

# Financial Data 2019



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# Consolidated Balance Sheet

March 31, 2019

ASSETS	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2019	2018	2019
<b>CURRENT ASSETS (Note 13):</b>			
Cash and cash equivalents (Note 14) .....	¥ 24,063	¥ 27,879	\$ 216,807
Receivables (Note 14):			
Trade notes (Note 16) .....	87,196	53,531	785,621
Trade accounts (Notes 15 and 16) .....	519,155	402,025	4,677,495
Associated companies .....	32,423	18,578	292,131
Other .....	5	19	53
Allowance for doubtful receivables .....	(1,541)	(1,323)	(13,891)
Inventories (Notes 4 and 15) .....	135,110	111,179	1,217,318
Advances to suppliers .....	12,327	6,365	111,068
Prepaid expenses and other current assets .....	6,645	9,421	59,871
<b>Total current assets .....</b>	<b>815,385</b>	<b>627,677</b>	<b>7,346,476</b>
<b>PROPERTY, PLANT, AND EQUIPMENT (Notes 5 and 9):</b>			
Land .....	22,252	21,476	200,491
Buildings and structures .....	40,413	39,522	364,115
Machinery and equipment .....	37,165	34,239	334,856
Furniture and fixtures .....	7,424	10,276	66,896
Lease assets .....	3,022	3,399	27,234
Construction in progress .....	548	943	4,945
<b>Total property, plant, and equipment .....</b>	<b>110,827</b>	<b>109,857</b>	<b>998,539</b>
Accumulated depreciation .....	(54,990)	(54,827)	(495,457)
<b>Net property, plant, and equipment .....</b>	<b>55,837</b>	<b>55,031</b>	<b>503,081</b>
<b>INVESTMENTS AND OTHER ASSETS (Note 13):</b>			
Investment securities (Notes 3, 9, and 14) .....	45,074	48,789	406,117
Investments in and advances to associated companies (Note 14) .....	35,429	33,821	319,213
Long-term loans .....	46	56	421
Goodwill (Note 8) .....		51	
Deferred tax assets (Note 12) .....	1,944	1,521	17,518
Other assets (Note 10) .....	9,437	12,582	85,033
Allowance for doubtful receivables .....	(2,982)	(3,136)	(26,868)
<b>Total investments and other assets .....</b>	<b>88,951</b>	<b>93,687</b>	<b>801,435</b>
<b>TOTAL .....</b>	<b>¥ 960,173</b>	<b>¥ 776,395</b>	<b>\$ 8,650,994</b>

# Consolidated Balance Sheet

March 31, 2019

LIABILITIES AND EQUITY	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2019	2018	2019
<b>CURRENT LIABILITIES (Note 13):</b>			
Short-term borrowings (Notes 9, 14, and 15).....	¥ 128,425	¥ 129,375	\$ 1,157,087
Current portion of long-term debt (Notes 9, 14, and 15).....	15,943	3,355	143,651
Payables (Note 14):			
Trade notes (Notes 15 and 16).....	44,996	40,909	405,409
Trade accounts (Notes 15 and 16).....	275,411	204,067	2,481,411
Associated companies.....	4,630	4,874	41,716
Other.....	1,666	1,624	15,016
Commercial papers (Notes 9 and 14).....	50,000	20,000	450,491
Advances from customers.....	20,769	14,551	187,133
Income taxes payable (Note 12).....	4,710	6,075	42,443
Accrued expenses.....	11,210	9,919	101,005
Other.....	5,962	6,555	53,720
<b>Total current liabilities.....</b>	<b>563,727</b>	<b>441,308</b>	<b>5,079,087</b>
<b>LONG-TERM LIABILITIES (Note 13):</b>			
Bonds payable (Notes 9 and 14).....	60,000	30,000	540,589
Long-term debt (Notes 9, 14, and 15).....	75,842	66,173	683,326
Liability for retirement benefits (Note 10).....	4,072	2,630	36,694
Asset retirement obligations.....	130	222	1,179
Deferred tax liabilities (Note 12).....	3,212	4,275	28,940
Other.....	3,831	3,817	34,522
<b>Total long-term liabilities.....</b>	<b>147,089</b>	<b>¥ 107,118</b>	<b>1,325,253</b>
<b>COMMITMENTS AND CONTINGENT LIABILITIES (Note 17)</b>			
<b>EQUITY (Notes 11, 18 and 19):</b>			
Common stock.....	16,389	12,335	147,662
Capital surplus.....	54,814	50,751	493,873
Retained earnings.....	147,181	131,006	1,326,080
Treasury stock.....	(147)	(140)	(1,332)
Accumulated other comprehensive income (loss):			
Unrealized gain on available-for-sale securities.....	9,517	11,581	85,752
Deferred loss on derivatives under hedge accounting.....	(483)	(502)	(4,354)
Foreign currency translation adjustments.....	3,549	5,190	31,979
Defined retirement benefit plans.....	(167)	452	(1,507)
<b>Total.....</b>	<b>230,654</b>	<b>210,675</b>	<b>2,078,154</b>
Noncontrolling interests.....	18,701	17,293	168,499
<b>Total equity.....</b>	<b>249,356</b>	<b>227,968</b>	<b>2,246,653</b>
<b>TOTAL.....</b>	<b>¥ 960,173</b>	<b>¥ 776,395</b>	<b>\$ 8,650,994</b>

See notes to consolidated financial statements.

# Consolidated Statement of Income

March 31, 2019

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2019	2018	2019
NET SALES (Note 16) .....	¥ 2,550,612	¥ 2,062,316	\$ 22,980,565
COST OF SALES (Notes 16) .....	2,402,965	1,930,919	21,650,292
Gross profit .....	147,647	131,396	1,330,273
SELLING, GENERAL, AND ADMINISTRATIVE EXPENSES (Notes 8 and 10) .....	111,477	99,081	1,004,388
Operating income .....	36,170	32,314	325,893
OTHER INCOME (EXPENSES):			
Interest and dividend income .....	1,674	1,745	15,089
Interest expense .....	(4,465)	(3,259)	(40,229)
Purchase discount .....	529	549	4,774
Gain on sales of investment securities-net (Note 3) .....	758	95	6,837
Loss on devaluation of investment securities (Note 3) .....	(4,038)	(618)	(36,383)
Impairment losses of fixed assets (Note 5) .....		(966)	
Equity in earnings of associated companies .....	2,106	3,205	18,982
Gain on negative goodwill (Notes 13 and 20) .....	2,050		18,477
Loss on liquidation of subsidiaries and affiliates (Note 6) .....	(367)	(1,122)	(3,307)
Loss on sales of property, plant, and equipment .....	(55)		(504)
Loss on business of subsidiaries and associates (Note 7) .....	(1,485)		(13,381)
Other-net .....	410	1,060	3,696
Other (expense) income-net .....	(2,879)	688	(25,947)
INCOME BEFORE INCOME TAXES .....	33,290	33,003	299,945
INCOME TAXES (Note 12):			
Current .....	9,959	10,377	89,734
Deferred .....	(972)	(511)	(8,764)
Total income taxes .....	8,986	9,865	80,969
NET INCOME .....	24,304	23,137	218,976
NET INCOME ATTRIBUTABLE TO NONCONTROLLING INTERESTS .....	1,055	1,411	9,505
NET INCOME ATTRIBUTABLE TO OWNERS OF THE PARENT .....	¥ 23,249	¥ 21,726	\$ 209,470
PER SHARE OF COMMON STOCK (Note 2.t):			
Basic net income .....	¥ 720.68	¥ 702.86	\$ 6.49
Cash dividends applicable to the year .....	230.00	195.0	2.07

See notes to consolidated financial statements.



## Consolidated Statement of Comprehensive Income

March 31, 2019

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2019	2018	2019
NET INCOME .....	¥ 24,304	¥ 23,137	\$ 218,976
OTHER COMPREHENSIVE INCOME (LOSS) (Note 18):			
Unrealized (loss) gain on available-for-sale securities .....	(2,047)	3,288	(18,447)
Deferred gain (loss) on derivatives under hedge accounting.....	17	(149)	153
Foreign currency translation adjustments .....	(1,480)	132	(13,340)
Defined retirement benefit plans.....	(645)	390	(5,811)
Share of other comprehensive (loss) income in associated companies.....	(402)	1,218	(3,629)
Total other comprehensive (loss) income .....	¥ (4,559)	¥ 4,880	\$ (41,075)
COMPREHENSIVE INCOME .....	¥ 19,745	¥ 28,018	\$ 177,900
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Owners of the parent.....	18,944	26,780	170,689
Noncontrolling interests.....	800	1,238	7,211

See notes to consolidated financial statements.

# Consolidated Statement of Changes in Equity

March 31, 2019

	Thousands	Millions of Yen		
	Number of Shares of Common Stock Outstanding	Common Stock	Capital Surplus	Retained Earnings
<b>BALANCE, APRIL 1, 2017</b>	30,912	¥ 12,335	¥ 50,721	¥ 115,308
Net income attributable to owner of the parent .....				21,726
Cash dividends .....				(6,028)
Effect of change in ownership ratio of an associated company .....			30	
Purchase of treasury stock .....	(2)			
Net change in the year .....				
<b>BALANCE, MARCH 31, 2018 (APRIL 1, 2018, as previously reported )</b>	30,910	12,335	50,751	131,006
Net income attributable to owner of the parent .....				23,249
Issuance of new shares .....	1,350	4,054	4,054	
Cash dividends .....				(7,258)
Change of scope of equity method .....				98
Effect of change in ownership ratio of an associated company .....			8	
Change of scope of consolidation .....				85
Purchase of treasury stock .....	(1)			
Disposal of treasury stock .....			0	
Net change in the year .....				
<b>BALANCE, MARCH 31, 2019</b>	32,258	¥ 16,389	¥ 54,814	¥ 147,181

	Thousands of U.S. Dollars (Note 1)		
	Common Stock	Capital Surplus	Retained Earnings
<b>BALANCE, MARCH 31, 2018 (APRIL 1, 2018, as previously reported )</b>	\$ 111,136	\$ 457,264	\$ 1,180,348
Net income attributable to owner of the parent .....			209,470
Issuance of new shares .....	36,526	36,526	
Cash dividends .....			(65,397)
Change of scope of equity method .....			884
Effect of change in ownership ratio of an associated company .....		79	
Change of scope of consolidation .....			774
Purchase of treasury stock .....			
Disposal of treasury stock .....		3	
Net change in the year .....			
<b>BALANCE, MARCH 31, 2019</b>	\$ 147,662	\$ 493,873	\$ 1,326,080

See notes to consolidated financial statements.



Millions of Yen										
Treasury Stock	Accumulated Other Comprehensive Income (Loss)					Total	Noncontrolling Interests	Total Equity		
	Unrealized Gain on Available-for-Sale Securities	Deferred (Loss) Gain on Derivatives under Hedge Accounting	Foreign Currency Translation Adjustments	Defined Retirement Benefit Plans						
¥ (127)	¥ 8,266	¥ (355)	¥ 3,696	¥ 61	¥ 189,906	¥ 16,280	¥ 206,187			
					21,726		21,726			
					(6,028)		(6,028)			
					30		30			
(13)					(13)		(13)			
	3,315	(146)	1,494	390	5,053	1,012	6,066			
(140)	11,581	(502)	5,190	452	210,675	17,293	227,968			
					23,249		23,249			
					8,108		8,108			
					(7,258)		(7,258)			
					98		98			
					8		8			
					85		85			
(7)					(7)		(7)			
0					0		0			
	(2,064)	19	(1,641)	(619)	(4,306)	1,408	(2,897)			
¥ (147)	¥ 9,517	¥ (483)	¥ 3,549	¥ (167)	¥ 230,654	¥ 18,701	¥ 249,356			

Thousands of U.S. Dollars (Note 1)										
Treasury Stock	Accumulated Other Comprehensive Income (Loss)					Total	Noncontrolling Interests	Total Equity		
	Unrealized Gain on Available-for-Sale Securities	Deferred (Loss) Gain on Derivatives under Hedge Accounting	Foreign Currency Translation Adjustments	Defined Retirement Benefit Plans						
\$ (1,267)	\$ 104,349	\$ (4,528)	\$ 46,769	\$ 4,076	\$ 1,898,149	\$ 155,807	\$ 2,053,957			
					209,470		209,470			
					73,052		73,052			
					(65,397)		(65,397)			
					884		884			
					79		79			
					774		774			
(69)					(69)		(69)			
4					8		8			
	(18,597)	173	(14,789)	(5,584)	(38,797)	12,691	(26,105)			
\$ (1,332)	\$ 85,752	\$ (4,354)	\$ 31,979	\$ (1,507)	\$ 2,078,154	\$ 168,499	\$ 2,246,653			

## Consolidated Statement of Cash Flows

March 31, 2019

	Millions of Yen		Thousands of U.S. Dollars (Note 1)	
	2019	2018	2019	
<b>OPERATING ACTIVITIES:</b>				
Income before income taxes .....	¥ 33,290	¥ 33,003	\$ 299,945	
Adjustments for:				
Income taxes-paid .....	(11,328)	(7,656)	(102,072)	
Depreciation and amortization .....	5,324	5,348	47,971	
Equity in earnings of associated companies .....	(2,106)	(3,205)	(18,982)	
Gain on negative goodwill .....	(2,050)		(18,477)	
Provision for doubtful receivables .....	43	182	389	
Impairment losses on fixed assets .....		966		
Gain on sales of securities-net .....	(758)	(95)	(6,837)	
Loss on valuation of investment securities .....	4,038	618	36,383	
Loss (gain) on sales of property, plant, and equipment-net .....	55	(427)	504	
Changes in assets and liabilities-net of effects from newly consolidated subsidiaries .....				
Increase in receivables .....	(15,306)	(65,409)	(137,908)	
Increase in inventories .....	(13,623)	(20,430)	(122,744)	
Increase in payables .....	7,521	22,854	67,762	
Increase in liability for retirement benefits .....	3	208	31	
Other-net .....	4,284	4,512	38,602	
Total adjustments .....	(23,904)	(62,532)	(215,378)	
Net cash provided by (used in) operating activities .....	9,386	(29,528)	84,567	
<b>INVESTING ACTIVITIES:</b>				
Decrease in time deposits .....	(442)	188	(3,989)	
Purchases of property, plant, and equipment .....	(6,250)	(5,254)	(56,315)	
Proceeds from sales of property, plant, and equipment .....	400	2,852	3,611	
Purchases of intangible assets .....	(112)	(25)	(1,011)	
Purchases of investment securities .....	(1,429)	(6,563)	(12,881)	
Proceeds from sales of investment securities .....	160	370	1,442	
Purchases of the shares of companies previously unconsolidated .....	(2,195)		(19,783)	
Proceeds from sales of shares of subsidiaries resulting in change in scope of consolidation .....	978		8,817	
Payments for sales of shares of subsidiaries resulting in change in scope of consolidation .....	(3)		(33)	
Payments For Acquisition of Businesses .....	(66,858)		(602,382)	
Decrease in short-term loans receivable .....	2	189	24	
Payments of long-term loans receivable .....	(38)	(24)	(343)	
Proceeds from long-term loans receivable .....	29	31	264	
Other-net .....	(579)	(607)	(5,222)	
Net cash used in investing activities .....	(76,339)	(8,842)	(687,803)	
<b>FINANCING ACTIVITIES:</b>				
Decrease in short-term borrowings-net .....	(18,536)	5,075	(167,010)	
Proceeds from issuance of commercial papers .....	30,000	20,000	270,294	
Proceeds from long-term debt .....	26,821	200	241,656	
Repayments of long-term debt .....	(4,137)	(3,593)	(37,277)	
Dividends paid .....	(7,261)	(6,028)	(65,422)	
Dividends paid to noncontrolling interests .....	(672)	(521)	(6,061)	
Payments from changes in ownership interests in subsidiaries that do not result in change in scope of consolidation .....	(16)	(27)	(146)	
Proceeds from changes in ownership interests in subsidiaries that do not result in change in scope of consolidation .....	448		4,045	
Proceeds from issuance of bonds .....	29,845	29,857	268,901	
Proceeds from issuance of shares .....	8,108		73,052	
Other-net .....	(787)	(898)	(7,091)	
Net cash provided by financing activities .....	63,812	44,064	574,940	
FOREIGN CURRENCY TRANSLATION ADJUSTMENTS ON CASH AND CASH EQUIVALENTS .....	(675)	107	(6,086)	
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS .....	(3,816)	5,800	(34,382)	
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR .....	27,879	21,889	251,189	
INCREASE IN CASH AND CASH EQUIVALENTS RESULTING FROM MERGER OF SUBSIDIARIES .....		189		
CASH AND CASH EQUIVALENTS, END OF YEAR .....	¥ 24,063	¥ 27,879	\$ 216,807	

See notes to consolidated financial statements.

# Notes to Consolidated Financial Statements

March 31, 2019

## 1. BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared in accordance with the provisions set forth in the Japanese Financial Instruments and Exchange Act and its related accounting regulations and in accordance with accounting principles generally accepted in Japan (“Japanese GAAP”), which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards. Japanese yen figures less than a million yen are rounded down to the nearest million yen, except for per share data.

In preparing these consolidated financial statements, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically in order to present them in a form that is more familiar to readers outside Japan. In addition, certain reclassifications have been made in the 2018 consolidated financial statements to conform to the classifications used in 2019.

The consolidated financial statements are stated in Japanese yen, the currency of the country in which NIPPON STEEL TRADING CORPORATION (the “Company”) is incorporated and operates. The translations of Japanese yen amounts into U.S. dollar amounts are included solely for the convenience of readers outside Japan and have been made at the rate of ¥110.99 to \$1, the rate of exchange at March 31, 2019. Such translations should not be construed as representations that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate. U.S. dollar figures less than a thousand dollars are rounded down to the nearest thousand dollars, except for per share data.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**a. Consolidation** - The consolidated financial statements as of March 31, 2019, include the accounts of the Company and its 91 (94 in 2018) significant subsidiaries (collectively, the “Group”).

Under the control and influence concepts, those companies in which the Company, directly or indirectly, is able to exercise control over operations are fully consolidated, and those companies over which the Group has the ability to exercise significant influence are accounted for by the equity method.

Investments in 31 (29 in 2018) associated companies are accounted for by the equity method.

Investments in the remaining unconsolidated subsidiaries and associated companies are stated at cost. If the consolidation or equity method of accounting had been applied to the investments in these companies, the effect on the accompanying consolidated financial statements would not be material.

All significant intercompany balances and transactions have been eliminated in consolidation. All material unrealized profit included in assets resulting from transactions within the Group is also eliminated.

**b. Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements** - Under Accounting Standards Board of Japan (“ASBJ”) Practical Issues Task Force No.18, “Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements,” the accounting policies and procedures applied to a parent company and its subsidiaries for similar transactions and events under similar circumstances should in principle be unified for the preparation of the consolidated financial statements. However, financial statements prepared by foreign subsidiaries in accordance with either International Financial Reporting Standards or generally accepted accounting principles in the United States of America tentatively may be used for the

consolidation process, except for the following items that should be adjusted in the consolidation process so that net income is accounted for in accordance with Japanese GAAP, unless they are not material: (a) amortization of goodwill; (b) scheduled amortization of actuarial gain or loss of pensions that has been recorded in equity through other comprehensive income; (c) expensing capitalized development costs of research and development (“R&D”); and (d) cancellation of the fair value model of accounting for property, plant, and equipment and investment properties and incorporation of the cost model accounting.

**c. Unification of Accounting Policies Applied to Foreign Associated Companies for the Equity Method** - ASBJ Statement No.16, “Accounting Standard for Equity Method of Accounting for Investments,” requires adjustments to be made to conform the associate’s accounting policies for similar transactions and events under similar circumstances to those of the parent company when the associate’s financial statements are used in applying the equity method, unless it is impracticable to determine such adjustments. In addition, financial statements prepared by foreign associated companies in accordance with either International Financial Reporting Standards or generally accepted accounting principles in the United States of America tentatively may be used in applying the equity method, if the following items are adjusted so that net income is accounted for in accordance with Japanese GAAP, unless they are not material: (a) amortization of goodwill; (b) scheduled amortization of actuarial gain or loss of pensions that has been recorded in equity through other comprehensive income; (c) expensing capitalized development costs if R&D; and (d) cancellation of the fair value model of accounting for property, plant, and equipment and investment properties and incorporation of the cost model accounting.

**d. Cash Equivalents** - Cash equivalents are short-term investments that are readily convertible into cash and that are exposed to insignificant risk of changes in value.

Cash equivalents include time deposits, certificates of deposit and all of which mature or become due within three months of the date of acquisition.

**e. Allowance for Doubtful Receivables** - The allowance for doubtful receivables is provided principally at an amount computed based on the actual ratio of bad debts in the past, plus the aggregate amount of estimated losses based on an analysis of certain individual receivables.

**f. Inventories** - Inventories are principally stated as follows:

Steel products are stated at cost determined by the moving-average method or by the specific identification method. Industrial machinery, nonferrous metals, cast and forged steel production, and railway wheels are stated at cost determined by the moving-average method or by the specific identification method. Textiles are stated at cost determined by the first-in, first-out method or by the specific identification method. Food items are stated at cost determined by the specific identification method.

**g. Investment Securities** - Marketable and investment securities are classified and accounted for, depending on management’s intent, as follows:

Available-for-sale securities, which are not classified as either of the aforementioned securities, are reported at fair value, with unrealized gains and losses, net of applicable taxes, reported in a separate component of equity. Nonmarketable available-for-sale securities are stated at cost determined by the moving-average method. For other-than-temporary declines in fair value, investment securities are reduced to net realizable value by a charge to income.

**h. Property, Plant, and Equipment** - Property, plant, and equipment are stated at cost. Depreciation of property, plant, and equipment of the Company and 63 (66 in 2018) of its consolidated subsidiaries is computed by the straight-line method based on the estimated useful lives of the assets. Depreciation of property, plant, and equipment of 29 (29 in 2018) of its consolidated subsidiaries is computed principally by the declining-balance method based on the estimated useful lives of the assets.

Equipment held for lease is depreciated by the straight-line method over the respective lease periods.

**i. Long-Lived Assets** - The Group reviews its long-lived assets for impairment whenever events or changes in circumstance indicate the carrying amount of an asset or asset group may not be recoverable. An impairment loss is recognized if the carrying amount of an asset or asset group exceeds the sum of the undiscounted future cash flows expected to result from the continued use and eventual disposition of the asset or asset group. The impairment loss would be measured as the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of the discounted cash flows from the continued use and eventual disposition of the asset or the net selling price at disposition.

**j. Goodwill** - Goodwill is amortized on a straight-line basis over five years.

**k. Bond Issue Costs** - Bond issue costs are charged to income as incurred.

**l. Retirement and Pension Plans** - The Company and certain consolidated subsidiaries have noncontributory-funded pension plans covering substantially all of their employees. Certain consolidated subsidiaries have severance payment plans for directors and Audit & Supervisory Board members.

**m. Asset Retirement Obligations** - An asset retirement obligation (“ARO”) is recorded for a legal obligation imposed by either law or contract that results from the acquisition, construction, development, and normal operation of a tangible fixed asset and is associated with the retirement of such tangible fixed asset. The ARO is recognized as the sum of the discounted cash flows required for the future asset retirement and is recorded in the period in which the obligation is incurred if a reasonable estimate can be made. If a reasonable estimate of the ARO cannot be made in the period the ARO is incurred, the liability should be recognized when a reasonable estimate of the ARO can be made. Upon initial recognition of a liability for an ARO, an asset retirement cost is capitalized by increasing the carrying amount of the related fixed asset by the amount of the liability. The asset retirement cost is subsequently allocated to expense through depreciation over the remaining useful life of the asset. Over time, the liability is accreted to its present value each period. Any subsequent revisions to the timing or the amount of the original estimate of undiscounted cash flows are reflected as an adjustment to the carrying amount of the liability and the capitalized amount of the related asset retirement cost.

**n. Leases** - In March 2007, the ASBJ issued ASBJ Statement No.13, “Accounting Standards for Lease Transactions,” which revised the previous accounting standard for lease transactions. Under the previous accounting standard, finance leases that were deemed to transfer ownership of the leased property to the lessee were capitalized. However, other finance leases were permitted to be accounted for as operating lease transactions if certain “as if capitalized” information was disclosed in the notes to the lessee’s financial statements. The revised accounting standard permits leases that existed at the transition date and do not transfer ownership of the leased property to the lessee to continue to be accounted for as operating lease transactions.

The Company applied the revised accounting standard effective April 1, 2008. In addition, the Company continues to account for leases that existed at the transition date and that do not transfer ownership of the leased property to the lessee as operating lease transactions.

All other leases are accounted for as operating leases.

**o. Income Taxes** - The provision for income taxes is computed based on the pretax income included in the consolidated statement of income. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. Deferred taxes are measured by applying currently enacted income tax rates to the temporary differences.

On February 16, 2018, the ASBJ issued ASBJ Statement No. 28, "Partial Amendments to Accounting Standard for Tax Effect Accounting," which requires deferred tax assets and deferred tax liabilities to be classified as investments and other assets and long-term liabilities, respectively. Deferred tax assets were previously classified as current assets and investments and other assets, and deferred tax liabilities were previously classified as current liabilities and long-term liabilities under the previous accounting standard. The revised accounting standard is effective for annual periods beginning on or after April 1, 2018. The Company retrospectively applied the revised accounting standard effective April 1, 2018, and deferred tax assets of current assets decreased ¥4,682 million, and deferred tax assets of investments and other assets increased ¥929 million. In addition, deferred tax liabilities of current liabilities decreased ¥68 million and deferred tax liabilities of long-term liabilities decreased ¥3,685 million. Furthermore, deferred tax assets and deferred tax liabilities of the same taxpayer are shown offset with each other, and total assets decreased ¥3,753 million compared to before the change.

**p. Business Combinations** - Business combinations are accounted for using the purchase method. Acquisition-related costs, such as advisory fees or professional fees, are accounted for as expenses in the periods in which the costs are incurred.

**q. Foreign Currency Transactions** - All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates at the consolidated balance sheet date. The foreign exchange gains and losses from translation are recognized in the consolidated statement of income to the extent that they are not hedged by foreign currency forward contracts.

**r. Foreign Currency Financial Statements** - The balance sheet accounts of the consolidated foreign subsidiaries are translated into Japanese yen at the current exchange rate as of the consolidated balance sheet date except for equity, which is translated at the historical rate. Differences arising from such translation are shown as "Foreign currency translation adjustments" under accumulated other comprehensive income (loss) in a separate component of equity. Revenue and expense accounts of consolidated foreign subsidiaries are translated into yen at the average exchange rate.

**s. Derivatives and Hedging Activities** - The Group uses derivative financial instruments to manage its exposures to fluctuations in foreign exchange and interest rates. Derivatives include foreign currency forward contracts, interest rate swaps, and commodity swaps, which are utilized by the Group to reduce foreign currency exchange, interest rate risks, and market price. The Group does not enter into derivatives

for trading or speculative purposes.

Derivative financial instruments are classified and accounted for as follows:

- (1) All derivatives are recognized as either assets or liabilities and measured at fair value, and gains or losses on derivative transactions are recognized in the consolidated statement of income.
- (2) For derivatives used for hedging purposes, if such derivatives qualify for hedge accounting because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions.

The foreign currency forward contracts and currency options are utilized to hedge foreign currency exposures for imports from overseas suppliers. Trade payables denominated in foreign currencies are translated at the contracted rates if the forward contracts qualify for hedge accounting. Interest rate swaps are utilized to hedge interest rate exposures of short-term borrowings and long-term debt. Commodity swaps are utilized to manage the price fluctuation risk of merchandise. Borrowings denominated in foreign currencies are utilized to hedge foreign currency exposures of securities and investment in overseas subsidiaries. The swaps that qualify for hedge accounting are measured at market value at the consolidated balance sheet date, and the unrealized gains or losses are deferred until maturity as a deferred gain (loss) under hedge accounting in a separate component of equity. Those interest rate swaps that qualify for hedge accounting and meet specific matching criteria are not remeasured at market value, but the differential paid or received under the swap agreements is recognized and included in interest expense or income.

Short-term bank loans are used to fund the Group's ongoing operations and long-term debt, including bank loans are utilized to fund capital investment. Although a portion of such bank loans with floating rates are exposed to market risks from changes in variable interest rates, those risks are mitigated by using derivatives of interest rate swaps.

**t. Per Share Information** - Basic net income per share is computed by dividing net income attributable to common shareholders by the weighted-average number of common shares stock outstanding for the period, retroactively adjusted for stock splits.

The weighted-average number of shares of common stock used in the computation was 30,911 thousand shares and 32,259 thousand shares for the years ended March 31, 2018 and 2019, respectively.

Diluted net income per share is not disclosed because no potentially dilutive securities have been issued.

Cash dividends per share presented in the accompanying consolidated statement of income are dividends applicable to the respective fiscal years, including dividends to be paid after the end of the year, retrospectively adjusted for stock splits and consolidation.

**u. New Accounting Pronouncements** - On March 30, 2018, the ASBJ issued ASBJ Statement No. 29, "Accounting Standard for Revenue Recognition," and ASBJ Guidance No. 30, "Implementation Guidance on Accounting Standard for Revenue Recognition." The core principle of the standard and guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity should recognize revenue in accordance with that core principle by applying the following steps:



Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

The accounting standard and guidance are effective for annual periods beginning on or after April 1, 2021. Earlier application is permitted for annual periods beginning on or after April 1, 2018.

The Company expects to apply the accounting standard and guidance for annual periods beginning on or after April 1, 2021, and is in the process of measuring the effects of applying the accounting standard and guidance in future applicable periods.

### 3. INVESTMENT SECURITIES

Investment securities as of March 31, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Noncurrent:			
Marketable equity securities.....	¥ 33,459	¥ 38,536	\$ 301,462
Others.....	11,615	10,252	104,654
Total.....	¥ 45,074	¥ 48,789	\$ 406,117

The costs and aggregate fair values of marketable and investment securities at March 31, 2019 and 2018, were as follows:

March 31, 2019	Millions of Yen			
	Cost	Unrealized Gains	Unrealized Losses	Fair Value
Securities classified as:				
Available-for-sale:				
Equity securities .....	¥ 19,808	¥ 14,148	¥ 498	¥ 33,459

March 31, 2018	Millions of Yen			
	Cost	Unrealized Gains	Unrealized Losses	Fair Value
Noncurrent:				
Securities classified as:				
Available-for-sale:				
Equity securities .....	¥ 22,486	¥ 18,196	¥ 2,146	¥ 38,536

March 31, 2019	Thousands of U.S. Dollars			
	Cost	Unrealized Gains	Unrealized Losses	Fair Value
Securities classified as:				
Available-for-sale:				
Equity securities .....	\$ 178,474	\$ 127,479	\$ 4,491	\$ 301,462

The information for available-for-sale securities that were sold during the years ended March 31, 2019 and 2018, is as follows:

	Millions of Yen		
	Proceeds	Realized Gains	Realized Losses
<b>March 31, 2019</b>			
Available-for-sale:			
Marketable equity securities.....	¥ 39	¥ 21	
Other .....	120	102	¥ 44
<b>Total .....</b>	<b>¥ 160</b>	<b>¥ 123</b>	<b>¥ 44</b>

	Millions of Yen		
	Proceeds	Realized Gains	Realized Losses
<b>March 31, 2018</b>			
Available-for-sale:			
Marketable equity securities.....	¥ 26	¥ 12	¥ 0
Other .....	342	112	29
<b>Total .....</b>	<b>¥ 369</b>	<b>¥ 124</b>	<b>¥ 29</b>

	Thousands of U.S. Dollars		
	Proceeds	Realized Gains	Realized Losses
<b>March 31, 2019</b>			
Available-for-sale:			
Marketable equity securities.....	\$ 355	\$ 190	
Other .....	1,086	925	\$ 400
<b>Total .....</b>	<b>\$ 1,442</b>	<b>\$ 1,115</b>	<b>\$ 400</b>

The impairment losses on other available-for-sale equity securities for the years ended March 31, 2019 and 2018, were ¥3,679 million (\$33,147 thousand) and ¥618 million, respectively.

#### 4. INVENTORIES

Inventories at March 31, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Merchandise and finished products .....	¥ 105,781	¥ 87,184	\$ 953,071
Work in process.....	5,943	5,155	53,547
Raw materials and supplies.....	23,385	18,840	210,699
<b>Total .....</b>	<b>¥ 135,110</b>	<b>¥ 111,179</b>	<b>\$ 1,217,318</b>

#### 5. LONG-LIVED ASSETS

There was no impairment loss of long-lived assets for the year ended March 31, 2019.

The Group recognized impairment losses ¥966 million for operating assets for the year ended March 31, 2018.

The Company and its consolidated subsidiaries classify fixed assets into groups, at the minimum cash-generating unit level, by the type of the respective business. Certain consolidated subsidiaries classify groups by store. For idle assets, each property is considered to constitute a group.

Due to consecutive operating losses or a significant decrease in the market value of land, the book values of long-lived assets are reduced to the recoverable amounts, and the amounts written down are recorded as impairment losses on fixed assets.

The recoverable amounts are calculated based on net sales value.

## 6. LOSS ON LIQUIDATION OF SUBSIDIARIES AND AFFILIATES

Loss on liquidation of subsidiaries and affiliates for the years ended March 31, 2019 and 2018, related to losses from liquidation of a wholly owned subsidiary of the Company, which consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Loss on sales of property, plant, and equipment .....	¥ 119		\$ 1,076
Loss on valuation of inventories .....		¥ 530	
Additional retirement benefits .....		68	
Others .....	247	523	2,231
<b>Total .....</b>	<b>¥ 367</b>	<b>¥ 1,122</b>	<b>\$ 3,307</b>

## 7. LOSS ON BUSINESS OF SUBSIDIARIES AND ASSOCIATES

The Group recognized losses ¥1,485 million (\$13,381 thousand) on material coal coil-related investment for the year ended March 31, 2019.

There was no loss on business of subsidiaries and associates for the year ended March 31, 2018.

## 8. GOODWILL

Goodwill as of March 31, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Consolidation goodwill .....	¥	¥ 51	\$
<b>Total .....</b>	<b>¥</b>	<b>¥ 51</b>	<b>\$</b>

Amortization charged to selling, general, and administrative expenses for the years ended March 31, 2019 and 2018, was ¥51 million (\$465 thousand) and ¥46 million, respectively.

## 9. SHORT-TERM BORROWINGS, LONG-TERM DEBT, AND BONDS PAYABLE

Short-term borrowings at March 31, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Loans, primarily from banks with interest principally at 0.020% to 8.620% in 2019 and 0.013% to 7.750% in 2018:			
Collateralized .....	¥ 2,200	¥ 2,840	\$ 19,821
Unsecured .....	126,225	126,535	1,137,265
Commercial papers, -0.810% to -0.120% in 2019 .....	50,000	20,000	450,491
<b>Total .....</b>	<b>¥ 178,425</b>	<b>¥ 149,375</b>	<b>\$ 1,607,578</b>

Long-term debt at March 31, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Bonds payable			
Unsecured 0.150% Japanese yen bonds payable due in 2023	¥ 15,000	¥ 15,000	\$ 135,147
Unsecured 0.290% Japanese yen bonds payable due in 2025	20,000		180,196
Unsecured 0.395% Japanese yen bonds payable due in 2028	15,000	15,000	135,147
Unsecured 0.950% Japanese yen bonds payable due in 2038	10,000		90,098
Loans, primarily from banks and insurance companies with interest principally at 0.022% to 2.620% in 2019 and 0.022% to 2.668% in 2018, due serially through 2019:			
Collateralized .....	0	36	0
Unsecured .....	90,579	68,211	816,103
Obligations under finance leases .....	1,207	1,280	10,875
Total .....	151,786	99,528	1,367,567
Less current portion .....	(15,943)	(3,355)	(143,651)
Long-term debt, less current portion .....	¥ 135,842	¥ 96,173	\$ 1,223,916

The annual maturities of long-term debt and bonds payable excluding finance leases as of March 31, 2019, were as follows:

Years Ending March 31	Millions of Yen	Thousands of U.S. Dollars
2020 .....	¥ 15,307	\$ 137,916
2021 .....	25,471	229,493
2022 .....	7,175	64,646
2023 .....	25,635	230,969
2024 .....	24,805	223,488
2025 and thereafter .....	52,185	470,177
Total .....	¥ 150,579	\$ 1,356,692

The carrying amounts of assets pledged as collateral for short-term borrowings and long-term debt at March 31, 2019, were as follows:

	Millions of Yen	Thousands of U.S. Dollars
Investment securities .....	¥ 1,225	\$ 11,041
Land .....	539	4,860
Buildings and structures .....	553	4,985
Total .....	¥ 2,318	\$ 20,887

As is customary in Japan, the Company maintains deposit balances with banks with which it has bank loans. Such deposit balances are not legally or contractually restricted as to withdrawal.

In addition, the bank borrowings are subject to agreements under which collateral must be given if requested by the lending banks, and certain banks have the right to offset cash deposited with them against any bank loan or obligation that becomes due and, in case of default and certain other specified events, against all other debt payable to the bank concerned. The Company has never received any such request.

## 10. RETIREMENT AND PENSION PLANS

The Company and certain consolidated subsidiaries have severance payment plans for employees, and certain consolidated subsidiaries have severance payment plans for directors and Audit & Supervisory Board members. Under most circumstances, employees terminating their employment are entitled to retirement benefits determined based on the rate of pay at the time of termination, years of service, and certain other factors. Such retirement benefits are made in the form of a lump-sum severance payment from the Company or from certain consolidated subsidiaries and annuity payments from a trustee. Employees are entitled to larger payments if the termination is involuntary, by retirement at the mandatory retirement age, by death, or by voluntary retirement at certain specific ages prior to the mandatory retirement age.

The Company integrated the defined benefit pension plan at April 1, 2017, and abolished the retirement lump-sum payment. The Company transferred a portion of its defined benefit pension plan to the defined contribution pension plan.

The liability for retirement benefits at March 31, 2019 and 2018, for directors and Audit & Supervisory Board members is ¥530 million (\$4,776 thousand) and ¥523 million, respectively.

### (1) Defined benefit plan

(a) The changes in defined benefit obligation for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Balance at beginning of year.....	¥ 19,740	¥ 19,637	\$ 177,862
Current service cost .....	1,625	1,407	14,641
Interest cost .....	83	82	753
Actuarial difference .....	144	(143)	1,305
Benefits paid .....	(1,170)	(1,242)	(10,547)
Decrease of consolidated subsidiaries .....	(224)		(2,018)
Increase of newly consolidated subsidiaries .....	2,288		20,619
Increase resulting from business acquisition .....	505		4,555
Balance at end of year .....	¥ 22,993	¥ 19,740	\$ 207,171

(b) The changes in plan assets for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Balance at beginning of year.....	¥ 19,443	¥ 19,026	\$ 175,179
Expected return on plan assets.....	591	408	5,325
Actuarial difference .....	(651)	312	(5,870)
Contributions from the employer .....	873	773	7,873
Benefits paid .....	(939)	(1,078)	(8,464)
Decrease of consolidated subsidiaries .....	(248)		(2,236)
Increase of newly consolidated subsidiaries .....	859		7,742
Increase resulting from business acquisition .....	487		4,394
Balance at end of year .....	¥ 20,416	¥ 19,443	\$ 183,944

(c) Reconciliation between the liability recorded in the consolidated balance sheet and the balances of defined benefit obligation and plan assets for the years ended March 31, 2019 and 2018, is as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Funded defined benefit obligation .....	¥ 21,018	¥ 17,786	\$ 189,375
Plan assets .....	(20,416)	(19,443)	(183,944)
Total .....	602	(1,657)	5,430
Unfunded defined benefit obligation .....	2,505	2,477	22,573
Net liability arising from defined benefit obligation .....	¥ 3,108	¥ 820	\$ 28,003

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Liability for retirement benefits .....	¥ 4,072	¥ 2,630	\$ 36,694
Asset for retirement benefits .....	(964)	(1,809)	(8,691)
Net liability arising from defined benefit obligation .....	¥ 3,108	¥ 820	\$ 28,003

(d) The components of net periodic benefit costs for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Service cost .....	¥ 1,087	¥ 921	\$ 9,801
Interest cost .....	83	82	753
Expected return on plan assets .....	(591)	(408)	(5,325)
Recognized actuarial difference .....	(100)	106	(906)
Pension expenses for which the simplified method is applied .....	537	486	4,839
Others .....	168	263	1,516
Net periodic benefit costs .....	¥ 1,185	¥ 1,451	\$ 10,679

(e) Amounts recognized in other comprehensive income (before income tax effect) in respect of defined retirement benefit plans for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Actuarial difference .....	¥ (896)	¥ 563	\$ (8,081)
Total .....	¥ (896)	¥ 563	\$ (8,081)

(f) Amounts recognized in accumulated other comprehensive income (before income tax effect) in respect of defined retirement benefit plans as of March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Unrecognized actuarial difference .....	¥ 244	¥ (652)	\$ 2,205
Total .....	¥ 244	¥ (652)	\$ 2,205

(g) Plan assets

a. Components of plan assets

Plan assets as of March 31, 2019 and 2018, consisted of the following:

	2019	2018
Debt investments.....	60%	62%
Equity investments .....	31	32
Others .....	9	6
Total .....	100%	100%

b. Method of determining the expected rate of return on plan assets

The expected rate of return on plan assets is determined considering the long-term rates of return that are expected currently and in the future from the various components of the plan assets.

(h) Assumptions used for the years ended March 31, 2019 and 2018, were set forth as follows:

	2019	2018
Discount rate.....	0.5%	0.5%
Expected rate of return on plan assets.....	2.0%	2.0%
Expected rate of future salary increases .....	3.0-5.1%	5.1%

(2) Defined contribution plan

The estimated amount of contribution to the defined contribution plan was ¥293million (\$2,639 thousand) and ¥267 million for the year ended March 31, 2019 and 2018.

## 11. EQUITY

Japanese companies are subject to the Companies Act of Japan (the "Companies Act"). The significant provisions in the Companies Act that affect financial and accounting matters are summarized below:

(1) Dividends

Under the Companies Act, companies can pay dividends at any time during the fiscal year in addition to the year-end dividend upon resolution at the shareholders' meeting. Additionally, for companies that meet certain criteria, including (1) having a Board of Directors, (2) having independent auditors, (3) having an Audit & Supervisory Board, and (4) the term of service of the directors being prescribed as one year rather than the normal two-year term by its articles of incorporation, the Board of Directors may declare dividends (except for dividends in kind) at any time during the fiscal year if the Company has prescribed so in its articles of incorporation. However, the Company does not meet all the above criteria.

The Companies Act permits companies to distribute dividends in kind (noncash assets) to shareholders subject to a certain limitation and additional requirements.

Semiannual interim dividends may also be paid once a year upon resolution by the Board of Directors if the articles of incorporation of the Company so stipulate. The Companies Act provides certain limitations on the amounts available for dividends or the purchase of treasury stock. The limitation is defined as the amount available for distribution to the shareholders, but the amount of net assets after dividends must be maintained at no less than ¥3 million.



(2) Increases/decreases and transfer of common stock, reserve, and surplus

The Companies Act requires that an amount equal to 10% of dividends must be appropriated as a legal reserve (a component of retained earnings) or as additional paid-in capital (a component of capital surplus), depending on the equity account charged upon the payment of such dividends, until the aggregate amount of legal reserve and additional paid-in capital equals 25% of the common stock. Under the Companies Act, the total amount of additional paid-in capital and legal reserve may be reversed without limitation. The Companies Act also provides that common stock, legal reserve, additional paid-in capital, other capital surplus, and retained earnings can be transferred among the accounts within equity under certain conditions upon resolution of the shareholders.

The Company issued new shares through a third-party allotment to Mitsui & Co., Ltd. ("Mitsui & Co.") and payment process was completed on April 2, 2018.

Outline of the Third-Party Allotment were as follows:

1) Number of shares to be newly issued	1,350,000 shares of common stock
2) Issue price	¥6,006 per unit
3) Amount of proceeds	¥8,108 million (\$73,052 thousand)
4) Method of offering and allotment (allottee)	All of the shares were allotted to Mitsui & Co. By way of third-party allotment.
5) Total amounts by which common stock and capital surplus are to be increased (excluding issuance and other expenses)	Common stock: ¥4,054 million (\$36,526 thousand) Capital surplus: ¥4,054 million (\$36,526 thousand)

(3) Treasury stock and treasury stock acquisition rights

The Companies Act also provides for companies to purchase treasury stock and dispose of such treasury stock by resolution of the Board of Directors. The amount of treasury stock purchased cannot exceed the amount available for distribution to the shareholders, which is determined by a specific formula.

Under the Companies Act, stock acquisition rights are presented as a separate component of equity.

The Companies Act also provides that companies can purchase both treasury stock acquisition rights and treasury stock. Such treasury stock acquisition rights are presented as a separate component of equity or deducted directly from stock acquisition rights.

## 12. INCOME TAXES

The Company and its domestic subsidiaries are subject to a number of different taxes based on income, which, in the aggregate, resulted in an effective normal statutory tax rate of approximately 31% for the years ended March 31, 2019 and 2018, respectively. The consolidated foreign subsidiaries are subject to a number of different taxes based on income at tax rates specific to the rates of each country.

The tax effects of significant temporary differences and tax loss carryforwards that resulted in deferred tax assets and liabilities at March 31, 2019 and 2018, are as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
<b>Deferred Tax Assets:</b>			
Inventories .....	¥ 476	¥ 484	\$ 4,294
Provision for doubtful receivables .....	1,226	1,170	11,050
Excess depreciation .....	640	866	5,772
Impairment Loss .....	623	856	5,620
Loss on devaluation of investment securities .....	628	458	5,661
Loss on devaluation of stock and investments in associated companies .....	1,020	875	9,196
Loss on devaluation of golf club membership .....	278	273	2,511
Business taxes payable .....	405	361	3,649
Accrued bonuses to employees .....	1,381	1,173	12,443
Liability for retirement benefits .....	1,089	670	9,818
Tax loss carryforwards .....	1,716	1,301	15,466
Elimination of unrealized gain on inventories .....	504	471	4,546
Elimination of unrealized gain on property, plant, and equipment....	146	164	1,318
Tax effects attributable to investment in a subsidiary in the course of liquidation .....	814	752	7,339
Other .....	2,650	3,590	23,882
Less valuation allowance .....	(5,844)	(6,081)	(52,660)
<b>Total .....</b>	<b>¥ 7,759</b>	<b>¥ 7,388</b>	<b>\$ 69,912</b>
<b>Deferred Tax Liabilities:</b>			
Net unrealized gain on available-for-sale securities .....	¥ 5,271	¥ 6,960	\$ 47,497
Unrealized gains on assets and liabilities of consolidated subsidiaries .....	520	520	4,690
Undistributed earnings of foreign subsidiaries .....	1,384	1,326	12,470
Asset for retirement benefits .....	106	329	961
Differential liability adjustment .....	700		6,311
Other .....	1,043	1,005	9,403
<b>Total .....</b>	<b>¥ 9,027</b>	<b>¥ 10,141</b>	<b>\$ 81,334</b>
<b>Net deferred tax (liabilities) assets .....</b>	<b>¥ (1,267)</b>	<b>¥ (2,753)</b>	<b>\$ (11,422)</b>

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the accompanying consolidated statements of income for the years ended March 31, 2019 and 2018, is as follows:

	2019	2018
Normal effective statutory tax rate .....	<b>30.6%</b>	30.9%
Nondeductible expenses .....	<b>2.1</b>	0.6
Effect of taxation on dividends eliminated in consolidation .....	<b>6.1</b>	3.3
Nontaxable gain .....	<b>(4.8)</b>	(3.0)
Tax rate difference at overseas subsidiaries .....	<b>(1.2)</b>	(0.6)
Gain and loss on investments from equity method .....	<b>(2.0)</b>	(3.0)
Consolidation adjustment of gain on sales of investment securities-net .....	<b>(0.5)</b>	
Gain on negative goodwill .....	<b>(2.5)</b>	
Variation Allowance .....	<b>0.1</b>	1.1
Tax credit .....	<b>(0.6)</b>	
Other-net .....	<b>(0.3)</b>	0.6
Actual effective tax rate .....	<b>27.0%</b>	29.9%

At March 31, 2019, certain subsidiaries have tax loss carryforwards aggregating approximately ¥58 million (\$51,846 thousand), which are available to be offset against taxable income of such subsidiaries in future years. These tax loss carryforwards, if not utilized, will expire as follows:

Years Ending March 31	Millions of Yen	Thousands of U.S. Dollars
2020 .....	¥ <b>328</b>	\$ <b>2,955</b>
2021 .....	<b>506</b>	<b>4,562</b>
2022 .....	<b>545</b>	<b>4,913</b>
2023 .....	<b>521</b>	<b>4,699</b>
2024 .....	<b>534</b>	<b>4,815</b>
2025 .....	<b>353</b>	<b>3,188</b>
2026 .....	<b>560</b>	<b>5,050</b>
2027 .....	<b>56</b>	<b>505</b>
2028 and thereafter .....	<b>2,347</b>	<b>21,154</b>
Total .....	¥ <b>5,754</b>	\$ <b>51,846</b>

### 13. BUSINESS COMBINATIONS

The Company adopted a resolution at its Board of Directors' meeting held on September 29, 2017, to acquire part of the steel products business of Mitsui & Co. and its associated company, Mitsui & Co. Steel Ltd. ("Mitsui & Co. Group" in conjunction with Mitsui & Co.), (the "Business Acquisition"). The payment procedures for the Business Acquisition was completed in April, 2018. Also in accordance with The Business Acquisition, the Company acquired the shares of the companies related to this business from Mitsui & Co. Group.

#### a. Outline of The Business Acquisition

##### (1) Name of acquired company and its business outline

Acquisition of a part of the business related to the sale and purchase of various steel products, operated by Mitsui & Co. Group both in Japan and overseas, and the acquisition of shares of steel materials sales and processing companies related to the business.

##### (2) Major reason for The Business Acquisition

By deepening the collaborative relationship with Mitsui & Co. as a result of this business

acquisition, in particular, the Company aims to realize further improvement of customer satisfaction factories, competitiveness, and expansion of the steel business, and acceleration of global strategy.

(3) Date of Business Acquisition

April 1, 2018

(4) Legal form of Business Acquisition

Business acquisition and share acquisition in consideration for cash.

(5) Basis for determining the acquirer

It is based on the fact of business acquisition and share acquisition in consideration for cash.

b. The period for which the operations of the acquired business are included in the consolidated financial statements

The operations of the acquired business for a year from April 1, 2018 to March 31, 2019, were included in the consolidated statement of income for the year ended March 31, 2019.

c. Acquisition cost of the Business Acquisition and related details of each class of consideration

	Millions of Yen	Thousands of U.S. Dollars
Consideration for acquisition – Cash .....	¥ 67,911	\$ 611,865
Acquisition cost .....	¥ 67,911	\$ 611,865

d. Major acquisition-related costs

Advisory fees and commission: ¥189 million (\$1,710 thousand)

e. Amount of negative goodwill and reasons for the negative goodwill

(1) Amount of negative goodwill

¥1,318 million (\$11,879 thousand)

(2) Reasons for negative goodwill

Negative goodwill incurred is the amount calculated by the market price of the acquired business assets and liabilities at the date of business combination and the market price of the acquired shares exceeded the acquisition cost.

f. The assets acquired and the liabilities assumed at the acquisition date are as follows:

	Millions of Yen	Thousands of U.S. Dollars
Current assets .....	¥ 109,286	\$ 984,648
Fixed assets.....	2,234	20,129
Total assets acquired .....	¥ 111,520	\$ 1,004,777

	Millions of Yen	Thousands of U.S. Dollars
Current liabilities.....	¥ 42,464	\$ 382,599
Long-term liabilities.....	72	648
Total liabilities acquired .....	¥ 42,536	\$ 383,248

## 14. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

### (1) Group policy for financial instruments

The Group utilizes indirect and direct financing, such as bank loans, bonds payable, commercial paper, and liquidation of receivables for working capital including inventory funds and funds of capital investments, positions to secure mobility, reduction of costs, and stable procurement as the basic funding policy. In addition, the Group does not invest for speculative purposes because it does not have cash surplus, and uses minimum necessary imprest funds as short-term deposits. Derivatives are used, not for speculative purposes, but to manage exposure to financial risks as described in (2) below.

### (2) Nature and extent of risks arising from financial instruments

Payment terms of receivables, such as trade notes and trade accounts, are typically less than one year. They are exposed to customer credit risk. Although receivables in foreign currencies are exposed to the market risk of fluctuation in foreign currency exchange rates, the position, net of payables, is hedged by using foreign currency forward contracts. Marketable and investment securities, mainly securities of financial institutions or customers and suppliers of the Group, are additionally exposed to the risk of market price fluctuations. Marketable and investment securities in foreign currencies are exposed to the market risk of fluctuation in foreign currency exchange rates.

Payment terms of payables, such as trade notes and trade accounts, are typically less than one year. Although payables in foreign currencies are exposed to the market risk of fluctuation in foreign currency exchange rates, the position, net of receivables, is hedged by using foreign currency forward contracts. Although merchandise that is sold at fixed price is exposed to the risk of market price fluctuations, those risks are hedged by using commodity swaps.

Short-term borrowings and commercial papers are used for the Group's ongoing operations, and long-term debt, such as bank loans, and bonds payable are utilized to fund capital investment. Although a portion of such bank loans with floating rates is exposed to market risks from changes in variable interest rates, those risks are mitigated by using derivatives of interest rate swaps. Although a portion of long-term debt in foreign currency is exposed to market risks of fluctuation in foreign currency exchange rate, those risks are mitigated by using derivatives of currency swaps. Derivatives include foreign currency forward contracts, currency swaps, currency options, interest rate swaps, and commodity swaps, which are used to manage exposure to market risks from changes in foreign currency exchange rates of receivables and payables, from changes in interest rates of bank loans, and from fluctuations in merchandise prices. Please see Note 15 for more details of derivatives.

### (3) Risk management for financial instruments

#### (i) Credit risk management

Credit risk is the risk of economic loss arising from a counterparty's failure to repay or service debt according to the contractual terms. The Company manages its credit risk on the basis of credit management guidelines, which include assessing customers quantitatively and qualitatively by the Credit Control Department to set credit limits. The credit limits are periodically reviewed. The consolidated subsidiaries manage credit risk under similar credit management guidelines.

With respect to derivative transactions, the Company manages its exposure to counterparty risk by limiting its transactions to high-credit-rating financial institutions.

(ii) Market risk management (foreign exchange risk and interest rate risk)

The Company and certain consolidated subsidiaries manage the market risk of fluctuation in foreign currency exchange rates of foreign currency trade receivables and payables principally by using foreign currency forward contracts. In addition, foreign exchange risk is hedged by foreign currency forward contracts when foreign currency trade receivables and payables are expected from forecasted transactions.

Interest rate swaps are used to manage exposure to market risks from changes in interest rates of loan payables.

Marketable and investment securities are managed by monitoring market values and the financial position of issuers periodically, and the Company continuously reviews the status of holding securities by considering its relationship with customers and suppliers of the Group. The loans in foreign currencies are used to manage exposure to the market risk from fluctuation in foreign currency exchange rates of some investment securities in foreign currencies.

Derivative transactions are entered into by the Finance Department under the limits of transactions which are approved at the Board of Directors' meeting based on the internal guidelines that prescribe the limit for each transaction, and the balances of transactions with customers are verified by the Accounting Department. In addition, the consolidated subsidiaries manage derivative transactions based on the Company's internal guidelines.

(iii) Liquidity risk management

Liquidity risk comprises the risk that the Group cannot meet its contractual obligations in full on maturity dates. The Group manages its liquidity risk via the Group's treasury management through its Cash Management System, diversification of financing measures, loans from several financial institutions, and the adjustment for the length of financing from Asset Liability Management. In addition, the Finance Department manages short-term liquidity daily by reviewing the funds, along with renewal of financial planning based on the reports from each section and the Company's subsidiaries.

(4) Fair values of financial instruments

Carrying amounts, fair values, and unrealized gain or loss of financial instruments as of March 31, 2019 and 2018, are as follows. Financial instruments whose fair value cannot be reliably determined are not cluded in below. Also, please see Note 15 for the details of fair value for derivatives.

(i) Fair value of financial instruments

March 31, 2019	Millions of Yen		
	Carrying Amount	Fair Value	Unrealized Gain /Loss
Cash and cash equivalents .....	¥ 24,063	¥ 24,063	
Receivables .....	638,780		
Allowance for doubtful receivables.....	(1,541)		
Receivables-net .....	637,239	637,239	
Investment securities .....	33,459	33,459	
Investments in unconsolidated subsidiaries and associated companies .....	8,873	7,383	¥ (1,489)
<b>Total .....</b>	<b>¥ 703,635</b>	<b>¥ 702,145</b>	<b>¥ (1,489)</b>

Short-term borrowings .....	¥ 128,425	¥ 128,425	
Current portion of long-term debt.....	15,943	15,943	
Commercial papers.....	50,000	50,000	
Payables.....	326,705	326,705	
Long-term debt.....	75,842	76,643	¥ 801
Bonds payable .....	60,000	60,641	641
<b>Total .....</b>	<b>¥ 656,916</b>	<b>¥ 658,358</b>	<b>¥ 1,442</b>

March 31, 2018	Millions of Yen		
	Carrying Amount	Fair Value	Unrealized Gain /Loss
Cash and cash equivalents .....	¥ 27,879	¥ 27,879	
Receivables .....	474,153		
Allowance for doubtful receivables.....	(1,323)		
Receivables-net .....	472,830	472,830	
Investment securities .....	38,536	38,536	
Investments in unconsolidated subsidiaries and associated companies .....	9,526	9,581	¥ 55
<b>Total .....</b>	<b>¥ 548,771</b>	<b>¥ 548,826</b>	<b>¥ 55</b>

Short-term borrowings .....	¥ 129,375	¥ 129,375	
Current portion of long-term debt.....	3,355	3,355	
Commercial papers.....	20,000	20,000	
Payables.....	251,476	251,476	
Long-term debt.....	66,173	66,586	¥ 413
Bonds payable .....	30,000	29,985	(15)
<b>Total .....</b>	<b>¥ 500,380</b>	<b>¥ 500,777</b>	<b>¥ 398</b>



March 31, 2019	Thousands of U.S. Dollars		
	Carrying Amount	Fair Value	Unrealized Gain /Loss
Cash and cash equivalents .....	\$ 216,807	\$ 216,807	
Receivables .....	5,755,302		
Allowance for doubtful receivables.....	(13,891)		
Receivables-net .....	5,741,410	5,741,410	
Investment securities .....	301,462	301,462	
Investments in unconsolidated subsidiaries and associated companies .....	79,952	66,528	\$ (13,423)
<b>Total</b> .....	<b>\$ 6,339,632</b>	<b>\$ 6,326,208</b>	<b>\$ (13,423)</b>
Short-term borrowings .....	\$ 1,157,087	\$ 1,157,087	
Current portion of long-term debt.....	143,651	143,651	
Commercial papers.....	450,491	450,491	
Payables.....	2,943,554	2,943,554	
Long-term debt.....	683,326	690,547	\$ 7,220
Bonds payable.....	540,589	546,364	5,775
<b>Total</b> .....	<b>\$ 5,918,700</b>	<b>\$ 5,931,696</b>	<b>\$ 12,995</b>

### Assets

#### (a) Cash and cash equivalents

The carrying values of cash and cash equivalents approximate fair value because of their short maturities.

#### (b) Receivables

The fair values of receivables are measured at the carrying values because the collection term is short. The allowance for doubtful receivables is computed based on the actual ratio of bad debt in the past, plus the aggregate amount of estimated losses based on the analysis of certain individual receivables with recoverable collateral and guarantees. Therefore, the fair values are approximately equal to the values that are deducted from the current estimated bad debts from balance sheet accounts. In addition, a portion of receivables denominated in foreign currencies and hedged by foreign currency forward contracts is translated at the applicable contract rate.

#### (c) Marketable and investment securities

The fair values of marketable and investment securities are measured at the quoted market price of the stock exchange for the equity instruments, and at the quoted price obtained from the financial institution for certain debt instruments. Fair value information for marketable and investment securities by classification is included in Note 3.

### Liabilities

#### (a) Payables and short-term borrowings

The carrying values of payables and short-term borrowings approximate fair value because such balances are settled in the short term. In addition, a portion of payables denominated in foreign currencies and hedged by foreign currency forward contracts is translated at the applicable contract rate.

#### (b) Long-term debt

The fair values of long-term debt are determined by discounting the cash flows related to the bank loans at the Group's assumed corporate borrowing rate.

## Derivatives

Fair value information for derivatives is included in Note 15.

### (ii) Carrying amount of financial instruments whose fair value cannot be reliably determined

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Investments in equity instruments that do not have a quoted market price in an active market.....	¥ 11,615	¥ 10,252	\$ 104,654
Investments in unconsolidated subsidiaries and associated companies that do not have a quoted market price in an active market.....	¥ 26,555	¥ 24,474	\$ 239,261

### (5) Maturity analysis for financial assets and securities with contractual maturities

March 31, 2019	Millions of Yen			
	Due in 1 Year or Less	Due after 1 Year through 5 Years	Due after 5 Years through 10 Years	Due after 10 Years
Cash and cash equivalents .....	¥ 24,063			
Receivables .....	638,780			
Total .....	¥ 662,844			

March 31, 2018	Millions of Yen			
	Due in 1 Year or Less	Due after 1 Year through 5 Years	Due after 5 Years through 10 Years	Due after 10 Years
Cash and cash equivalents .....	¥ 27,879			
Receivables .....	474,153			
Total .....	¥ 502,034			

March 31, 2019	Thousands of U.S. Dollars			
	Due in 1 Year or Less	Due after 1 Year through 5 Years	Due after 5 Years through 10 Years	Due after 10 Years
Cash and cash equivalents .....	\$ 216,807			
Receivables .....	5,755,302			
Total .....	\$ 5,972,109			

Please see Note 9 for annual maturities of long-term debt.

## 15. DERIVATIVES

The Group enters into foreign currency forward contracts in the normal course of business to hedge foreign exchange risk associated with certain assets and liabilities denominated in foreign currencies.

The Group enters into interest rate swap agreements as a means of managing its interest rate exposures on certain liabilities. Interest rate swaps effectively convert some floating rate debt to a fixed basis, or convert some fixed rate debt to a floating basis.

The Group enters into commodity swap agreements as a means of managing the price fluctuation risk of merchandise that is to be sold at fixed price. Commodity swaps effectively convert some quoted prices to fixed prices.

It is the Group's policy to use derivatives only for the purpose of reducing market risks associated with assets and liabilities.

Derivatives are subject to market risk and credit risk. Market risk is the exposure created by potential fluctuations in market conditions, including interest or foreign exchange rates. Credit risk is the possibility that a loss may result from a counterparty's failure to perform according to the terms and conditions of the contract. Since most of the Group's derivative transactions are related to qualified hedges of underlying business exposures, market gain or loss risk in derivative instruments is basically offset by opposite movements in the value of the hedged assets or liabilities. Also, because the counterparties to those derivatives are limited to major financial institutions, the Group does not anticipate any losses arising from credit risk.

Derivative transactions entered into by the Group have been made in accordance with internal policies, which regulate the authorization and credit limit amount. The basic policies for the use of derivatives are approved by the Board of Directors and the execution and control of derivatives are performed by the Finance Department and monitored by the Corporate Planning Section. Each derivative transaction is periodically reported to management, where evaluation and analysis of such derivatives are performed.

### Derivative transactions to which hedge accounting is not applied

March 31, 2019	Millions of Yen			
	Contract Amount	Contract Amount Due after One Year	Fair Value	Unrealized Gain(Loss)
Foreign currency forward contracts:				
Selling:				
USD .....	¥ 446		¥ (0)	¥ (0)
JPY .....	196		0	0
Buying:				
USD .....	4,366		(59)	(59)
JPY .....	334		0	0
Total .....	¥ 5,344		¥ (58)	¥ (58)
Interest rate swaps				
(fixed-rate payment and floating-rate receipt) .....	¥ 88	¥ 88	¥ 1	¥ 1

March 31, 2018	Millions of Yen			
	Contract Amount	Contract Amount Due after One Year	Fair Value	Unrealized Gain(Loss)
Foreign currency forward contracts:.....				
Selling:				
USD .....	¥ 1,739		¥ (3)	¥ (3)
JPY .....	34		0	0
Buying:				
USD .....	4,910		(30)	(30)
JPY .....	219		(3)	(3)
EUR .....	5		0	0
Currency swaps .....	661		6	6
Total .....	¥ 7,570		¥ (30)	¥ (30)
Interest rate swaps				
(fixed-rate payment and floating-rate receipt) .....	¥ 135	¥ 135	¥ 1	¥ 1

March 31, 2019	Thousands of U.S. Dollars			
	Contract Amount	Contract Amount Due after One Year	Fair Value	Unrealized Gain(Loss)
Foreign currency forward contracts:				
Selling:				
USD .....	\$ 4,024		\$ (2)	\$ (2)
JPY .....	1,770		8	8
Buying:				
USD .....	39,340		(540)	(540)
JPY .....	3,014		7	7
Total .....	\$ 48,149		\$ (526)	\$ (526)
Interest rate swaps				
(fixed-rate payment and floating-rate receipt) .....	\$ 800	\$ 800	\$ 12	\$ 12

### Derivative transactions to which hedge accounting is applied

March 31, 2019	Hedged Item	Millions of Yen		
		Contract Amount	Contract Amount Due after One Year	Fair Value
Foreign currency forward contracts:				
Selling: Receivables				
USD .....		¥ 7,250	¥ 647	¥ (60)
EUR .....		409		6
RMB .....		1,016		(16)
JPY .....		3,299		87
Buying: Payables				
USD .....		63,548	18,906	74
EUR .....		390		(1)
GBP .....		65		0
THB .....		24		(0)
AUD .....		425	54	1
RMB .....		118		2
NOK .....		6		(0)
JPY .....		40		(1)
Currency options: Payables				
USD .....		574		0
Total .....		¥ 77,169	¥ 19,608	¥ 92
Interest rate swaps				
(fixed-rate payment and floating-rate receipt) .....	Short-term borrowings and long-term debt	¥ 18,500	¥ 7,500	¥
Commodity swaps				
(fixed-price payment and quoted-price receipt) .....	Inventories	¥ 196		¥ (18)

March 31, 2018	Hedged Item	Millions of Yen		
		Contract Amount	Contract Amount Due after One Year	Fair Value
Foreign currency forward contracts:				
Selling: Receivables				
USD .....		¥ 6,084	¥ 406	¥ 84
EUR .....		582	112	6
RMB .....		157		0
JPY .....		3,614		(0)
Buying: Payables				
USD .....		71,775	21,391	(343)
EUR .....		306		(3)
GBP .....		132		(1)
THB .....		59		(0)
AUD .....		269	22	(4)
RMB .....		96		(0)
NOK .....		3		0
CZK .....		0		
Currency options: Payables				
USD .....		755		(7)
Total .....		¥ 83,838	¥ 21,933	¥ (270)
Interest rate swaps				
(fixed-rate payment and floating-rate receipt) .....	Short-term borrowings and long-term debt	¥ 9,000	¥ 3,000	¥ (11)
Commodity swaps				
(fixed-price payment and quoted-price receipt) .....	Inventories	¥ 203		¥ 72

March 31, 2019	Hedged Item	Thousands of U.S. Dollars		
		Contract Amount	Contract Amount Due after One Year	Fair Value
Foreign currency forward contracts:				
Selling: Receivables				
USD .....		\$ 65,326	\$ 5,836	\$ (544)
EUR .....		3,686		62
RMB .....		9,159		(151)
JPY .....		29,728		789
Buying: Payables				
USD .....		572,556	170,348	674
EUR .....		3,513		(14)
GBP .....		588		1
THB .....		216		(2)
AUD .....		3,835	486	10
RMB .....		1,066		22
NOK .....		60		(1)
JPY .....		368		(9)
Currency options: Payables				
USD .....		5,172		(5)
Total		\$ 695,279	\$ 176,671	\$ 830
Interest rate swaps (fixed-rate payment and floating-rate receipt) .....		Short-term borrowings and long-term debt		
		\$ 166,681	\$ 67,573	
Commodity swaps (fixed-price payment and quoted-price receipt) .....		Inventories		
		\$ 1,771		\$ (164)

The fair value of derivative transactions is measured at the quoted price obtained from a financial institution.

The contract or notional amounts of derivatives that are shown in the above table do not represent the amounts exchanged by the parties and do not measure the Group's exposure to credit or market risk.

## 16. RELATED PARTY DISCLOSURES

Transactions of the Company with Nippon Steel Corporation ("NSC") and Mitsui & Co. which owned 34.53% and 19.93% of the Company's issued shares at March 31, 2019, for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
NSC			
Sales .....	¥ 124,473	¥ 115,954	\$ 1,121,486
Purchases .....	1,014,206	736,979	9,137,815
Mitsui & Co., Ltd.			
Third-Party Allotment .....	8,108		73,052
Business Acquisition .....	14,191		127,866

The balances due to or from NSC at March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Trade receivables .....	¥ 31,914	¥ 31,006	\$ 287,539
Trade payables .....	23,182	16,852	208,870

Transactions of the Company with subsidiaries of NSC and Mitsui & Co. for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Nippon Steel Coated Sheet Corporation			
Sales.....	¥ 27,371		\$ 246,612
Purchases.....	35,412		319,064
Nippon Steel Metal Products Co., Ltd.			
Purchases.....	27,815	¥ 25,632	250,613
Mitsui & Co. Steel Ltd.			
Business Acquisition.....	53,719		484,001

The balances due to or from Nippon Steel Coated Sheet Corporation and Nippon Steel Metal Products Co., Ltd. at March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Nippon Steel Coated Sheet Corporation			
Trade receivables.....	¥ 7,952		\$ 71,649
Trade payables.....	10,710		96,503
Nippon Steel Metal Products Co., Ltd.			
Trade payables.....	7,895	¥ 7,689	71,133

Transactions of subsidiaries of the Company with subsidiaries of NSC for the years ended March 31, 2019, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Nippon Steel Nisshin Co., Ltd.			
Purchases.....	¥ 12,168		\$ 109,636
Tukiboshi Shoji Co., Ltd.			
Sale.....	4,809		43,328

The balances due to or from these companies at March 31, 2019, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Nippon Steel Nisshin Co., Ltd.			
Trade payables.....	¥ 14,398		\$ 129,730
Tukiboshi Shoji Co., Ltd.			
Trade receivables.....	10,083		90,852

## 17. CONTINGENT LIABILITIES

	Millions of Yen	Thousands of U.S. Dollars
Trade notes discounted.....	¥ 18,928	\$ 170,545
Trade notes endorsed.....	62	559
Guarantees for loans.....	2,827	25,476
Maximum amount of obligations to		
repurchase transferred receivables under certain conditions.....	7,097	63,951
Total.....	¥ 28,916	\$ 260,532

## 18. OTHER COMPREHENSIVE INCOME (LOSS)

The components of other comprehensive income (loss) for the years ended March 31, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Unrealized gain (loss) on available-for-sale securities			
Gains arising during the year .....	¥ 796	¥ 4,671	\$ 7,175
Reclassification adjustments to profit or loss .....	(3,560)	12	(32,081)
Amount before income tax effect .....	(2,764)	4,683	(24,905)
Income tax effect .....	716	(1,395)	6,457
Total .....	¥ (2,047)	¥ 3,288	\$ (18,447)
Deferred gain (loss) on derivatives under hedge accounting			
Losses arising during the year .....	¥ (0)	¥ (230)	\$ (7)
Reclassification adjustments to profit or loss .....	29	12	264
Amount before income tax effect .....	28	(217)	256
Income tax effect .....	(11)	68	(103)
Total .....	¥ 17	¥ (149)	\$ 153
Foreign currency translation adjustments			
Adjustments arising during the year .....	¥ (1,480)	¥ 117	\$ (13,339)
Amount before income tax effect .....	(1,480)	117	(13,339)
Income tax effect .....	(0)	15	(1)
Total .....	¥ (1,480)	¥ 132	\$ (13,340)
Defined retirement benefit plan(s)			
Adjustments arising during the year .....	¥ (796)	¥ 446	\$ (7,175)
Reclassification adjustments to profit or loss .....	(100)	116	(906)
Amount before income tax effect .....	(896)	563	(8,081)
Income tax effect .....	251	(172)	2,270
Total .....	¥ (645)	¥ 390	\$ (5,811)
Share of other comprehensive income (loss) in associated companies			
(Losses) gains arising during the year .....	¥ (402)	¥ 1,218	\$ (3,629)
Total .....	¥ (402)	¥ 1,218	\$ (3,629)
Total other comprehensive (loss) income .....	¥ (4,559)	¥ 4,880	\$ (41,075)

## 19. SUBSEQUENT EVENT

The following appropriation of retained earnings at March 31, 2019, was approved at the Company's shareholders' meeting held on June 27, 2019:

	Millions of Yen	Thousands of U.S. Dollars
Year-end cash dividends, ¥ 110.0 (\$ 0.99) per share .....	¥ 3,548	\$ 31,974

## 20. SEGMENT INFORMATION

An entity is required to report financial and descriptive information about its reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components of an entity about which separate financial information is available and such information is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. Generally, segment information is required to be reported on the same basis as is used internally for evaluating operating segment performance and deciding how to allocate resources to operating segments.

### (1) Description of reportable segments

The Group's reportable segments are those for which separate financial information is available and regular evaluation by the Company's management is being performed in order to decide how



resources are allocated among the Group. As such, the Group's reportable segments consist of the steel, industrial supply and infrastructure, textiles, and foodstuffs segments. Steel consists of various steel products, construction materials, raw materials, and machinery products. Industrial Supply and Infrastructure consists of industrial machinery, nonferrous metals, cast and forged steel production, and railway wheels. An associated company operates development, sales of industrial park, and generation of electric power. Textiles consists of yarns and fabrics, clothing, bedding, interior items, uniforms, and undergarments. Foodstuffs consists of beef, pork, chicken, and marine products.

(2) Methods of measurement for the amounts of sales, profit (loss), assets, and other items for each reportable segment.

The accounting policies of each reportable segment are consistent with those disclosed in Note 2, "Summary of Significant Accounting Policies."

(3) Information about sales, profit (loss), assets, and other items

Millions of Yen

	2019						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Consolidated
<b>Sales:</b>							
Sales to external customers .....	¥ 2,162,996	¥ 92,328	¥ 150,869	¥ 142,411	¥ 2,007		¥2,550,612
Intersegment sales or transfers .....	746	765	5		158	¥ (1,675)	
<b>Total .....</b>	<b>¥ 2,163,742</b>	<b>¥ 93,094</b>	<b>¥ 150,874</b>	<b>¥ 142,411</b>	<b>¥ 2,166</b>	<b>¥ (1,675)</b>	<b>¥2,550,612</b>
Segment profit (losses).....	¥ 26,410	¥ 2,750	¥ 4,431	¥ 2,803	¥ 33	¥ (1)	¥ 36,427
Segment assets.....	773,068	61,304	78,026	39,326	2,298	6,149	960,173
<b>Other:</b>							
Depreciation.....	3,212	762	1,246	87	15		5,324
Amortization of goodwill .....	45			6			51
Interest income .....	401	4	19	26	1		454
Interest expense.....	3,634	154	402	232	41		4,465
Equity in earnings of associated companies.....	659	1,446	1				2,106
Investments under the equity method.....	12,183	20,789	44				33,018
Increase in property, plant, and equipment and intangible assets .....	4,351	1,499	359	111	41		6,362

Millions of Yen

	2018						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Consolidated
<b>Sales:</b>							
Sales to external customers .....	¥ 1,674,997	¥ 88,976	¥ 153,671	¥ 143,148	¥ 1,522		¥2,062,316
Intersegment sales or transfers .....	873	957	5		165	¥ (2,002)	
<b>Total .....</b>	<b>¥ 1,675,870</b>	<b>¥ 89,934</b>	<b>¥ 153,676</b>	<b>¥ 143,148</b>	<b>¥ 1,688</b>	<b>¥ (2,002)</b>	<b>¥2,062,316</b>
Segment profit (losses).....	¥ 25,396	¥ 3,711	¥ 3,492	¥ 2,491	¥ 96	¥ (0)	¥ 35,188
Segment assets.....	574,615	61,592	83,740	42,549	3,556	10,340	776,395
<b>Other:</b>							
Depreciation.....	3,280	734	1,205	115	13		5,348
Amortization of goodwill .....	45			0			46
Interest income .....	332	7	20	20	1		382
Interest expense.....	2,615	134	294	169	46		3,259
Equity in earnings of associated companies.....	921	2,285	(0)				3,205
Investments under the equity method.....	10,760	20,839	104				31,704
Increase in property, plant, and equipment and intangible assets .....	3,751	974	397	123	32		5,280

Thousands of U.S. Dollars

	2019						Consolidated
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	
<b>Sales:</b>							
Sales to external customers .....	\$ 19,488,207	\$ 831,865	\$ 1,359,302	\$ 1,283,100	\$ 18,088		\$ 22,980,565
Intersegment sales or transfers .....	6,722	6,898	49		1,428	\$ (15,099)	
<b>Total</b>	<b>\$ 19,494,930</b>	<b>\$ 838,764</b>	<b>\$ 1,359,352</b>	<b>\$ 1,283,100</b>	<b>\$ 19,517</b>	<b>\$ (15,099)</b>	<b>\$ 22,980,565</b>
Segment profit (losses).....	\$ 237,953	\$ 24,785	\$ 39,922	\$ 25,259	\$ 304	\$ (16)	\$ 328,207
Segment assets.....	6,965,207	552,343	703,007	354,321	20,711	55,402	8,650,994
<b>Other:</b>							
Depreciation.....	28,940	6,872	11,229	792	136		47,971
Amortization of goodwill .....	410			55			465
Interest income .....	3,618	38	176	241	17		4,092
Interest expense.....	32,743	1,396	3,621	2,092	376		40,229
Equity in earnings of associated companies.....	5,940	13,031	10				18,982
Investments under the equity method.....	109,773	187,311	402				297,488
Increase in property, plant, and equipment and intangible assets .....	39,204	13,507	3,238	1,006	370		57,327

Notes for the year ended March 31, 2019

- (a) "Other" represents operating segments that are not included in a reportable segment, consisting of real estate and other transactions.
- (b) The reconciliation in segment profit of ¥-1 million (\$-16 thousand) represents the elimination of intersegment trades.
- (c) The reconciliation in segment assets of ¥6,149 million (\$55,402 thousand) represents the result of elimination of intersegment trades of ¥344 million (\$3,101 thousand) and the Group's assets of ¥6,493 million (\$58,503 thousand) that are not included in a reportable segment. The Group's assets mainly consist of cash and cash equivalents of the Company.
- (d) Items causing the difference between the aggregated amounts of segment profit of reportable segments and others, and income before income taxes and minority interests in the consolidated financial statements include mainly the following:
  - ¥367 million (\$3,307 thousand) of loss on liquidation of subsidiaries and affiliates, which is included in other income (expenses)
  - ¥1,485 million (\$13,381 thousand) of loss on business of subsidiaries and associates, which is included in other income (expenses)

Notes for the year ended March 31, 2018

- (a) "Other" represents operating segments that are not included in a reportable segment, consisting of real estate and other transactions.
- (b) The reconciliation in segment profit of ¥-0 million represents the elimination of intersegment trades.
- (c) The reconciliation in segment assets of ¥10,340 million represents the result of elimination of intersegment trades of ¥420 million and the Group's assets of ¥10,760 million that are not included in a reportable segment. The Group's assets mainly consist of cash and cash equivalents of the Company.
- (d) Items causing the difference between the aggregated amounts of segment profit of reportable segments and others, and income before income taxes and minority interests in the consolidated financial statements include mainly the following:
  - ¥966 million of impairment losses of fixed assets, which is included in other income (expenses)
  - ¥1,122 million of loss on liquidation of subsidiaries and affiliates, which is included in other income (expenses)

(4) Information about products and services

See operating segments information above because the reportable segments are determined on the basis of products and services.

(5) Information about geographical areas

(i) Sales

Millions of Yen			
2019			
Japan	Asia	Others	Total
¥ 1,868,998	¥ 557,242	¥ 124,371	¥ 2,550,612

Millions of Yen			
2018			
Japan	Asia	Others	Total
¥ 1,508,632	¥ 459,729	¥ 93,953	¥ 2,062,316

Thousands of U.S. Dollars			
2019			
Japan	Asia	Others	Total
\$16,839,345	\$ 5,020,651	\$ 1,120,569	\$22,980,565

Sales are classified by country or region based on the location of customers.

(ii) Property, plant, and equipment

Millions of Yen			
2019			
Japan	Asia	Others	Total
¥ 37,814	¥ 9,706	¥ 8,315	¥ 55,837

Millions of Yen			
2018			
Japan	Asia	Others	Total
¥ 35,972	¥ 10,513	¥ 8,544	¥ 55,031

Thousands of U.S. Dollars			
2019			
Japan	Asia	Others	Total
\$ 340,703	\$ 87,454	\$ 74,924	\$ 503,081

(6) Information about major customers

Information about major customers is not disclosed because there was no single external customer who accounted for 10% or more of the Group's revenues for the years ended March 31, 2019 and 2018.

(7) Impairment losses of assets are as follows:

There was no impairment loss of long-lived assets for the year ended March 31, 2019.

	Millions of Yen						
	2018						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Total
Impairment losses of assets.....	¥ 928			¥ 37			¥ 966

(8) Amortization of goodwill and goodwill are as follows:

	Millions of Yen						
	2019						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Total
Amortization of goodwill .....	¥ 45			¥ 6			¥ 51
Goodwill .....							

	Millions of Yen						
	2018						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Total
Amortization of goodwill .....	¥ 45			¥ 0			¥ 46
Goodwill .....	45			6			51

	Thousands of U.S. Dollars						
	2019						
	Steel	Industrial Supply and Infrastructure	Textiles	Foodstuffs	Others	Reconciliations	Total
Amortization of goodwill .....	\$ 410			\$ 55			\$ 465
Goodwill .....							

Not applicable for the fiscal years ended March 31, 2019 and 2018.

(9) Information on gain on negative goodwill by segment

Notes for the year ended March 31, 2019

In the steel segment, the Company recorded negative goodwill of ¥2,050 million (\$18,477 thousand) related to the business acquisition from Mitsui & Co. and the acquisition of shares of companies related to the business, and the acquisition of shares of NST NIHON TEPPAN Co., Ltd. during the third quarter consolidated accounting period.

The gain on negative goodwill is not included in segment income as it is an extraordinary income.

Notes for the year ended March 31, 2018

There was no gain on negative goodwill.

# Deloitte.

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of  
NIPPON STEEL TRADING CORPORATION:

We have audited the accompanying consolidated balance sheet of NIPPON STEEL TRADING CORPORATION (formerly, NIPPON STEEL & SUMIKIN BUSSAN CORPORATION) and its consolidated subsidiaries as of March 31, 2019, and the related consolidated statements of income, comprehensive income, changes in equity, and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

### Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of NIPPON STEEL TRADING CORPORATION and its consolidated subsidiaries as of March 31, 2019, and the consolidated results of their operations and their cash flows for the year then ended in accordance with accounting principles generally accepted in Japan.

### Convenience Translation

Our audit also comprehended the translation of Japanese yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made in accordance with the basis stated in Note 1 to the consolidated financial statements. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

*Deloitte Touche Tohmatsu LLC*

June 27, 2019

# Corporate Data

(As of March 31, 2019)

**Date of Establishment**

August 2, 1977

**Tokyo Head Office**

5-27 Akasaka 8-chome, Minato-ku, Tokyo 107-8527

**Number of Employees**

1,708

**Number of Subsidiaries and Associated Companies**

120 and 48

