To whom it may concern

Yahoo Japan Corporation

Manabu Miyasaka, President and CEO

Stock code: 4689

Yahoo Japan Corporation Announces Results of Tender Offer for Shares of

Common Stock and Stock Acquisition Rights of Carview Corporation (Stock Code: 2155)

At its board of directors meeting held on October 22, 2014, Yahoo Japan Corporation (the

"Tender Offeror" or the "Company") resolved to acquire the shares of common stock and the

stock acquisition rights of Carview Corporation (Stock code: 2155) (the "Target"), listed on

the Mothers market of the Tokyo Stock Exchange, Inc. (the "Tokyo Stock Exchange"),

through a tender offer (the "Tender Offer"). The tender offer opened on October 23, 2014

and closed on December 8, 2014. The results are as stated below.

1. Overview of Tender Offer

(1) Name and Address of Tender Offeror

Yahoo Japan Corporation

9-7-1 Akasaka, Minato-ku, Tokyo

(2) Name of Target

**Carview Corporation** 

(3) Type of Share Certificates and Other Securities Subject to the Tender Offer

(i) Common stock

(ii) Stock acquisition rights

Stock acquisition rights issued pursuant to a resolution passed at the Target's

ordinary general meeting of shareholders held on April 25, 2013 (the "Stock

Acquisition Rights")

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(4) Number of Share Certificates and Other Securities to Be Acquired

Number to Be Acquired	Minimum Number	Maximum Number	
	to Be Acquired	to Be Acquired	
6,149,360 (shares)	2,067,400 (shares)	— (shares)	

- Note 1: If the aggregate number of the Tendered Share Certificates does not fulfill the minimum number of shares to be acquired (2,067,400 shares), the Company will not purchase the Tendered Share Certificates. If the aggregate number of the Tendered Share Certificates is equal to or greater than the minimum number of shares to be acquired, the Company will purchase all of the Tendered Share Certificates. The number of shares described in the column "Number to Be Acquired" above is the maximum number of share certificates and other securities of the Target to be acquired by the Tender Offeror through the Tender Offer. Such maximum number of shares (i.e., 6,149,360 shares) is obtained by (a) deducting (i) the number of the Target's treasury stocks as of September 30, 2014 (i.e., 419,440 shares), as set forth in the Summary of Financial Statements of the Target for the three months ended September 30, 2014 (the "Summary of Financial Statements of the Target") and (ii) the number of shares held by the Company as of this date (i.e., 6,590,800 shares), from the total number of issued shares of the Target as of September 30, 2014 (i.e., 12,665,600 shares), as set forth in the Summary of Financial Statements of the Target, and (b) adding thereto the number of the Target's common stock (494,000 shares) which are the object of the Stock Acquisition Rights (2,470 units) as of May 31, 2014, as set forth in the 18th Business Period Annual Securities Report filed by the Target on June 19, 2014.
- Note 2: The Tender Offer also targets the shares less than one unit. If the right to request purchase of shares less than one unit is exercised by a shareholder pursuant to the Companies Act, the Target may purchase its own shares from such shareholder during the Tender Offer Period in accordance with the statutory procedures.
- Note 3: There is no plan to purchase, through the Tender Offer, the treasury stocks held by the Target.

# (5) Tender Offer Period

- (i) Tender Offer Period determined at time of filing of the tender offer registration statement From October 23, 2014 (Thursday) through December 8, 2014 (Monday) (thirty one business days)
- (ii) Possible extension of Tender Offer Period at Target's request Not applicable
- (6) Tender Offer Purchase Price

Common Stock 863 yen per share

Stock Acquisition Rights 57,600 yen per stock acquisition right

# 2. Result of Tender Offer

(1) Success or Failure of the Tender Offer

One of the conditions of the Tender Offer was that if the aggregate of the tendered share certificates and other securities does not reach a minimum number of shares (2,067,400

shares) to be acquired, tendered share certificates and other securities would not be purchased. However the aggregate of the tendered share certificates and other securities (5,722,700 shares) exceeded this minimum number of shares (2,067,400 shares). Therefore, in accordance with the public notice of Commencement of Tender Offer and the tender offer registration statement, all of the tendered share certificates and other securities were purchased.

# (2) Date of Public Notice of the Result of Commencement of Tender Offer and Newspaper Listing Public Notice

Under the provisions of Article 27-13, Paragraph 1 of the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the "Act"), public notification was made to the press on December 9, 2014 at the Tokyo Stock Exchange in accordance with the provisions of Article 9-4 of the Financial Instruments and Exchange Act Enforcement Order (Cabinet Order No. 321 of 1965, as amended) and of Article 30-2 of the Cabinet Ordinance Concerning the Disclosure of Tender Offers for Shares, Etc., by Persons Other Than Issuers (Ministry of Finance Ordinance No. 38 of 1990, as amended; the "TOB Order").

# (3) Number of Share Certificates and Other Securities Tendered

Type of Securities	(i) Number of	(ii) Number of	
	shares tendered	shares purchased	
Share certificates	5,228,700 (shares)	5,228,700 (shares)	
Share option certificates	494,000 (shares)	494,000 (shares)	
Bonds with	- (shares)	- (shares)	
share option certificates			
Share certificates and other	- (shares)	- (shares)	
securities beneficiary certificates			
Share certificates and other	- (shares)	- (shares)	
securities depositary receipts			
Total	5,722,700 (shares)	5,722,700 (shares)	
Total number of potential share	494,000 (shares)	494,000 (shares)	
certificates and other securities			

(4) Ownership Percentage of Share Certificates and Other Securities after Tender Offer

Number of Voting Rights Represented by	65,908 (units)	(Ownership	
Share Certificates and Other Securities Held		Percentage of Share	
by Tender Offeror before Tender Offer:		Certificates before	
		Tender Offer:	
		51.73%)	
Number of Voting Rights Represented by	2,750 (units)	(Ownership	
Share Certificates and Other Securities Held		Percentage of Share	
by Special Related Parties before Tender		Certificates before	
Offer:		Tender Offer: 2.16%)	
Number of Voting Rights Represented by	123,135 (units)	(Ownership	
Share Certificates and Other Securities Held		Percentage of Share	
by Tender Offeror after Tender Offer:		Certificates after	
		Tender Offer:	
		96.65%)	
Number of Voting Rights Represented by	- (units)	(Ownership	
Share Certificates and Other Securities Held		Percentage of Share	
by Special Related Parties after Tender Offer:		Certificates after	
		Tender Offer: -%)	
Total Number of Voting Rights of	122,457 (units)		
Shareholders and Holders of Other Securities			
of Target:			

Note 1: "Number of Voting Rights Represented by Share Certificates and Other Securities Held by Special Related Parties before Tender Offer" and "Number of Voting Rights Represented by Share Certificates and Other Securities Held by Special Related Parties after Tender Offer" is the total number of the voting rights represented by the share certificates and other securities held by each of the special related parties (excluding the parties that are excluded from the special related parties pursuant to Article 3, Paragraph 2, Item 1 of the TOB Order in the calculation of the ownership ratio prescribed in each Item of Article 27-2, Paragraph 1 of the Act).

Note 2: "Total Number of Voting Rights of Shareholders and Holders of Other Securities of Target" is the total number of voting rights of shareholders and holders of other securities of the Target as of September 30, 2014 as set forth in the 19th Business Period Second Quarterly Report filed by the Target on November 14, 2014 (with one (1) unit of shares representing 100 shares). However, since the shares less than one unit and the Stock Acquisition Rights shall also be subject to the Tender Offer, for the purpose of calculating "Ownership Percentage of Share Certificates before Tender Offer" and "Ownership Percentage of Share Certificates after Tender Offer", the number of voting rights (127,401 units) represented by the number of shares (12,740,160 shares) that is obtained by (i) deducting the number of the Target's treasury stocks (419,440 shares) from the total number of issued shares (12,665,600 shares) as of September 30, 2014 as set forth in the abovementioned Second Quarterly Report, and (ii) adding thereto the number of the Target's common stocks (494,000 shares) which are the object of the Stock Acquisition Rights (2,470 units) as of

May 31, 2014 as set forth in the 18th Business Period Annual Securities Report filed by the Target on June 19, 2014, is used as the denominator.

Note 3: "Ownership Percentage of Share Certificates before Tender Offer" and "Ownership Percentage of Share Certificates after Tender Offer" are rounded to the nearest hundredth.

(5) Calculation of Tender Offer Purchases Using Proportional Distribution Method Not applicable

#### (6) Settlement Method

 (i) Name and Address of Head Office of Financial Instruments Business Operators and Banks in charge of Settlement

Nomura Securities Co., Ltd. 1-9-1 Nihonbashi, Chuo-ku, Tokyo

(ii) Commencement Date of Settlement

December 15, 2014 (Monday)

### (iii) Method of Settlement

Promptly after the Tender Offer Period, a notice of purchase by Tender Offer will be mailed to the address of the Tendering Shareholders (in the case of Foreign Shareholders, to their standing proxy in Japan). For those who have given consent through Nomura Net & Call to receipt of documents electronically delivered, the notice will be provided electronically through the website for Nomura Net & Call (https://nc.nomura.co.jp/).

The payment for the purchase will be made by cash. The Tendering Shareholders may receive the proceeds of the Tender Offer promptly after the Commencement Date of Settlement through a method, such as by wire transfer, as directed by the Tendering Shareholders (there may be extra fees incurred in connection with fund transfers).

## 3. Polices, etc. after Tender Offer and Prospects for Future

No changes have been made to the Polices, etc. after Tender Offer and Prospects for Future as announced in the IR release "Yahoo Japan Corporation Announces Commencement of Tender Offer for Shares of Common Stock and Stock Acquisition Rights of Carview

Corporation (Stock Code: 2155)" made on October 22, 2014.

4. Locations Where a Copy of the Tender Offer Report May Be Viewed

Yahoo Japan Corporation 9-7-1 Akasaka, Minato-ku, Tokyo

Tokyo Stock Exchange, Inc. 2-1 Nihonbashi Kabutocho, Chuo-ku, Tokyo

Reference: The Company's Third Quarter Cumulative Consolidated Performance Forecast for the Current Fiscal Year (Announced October 29, 2014) and Actual Third Quarter Cumulative Consolidated Performance in the Previous Fiscal Year

(Millions of yen)

	Revenue	Operating income	
3Q cumulative performance forecast (Year ending March 31, 2015)	305,966 – 307,966	139,997 – 142,097	
Actual 3Q cumulative performance (Year ended March 31, 2014)	284,911	147,124	

<sup>\*</sup>International Financial Reporting Standards (IFRS) were adopted for the third quarter cumulative consolidated performance forecast of the current fiscal year. However, the actual third quarter cumulative consolidated performance figures for the prior fiscal year were prepared using generally accepted Japanese accounting principles.

The Company's Actual Consolidated Performance for the Full Year in FY 2013

(April 1, 2013 – March 31, 2014)

(Millions of yen)

	Revenue	Operating income	Ordinary income	Net income
Actual performance (Year ended March 31, 2014)	386,284	197,416	197,634	125,116

<sup>\*</sup>The actual performance figures for the full year in FY 2013 were prepared using generally accepted Japanese accounting principles.

- Note 1: Unless otherwise specified, all procedures relating to the Tender Offer are to be conducted entirely in Japanese. While all or any part of the documents relating to the Tender Offer are prepared in the English language, if there is any inconsistency between the English-language documents and the Japanese-language documents, the Japanese-language documents will prevail.
- Note 2: This Statement contains "forward-looking statements" as defined in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Actual results could differ materially from any explicit or implicit predictions made as "forward-looking statements" due to known and unknown risks, uncertainty and other factors. No assurance is given by the Tender Offeror or its affiliates that any such explicit or implicit predictions made as "forward-looking statements" will be achieved. The "forward-looking statements" contained in this Statement were made based on information available to the Tender Offeror as of the date of this Statement, and except where required by laws or regulations, neither the Tender Offeror nor its affiliates shall be required to change or revise the statements to reflect future events or circumstances.