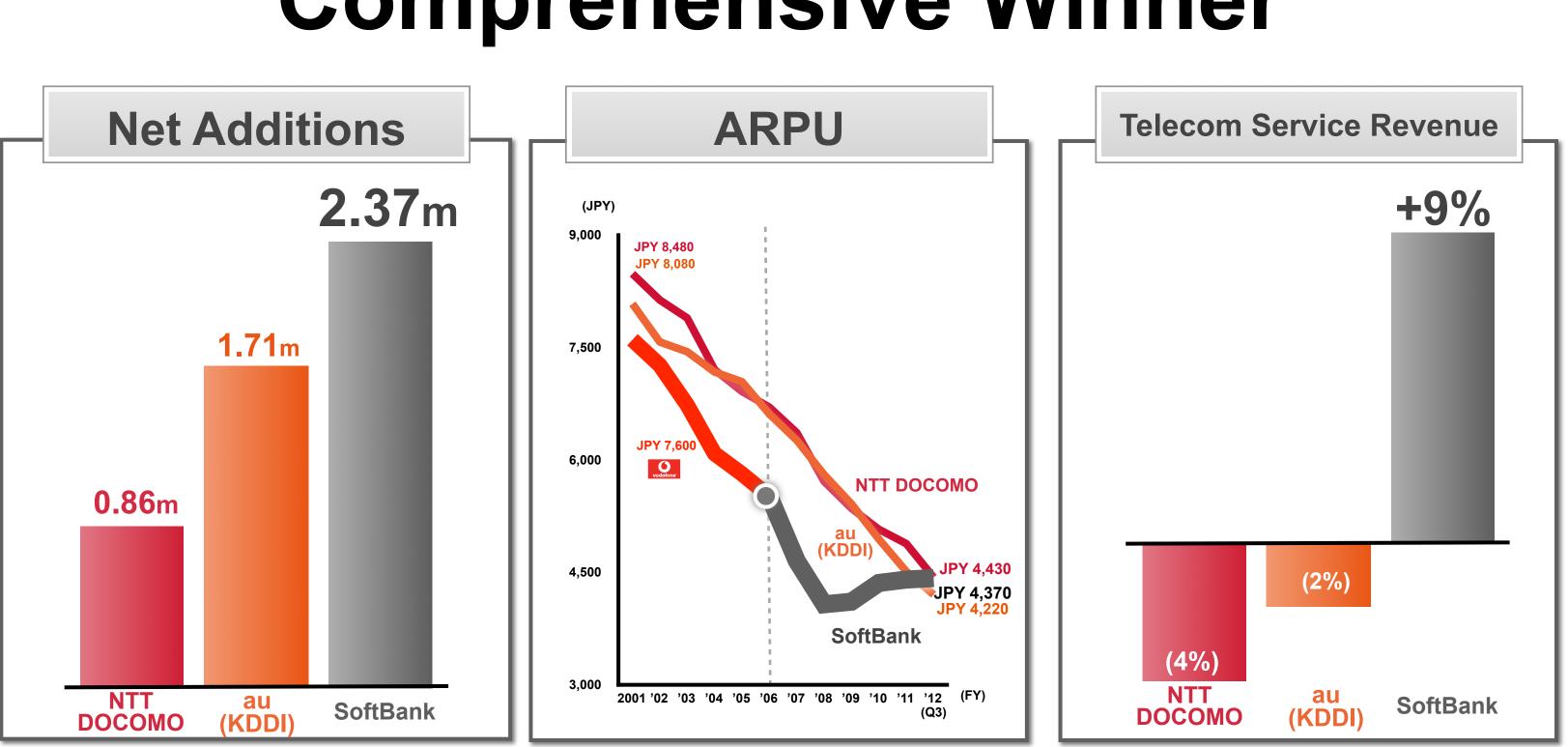


34



## 

# **Comprehensive Winner**



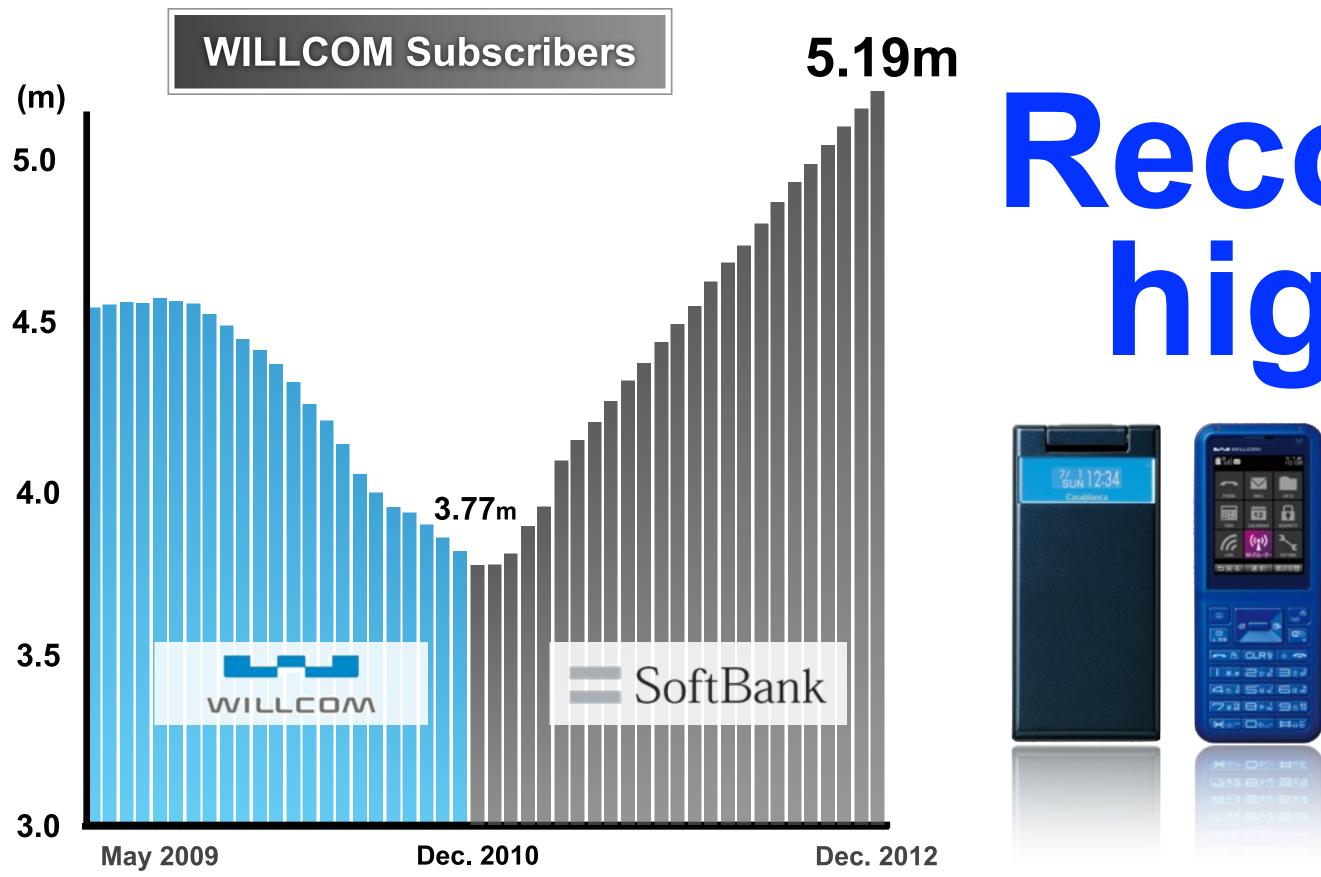
\*Apr. - Dec. FY12 for net additions.

\*ARPU excludes communication modules. Created by SoftBank based on respective companies' publicly available information.

\*Total of voice ARPU and packet ARPU for DOCOMO's FY12. Excludes Smart ARPU.

\*Communication ARPU of personal segment for au's FY12.

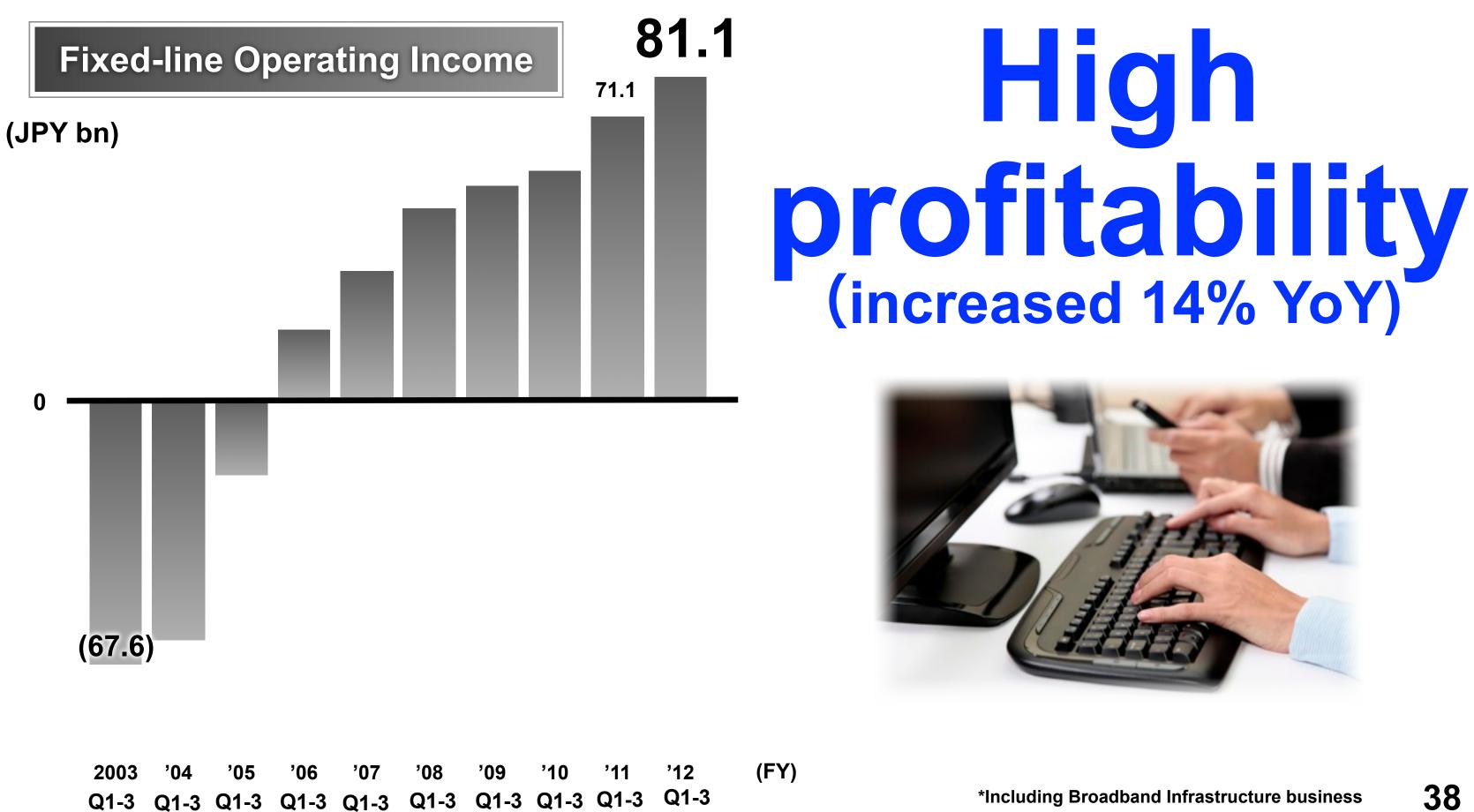
\*Communication ARPU of personal segment for au's (mobile) FY12 Q1-3.



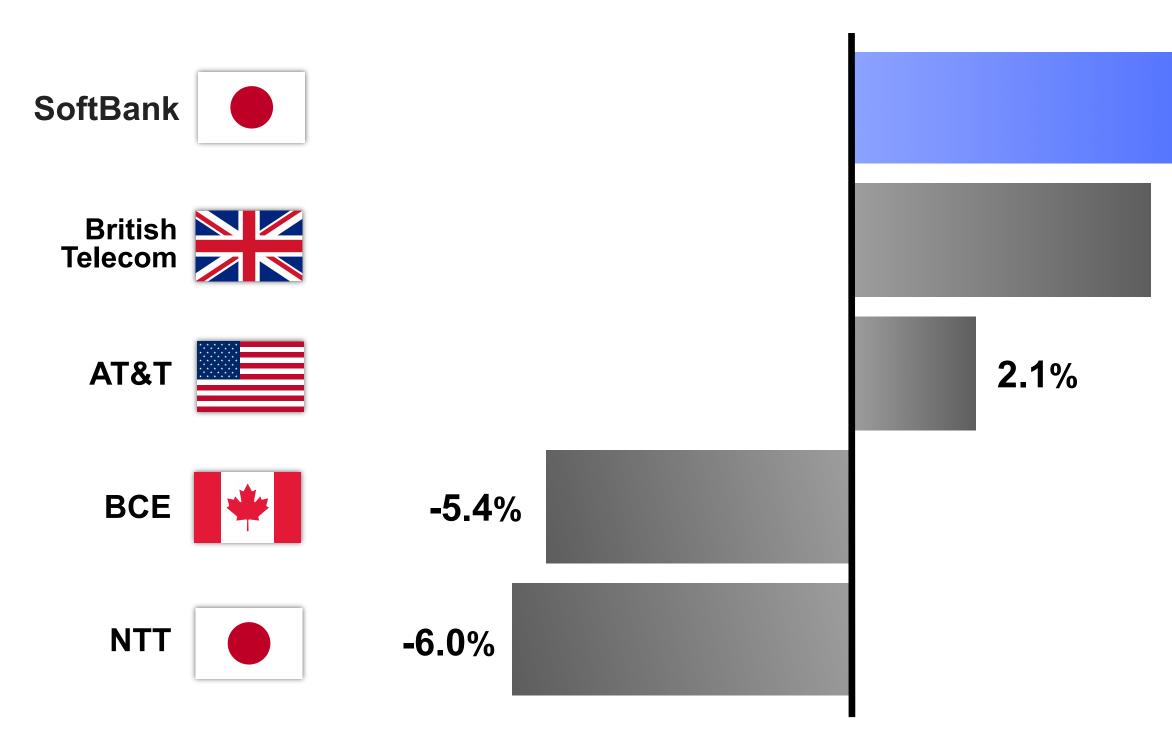
# Record high



\*PHS+3G



### **Fixed-line Operating Income Growth Rate**



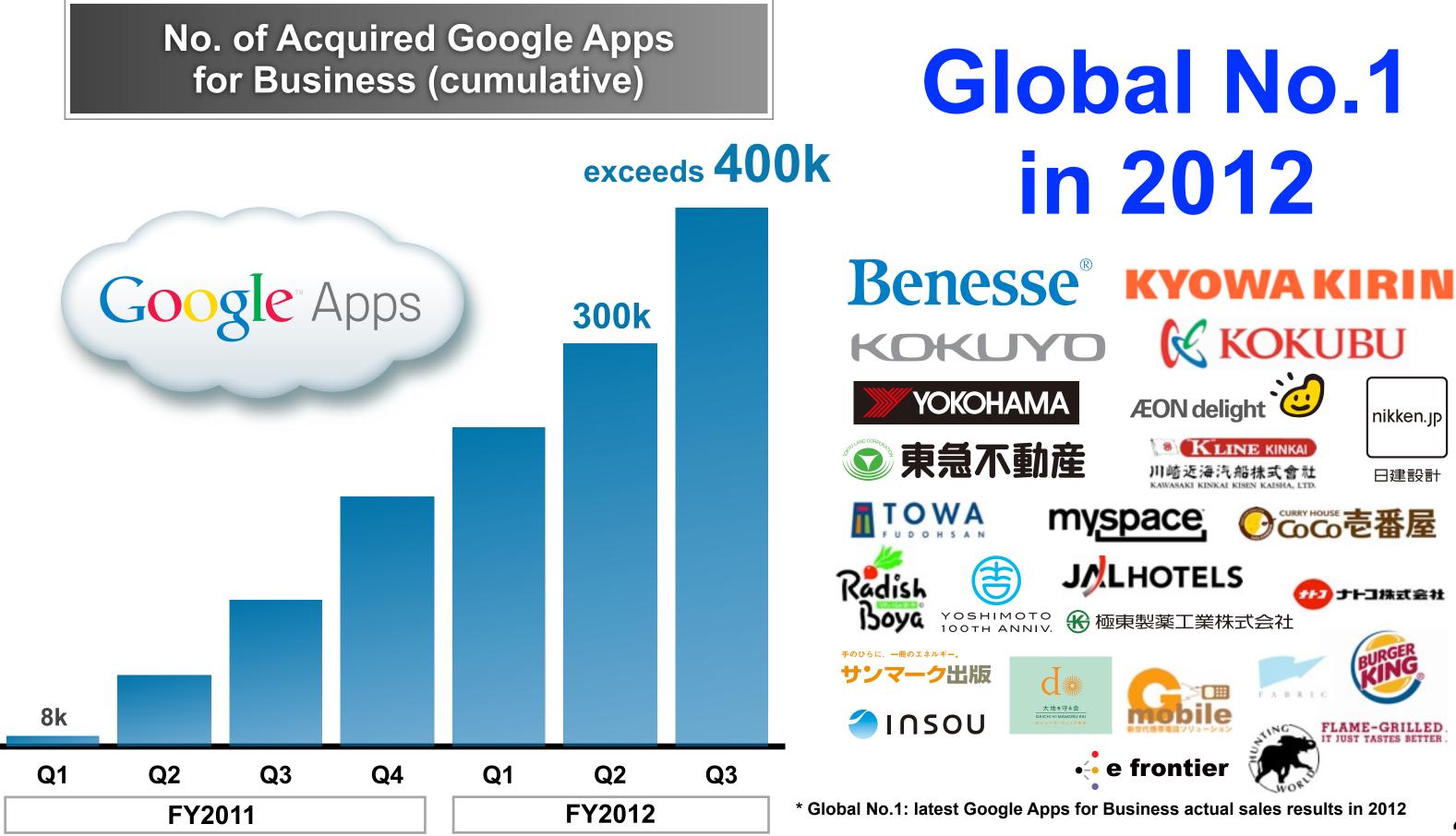
\*SoftBank includes Broadband Infrastructure Business, while AT&T and BCE represents Wireline segment, and NTT represents Regional Communications segment. 39 \*Created by SoftBank based on respective companies' publicly available information





### 5.3%









### **Google Play Global Top Sales Ranking**

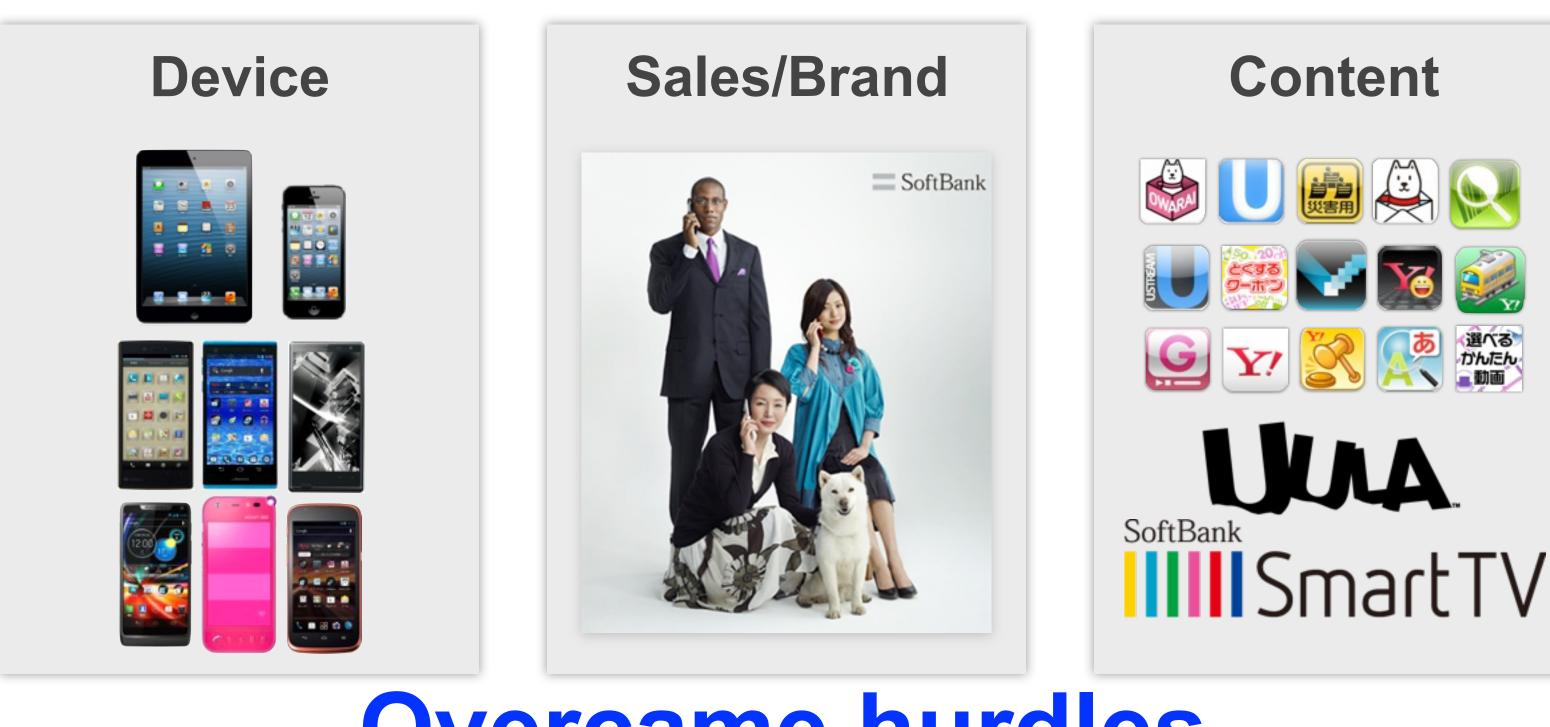




### **SoftBank's voting rights**



\*Sales in December 2012, surveyed by AppAnnie



# **Overcame hurdles**, enhanced competitiveness



# **Tackle the Last Hurdle**



# **Network Satisfaction**

# Speed X Connectivity (voice & data)

# **Network Satisfaction**

# Speed X Connectivity (voice & data)

# National Speed Survey by RBB

5km

Subscribers from each operator used the app to measure speed



# Judged the fastest operator

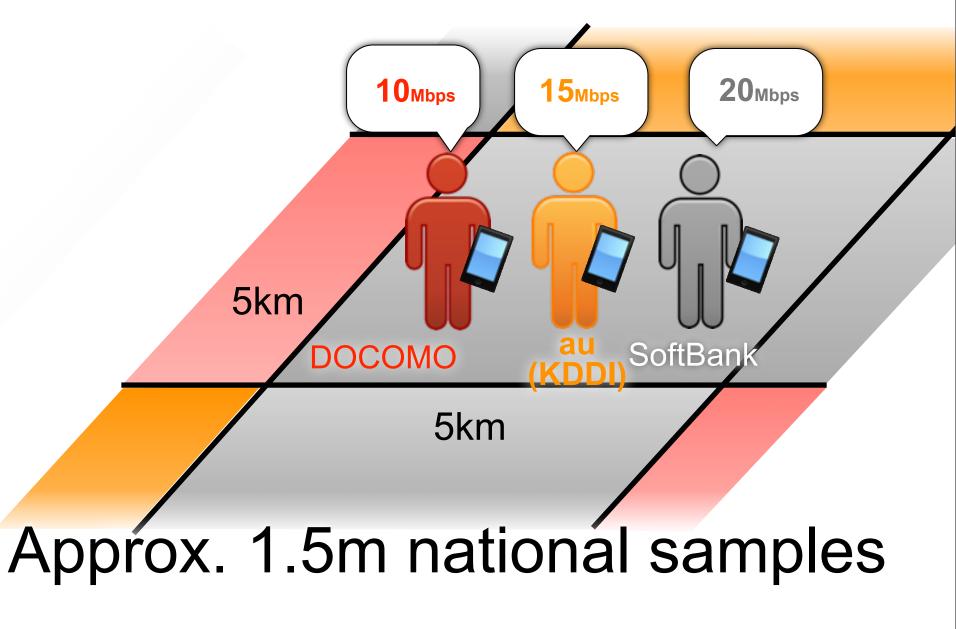
(Source) RBB TODAY press release (Jan. 23, 2013)

Measured period : Oct. 1 - Dec. 31, 2012

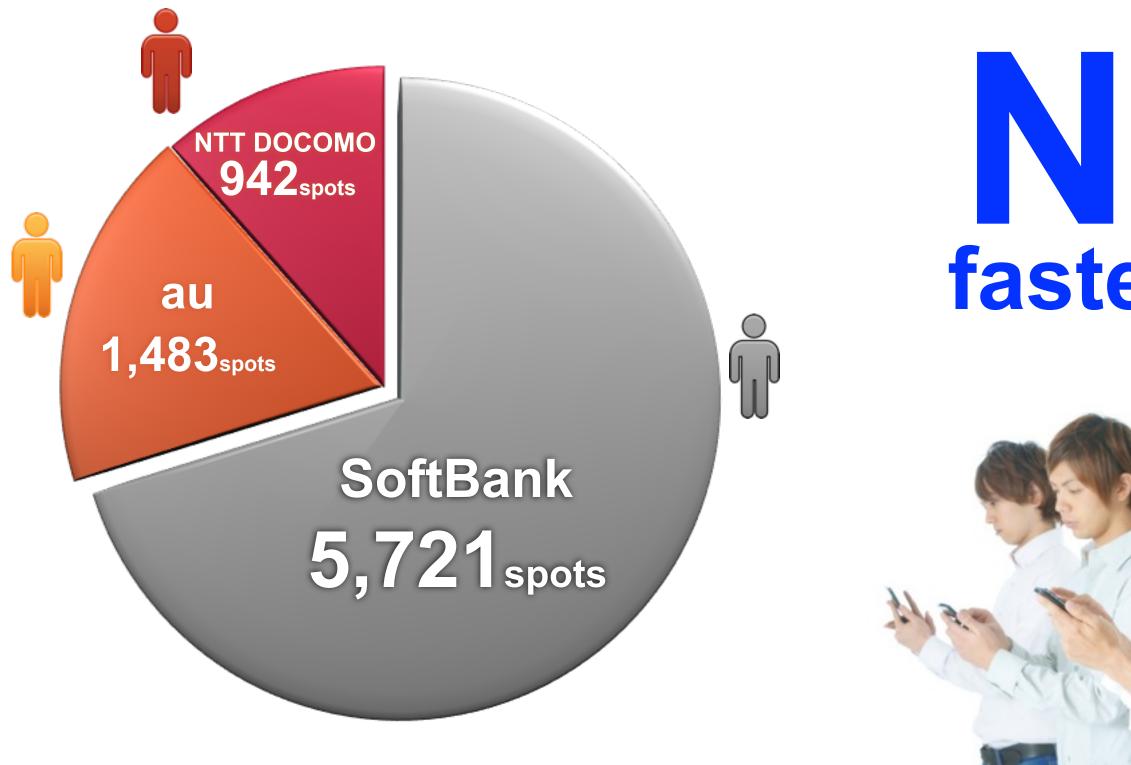
Judged based on average speed (downlink) within a 5 km X 5 km area obtained for each of the operators in the scope of comparison.



## (Measurement Method)



### No. of Spots Counted as Fastest (iOS+Android)



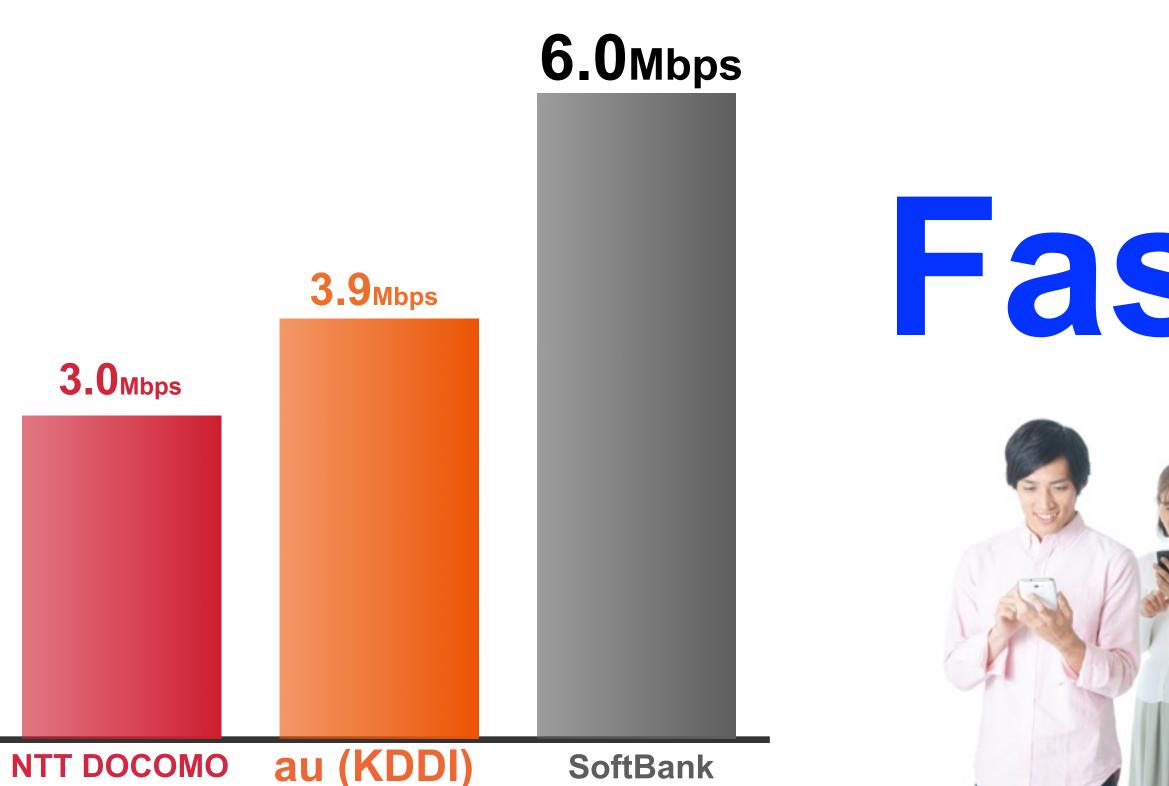


# NO.1 fastest spots

(Source) RBB TODAY survey (Jan. 23, 2013)



Average Speed (iOS+Android)

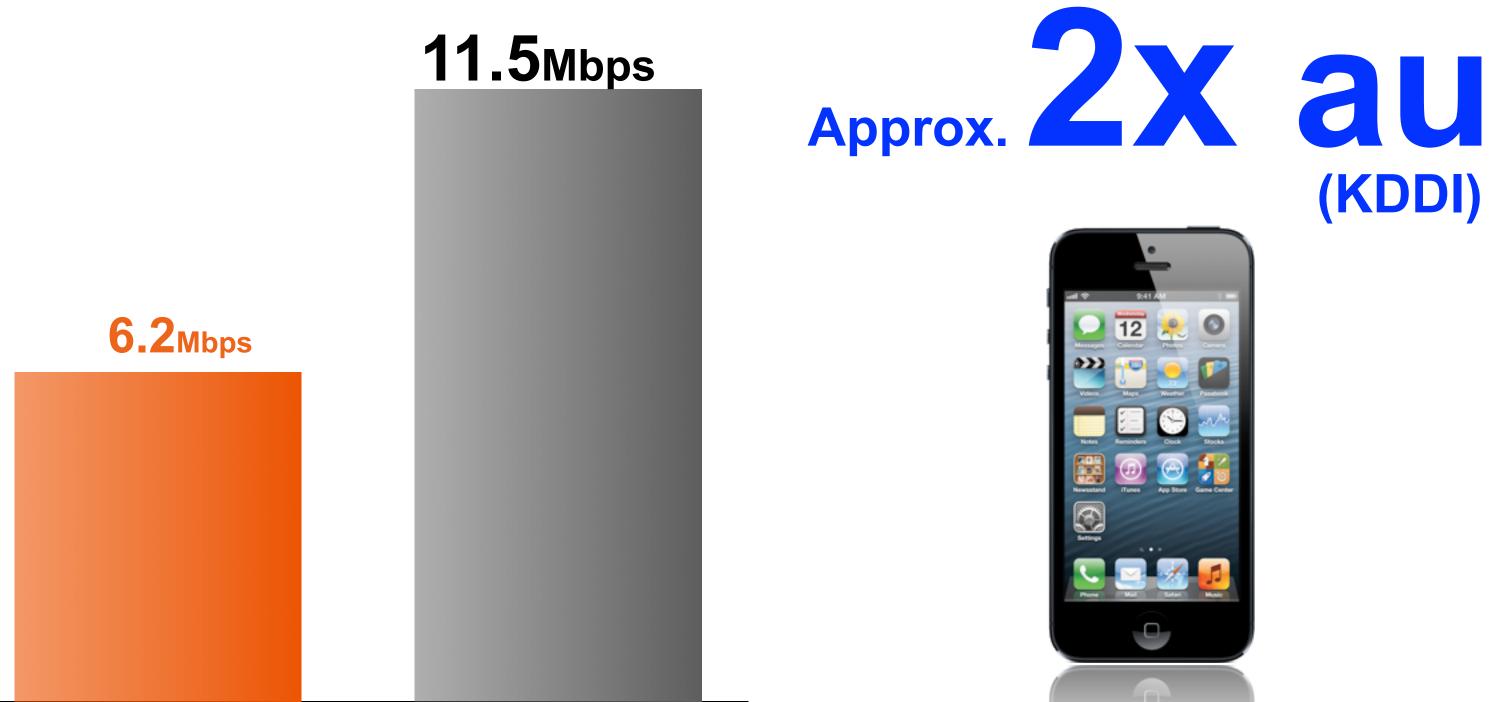




# Fastest

(Source) RBB TODAY survey (Jan. 23, 2013)

### Average LTE Speed (iOS)

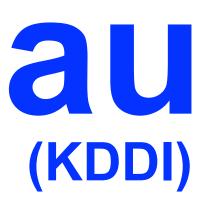


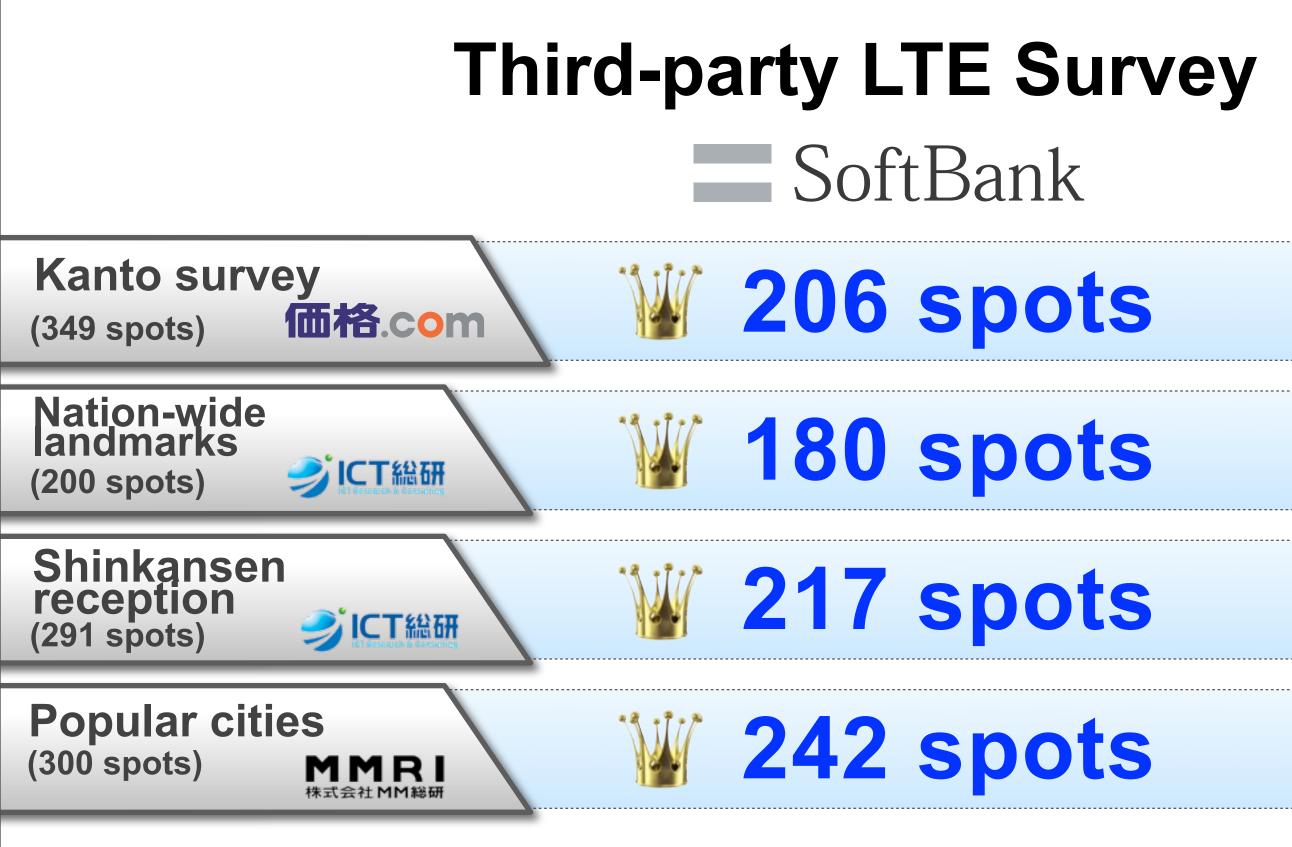
### au (KDDI)

**SoftBank** 









Source: Kakaku.com iPhone 5 speed survey (Kanto 349 spots/ Nov. 8 - 20, 2012) ICT Research & Consulting, Smartphone LTE speed survey (200 spots nation-wide/ Nov. 6, 2012) ICT Research Institute, smartphone LTE speed survey at 97 Shinkansen stations (all 97 Shinkansen stations/ 291 spots/ Dec. 19, 2012) MM Research Institute, next-generation high-speed communication (4G) smartphone speed survey (300 spots nation-wide/ Dec. 13, 2012)



## 152 spots

## 126 spots

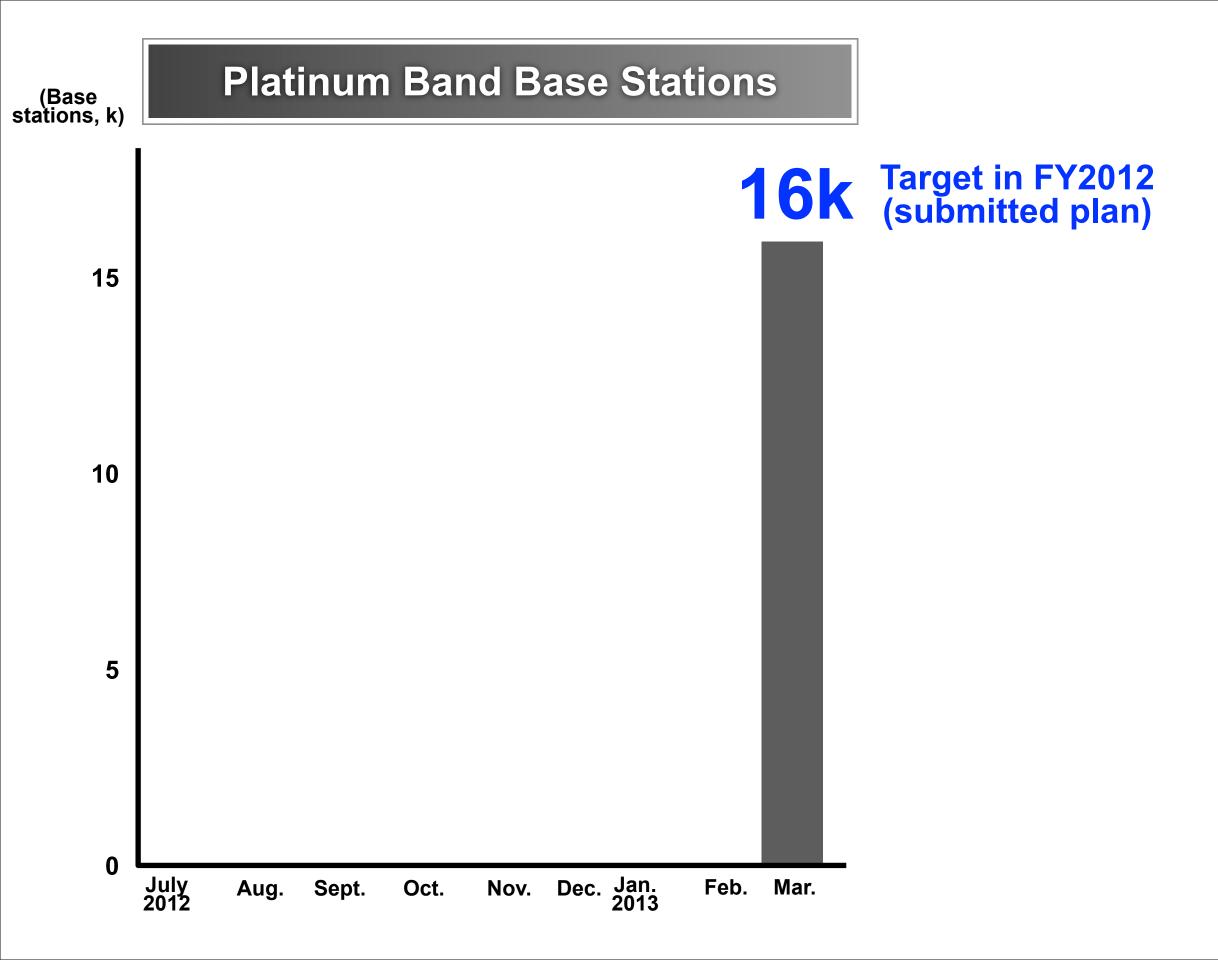
## 103 spots

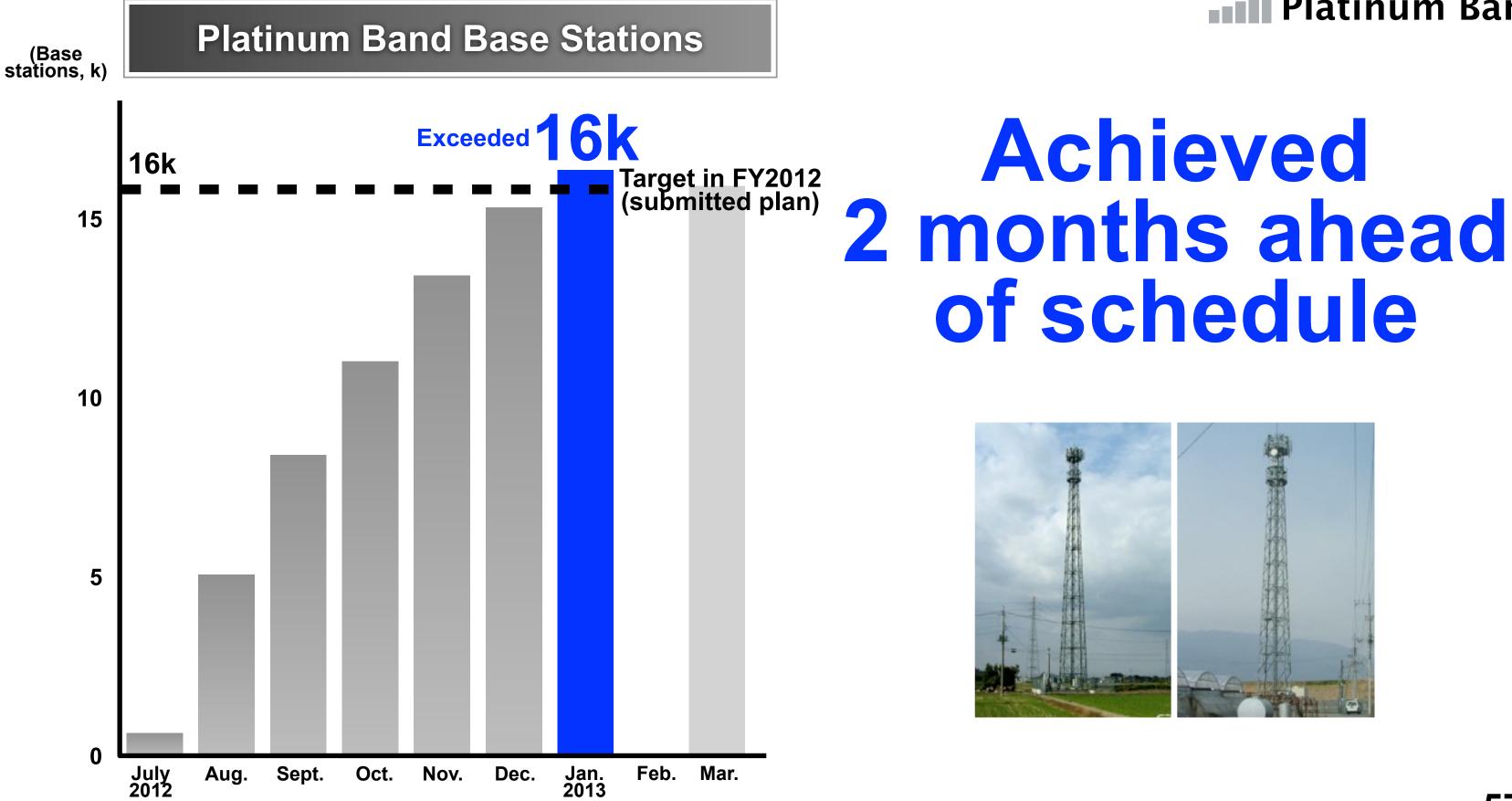
## 205 spots

# **Network Satisfaction**

# Speed X Connectivity (voice & data)

Video



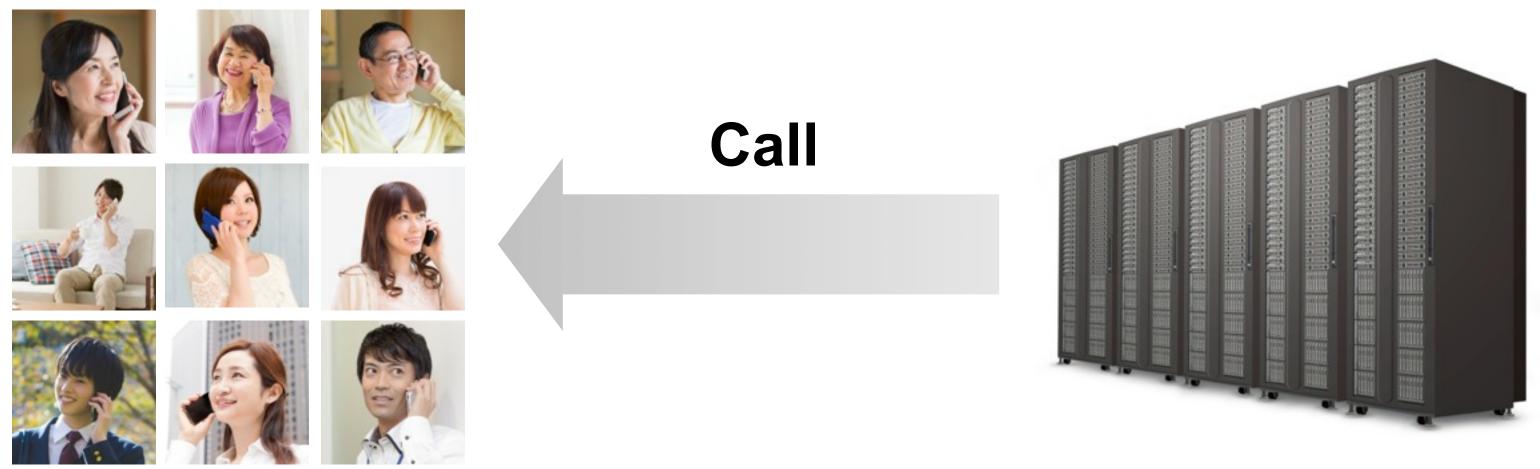


# Call Connection Rate



## **Call Connection Rate**

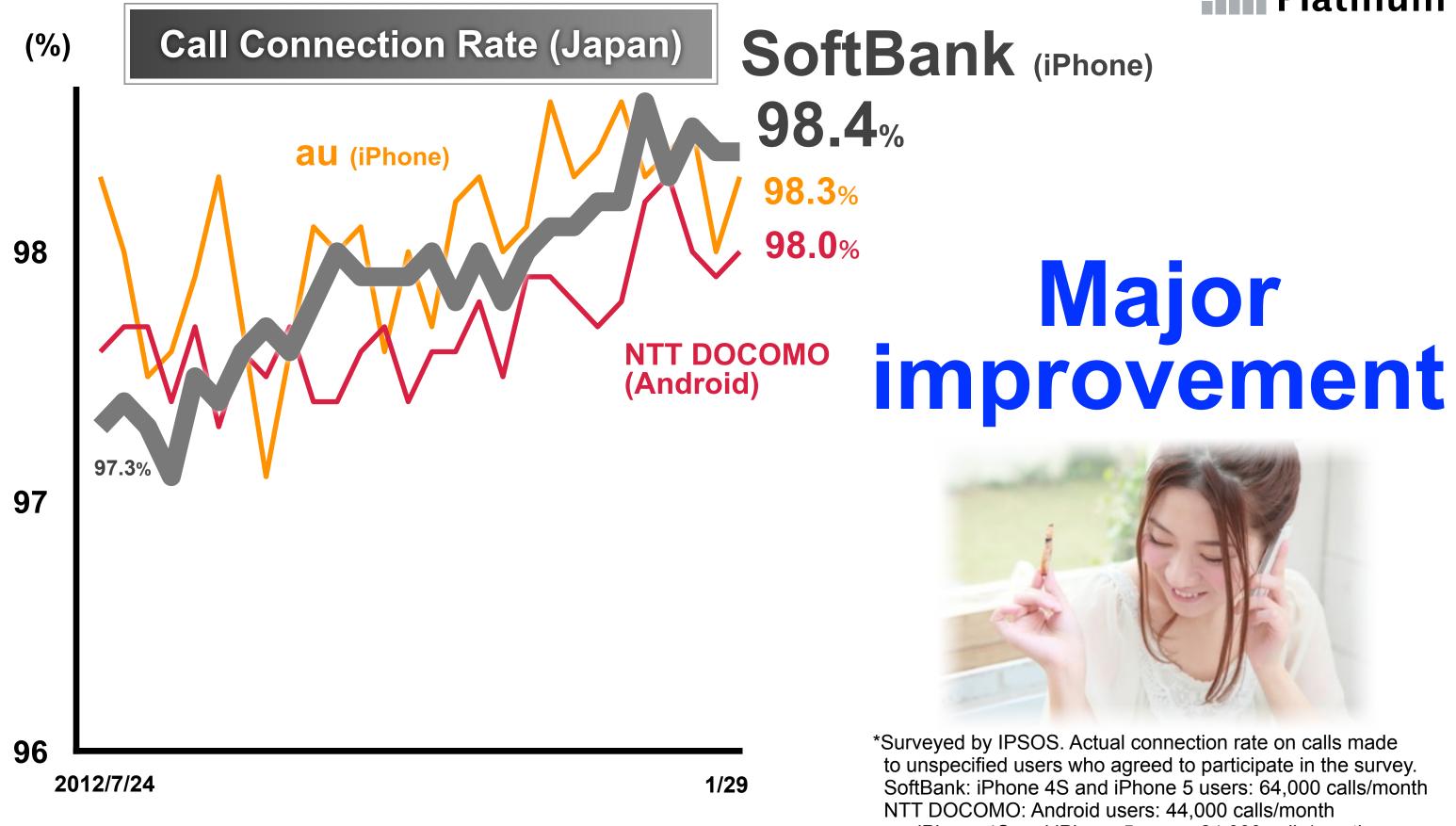
### **Users of different operators** (agreed to participate in the survey)



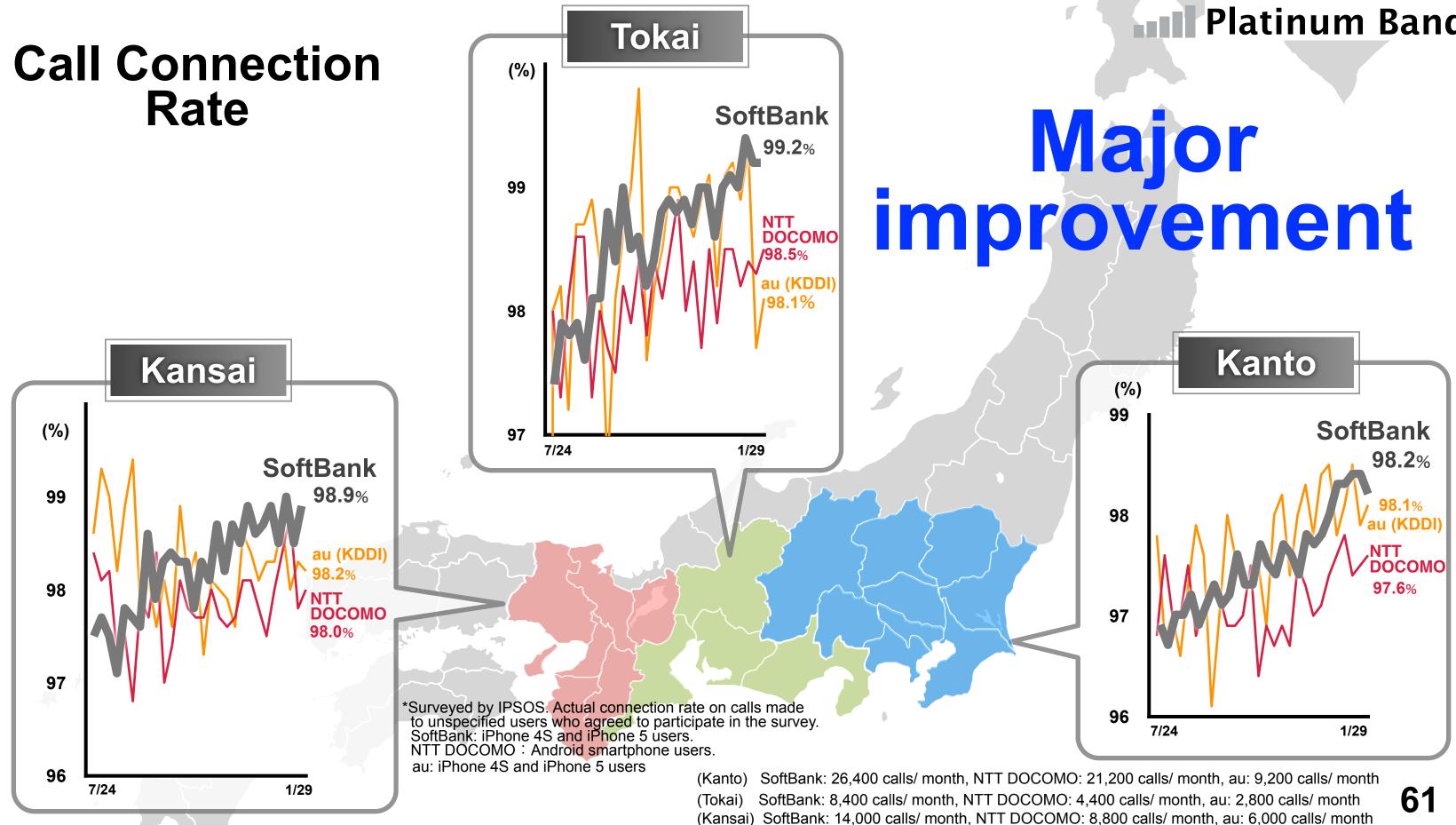
# 130k call data / month

### **Research company's** calling system





au: iPhone 4S and iPhone 5 users: 24,000 calls/month



# Data Connection Rate



## **Data Connection Rate**

### Users agreed to provide data to the app

(Disaster warning app, etc.)



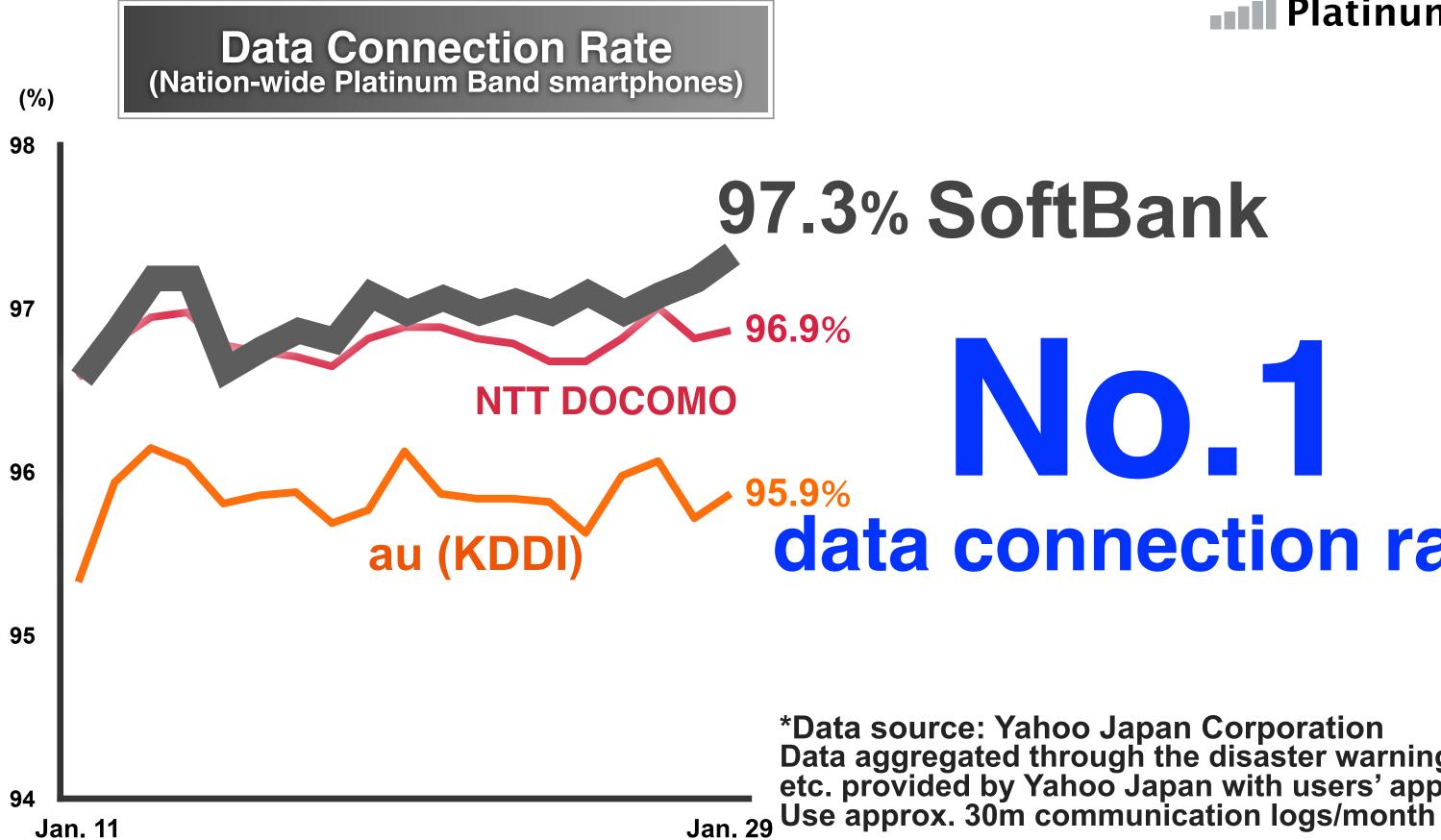
## Data communication log (excl. personal info)

**Data source:** Yahoo Japan Corporation

# Analyze approx. 30m data communication logs per month

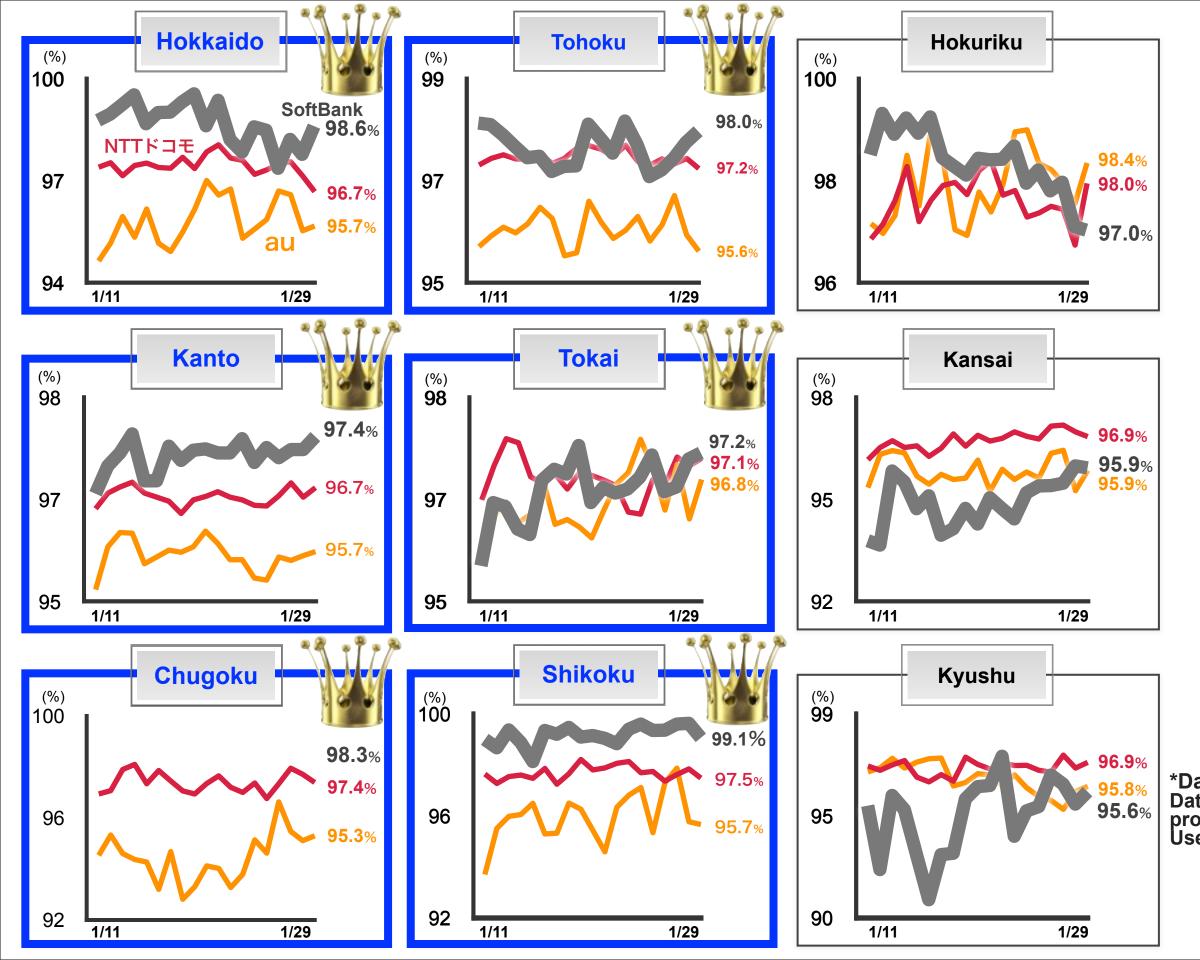






# data connection rate

# \*Data source: Yahoo Japan Corporation Data aggregated through the disaster warning app, etc. provided by Yahoo Japan with users' approval.



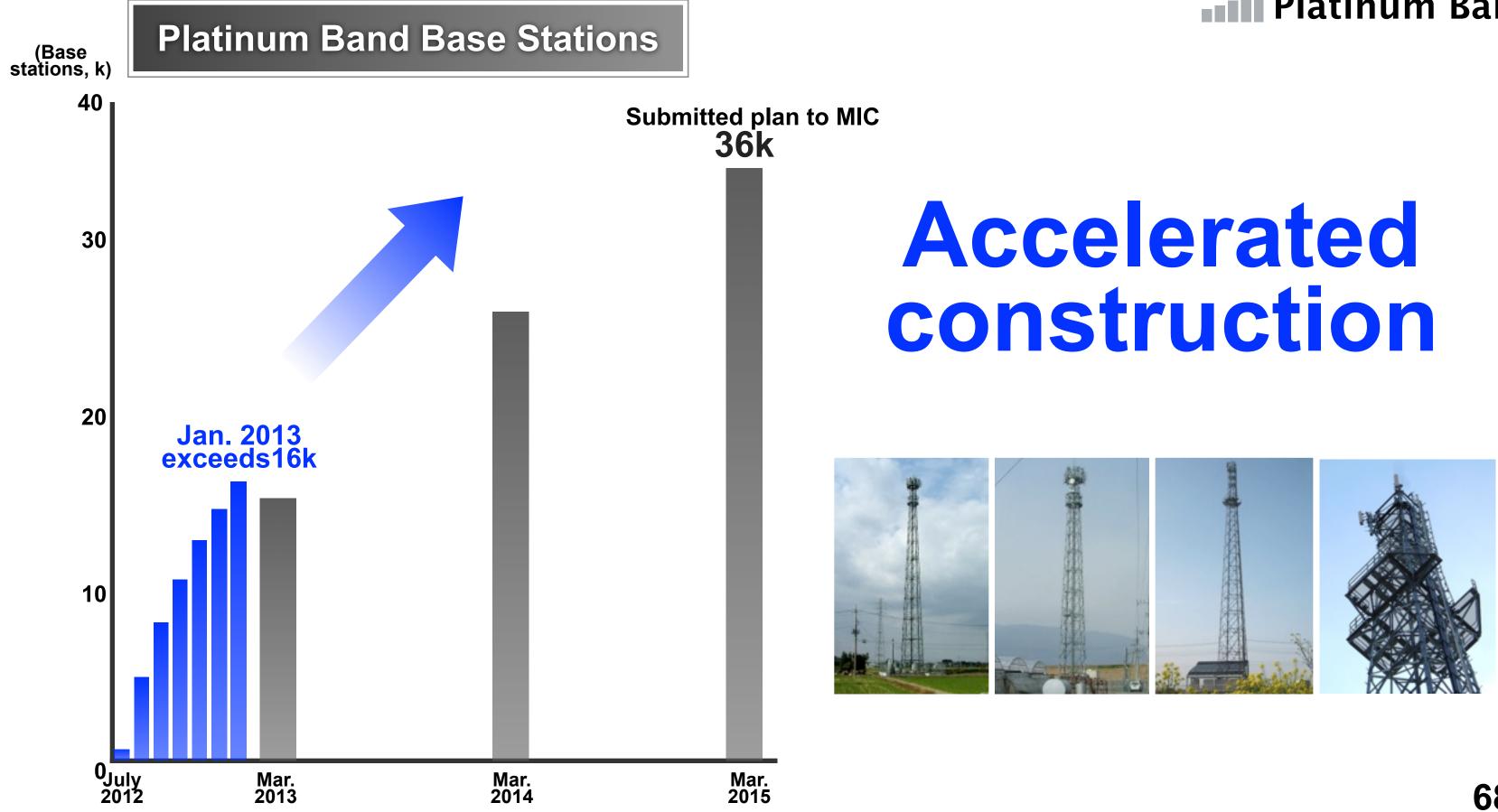
## Data Connection Rate



\*Data source: Yahoo Japan Corporation Data aggregated through the disaster warning app, etc. provided by Yahoo Japan with users' approval. Use approx. 30m communication logs/month



# We are not satisfied yet!





# **1.7GHz made LTE** compatible (Coming soon)

SoftBank







iPad mini

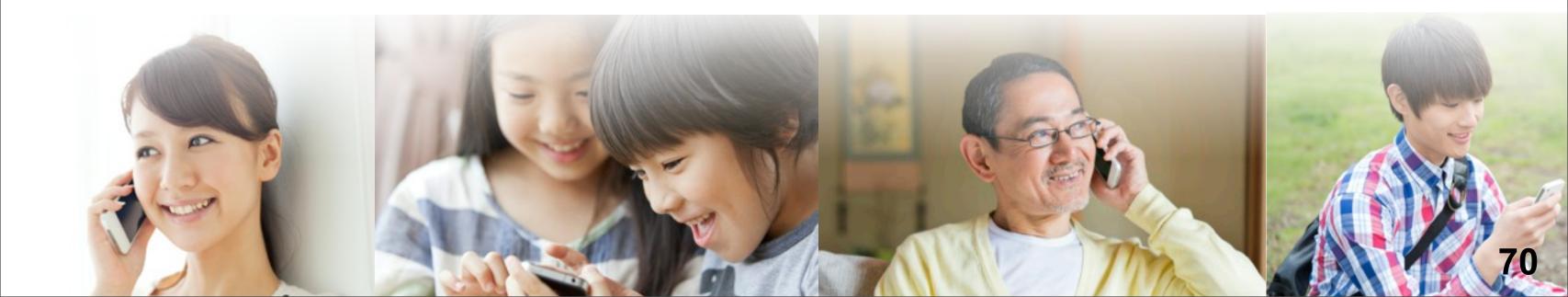
iPhone 5

### iPad with Retina Display





# **Connect Anywhere with SoftBank**



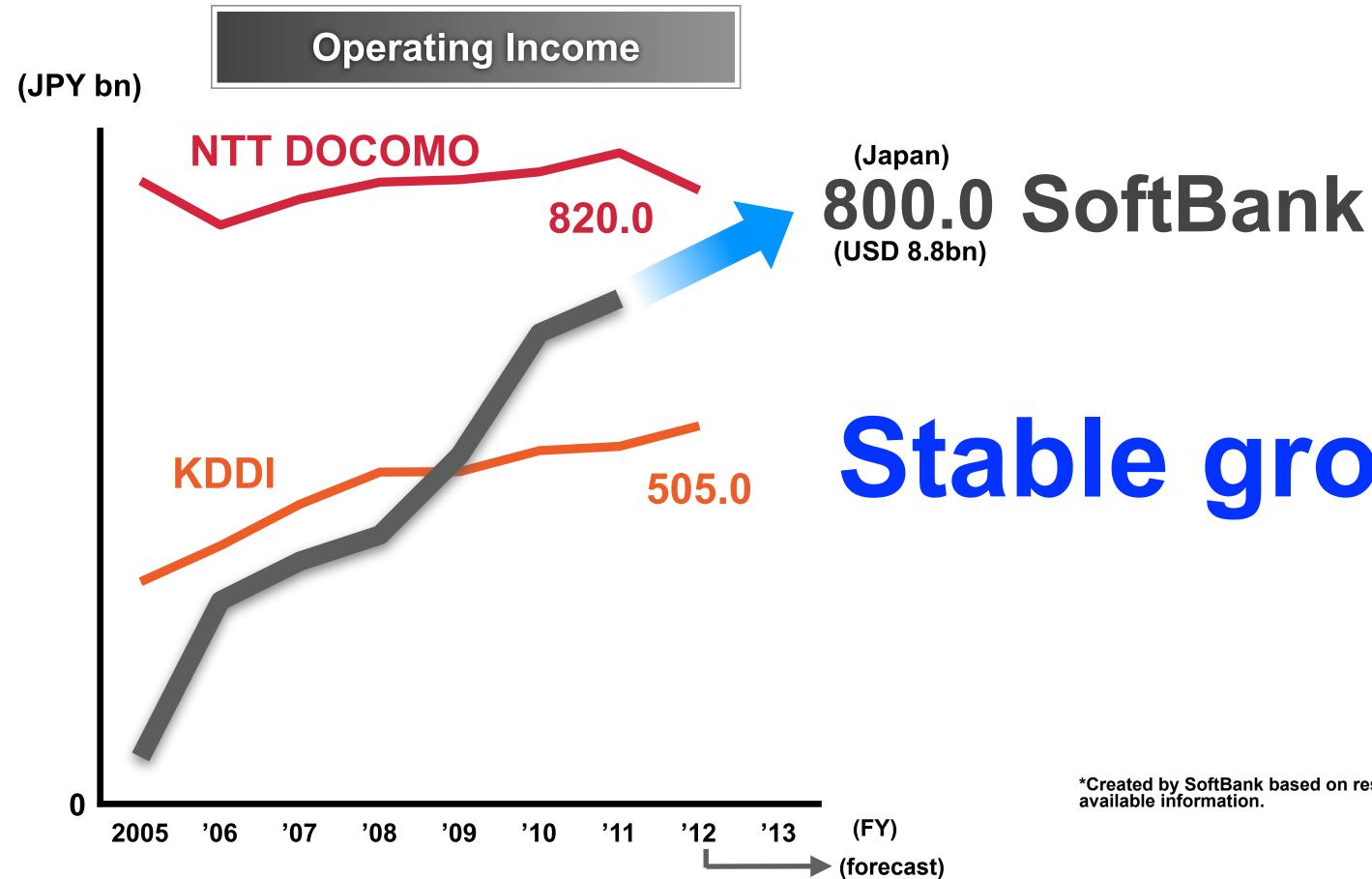
# FY2012 (Forecast) **Domestic Consolidated Operating Income** Exceed JPY 700 billion (USD 7.7bn)



## FY2013 (Forecast) **Domestic Consolidated Operating Income** (Japan-GAAP)







## Stable growth

\*Created by SoftBank based on respective companies' publicly available information.

## FY2013 (Forecast) **Consolidated Operating Income Including Overseas Business** (IFRS)

## Approx. JPY 700 billion (USD 7.7bn)



74

## FY2014 (Forecast) **Consolidated Operating Income Including Overseas Business** (IFRS)

## Record High Profit



## Next challenge is in the US

# Sprint®



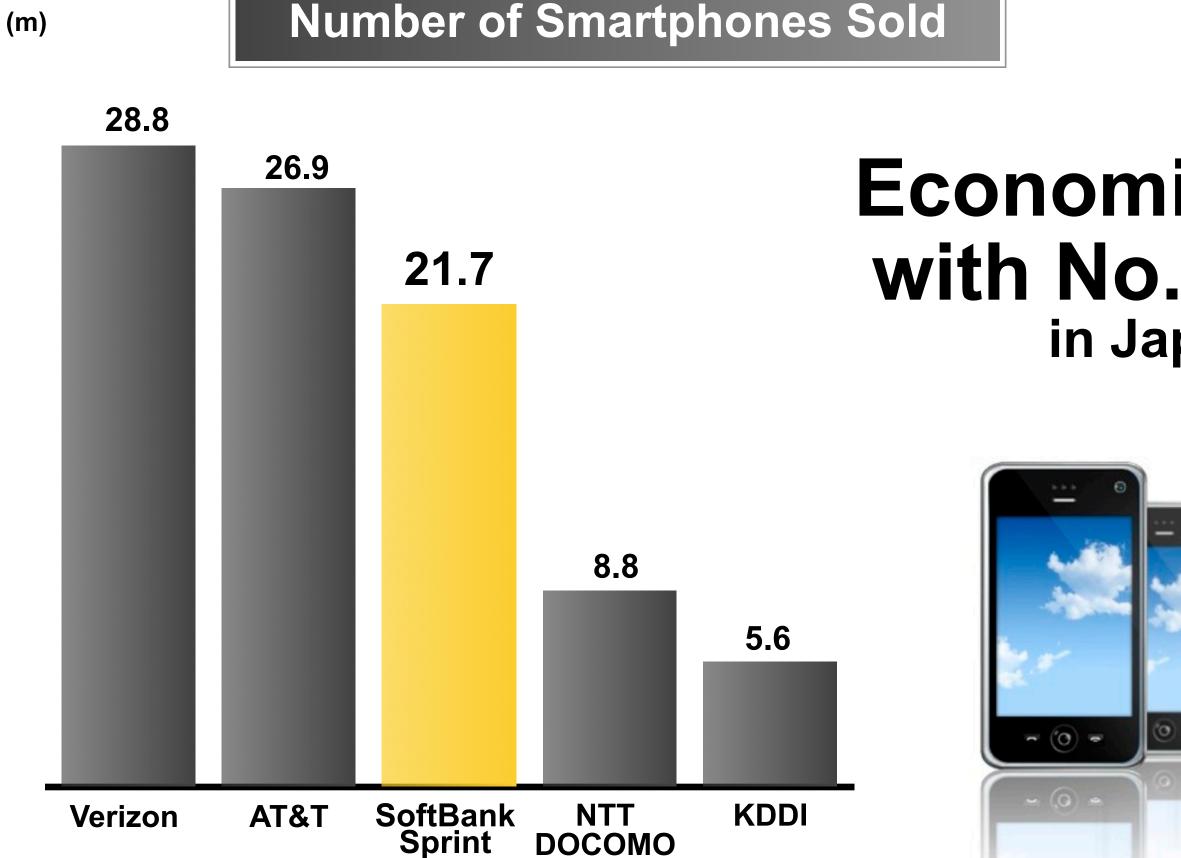
ТΜ

## SoftBank + Sprint

# Smartphones Network Turnaround track record

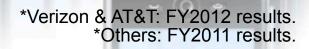
## Synergies enhance competitiveness



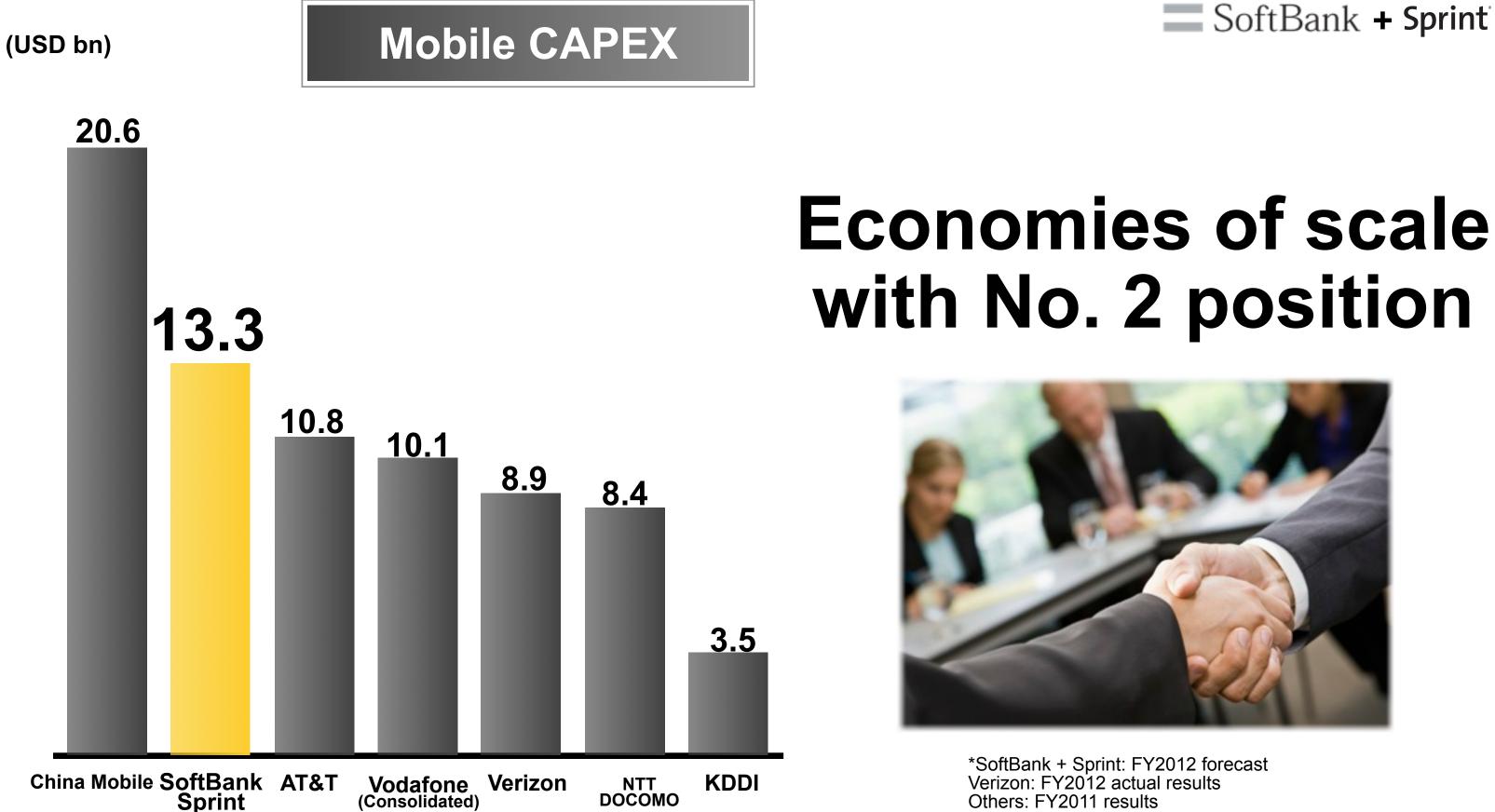




### Economies of scale with No. 3 position in Japan & US



- (0) -

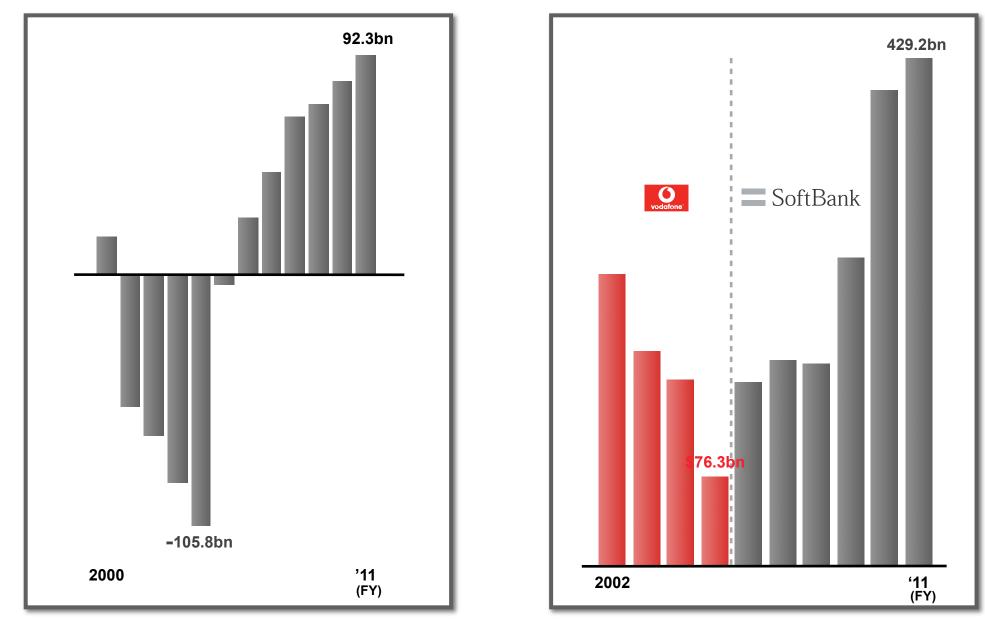


\*Created by SoftBank based on respective companies' publicly available information.



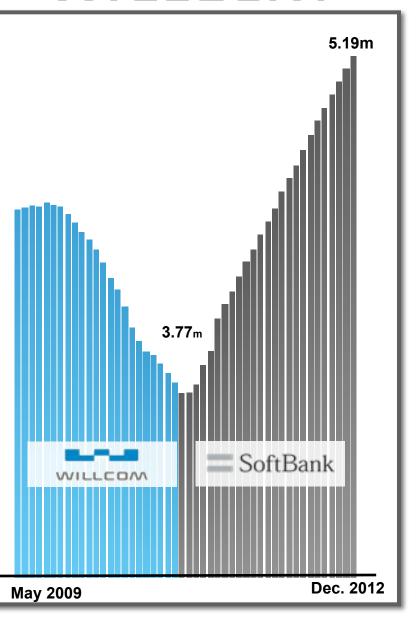




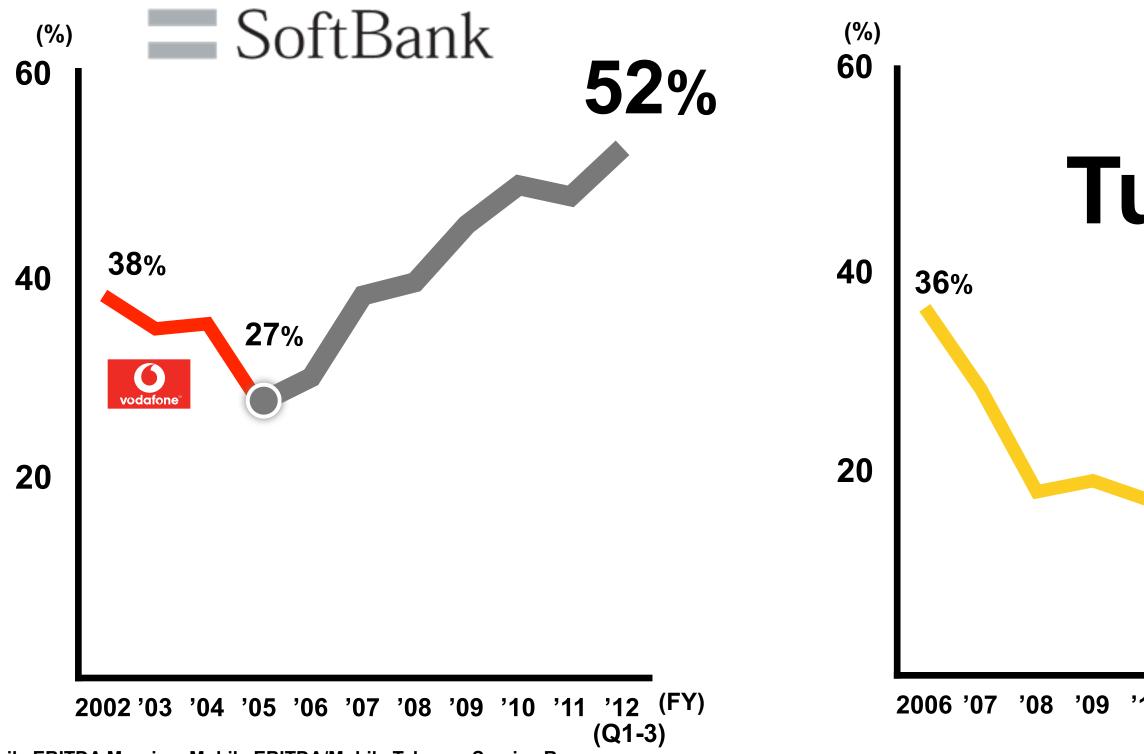


## **Proven turnaround track record**





### Mobile EBITDA Margin



\*Mobile EBITDA Margin = Mobile EBITDA/Mobile Telecom Service Revenue



## Turnaround begins

'**11** \_'12 '10 (YTD)

**16%** 

(FY) **82** 

## **Promote Mutual Understanding**

## SoftBank

## Sprint





## Summary

1. Domestic operating income: JPY 800 billion (USD 8.8bn) (FY2013)

2. Connect anywhere

3. Drive growth with overseas opportunities



# SoftBank

### 1. Application of accounting standard for disclosure on segments

The "Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" and related "Guidance on the Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" are applied from FY2010/Q1. Financial results for 2010/3 are shown based on the new standard for comparison purposes only and have neither been audited nor reviewed by our independent auditors. All financial information for 2010/3 presented herein based on the new standard are subject to our audited and reviewed financial reports for the relevant corresponding periods.

### 2. Definition of terms etc. in this material.

Free cash flow (FCF): cash flows from operating activities + cash flows from investing activities.

EBITDA: operating income (loss) + depreciation and amortization (including amortization of goodwill).

Net interest-bearing debt: interest-bearing debt - cash position

Interest-bearing debt: short-term borrowings + commercial paper + current portion of corporate bonds + corporate bonds + long-term borrowings. Lease obligations are not included. This excludes the corporate bonds (WBS Class B2 Funding Notes, issued by J-WBS Funding K.K.) with a face value of JPY 27.0bn acquired by SoftBank Corp. during 2010/3 that were issued under the whole business securitization financing scheme associated with the acquisition of Vodafone K.K.

Cash position: cash & cash deposits + marketable securities recorded as current assets. (excludes Yahoo! Inc. shares which were held by a subsidiary of SoftBank Corp. in the United States of America).

Record high, record high revenue: since SoftBank Corp. applied consolidated accounting in 1995/3.

SoftBank Corp. owns 100% shares issued by WILLCOM, Inc. However, WILLCOM, Inc. is in the process of reorganization under the Corporate Reorganization Act and the Company does not have effective control over WILLCOM, Inc. Therefore, WILLCOM, Inc. is not treated as a subsidiary.

### 3. Trademarks and registered trademarks

The names of other companies, other logos, product names, service names, brands, etc., mentioned in this material are registered trademarks or trademarks of SoftBank Corp. or the applicable companies.

Unauthorized copying of this material and use of the information or the data in this material in whole or in part are not permitted.

- Apple, the Apple logo, iPhone and iPad are trademarks of Apple.
- The trademark "iPhone" is used with a license from Aiphone K.K.