



June 6, 2019

To whom it may concern,

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Announcement on the Results of the Tender Offer for, and Completion of Acquisition of, the Company's Shares

Yahoo Japan Corporation (the "Company", or "Tender Offeror") resolved at the Board of Directors meeting on May 8, 2019, to conduct a tender offer to acquire the shares of the Company (the "Tender Offer") as a method to acquire the Company shares pursuant to the provisions of Paragraph 1 of Article 156 of the Companies Act (Act No.86 of 2005, as amended; hereinafter the "Companies Act") which is applied *mutatis mutandis* pursuant to Paragraph 3 of Article 165 of the Companies Act and the Company's Articles of Association, and hereby announces that the Tender Offer was implemented from May 9, 2019 and was completed on June 5, 2019, as set forth below.

The Company also announces that upon completion of the Tender Offer, the acquisition of the Company shares as resolved at the Board of Directors meeting on May 8, 2019, has been completed.

Description

I. Results of the Tender Offer

1. Outline of the Tender Offer
 - (1) Name and Address of the Tender Offeror

Yahoo Japan Corporation 1-3, Kioicho, Chiyoda-ku, Tokyo

- (2) Class of Listed Share Certificates, etc. to be Purchased, etc.
Common Shares
- (3) Tender Offer Period, etc.
 - (I) Tender Offer Period
From May 9, 2019 (Thursday) to June 5, 2019 (Wednesday) (20 business days)
 - (II) Date of Public Notice of Commencement of Tender Offer
May 9, 2019 (Thursday)
- (4) Tender Offer Price
287 yen per share of common shares
- (5) Method of Settlement
 - (I) Name and Address of Head Offices of Financial Instruments Business Operator and Banks, etc. Responsible for Settlement of Purchase, etc.
(Tender Offer Agent)
Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
2-5-2 Marunouchi, Chiyoda-ku, Tokyo
 - (II) Commencement Date of Settlement
June 27, 2019 (Thursday)
 - (III) Method of Settlement

A notice of purchase, etc. through the Tender Offer shall be mailed to the addresses of a person who accepts an offer or who makes an offer for sale, etc. of Share Certificates, etc. for which the Tender Offer is made (the “Accepting Shareholder, etc.”) (or the addresses or locations of their standing proxies in the case of Non-Resident Shareholders) without delay after the expiry of the Tender Offer Period.

Payment for the purchase will be made in cash. Under the instructions of the Accepting Shareholders, etc. (their standing proxies in the case of non-resident shareholders), the Tender Offer Agent will remit payment for the Share Certificates, etc. to be purchased after deducting applicable withholding taxes (Note) into the location instructed by the Accepting Shareholders, etc. (or the standing proxies in the case of non-resident

shareholders, etc.) without delay on or after the commencement date of settlement.

(i) Tax treatment for the Accepting Shareholder, etc. who is an individual shareholder is as follows: (Note)

(A) For the Accepting Shareholders, etc. that are residents of Japan and for non-residents having a permanent establishment in Japan

If the proceeds received for accepting the Tender Offer exceed the amount of the portion of the Company's share capital (individual capital, etc. for corporations subject to consolidation) attributable to the shares that are the basis for that payment (when the per-share purchase amount is greater than the per-share amount of capital), the amount in excess will be deemed a dividend and taxed accordingly. In addition, the amount derived after deducting the amount deemed to be a dividend from the amount received from accepting the tender offer will be deemed income from the transfer of shares. If there is no deemed dividend (in the case in which the purchase price per share is at or less than the capital, etc. per share of the Company), the entire amount received shall be treated as income from transfer.

The amount deemed to be a dividend is subject to a withholding of 20.315% (15.315% for income tax and special income tax for reconstruction under "the Special Measures Concerning the Securing of the Necessary Sources of Revenue to Implement Measures for Reconstruction from the Great East Japan Earthquake" (Act No. 117 of 2011) (the "Special Income Tax for Reconstruction") and 5% for residents tax)(there will be no special withholding of the 5% resident tax for non-residents with a permanent establishment in Japan). However, if the Accepting Shareholder, etc. is considered a major shareholders (the "Major Shareholder(s)"), as prescribed in Article 4-6-2, Paragraph 12 of the Order for Enforcement of the Act on Special Measures Concerning Taxation (Government Ordinance No. 43 of 1957, as amended), the withholding is 20.42% (income tax and Special Income Tax for Reconstruction only). In addition, the amount after deducting the cost of acquiring the shares from the transfer income is subject to declared separate income taxes.

In the case where shares in a tax exempt account (a "Tax Exempt Account"), as specified in Article 37-14 of the Act on Special Measures Concerning Taxation (Act No. 26 of 1957, as amended) (i.e., tax exemption for capital gains

pertaining to a small balance for listed stock in a tax exemption account) are tendered pursuant to the Tender Offer and if the financial instruments business operator where such Tax Exempt Account was opened is Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., income from the transfer of shares pursuant to the Tender Offer shall be treated as tax exempt. If such Tax Exemption Account is opened with a financial instruments business operator other than Mitsubishi UFJ Morgan Stanley Securities Co., Ltd., the aforementioned treatment may not apply.

(B) For the Accepting Shareholder, etc. that is non-resident having no permanent establishment in Japan

The amount deemed to be a dividend will be subject to withholding of 15.315% (income tax and Special Income Tax for Reconstruction only). If the Accepting Shareholder, etc. is considered a Major Shareholder, the withholding will be 20.42% (income tax and Special Income Tax for Reconstruction only). In general, any income arising from said transfer of shares shall not be subject to taxation in Japan.

(ii) For corporate shareholders, if the proceeds received for accepting the Tender Offer exceed the amount of the portion of the Company's share capital (individual capital, etc. for corporations subject to consolidation) attributable to the shares that are the basis for that payment (when the per-share purchase amount is greater than the per-share amount of capital), such excess amount shall be deemed to be a dividend and a withholding tax of 15.315% shall be applied (income tax and Special Income Tax for Reconstruction only). (Note)

(Note) With regard to taxation on shares purchased through the Tender Offer, each shareholder should consult his or her own licensed tax accountant or other expert with respect to any specific questions regarding tax consequences and is responsible for his or her own decisions.

2. Result of the Tender Offer

(1) Number of Share Certificates Purchased, etc.

Type of Listed Share Certificates	Number of Shares to be Purchased	Number of Shares to Exceed	Number of Shares Tendered	Number of Shares Purchased
Common Shares	1,834,377,600 (shares)	— (shares)	1,876,899,332 (shares)	1,834,377,600 (shares)

(2) Calculation by the *Pro Rata* Method in the Tender Offer

As the total number of shares tendered exceeded the number of shares to be purchased (1,834,377,600 shares), all or part of tendered shares exceeding such number will not be purchased, and the Tender Offeror will implement the delivery and other settlement for purchasing the share certificates, etc. on a *pro rata* basis as provided for in Article 27-13(5) of the Financial Instruments and Exchange Act which is applied *mutatis mutandis* pursuant to Article 27-22-2(2) of the same act and Article 21 of the Cabinet Office Order on Disclosure Required for Tender Offer for Listed Share Certificates by Issuers[From the official translation by the MoJ.] (if the number of share certificates, etc. tendered contains shares less than one unit (100 shares), the number of the shares to be purchased, which is calculated by the *pro rata* method, will be up to the number of the share certificates, etc. tendered).

As the total number of shares to be purchased from all accepting shareholders, etc., as calculated on a *pro rata* basis whereby shares constituting less than one unit are rounded, was less than the number of shares to be purchased, the Tender Offeror will purchase an additional unit of shares (or up to the number of the share certificates, etc. tendered if such purchase of an additional unit of shares result in exceeding the number of number of the share certificates, etc. tendered) from each accepting shareholder, etc., in descending order, beginning with the accepting shareholders, etc. that owned the largest number of rounded-off shares, until the total number of shares to be purchased equals or exceeds the number of the share certificates, etc. tendered.

II. Completion of the Acquisition of the Company Shares through the Tender Offer

Outline of the Acquisition

- (1) Type of Shares Acquired Common Shares
- (2) Total Number of Shares Acquired 1,834,377,600 shares
- (Note) Ratio to the total number of outstanding shares: 35.61%
- (rounded to the nearest hundredth (0.01) percentage point)
- (3) Aggregate Acquisition Price 526,466,371,200 yen
- (Note) The above total does not include fees for the services of the Tender Offer Agent or any other miscellaneous expenses
- (4) Tender Offer Period May 9, 2019 (Thursday) to June 5, 2019

(Wednesday) (20 business days)

(5) Method of Acquisition Tender Offer

With the completion of the Tender Offer, the acquisition of the Company shares in accordance with the provisions of Paragraph 1 of Article 156 of the Companies Act which is applied *mutatis mutandis* pursuant to Paragraph 3 of Article 165 of the Companies Act and provisions of the Company's Articles of Incorporation as resolved at the board of directors meeting on May 8, 2019 has been completed.

(Reference) Contents, etc. of the resolution regarding the acquisition of shares at the Board of Directors' meeting on May 8, 2019

(1) Type of Shares to be Acquired Common Shares

(2) Total Number of Shares to be Acquired 1,834,377,700 shares (maximum)

(Note) Ratio to the total number of outstanding shares:
35.61%

(rounded to the nearest hundredth (0.01) percentage point)

(3) Aggregate Acquisition Price 526,466,399,900 yen (maximum)

(4) Tender Offer Period May 9, 2019 (Thursday) to June 28, 2019 (Friday)

End

Unless otherwise specified, all procedures relating to the Tender Offer shall be conducted entirely in Japanese. While some or all of the documentation relating to the Tender Offer will be prepared in English, if there is any inconsistency between the English documentation and the Japanese documentation, the Japanese documentation will prevail.

This press release contains “forward-looking statements” as defined in Section 27A of the U.S. Securities Act of 1933 (as amended) and Section 21E of the U.S. Securities Exchange Act of 1934. Known or unknown risks, uncertainties and other factors could cause actual results to differ substantially from the projections and other matters expressly or impliedly set forth herein as “forward-looking statements.” Neither the Company nor any of its affiliates assures that such express or implied projections set forth herein as “forward-looking statements” will eventually prove to be correct. The “forward-looking statements” contained in this press release have been prepared based on the information held by the Company as of the date hereof and, unless otherwise required under applicable laws and regulations, neither the Company nor any of its affiliates assumes any obligation to update or revise this press release to reflect any future events or circumstances.