

transcosmos inc. Consolidated Financial Report

For the Nine Months Ended December 31, 2018 [J-GAAP] (For the 3rd Quarter of the Fiscal Year Ended March 31, 2019)

January 31, 2019

(Amounts less than ¥1M are rounded down.)

1. Consolidated Performance for the Nine Months Ended December 31, 2018 (April 1, 2018 - December 31, 2018)

(1) Consolidated results	(Percentages are	Percentages are shown as year-on-year changes)							
	Net sale	S	Operating in	come	Ordinary in	come	Net income attributable to shareholders of transcosmos inc.		
	¥M	%	¥M	%	¥M	%	¥M	%	
3Q Mar. 2019 Period	208,646	7.1	2,892	(32.1)	3,176	(14.0)	5,994	321.3	
3Q Mar. 2018 Period	194,848	9.8	4,256	(28.1)	3,694	(36.0)	1,422	(77.3)	

(Note) Comprehensive income: 3Q Mar. 2019 Period ¥8,389 million -% 3Q Mar. 2018 Period ¥(8,448) million -%

	Earnings per share	Earnings per share after adjustment for residual securities
	¥	¥
3Q Mar. 2019 Period	144.52	-
3Q Mar. 2018 Period	34.30	-

(2) Consolidated financial standing

	Total assets	Total net assets	Shareholders' equity ratio	Net assets per share
	¥M	¥M	%	¥
As of Dec. 31, 2018	133,294	77,313	55.5	1,783.86
As of Mar. 31, 2018	129,067	71,199	52.4	1,630.39

(Reference) Shareholders' equity: As of December 31, 2018 ¥73,986 million As of March 31, 2018 ¥67,621 million (Note) For the fiscal year ended March 31, 2019, the consolidated financial standing is retrospectively applied to changes in accounting policies according to the amendments to partial accounting standard and implementation guidance.

2. Dividend Status

2. Dividend Status		Annual dividends								
	1Q End	2Q End	3Q End	Year End	Total					
	¥	¥	¥	¥	¥					
Mar. 2018 Period	-	0.00	-	23.00	23.00					
Mar. 2019 Period	-	0.00	-							
Mar. 2019 Period (Forecast)				-	-					

(Note) Corrections to the consolidated performance forecast figures for this quarter: None The dividend forecast for Fiscal Year ending March 31, 2019 is not yet to be determined.

3. Consolidated Performance Forecast for the Fiscal Year Ending March 31, 2019 (April 1, 2018—March 31, 2019)

The consolidated financial forecast for Fiscal Year ending March 31, 2019 is not yet to be determined and presented because of the difficulties in making a reasonable forecast.

Unaudited Quarterly Consolidated Balance Sheet transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES

As of December 31, 2018 and March 31, 2018

AS of December 31, 2016 and Water 31, 2016		Million	ı	Thousands of U.S. dollars (Note 3)				
	As	of December	As	of March 31,	As of December 31, 2018			
ASSETS		31, 2018		2018				
Current assets:								
Cash and deposits	¥	33,244	¥	31,937	\$	299,741		
Notes and accounts receivable - trade		40,844		42,238		368,266		
Merchandise and finished goods		2,785		2,595		25,114		
Work in process		1,243		914		11,216		
Supplies		54		42		491		
Others		6,664		5,566		60,090		
Less - allowance for doubtful accounts		(312)		(304)		(2,820)		
Total current assets		84,524	¥	82,989		762,098		
Non-current assets:								
Property, plant and equipment:								
Buildings and structures, net		4,996		4,738		45,046		
Tools, furniture and fixtures, net		3,946		4,035		35,580		
Land		835		840		7,532		
Others, net		890		662		8,030		
Total property, plant and equipment, net		10,668		10,276		96,190		
Intangible assets:								
Goodwill		3,170		3,570		28,586		
Software		2,262		2,215		20,398		
Others		654		453		5,904		
Total intangible assets		6,087		6,238		54,889		
Investments and other assets:								
Investment securities		9,291		4,654		83,778		
Shares of subsidiaries and affiliates		7,618		9,482		68,686		
Investments in capital of subsidiaries and affiliates		6,296		6,664		56,773		
Deferred tax assets		423		1,385		3,821		
Guarantee deposits		7,674		6,604		69,198		
Others		1,145		1,268		10,326		
Less - allowance for doubtful accounts		(436)		(499)		(3,935)		
Total investments and other assets		32,014		29,561		288,649		
Total non-current assets		48,770		46,077		439,729		
Total assets	¥	133,294	¥	129,067	\$	1,201,828		

See accompanying notes to unaudited quarterly consolidated financial statements.

Unaudited Quarterly Consolidated Balance Sheet transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES

As of December 31, 2018 and March 31, 2018

		Million	Thousands of U.S. dollars (Note 3)				
	A = = 6			<u> </u>			
LIABILITIES		December , 2018	Asc	of March 31, 2018	As of December 31, 2018		
Current liabilities:		., 2010	-	2010			
Accounts payable - trade	¥	10,764	¥	11,474	\$	97,054	
Short-term loans payable	*	1,091	-	1,286	Φ	9,842	
Current portion of bonds		7		7		63	
Current portion of long-term debt		1,777		1,737		16,028	
Accounts payable – other		4,343		5,202		39,159	
Accrued expenses		14,202		13,404		128,056	
Income taxes payable		2,568		2,352		23,161	
Accrued consumption taxes		3,723		3,759		33,574	
Provision for bonuses		2,148		3,639		19,373	
Others		2,829		2,335		25,515	
	-						
Total current liabilities		43,457		45,201		391,826	
Non-current liabilities:							
Bonds payable		29		32		261	
Convertible bond-type bonds with subscription rights		10,019		10,027		90,340	
to shares							
Long-term debt		107		1,796		967	
Deferred tax liabilities		1,519		111		13,702	
Liability for retirement benefits		30		26		278	
Others		816		672		7,364	
Total non-current liabilities		12,523		12,666		112,917	
Total liabilities		55,981		57,867		504,744	
NIDE LOOPING							
NET ASSETS							
Shareholders' equity:							
Capital stock		29,065		29,065		262,068	
Capital surplus		17,755		18,263		160,091	
Retained earnings		37,888		33,381		341,617	
Treasury stock		(15,235)		(15,234)		(137,365)	
Total shareholders' equity		69,475		65,477	-	626,411	
Accumulated other comprehensive income:							
Unrealized holding gain on securities		4,528		1,265		40,830	
Foreign currency translation adjustments		(17)		878		(156)	
Total accumulated other comprehensive income	-	4,511		2,144		40,674	
Subscription rights to shares		3	-	3		29	
Non-controlling interests		3,323		3,574		29,969	
Total net assets		77,313		71,199		697,084	
Total liabilities and net assets	¥	133,294	¥	129,067	\$	1,201,828	

Thousands of U.S.

See accompanying notes to unaudited quarterly consolidated financial statements.

Unaudited Quarterly Consolidated Statement of Income transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES For the nine months ended December 31, 2018 and 2017

Thousands of U.S.

		Million	s of yer	l	dollars (Note3)		
		2018		2017		2018	
Net sales	¥	208,646	¥	194,848	\$	1,881,224	
Cost of sales		174,477		160,566		1,573,144	
Gross profit		34,169		34,282		308,079	
Selling, general and administrative expenses		31,277		30,025		282,003	
Operating income		2,892		4,256		26,076	
Non-operating income (expenses):							
Interest income		58		44		529	
Interest expenses		(25)		(20)		(229)	
Dividend income		125		46		1,127	
Share of loss of entities accounted for using equity method		(428)		(894)		(3,862)	
Gain on investments in partnership		518		27		4,675	
Foreign exchange gain (loss)		(31)		170		(288)	
Gain on sales of investment securities		299		324		2,698	
Gain on sales of shares of subsidiaries and affiliates		6,664		_		60,088	
Loss on sales of shares of subsidiaries and affiliates		(48)		_		(436)	
Loss on valuation of shares of subsidiaries and affiliates		(88)		(56)		(794)	
Impairment loss on fixed assets		(35)		(17)		(318)	
Other income net		253		(106)		2,281	
Total non-operating income (expense)		7,261		(482)		65,473	
Income before income taxes and non-controlling interests		10,153		3,774		91,549	
Income taxes:							
Current		2,686		1,463		24,218	
Deferred		1,365		707		12,308	
		4,051		2,171		36,527	
Net income		6,102	-	1,602		55,022	
Net income attributable to non-controlling interests		108		179		977	
Net income attributable to shareholders of transcosmos inc.	¥	5,994	¥	1,422	\$	54,044	

See accompanying notes to unaudited quarterly consolidated financial statements.

Unaudited Quarterly Consolidated Statement of Comprehensive Income transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES For the nine months ended December 31, 2018 and 2017

Thousands of U.S.

		Million	s of yen		dollars (Note 3)		
		2018	2017	2018			
Net income	¥	6,102	¥	1,602	<u> </u>	55,022	
Other comprehensive income:							
Unrealized holding gain (loss) on securities		3,210		(5,068)		28,947	
Unrealized gain (loss) on hedging instruments		_		(5,193)		_	
Foreign currency translation adjustments		(525)		35		(4,739)	
Share of other comprehensive income of entities							
accounted for using equity method		(397)		177		(3,585)	
Total other comprehensive income		2,287		(10,050)		20,622	
Comprehensive income	¥	8,389	¥	(8,448)	\$	75,644	
Total comprehensive income attributable to:							
Shareholders of transcosmos inc.	¥	8,360	¥	(8,647)	\$	75,383	
Non-controlling interests		28		199		261	

 $See\ accompanying\ notes\ to\ unaudited\ quarterly\ consolidated\ financial\ statements.$

Notes to Unaudited Quarterly Consolidated Financial Statements

transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES

1. Accounting Changes

"Guidance on Accounting Standard for Tax Effect Accounting" (ASBJ Guidance No.28, February 16, 2018) was applied from the beginning of the first quarter of the year ended 31 March, 2019. This change effects an accounting treatment of tax effect accounting for retained earnings of subsidiaries and affiliates when investing in shares of subsidiaries and affiliates. We adopted this change in the beginning of the first quarter of the year ended 31 March, 2019 with no material impact to our consolidated financial statements.

2. Additional Information

As "Partial Amendments to Accounting Standard for Tax Effect Accounting" (ASBJ Statement No.28, February 16, 2018; hereinafter the "Partial Amendments") became applicable to the financial statements from this fiscal year-end, the Company has applied the Partial Amendments from this fiscal year. Accordingly, changes have been made to the classification, whereby deferred tax assets are presented in investments and other assets and deferred tax liabilities are presented in noncurrent liabilities.

3. U.S. Dollar Amounts

The accompanying quarterly consolidated financial statements are expressed in yen, and solely for the convenience of the reader, have been translated into United States (U.S.) dollars at the rate of \(\frac{\pmathbf{1}}{10.91} = \frac{\pmathbf{1}}{1}\), the approximate exchange rate on the Tokyo Foreign Exchange Market as of December 31, 2018. This translation should not be construed as a representation that the amounts shown could be converted to U.S. dollars at such rate.

Notes to Unaudited Quarterly Consolidated Financial Statements transcosmos inc. AND ITS CONSOLIDATED SUBSIDIARIES

1. Segment Information

(1) Information on net sales and profit or loss for each reportable segment for the nine months ended December 31, 2018 and 2017

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						20	18					
				Reportable	e segm	ents						
]	Domestic	(Overseas						
		Parent	sub	sidiaries and	su	bsidiaries						
	(company		affiliates	an	d affiliates		Total	Elin	ninations	Co	nsolidated
Net sales												
Sales to third parties	¥	155,365	¥	12,537	¥	40,743	¥	208,646	¥	_	¥	208,646
Inter-segment sales												
and transfers		286		2,509		3,185		5,982		(5,982)		_
Total	¥	155,652	¥	15,047	¥	43,928	¥	214,628	¥	(5,982)	¥	208,646
Segment profit (loss)	¥	2,489	¥	388	¥	13	¥	2,890	¥	1	¥	2,892
					Thou	sands of U.S		ars (Note 3)				
				Reportable	e segm	ents						
]	Domestic	(Overseas						
		Parent	sub	sidiaries and	su	bsidiaries						
	(company		affiliates	an	d affiliates		Total	Elin	ninations	Con	nsolidated
Net sales												
Sales to third parties	\$	1,400,826	\$	113,043	\$	367,354	\$	1,881,224	\$	_	\$	1,881,224
Inter-segment sales												
and transfers		2,586		22,628		28,723		53,938		(53,938)		_
					_		_	1.035.163	_	(=2.020)	Φ.	4 004 004
Total	\$	1,403,413	\$	135,672	\$	396,077	\$	1,935,163	\$	(53,938)	\$	1,881,224

Note A: Segment profit of ¥1 million (\$14 thousand) in "Eliminations" consists of inter-segment elimination.

Note B: Total consolidated segment profit agrees with consolidated operating income.

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		2017										
				Reportable	e segm	ents						
			Γ	Domestic Overseas								
		Parent	subs	idiaries and	su	bsidiaries						
	С	ompany	a	iffiliates	and	d affiliates		Total	Elim	inations	Con	solidated
Net sales												
Sales to third parties	¥	151,173	¥	10,812	¥	32,861	¥	194,848	¥	_	¥	194,848
Inter-segment sales												
and transfers		174		2,953		2,887		6,016		(6,016)		
Total	¥	151,348	¥	13,766	¥	35,749	¥	200,865	¥	(6,016)	¥	194,848
Segment profit	¥	4,146	¥	160	¥	(61)	¥	4,245	¥	10	¥	4,256

Note A: Segment profit of \S 10 million in "Eliminations" consists of inter-segment elimination.

Note B: Total consolidated segment profit agrees with consolidated operating income.