

To All Our Shareholders:

Disclosed information on the Internet at the Time of  
Notifying Convocation of the 32<sup>nd</sup> Annual General  
Meeting of Shareholders

June 4, 2012  
**SOFTBANK CORP.**

## Table of Contents

Business Report  
Status of the Company  
(5) System to ensure appropriateness of business  
3 Page

Notes to Consolidated Financial Statements  
7 Page

Notes to Non-consolidated Financial Statements  
24 Page

All matters above are provided to shareholders of the Company on the website of the Company on the Internet (<http://www.softbank.co.jp/>) in accordance with all laws and Article 14 of the Articles of Incorporation of the Company.

## Business Report

### Status of the Company

#### (5) System to ensure appropriateness of business

The content of the basic policy of the Company that was formulated according to the resolution by the Board of Directors of the Company to ensure the appropriateness of the business of the Company is shown as below.

#### 1. System to ensure that the execution of directors' and employees' duties is in compliance with laws, regulations and the Articles of Incorporation of the Company

The Company has established the SOFTBANK Group Officer and Employee Code of Conduct to prescribe the code of conduct to be followed by all directors and employees to ensure that corporate activities are appropriate based not only on regulatory compliance, but also on high ethical standards, and has established the following structure to continuously reinforce the compliance system.

- i. A Chief Compliance Officer (CCO) is appointed. In addition to proposing and carrying out measures required to establish and enhance the Company's compliance system, the CCO regularly reports to the Board of Directors on compliance-related issues and the status of addressing those issues.
- ii. An internal and external hotline are established for direct reporting and consultations by directors and employees, to quickly identify, rectify, and prevent the reoccurrence of any inappropriate issues in corporate activities.
- iii. The Internal Audit Department carries out audits to ensure that execution of duties complies with laws, regulations and the Articles of Incorporation, and the results of those audits are reported to the Chairman and responsible director. The Internal Audit Department also works in cooperation with the corporate auditors by providing them with the results of these audits.

#### 2. System for the storage and management of information regarding the execution of duties by directors

The Company has established the following system to appropriately store and maintain documents and other important information related to the execution of duties by directors including minutes and proposals of the Board of Directors' meetings and requests for approval.

- i. The Company determines retention periods and methods, and measures to prevent accidents, based on the Information Management Regulations, and classifies and appropriately stores these documents according to their degree of confidentiality.
- ii. In addition to the appointment of a Chief Information Security Officer (CISO)

as the person responsible for information security, based on the Information Security Basic Regulations, an Information Security Committee, chaired by the CISO, has been established to promote activities related to information security.

### 3. Regulations and system relating to managing the risk of loss

The Company has established the following system to avoid and minimize risk, and implement necessary measures related to the variety of risks in its business operations.

- i. Responsible departments are designated to address various risks, manage risks in each responsible department, and work to reduce risks and prevent the occurrence of risk events based on the Risk Management Regulations. In addition, when an emergency situation arises, an emergency response department will be established according to the designated escalation flow, and efforts will be made to minimize the damage (loss) based on the instructions of the emergency response department.
- ii. The General Administration Department will summarize the status of risk evaluation, analysis and response at each responsible department, and regularly report its findings to the Board of Directors.
- iii. The Internal Audit Department carries out internal audits of the risk management system.

### 4. System to ensure the efficiency of directors in the execution of their duties

The Company has established the following structure to maintain an efficient management system:

- i. The Company has set out the Board of Directors' Meeting Regulations to clarify matters to be decided and reported on by the Board of Directors, and the Internal Approval Regulations and other regulations relating to institutional decision making to clarify decision-making authority.
- ii. To strengthen functions for overseeing the execution of duties and enhance objectivity in management, the Board of Directors includes external directors who are independent from the Company.
- iii. To ensure that the directors, including external directors, can discuss matters fully at Board of Directors' meetings, they are provided with materials for the meeting in advance, and with additional or supplementary materials upon their request.
- iv. The scope of operations, authority, and responsibilities necessary for operations are clearly defined in the Regulations on Segregation and Authority of Duties.

## 5. System to ensure appropriateness of Group operations

The Company has formulated the SOFTBANK Group Charter, which spells out regulations on matters related to strengthening the governance and compliance system, to promote fundamental concepts and policies shared throughout the Group. In addition, the following have been established to determine a common code of conduct for directors and employees of Group companies.

- i. A Group Compliance Officer (GCO) has been appointed to promote the establishment and reinforcement of Group-wide compliance systems, as the person ultimately responsible for compliance throughout the Group. A Group Hotline has also been established to receive reports and provide consultation to all directors and employees of Group companies, to quickly identify, rectify, and prevent the reoccurrence of any inappropriate issues in corporate activities.
- ii. The CEO Conference, comprising the CEOs of major operating companies, meets to enhance Group-wide management efficiency by sharing management strategies and business plans.
- iii. Each Group company carries out a self assessment of its internal controls. The representative of each Group company must submit a Representative Oath pertaining to the financial reports submitted to the Company, thereby ensuring the accuracy of the annual securities report and other reports submitted by the Group.
- iv. The Internal Audit Department comprehensively judges the results of past internal audits, financial position, and self assessments of internal controls, and carries out internal audits of Group companies deemed as having high risk.
- v. A Group Chief Information Security Officer (GCISO) has been appointed to promote the establishment and reinforcement of Group-wide information security systems, as the person ultimately responsible for information security throughout the Group.

## 6. System for excluding antisocial forces

The Company clearly states in the SOFTBANK Group Officer and Employee Code of Conduct its policy of having absolutely no association with antisocial forces that pose a threat to public order and safety. The General Administration Department is responsible for dealing with inappropriate requests from antisocial forces, and will firmly refuse those requests in a resolute manner in cooperation with the police and other external specialist institutions.

7. System relating to support staff that assists the corporate auditors, and matters relating to the independence from the directors of the relevant employees

The Company has established an Assistant to Audit department to support the work of the corporate auditors, and has assigned staff to this department. Directions and instructions to the support staff are issued by the corporate auditors, and any personnel changes, evaluations or other such actions, require the agreement of the corporate auditors.

8. System for reporting to the corporate auditors

Directors and employees of the Company will report the following matters to the corporate auditors:

- i. Important matters related to the management, finances or business execution of the Company or the Group.
- ii. Matters related to the compliance system or use of the hotlines.
- iii. The development status of internal control systems.
- iv. Matters which could cause significant damage to the Company.
- v. Matters relating to violations of laws, regulations, or the Articles of Incorporation.
- vi. Results of audits conducted by Internal Audit.
- vii. Other matters that the corporate auditors have decided need to be reported in order for them to execute their duties.

9. Other systems to ensure that the audits by the corporate auditors are conducted effectively

When the corporate auditors decide that it is necessary, opportunities shall be provided for them to interview directors or employees. In addition, corporate auditors periodically meet with the accounting and corporate auditors of major subsidiaries etc. for the exchange of information and to ensure cooperation. At the same time, full-time corporate auditors attend meetings of major committees including the Departmental Liaison Committee, which is made up of department managers of the Company, and the CEO Conference.

## Notes to Consolidated Financial Statements

### (Basis of Presentation of Consolidated Financial Statements)

#### 1. Changes in scope of consolidation

Number of Consolidated subsidiaries: 133

Name of main consolidated subsidiaries

SOFTBANK MOBILE Corp., SOFTBANK BB Corp., SOFTBANK TELECOM Corp.,  
Yahoo Japan Corporation, and SOFTBANK Holdings Inc.

Number of newly consolidated subsidiaries: 25

Significant company and reason for consolidation

SFJ Capital Limited

SFJ Capital Limited newly became a consolidated subsidiary due to the growth of materiality in accordance with the capital increase through the issuance of the preferred securities on September 22, 2011.

Companies excluded from the scope of consolidation: 9

Significant company and reason for exclusion

Charlton Acquisition LLP

Due to liquidation

63 subsidiaries were not consolidated as the individual and aggregate amounts were not considered material in relation to the consolidated total assets, net sales, net income and retained earnings of the SOFTBANK Consolidated Financial Statements.

The Company 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.

#### 2. Changes in scope of equity method

Non-consolidated subsidiaries: 3 companies

Affiliates: 71 companies

<Increase> 9 companies

Significant companies and reason for application of equity method

InMobi Pte Ltd

Newly acquired

<Decrease> 8 companies

60 non-consolidated subsidiaries and 26 affiliates were not accounted for under the equity method, as the individual and aggregate amounts were not considered material in relation to the net income and retained earnings of the SOFTBANK Consolidated Financial Statements.

#### 3. Fiscal year ends of consolidated subsidiaries

16 consolidated subsidiaries whose closing dates differ from a consolidated closing date use their own financial statements as closing date variance is within three months.

All significant intercompany balances and transactions which occurred between 16 consolidated subsidiaries' closing date and consolidated closing date have been eliminated in consolidation.

18 consolidated subsidiaries whose closing dates differ from a consolidated closing date use their financial statements based on provisional closing as closing date variance is over three months.

#### 4. Summary of significant accounting policies

##### (1) Evaluation standards and methods for major assets

###### 1) Marketable securities and investment securities

Held-to-maturity debt securities : Stated at amortized cost

###### Available-for-sale securities

With market quotations : Stated at fair value, which represents the market prices at the balance sheet date (unrealized gain/loss is included as a separate component in equity, net of tax, while cost is primarily determined using the moving-average method)

Without market quotations : Carried at cost, primarily based on the moving-average method

Certain subsidiaries of the Company in the United States of America qualify as investment companies under the provisions set forth in Financial Services – Investment Companies of the FASB Accounting Standards Codification Topic 946 (ASC 946) and account for the investment securities in accordance with the ASC 946. The investment securities are carried at fair value, and net changes in fair value are recorded in the consolidated statements of income under the application of the ASC 946.

2) Derivative instruments : Stated at fair value

3) Inventories (merchandise) : Carried at cost, primarily net selling value determined by the moving-average method

##### (2) Depreciation and amortization

###### 1) Property and equipment

Buildings and structures : Computed primarily using the straight-line method

Telecommunications equipment : Computed using the straight-line method

Telecommunications service lines : Computed using the straight-line method

Others : Computed primarily using the straight-line method

2) Intangible assets : Computed using the straight-line method

Finance lease in which the ownership of leased assets is not transferred to lessees at the end of lease periods are computed using the straight-line method over the period of the finance leases. Finance lease transactions in which the ownership of leased assets was not transferred to lessees and contracted before April 1, 2008 are accounted for as operating lease transactions.

##### (3) Accounting principles for major allowances and accruals

Allowance for doubtful accounts : To prepare for uncollectible credits, allowance for doubtful accounts is calculated based on the actual bad debt ratio, and specific allowance for doubtful accounts deemed to be uncollectible is calculated considering its collectability.

- Accrued retirement benefits : SOFTBANK MOBILE Corp., SOFTBANK TELECOM Corp., and certain other subsidiaries have defined benefit pension plans for their employees. These companies account for the obligation for retirement benefits based on the projected benefit obligations at the end of the fiscal year.
- SOFTBANK MOBILE Corp. and SOFTBANK TELECOM Corp. amended the pension plans by suspending the defined benefit pension plans at the end of March 2007 and March 2006, respectively, and implementing defined contribution pension plans. The retirement benefits existed and calculated under the benefit pension plan were fixed and will be paid at the retirement of applicable employees, and the projected benefit obligations are calculated based on these fixed retirement benefits. As a result, there is no service cost under the defined benefit pension plans at SOFTBANK MOBILE Corp. and SOFTBANK TELECOM Corp.
- Allowance for point mileage : SOFTBANK MOBILE Corp. has an allowance for point mileage which is accrued based on the estimated future obligation arising from point service, based on past experience.

(4) Accounting for significant hedge transactions

[1] Forward-exchange contract

1) <Hedge accounting>

Receivables and obligations denominated in foreign currencies for which foreign exchange forward contracts are used to hedge the foreign currency fluctuation are translated at the contracted rate, if the forward contracts qualify for hedge accounting. For forecasted transactions denominated in foreign currencies, recognitions of gains or losses resulting from changes in fair value of derivative instruments for hedging are deferred until the related gains and losses on hedged items are recognized.

2) <Derivative instruments for hedging and hedged items>

Derivative instruments for hedging : Forward-exchange contract

Hedged items : Foreign currency-denominated receivables, obligations and forecasted transactions

3) <Hedging policy>

In accordance with the Group's policy, derivative financial instruments are used to hedge foreign exchange risk associated with hedged items denominated in foreign currencies.

4) <Effectiveness of hedge transactions>

For receivables and obligations denominated in foreign currencies, effectiveness of the hedge transaction is omitted due to qualifying for hedge accounting. For forecasted transaction denominated in foreign currencies, the effectiveness of hedge transaction is assessed by measuring high correlation between the variability of cash flows associated with the foreign currency fluctuation of hedged items and variability of cash flows of hedge instruments.

[2] Interest rate swap

1) <Hedge accounting>

Recognitions of gains or losses resulting from changes in fair value of derivative instruments for hedging are deferred until the related gains and losses on hedged items are recognized.

2) <Derivative instruments for hedging and hedged items>

Derivative instruments for : Interest rate swap contracts  
hedging

Hedged items : Interest expense on borrowings

3) <Hedging policy>

In accordance with the Group's policy, derivative financial instruments are used to hedge the risk of exposures to fluctuations in interest rates in accordance with its internal policies, regarding the authorization and credit limit amount.

4) < Effectiveness of hedge transactions >

The effectiveness of hedge transaction is assessed by measuring high correlation between the variability of cash flows associated with the interest rate of hedged items and variability of cash flows of hedge instruments.

(5) Amortization of goodwill

"Goodwill" is amortized on a straight-line basis over reasonably estimated periods in which economic benefits are expected to be realized. Immaterial goodwill is expensed as incurred.

The goodwill resulted from acquisition of Vodafone K.K. (currently SOFTBANK MOBILE Corp.) is amortized over a 20-year-period.

(6) Accounting method for consumption taxes : Consumption taxes are accounted for using the net method of reporting.

(7) Application of Consolidated taxation system

BB Mobile Corp., as a parent company of the consolidated tax return, SOFTBANK MOBILE, and Telecom Express Co., Ltd. adopted the consolidated taxation system

5. Additional information

(1) Accounting Standard for Accounting Changes and Error Corrections

"Accounting Standard for Accounting Changes and Error Corrections" (Accounting Standards Board of Japan (ASBJ) Statement No.24, December 4, 2009) and "Guidance on Accounting Standard for Accounting Changes and Error Corrections" (ASBJ Guidance No.24, December 4, 2009) were applied to accounting changes and error corrections made on or after April 1, 2011.

- (2) Change of deferred tax assets and deferred tax liability by the change of effective statutory tax rate

“Act on the Partial Revision of the Income Tax Act for the Establishment of a Taxation System Responding to Structural Transformation of Economy and Society” and “Act on Special Measures for Securing Financial Resources Needed to Implement Measures to Recover From the Great East Japan Earthquake” were issued on December 2, 2011. By these acts, the effective statutory tax rate, which is used to calculate deferred tax assets and liability for this year was changed from 40.69%, which was used as of March 31, 2011. The new effective tax rate will be as follows, depending when the temporary difference will reverse.

From April 1, 2012 to March 31, 2015: 38.01%

On and after April 1, 2015: 35.64%

By this change, deferred tax assets net of deferred liability decreased by ¥11,875 million, Deferred income taxes increased by ¥12,452 million and Unrealized gain on available-for-sale securities increased by ¥577 million respectively.

### Notes

#### **(Consolidated Balance Sheets)**

##### 1. Secured loans

###### (1) Assets pledged as collateral for secured liabilities

For short-term borrowings and long-term debt

Assets pledged as collateral and secured liabilities by consolidated subsidiaries are as follows:

###### Assets pledged as collateral:

Cash and deposits 99 million yen

###### Secured liabilities:

Accounts payable - trade 935

Short-term borrowings 27

Long-term debt 64

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Total 1,027 million yen

###### (2) Borrowings by security lending agreements

Cash receipts as collateral from financial institutions, to whom the Company lent a portion of shares in its subsidiary under security lending agreements are presented as follows:

Short-term borrowings 93,000 million yen

(3) Others

A consolidated subsidiary purchased assets by installments, and the assets of which ownership was not transferred to the consolidated subsidiary and its installment payables are as follows:

Assets of which ownership is not transferred:

Buildings and structures	59
Telecommunications equipment	54,927
Construction in progress	210
Other property and equipment	6
Software	17,006
Other intangibles	36
Investments and other assets – other assets	246
<hr/>	
Total	72,494 million yen

Installment payables:

Accounts payable – other and accrued expenses	16,208
Long-term liabilities-other liabilities	58,037
<hr/>	
Total	74,245 million yen

2. Guarantee obligation

The Company has entered into a sponsor agreement with WILLCOM, Inc. Under the sponsor agreement, the Company provides necessary financial support to WILLCOM, Inc. for business operation and execution of the rehabilitation plan. The agreement is effective until WILLCOM, Inc. completes the payment of its reorganization claims and reorganization security interests (Total amount ¥41,000 million) amounting to ¥ 34,151 million as of March 31, 2012.

3. Accumulated depreciation of property and equipment 1,205,104 million yen

4. Financial covenants

The Group's interest-bearing debt includes financial covenants, with which the Group is in compliance. The major financial covenants are as follows. If the Group fails to comply with the following covenants, creditors may require repayment of all debt. (Where the covenants set several conditions, the strictest condition is presented below.)

As of March 31, 2012, there is no infringement of the debt covenants.

(1) The amount of the Company's net assets at the end of the year and the first half of the year must not fall below 75% of the Company's net assets at the end of the previous year.

(2) The consolidated balance sheets of the Company and BB Mobile Corp. at the end of the year and the first half of the year must not show a net capital deficiency. The balance sheets of SOFTBANK MOBILE, SOFTBANK BB and SOFTBANK TELECOM at the end of the year and the first half of the year must not show a net capital deficiency.

5. Asset retirement obligation

The Group has obligations to restore mobile phone base stations and telephone line facilities for transmission to their original conditions under the rental contracts. However, considering business continuity, the removal of these facilities is difficult and

the possibility of executing the obligation to restore these facilities to their original condition is extremely low, and therefore, the asset retirement obligations are not recorded as of March 31, 2012.

## **(Consolidated Statements of Income)**

### 1. Refinancing related expense

It is primarily ¥23,957 million of procurement expense related to the total amount of ¥ 550.0 billion financing based on the resolution of the directors' meeting held on July 21, 2011 and cancellation expense of interest-rate swap to hedge interest rate risks along with the repayment of SBM loan\*.

\*¥1,366.0 billion loan to SOFTBANK MOBILE procured in November 2006 by Mizuho Trust & Banking Co., Ltd, the "Tokutei Kingai Trust Trustee" under the whole business securitization scheme. The SBM loan was associated with the series of financing transactions for the Company to acquire Vodafone K.K (currently SOFTBANK MOBILE). This loan was paid off on October 27, 2011.

### 2. Gain on sale of investment securities

The gain on sale of investment securities for the current period is primarily attributable to a ¥76,430 million gain on sale of Yahoo! Inc. shares.

In connection with the Company's financing of approximately \$1,135 million from CITIBANK, N.A. through its U.S subsidiary in February 2004, certain forward contracts ("collar transaction") were entered into, which allowed the obligation to be settled at maturity by delivering Yahoo! Inc. shares held by the Company's subsidiary. The forward contracts were to effectively hedge the variability of cash flows associated with the future market price of the underlying securities.

During the fiscal year ended March 31, 2012, the obligation under the forward contracts was settled at maturity by effectively delivering the shares of Yahoo! Inc. (book basis of \$142 million) to CITIBANK, N.A. The cash proceeds received by the Company's subsidiary from delivering the shares of Yahoo! Inc. to CITIBANK, N.A. were then remitted to repay the related obligation. "Gain on sale of investment securities" of ¥76,430 million (\$993 million) was recorded as a result of settling the forward contracts. During the fiscal year ended March 31, 2011, the shares of Yahoo! Inc. were reclassified to "Marketable securities" under current assets from "Investment securities" under investment and other assets. This was to coincide with the reclassification of the related obligation under current liabilities, of which the remaining period until maturity was less than one year. Accordingly, the gain on sale from this transaction was recorded as "Gain on sale of investment securities."

### 3. Unrealized appreciation on valuation of investments and loss on sale of investments at subsidiaries in the United States of America, net

Certain subsidiaries of the Company in the United States of America qualify as investment companies under the provisions set forth in Financial Services – Investment Companies of the FASB Accounting Standards Codification Topic 946(ASC 946) and account for investment securities in accordance with ASC 946.

The net changes in the fair value of the investments are recorded as unrealized appreciation on valuation of investments and loss on sale of investments at subsidiaries in the U.S., net and loss on sale of investments, computed based on the acquisition cost, is also included in this account. The unrealized appreciation on valuation of

investments and loss on sale of investments included in unrealized appreciation on valuation of investments and loss on sale of investments at subsidiaries in the U.S., net in the consolidated statements of income are as follows:

Unrealized appreciation on valuation of investments at subsidiaries in the U.S., net	3,584
Loss on sale of investments at subsidiaries in the U.S., net	(1,598)
Total	1,985 million yen

4. Premium expense on advanced repayment of long-term debt

As a result of the refinancing of SBM loan, a premium expense occurred for the advanced repayment of the entire loan on October 27, 2011.

**(Consolidated Statements of Changes in Equity)**

1. Class and number of outstanding shares as of March 31, 2012

Number of common stocks 1,107,728,781

2. Dividends

(1) Dividend paid

Resolution	Class of shares	Amount of dividend Millions of yen	Dividend per share	Record date	Effective date
Ordinary general meeting of shareholders, June 24, 2011	Common stocks	5,411	¥5.00	March 31, 2011	June 27, 2011

(2) Dividends which recorded date is in this fiscal year and effective date for payment is in the following fiscal year

Resolution	Class of shares	Amount of dividend Millions of yen	Source of dividend	Dividend per share	Record date	Effective date
Ordinary general meeting of shareholders, June 22, 2012	Common stocks	43,940	Retained earnings	¥40.0	March 31, 2012	June 25, 2012

3. Number of shares for stock acquisition rights as of March 31, 2012

Number of common stocks 3,393,500

## **(Financial Instruments)**

### **1. Conditions of Financial instruments**

#### **(1) Management policy**

The Group utilizes diversified financing methods of raising funds through both indirect financing, such as bank loans, and direct financing, such as issuance of bonds and commercial paper and borrowings through securitization, taking market conditions and current/non-current debts ratio into consideration. The Group makes short-term deposits for fund management purposes. The Group also utilizes derivative financial instruments to hedge various risks as described in detail below and does not enter into derivatives for trading or speculative purposes.

#### **(2) Financial instruments, risks, and risk management**

The notes and accounts receivable-trade are exposed to credit risk of customers. To minimize the credit risk, the Group performs due date controls and balance controls for each customer in accordance with internal customer credit management rules, and regularly screens major customers' credit status. For credit risk associated with installment sales receivables of mobile handsets, SOFTBANK MOBILE Corp. screens customers' credit in accordance with internal screening standards for new subscriber contracts as well as refers to an external institution for customers' credit status.

Marketable and investment securities are exposed to stock market fluctuation risk and foreign currency exchange risk. For those risks, the Group is continuously monitoring investees' financial condition, stock market fluctuation, and foreign currency exchange risk. The Group entered into a variable share prepaid forward contract (collar transaction) utilizing its shares of Yahoo! Inc. The purpose of this collar transaction was to hedge the variability of cash flows associated with the future market price of the underlying security, which was for the settlement of loans at their maturity. During the fiscal year ended March 31, 2012, the collar transaction was settled as the obligation under the forward contracts was settled at maturity by effectively delivering the shares of Yahoo! Inc.

Maturities of accounts payable-trade and accounts payable-other are mostly within one year. Loan payables with variable interest rate are exposed to interest rate risk, and interest rate swaps are used for certain loan payables in order to hedge this risk. Corporate bonds are mainly issued by the Company and corporate bonds denominated in foreign currency are exposed to foreign currency exchange risk. Foreign exchange forward contracts are used to hedge this risk.

In order to hedge the cash flow fluctuation risk associated with the future market price of underlying securities for sale, interest rate risk associated with financial assets and liabilities, and foreign currency exchange risk associated with assets and liabilities denominated in foreign currencies, derivative transactions such as a collar transaction, interest rate swap transactions, and foreign exchange forward contracts are used. The collar transaction, which was used to hedge the variability of cash flows associated with the future market price of the underlying security, was settled during the fiscal year ended March, 31, 2012.

Hedge accounting is applied for certain derivative transactions. Hedging instruments and hedged items, hedging policy, and effectiveness of hedge transactions are described in "Basis of Presentation of Consolidated Financial Statements 4. Summary of significant accounting policies (4) Accounting for significant hedge transactions." Derivative transactions entered into by the Company are

implemented and controlled based on the Company's internal policies and are limited to the extent of actual demand. Balance and fair value of derivative transactions are reported regularly to the board of directors. Consolidated subsidiaries also manage the derivative transactions based on the Company's policies.

(3) Supplemental explanation regarding fair value of financial instruments

Fair value of financial instruments are measured based on the quoted market price, if available, or reasonably assessed value if a quoted market price is not available. Fair value of financial instruments which quoted market price is not available is calculated based on certain assumptions, and the fair value might differ if different assumptions are used. In addition, the contract amount of the derivative transactions described below in "2. Fair value of financial instruments" does not represent the market risk of the derivative transactions.

## 2. Fair value of financial instruments

The carrying amounts on the consolidated balance sheets, fair value, and differences as of March 31, 2012 are as follows.

In addition, financial instruments, of which it is extremely difficult to measure the fair value, are not included. (Please see “Notes 2. Financial instruments of which the fair value is extremely difficult to measure”)

(Millions of yen)

	As of March 31, 2012		
	Carrying amount	Fair value	Differences
<b>Assets</b>			
(1) Cash and deposit	¥1,016,251	¥1,016,251	¥ -
(2) Notes and accounts receivable-trade	661,287		
Allowance for doubtful accounts <sup>*1</sup>	(36,882)		
Notes and accounts receivable-trade, net	624,405	624,405	-
(3) Marketable securities and investment securities			
[1]Held-to-maturity debt securities	691	580	(110)
[2]Investments in unconsolidated subsidiaries and affiliated companies	60,599	82,041	21,442
[3]Other securities	83,123	83,123	-
<b>Total</b>	<b>1,785,071</b>	<b>1,806,402</b>	<b>21,331</b>
<b>Liabilities</b>			
(1) Accounts payable-trade	190,532	190,532	-
(2) Short-term borrowings	403,167	403,167	-
(3) Current portion of corporate bonds	144,988	144,988	-
(4) Accounts payable-other and accrued expenses	835,053	835,053	-
(5) Income taxes payable	125,116	125,116	-
(6) Current portion of lease obligations	152,682	152,682	-
(7) Corporate bonds	459,900	466,836	6,936
(8) Long-term debt	560,070	568,472	8,402
(9) Lease obligations	347,699	351,831	4,132
<b>Total</b>	<b>3,219,210</b>	<b>3,238,681</b>	<b>19,470</b>
<b>Derivative transactions<sup>*2</sup></b>			
[1]Hedge accounting is not applied	1,683	1,683	-
[2]Hedge accounting is applied	(993)	(993)	-
<b>Total</b>	<b>¥689</b>	<b>¥689</b>	<b>¥ -</b>

Notes:

\*1. Allowance for doubtful accounts associated with notes and accounts receivable-trade are deducted.

\*2. Derivative assets and liabilities are on net basis.

## Notes 1. Fair value measurement of financial instruments

### Assets

#### (1) Cash and deposits

The carrying amount approximates fair value because of the short maturity of these instruments.

#### (2) Notes and accounts receivable-trade

The carrying amount of installment sales receivables approximates fair value, which is based on the present value of future cash flows through maturity discounted using an estimated credit-risk-adjusted interest rate. The carrying amount of notes and accounts receivable-trade other than installment sales receivables approximates fair value because of the short maturity of these instruments.

#### (3) Marketable and investment securities

The fair value of equity securities equals quoted market price, if available. The fair value of debt securities equals quoted market price or provided price by financial institutions. The investment securities held by certain subsidiaries in the United States of America which apply ASC 946 are carried at fair value.

Notes to investment securities by holding purpose are as follows:

### 1. Held-to-maturity debt securities

(Millions of yen)

Classification	As of March 31, 2012		
	Carrying amount	Fair value	Differences
Fair value $\leq$ Carrying amount			
Corporate bonds	691	580	(110)
Total	¥691	¥580	¥(110)

### 2. Marketable and investment securities at fair value

(Millions of yen)

Classification	As of March 31, 2012		
	Investment cost	Carrying amount	Differences
Carrying amount > Investment cost			
(1)Equity securities	¥35,012	¥58,168	¥23,155
(2)Debt securities	498	502	3
(3)Others	373	373	0
Sub-total	35,884	59,044	23,159
Carrying amount $\leq$ Investment cost			
(1)Equity securities	8,931	6,278	(2,652)
(2)Debt securities	759	730	(28)
(3)Others	3,293	3,211	(81)
Sub-total	12,983	10,220	(2,762)
Total	¥48,867	¥69,264	¥20,396

Note: Investment securities held by certain subsidiaries in the United States of America which apply ASC 946 are described in below "5. Investment securities evaluated at fair value under the provisions set forth in Financial Services– Investment Companies of the FASB Accounting Standards Codification."

**3. Marketable and investment securities sold during the fiscal year ended March 31, 2012**

(Millions of yen)

Securities	Sales price	Gain on sales	Loss on sales
(1)Equity securities	¥76,696	¥87,007	¥45
(2)Others	2,459	52	83
Total	¥79,155	¥87,060	¥129

Note: Sales price of ¥12,415 million, gain on sales of ¥8,454 million, and loss on sales of ¥19 million for financial instruments of which the fair value is extremely difficult to measure are included in the amounts above.

**4. Marketable and investment securities impaired**

Certain marketable and investment securities are impaired, and valuation loss on investment securities of ¥13,971 million (valuation loss on investment securities, of which the fair value is extremely difficult to measure, of ¥5,291 million is included) is recorded for the fiscal year ended March 31, 2012.

**5. Investment securities evaluated at fair value under the provisions set forth in Financial Services – Investment Companies of the FASB Accounting Standards Codification**

Certain subsidiaries of the Company in the United States of America account for investment securities in accordance with ASC 946.

Proceeds from sales and the carrying amounts of the investment securities at fair value recorded in the consolidated balance sheets as of March 31, 2012 were as follows:

	<u>As of March 31, 2012</u>
Proceeds from sales:	507 million yen
Carrying amounts of investment securities at fair value:	13,860 million yen

**Liabilities**

- (1) Accounts payable-trade, (4) Accounts payable-other and accrued expenses, and (5) Income taxes payable

The carrying amount approximates fair value because of the short maturity of these instruments.

- (2) Short-term borrowings

The carrying amount of the current portion of long-term debt approximates fair value since the carrying amount was equivalent to the present value of future cash flows discounted using the current borrowing rate for similar debt of a comparable maturity. Borrowings other than the current portion of long-term debt, the carrying amount approximates fair value because of the short maturity of these instruments.

- (3) Current portion of corporate bonds

The carrying amount approximates fair value because the carrying amount was equivalent to the quoted market price.

(6) Current portion of lease obligations

The carrying amount approximates fair value since the carrying amount was equivalent to the present value of future cash flows discounted using the current interest rate for similar lease contracts of comparable maturities and contract conditions.

(7) Corporate bonds

Fair value equals the quoted market price.

(8) Long-term debt

Fair value of long-term debts is based on the present value of future cash flows discounted using the current borrowing rate for similar debt of a comparable maturity.

(9) Lease obligations

Fair value equals to the present value of future cash flows discounted using the current interest rate for similar lease contracts of comparable maturities and contract conditions.

**(Derivative Transactions)**

**(1) Derivative transactions to which the Company did not apply hedge accounting**

**1. Currency Related**

(Millions of yen)

	Nature of transaction	March 31, 2012			
		Contract amounts		Fair value	Unrealized gain(loss)
			Over 1 year		
Off-market transactions	Forward exchange contracts to- •Purchase U.S. dollars and sell Japanese yen	¥53,099	-	¥1,683	¥1,683
	•Purchase U.S. dollars and sell Korean won	480	-	(0)	(0)
	•Purchase Euro and sell Japanese yen	18	-	(0)	(0)
	Total	¥53,599	-	¥1,683	¥1,683

Note: Fair value is based on information provided by financial institutions at the end of the fiscal year.

## (2) Derivative transactions to which the Company applied hedge accounting

### 1. Currency Related

(Millions of yen)

Hedge accounting method	Nature of transaction	Hedged items	Contract amount		Fair value
				Over 1 year	
Alternative method	Forward-exchange contracts: to buy:				
	U.S. dollars	Accounts payable - other	¥148	¥-	¥-
	Euro	Accounts payable - trade	1,020	-	-
	Forward-exchange contracts: to sell:				
	U.S. dollars	Accounts receivable - trade	86	-	-
Total			¥1,254	¥-	¥-

Note: For certain accounts payable-other, accounts payable-trade, and accounts receivable-trade denominated in foreign currencies for which foreign exchange forward contracts are used to hedge the foreign currency fluctuations, fair value of derivative financial instrument is included in fair value of the accounts payable-other, accounts payable-trade, and accounts receivable-trade as hedged items.

### 2. Interest Related

(Millions of yen)

Hedge accounting method	Nature of transaction	Hedged items	Contract amount		Fair value
				Over 1 year	
Deferral hedge accounting	Interest swap: Receiving floating rate and paying fix rate	Interest for loan	¥99,000	¥84,000	¥(993)
Total			¥99,000	¥84,000	¥(993)

Note: Fair value is based on information provided by financial institutions at the end of the fiscal year.

**Notes 2. Financial instruments of which the fair value is extremely difficult to measure.**

(Millions of yen)

Classification	Carrying amounts
Unlisted investment securities of unconsolidated subsidiaries and affiliated companies	¥148,884
Unlisted equity securities	42,805
Investments in partnerships	6,666
Total	¥198,357

Above are not included in “Assets (3) Marketable and investment securities” because there is no market value and it is extremely difficult to measure the fair value.

**Notes 3. The redemption schedule for money claim and held-to-maturity debt securities with maturity date subsequent to the consolidated balance sheets date.**

(Millions of yen)

Classification	April 1, 2012 to March 31, 2013	April 1, 2013 to March 31, 2017	April 1, 2017 to March 31, 2022	April 1, 2022 and thereafter
Cash and deposits	¥1,016,251	¥ -	¥ -	¥ -
Notes and accounts receivable-trade	587,958	73,328	-	-
Marketable and investment securities				
Held-to-maturity debt securities (corporate bonds)	200	-	-	600
Other securities with maturity date (corporate bonds)	630	200	200	-
Other securities with maturity date (other)	400	101	-	-
Sub-total	1,230	301	200	600
Total	¥1,605,440	¥73,630	¥200	¥600

**Notes 4. The redemption schedule for corporate bonds, long-term debt, and lease obligations subsequent to the consolidated balance sheets date.**

(Millions of yen)

Classification	April 1, 2012 to March 31, 2013	April 1, 2013 to March 31, 2014	April 1, 2014 to March 31, 2015	April 1, 2015 to March 31, 2016
Corporate bonds	¥144,988	¥205,000	¥74,900	¥70,000
Long-term debt	299,209	359,290	200,310	72
Lease obligations	152,682	120,372	101,289	80,644
Total	¥596,880	¥684,663	¥376,500	¥150,716

Classification	April 1, 2016 to March 31, 2017	April 1, 2017 to March 31, 2022	April 1, 2022 and thereafter
Corporate bonds	¥100,000	¥10,000	¥ -
Long-term debt	388	7	-
Lease obligations	45,389	3	-
Total	¥145,778	¥10,011	¥ -

**(Per share data)**

Shareholders' equity per share	¥852.69
Net income per share	¥285.78

## Notes to non-consolidated financial statements

### **(Summary of significant accounting policies)**

1. Evaluation standards and methods for major assets
    - (1) Marketable securities and investment securities
      - Investments in subsidiaries and affiliated companies : Carried at cost, based on the moving-average method
      - Available-for-sale securities
        - With market quotations : Stated at fair value, which represents the market prices at the balance sheet date (unrealized gain/loss is included as a separate component in equity, net of tax, while cost is primarily determined using the moving-average method)
        - Without market quotations : Carried at cost based on the moving-average method
    - (2) Derivative instruments : Stated at fair value
  2. Depreciation and amortization
    - (1) Property and equipment : Computed using the straight-line method
    - (2) Intangible assets : Computed using the straight-line method  
Software for the company's use is amortized using the straight-line method based on internal availability period (five years).
- Finance leases in which the ownership of leased assets is not transferred to lessees at the end of lease periods are computed using the straight-line method over the period of the finance leases. Finance lease transactions in which the ownership of leased assets was not transferred to lessees and contracted before April 1, 2008 are accounted for as operating lease transactions and "as if capitalized" information is disclosed in the notes to the lessee's financial statements.
3. Accounting principles for major allowances and accruals
    - (1) Allowance for doubtful accounts  
To prepare for uncollectible credits, allowance for doubtful accounts (excluding receivables from subsidiaries) is calculated based on the actual bad debt ratio, and specific allowance for doubtful accounts deemed to be uncollectible and receivable from subsidiaries are calculated considering its collectability.
    - (2) Allowance for bonus  
Allowance for bonus is calculated based on the Company's computation method for expected payment.
  4. Other basis of presentation of financial statements
    - (1) Deferred charges
      - Stock issuance cost : Amortized by the month over three years
      - Bond issuance cost : Amortized by the month over redemption period

(2) Accounting for significant hedge transactions

Interest rate swap

1) <Hedge accounting>

Recognitions of gains or losses resulting from changes in fair value of derivative instruments for hedging are deferred until the related gains and losses on hedged items are recognized.

2) <Derivative instruments for hedging and hedged items>

Derivative instruments for hedging : Interest rate swap contracts

Hedged items : Interest expense on borrowings

3) <Hedging policy>

In accordance with the Company's policy, the Company uses derivative financial instruments to hedge the risk of exposures to fluctuations in interest rates, regarding the authorization and credit limit amount.

4) < Effectiveness of hedge transactions >

The effectiveness of hedge transaction is assessed by measuring high correlation between the variability of cash flows associated with the interest rate of hedged items and variability of cash flows of hedge instruments.

(3) Accounting method for consumption taxes

Consumption taxes are accounted for using the net method of reporting.

**(Additional Information)**

(1) Accounting Standard for Accounting Changes and Error Corrections

“Accounting Standard for Accounting Changes and Error Corrections” (Accounting Standards Board of Japan (ASBJ) Statement No.24, December 4, 2009) and “Guidance on Accounting Standard for Accounting Changes and Error Corrections” (ASBJ Guidance No.24, December 4, 2009) were applied to accounting changes and error corrections made on or after April 1, 2011.

(2) Change of deferred tax assets and deferred tax liability by the change of effective statutory tax rate

“Act on the Partial Revision of the Income Tax Act for the Establishment of a Taxation System Responding to Structural Transformation of Economy and Society” and “Act on Special Measures for Securing Financial Resources Needed to Implement Measures to Recover From the Great East Japan Earthquake” were issued on December 2, 2011. By these acts, the effective statutory tax rate, which is used to calculate deferred tax assets and liability for this year was changed from 40.69%, which was used as of March 31, 2011. The new effective tax rate will be as follows, depending when the temporary difference will reverse.

From April 1, 2012 to March 31, 2015: 38.01%

On and after April 1, 2015: 35.64%

By this change, deferred tax liability net of deferred tax assets decreased by ¥2,534 million, Deferred income taxes increased by ¥2,097 million and Unrealized gain on available-for-sale securities increased by ¥436 million respectively.

## Notes

### (Balance Sheet)

1. Accumulated depreciation of property and equipment 6,182 million yen
2. Borrowings by security lending agreements  
Cash receipts as collateral from financial institutions, to whom the Company lent a portion of shares in its subsidiaries and affiliated companies of ¥1,234 million under security lending agreements are presented as follows:

Short-term borrowings 93,000 million yen

3.	Guarantee obligation		
	Guarantee (Nature of guarantee obligation)	Amount	
	[Guarantee obligation]		
	SFJ Capital Limited (preferred securities)	200,000 million yen	
	Shiodome Estate Corporation (lease transaction and purchase contract of the trust beneficiary interest)	89,065	(Note1)
	WILLCOM, Inc. (Sponsor agreement)	41,000	(Note2)
	Fukuoka Softbank Hawks Marketing Corp. (Borrowing)	482	
	Fukuoka Real Estate Corporation (Borrowing)	115	(Note3)
	Subtotal	330,662	

(Notes) 1. The Company guarantees the lease transaction related to Fukuoka Yahoo! JAPAN Dome and the acquisition of the trust beneficiary interest in July 2015.

After the acquisition of the trust beneficiary interest, Shiodome Estate Corporation will transfer the trust beneficiary interest to Fukuoka SOFTBANK HAWKS Marketing Corp.

2. The Company has entered into a sponsor agreement with WILLCOM, Inc. Under the sponsor agreement, the Company provides necessary financial support to WILLCOM, Inc. for business operation and execution of the rehabilitation plan. The agreement is effective until WILLCOM, Inc. completes the payment of its reorganization claims and reorganization security interests (total amount of ¥41,000 million) amounting to ¥34,151 million as of March 31, 2012.

3. Joint guarantee of the Company and other company. The Company's obligation based on guarantors' agreement is ¥76 million.

[Letter of awareness for management service]

SOFTBANK BB Corp. (Lease)	3,616	
Subtotal	3,616	
Total	334,278 million yen	

- |   |                    |
|---|--------------------|
| 4. Monetary receivables and liabilities for subsidiaries and affiliated companies |                    |
| Short-term monetary receivables   | 52,954 million yen |
| Long-term monetary receivables  | 652,538            |
| Short-term monetary liabilities   | 421,990            |
| Long-term monetary liabilities  | 262,603            |
| 5. Monetary receivables and liabilities for board members and corporate auditors  |                    |
| Monetary receivables  | 22 million yen     |
| Monetary liabilities  | 177                |

**(Statement of Income)**

- |  |                    |
|--|--------------------|
| 1. Transactions with subsidiaries and affiliated companies |                    |
| Net sales  | 43,700 million yen |
| Selling, general and administrative expenses               | 4,234              |
| Non-operating transactions                                 | 92,981             |
2. One-time recognition of unrecognized loan interest income from subsidiaries and affiliates
- Regarding the long-term loan made to a subsidiary, BB Mobile Corp. (hereafter “BBM”), the repayment of principal and payment of interest were not expected under the contract until SOFTBANK MOBILE Corp. (hereafter “SBM”) completely paid off SBM loan (refer to Note 1 “Refinancing related expense” for Consolidated Statements of Income) and distribution became possible as BBM is a holding company which solely holds the SBM shares and can only make profit from distribution. Therefore, loan interest income was not recorded from beginning of the loan as revenue was not deemed to be realized in the financial statements. SBM paid off SBM loan in October 2011 and financial covenants were abolished in the following November. As a consequence, distribution from SBM can be recognized at BBM as resource for interest expense and repayment of principal and payment of interest became possible under the revised loan contract. Taking these changes into consideration, the loan interest from BBM was deemed to be collectable and all the interest from beginning of the loan until abolishment of the financial covenants was recognized as extraordinary income at once. In addition, loan interest income after abolishment of the financial covenants is recorded as non-operating income. All the interest from beginning of the loan (¥13,277 million) is included in “Non-operating transactions” in Note 1 “Transactions with subsidiaries and affiliated companies” for Statement of Income.

**(Statement of Changes in Equity)**

Class and number of treasury stocks as of March 31, 2012

Number of common stocks	9,213,962 shares
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**(Income taxes)**

Significant components of deferred tax assets and liabilities

## Deferred tax assets

Loss on sales price adjustments of investments in subsidiaries and affiliates	10,446 million yen
Investments in subsidiaries and affiliated companies	8,471
Tax haven taxation	2,995
Loss carryforwards	2,865
Others	11,754
Gross deferred tax assets	36,533
Less: valuation allowance	(32,333)
Total deferred tax assets	4,200

## Deferred tax liabilities

Deferred taxable gain on a sale of shares of a subsidiary to a 100% owned subsidiary under Japanese group taxation regime	(11,644)
Unrealized gains on other securities	(3,082)
Others	(5,251)
Total deferred tax liabilities	(19,978)
Net deferred tax liabilities	(15,778) million yen

**(Leases)**

Lease transactions contracted before April 1, 2008 are continuously permitted to be accounted for as operating lease transactions, and as if capitalized information is as follows:

1. Amounts equivalent to acquisition costs, accumulated depreciation of leased property  
(Millions of yen)

	Tools, equipment and fixtures	Other	Total
Acquisition cost	¥70	¥618	¥689
Accumulated depreciation	58	541	599
Net leased property	¥12	¥77	¥89

2. Obligations under finance lease

Due within one year	107 million yen
Due after one year	4
Total	111 million yen

3. Lease payments, amounts equivalent to depreciation, interest expense

Lease payments	111 million yen
Depreciation expense	86
Interest expense	11

4. Calculation method used to determine the amount equivalent to depreciation  
The amount equivalent to depreciation is computed using the straight-line method over the period of the finance leases, assuming no residual value.
5. Calculation method used to determine the amount equivalent to interest expense  
The amount equivalent to interest expense is calculated by subtracting acquisition costs from the total lease payments and allocated over the lease periods based on the interest method.

**(Related Party Transactions with the Company)**

1. Subsidiaries and affiliated companies

(Millions of yen)

Category	Name	Voting rights (%)	Nature of transaction	Note	Amount of transaction (Note 9)	Account	Balance at March 31, 2012 (Note 9)
Subsidiary	SOFTBANK MOBILE Corp.	Indirect 100%	Brand royalty revenue		¥35,047	Accounts receivable - trade	¥36,799
			Collection of long-term loan receivable	1	84,596	Long-term loan receivable	—
			Collection of long-term account receivable-other	1	84,706	Investments and other assets – other assets	—
			Interest receipt	2	8,396	Other current assets	—
			Borrowing of short-term loans		155,000	Short-term borrowings	155,000
			Interest payment	3	31	Accrued expense	—
Subsidiary	SOFTBANK BB Corp.	Direct 100%	Brand royalty revenue		3,504	Accounts receivable - trade	3,679
			Borrowing of short-term loans (net of repayment)		39,233	Short-term borrowings	69,321
			Interest payment	3	826	Accrued expense	—
			Guarantee obligation	4	3,616		

Category	Name	Voting rights (%)	Nature of transaction	Note	Amount of transaction (Note 9)	Account	Balance at March 31, 2012 (Note 9)
Subsidiary	SOFTBANK TELECOM Corp.	Direct 81.7% Indirect 18.3%	Brand royalty revenue		4,937	Accounts receivable - trade	5,184
			Collection of long-term loan receivable		80,000	Short-term loan receivable	—
			Interest receipt	2	3,291	Other current assets	—
			Borrowing of short-term loans (net of repayment)		69,981	Short-term borrowings	57,381
			Interest payment	3	2,538	Accrued expense	—
			Dividends receipt		11,024		
Subsidiary	BB Mobile Corp.	Indirect 100%	Lendings of long-term loan receivable		549,725	Long-term loan receivable	605,420
			Interest receipt	2, 5	13,277	Investments and other assets – other assets	6,351
Subsidiary	Mobiletech Corporation	Direct 100%	Capital contribution	6	420,673		
Subsidiary	Galilei Japan KK	Indirect 100%	Borrowing of long-term loans		200,000	Long-term debt	200,000
			Interest payment	3	2,162	Accrued expense	2,162
Subsidiary	SFJ Capital Limited	Direct 100%	Guarantee obligation	4	200,000		
Subsidiary	Siodome Estate Corporation	Direct 100%	Guarantee obligation	4	89,065		
Subsidiary	SBBM Corporation	Direct 100%	Collection of long-term loan receivable (net of loans)		12,600	Long-term loan receivable	27,780
			Interest receipt	2	991	Other current assets	—
			Capital contribution		19,000		
Subsidiary	BB Cable Corporation	Direct 100%	Dividends receipt		18,993		
Subsidiary	Yahoo Japan Corporation	Direct 35.6% Indirect 6.6%	Interest payment	3	1,203	Accounts payable - other	121,869
			Dividends receipt		6,558	Accrued expense	1,410

Category	Name	Voting rights (%)	Nature of transaction	Note	Amount of transaction (Note 9)	Account	Balance at March 31, 2012 (Note 9)
Subsidiary	Charlton Acquisition LLP	—	Loss on investments in partnership		7,942		
			Loss on liquidation		16,608		
Subsidiary	Fukuoka Softbank Hawks Marketing Corp.	Direct 100%	Payment of advertising expense	7	3,600	Accounts payable - other	315
Subsidiary	SB Holdings (Europe) Ltd.	Indirect 100%	—	8	—	Long-term debt	50,237 (611,231 thousand US Dollars)
			Interest payment	3	856	Accrued expense	2 (28 thousand US Dollars)

The terms of transactions and the policies

- (Notes) 1. Part of long-term accounts receivable-other and all of long-term loan receivable are acquired from Vodafone group.
2. Interest rate on loan receivable is determined taking market interest rate into account.
3. Interest rate on loan payable is determined taking market interest rate into account.
4. Please refer to Note 3 “Guarantee obligation” for Balance Sheet for the detail.
5. The interest receipt of ¥6,925 million is included in special income. Please refer to Note 2 “One-time recognition of unrecognized loan interest income from subsidiaries and affiliates” for Statement of Income for the detail.
6. Contribution of BB Mobile Corp’s preferred stock of ¥419,173 million.
7. Payments of advertising expense to Fukuoka Softbank Hawks Marketing Corp. are for advertising effect for Softbank group which management of the Fukuoka Softbank Hawks provides.
8. The exchange rate for the translation of Japanese yen into U.S. dollar at March 31, 2012 is ¥ 82.19 to \$1.
9. Consumption taxes are included in the amount of the year-end balance, but not in the amount of the transaction.

## 2. Directors and major individual shareholders

(Millions of yen)

Category	Name	Voting rights (%)	Nature of transaction	Note	Amount of transaction (Note2)	Account	Balance at March 31, 2012 (Note2)
Director and shareholder	Masayoshi Son (Son Assets Management, LLC)	Direct 20.9%	Cash paid on behalf of Son Assets Management, LLC	1	¥264	Other current asset	¥22
			Facility use fee		45	Other liabilities	177

The terms of transactions and the policies

(Notes) 1. "Facility use fee" is determined based on the percentage of facility used as with the case of subsidiaries and affiliated companies.

2. Consumption taxes are included in the amount of the year end balance, but not in the amount of the transaction.

### (Per share data)

Shareholders' equity per share	¥448.70
Net income per share	¥23.08