

FY3/18 Financial Statements [J-GAAP]

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June 28, 2018

June 28, 2018

June 29, 2018

Company name: Matsuda Sangyo Co., Ltd.

Company code: 7456

May 11, 2018 Exchanges listed on: Tokyo Stock Exchange (First Section) URL: <u>http://www.matsuda-sangyo.co.jp</u> Yoshiaki Matsuda

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Date of regular shareholders' meeting:

Date of filing the financial report:

Representative:

Inquiries:

Expected dividend payment date:

Supplementary materials for financial results prepared: Yes

Director in charge of IR

Representative Director/President

Information meeting for financial results held: Yes (for institutional investors and analysts)

(Figures are rounded down to the nearest million yen)

1. FY3/18 Consolidated results (April 1, 2017–March 31, 2018) (1) Consolidated operating results

| (1) Consolidate | d operating results | 5 | (Percenta | ges are | year-on-year cl | nanges) | | |
|--|----------------------------|------|-------------------|---------|-------------------|---------|--|-------|
| | Net Sales Operating income | | | ome | Ordinary inco | ome | Profit attributable to owners of parent | |
| | (millions of yen) | (%) | (millions of yen) | (%) | (millions of yen) | (%) | (millions of yen) | (%) |
| FY3/18 | 190,184 | 16.6 | 4,877 | 64.8 | 5,142 | 48.7 | 3,459 | 40.9 |
| FY3/17 | 163,054 | 0.6 | 2,960 | (5.3) | 3,459 | (8.5) | 2,454 | (4.6) |
| (Note) Comprehensive income: FY3/18 3,967 million yen (+70.9%) FY3/17 2,322 million yen (+31.8%) | | | | | | | | |

| | Earnings per share | Diluted earnings per share | Return on equity | Ordinary income / total assets | Operating margin |
|--------|-----------------------|-------------------------------|------------------|--------------------------------|------------------|
| | (yen) | (yen) | (%) | (%) | (%) |
| FY3/18 | 131.37 | — | 6.3 | 6.7 | 2.6 |
| FY3/17 | 93.21 | | 4.7 | 4.8 | 1.8 |

(Reference) Equity in earnings or losses of affiliates: FY3/18 412 million yen FY3/17 554 million yen

(2) Consolidated financial position

| | Total assets | Net assets | Shareholders' equity ratio | Net assets per share |
|--------|-------------------|-------------------|----------------------------|----------------------|
| | (millions of yen) | (millions of yen) | (%) | (yen) |
| FY3/18 | 80,593 | 56,648 | 70.2 | 2,149.11 |
| FY3/17 | 72,715 | 53,419 | 73.4 | 2,027.45 |

(Reference) Shareholders' equity: FY3/18 56,592 million yen FY3/17 53,390 million yen

(3) Consolidated cash flows

| | Cash flow from operating activities | Cash flow from investing activities | Cash flow from financing activities | Cash and cash equivalents at end of period |
|--------|-------------------------------------|-------------------------------------|-------------------------------------|--|
| | (millions of yen) | (millions of yen) | (millions of yen) | (millions of yen) |
| FY3/18 | (483) | (2,262) | 3,506 | 7,571 |
| FY3/17 | 811 | (1,813) | (1,597) | 6,784 |

2. Dividends

| | | Dividends per share Total dividends | | | | Payout ratio | Dividends/ | |
|-------------------------|-------|-------------------------------------|-------|-------|--------|-------------------|------------|-----|
| | Q1 | Q2 | Q3 | Q4 | Annual | (annual) | | |
| | (yen) | (yen) | (yen) | (yen) | (yen) | (millions of yen) | (%) | (%) |
| FY3/17 | — | 14.00 | — | 14.00 | 28.00 | 737 | 30.0 | 1.4 |
| FY3/18 | — | 14.00 | _ | 14.00 | 28.00 | 737 | 21.3 | 1.3 |
| FY3/19 (projections) | — | 15.00 | _ | 15.00 | 30.00 | | 22.6 | |

3. FY3/19 Consolidated earnings projections (April 1, 2018–March 31, 2019)

| | (Percentages are year-on-year changes) | | | | | | | | | | |
|-----------|--|-----|-------------------|-----|-------------------|-----|----------------|-----|------------------------------|--|-----------------------|
| | Net sales | | Net sales | | Operating income | | Ordinary incom | | Profit attribution owners of | | Earnings per share |
| | (millions of yen) | (%) | (millions of yen) | (%) | (millions of yen) | (%) | (millions of | (%) | (yen) | | |
| | | | | | | | yen) | | | | |
| 1H FY3/19 | 96,000 | 1.8 | 2,400 | 8.9 | 2,500 | 3.2 | 1,680 | 2.3 | 63.79 | | |
| FY3/19 | 200,000 | 5.2 | 5,000 | 2.5 | 5,200 | 1.1 | 3,500 | 1.2 | 132.91 | | |

* Notes

(1) Material changes in subsidiaries during the fiscal year (changes in specified subsidiaries resulting from changes in scope of consolidation): No

(2) Changes in accounting policies, changes in accounting estimates and restatement of revisions

| 1) Changes in accounting policies with revision of accounting standards: | No |
|--|----|
| Changes in accounting policies other than the above: | No |
| 3) Changes in accounting estimates: | No |
| 4) Restatement of revisions: | No |

4) Restatement of revisions:

(3) Number of issued shares (common shares)

1) Number of issued shares

(including treasury shares)

2) Number of treasury shares

3) Average number of shares during the period

(Reference) Summary of non-consolidated results

1. FY3/18 Non-consolidated results (April 1, 2017–March 31, 2018)

| | (1) Non-consolid | ated operating re | Suits | | (Percentages are year-on-year changes) | | | | |
|---|------------------|-------------------|-------|-------------------|--|-------------------|--------|-------------------|-------|
| | | Net sales | | Operating income | | Ordinary income | | Net income | |
| ſ | | (millions of yen) | (%) | (millions of yen) | (%) | (millions of yen) | (%) | (millions of yen) | (%) |
| | FY3/18 | 183,934 | 19.9 | 4,062 | 73.2 | 4,393 | 66.1 | 3,018 | 59.5 |
| | FY3/17 | 153,426 | (3.6) | 2,345 | (10.6) | 2,644 | (11.1) | 1,892 | (3.9) |

| | Net income per share | Diluted net income per share |
|--------|----------------------|---------------------------------|
| | (yen) | (yen) |
| FY3/18 | 114.61 | - |
| FY3/17 | 71.84 | - |

(2) Non-consolidated financial position

| | Total assets | Net assets | Shareholders' equity ratio | Net assets per share |
|--------|-------------------|-------------------|-------------------------------|----------------------|
| | (millions of yen) | (millions of yen) | (%) | (yen) |
| FY3/18 | 71,884 | 48,086 | 66.9 | 1,826.06 |
| FY3/17 | 64,443 | 45,741 | 71.0 | 1,736.99 |

(Reference) Shareholders' equity: FY3/18 48,086 million yen FY3/17 45,741 million yen

*This kessan tanshin document is outside the scope of audit procedures conducted by certified public accountants and the independent auditor.

*Explanation of the proper use of earnings projections and other notes

This document contains earnings projections and other information that constitute forward-looking statements. These statements are based on reasonable assumptions and information currently available to the Company and provide no guarantee of future performance. Actual results may differ materially from forward-looking statements due to a number of factors. For more information about earnings projections assumptions and notes regarding the use of earnings projections, please refer to "1. Operating results and others (4) Future outlook, (6) Business and other risks" on page 4.

| FY3/18 | 28,908,581 | shares | FY3/17 | 28,908,581 | shares |
|--------|------------|--------|--------|------------|--------|
| FY3/18 | 2,575,524 | shares | FY3/17 | 2,575,021 | shares |
| FY3/18 | 26,333,290 | shares | FY3/17 | 26,333,728 | shares |

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| (Segment information, etc.) | |
| | |

1. Operating results and others

(1) Analysis of operating results

| Consolidated operating results | (millions | of y | en) [year-on-yea | ar compariso | on] |
|---|-----------|------|------------------|--------------|-----|
| Net sales | 190,184 | [| +27,129 | +16.6% |] |
| Operating income | 4,877 | [| +1,917 | +64.8% |] |
| Ordinary income | 5,142 | [| +1,683 | +48.7% |] |
| Profit attributable to owners of parent | 3,459 | [| +1,004 | +40.9% |] |

During the consolidated fiscal year ended March 31, 2018, the Japanese economy continued to recover at a moderate pace, supported by improving corporate earnings and employment conditions and rising capital investment. However, the outlook remained unclear amid persistent weakness in consumer spending, labor shortages in Japan and the risk of a downturn due to uncertainties in overseas economies.

Against this backdrop, the Matsuda Sangyo Group's precious metals business segment increased the use of production sites in Japan and overseas and stepped up marketing activities, while also working to secure precious metals materials, boost sales of products such as precious metal chemical products and expand its industrial waste treatment outsourcing business. The food business segment worked hard to develop and provide products that address customer needs and actively implemented marketing activities, which included expanding the use of overseas business, as well as domestic business sites, in order to increase sales volume.

As a result, consolidated net sales increased 16.6% year on year to ¥190,184 million and operating income rose 64.8% to ¥4,877 million. Ordinary income, which includes share of profit of entities accounted for using equity method and other non-operating income, totaled ¥5,142 million, up 48.7% year on year, and profit attributable to owners of parent was ¥3,459 million, up 40.9% year on year.

The following is a summary of business by segment:

| Consolidated results by segme | ed results by segment (millions of yen) [year-on-year compared to the segment (millions of year) [year-on-year compared to the segment (millions othe year) [year-on-year compared to the segment (millions othe year) [year-on-year compared to the segment (millions othe year) [year) [year compared to the segment (millions othe year) [yea | | | | | ear comparis | on] | | |
|----------------------------------|--|-----------|---------|----------|-------|------------------|--------|--------|---|
| Segment | | Net sales | | | | Operating income | | | |
| Precious metals business segment | 120,492 | [| +18,273 | +17.9%] | 3,407 | [| +1,551 | +83.6% |] |
| Food business segment | 69,759 | [| +8,861 | +14.6%] | 1,470 | [| +365 | +33.1% |] |
| Eliminations or corporate | (68) | | | | _ | | | | |
| Total | 190,184 | [| +27,129 | +16.6%] | 4,877 | [| +1,917 | +64.8% |] |

Precious metals business segment:

In the precious metals business segment, production activity was strong at key customers in the electronics sector, particularly at makers of semiconductors and electronic devices, supported by rising demand for automotive electronics, IoT and other applications driven by the shift to smartphones. Against this backdrop, the volume of precious metal recycling handled by the Group's segment expanded, supporting growth in sales volume of precious metal products and electronic materials and industrial waste treatment volume. The price of precious metals also rose. As a result, sales overall in the precious metals business segment increased year on year.

As a result, net sales for the precious metals business segment increased 17.9% year on year to ¥120,492 million, and operating income rose 83.6% year on year to ¥3,407 million.

Food business segment:

In the food business segment, production activity at key customers in the food processing sector increased at a steady pace, despite a lack of growth in the domestic market due to weak consumer spending. Production activity was supported by rising demand for processed food products and moves into overseas markets. In this environment, sales volume for seafood products and livestock products increased, while sales prices rose for all products except for *surimi* fish paste and eggs. As a result, sales in the Group's food business segment increased year on year.

As a result, net sales for the food business segment totaled ¥69,759 million (up 14.6% year on year) and operating income increased to ¥1,470 million (up 33.1% year on year).

(2) Analysis of financial position

Assets:

Total assets increased ¥7,878 million year on year to ¥80,593 million. This mainly reflected increases in cash and deposits, notes and accounts receivable – trade, and inventories, as well as an increase in non-current assets due to the acquisition of land.

Liabilities:

Total liabilities increased ¥4,649 million year on year to ¥23,945 million. This chiefly reflected an increase in loans.

Net assets:

Net assets totaled ¥56,648 million, an increase of ¥3,228 million from the previous fiscal year-end. This primarily reflected a decrease for dividends paid, outweighed by an increase in retained earnings due to growth in profit attributable to owners of parent.

(3) Analysis of cash flows

As of March 31, 2018, the balance of cash and cash equivalents (hereafter, "cash") stood at ¥7,571 million, an increase of ¥787 million year on year. The followings are the cash flow status under review and the factors during the fiscal period.

Cash flows from operating activities:

Operating activities used net cash of ¥483 million, a decline of ¥1,294 million compared with net cash provided of ¥811 million in the previous fiscal year. This mainly reflected the difference between cash provided from income before income taxes and depreciation on the one hand, and cash used for increase in notes and accounts receivable – trade, increase in inventories, decrease in notes and accounts payable – trade and income taxes paid on the other.

Cash flows from investing activities:

Investing activities used net cash of ¥2,262 million, an increase of ¥448 million compared with net cash used of ¥1,813 million in the previous fiscal year. This was mainly due to the purchase of property, plant and equipment such as land and related to the installation and upgrade of equipment at the Group's plants.

Cash flows from financing activities:

Financing activities provided net cash of ¥3,506 million, an increase of ¥5,104 million compared with net cash used of ¥1,597 million in the previous fiscal year. This primarily reflected an increase in loans.

| | FY3/14 | FY3/15 | FY3/16 | FY3/17 | FY3/18 | | |
|--|--------|--------|--------|--------|--------|--|--|
| Shareholders' equity ratio | 71.5 | 69.7 | 74.1 | 73.4 | 70.2 | | |
| Shareholders' equity ratio on a market value basis | 50.0 | 55.6 | 44.1 | 54.0 | 63.9 | | |
| Ratio of interest-bearing debt to cash flow | | | 0.6 | 6.2 | | | |
| Interest coverage ratio | | _ | 215.9 | 24.4 | _ | | |

(Reference) Trend in cash flow indicators

(Notes) Shareholders' equity ratio: Shareholders' equity/total assets

Shareholders' equity ratio on a market value basis: Total market value of shares/total assets

Ratio of interest-bearing debt to cash flow: Interest-bearing debt/cash flows from operating activities

Interest coverage ratio: Cash flows from operating activities/interest paid

* All the indicators are calculated using consolidated financial figures.

* The total market value of shares is calculated as the product of the share price and the number of issued shares, excluding treasury shares, at the end of the fiscal year.

- * Cash flows from operating activities is the cash flows from operating activities shown in the consolidated statements of cash flows. Interest-bearing debt is the total amount of debt shown in the consolidated balance sheet on which interest is paid. In addition,
- interest paid is the amount of interest paid shown in the consolidated statements of cash flows.

* The ratio of interest-bearing debt to cash flow and the interest coverage ratio for FY3/14, FY3/15 and FY3/18 are not provided since cash flows from operating activities were negative.

(4) Future outlook

| Consc | blidated earnings projections | (millior | ns of yen) | [Comparison to FY3/18] | | |
|-------|---|----------|------------|------------------------|-------|---|
| | Net sales | 200,000 | [| +9,815 | +5.2% |] |
| | Operating income | 5,000 | [| +122 | +2.5% |] |
| | Ordinary income | 5,200 | [| +57 | +1.1% |] |
| | Profit attributable to owners of parent | 3,500 | [| +40 | +1.2% |] |

Although the outlook remains unclear due to uncertainties in overseas economies, we expect the Japanese economy to continue recovering at a modest pace. Against this backdrop, in the precious metals business segment, we plan to strengthen domestic and overseas operating sites, increase operating efficiency and expand the scope of our business by proactively cultivating new demand.

In the food business segment, we will work to generate steady earnings by accurately matching marketing activities to customer needs and by standing out in the market as a stable supplier of safe and reliable food products, supported by the use of our overseas operating sites.

(5) Basic policy on distribution of profits and dividends for FY3/18 and FY3/19

The Company's basic policy on distribution of profits is to meet shareholder expectations by continuing to pay stable dividends while ensuring sufficient internal reserves to invest in growth.

Based on this policy, the Company plans to pay a year-end ordinary dividend of ¥14 per share. In combination with the interim dividend of ¥14, dividends for the full fiscal year are expected to be ¥28 per share.

For the fiscal year ending March 31, 2019, the Company plans to raise the dividend to ¥30 per share, comprising an interim dividend of ¥15 and a year-end dividend of ¥15. The Company will continue to distribute profits to its shareholders in a comprehensive way according to the operating results.

(6) Business and other risks

The main business risks recognized by the Group are described below. If these risks become reality, they may have a major effect on the Company's business performance and financial position. In recognition of these risks, our TRM (Total Risk Management) Committee will develop a risk management system with the aim of avoiding risks and minimizing the effect of such risks if they occur.

1) Price fluctuations for core products and commodities

a. Products

The Group's products mainly consist of the precious metals such as gold, silver, platinum and palladium; the main raw materials used in their production are the recycled raw materials containing the various precious metals. As a general rule, the purchase price is based on the market price for precious metal bullion and the market prices are affected by changes in the international commodities market and fluctuation in exchange rates. The prices of these products are also determined based on the market price. The Group employs commodity futures to avoid pricing risk attendant to fluctuating prices, but it is possible that changes in the price of precious metals could affect its operating results.

b. Commodities

A large portion of the Group's processed raw materials for food products, which consist mainly of *surimi* fish paste and other seafood, livestock products, and agricultural products, come from overseas. Both the purchase and sales price of these products are affected by fluctuations in commodity market prices and exchange rates. The Group addresses these changes by using forward exchange contracts and passing on price changes to customers; however, these price changes could affect its operating results.

2) Quality issues related to the Group's food business segment

The Group purchases a wide range of products from overseas for the food business segment, including processed seafood ingredients comprised mainly of *surimi* fish paste, shrimp, crab, squid, octopus, processed agricultural products comprised mainly of fresh, dried, and frozen vegetables, and processed livestock products comprised mainly of various types of meat of beef, chicken and others, and chicken eggs. The Group also sells these products to food manufacturers of *surimi* fish paste, frozen food, prepared food, confectionery and other food products on a wholesale basis. The Group carries out strict labeling of food products as specified by law, and make every effort to strengthen its quality control training and contamination countermeasures for overseas food products. However, its operating results could be affected if food safety problems occurred and measures such as a ban on imports were imposed.

3) Addressing legal regulations

There is a trend towards stricter environmental laws as a result of growing societal concern over environmental issues. If regulations of the precious metals business segment were tightened, various measures such as increasing capital expenditures might become necessary. The Group also conducts various operations including collecting, transporting and disposing of waste as a business covered by the Waste Disposal and Public Cleaning Law, and the continuation of our business is based on the major assumption that the Group complies with the various laws.

In addition to establishing corporate ethics rules, which clearly state corporate ethics and legal compliance in writing, the Group has created compliance rules to set forth how compliance is to be implemented, and is working to achieve compliance in all management activities.

Management of waste and other materials

The Group uses poisonous and toxic substances at the production stages but appropriately processes the waste liquid and atmospheric emissions, taking the environment into consideration. However, operating results could be affected if a problem occurred to the management of these materials for any various reasons, including an accident at the plant.

5) Country risk

The Group's precious metals business segment and food business segment both conduct business activities in various countries and regions overseas, exposing them to the risk of unforeseen developments in those markets due to changes in political, economic, social and other conditions, which could affect the Group's operating results and financial position.

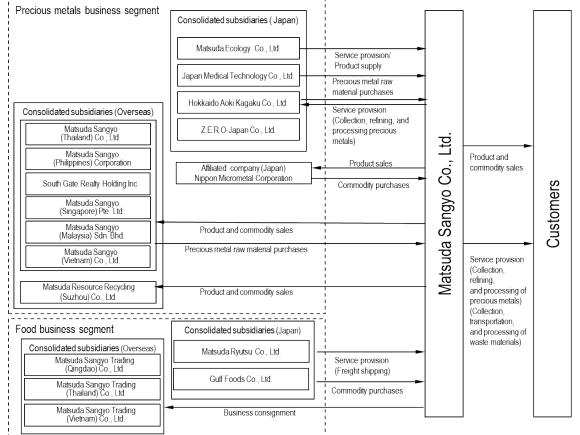
6) Natural disasters, climate change, etc.

Earthquakes, floods and other natural disasters that occur in countries and regions where the Group operates could affect the Group's business activities. To prepare for a large-scale natural disaster, the Group has introduced an employee safety confirmation system, conducts disaster training drills, and has implemented various measures to ensure business continuity. However, these measures may be insufficient to fully insulate the Group from damage, which could affect the Group's operating results and financial position.

Also, the production of products handled by the Group's food business segment and other business activities may be affected by abnormal weather conditions caused by climate change or other factors, which could affect the Group's operating results and financial position.

2. Corporate group

Matsuda Sangyo Group is composed of the Company, 16 subsidiaries and 1 affiliated company; the main businesses of the Group are the precious metals business segment, which involves the recovery and refining of precious metals, the sale of items such as precious metal bullion and electronic materials, and the collection, transportation, and processing of industrial wastes; and the food business segment, which involves selling processed food ingredients and providing distribution services. The following subsidiaries support the Company regarding business for regions and industries related to the precious metals business segment: Matsuda Ecology. Co., Ltd., Japan Medical Technology Co., Ltd., Hokkaido Aoki Kagaku Co., Ltd., Z.E.R.O.-Japan, Co., Ltd., Matsuda Sangyo (Thailand) Co., Ltd., Matsuda Sangyo (Philippines) Corporation, South Gate Realty Holding Inc., Matsuda Sangyo (Singapore) Pte. Ltd., Matsuda Resource Recycling (Suzhou) Co., Ltd., is responsible for distribution for the Company's food business segment, while Gulf Foods Co., Ltd., Matsuda Sangyo Trading (Qingdao) Co., Ltd., Matsuda Sangyo Trading (Thailand) Co., Ltd. and Matsuda Sangyo Trading (Vietnam) Co., Ltd., provide support regarding business for regions and industries related to the food business segment. The affiliated company Nippon Micrometal Corporation handles the production of electronic materials, particularly gold bonding wires, the main product for the precious metals business segment.



The following is an organizational chart of the business:

(Notes)

1. Affiliated companies are all accounted for under the equity method.

2. South Gate Realty Holding Inc. owns land of Matsuda Sangyo (Philippines) Corporation.

3. Management policy, operating environment and issues faced by the Group

(1) Basic corporate management policy

Matsuda Sangyo Group's corporate ethics are rooted in "making effective use of the earth's limited resources and contributing to society through business," and the Group has developed its business on the three pillars: the precious metals business, in working to recycle and make effective use of precious metals which are limited resources; the environmental business, which aims to pass on a clean environment to the next generation; and the food business, which aims to provide stable food resources, the abundant bounty from the earth.

The Group's basic management policy is to "focus on customers" and "focus on shareholders." The Group sees its path to growth as understanding customer needs precisely and working for mutual survival and prosperity with its customers. The Group's goal is to contribute to securing resources through its resource recycling business, to contribute to the development of cutting-edge technology through precious metal processing and sales, to contribute to environmental protection though its environmental business, and to contribute to culinary life and culture through its food business while striving to expand the scope of its business and earn reasonable profits through sustained marketing efforts.

(2) Business indicators used as benchmarks

The Group is using the ratio of ordinary income to total assets as a performance indicator, aiming to achieve a ratio of at least 10% over the medium term in order to increase corporate value. In the fiscal year under review, the ratio of ordinary income to total assets was 6.7%, which fell short of the Company's target but improved from 4.8% in the previous fiscal year. The Company will continue to work hard to increase profitability and enhance management efficiency.

(3) Medium- to long-term management strategy

The Group has formulated a medium-term management plan (from fiscal 2016 to fiscal 2018), starting in the fiscal year ended March 31, 2017. The plan has five medium- and long-term management strategies: boost earnings in existing businesses, cultivate new sources of earnings, actively expand the business in East Asia, build an optimum management framework, and nurture and hire human resources. Based on these strategies, the Company uses the precious metals business segment to expand operations and drive growth, and the food business segment to generate stable growth, aiming to further increase corporate value.

Under the current medium-term management plan (from fiscal 2016 to fiscal 2018), the Company is aiming for consolidated net sales of ¥200 billion and consolidated operating income of ¥4 billion in the fiscal year ending March 31, 2019, the plan's final year.

In the fiscal year under review, the Company achieved the plan's operating income target, partly due to external factors such as strong production activity at customers in the precious metals business segment and rising precious metals prices. The Company will now work to ensure it consistently attains its performance targets.

(4) Issues faced by the Group

Precious metals business segment:

In the precious metals business, we will boost earnings potential by strengthening products and services in response to global competition. Aiming to become East Asia's leading refining company, we will upgrade domestic operating sites and reinforce our regional strategy at overseas sites. Specifically, we plan to boost sales of products such as electronic materials and precious metal chemical products and expand the recovery of recyclable precious metals at our overseas subsidiaries in Thailand (Ayutthaya), the Philippines, Singapore, Malaysia, China (Suzhou) and Vietnam (Hung Yen Province). In addition, to address changes in the operating environment, such as the declining volume of precious metals used in products, we will improve our precious metal recovery technologies and actively conduct research and development activities to develop precious metal chemical products that meet the needs of the electronics sector and other industries, aiming to create a distinct position in the market and expand our operations.

In the environmental business, we will continue to leverage the Group's waste acid and alkali treatment facilities, nationwide waste disposal licenses and distribution network, aiming to increase added value for customers by offering a wider range of services that address their needs.

Food business segment:

In the food products business, we will leverage the Group's track record of expertise in quality assurance to stand out in the market as a dependable supplier of safe, reliable, high-quality food products, aiming to expand the business by steadily addressing the changing needs of customers. Against this backdrop, we will work to be more profitable by responding to rising prices of imported raw materials. We also intend to secure high-quality supply sources and cultivate new customers by utilizing overseas subsidiaries in Qingdao, China, in Bangkok, Thailand and in Ho Chi Minh City, Vietnam.

(5) Other important corporate management issues

The Company engages in real estate lease transactions, non-life insurance transactions, and clerical work agency with Matsuda Bussan, the Company's main shareholder. The terms of the lease were determined in a fair manner by taking into account the appraised value of the real estate as determined by a real estate appraiser and prices in the neighboring area. Payments of non-life insurance premiums are made based on the same terms that are commonly used for insurance transactions.

4. Basic stance on selection of accounting standards

Many of the Group's stakeholders are domestic shareholders, creditors, business partners and so on, and the Group has limited need to procure funds from overseas. Consequently, the Group has adopted Japanese Generally Accepted Accounting Principles (Japanese GAAP) as its accounting framework. However, the Group will look into the possibility of adopting International Financial Reporting Standards (IFRS), taking into account conditions in Japan and overseas and trends in accounting standard adoption by other companies.

5. Consolidated financial statements and important notes (1) Consolidated balance sheet

| | FY3/17 (March 31, 2017) | FY3/18 (March 31, 2018) |
|--|----------------------------|----------------------------|
| Assets | (March 31, 2017) | (March 31, 2010) |
| Current assets | | |
| Cash and deposits | 6,784 | 7,571 |
| Notes and accounts receivable – trade | 19,954 | 22,502 |
| Merchandise and finished goods | 14,226 | 16,778 |
| Work in process | 404 | 393 |
| Raw materials and supplies | 6,311 | 6,531 |
| Deferred tax assets | 449 | 400 |
| Accounts receivable – other | 201 | 546 |
| Others | 2,497 | 3,037 |
| Allowance for doubtful accounts | (9) | (0) |
| Total current assets | 50,820 | 57,762 |
| – Non-current assets | | |
| Property, plant and equipment | | |
| Buildings and structures | 8,835 | 9,201 |
| Accumulated depreciation | (4,597) | (4,875) |
| – Buildings and structures, net | 4,237 | 4,325 |
| – Machinery, equipment and vehicles | 8,254 | 8,383 |
| Accumulated depreciation | (6,092) | (6,740) |
| – Machinery, equipment and vehicles, net | 2,161 | 1,643 |
| Land | 7,791 | 8,925 |
| Leased assets | 644 | 849 |
| Accumulated depreciation | (197) | (284 |
| Leased assets, net | 446 | 564 |
| Construction in progress | 42 | 199 |
| Others | 1,083 | 1,135 |
| Accumulated depreciation | (903) | (927) |
| Others, net | 180 | 208 |
| Total property, plant and equipment | 14,859 | 15,867 |
| Intangible assets | | |
| Others | 895 | 774 |
| Total intangible assets | 895 | 774 |
| Investments and other assets | | |
| Investment securities | 4,470 | 4,575 |
| Deferred tax assets | 3 | 4 |
| Others | 1,733 | 1,673 |
| Allowance for doubtful accounts | (68) | (64) |
| Total investments and other assets | 6,139 | 6,188 |
| Total non-current assets | 21,894 | 22,830 |
| Total assets | 72,715 | 80,593 |

| | FY3/17 (March 31, 2017) | (millions of yen) FY3/18 (March 31, 2018) |
|--|----------------------------|---|
| Liabilities | | |
| Current liabilities | | |
| Notes and accounts payable – trade | 8,223 | 7,626 |
| Short-term loans payable | 1,993 | 7,402 |
| Current portion of long-term loans payable | 994 | 1,063 |
| Lease obligations | 127 | 206 |
| Income taxes payable | 572 | 1,155 |
| Deferred tax liabilities | - | 34 |
| Provision for bonuses | 744 | 763 |
| Accounts payable - other | 793 | 568 |
| Others | 2,391 | 2,536 |
| Total current liabilities | 15,840 | 21,356 |
| Non-current liabilities | | |
| Long-term loans payable | 1,598 | 535 |
| Lease obligations | 318 | 456 |
| Deferred tax liabilities | 636 | 631 |
| Provision for directors' retirement benefits | 565 | 604 |
| Provision for executive officers' retirement benefits | 16 | 23 |
| Net defined benefit liability | 228 | 224 |
| Others | 92 | 115 |
| Total non-current liabilities | 3,456 | 2,589 |
| Total liabilities | 19,296 | 23,945 |
| Net assets | | |
| Shareholders' equity | | |
| Common stock | 3,559 | 3,559 |
| Capital surplus | 4,008 | 4,008 |
| Retained earnings | 47,515 | 50,238 |
| Treasury shares | (3,009) | (3,010) |
| Total shareholders' equity | 52,074 | 54,795 |
| Accumulated other comprehensive income Valuation difference on available-for-sale | 627 | 630 |
| securities | | 121 |
| Deferred gains or losses on hedges Foreign currency translation adjustments | (30) 810 | |
| | | 1,101 |
| Remeasurements of defined benefit plans Total accumulated other comprehensive income | (91) 1,315 | (56) |
| · · · · · · · · · · · · · · · · · · · | | 1,796 |
| Non-controlling interests | 29 | 55 |
| Total net assets | 53,419 | 56,648 |
| Total liabilities and net assets | 72,715 | 80,593 |

(2) Consolidated statements of income and comprehensive income (Consolidated statements of income)

| Consolidated statements of income) | | (millions of yen) |
|--|------------------|-------------------|
| | FY3/17 | FY3/18 |
| | (April 1, 2016 – | (April 1, 2017 – |
| | March 31, 2017) | March 31, 2018) |
| Net sales | 163,054 | 190,184 |
| Cost of sales | 147,254 | 171,984 |
| Gross profit | 15,800 | 18,200 |
| Selling, general and administrative expenses | 12,839 | 13,322 |
| Operating income | 2,960 | 4,877 |
| Non-operating income | | |
| Interest income | 6 | 9 |
| Dividend income | 22 | 24 |
| Foreign exchange gains | 61 | - |
| Share of profit of entities accounted for using equity method | 554 | 412 |
| Purchase discounts | 13 | 15 |
| Insurance income | 4 | 6 |
| Others | 46 | 63 |
| Total non-operating income | 709 | 532 |
| Non-operating expenses | | |
| Interest expenses | 33 | 49 |
| Foreign exchange losses | - | 134 |
| Loss on retirement of non-current assets | 16 | 16 |
| Loss on valuation of investment securities | 130 | 19 |
| Others | 31 | 48 |
| Total non-operating expenses | 211 | 267 |
| Ordinary income | 3,459 | 5,142 |
| Extraordinary losses | | |
| Impairment loss | - | 38 |
| Total extraordinary losses | - | 38 |
| Income before income taxes | 3,459 | 5,104 |
| Income taxes – current | 1,009 | 1,628 |
| Income taxes – deferred | (16) | (8) |
| Total income taxes | 993 | 1,620 |
| Profit | 2,465 | 3,484 |
| Profit attributable to non-controlling interests | 11 | 24 |
| Profit attributable to owners of parent | 2,454 | 3,459 |
| | 2,.01 | 3,100 |

(Consolidated statements of comprehensive income)

| (Consolidated statements of comprehensive income) | | |
|---|-------------------------------------|-------------------------------------|
| | | (millions of yen) |
| | FY3/17 | FY3/18 |
| | (April 1, 2016 – March 31, 2017) | (April 1, 2017 – March 31, 2018) |
| Profit | 2,465 | 3,484 |
| Other comprehensive income | | |
| Valuation difference on available-for-sale securities | 153 | 3 |
| Deferred gains or losses on hedges | 45 | 150 |
| Foreign currency translation adjustment | (327) | 318 |
| Remeasurements of defined benefit plans | 48 | 38 |
| Share of other comprehensive income (loss) of entities accounted for using equity method | (63) | (27) |
| Total other comprehensive income (loss) | (143) | 483 |
| Comprehensive income | 2,322 | 3,967 |
| Comprehensive income attributable to | | |
| Comprehensive income attributable to owners of parent | 2,311 | 3,941 |
| Comprehensive income attributable to non- controlling interests | 10 | 26 |

(3) Consolidated statements of changes in shareholders' equity FY3/17 (April 1, 2016–March 31, 2017)

| | | 511) | | | (millions of yen) |
|--|-----------------|-----------------|-------------------|--------------------|----------------------------------|
| | | S | hareholders' eq | uity | |
| | Common stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders' equity |
| Balance at the beginning of period | 3,559 | 4,008 | 45,798 | (3,008) | 50,357 |
| Change of items during the period | | | | | |
| Dividends from surplus | | | (737) | | (737) |
| Profit attributable to owners of parent | | | 2,454 | | 2,454 |
| Purchase of treasury shares | | | | (0) | (0) |
| Net changes of items other than shareholders' equity | | | | | |
| Total change of items during the period | _ | _ | 1,717 | (0) | 1,716 |
| Balance at the end of the period | 3,559 | 4,008 | 47,515 | (3,009) | 52,074 |

| | Accumulated other comprehensive income | | | | | | |
|--|---|---|---|--|--|----------------------------------|---------------------|
| | Valuation difference on available- for-sale securities | Deferred gains or losses on hedges | Foreign currency translation adjustments | Remeasure- ments of defined benefit plans | Total accumulated other comprehensive income | Non- controlling interests | Total net assets |
| Balance at the beginning of period | 473 | (76) | 1,198 | (138) | 1,458 | 18 | 51,834 |
| Change of items during the period | | | | | | | |
| Dividends from surplus | | | | | | | (737) |
| Profit attributable to owners of parent | | | | | | | 2,454 |
| Purchase of treasury shares | | | | | | | (0) |
| Net changes of items other than shareholders' equity | 153 | 46 | (388) | 46 | (142) | 10 | (132) |
| Total change of items during the period | 153 | 46 | (388) | 46 | (142) | 10 | 1,584 |
| Balance at the end of the period | 627 | (30) | 810 | (91) | 1,315 | 29 | 53,419 |

FY3/18 (April 1, 2017-March 31, 2018)

| · · · · · · · · · · · · · · · · · · · | , | , | | | (millions of yen) | | |
|--|-----------------|----------------------|-------------------|--------------------|----------------------------------|--|--|
| | | Shareholders' equity | | | | | |
| | Common stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders' equity | | |
| Balance at the beginning of period | 3,559 | 4,008 | 47,515 | (3,009) | 52,074 | | |
| Change of items during the period | | | | | | | |
| Dividends from surplus | | | (737) | | (737) | | |
| Profit attributable to owners of parent | | | 3,459 | | 3,459 | | |
| Purchase of treasury shares | | | | (0) | (0) | | |
| Net changes of items other than shareholders' equity | | | | | | | |
| Total change of items during the period | _ | _ | 2,722 | (0) | 2,721 | | |
| Balance at the end of the period | 3,559 | 4,008 | 50,238 | (3,010) | 54,795 | | |

| | Accumulated other comprehensive income | | | | | | |
|--|---|---|---|--|--|----------------------------------|---------------------|
| | Valuation difference on available- for-sale securities | Deferred gains or losses on hedges | Foreign currency translation adjustments | Remeasure- ments of defined benefit plans | Total accumulated other comprehensive income | Non- controlling interests | Total net assets |
| Balance at the beginning of period | 627 | (30) | 810 | (91) | 1,315 | 29 | 53,419 |
| Change of items during the period | | | | | | | |
| Dividends from surplus | | | | | | | (737) |
| Profit attributable to owners of parent | | | | | | | 3,459 |
| Purchase of treasury shares | | | | | | | (0) |
| Net changes of items other than shareholders' equity | 3 | 151 | 291 | 35 | 481 | 26 | 507 |
| Total change of items during the period | 3 | 151 | 291 | 35 | 481 | 26 | 3,228 |
| Balance at the end of the period | 630 | 121 | 1,101 | (56) | 1,796 | 55 | 56,648 |

(4) Consolidated statements of cash flows

| +) consolidated statements of cash hows | | | |
|--|--|--|--|
| | FY3/17 (April 1, 2016– March 31, 2017) | FY3/18 (April 1, 2017– March 31, 2018) | |
| Cash flows from operating activities | Maron 01, 2011) | March 01, 2010) | |
| Income before income taxes | 3,459 | 5,104 | |
| Depreciation | 1,295 | 1,409 | |
| Impairment loss | - | 38 | |
| Increase (decrease) in allowance for doubtful accounts | (0) | (12) | |
| Increase (decrease) in provision for bonuses | 142 | 19 | |
| Increase (decrease) in net defined benefit liability | 52 | 50 | |
| Increase (decrease) in provision for directors' retirement benefits | (40) | 38 | |
| Increase (decrease) in provision for executive officers' retirement benefits | 16 | 7 | |
| Interest and dividend income | (28) | (34 | |
| Interest expenses | 33 | 49 | |
| Share of (profit) loss of entities accounted for using equity method | (554) | (412 | |
| Decrease (increase) in notes and accounts receivable – trade | (2,446) | (2,419 | |
| Decrease (increase) in accounts receivable – other | 127 | (344 | |
| Decrease (increase) in inventories | (1,190) | (2,649 | |
| Increase (decrease) in accounts payable – trade | 1,087 | (712 | |
| Increase (decrease) in accounts payable – other | 100 | (13 | |
| Others | (662) | 10 | |
| Subtotal | 1,390 | 22 | |
| Interest and dividend income received | 293 | 31 | |
| Interest paid | (33) | (49 | |
| Income taxes paid | (839) | (970 | |
| Net cash provided by (used in) operating activities | 811 | (483 | |
| Cash flow from investing activities | | | |
| Purchase of property, plant and equipment | (1,524) | (2,074 | |
| Proceeds from sales of property, plant and equipment | 8 | | |
| Purchase of intangible assets | (192) | (43 | |
| Purchase of investment securities | (15) | (11 | |
| Proceeds from sales of investment securities | 5 | | |
| Others | (95) | (134 | |
| Net cash provided by (used in) investing activities | (1,813) | (2,262 | |
| – Cash flow from financing activities | | | |
| Net change in short-term loans payable | 420 | 5,43 | |
| Repayment of long-term loans payable | (1,153) | (994 | |
| Purchase of treasury shares | (0) | (0 | |
| Cash dividends paid | (737) | (737 | |
| Others | (126) | (191 | |
| – Net cash provided by (used in) financing activities | (1,597) | 3,50 | |
| Effect of exchange rate change on cash and cash equivalents | (140) | 2 | |
| Change in cash and cash equivalents | (2,740) | 78 | |
| Cash and cash equivalents at beginning of period | 9,524 | 6,78 | |
| Cash and cash equivalents at end of period | 6,784 | 7,57 | |

(5) Notes on consolidated financial statements

(Notes on premise of a going concern) There is nothing to report.

(Segment information, etc.)

(Segment Information)

1. Overview of reportable segments

Reportable segments of the Company are structural units of the Company whose separate financial information is available, and are subject to regular examination by the Board of Directors so that they can decide on allocation of managerial resources and evaluate business performance.

The Company (or Matsuda Sangyo) established operation divisions respectively for products, merchandise and services in the head office. Each division formulates comprehensive domestic and foreign strategies to expand business for the corresponding products, merchandise and services.

The Company thus comprises product, merchandise and service segments built around operation divisions, and the precious metals business segment and food business segment are designated as reportable segments. In this regard, business segments with essentially identical financial characteristics (i.e., the precious metals business and the environmental business) are combined as the precious metals business segment.

The precious metals business segment recovers and refines precious metals, sells precious metal bullions, chemical products, and electronic materials, and collects, transports and disposes industrial wastes. The food business segment sells and transports seafood products, agricultural products, livestock products, and other raw materials for food processing.

2. Calculation method for net sales and income/loss for each reportable segment

Accounting methods used for each reportable segment follow the accounting methods for the preparation of consolidated financial statements. Income listed for each reportable segment refers to operating income. Intersegment sales/transfers are based on market value.

3. Information for net sales and income/loss for each reportable segment FY3/17 (April 1, 2016–March 31, 2017)

> **Reportable Segments** Amount recorded

(millions of yen)

| | | | | | Amount recorded |
|--|---|-----------------------|---------|----------------------|--|
| | Precious metals business segment | Food business segment | Total | Adjustments Note1 | on consolidated statements of income Note2 |
| Net sales | | | | | |
| Net sales to external parties | 102,219 | 60,834 | 163,054 | — | 163,054 |
| Net sales & remittances between segments | _ | 63 | 63 | (63) | _ |
| Total | 102,219 | 60,898 | 163,118 | (63) | 163,054 |
| Segment income | 1,856 | 1,104 | 2,960 | — | 2,960 |

(Notes)

1. Adjustments correspond to the elimination of transactions and remittances between segments.

2. Total segment income matches operating income recorded on the consolidated statements of income.

FY3/18 (April 1, 2017-March 31, 2018)

(millions of yen)

| | Reportable Segments | | | | Amount recorded |
|---|---|-----------------------|---------|-------------|---|
| | Precious metals business segment | Food business segment | Total | Adjustments | on consolidated statements of income ^{Note2} |
| Net sales | | | | | |
| Net sales to external parties | 120,492 | 69,691 | 190,184 | _ | 190,184 |
| Net sales & remittances between segments | _ | 68 | 68 | (68) | _ |
| Total | 120,492 | 69,759 | 190,252 | (68) | 190,184 |
| Segment income | 3,407 | 1,470 | 4,877 | — | 4,877 |

(Notes)

1. Adjustments correspond to the elimination of transactions and remittances between segments.

2. Total segment income matches operating income recorded on the consolidated statements of income.