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May 15, 2019

Dear Sir,



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(Code No.: 4726 Tokyo Stock Exchange, First Section)  
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**Notice concerning Introduction of Restricted Stock Remuneration Plan**

SoftBank Technology Corp. (the “Company”) hereby announces that, at the meeting of its Board of Directors held on May 15, 2019, the Company reviewed its executive compensation system and resolved to introduce a restricted stock remuneration plan (the “Plan”) and that the introduction of the Plan will be referred for discussion at the 31<sup>st</sup> Annual General Meeting of Shareholders (the “Shareholders Meeting”) to be held on June 17, 2019. Details are as follows.

1. Purpose, etc. of the introduction of the Plan

(1) Purpose of the introduction of the Plan

The purpose of the Plan is to provide the Directors of the Company (“Eligible Directors”), excluding External Directors, with incentives for contributing to sustained growth of the Company’s corporate value and promote value sharing with shareholders.

(2) Requirement for the introduction of the Plan

Eligible Directors shall be paid remuneration in the form of monetary remuneration claims in order to be granted restricted stock under the Plan. Accordingly, obtaining the approval of shareholders at the Shareholders Meeting regarding the payment of such remuneration shall be a condition for the introduction of the Plan.

The amount of remuneration, etc. paid to the Directors (including External Directors) of the Company is set at no more than 400 million yen per year (provided, however, that said remuneration does not include the salary portion payable to the Directors who concurrently are employees of the Company) in accordance with the resolution adopted at the 21<sup>st</sup> Annual General Meeting of Shareholders held on June 20, 2009. In addition, it was approved at the 24<sup>th</sup> Annual General Meeting of Shareholders held on June 20, 2012 to grant stock acquisition rights as remuneration, etc. in the form of stock options, separately from the remuneration, etc. described above, to the Directors in an amount not exceeding 80 million yen. The

Company seeks approval of the shareholders at the Shareholders Meeting regarding the introduction of the Plan and the abolition of the above remuneration in the form of stock options, thereby establishing a new form of remuneration to the Eligible Directors of the Company under the Plan.

## 2. Overview of the Plan

The Eligible Directors shall pay all the monetary remuneration claims provided by the Company based on the Plan as property contributed in kind, and the Company shall issue or dispose of its common shares to the Eligible Directors. Moreover, the total amount of monetary remuneration claims provided to the Eligible Directors in accordance with the Plan shall be no more than 80 million yen per year (provided, however, that said remuneration does not include the salary portion payable to the Directors who concurrently are employees of the Company). The specific time of payment and the amount of distribution to each Eligible Director shall be determined by the Board of Directors.

The total number of common shares of the Company to be issued or disposed of under the Plan (the “Shares”) shall be no more than 40,000 shares per year (provided, however, in the case where the Company conducts share splits (including gratis allocations of its common shares) or reverse stock splits of its common shares or in other cases where an adjustment of the total number of its common shares to be issued or disposed of as restricted stocks is required to be made, the total number of shares shall be adjusted within a reasonable extent). On such occasion, the amount paid in per share by the Eligible Directors shall be the amount determined by the Board of Directors within the scope not particularly advantageous to the Eligible Directors, based on the closing price of the common shares of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of each resolution of the Board of Directors regarding the amount to be paid in (in the case where no transaction is executed on that day, the closing price on the most recent trading day prior to that day).

In addition, the issuance or disposition of the Shares shall be subject to the conclusion of a restricted stock allotment agreement between the Company and each Eligible Director who will receive the payment of restricted stock remuneration. The restricted stock allotment agreement shall contain provisions such as (i) during the period determined by the Board of Directors of the Company, which shall be 3 to 5 years, an Eligible Director may not transfer to any third party, create a security interest on or conduct other dispositions of the Shares and (ii) gratis acquisition of the Shares by the Company shall be conducted if a certain event occurs. During the period of restriction of transfer, etc., the Shares shall be managed in a dedicated account opened by each Eligible Director with a securities firm designated by the Company, in order to prevent the transfer, the creation of a security interest on or other dispositions of the Shares during said period.

Under the Plan, in addition to the Eligible Directors, employees of the Company who do not concurrently serve as Directors shall be provided with restricted stock remuneration, the same as those that are to be provided to the Eligible Directors, by resolution of the Board of Directors and the Company shall issue or dispose of its common shares to the such employees.

End.