

August 3, 2020

Press Release

Company Name: Z Holdings Corporation Representative: Kentaro Kawabe,

President and Representative Director

(Code number: 4689 First Section, Tokyo Stock

Exchange)

Inquiries: Ryosuke Sakaue,

Managing Executive Officer and Chief

Financial Officer TEL: 03-6779-4900

Company Name: LINE Corporation Representative: Takeshi Idezawa, President and Representative Director

(Code number: 3938 First Section, Tokyo Stock

Exchange)

Inquiries: Investor Relations

TEL: 03-4316-2050

Company name: SoftBank Corp.

Representative: Ken Miyauchi, Representative

Director, President & CEO

(Code number: 9434 First Section, Tokyo Stock

Exchange)

Inquiries: Takashi Naito,

VP, Head of Finance and Accounting Division

TEL: 03-6889-2000

Company name: NAVER Corporation Representative: Han Seong Sook, CEO

Inquiries: Kim Min, Investor Relations Leader (Email. dl IR@navercorp.com)

Notice Concerning Conclusion of Business Alliance MOU by Z Holdings Corporation, LINE Corporation, SoftBank Corp. and NAVER Corporation

Four companies including Z Holdings Corporation, a consolidated subsidiary of SoftBank Corp. ("ZHD") (President and Representative Director: Kentaro Kawabe), LINE Corporation, a consolidated subsidiary of NAVER Corporation ("LINE") (President and Representative Director: Takeshi Idezawa), SoftBank Corp. ("SoftBank") (Representative Director, President & CEO: Ken Miyauchi) and NAVER Corporation ("NAVER") (President and CEO: Han Seong Sook) (hereinafter, simply the "Four Companies") hereby announce that today, the Four Companies concluded a business alliance memorandum of understanding (the "Business Alliance MOU") in regard to the business alliance described in "2. Details of the Business Alliance" below, for the business integration of ZHD and LINE (the "Business Integration") which was announced in the "Announcement Regarding Definitive Agreement on Business Integration" on December 23, 2019 by ZHD and LINE, and the "Notice Concerning Entry into a Definitive Agreement

Relating to the Business Integration of Z Holdings Corporation (Securities Code: 4689) and LINE Corporation (Securities Code: 3938)" on the same date by SoftBank and LINE, respectively (collectively the "Business Integration Press Releases of December 23, 2019"), pursuant to the resolutions of ZHD and LINE's respective board of directors' meetings held today, the decision made by SoftBank's Representative Director, President and CEO Ken Miyauchi based on the authorization by a resolution of SoftBank's board of directors' at a meeting held on July 20, 2020, and the decision made by NAVER's President & CEO Han Seong Sook.

1. Reason for the Business Alliance

As announced in the Business Integration Press Release on December 23, 2019, the Four Companies entered into a business integration agreement, which is the definitive agreement related to the Business Integration (the "Definitive Integration Agreement") on December 23, 2019.

As part of the Business Integration, the Four Companies concluded the Business Alliance MOU and are starting discussions, etc., so that on or after the date upon which all required consents have been obtained from the Fair Trade Commission for the implementation of the Business Integration pursuant to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade and all related guidelines (collectively, the "Antimonopoly Laws") and from the relevant authorities under applicable foreign competition laws, they will, from such date until the completion of the Business Integration, to the extent relating to the Business Integration, and within with the scope and the methods permitted under the Business Integration Agreement, with respect to the businesses which the Four Companies that are parties to the Business Alliance MOU and their group companies (referring to, with respect to a person, the group of companies comprised of such person and its subsidiaries) (each, a "Business Alliance MOU Party Group") conduct in Japan, engage in the business alliance for the purpose of conducting joint business activities.

2. Content of the Business Alliance

In summary, the Four Companies agree under the Business Alliance MOU that conditioned upon having obtained all required consents from the Fair Trade Commission for the implementation of the Business Integration pursuant to the Antimonopoly Laws and from the relevant authorities under applicable foreign competition laws, and limited to the extent relating to the Business Integration, and limited to within the scope and the methods permitted under the Business Integration Agreement, until the Business Integration is completed through effectiveness of the share exchange between ZHD and the LINE Demerger Preparatory Company, within Japan they will (i) conduct information sharing, review, verification testing and discussions for the purpose of implementing the business alliance to engage in joint business activities with respect to items set out below relating to the businesses which one or more of the Business Alliance MOU Party Groups conduct (the "Business Alliance"), and (ii) if parties separately agree on the specific implementation of any joint business activities, the Business Alliance shall be carried out in accordance with such separate agreement. Any disclosure required by the relevant Business Alliance MOU Party Group under laws and regulations in regard to the implementation of the Business Alliance will be made in a timely manner.

- (1) Organizational restructuring among the Business Alliance MOU Party Groups (excluding those that separately require notice for a business combination review under the Antimonopoly Laws and applicable competition laws and other applicable laws of each relevant country) and organizational restructuring internally within the Business Alliance MOU Party Groups
- (2) Shared recruitment activities, transfers of human resources (including the transfers of human resources involving the merger and dissolution of departments) and personnel exchanges among the Business Alliance MOU Party Groups
- (3) Implementation of joint development and technical cooperation
- (4) Implementation of joint sales, promotions and campaigns

- (5) Mutual utilization of sales networks and referrals of customers
- (6) Standardization of points and ecosystems
- (7) Mutual utilization of data and user consent acquisitions (including required revisions of the privacy policy resulting therefrom, etc.)
- (8) Linkage of IDs and services of LINE and Yahoo Japan Corporation, which is the wholly-owned subsidiary of ZHD
- (9) Shared procurement of hardware, software, content and infrastructure
- (10) Joint consultation and negotiation with stakeholders
- (11) Having discussions on strategy, creating a business plan and conducting a presentation on integrated strategy
- (12) Shared operational management
- (13) Shared usage of information systems and back office functions
- (14) Establishment of, and decision making by, the product committee
- (15) Making decisions on consolidation of and discontinuing services and products and role-sharing arrangements regarding services and products, and implementation thereof
- (16) In addition, any other joint business activities on which the Business Alliance MOU Parties that will implement such joint business activities separately agree, including but not limited to organizational restructuring, human resources, development, sales, sharing and utilization of data, linkage of services or operations among the Business Alliance MOU Party Groups and procurement

3. Parties to the Business Alliance

① ZHD

(1)	Company name	Z Holdings Corporation	
(2)	Address	1-3 Kioicho, Chiyoda-ku, Tokyo, Japan	
(3)	Title and name of representative	President and Representative Director Kentaro Kawabe	
(4)	Lines of business	Holding Company	
(5)	Capital	237,422 million yen	
(6)	Founded	January 31, 1996	
(7)	Main shareholders and percentage of	Shiodome Z Holdings GK	44.6%
	shareholdings	The Master Trust Bank of Japan, Ltd. (trust account)	4.1%
	(as of March 31, 2020)	JP Morgan Chase Bank 385632	4.1%
		Japan Trustee Services Bank, Ltd. (trust account)	3.5%
		State Street Bank and Trust Company 505325	2.9%
		BNYM as AGT/CLTS Non Treaty JASDEC	1.6%
		MLI for Client General Omni Non Collateral Non Treaty-PB	1.4%
		Japan Trustee Services Bank, Ltd. (trust account 5)	1.2%
		SSBTC Client Omnibus Account	1.1%
		JP Morgan Chase Bank 385151	1.0%
(8)	Relationships of the	Relationship with SoftBank	

parties	Capital relationship	hold	Bank is the indirect paring 44.6% of its voting nt company, Shiodome Z	rights through ZHD's	
	Personal relationship	Amo Ken direc boar is als Kazı direc	ong the ZHD directors, taro Kawabe is also a ctor Masayoshi Son is all d of directors of SoftBank so the representative direct whiko Fujihara is also a dictor Taku Oketani is also Bank.	representative director director of SoftBank, so the chairman of the , director Ken Miyauchi tor of SoftBank, director rector of SoftBank, and	
	Commercial relationship	with	o and SoftBank have correspect to advertising munication services, point	g placement, use of	
	Whether considered a related party	Soft	Bank is a related party of Z	ZHD.	
	Relationship with	NAVI	ER		
	Capital relationship	Noth	ning to report		
	Personal relationship	Noth	ning to report		
	Commercial relationship	nship Nothing to report			
	Whether considered a related party	nsidered a Not applicable			
	Relationship with	LINE			
	Capital relationship	Noth	ning to report		
	Personal relationship	Nothing to report			
	Commercial relationship	Noth	ning to report		
	Whether considered a related party	Not	applicable		
(9) Consolidated earnings a		over	the past 3 years		
Fiscal year	FY3/ 2018		FY3/ 2019	FY3/2020	
Total capital	¥1,121,887 mi	llion	¥910,523 million	¥1,047,823 million	
Total assets	¥2,516,633 million ¥177.97		¥2,429,601 million	¥3,933,910 million	
Equity attributable to parent company			¥160.96	¥162.01	

owners per share			
Sales revenue	¥897,185 million	¥954,714 million	¥1,052,943 millio
Operating profit	¥185,810 million	¥140,528 million	¥152,276 millio
Profit before taxes	¥193,177 million	¥123,370 million	¥135,676 millio
Net profit attributable to parent company owners	¥131,153 million	¥78,677 million	¥81,675 millio
Basic net profit per share	¥23.04	¥14.74	¥16.8
Dividend per share	¥8.86	¥8.86	¥8.8

(2) LINE

(2) LIN	NE .	1			
(1)	Company name	LINE Corporation			
(2)	Address	1-6 Shinjuku 4-chome, Shinjuku-ku, Tokyo, Japan			
(3)	Title and name of representative	President and Representative Director Takeshi Idezawa			
(4)	Lines of business	Advertising service based on the mobile messenger application "LINE," core businesses include the sales of stamps and game services, and strategic businesses including Fintech, AI and commerce services.			
(5)	Capital (as of June 30, 2020)	97,284 million yen			
(6)	Founded	September 4, 2000	0		
(7)	Main shareholders and	NAVER Corporat	ion 72.45%		
percentage of shareholdings (as of June 30, 2020)		UBS AG London A/C IPB Segregated Client 2.80%			
	(, ,	Shin Jung Ho 1.97			
(8) Relationships of the		Relationship with SoftBank			
	parties	Capital relationship	Nothing to report		
		Personal relationship	Nothing to report		
		Commercial relationship	LINE and SoftBank have commercial relationships with use of communication services, etc.		
		Whether considered a related party	Not applicable		
		Relationship with NAVER			
		Capital relationship	NAVER is LINE's parent company, holding 174,992,000 shares (72.45% of LINE's 241,544,142 total shares outstanding as of June 30, 2020).		

				VER also holds a portion e acquisition rights.	n of LINE's bonds with
				Jin Lee, who is an execuso LINE's chairman of the	*
				E and NAVER have correspect to advertising pla	•
		Whether considered a related party	NAV	VER is the parent compan	y of LINE.
		Relationship with 2	ZHD		
		Capital relationship	Noth	ning to report	
	-	Personal relationship	Noth	ning to report	
	-	Commercial relationship	Noth	ning to report	
		Whether considered a related party	Not	applicable	
(9) Consolidated	earnings ar	nd financial position	over	the past 3 years	
Fiscal year		FY12/ 2017		FY12/2018	FY12/2019
Total capital		¥189,977 mil	llion	¥208,514 million	¥174,663 million
Total assets		¥303,439 mil	llion	¥486,587 million	¥541,352 million
Equity attribution parent owners per sh	company	¥77	9.30	¥833.87	¥659.96
Sales revenue		¥167,147 mil	llion	¥207,182 million	¥227,485 million
Operating pro (△ means loss	fit	¥25,078 mil		¥16,110 million	Δ¥38,997 million
Net profit att to parent owners (△ mean loss)	company	¥8,078 mil	llion	∆¥3,718 million	∆¥46,888 million
Basic net prof		36.5	6円	△15.62 円	△196.07 円
(△ mean loss))				
Dividend per	share	_		_	_

(3) SoftBank

(3) Soft					
(1)	Company name	SoftBank Corp.			
(2)	Address	1-9-1 Higashi-shimbashi, Minato-ku, Tokyo, Japan			
(3)	Title and name of representative	Ken Miyauchi, Representative Director, President & CEO			
(4)	Lines of business	Provision of mobil	le communication services, sale of mobile de	vices,	
		provision of fixed	line communication services, provision of in	ternet	
		connection service	es es		
(5)	Capital	¥204,309 million			
(6)	Founded	December 9, 1986			
(7)	Main shareholders and percentage of shareholdings	SoftBank Group Ja	•	62.07%	
	(as of March 31, 2020)	The Master Trust	Bank of Japan, Ltd. (trust account)	2.25%	
	(Note 1) (Note 2)	Japan Trustee Serv	vices Bank, Ltd. (trust account)	1.54%	
		Japan Trustee Serv	vices Bank, Ltd. (trust account 5)	0.77%	
		State Street Bank	West Client-Treaty 505234	0.57%	
		State Street Bank And Trust Company 505103 0.519			
		Japan Trustee Services Bank, Ltd. (trust account 1) 0.3			
		Japan Trustee Services Bank, Ltd. (trust account 2) 0.36%			
		Japan Trustee Services Bank, Ltd. (trust account 6) 0.31%			
		Japan Trustee Serv	vices Bank, Ltd. (trust account 9)	0.31%	
(8)	Relationships of the	Relationship with NAVER			
	parties	Capital relationship	Nothing to report		
		Personal relationship	Nothing to report		
		Commercial relationship	Nothing to report		
		Whether considered a related party	Not applicable		
		Relationship with	ZHD		
		Capital relationship	SoftBank holds 2,125,366,950 shares (outstanding March 31,	
				Personal relationship	SoftBank's chairman of the board of Masayoshi Son, and SoftBank directors Ke and Kazuhiko Fujihara are also directors of ZHD's representative director Kentaro Kaya director of SoftBank.

		Commercial relationship	with	O and SoftBank have come respect to advertising munication services, point company to the services of the serv	placement, use of
		Whether considered a related party		Bank is the parent company al control criteria.	of ZHD based on the
		Relationship with	LINE		
		Capital relationship	Nothing to report		
		Personal relationship	Noth	ning to report	
		Commercial relationship	LINE and SoftBank have commercial relat with use of communication services, etc.		•
		Whether considered a related party	Not	applicable	
(9)	Consolidated earnings a		ı over	the past 3 years	
	Fiscal year	FY3/ 2018	10,01	FY3/ 2019 (note 3)	FY3/ 2020
	Total capital	¥885,260 mi	llion	¥2,022,567 million	¥1,707,564 million
	Total assets	¥5,305,567 mi		¥8,036,328 million	¥9,792,258 million
	Equity attributable to parent company owners per share		37.94	¥312.95	¥211.03
	Sales revenue	¥3,582,635 mi	llion	¥4,656,815 million	¥4,861,247 million
	Operating profit	¥637,933 mi	llion	¥818,188 million	¥911,725 million
	Profit before taxes	¥597,554 mi	llion	¥746,113 million	¥811,195 million
	Net profit attributable to parent company owners	¥400,749 mi	llion	¥462,455 million	¥473,135 million
	Basic net profit per share attributed for parent company	¥9	7.64	¥96.60	¥99.27
	Owners Dividend per share	¥18	31.43	¥37.50	¥85.00

(Note 1) Shareholding percentages do not include the 46,000,000 shares of treasury stock retained by SoftBank (as of March 31, 2020).

(Note 2) The shareholding percentage of SoftBank Group Japan Corporation set out herein represents the ratio number of shares (2,942,919,470 shares) following the transfer of 240,000,000 SoftBank's shares by that SoftBank Group Japan Corporation carried out on May 26, 2020 to the number of SoftBank's total shares outstanding (excluding shares of treasury stock) as of March 31, 2020 (4,741,145,170 shares).

(Note 3) The numerical values for the fiscal year ending March 2019 have been retroactively corrected in line with the transactions under common control (acquisition of ZHD shares) that were carried out during

the fiscal year ending on March 31, 2020.

4 NAVER

(1)	Company name	NAVER Corporation		
(2)	Address	Naver Green Factory, 6, Buljeong-Ro, Bundang-Gu, Seongnam-Si,		
		Gyeonggi-Do, 135	561, Korea	
(3)	Title and name of representative	President & CEO Han Seong-sook		
(4)	Lines of business	Operation of porta	al site (NAVER), contents business	
(5)	Capital			
	(as of December 31, 2019)	16,481 million KF	RW	
(6)	Founded	June 2, 1999		
(7)	Main shareholders and	National Fund Ser	vice 11.52%	
	percentage of shareholdings	BlackRock Fund	Advisors 5.03%	
	(as of December 31, 2019)	Harris Associates	5.01%	
(8)	Relationships of the	Relationship with	SoftBank	
	parties	Capital	Nothing to report	
		relationship	rouning to report	
		Personal	Nothing to report	
		relationship		
		Commercial relationship	Nothing to report	
		Whether		
		considered a	Nothing to report	
		related party		
		Relationship with	ZHD	
		Capital relationship	Nothing to report	
		Personal relationship	Nothing to report	
		Commercial	Nothing to report	
		relationship		
		Whether	N. d.	
		considered a	Nothing to report	
		related party		
		Relationship with		
			NAVER is LINE's parent company, holding	
		Capital	174,992,000 shares (72.45% of LINE's 241,544,142	
		relationship	total shares outstanding as of June 30, 2020).	
			NAVER also holds a portion of LINE's bonds with	
			share acquisition rights.	

		1			
		Personal relationship		Hae Jin Lee, who is an executive officer of NAV is also LINE's chairman of the board of directors.	
		Commercial relationship ZHD and NAVER have commercial relations respect to advertising placement, etc.		•	
		Whether considered a related party	a NAVER is the parent company of LINE.		y of LINE.
(9)	Consolidated earnings a	nd financial position	over	the past 3 years	
	Fiscal year	FY12/ 2017		FY12/2018	FY12/2019
	Consolidated net	5,305,186,234,949 KRW 8,019,251,559,914 KRW 36,465KRW		5,949,140,513,293	6,503,926,068,580
	assets			KRW	KRW
	Consolidated total			9,881,190,909,324	12,299,527,120,786
	assets			KRW	KRW
	Consolidated net assets per share			40,682KRW	44,690KRW
	Consolidated sales	4,678,468,928	,032	5,586,904,533,355	6,593,400,065,244
	revenue		RW	KRW	KRW
	Consolidated	1,179,187,806	,331	942,532,561,543	710,070,173,513
	operating profit		RW	KRW	KRW
	Consolidated ordinary	1,195,828,988	,960	1,111,672,274,838	866,722,133,963
	profit	K	RW	KRW	KRW
	Net profit attributable	772,879,579	,921	648,812,902,730	583,051,904,649
	to parent company owners	K	RW	KRW	KRW
	Consolidated net profit per share	5,293K	RW	4,294KRW	2,727KRW
ı		i			

4. Schedule

Dividend per share

(1) Date of SoftBank board resolution	July 20, 2020
(2) Date of ZHD and LINE's board resolutions	August 3, 2020 (today)
(3) Date of NAVER CEO approval	August 3, 2020 (today)
(4) Execution of Business Alliance Agreement	August 3, 2020 (today)

289KRW

314KRW

376KRW

The commencement of this Business Alliance is conditioned upon obtaining all required consents and approvals from the Fair Trade Commission under Antimonopoly Laws and from the relevant authorities under applicable foreign competition laws with respect to the Business Integration.

5. Future Outlook

The effect of this Business Alliance on the performance of ZHD during the fiscal year ending March 2021, the performance of LINE during the fiscal year ending December 2020, and the performance of SoftBank during the fiscal year ending March 2021 is undetermined. We note it is thought that in the medium- to long-

term it will contribute to the increase of the Four Companies' corporate value. Going forward we will promptly disclose any event that could change the earnings forecast.