



**TOSHIBA PLANT SYSTEMS & SERVICES CORPORATION** 

Basic Commitment of the TOSHIBA Group

We, the Toshiba Group companies, based on our total commitment to people and to the future, are determined to help create a higher quality of life for all people, and to do our part to help ensure that progress continues within the world community.

# Commitment to People

We endeavor to serve the needs of all people, especially our customers, shareholders, and employees, by implementing forward-looking corporate strategies while carrying out responsible and responsive business activities. As good corporate citizens, we actively contribute to further the goals of society.

# Commitment to the Future

By continually developing innovative technologies centering on the fields of Electronics and Energy, we strive to create products and services that enhance human life, and which lead to a thriving, healthy society. We constantly seek new approaches that help realize the goals of the world community, including ways to improve the global environment.

# Committed to People, Committed to the Future. **TOSHIBA**

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#### **Forward-Looking Statements**

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In this annual report, statements other than historical facts are forward-looking statements that reflect our plans and expectations. These forward-looking statements involve risks, uncertainties and other factors that may cause our actual results and achievements to differ materially from those anticipated in these statements.

Note: In this annual report, planning and design are referred to as "engineering," while field testing, trial operation, adjustment and service are referred to as "field service."

# To Our Shareholders, Customers and Friends

I would like to take this opportunity to provide an overview of our operations during fiscal 2014, ended March 31, 2015, which coincides with our 109th business period.

I also offer my sincerest apologies for the substantial inconvenience and worry we caused our shareholders in fiscal 2014.

#### **Ryo Matsukawa**

President and Chief Executive Officer, Representative Director

# Overview of Performance and Principal Initiatives Undertaken in Fiscal 2014

In fiscal 2014, the Japanese economy experienced a modest recovery, marked by increases in capital investment, a rebound in production, ongoing yen depreciation and falling crude oil prices. Furthermore, favorable corporate earnings led to steady improvements in employment and income conditions.

In these circumstances, the Toshiba Plant Systems & Services Group actively promoted a number of measures under its 2014 Medium-Term Management Plan, aiming to be an excellent company maintaining profitable and sustainable growth. This was guided by the three basic strategies of achieving profitable and sustainable growth, pursuing innovation through Toshiba's Balanced CTQ Management (BCM)\* management system, and implementing corporate social responsibility (CSR)-oriented management.

As one of our initiatives to achieve profitable and sustainable growth based on this core strategy, we expanded our Asian operations in the fields of thermal and hydroelectric power generation. In April 2014, TPSC (India) Private Limited commenced operation of a plant for assembling compact water wheels, and we established TPSC (Vietnam) Co., Ltd. in May. In September, we opened a thermal power plant engineering center at TPSC Engineering (Malaysia) Sdn. Bhd. to reinforce our global business structure. We continued our efforts to build up our engineering, procurement and construction (EPC) business targeting the construction of new plants in the manufacturing sector, as well as our business for increasing the energy efficiency and effective utilization of plant and building facilities. In the field of solar power plant facilities, to respond flexibly to changing market needs by improving construction

technologies and developing next-generation products, in October we constructed an R&D base in Shizuoka Prefecture as part of a proactive effort to expand orders. To enhance our cost-competitiveness, we pushed ahead with cost reductions such as expanding integrated and global procurement, cutting variable costs through improved construction methods, and shrinking fixed costs.

In pursuing innovation through Toshiba's BCM management system, we actively promoted Management Innovation (MI) and further bolstered Small Group Activities (SGA) incorporating established innovation activities, as we carried out activities on a Group-wide basis.

With regard to implementing CSR-oriented management, we strengthened efforts on compliance and risk management in terms of laws, social norms, ethics, and other aspects to become a corporate group that is trusted by society by placing the highest priority on life, safety and compliance in all of our business activities. At the same time, we sought to reduce environmental loads, continually improved our quality management systems and worked to enhance the quality of business management. In our social contribution activities, we supported the construction of primary schools overseas and projects related to the protection of Japanese cultural properties. We also took part in community volunteer activities at each of our offices and sites and continued to assist the social contribution activities of employees.

As a result, net orders amounted to ¥250,528 million, down 0.3% year on year. Of these, net orders from overseas operations were ¥81,444 million, accounting for 32.5% of the total. Net sales were ¥218,652 million, up 20.0%, with net sales from overseas operations accounting for ¥46,595 million, or 21.3%.

At the profit level, operating income increased 4.1% to ¥16,942 million, ordinary

income rose 5.7% to ¥17,688 million, and net income increased 2.2% to ¥10,045 million.

During the year, we awarded dividends of ¥7.50 per share, comprising an interim dividend of ¥7.50 and no year-end dividend. Our dividend forecast for the upcoming fiscal year is for ¥37.50 per share, comprising an interim dividend of ¥25.00, including a bonus dividend of ¥12.50, and a year-end dividend of ¥12.50.

\*Balanced CTQ Management (BCM) is a Toshiba business management methodology developed to achieve its business vision.

# **Future Approach**

Corporate earnings are expected to remain favorable going forward, leading to increased capital investment and exports. These factors, combined with the impacts of yen depreciation and lower crude oil prices, should sustain the economy's modest recovery phase.

In these conditions, the Group aims to make steady progress on achieving profitable and sustainable growth under the 2015 Medium-Term Management Plan. We will expand our business domains and activities in new markets and work aggressively to enhance our global business structure. Specifically, using the healthy earnings structure we have cultivated up to now as our foundation, we will respond flexibly to changes in the market environment and continue to focus on energy-related systems such as renewable energy.

In addition, we will augment our EPC execution structure and overseas companies to meet anticipated increases in demand for generation facilities and plant facilities centered on Southeast Asia and strive to cultivate global human resources. We will also promote efforts to enhance competitiveness and augment integrated and global procurement, upgrade construction methods and further increase operational efficiencies to maintain and improve operating performance.

The Group will work to achieve sound, high-quality management through activities in a range of areas such as compliance with laws and regulations, respect for human rights, social contributions and environmental protection. Together with the above initiatives, as a company involved in the establishment of infrastructure systems, we will continue to support communities' recovery from the earthquake disaster, providing security and safety and contributing to the development of society. In this way, we will earn even greater trust from our customers.

Our consolidated targets for fiscal 2017, ending March 31, 2018, the final year of our management plan, are net sales of ¥240 billion and ordinary income of ¥20 billion.

Building on our wide range of technologies in such fields as plant engineering and information systems that underpin our high reputation earned over the years, we will pursue even more advanced technology development. Moreover, we will contribute to social progress and development through the creation of a foundation that supports industry and society as a whole. In fulfilling our role as a company that supports entire social infrastructure systems, we will respond quickly to market changes and work to ensure the world-class quality and safety of our operations. Concurrently, in undertaking our business activities we will promote CSR-oriented management, seek to build strong relationships of trust with shareholders and stakeholders, and enhance our corporate value.

In these endeavors, we ask for your continued guidance and support.

August 2015

#### **Ryo Matsukawa**

President and Chief Executive Officer. **Representative Director** 



#### Net Orders and Net Sales from **Overseas Operations**

Net Orders from Overseas Operations

Net Sales from Overseas Operations

46.6 billion



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2015 Medium-Term Management Plan Outline

# Aiming to Become an Excellent Company That Maintains Profitable and Sustainable Growth

To be an excellent company maintaining profitable and sustainable growth, the Toshiba Plant Systems & Services Group created the 2015 Medium-Term Management Plan, which was initiated in fiscal 2015, ending March 31, 2016. Under this plan, we will implement specific measures based on the three basic initiatives of the plan, specifically, creating a business model to achieve steady earnings and growth, pursuing innovation through Toshiba's BCM\* management system, and implementing CSR-oriented management.

\* Balanced CTQ Management (BCM) is a Toshiba business management methodology developed to achieve its business vision.





# **Initiatives for Achieving Our Fiscal 2017 Targets**

| Expanding Bus  | iness Domains and Markets   |  |
|--|---|--|
| Overseas   | <ul> <li>Provide thermal power plant EPC* and per</li> <li>Offer EPC* and dispersed power sources f</li> </ul>  |  |
| Japan  | <ul> <li>Construct new thermal power plants and r</li> <li>Respond flexibly to electric power deregul power plant facilities</li> <li>Offer EPC* and dispersed power sources for a source of the source</li></ul> | ation through hydroelectric, geothermal, biomass and solar   |
| Bolstering Tec   | hnological Capabilities   | Strengthening Competitiveness through Cost Structure Reforms   |
| <ul> <li>Enhance and expand core technologies</li> <li>Achieve differentiation by developing construction methods and equipment</li> <li>Increase the on-site use of IT</li> </ul> |   | <ul> <li>Continue cost reduction activities</li> <li>Reinforce procurement capabilities through integrated and global procurement activities</li> <li>Optimize fixed and variable costs</li> </ul> |

\*EPC: Packaged orders that encompass engineering, procurement, and construction.

# CSR

As a company contributing to the creation of foundations that support industry and society, we consider promotion of CSR management to be a basic strategy together with the provision of quality infrastructure facilities and services. By working to become a sound, high-quality community-based company, we aim to be a company trusted by society.

In terms of social contribution activities, we established a system supporting Company-wide activities as well as individual employees' volunteer activities. We will continue to promote activities at the individual level, together with other Company-wide initiatives.

In fiscal 2014, we continued to promote three Company-wide initiatives: support for the Solar Lantern Project in India, overseas development assistance programs and activities related to the protection of Japanese cultural properties. We also took part in regional volunteer activities at our offices and worksites, and individual employees supported social contribution activities.

#### **Company-Wide Initiatives**



#### Solar Lantern Project

Through this project, we support efforts to erect solar panels in parts of India with poor electric power and lend lanterns that can be charged during the daytime and used at night.





#### Support for Overseas Development Assistance Programs

We support a project that aims to create and enhance educational environments by constructing an elementary school building in Tanzania, where classrooms are in short supply.

# Support for the Protection of Japanese Cultural Properties

We supported efforts to restore the *Hongakuin no miya* statue at Shinnyoji Temple in Kyoto.

# Office, Worksite and Employee Volunteer Activities



Conducting blood drives at offices



Regional volunteer activities (clean-ups) at worksites



Individual employee participation in social contribution activities

# **Power Systems Division**



# **Operations**

This division handles engineering, construction, testing, trial operation and such maintenance services as inspections and renovations for thermal, hydroelectric and nuclear power plants.

We conduct a broad range of business involving thermal and hydroelectric power plants in Japan and overseas. In particular, we have built up a track record through numerous projects centered in Southeast Asia. In addition to commercial power plants, we apply our nuclear power technologies at nuclear power plants and related facilities.

# **Business Review and Outlook**

In the fiscal year under review, growth in thermal power plants overseas and other projects resulted in a 9.2% increase year on year in net orders to ¥154,083 million as well as a 21.5% rise in net sales to ¥114,540 million.

Looking at future market trends affecting this division, in Japan we anticipate an increase in demand to reduce the environmental impact through the expansion of high-efficiency combined-cycle and large-scale coal-fired thermal power plants, as well as an increase in small-scale hydroelectric power projects, including micro hydroelectric power. Overseas, we expect demand to continue expanding for large, highefficiency thermal and coal-fired power plants in response to steady growth in Southeast Asian countries.

We will continue to meet society's needs by leveraging our technological strengths, backed by solid experience, as we contribute to the stable supply of electricity. We will also concentrate on expanding orders for thermal power plants overseas, where demand for electric power is high.



# **Infrastructure and Industrial Systems Division**



## **Operations**

This division performs engineering, construction, test operations, adjustments and field services for infrastructure facilities and plant and equipment for general industry.

The division handles business in a broad range of fields, including water and sewerage treatment, transportation systems and other public-sector facilities; solar power plants, gas engines, diesel generation and other dispersed power sources facilities; substations, transmission and distribution facilities, and other energy-related businesses; and plant facility and building construction.

## **Business Review and Outlook**

During the fiscal year under review, net orders for this division totaled ¥96,445 million, down 12.5% year on year, due to a drop in orders for solar power plant facilities, although orders for domestic general industry projects increased. Net sales rose 18.4%, to ¥104,112 million, due to growth in solar power plant facilities and domestic general industry projects.

Looking at future market trends affecting this division, we anticipate the reinvigoration of public-sector investment, as well as a rise in private-sector capital investment due to economic recovery and the impact of yen depreciation, among other factors. Furthermore, in anticipation of electric power deregulation in fiscal 2016, we expect a rise in demand for gas engines and biomass power plants. We also look forward to increased investment by Japanese companies overseas.

By applying the technologies we have accumulated and the track record we have established, we aim to expand orders for public facilities and in the field of energy-related systems, as well as for plant facilities both in Japan and overseas. At the same time, we will contribute to the development of society and industry.





## **Accelerating Initiatives to Expand Overseas Business**

To date, the Company has concentrated on building its overseas business, focusing on Southeast Asia, with a track record that includes numerous thermal and hydroelectric power generation and plant facilities.

Economic expansion and industrial development is pushing up the need for electric power in Southeast Asian and neighboring countries. The expansion of Japanese companies into this region also continues to foster demand for plant and facility construction. Customers give high marks to the total engineering system that integrates the Company's comprehensive strengths. In particular, recent years have seen an increase in orders for combined-cycle coal-fired thermal power plants and factory construction projects via EPC agreements, under which we handle everything from planning and design through to procurement, construction, testing and trial operation.

To strengthen our overseas business functions, we have established subsidiaries in the Southeast Asian countries of Thailand, Indonesia and



Malaysia, as well as in India. We have cultivated local human resources, reinforced technological capabilities and worked to localize our operations. To help develop the markets in Vietnam and surrounding countries, which are seeing an increased influx of business by Japanese corporations, we established TPSC (Vietnam) Co., Ltd., in May 2014. Other companies include TPSC (India) Private Limited (established in 1998) and TPSC Engineering (Malaysia) Sdn. Bhd. (established in 2001). Through these companies, we are enhancing local project engineering and construction planning capabilities where these companies are located and in the surrounding countries, and we are undertaking initiatives to strengthen these overseas entities.

The Group will continue in its efforts to reinforce the foundations for its overseas business, centered on Southeast Asia. Going forward, we will aggressively strive to acquire orders for EPC projects, which are slated to rise, while accelerating initiatives to put management structures in place. In this way, we aim to further expand our operations and make a leap forward as a globally competitive group.

## Simultaneous Order for Four Combined-Cycle Power Plants in Thailand



The Company and its local subsidiary, TPSC (Thailand) Co., Ltd., received a simultaneous order for the construction of four combined-cycle power plants in Thailand.

This order includes the new construction of a 130-MW generation facility in the Hemaraj Chonburi Industrial Estate for Bowin Clean Energy Limited and the expansion of three power plants with 120 MW of output in the Amata City Industrial Estate for Amata B.Grimm Power Limited (Amata City Power Plants 3–5). Operating under an EPC agreement, we will provide power plants and conduct civil engineering and construction, installation, testing and trial operation.

We are also involved in industrial generation facility projects on industrial estates, such as a 230-MW generation facility being planned by The Electricity Generating Public Company Limited (EGCO), a joint venture by the Electricity Generating Authority of Thailand. These projects have increased our cumulative number of EPC project orders in Thailand to 11.

The Group is also working to further expand orders in Southeast Asia and neighboring countries.

# Initiatives in the Mega Solar Generation Facility Business

We are taking part in a number of projects in the mega solar generation facility business. As of fiscal 2014, our track record in this sector included orders for a cumulative 370 MW of output.

In addition to the track record and technical expertise we have accumulated through generation facility and plant construction projects, as well as the installation of various types of equipment, we employ the patented "KiTy System" we have developed as a proprietary mounting system for mega solar power plants. We are actively promoting construction using this system, which greatly reduces construction times and can be erected on inclined terrain and areas with weak foundations, according to customers' needs.

Toshiba Plant Systems & Services intends to continue stepping up its activities in the renewable energy sector to help reduce the environmental impact and contribute a stable supply of electricity. These activities are also expected to meet demand by local communities to develop businesses that address global warming and other environmental issues.



NIPPON HUME CORPORATION's NH Okayama solar power plant

| Years ended March 31,                                |          | Millions of yen |          |          |          |          |             |  |
|--|----------|-----------------|----------|----------|----------|----------|-------------|--|
|  | 2015     | 2014            | 2013     | 2012     | 2011     | 2010     | 2015        |  |
| Net Sales  | ¥218,652 | ¥182,257        | ¥172,882 | ¥162,315 | ¥151,135 | ¥155,182 | \$1,819,525 |  |
| Cost of Sales  | 189,544  | 155,045         | 146,034  | 136,897  | 127,703  | 132,170  | 1,577,304   |  |
| Operating Income                                     | 16,942   | 16,278          | 16,046   | 14,930   | 13,154   | 12,903   | 140,981     |  |
| Interest and Dividend Income                         | 257      | 222             | 168      | 189      | 270      | 165      | 2,138       |  |
| Income before Income Taxes<br>and Minority Interests | 17,805   | 16,740          | 16,497   | 14,962   | 11,363   | 13,268   | 148,162     |  |
| Net Income   | 10,045   | 9,832           | 10,284   | 6,975    | 5,742    | 7,841    | 83,590      |  |
| Per Share of Common Stock<br>(in yen and dollars):   |          |                 |          |          |          |          |             |  |
| Net Income   | ¥ 103.11 | ¥ 100.92        | ¥ 105.56 | ¥ 71.58  | ¥ 58.92  | ¥ 80.45  | \$ 0.86     |  |
| Cash Dividends                                       | 7.50     | 15.00           | 15.00    | 15.00    | 15.00    | 15.00    | 0.06        |  |
| Total Assets   | ¥229,436 | ¥221,135        | ¥188,081 | ¥176,483 | ¥167,336 | ¥150,963 | \$1,909,265 |  |
| Net Assets   | 116,059  | 104,664         | 99,862   | 90,600   | 85,048   | 80,826   | 965,794     |  |
| Number of Employees                                  | 4,225    | 4,055           | 4,024    | 4,012    | 3,990    | 3,934    |             |  |

## **Consolidated Six-Year Summary**

Note: The U.S. dollar amounts represent translation of Japanese yen at the exchange rate on March 31, 2015 of ¥120.17 to \$1.

# **Financial Review**

#### **Operating Income**

Operating income for the fiscal year ended March 31, 2015 climbed by 4.1% to ¥16,942 million (US\$140,981 thousand). The ratio of operating income to net sales decreased by 1.2 percentage point to 7.7%. The increase in operating income was due to ongoing efforts to revamp our business structure and transform to a highly efficient corporate structure that enables to secure stable earnings, even amid low growth, as well as measures to cut procurement costs and reduce fixed costs by achieving an appropriate number of personnel.

#### **Net Income**

Net income for the fiscal year ended March 31, 2015 climbed by 2.2% to ¥10,045 million (US\$83,590 thousand).

#### Selling, General and Administrative (SG&A) Expenses

During the fiscal year ended March 31, 2015, SG&A expenses increased by ¥1,232 million to ¥12,166 million (US\$101,240 thousand). This was mainly due to increasing miscellaneous expenses. The ratio of SG&A expenses to net sales was 5.6%, an improvement of 0.4 percentage point.

#### **Total Assets and Net Assets**

Total consolidated assets at March 31, 2015 climbed by ¥8,301 million from the previous fiscal year-end to ¥229,436 million (US\$1,909,265 thousand). Among total assets, time deposits decreased by ¥9,472 million to ¥17,601 million (US\$146,467 thousand). Trade notes and accounts receivable increased by ¥12,016 million to ¥111,384 million (US\$926,889 thousand). Net assets rose ¥11,395 million to ¥116,059 million (US\$965,794 thousand) due to an increase of ¥10,762 million in retained earnings. The equity ratio at March 31, 2015 was 50.4%.

| March 31, 2015 and 2014                 | Millions | Millions of yen |             |  |  |
|---|----------|-----------------|-------------|--|--|
|   | 2015     | 2014            | 2015        |  |  |
| ASSETS                                  |          |                 |             |  |  |
| Current assets:                         |          |                 |             |  |  |
| Cash and cash equivalents               | ¥ 53,127 | ¥ 50,370        | \$ 442,103  |  |  |
| Time deposits                           | 17,601   | 27,073          | 146,467     |  |  |
| Trade notes and accounts receivable     | 111,384  | 99,368          | 926,889     |  |  |
| Less: allowance for doubtful accounts   | (210)    | (133)           | (1,751)     |  |  |
| Inventories (Note 4)                    | 19,737   | 14,297          | 164,239     |  |  |
| Deferred tax assets (Note 6)            | 4,060    | 3,479           | 33,788      |  |  |
| Other current assets                    | 4,715    | 5,962           | 39,238      |  |  |
| Total current assets                    | 210,414  | 200,416         | 1,750,973   |  |  |
|   |          |                 |             |  |  |
| Property, plant and equipment, at cost: |          |                 |             |  |  |
| Land                                    | 3,420    | 3,431           | 28,456      |  |  |
| Buildings and structures                | 8,996    | 8,891           | 74,862      |  |  |
| Machinery and equipment                 | 2,980    | 2,685           | 24,794      |  |  |
| Tools, furniture and fixtures           | 4,655    | 4,582           | 38,740      |  |  |
| Leased assets                           | 136      | 109             | 1,131       |  |  |
|   | 20,187   | 19,698          | 167,983     |  |  |
| Less: accumulated depreciation          | (13,367) | (13,307)        | (111,234)   |  |  |
| Property, plant and equipment, net      | 6,820    | 6,391           | 56,749      |  |  |
| Intangible assets                       | 275      | 319             | 2,290       |  |  |
| investments and other assets:           |          |                 |             |  |  |
| Investment securities (Note 7)          | 536      | 498             | 4,458       |  |  |
| Investments in affiliates (Note 5)      | 131      | 168             | 1,087       |  |  |
| Deferred tax assets (Note 6)            | 10,539   | 12,653          | 87,702      |  |  |
| Other                                   | 721      | 690             | 6,006       |  |  |
| Total investments and other assets      | 11,927   | 14,009          | 99,253      |  |  |
| Total assets                            | ¥229,436 | ¥221,135        | \$1,909,265 |  |  |

| March 31, 2015 and 2014                                    | Millions | of yen   | Thousands of U.S<br>dollars (Note 3) |
|--|----------|----------|--------------------------------------|
|  | 2015     | 2014     | 2015                                 |
| LIABILITIES AND NET ASSETS                                 |          |          |                                      |
| Current liabilities:                                       |          |          |                                      |
| Trade notes and accounts payable                           | ¥ 50,782 | ¥ 46,086 | \$ 422,588                           |
| Advances received on uncompleted construction contracts    | 11,025   | 17,955   | 91,745                               |
| Allowance for bonuses to directors and statutory auditors  | 79       | 52       | 659                                  |
| Accrued expenses   | 8,893    | 7,946    | 73,999                               |
| Completed work compensation reserve                        | 501      | 571      | 4,164                                |
| Accrued income taxes (Note 6)                              | 5,659    | 6,210    | 47,093                               |
| Other current liabilities (Note 8)                         | 4,027    | 2,094    | 33,511                               |
| Total current liabilities                                  | 80,966   | 80,914   | 673,759                              |
|  |          |          |                                      |
| Long-term liabilities:                                     |          |          |                                      |
| Liability for retirement benefit (Note 9)                  | 32,071   | 35,258   | 266,882                              |
| Accrued directors' retirement benefits                     | 23       | 23       | 191                                  |
| Other long-term liabilities (Note 8)                       | 317      | 276      | 2,639                                |
| Total long-term liabilities                                | 32,411   | 35,557   | 269,712                              |
| Total liabilities  | 113,377  | 116,471  | 943,471                              |
| Contingent liabilities: (Note 14)<br>Net assets: (Note 15) |          |          |                                      |
| Shareholders' equity:                                      |          |          |                                      |
| Common stock   |          |          |                                      |
| Authorized — 265,000,000 shares                            |          |          |                                      |
| lssued 2015 — 97,656,888 shares                            | 11,876   | _        | 98,827                               |
| 2014 — 97,656,888 shares                                   | _        | 11,876   | _                                    |
| Capital surplus  | 20,911   | 20,911   | 174,009                              |
| Retained earnings  | 85,919   | 75,157   | 714,986                              |
| Treasury stock, at cost                                    | (163)    | (162)    | (1,360                               |
| Total shareholders' equity                                 | 118,543  | 107,782  | 986,462                              |
| Accumulated other comprehensive income:                    |          |          |                                      |
| Unrealized gains or losses on securities                   | 189      | 158      | 1,572                                |
| Deferred gains or losses on hedges                         | (220)    | 138      | (1,833                               |
| Currency translation adjustments                           | 733      | 71       | 6,101                                |
| Retirement benefits liability adjustments                  | (3,516)  | (3,750)  | (29,260                              |
| Total accumulated other comprehensive income               | (2,814)  | (3,383)  | (23,420                              |
| Vinority interests in consolidated subsidiaries            | 330      | 265      | 2,752                                |
| Total net assets   | 116,059  | 104,664  | 965,794                              |
| Total liabilities and net assets                           | ¥229,436 | ¥221,135 | \$1,909,265                          |

| Years ended March 31, 2015 and 2014                    | Million  | Millions of yen |             |  |  |
|--|----------|-----------------|-------------|--|--|
|  | 2015     | 2014            | 2015        |  |  |
| Net sales  | ¥218,652 | ¥182,257        | \$1,819,525 |  |  |
| Cost of sales  | 189,544  | 155,045         | 1,577,304   |  |  |
| Gross profit   | 29,108   | 27,212          | 242,221     |  |  |
| Selling, general and administrative expenses (Note 10) | 12,166   | 10,934          | 101,240     |  |  |
| Operating income                                       | 16,942   | 16,278          | 140,981     |  |  |
| Other income:  |          |                 |             |  |  |
| Interest income  | 226      | 199             | 1,877       |  |  |
| Dividends income                                       | 31       | 23              | 261         |  |  |
| Foreign exchange gains                                 | 341      | _               | 2,841       |  |  |
| Equity in income of affiliates                         | 24       | 16              | 198         |  |  |
| Insurance dividend                                     | 106      | 72              | 879         |  |  |
| Other  | 112      | 233             | 931         |  |  |
|  | 840      | 543             | 6,987       |  |  |
| Other expenses:  |          |                 |             |  |  |
| Disposal of fixed assets loss                          | 68       | 5               | 569         |  |  |
| Foreign exchange losses                                | _        | 43              | _           |  |  |
| Other  | 26       | 33              | 214         |  |  |
|  | 94       | 81              | 783         |  |  |
| Ordinary income  | 17,688   | 16,740          | 147,185     |  |  |
| Extraordinary items:                                   |          |                 |             |  |  |
| Gain on sale of tangible fixed assets                  | 117      | _               | 977         |  |  |
| Income before income taxes and minority interests      | 17,805   | 16,740          | 148,162     |  |  |
| Income taxes: (Note 6)                                 |          |                 |             |  |  |
| Current  | 7,627    | 6,807           | 63,464      |  |  |
| Deferred   | 111      | 11              | 926         |  |  |
|  | 7,738    | 6,818           | 64,390      |  |  |
| Income before minority interests                       | 10,067   | 9,922           | 83,772      |  |  |
| Minority interests                                     | 22       | 90              | 182         |  |  |
| Net income (Note 15)                                   | ¥ 10,045 | ¥ 9,832         | \$ 83,590   |  |  |

| Years ended March 31, 2015 and 2014       | Million | Millions of yen |          |  |  |
|---|---------|-----------------|----------|--|--|
|   | 2015    | 2014            | 2015     |  |  |
| Income before minority interests          | ¥10,067 | ¥ 9,922         | \$83,772 |  |  |
| Other comprehensive income                |         |                 |          |  |  |
| Unrealized gains or losses on securities  | 31      | 107             | 256      |  |  |
| Deferred gains or losses on hedges        | (358)   | 9               | (2,980)  |  |  |
| Retirement benefits liability adjustments | 233     | _               | 1,941    |  |  |
| Currency translation adjustments          | 708     | (9)             | 5,893    |  |  |
| Other comprehensive income (Note 11)      | 614     | 107             | 5,110    |  |  |
| Total comprehensive income                | ¥10,681 | ¥10,029         | \$88,882 |  |  |
| Comprehensive income attributable to      |         |                 |          |  |  |
| Owners of the parent                      | ¥10,613 | ¥ 9,942         | \$88,319 |  |  |
| Minority interests                        | 68      | 87              | 563      |  |  |

|  |                         | Millions of yen |                    |                      |                               |   |   |  |  |  |                     |
|--|-------------------------|-----------------|--------------------|----------------------|-------------------------------|---|---|--|--|--|---------------------|
| Years ended March 31,<br>2015 and 2014                     | Number of shares issued | Common<br>stock | Capital<br>surplus | Retained<br>earnings | Treasury<br>stock,<br>at cost | Unrealized<br>gains or<br>losses on<br>securities | Deferred<br>gains or<br>losses on<br>hedges | Currency<br>translation<br>adjustments | Retirement<br>benefits<br>liability<br>adjustments | Minority<br>interests in<br>consolidated<br>subsidiaries | Total net<br>assets |
| Balance at April 1,<br>2013                                | 97,656,888              | ¥11,876         | ¥20,911            | ¥66,787              | ¥(149)                        | ¥ 51  | ¥ 129                                       | ¥ 76                                   | ¥ —  | ¥181   | ¥ 99,862            |
| Net income   |                         |                 |                    | 9,832                |                               |   |   |  |  |  | 9,832               |
| Cash dividends   |                         |                 |                    | (1,462)              |                               |   |   |  |  |  | (1,462)             |
| Purchase of treasury stock                                 |                         |                 |                    |                      | (13)                          |   |   |  |  |  | (13)                |
| Other changes  |                         |                 |                    |                      |                               | 107   | 9   | (5)                                    | (3,750)  | 84   | (3,555)             |
| Balance at April 1,<br>2014                                | 97,656,888              | ¥11,876         | ¥20,911            | ¥75,157              | ¥(162)                        | ¥158  | ¥ 138                                       | ¥ 71                                   | ¥(3,750)   | ¥265   | ¥104,664            |
| Cumulative effects of<br>changes in<br>accounting policies |                         |                 |                    | 2,179                |                               |   |   |  |  |  | 2,179               |
| Balance reflecting<br>changes in<br>accounting policies    |                         | 11,876          | 20,911             | 77,336               | (162)                         | 158   | 138   | 71                                     | (3,750)  | 265  | 106,843             |
| Net income   |                         |                 |                    | 10,045               |                               |   |   |  |  |  | 10,045              |
| Cash dividends<br>(Note 12)                                |                         |                 |                    | (1,462)              |                               |   |   |  |  |  | (1,462)             |
| Purchase of treasury stock                                 |                         |                 |                    |                      | (1)                           |   |   |  |  |  | (1)                 |
| Other changes  |                         |                 |                    |                      |                               | 31  | (358)                                       | 662                                    | 234  | 65   | 634                 |
| Balance at March<br>31, 2015                               | 97,656,888              | ¥11,876         | ¥20,911            | ¥85,919              | ¥(163)                        | ¥189  | ¥(220)                                      | ¥733                                   | ¥(3,516)   | ¥330   | ¥116,059            |

|  |                 |                    |                      | Thou                          | sands of U.S                                      | 6. dollars (N                               | ote 3)                                 |  |  |                     |
|--|-----------------|--------------------|----------------------|-------------------------------|---|---|--|--|--|---------------------|
|  | Common<br>stock | Capital<br>surplus | Retained<br>earnings | Treasury<br>stock,<br>at cost | Unrealized<br>gains or<br>losses on<br>securities | Deferred<br>gains or<br>losses on<br>hedges | Currency<br>translation<br>adjustments | Retirement<br>benefits<br>liability<br>adjustments | Minority<br>interests in<br>consolidated<br>subsidiaries | Total net<br>assets |
| Balance at April 1,<br>2014                                | \$98,827        | \$174,009          | \$625,421            | \$(1,345)                     | \$1,316   | \$ 1,148                                    | \$ 589                                 | \$(31,203)   | \$2,210  | \$870,972           |
| Cumulative effects of<br>changes in<br>accounting policies |                 |                    | 18,135               |                               |   |   |  |  |  | 18,135              |
| Balance reflecting<br>changes in<br>accounting policies    | 98,827          | 174,009            | 643,556              | (1,345)                       | 1,316   | 1,148                                       | 589                                    | (31,203)   | 2,210  | 889,107             |
| Net income   |                 |                    | 83,590               |                               |   |   |  |  |  | 83,590              |
| Cash dividends<br>(Note 12)                                |                 |                    | (12,160)             |                               |   |   |  |  |  | (12,160)            |
| Purchase of treasury stock                                 |                 |                    |                      | (15)                          |   |   |  |  |  | (15)                |
| Other changes  |                 |                    |                      |                               | 256   | (2,981)                                     | 5,512                                  | 1,943  | 542  | 5,272               |
| Balance at March<br>31, 2015                               | \$98,827        | \$174,009          | \$714,986            | \$(1,360)                     | \$1,572   | \$(1,833)                                   | \$6,101                                | \$(29,260)   | \$2,752  | \$965,794           |

| Years ended March 31, 2015 and 2014   | Millions | Millions of yen |           |  |  |
|---|----------|-----------------|-----------|--|--|
|   | 2015     | 2014            | 2015      |  |  |
| Cash flows from operating activities:   |          |                 |           |  |  |
| Income before income taxes and minority interests   | ¥17,805  | ¥16,740         | \$148,162 |  |  |
| Adjustments to reconcile net income to net cash provided by (used in) operating activities: |          |                 |           |  |  |
| Depreciation  | 554      | 521             | 4,613     |  |  |
| Increase in liability for retirement benefit  | 812      | 661             | 6,757     |  |  |
| Increase (decrease) in allowance for doubtful accounts                                      | 70       | (260)           | 581       |  |  |
| Interest and dividends  | (257)    | (221)           | (2,138    |  |  |
| Equity in (income) of affiliates  | (24)     | (16)            | (198      |  |  |
| (Gain) loss on sales of property, plant and equipment                                       | (119)    | 2               | (994      |  |  |
| (Increase) in trade notes and accounts receivable   | (10,972) | (11,947)        | (91,306   |  |  |
| (Increase) decrease in inventories  | (5,320)  | 2,463           | (44,272   |  |  |
| (Increase) decrease in other current assets   | 864      | (3,605)         | 7,188     |  |  |
| Increase in trade notes and accounts payable  | 4,098    | 11,865          | 34,103    |  |  |
| Increase (decrease) in advance received on uncompleted construction contracts               | (7,463)  | 8,534           | (62,101   |  |  |
| Increase (decrease) in accrued expenses   | 915      | (127)           | 7,618     |  |  |
| Increase (decrease) in other current liabilities  | 1,905    | (716)           | 15,850    |  |  |
| Other   | (61)     | (42)            | (502      |  |  |
|   | 2,807    | 23,852          | 23,361    |  |  |
| Interest and dividends received   | 318      | 236             | 2,646     |  |  |
| Income taxes paid   | (8,195)  | (4,565)         | (68,198   |  |  |
| Net cash provided by (used in) operating activities   | (5,070)  | 19,523          | (42,191   |  |  |
| Cash flows from investing activities:   |          |                 |           |  |  |
| Decrease (increase) in time deposits  | 9,515    | (15,957)        | 79,180    |  |  |
| Proceeds from sales of property, plant and equipment  | 171      | 29              | 1,421     |  |  |
| Payments for acquisition of property, plant and equipment                                   | (921)    | (719)           | (7 ,665   |  |  |
| Payments for acquisition of intangible assets   | (30)     | (200)           | (246      |  |  |
| Payments for purchase of investment securities  | _        | (1)             | _         |  |  |
| Other   | (38)     | (1)             | (321      |  |  |
| Net cash provided by (used in) investing activities   | 8,697    | (16,849)        | 72,369    |  |  |
| Cash flows from financing activities:   |          |                 |           |  |  |
| Repayments of lease liabilities   | (26)     | (18)            | (210      |  |  |
| Dividends paid  | (1,462)  | (1,461)         | (12,160   |  |  |
| Purchase of treasury stock  | (1)      | (13)            | (15       |  |  |
| Dividends paid to minority shareholders   | (2)      | (2)             | (20)      |  |  |
| Net cash used in financing activities   | (1,491)  | (1,494)         | (12,405   |  |  |
| Effect of exchange rate changes on cash and cash equivalents                                | 621      | 84              | 5,178     |  |  |
| Net increase in cash and cash equivalents   | 2,757    | 1,264           | 22,951    |  |  |
| Cash and cash equivalents at beginning of year  | 50,370   | 49,106          | 419,152   |  |  |
| Cash and cash equivalents at end of year  | ¥53,127  | ¥50,370         | \$442,103 |  |  |

1. Summary of Significant Accounting Policies

#### (a) Basis of presenting financial statements

The accompanying consolidated financial statements of Toshiba Plant Systems & Services Corporation (the "Company") and its consolidated subsidiaries (collectively, the "Companies") are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards, and are compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Act of Japan.

In preparing the accompanying 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 which is more familiar to readers outside of Japan. In addition, the notes to the consolidated financial statements include information which is not required under accounting principles generally accepted in Japan, but is presented herein as additional information. Certain amounts in prior year's financial statements have been reclassified to conform with the current year's presentation.

#### (b) Basis of consolidation and accounting for investments in affiliates

The accompanying consolidated financial statements include the accounts of the Company and all of its subsidiaries. The consolidated subsidiaries are determined based on effective control. All intercompany accounts and transactions are eliminated in consolidation. Investments in affiliates are accounted for by the equity method. The Company adopted the influence-based definition to determine the affiliated company to be accounted for by the equity method.

#### (c) Foreign currency translations

Foreign currency transactions are calculated at the applicable exchange rate prevailing at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Japanese yen at the exchange rate prevailing at the balance sheet dates. The balance sheet accounts of the foreign consolidated subsidiaries are translated into yen at the rates of exchange in effect at the balance sheet dates, except for the components of net assets excluding minority interests which are translated at their historical exchange rates. Revenue and expense accounts of the foreign consolidated subsidiaries are translated at the average rate of exchange in effect during the respective fiscal year. Differences arising from the translation are presented as "Currency translation adjustments" and "Minority interests in consolidated subsidiaries" in the consolidated financial statements.

#### (d) Accounting for net sales and related costs

Construction contracts for which the outcome of progress is deemed certain by the end of the fiscal year are recorded on the percentage-of-completion basis (rate of progress estimated by the cost-ratio method), while all other projects are recorded on the completed construction basis.

#### (e) Investment securities

All the investment securities are classified as "Other securities". Investment securities, whose fair value is determinable, are stated at fair value with unrealized gains or losses recorded as a component of net assets, net of applicable taxes. Investment securities, whose fair value is not determinable, are stated at cost, determined by the moving average method.

#### (f) Inventories

Work in progress is stated at the lower of accumulated cost, determined on a specific project basis, or net realizable value.

#### (g) Property, plant and equipment

Property, plant and equipment are stated at cost. Depreciation of property, plant and equipment of the Companies are principally computed by the straight-line method based on the following useful lives:

| Buildings and structures      | 3-60 years |
|-------------------------------|------------|
| Machinery and equipment       | 2-20 years |
| Tools, furniture and fixtures | 2-20 years |

#### (h) Intangible assets (excluding leased assets)

Intangible assets are amortized by the straight-line method.

#### (i) Leased assets

Depreciation of leased assets is computed by the straight-line method with no residual value, using the term of contract as the useful life.

#### (j) Allowance for doubtful accounts

Allowance for doubtful accounts is provided in an amount sufficient to cover possible losses on collection. The amount is computed by applying the rate of actual losses on collection experienced in the past with respect to general trade receivables and by individually reviewing their collectibility with respect to certain doubtful receivables.

#### (k) Allowance for bonuses to directors and statutory auditors

To prepare for the payment of bonuses to directors and statutory auditors, the estimated amount to be paid is provided as an allowance.

#### (I) Completed work compensation reserve

To ensure payment of compensation for completed works, the Company books an amount equivalent to projected compensation based on the prior history of compensation for completed works as completed work compensation reserve.

#### (m) Accrued severance indemnities

The Company's and its domestic subsidiaries' employees are covered by an employee defined retirement benefit plan and an employee defined pension plan. The Company's and its domestic subsidiaries' employees with more than one year of service are entitled to a lump-sum severance payment determined by reference to current rate of pay, length of service and the conditions under which the termination occurs.

To prepare for payment of retirement benefits to employees, an amount deemed accrued at the end of the fiscal year, based on the retirement benefit obligations and fair value of plan assets at the end of the fiscal year, is provided.

The retirement benefit obligations for employees are attributed to each period by the benefit formula basis over the estimated years of services of the eligible employees.

Prior service costs are amortized, on a straight-line basis, over the set period (currently 10 years) within the average remaining service period of the employees at the time of occurrence. Actuarial gains or losses are amortized, on a straight-line basis, over the set period (currently 10 years) within the average remaining service period of the employees from the fiscal year following the year in which such gains or losses are incurred.

#### (n) Accrued directors' retirement benefits

Retirement benefits for directors and statutory auditors are recorded based on the estimated amount payable at the end of the fiscal year as stipulated by internal regulations.

#### (o) Income taxes

The provision for income taxes is computed based on income before income taxes and minority interests in the consolidated statement of income. The assets and liabilities approach is adopted to recognize the deferred tax assets and liabilities related to temporary differences between the carrying amounts, in financial reporting, and tax bases of assets and liabilities.

Valuation allowance is established to reduce deferred tax assets to their net realizable value if it is more likely that some portion or all of the deferred tax assets will not be realized.

#### (p) Derivative financial instruments

Derivative financial instruments are carried at fair value, except for those which meet the criteria for deferral hedge accounting.

#### (q) Principal hedge accounting method

- (1) Hedge accounting method
  - In principle, deferral hedge accounting is applied.
- (2) Hedging instruments and hedged items
   Hedging instruments: Forward exchange contracts
   Hedged items: Forecast foreign currency-denominated transactions
- (3) Hedging policies

The Companies adhere to their regulations concerning the handling of derivative transactions, and individual forward exchange contracts are executed for hedging with the aim of mitigating currency risk for foreign currency-denominated transactions.

(4) Method for assessment of hedge effectiveness

Assessment of hedge effectiveness is omitted for forward exchange contracts because the notional principals of the hedging instruments and the major conditions of the hedged items are deemed identical and can be assumed to completely offset fluctuations of foreign exchange rates from the start of the hedge and thereafter.

#### (r) Cash and cash equivalents

In preparing the consolidated statement of cash flows, cash on hand, readily-available deposits and short-term highly liquid investments with maturities not exceeding three months at the time of purchase are considered to be cash and cash equivalents.

#### (s) Consumption taxes

Transactions subject to consumption taxes are recorded at amounts exclusive of consumption taxes.

#### 2. Accounting Changes

(Application of the Accounting Standard for Retirement Benefits and related Guidance) Regarding the "Accounting Standard for Retirement Benefits" (Accounting Standards Board of Japan ("ASBJ") Statement No. 26 of May 17, 2012) and "Guidance on Accounting Standard for Retirement Benefits" (ASBJ Guidance No. 25 of March 26, 2015), effective from the fiscal year ended March 31, 2015, the Companies adopted the provisions of the main clauses of Section 35 of the Accounting Standard for Retirement Benefits and Section 67 of the Guidance on Accounting Standard for Retirement Benefits. Under the new accounting policy, the Companies

|                                 | revised methods of calculating retirement bene<br>method of attributing estimated retirement be<br>the benefit formula basis. Additionally, the Con<br>discount rate from the discount rate based on<br>remaining service period of employees to a sin<br>the estimated timing and amount of benefit pa<br>The application of the Accounting Standard<br>the Companies is subject to the tentative treat<br>Accounting Standard for Retirement Benefits,<br>methods of retirement benefit obligation and se<br>retained earnings brought forward as of April<br>As a result, as of April 1, 2014, liability for re<br>(US\$28,225 thousand), and retained earnings if<br>thousand). In addition, operating income, ordi<br>and minority interests for the fiscal year ended<br>(US\$2,553 thousand), respectively.<br>Net assets per share as of March 31, 2015 in<br>share for the year ended March 31, 2015 decret | nefits to periods fi<br>mpanies changed<br>the number of yea<br>ngle weighted ave<br>for Retirement Be<br>ment provided for<br>and the effects of<br>service costs were<br>1, 2014.<br>tirement benefit d<br>ncreased by ¥2,17<br>nary income and i<br>d March 31, 2015 e<br>creased by ¥22.37 | rom the straigh<br>the method of<br>ars approximate<br>rage discount r<br>riod.<br>nefits and relate<br>in Section 37 of<br>the changes in<br>added to or de<br>decreased by ¥3<br>29 million (US\$<br>ncome before i<br>each decreased<br>(US\$0.19) and | t-line method to<br>determining the<br>e to the average<br>ate reflecting<br>ed Guidance by<br>of the<br>the calculation<br>ducted from<br>,392 million<br>18,135<br>ncome taxes<br>by ¥307 million |
|---------------------------------|--|--|---|---|
| 3. U.S. Dollar<br>Amounts       | The translation of yen amounts into U.S. dolla<br>a matter of arithmetical computation only, at t<br>on March 31, 2015. The translations should no<br>been, could have been or could in the future b<br>other rate.  | he rate of ¥120.17<br>t be construed as  | = US\$1.00, the representations   | rate prevailing<br>s that yen have  |
|                                 |  |  |   |   |
| 4. Inventories                  | Inventories at March 31, 2015 and 2014 consis  | ted of the followin  | ig:   |   |
|                                 |  | Millions   | of yen  | Thousands of<br>U.S. dollars  |
|                                 |  | 2015   | 2014  | 2015  |
|                                 | Work in progress   | ¥19,696  | ¥14,257   | \$163,903   |
|                                 | Materials and supplies   | 41   | 40  | 336   |
|                                 | Total  | ¥19,737  | ¥14,297   | \$164,239   |
| 5. Investments<br>in Affiliates | Investments in affiliates at March 31, 2015 and  |  |   | Thousands of  |
|                                 |  | Millions   | of yen  | U.S. dollars  |
|                                 |  | 2015   | 2014  | 2015  |
|                                 | Investments in capital stock, at cost  | ¥ 5  | ¥ 5   | \$ 37   |
|                                 | Equity in accumulated carnings and losses since  | 1  |   |   |

126

¥131

163

¥168

Equity in accumulated earnings and losses since acquisition, net

Total

1,050

\$1,087

#### 6. Income Taxes

The Companies are subject to a number of different taxes based on income which, in the aggregate, indicate a normal statutory tax rate in Japan of approximately 35.5% and 38.0% for the years ended March 31, 2015 and 2014, respectively.

Reconciliation between the statutory tax rate and the effective income tax rate for the years ended March 31, 2015 and 2014 was as follows:

|   | 2015  | 2014  |
|---|-------|-------|
| Statutory tax rate                                  | 35.5% | 38.0% |
| Non deductible expenses                             | 0.6   | 0.8   |
| Prefectural and municipal inhabitant per capita tax | 0.5   | 0.6   |
| Change in valuation allowance                       | (1.3) | (0.7) |
| Effect of change in corporate tax rate              | 6.5   | 1.8   |
| Other   | 1.6   | 0.2   |
| Effective income tax rate                           | 43.4% | 40.7% |

The significant components of deferred tax assets and liabilities were as follows:

|   | Millions of yen |         | Thousands of U.S.<br>dollars |  |
|---|-----------------|---------|------------------------------|--|
|   | 2015            | 2014    | 2015                         |  |
| Deferred tax assets                                       |                 |         |                              |  |
| Liability for retirement benefit                          | ¥10,381         | ¥12,544 | \$ 86,382                    |  |
| Accrued bonuses   | 2,409           | 2,337   | 20,047                       |  |
| Accounts payable  | 391             | 351     | 3,251                        |  |
| Allowance for doubtful accounts                           | 101             | 84      | 838                          |  |
| Depreciation  | 695             | 669     | 5,787                        |  |
| Completed work compensation reserve                       | 165             | 203     | 1,373                        |  |
| Accrued enterprise tax                                    | 386             | 429     | 3,213                        |  |
| Deferred gains or losses on hedges                        | 108             | _       | 899                          |  |
| Other   | 1,068           | 910     | 8,894                        |  |
|   | 15,704          | 17,527  | 130,684                      |  |
| Valuation allowance for deferred tax assets               | (476)           | (665)   | (3,960)                      |  |
| Deferred tax assets                                       | 15,228          | 16,862  | 126,724                      |  |
| Deferred tax liabilities                                  |                 |         |                              |  |
| Retained earnings appropriated for tax allowance reserves | (519)           | (573)   | (4,319)                      |  |
| Deferred gains or losses on hedges                        | -               | (77)    |                              |  |
| Unrealized gains on securities                            | (60)            | (58)    | (499)                        |  |
| Other   | (50)            | (22)    | (416)                        |  |
| Deferred tax liabilities                                  | (629)           | (730)   | (5,234)                      |  |
| Net deferred tax assets                                   | ¥14,599         | ¥16,132 | \$121,490                    |  |

Adjustments to amounts of deferred tax assets and deferred tax liabilities due to change in corporate tax rate

Following the promulgation of "Act for Partial Revision of the Income Tax Act, etc." and "Act for Partial Revision of the Local Tax Act" on March 31, 2015, the statutory income tax rate to calculate deferred tax assets and liabilities for the fiscal year ended March 31, 2015 that are reversed on and after April 1, 2015 was changed from 35.5% to 33.0% for temporary differences expected to be reversed during the fiscal year beginning on April 1, 2015, and to 32.2% for temporary differences expected to be reversed to be reversed during the fiscal years beginning on or after April 1, 2016.

As a result of these changes, deferred tax assets (net of deferred tax liabilities) and deferred gains or losses on hedges decreased by ¥1,329 million (US\$11,060 thousand) and ¥9 million (US\$73 thousand), respectively, and income taxes deferred increased by ¥1,165 million (US\$9,695 thousand), unrealized gains or losses on securities increased by ¥7 million (US\$62 thousand) and retirement benefits liability adjustments decreased by ¥163 million (US\$1,354 thousand).

#### 7. Investment Securities

(1) Information regarding securities classified as other securitiesThe aggregate cost, gross unrealized gains or losses and fair value pertaining to other securities are as follows:

|                   | Millions of yen |                              |                               |            |      |                              |                               |            |
|-------------------|-----------------|------------------------------|-------------------------------|------------|------|------------------------------|-------------------------------|------------|
|                   | 2015            |                              |                               |            | 20   | 14                           |                               |            |
|                   | Cost            | Gross<br>unrealized<br>gains | Gross<br>unrealized<br>losses | Fair value | Cost | Gross<br>unrealized<br>gains | Gross<br>unrealized<br>losses | Fair value |
| Equity securities | ¥228            | ¥254                         | _                             | ¥482       | ¥228 | ¥216                         | _                             | ¥444       |
| Total             | ¥228            | ¥254                         | _                             | ¥482       | ¥228 | ¥216                         | _                             | ¥444       |

Since unlisted stocks (¥54 million at March 31, 2015 and 2014, respectively) have no market value and their fair value is not determinable, they are not included in other securities above.

|                   | Thousands of U.S. dollars |                              |                               |            |  |
|-------------------|---------------------------|------------------------------|-------------------------------|------------|--|
|                   | 2015                      |                              |                               |            |  |
|                   | Cost                      | Gross<br>unrealized<br>gains | Gross<br>unrealized<br>losses | Fair value |  |
| Equity securities | \$1,896                   | \$2,112                      | _                             | \$4,008    |  |
| Total             | \$1,896                   | \$2,112                      | _                             | \$4,008    |  |

Since unlisted stocks (US\$450 thousand at March 31, 2015) have no market value and their fair value is not determinable, they are not included in other securities above.

(2) Investment securities for which impairment losses were recorded In the fiscal years ended March 31, 2015 and 2014, no impairment loss was recorded on other investment securities.

#### 8. Short-Term Borrowings and Long-Term Debt

At March 31, 2015 and 2014, short-term borrowings and current portion of long-term debt consisted of the following:

|                                      | Millions of yen |      | Thousands of<br>U.S. dollars |
|--------------------------------------|-----------------|------|------------------------------|
|                                      | 2015            | 2014 | 2015                         |
| Current portion of lease obligations | ¥25             | ¥21  | \$208                        |

At March 31, 2015 and 2014, long-term debt consisted of the following:

|                      | Millions of yen |      | Thousands of<br>U.S. dollars |
|----------------------|-----------------|------|------------------------------|
|                      | 2015            | 2014 | 2015                         |
| Lease obligations    | ¥76             | ¥71  | \$630                        |
| Less current portion | 25              | 21   | 208                          |
|                      | ¥51             | ¥50  | \$422                        |

The maturities of lease obligations as of March 31, 2015 are summarized as follows:

| Year ending March 31 | Millions of yen | Thousands of<br>U.S. dollars |
|----------------------|-----------------|------------------------------|
|                      | 2015            | 2015                         |
| 2016                 | ¥20             | \$164                        |
| 2017                 | 16              | 134                          |
| 2018                 | 10              | 83                           |
| 2019 and thereafter  | 5               | 41                           |

#### 9. Retirement Benefits

The changes in the retirement benefit obligation during the years ended March 31, 2015 and 2014 are as follows:

|   | Millions of yen |         | Thousands of<br>U.S. dollars |
|---|-----------------|---------|------------------------------|
|   | 2015            | 2014    | 2015                         |
| Retirement benefit obligation at April 1                              | ¥71,958         | ¥71,605 | \$598,799                    |
| Cumulative effects of changes in accounting policies                  | (3,392)         | -       | (28,225)                     |
| Restated balance reflecting changes in accounting policies at April 1 | 68,566          | 71,605  | 570,574                      |
| Service cost  | 2,592           | 2,090   | 21,573                       |
| Interest cost   | 812             | 1,058   | 6,760                        |
| Actuarial gains or losses   | 2,801           | (397)   | 23,310                       |
| Retirement benefit expenses applying the simplified method            | 213             | 69      | 1,772                        |
| Retirement benefit paid   | (2,600)         | (2,599) | (21,639)                     |
| Other   | 146             | 132     | 1,213                        |
| Retirement benefit obligation at March 31                             | ¥72,530         | ¥71,958 | \$603,563                    |

The changes in plan assets during the years ended March 31, 2015 and 2014 are as follows:

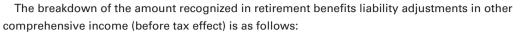
|                                | Million | Millions of yen |           |
|--------------------------------|---------|-----------------|-----------|
|                                | 2015    | 2014            | 2015      |
| Plan assets at April 1         | ¥36,700 | ¥33,791         | \$305,399 |
| Expected return on plan assets | 917     | 845             | 7,635     |
| Actuarial gains or losses      | 2,293   | 1,638           | 19,081    |
| Contributions by the Company   | 1,712   | 1,695           | 14,248    |
| Retirement benefits paid       | (1,297) | (1,400)         | (10,790)  |
| Other                          | 134     | 131             | 1,108     |
| Plan assets at March 31        | ¥40,459 | ¥36,700         | \$336,681 |

The following table sets forth the funded status of the plan and the amounts recognized in the consolidated balance sheet as of March 31, 2015 and 2014 for the Companies' defined benefit plans:

|   | Millions of yen |          | Thousands of<br>U.S. dollars |
|---|-----------------|----------|------------------------------|
|   | 2015            | 2014     | 2015                         |
| Contributory retirement benefit obligation                | ¥50,344         | ¥46,841  | \$418,938                    |
| Plan assets at fair value                                 | (40,459)        | (36,700) | (336,681)                    |
|   | 9,885           | 10,141   | 82,257                       |
| Noncontributory retirement benefit obligation             | 22,186          | 25,117   | 184,625                      |
| Net liability for retirement benefit in the balance sheet | 32,071          | 35,258   | 266,882                      |
| Liability for retirement benefit                          | 32,071          | 35,258   | 266,882                      |
| Net liability for retirement benefit in the balance sheet | ¥32,071         | ¥35,258  | \$266,882                    |

The components of retirement benefit expenses for the years ended March 31, 2015 and 2014 are as follows:

|  | Millions of yen |        | Thousands of<br>U.S. dollars |
|--|-----------------|--------|------------------------------|
|  | 2015            | 2014   | 2015                         |
| Service cost   | ¥2,592          | ¥2,090 | \$21,573                     |
| Interest cost  | 812             | 1,058  | 6,760                        |
| Expected return on plan assets                             | (917)           | (845)  | (7,635)                      |
| Amortization of actuarial gains or losses                  | 1,046           | 1,099  | 8,702                        |
| Amortization of prior service cost                         | 82              | 82     | 681                          |
| Retirement benefit expenses applying the simplified method | 213             | 69     | 1,772                        |
| Retirement benefit expenses                                | ¥3,828          | ¥3,553 | \$31,853                     |



|                           | Millions of yen |      | Thousands of<br>U.S. dollars |
|---------------------------|-----------------|------|------------------------------|
|                           | 2015            | 2014 | 2015                         |
| Prior service cost        | ¥ 82            | _    | \$ 681                       |
| Actuarial gains or losses | 537             | _    | 4,474                        |
| Total                     | ¥619            | -    | \$5,155                      |

Unrecognized prior service cost and unrecognized actuarial gains or losses included in accumulated other comprehensive income (before tax effect) as of March 31, 2015 and 2014 are as follows:

|  | Million | Millions of yen |            |
|--|---------|-----------------|------------|
|  | 2015    | 2014            | 2015       |
| Unrecognized prior service cost        | ¥ (286) | ¥ (204)         | \$ (2,377) |
| Unrecognized actuarial gains or losses | 5,494   | 6,032           | 45,717     |
| Total                                  | ¥5,208  | ¥5,828          | \$43,340   |

The details of plan assets, by major category, as a percentage of total plan assets as of March 31, 2015 and 2014 are as follows:

|                  | 2015 | 2014 |
|------------------|------|------|
| Bonds            | 37%  | 40%  |
| Alternative (%)  | 26%  | 24%  |
| Stocks           | 25%  | 25%  |
| General accounts | 9%   | 10%  |
| Other            | 3%   | 1%   |
| Total            | 100% | 100% |

(%) The main plan assets in "Alternative" are hedge funds and real estate.

The expected rates of return on plan assets have been estimated based on the anticipated allocation to each assets class, the expected long-term returns on assets held in each category, and past performance.

The main actuarial assumptions for the years ended March 31, 2015 and 2014 were as follows (weighted averages):

|   | 2015 | 2014 |
|---|------|------|
| Discount rates                          | 0.9% | 1.5% |
| Expected rates of return on plan assets | 2.5% | 2.5% |
| Expected rates of salary increase       | 4.4% | 4.6% |

For the lump-sum retirement benefit plans of some consolidated subsidiaries, liability for retirement benefit and retirement benefit expenses are calculated using the simplified method.

Among domestic consolidated subsidiaries, one subsidiary participates in a multi-employer's retirement benefit plan; however, because the amount of pension assets corresponding to the contributions made by that subsidiary is not practically determinable, it accounts for this pension plan as if it's a defined contribution plan.

Contributions to be made to the multi-employer's retirement benefit plan which would be accounted for similarly to a defined contribution plan were ¥41 million (US\$345 thousand) and ¥53 million for the years ended March 31, 2015 and 2014, respectively.

#### 1) Funded status of the multi-employer plan

|                          | Millions of yen      |                      | Thousands of<br>U.S. dollars |
|--------------------------|----------------------|----------------------|------------------------------|
|                          | As of March 31, 2014 | As of March 31, 2013 | As of March 31, 2014         |
| (1) Total pension assets | ¥303,722             | ¥281,339             | \$2,527,433                  |
| (2) Total obligations    | 299,822              | 290,987              | 2,494,978                    |
| (3) Difference ((1)-(2)) | ¥ 3,900              | ¥ (9,648)            | \$ 32,455                    |

2) Total contributions of the Companies as a proportion of the total fund in the multi-employer plan (as of March 31, 2014 and 2013)

| As of March 31, 2014 | As of March 31, 2013 |
|----------------------|----------------------|
| 0.53%                | 0.55%                |

3) Supplemental information (as of March 31, 2014 and 2013) The difference in Table 1) above is analyzed as follows:

|  | Millions of yen      |                      | Thousands of<br>U.S. dollars |
|--|----------------------|----------------------|------------------------------|
|  | As of March 31, 2014 | As of March 31, 2013 | As of March 31, 2014         |
| Difference $((3)) = (a + b + c - d)$             |                      |                      |                              |
| a. Insufficient amount                           | ¥ —                  | ¥ —                  | \$ —                         |
| b. Surplus                                       | 12,011               | 12,320               | 99,945                       |
| c. General reserve                               | 12,320               | _                    | 102,525                      |
| d. Balance of unamortized prior year obligations | 20,431               | 21,968               | 170,015                      |

|  | As of March 31, 2014        | As of March 31, 2013        |
|--|-----------------------------|-----------------------------|
| Amortization method for prior year obligations | Straight-line over 20 years | Straight-line over 20 years |

#### 10. Selling, General and Administrative Expenses

|   | Million | Millions of yen |           |
|---|---------|-----------------|-----------|
|   | 2015    | 2014            | 2015      |
| Salaries and wages                          | ¥ 5,729 | ¥ 5,429         | \$ 47,673 |
| Retirement benefit expenses                 | 553     | 534             | 4,603     |
| Director's retirement benefit expenses      | 8       | 7               | 66        |
| Bonuses to directors and statutory auditors | 87      | 35              | 722       |
| Rental expenses                             | 384     | 380             | 3,193     |
| Other                                       | 5,405   | 4,549           | 44,983    |
| Total                                       | ¥12,166 | ¥10,934         | \$101,240 |

Research and development costs were ¥773 million (US\$6,436 thousand) and ¥503 million for the years ended March 31, 2015 and 2014, respectively.

#### 11. Other Comprehensive Income

Recycling and tax effects relating to other comprehensive income for the years ended March 31, 2015 and 2014 were as follows:

|  | Millions of yen |       | Thousands of<br>U.S. dollars |  |
|--|-----------------|-------|------------------------------|--|
|  | 2015            | 2014  | 2015                         |  |
| Unrealized gains or losses on securities:  |                 |       |                              |  |
| Amount arising during the year             | ¥ 38            | ¥165  | \$ 314                       |  |
| Before tax effect adjustment               | 38              | 165   | 314                          |  |
| Tax effect                                 | (7)             | (58)  | (58                          |  |
| Unrealized gains or losses on securities   | 31              | 107   | 256                          |  |
| Deferred gains or losses on hedges:        |                 |       |                              |  |
| Amount arising during the year             | 89              | 332   | 737                          |  |
| Recycling                                  | (1)             | 93    | (6                           |  |
| Asset acquisition cost adjustments         | (631)           | (418) | (5,251                       |  |
| Before tax effect adjustment               | (543)           | 7     | (4,520                       |  |
| Tax effect                                 | 185             | 2     | 1,540                        |  |
| Deferred gains or losses on hedges         | (358)           | 9     | (2,980                       |  |
| Retirement benefits liability adjustments: |                 |       |                              |  |
| Amount arising during the year             | (508)           | -     | (4,228                       |  |
| Recycling                                  | 1,127           | -     | 9,383                        |  |
| Before tax effect adjustment               | 619             | _     | 5,155                        |  |
| Tax effect                                 | (386)           | _     | (3,213                       |  |
| Retirement benefits liability adjustments  | 233             | -     | 1,942                        |  |
| Currency translation adjustments:          |                 |       |                              |  |
| Amount arising during the year             | 708             | (9)   | 5,893                        |  |
| Other comprehensive income                 | ¥ 614           | ¥107  | \$5,111                      |  |

#### 12. Dividends

#### 1) Dividends paid

For the year ended March 31, 2015

| Resolution                                  | Meeting of the Board of Directors on April 25, 2014   |
|---|---|
| Class of shares                             | Common stock  |
| Total dividends (millions of yen)           | ¥731  |
| Total dividends (thousands of U.S. dollars) | \$6,080   |
| Source of dividends                         | Retained earnings                                     |
| Dividends per share (yen)                   | ¥7.5  |
| Dividends per share (U.S. dollars)          | \$0.06  |
| Cut-off date                                | March 31, 2014  |
| Effective date                              | June 3, 2014  |
| Resolution                                  | Meeting of the Board of Directors on October 31, 2014 |
| Class of shares                             | Common stock  |
| Total dividends (millions of yen)           | ¥731  |
| Total dividends (thousands of U.S. dollars) | \$6,080   |
| Source of dividends                         | Retained earnings                                     |
| Dividends per share (yen)                   | ¥7.5  |
| Dividends per share (U.S. dollars)          | \$0.06  |
| Cut-off date                                | September 30, 2014                                    |
| Effective date                              | December 1, 2014                                      |

#### For the year ended March 31, 2014

| Resolution                        | Meeting of the Board of Directors on April 26, 2013 |
|-----------------------------------|---|
| Class of shares                   | Common stock  |
| Total dividends (millions of yen) | ¥731  |
| Source of dividends               | Retained earnings                                   |
| Dividends per share (yen)         | ¥7.5  |
| Cut-off date                      | March 31, 2013                                      |
| Effective date                    | June 4, 2013  |

| Resolution                        | Meeting of the Board of Directors on October 31, 2013 |
|-----------------------------------|---|
| Class of shares                   | Common stock  |
| Total dividends (millions of yen) | ¥731  |
| Source of dividends               | Retained earnings                                     |
| Dividends per share (yen)         | ¥7.5  |
| Cut-off date                      | September 30, 2013                                    |
| Effective date                    | December 2, 2013                                      |

2) Dividends with the cut-off date in the year ended March 31, 2015 and the effective date in the year ending March 31, 2016

#### Not applicable

Dividends with the cut-off date in the year ended March 31, 2014 and the effective date in the year ended March 31, 2015

| Resolution                        | Meeting of the Board of Directors on April 25, 2014 |
|-----------------------------------|---|
| Class of shares                   | Common stock  |
| Total dividends (millions of yen) | ¥731  |
| Source of dividends               | Retained earnings                                   |
| Dividends per share (yen)         | ¥7.5  |
| Cut-off date                      | March 31, 2014                                      |
| Effective date                    | June 3, 2014  |

#### 13. Leases

#### As Lessee:

Future minimum lease payments subsequent to March 31, 2015 and 2014 for noncancelable operating leases are summarized as follows:

|                     | Millions of yen |      | Thousands of U.S. dollars |
|---------------------|-----------------|------|---------------------------|
|                     | 2015            | 2014 | 2015                      |
| Due within one year | ¥16             | ¥24  | \$136                     |
| Due after one year  | 6               | 17   | 45                        |
| Total               | ¥22             | ¥41  | \$181                     |

#### 14. Contingent Liabilities

The Companies had the following contingent liabilities at March 31, 2015 and 2014.

|   | Millions of yen |      | Thousands of U.S. dollars |
|---|-----------------|------|---------------------------|
|   | 2015            | 2014 | 2015                      |
| As guarantor of employees' housing loans from banks | ¥366            | ¥487 | \$3,045                   |
| Total of contingent liabilities                     | ¥366            | ¥487 | \$3,045                   |

#### 15. Per Share Information

Net income and net assets per share for the years ended March 31, 2015 and 2014 were as follows:

|                    | Yen      |          | U.S. dollars |
|--------------------|----------|----------|--------------|
|                    | 2015     | 2014     | 2015         |
| Net income (basic) | ¥ 103.11 | ¥ 100.92 | \$0.86       |
| Net assets         | 1,188.00 | 1,071.69 | 9.89         |

The computations of net income per share are based on the weighted average number of shares outstanding during each year after giving retroactive effect to any free distributions of shares.

#### 16. Segment Information

#### (a) Overview of reporting segments

The Company's reporting segments are business units for which separate financial information can be obtained and which are subject to periodic reviews for deciding the allocation of

management resources and evaluating business performance. The Company has established business divisions according to the fields in which it undertakes its business and carries out integrated business activities spanning engineering, procurement, construction, test operation, adjustments and services. The Company has aggregated its businesses according to common technologies and facilities into two reporting segments: the Power Systems Division and the Infrastructure and Industrial Systems Division.

The Power Systems Division undertakes business operations that include planning, design, supervised construction, test operation and maintenance of thermal, hydroelectric and nuclear power generating facilities.

The Infrastructure and Industrial Systems Division carries out business operations that include planning, design, supervised construction, test operation and maintenance of substation facilities, public facilities, equipment for general industry, equipment for buildings and for information-related businesses.

# (b) Method of computing sales, profit/loss, assets and other items by reporting segment

The accounting policies of the segments are substantially the same as those described in the significant accounting policies in Note 1. The figures for segment profits are on the basis of ordinary income. Intersegment sales or transfers are based on current market prices.

| Year ended March 31, 2015       |                           | Millions of yen                                      |          |  |
|---------------------------------|---------------------------|--|----------|--|
|                                 |                           | 2015   |          |  |
|                                 | Power Systems<br>Division | Infrastructure and<br>Industrial Systems<br>Division | Total    |  |
| Net sales:                      |                           |  |          |  |
| Sales to customers              | ¥114,540                  | ¥104,112   | ¥218,652 |  |
| Intersegment sales or transfers | 1,335                     | 145  | 1,480    |  |
| Total                           | 115,875                   | 104,257  | 220,132  |  |
| Segment profits                 | 8,745                     | 8,943  | 17,688   |  |
| Other items:                    |                           |  |          |  |
| Depreciation                    | 457                       | 97   | 554      |  |
| Interest income                 | 184                       | 42   | 226      |  |
| Equity in income of affiliates  | 24                        | _  | 24       |  |

#### (c) Reporting segment information

Note: Because no assets were allocated to the business segments, information on segment assets has been omitted.

|                                 | -                         | Thousands of U.S. dollars<br>2015                    |             |  |
|---------------------------------|---------------------------|--|-------------|--|
|                                 |                           |  |             |  |
|                                 | Power Systems<br>Division | Infrastructure and<br>Industrial Systems<br>Division | Total       |  |
| Net sales:                      |                           |  |             |  |
| Sales to customers              | \$953,150                 | \$866,375  | \$1,819,525 |  |
| Intersegment sales or transfers | 11,112                    | 1,206  | 12,318      |  |
| Total                           | 964,262                   | 867,581  | 1,831,843   |  |
| Segment profits                 | 72,770                    | 74,415   | 147,185     |  |
| Other items:                    |                           |  |             |  |
| Depreciation                    | 3,805                     | 808  | 4,613       |  |
| Interest income                 | 1,527                     | 350  | 1,877       |  |
| Equity in income of affiliates  | 198                       | _  | 198         |  |

Note: Because no assets were allocated to the business segments, information on segment assets has been omitted.

| Year ended March 31, 2014       |                           | Millions of yen                                      |          |  |
|---------------------------------|---------------------------|--|----------|--|
|                                 |                           | 2014   |          |  |
|                                 | Power Systems<br>Division | Infrastructure and<br>Industrial Systems<br>Division | Total    |  |
| Net sales:                      |                           |  |          |  |
| Sales to customers              | ¥94,308                   | ¥87,949  | ¥182,257 |  |
| Intersegment sales or transfers | 30                        | 69   | 99       |  |
| Total                           | 94,338                    | 88,018   | 182,356  |  |
| Segment profits                 | 9,485                     | 7,255  | 16,740   |  |
| Other items:                    |                           |  |          |  |
| Depreciation                    | 394                       | 127  | 521      |  |
| Interest income                 | 133                       | 66   | 199      |  |
| Equity in income of affiliates  | 16                        | _  | 16       |  |

Note: Because no assets were allocated to the business segments, information on segment assets has been omitted.

#### (d) Difference between total amount for reporting segments and amount recorded on the consolidated financial statements and principal components of this difference (items concerning difference adjustment)

|   | Millions of yen |          | Thousands of<br>U.S. dollars |
|---|-----------------|----------|------------------------------|
|   | 2015            | 2014     | 2015                         |
| Net sales:                                    |                 |          |                              |
| Total of reporting segments                   | ¥220,132        | ¥182,356 | \$1,831,843                  |
| Eliminations                                  | (1,480)         | (99)     | (12,318)                     |
| Net sales in consolidated statement of income | ¥218,652        | ¥182,257 | \$1,819,525                  |
| Segment profits:                              |                 |          |                              |
| Total of reporting segments                   | ¥ 17,688        | ¥ 16,740 | \$ 147,185                   |
| Ordinary income                               | 17,688          | 16,740   | 147,185                      |

|                                | Millions of yen |      | Thousands of<br>U.S. dollars |
|--------------------------------|-----------------|------|------------------------------|
|                                | 2015            | 2014 | 2015                         |
| Others:                        |                 |      |                              |
| Depreciation                   |                 |      |                              |
| Total of reporting segments    | ¥554            | ¥521 | \$4,613                      |
| Adjustment                     | _               | -    | _                            |
| Consolidated                   | 554             | 521  | 4,613                        |
| Interest income                |                 |      |                              |
| Total of reporting segments    | 226             | 199  | 1,877                        |
| Adjustment                     | _               | _    | _                            |
| Consolidated                   | 226             | 199  | 1,877                        |
| Equity in income of affiliates |                 |      |                              |
| Total of reporting segments    | 24              | 16   | 198                          |
| Adjustment                     | _               | -    | _                            |
| Consolidated                   | 24              | 16   | 198                          |

#### (e) Related information (i) Information on products and services

Because the same information is included in Reporting segment information, this information has been omitted.

#### (ii) Geographical information

#### (1) Net sales

|                | Millions | Millions of yen |             |
|----------------|----------|-----------------|-------------|
|                | 2015     | 2014            | 2015        |
| Vet sales      |          |                 |             |
| Japan          | ¥172,057 | ¥152,043        | \$1,431,777 |
| Southeast Asia | 37,797   | 23,887          | 314,527     |
| Other Asia     | 7,407    | 4,197           | 61,642      |
| Other areas    | 1,391    | 2,130           | 11,579      |
| Total          | ¥218,652 | ¥182,257        | \$1,819,525 |

Notes:

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

2. Major countries or regions included in such geographical areas are as follows:

(1) Southeast Asia: Thailand, Philippines, Vietnam, Indonesia, etc.

(2) Other Asia: Taiwan, China, India, Kuwait, United Arab Emirates, South Korea, etc.

(3) Other areas: America, Italy, Republic of Kenya, etc.

#### (2) Property, plant and equipment

Because the amount of property, plant and equipment in Japan exceeds 90% of property, plant and equipment recorded in the consolidated balance sheet, information on property, plant and equipment has been omitted.

#### (iii) Information of main customer

|                     | 2015               |   |  |
|---------------------|--------------------|---|--|
| Customer            | Net sales          | Segment concerned                                 |  |
| Toshiba Corporation | ¥103,010 million   | Power Systems Division                            |  |
|                     | \$857,204 thousand | Infrastructure and Industrial<br>Systems Division |  |

|                     | 2014            |   |
|---------------------|-----------------|---|
| Customer            | Net sales       | Segment concerned                                 |
| Toshiba Corporation | ¥96,011 million | Power Systems Division                            |
|                     |                 | Infrastructure and Industrial<br>Systems Division |

#### 17. Financial Instruments

#### (a) Matters concerning financial instruments

#### 1) Policy toward financial instruments

Regarding fund management, in principle, the Companies carry out short-term fund management under the Toshiba Group Finance System. The Companies' policy is to use derivatives in fund management to avoid currency risk, and not to engage in speculative transactions.

2) Details of financial instruments and their risk and risk management structure Trade notes and accounts receivable are operating receivables that are exposed to customer credit risk. For dealing with this risk, the Company has adopted a structure whereby the sales departments within each business division monitor the state of principal customers and ascertain the state of credit annually in accordance with the Toshiba Plant Systems & Services Group credit administration regulations. In carrying out business overseas, operating receivables are exposed to currency risk. In principle, the Companies use forward exchange contracts to hedge this risk. Investment securities are exposed to market risk. The Companies mainly hold stocks of companies with which they have relations in carrying out business, and fair value of these stocks is ascertained and reported to the Board of Directors on a regular basis.

Trade notes and accounts payable are operating liabilities and most of these have payment due dates within one year.

Derivative transactions consist of forward exchange contracts for the purpose of hedging currency risk for foreign currency-denominated payments and income. Regarding derivative transactions, the Companies engage in transactions only with financial institutions with high creditworthiness and therefore recognize that they face virtually no credit risk. The execution and management of derivative transactions are carried out in accordance with internal regulations that stipulate authority for transactions, and the General Manager of the Accounting Department ascertains the state of derivative transaction contracts every half-year period and reports on these to the Board of Directors.

Refer to the previous "1. Summary of Significant Accounting Policies, (q) Principal hedge accounting method" regarding hedging instruments and hedged items, hedging policies and method for assessment of hedge effectiveness pertaining to hedge accounting.

# (b) Matters concerning the fair value of financial instruments 2015:

The consolidated balance sheet amounts and fair values as of March 31, 2015 are as follows. Financial instruments for which determining fair value is recognized to be extremely difficult

|  | Millions                                | of yen                               | Thousands of U.S. dollars<br>2015         |   |
|--|---|--------------------------------------|---|---|
|  | 201                                     | 15                                   |   |   |
|  | Consolidated<br>balance sheet<br>amount | Fair value                           | Consolidated<br>balance sheet<br>amount   | Fair value                                |
| 1. Cash and cash equivalents           | ¥ 53,127<br>17,601<br>111,244<br>482    | ¥ 53,127<br>17,601<br>111,244<br>482 | \$ 442,103<br>146,467<br>925,720<br>4,008 | \$ 442,103<br>146,467<br>925,720<br>4,008 |
| 2. Time deposits                       |   |                                      |   |   |
| 3. Trade notes and accounts receivable |   |                                      |   |   |
| 4. Investment securities               |   |                                      |   |   |
| Asset total                            | 182,454                                 | 182,454                              | 1,518,298                                 | 1,518,298                                 |
| 1. Trade notes and accounts payable    | ¥ 50,782                                | ¥ 50,782                             | \$ 422,588                                | \$ 422,588                                |
| 2. Accounts payable non-trade          | 3,088                                   | 3,088                                | 25,699                                    | 25,699                                    |
| 3. Accrued income taxes                | 5,659                                   | 5,659                                | 47,093                                    | 47,093                                    |
| Liability total                        | 59,529                                  | 59,529                               | 495,380                                   | 495,380                                   |
| Derivatives                            | ¥ (123)                                 | ¥ (123)                              | \$ (1,022)                                | \$ (1,022)                                |

are not included in the following table.

Notes

(1) Method of calculation of fair value of financial instruments and matters concerning marketable securities and derivatives Assets

1. Cash and cash equivalents, 2. Time deposits, 3. Trade notes and accounts receivable

These are listed at carrying value since fair value approximates their carrying value because of their short-term settlement. 4. Investment securities

Fair value is based on quoted market prices on stock exchanges.

Liabilities

1. Trade notes and accounts payable, 2. Accounts payable non-trade, 3. Accrued income taxes

These are listed at carrying value since fair value approximates their carrying value because of their short-term settlement. Derivatives

Refer to Note 18.

(2) Non-listed stocks (consolidated balance sheet amount of ¥54 million (US\$450 thousand)) have no quoted market prices and their future cash flows cannot be estimated, thus determining fair value is recognized to be extremely difficult. Therefore, these are not included in 4. Investment securities.

(3) Monetary claim of the payment of redemption after the consolidated balance sheet dates

|  | Millions of yen |                                 |               |   |
|--|-----------------|---------------------------------|---------------|---|
|  | 2015            |                                 |               |   |
|  | Within 1 year   | Over 5 years<br>within 10 years | Over 10 years |   |
| 1. Cash and cash equivalents           | ¥ 53,116        | _                               | _             | _ |
| 2. Time deposits                       | 17,601          | _                               | —             | _ |
| 3. Trade notes and accounts receivable | 111,244         | _                               | _             | _ |

|  |               | Thousands of U.S. dollars       |               |   |  |
|--|---------------|---------------------------------|---------------|---|--|
|  | 2015          |                                 |               |   |  |
|  | Within 1 year | Over 5 years<br>within 10 years | Over 10 years |   |  |
| 1. Cash and cash equivalents           | \$442,004     | _                               | _             | - |  |
| 2. Time deposits                       | 146,467       | _                               | _             | _ |  |
| 3. Trade notes and accounts receivable | 925,720       | _                               | _             | _ |  |

#### 2014:

The consolidated balance sheet amounts and fair values as of March 31, 2014 were as follows.

Financial instruments for which determining fair value is recognized to be extremely difficult are not included in the following table.

|  | Millio                                  | ns of yen  |
|--|---|------------|
|  | 2                                       | 014        |
|  | Consolidated<br>balance sheet<br>amount | Fair value |
| 1.Cash and cash equivalents            | ¥ 50,370                                | ¥ 50,370   |
| 2. Time deposits                       | 27,073                                  | 27,073     |
| 3. Trade notes and accounts receivable | 99,235                                  | 99,235     |
| 4. Investment securities               | 444                                     | 444        |
| Asset total                            | 177,122                                 | 177,122    |
| 1. Trade notes and accounts payable    | ¥ 46,086                                | ¥ 46,086   |
| 2. Accounts payable non-trade          | 1,474                                   | 1,474      |
| 3. Accrued income taxes                | 6,210                                   | 6,210      |
| Liability total                        | 53,770                                  | 53,770     |
| Derivatives                            | ¥ 327                                   | ¥ 327      |

Notes:

(1) Method of calculation of fair value of financial instruments and matters concerning marketable securities and derivatives Assets

1. Cash and cash equivalents, 2. Time deposits, 3. Trade notes and accounts receivable

These are listed at carrying value since fair value approximates their carrying value because of their short-term settlement. 4. Investment securities

Fair value is based on quoted market prices on stock exchanges.

Liabilities

1. Trade notes and accounts payable, 2. Accounts payable non-trade, 3. Accrued income taxes

These are listed at carrying value since fair value approximates their carrying value because of their short-term settlement.

Derivatives

Refer to Note 18.

(2) Non-listed stocks (consolidated balance sheet amount of ¥54 million) have no quoted market prices and their future cash flows cannot be estimated, thus determining fair value is recognized to be extremely difficult. Therefore, these are not included in 4. Investment securities.

(3) Monetary claim of the payment of redemption after the consolidated balance sheet dates

|  | Millions of yen |                               |                                 |               |
|--|-----------------|-------------------------------|---------------------------------|---------------|
|  | 2014            |                               |                                 |               |
|  | Within 1 year   | Over 1 year<br>within 5 years | Over 5 years<br>within 10 years | Over 10 years |
| 1. Cash and cash equivalents           | ¥50,361         | _                             | _                               | -             |
| 2. Time deposits                       | ts 27,073       |                               | _                               | _             |
| 3. Trade notes and accounts receivable | 99,235          | _                             | _                               | _             |

#### 18. Derivative Transactions

#### Matters regarding the current prices of transactions

#### **2015**:

#### 1) Currency-related transactions to which hedge accounting is not applied

|                                   |                  | Millions of yen |            |                           |  |
|-----------------------------------|------------------|-----------------|------------|---------------------------|--|
|                                   |                  | 20              | 15         |                           |  |
|                                   | Contract amounts | Over one year   | Fair value | Unrealized gain<br>(loss) |  |
| Forward foreign exchange contract |                  |                 |            |                           |  |
| Selling position                  |                  |                 |            |                           |  |
| U.S. dollars                      | ¥ 705            | ¥—              | ¥ (93)     | ¥ (93)                    |  |
| Buying position                   |                  |                 |            |                           |  |
| Swedish krona                     | 1,439            | —               | 7          | 7                         |  |
| U.S. dollars                      | 2,397            | —               | 292        | 292                       |  |
| Euros                             | 31               | —               | (1)        | (1)                       |  |
| Total                             | ¥4,572           | ¥—              | ¥205       | ¥205                      |  |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

|                                   | Thousands of U.S. dollars |               |            |                           |  |
|-----------------------------------|---------------------------|---------------|------------|---------------------------|--|
|                                   |                           | 2015          |            |                           |  |
|                                   | Contract amounts          | Over one year | Fair value | Unrealized gain<br>(loss) |  |
| Forward foreign exchange contract |                           |               |            |                           |  |
| Selling position                  |                           |               |            |                           |  |
| U.S. dollars                      | \$ 5,867                  | \$—           | \$ (777)   | \$ (777)                  |  |
| Buying position                   |                           |               |            |                           |  |
| Swedish krona                     | 11,976                    | —             | 62         | 62                        |  |
| U.S. dollars                      | 19,947                    | —             | 2,430      | 2,430                     |  |
| Euros                             | 254                       | _             | (5)        | (5)                       |  |
| Total                             | \$38,044                  | \$-           | \$1,710    | \$1,710                   |  |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

#### 2) Currency-related transactions to which hedge accounting is applied

|                                   |                                     | Millions of yen  |               |            |  |
|-----------------------------------|-------------------------------------|------------------|---------------|------------|--|
|                                   |                                     | 2015             |               |            |  |
|                                   | Hedged items                        | Contract amounts | Over one year | Fair value |  |
| Forward foreign exchange contract |                                     |                  |               |            |  |
| Selling position                  |                                     |                  |               |            |  |
| U.S. dollars                      | Trade notes and accounts receivable | ¥ 9,470          | ¥3,767        | ¥(804)     |  |
| Euros                             | Trade notes and accounts receivable | 31               | -             | 0          |  |
| Swedish krona                     | Trade notes and accounts receivable | 4,272            | 1,435         | 209        |  |
| Buying position                   |                                     |                  |               |            |  |
| Euros                             | Trade notes and accounts payable    | 259              | 108           | (14)       |  |
| U.S. dollars                      | Trade notes and accounts payable    | 5,013            | 2,199         | 280        |  |
| Swedish krona                     | Trade notes and accounts payable    | 45               | -             | (2)        |  |
| Chinese yuan                      | Trade notes and accounts payable    | 31               | —             | 3          |  |
| Total                             |                                     | ¥19,121          | ¥7,509        | ¥(328)     |  |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

|                                   | Thousands of U.S. dollars           |                  |               |            |
|-----------------------------------|-------------------------------------|------------------|---------------|------------|
|                                   |                                     | 2015             |               |            |
|                                   | Hedged items                        | Contract amounts | Over one year | Fair value |
| Forward foreign exchange contract |                                     |                  |               |            |
| Selling position                  |                                     |                  |               |            |
| U.S. dollars                      | Trade notes and accounts receivable | \$ 78,805        | \$31,349      | \$(6,695)  |
| Euros                             | Trade notes and accounts receivable | 260              | -             | 0          |
| Swedish krona                     | Trade notes and accounts receivable | 35,550           | 11,945        | 1,741      |
| Buying position                   |                                     |                  |               |            |
| Euros                             | Trade notes and accounts payable    | 2,153            | 896           | (117)      |
| U.S. dollars                      | Trade notes and accounts payable    | 41,715           | 18,301        | 2,330      |
| Swedish krona                     | Trade notes and accounts payable    | 374              | -             | (14)       |
| Chinese yuan                      | Trade notes and accounts payable    | 262              | _             | 23         |
| Total                             |                                     | \$159,119        | \$62,491      | \$(2,732)  |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

#### 2014:

1) Currency-related transactions to which hedge accounting is not applied

|                                   |                  | Millions of yen |            |                        |  |
|-----------------------------------|------------------|-----------------|------------|------------------------|--|
|                                   |                  | 2014            |            |                        |  |
|                                   | Contract amounts | Over one year   | Fair value | Unrealized gain (loss) |  |
| Forward foreign exchange contract |                  |                 |            |                        |  |
| Selling position                  |                  |                 |            |                        |  |
| U.S. dollars                      | ¥1,310           | ¥—              | ¥ (47)     | ¥ (47)                 |  |
| Buying position                   |                  |                 |            |                        |  |
| Swedish krona                     | 448              | _               | 7          | 7                      |  |
| U.S. dollars                      | 5,147            | _               | 148        | 148                    |  |
| Euros                             | 176              | _               | 4          | 4                      |  |
| Total                             | ¥7,081           | ¥—              | ¥112       | ¥112                   |  |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

#### 2) Currency-related transactions to which hedge accounting is applied

|                                   |  |                  | Millions of yen |            |
|-----------------------------------|--|------------------|-----------------|------------|
|                                   |  |                  | 2014            |            |
|                                   | Hedged items                           | Contract amounts | Over one year   | Fair value |
| Forward foreign exchange contract |  |                  |                 |            |
| Selling position                  |  |                  |                 |            |
| U.S. dollars                      | Trade notes and accounts receivable    | ¥ 593            | ¥ 40            | ¥ (12)     |
| Euros                             | Trade notes and accounts receivable    | 190              | _               | (1)        |
| Swedish krona                     | Trade notes and<br>accounts receivable | 2,172            | _               | (31)       |
| Buying position                   |  |                  |                 |            |
| Euros                             | Trade notes and<br>accounts payable    | 436              | _               | 91         |
| U.S. dollars                      | Trade notes and<br>accounts payable    | 4,804            | 1,340           | 168        |
| Swedish krona                     | Trade notes and accounts payable       | 26               | _               | (0)        |
| Total                             |  | ¥8,221           | ¥1,380          | ¥215       |

Note: The fair value is calculated based on prices shown by the correspondent financial institutions.

19. Transactions with Related Parties

#### **2015**:

#### I) Transactions between related parties and the Company

The parent company of the Company and principal shareholders (limited to companies)

| Status            | Name                   | Address             | Capital<br>(Millions of yen) | Business   |
|-------------------|------------------------|---------------------|------------------------------|--|
| Parent<br>company | Toshiba<br>Corporation | Minato-ku,<br>Tokyo | ¥439,901                     | <ol> <li>Manufacture of electric machines<br/>and equipment</li> <li>Manufacture of measuring<br/>instruments, medical equipment and<br/>apparatus, and other machines and<br/>equipment</li> <li>Software development and supply,<br/>electronic communication,<br/>broadcasting, information<br/>processing, information service</li> <li>Chemical industry, metal industry,<br/>construction, ceramic industry,<br/>mining, soil and gravel mining</li> <li>Business incidental or related to<br/>each of the above-mentioned<br/>businesses or industries</li> <li>Investment in the company engaged<br/>in any of the above-mentioned<br/>businesses</li> </ol> |

Notes:

1. The amounts stated above do not include consumption taxes, except for the balance at fiscal year-end, which includes the consumption taxes amount for business transaction.

2. Toshiba Insurance Service Corporation owns 1.64% of the Company's voting rights.

#### ${\rm I\!I}$ ) Transactions between related parties and the Company's consolidated subsidiaries

The parent company of the Company and principal shareholders (limited to companies)

| Status            | Name                   | Address             | Capital<br>(Millions of yen) | Business   |
|-------------------|------------------------|---------------------|------------------------------|--|
| Parent<br>company | Toshiba<br>Corporation | Minato-ku,<br>Tokyo | ¥439,901                     | 1. Manufacture of electric machines<br>and equipment   |
|                   |                        |                     |                              | <ol> <li>Manufacture of measuring<br/>instruments, medical equipment and<br/>apparatus, and other machines and<br/>equipment</li> </ol>              |
|                   |                        |                     |                              | <ol> <li>Software development and supply,<br/>electronic communication,<br/>broadcasting, information<br/>processing, information service</li> </ol> |
|                   |                        |                     |                              | <ol> <li>Chemical industry, metal industry,<br/>construction, ceramic industry,<br/>mining, soil and gravel mining</li> </ol>                        |
|                   |                        |                     |                              | <ol> <li>Business incidental or related to<br/>each of the above-mentioned<br/>businesses or industries</li> </ol>                                   |
|                   |                        |                     |                              | <ol> <li>Investment in the company engaged<br/>in any of the above-mentioned<br/>businesses</li> </ol>   |

Note: Consumption taxes are not included in above-mentioned amounts pertaining to either transaction amounts or the balance at fiscal year-end.

| Percentage of  | Relationship |   |                             |  |                         |   | Balance at fiscal    |
|--|--------------|---|-----------------------------|--|-------------------------|---|----------------------|
| voting rights<br>held by the<br>parent company,<br>etc. (%) Dispatch of<br>executive<br>officers, etc. Business relationship |              | Transactions  |                             | amounts<br>(Millions of yen)<br>(Thousands of<br>U.S. dollars) | Account item            | year-end<br>(Millions of yen)<br>(Thousands of<br>U.S. dollars) |                      |
| Direct 59.81<br>Indirect 1.64  | None         | Accepting orders<br>from the parent,<br>the Company                             | Business<br>transactions    | Construction contracting                                       | ¥101,528<br>\$844,868   | Accounts receivable<br>– completed work                         | ¥71,422<br>\$594,339 |
|  |              | performs electric<br>works, pipe works,<br>machinery<br>installation            |                             |  |                         | Other current assets  | ¥121<br>\$1,008      |
|  |              | contracts, electric<br>communication<br>works, building<br>construction,        |                             | Purchasing of materials  | ¥17,581<br>\$146,303    | Advances received on<br>uncompleted<br>construction contracts   | ¥1,173<br>\$9,758    |
|  |              | firefighting facility<br>construction and<br>steel structure<br>building works. |                             |  |                         | Accounts payable<br>— construction work                         | ¥7,411<br>\$61,670   |
|  |              | The Company also<br>purchases part of<br>the materials                          |                             |  |                         | Other current<br>liabilities                                    | ¥104<br>\$862        |
|  |              | necessary for these<br>building or other<br>works listed above.                 | Non-business<br>transaction | Deposit of<br>funds  | ¥244,610<br>\$2,035,533 | Group deposits  | ¥61,480<br>\$511,609 |

Policy for determining trade terms and other related matters The general terms and conditions are applied to the contract for construction and purchasing of materials. The Company is depositing funds with Toshiba Corporation under a basic agreement entered into between the Company and Toshiba Corporation concerning fund transactions.

| Percentage of<br>voting rights<br>held by the<br>parent company,<br>etc. (%) | F<br>Dispatch of<br>executive<br>officers, etc. | Relationship<br>Business relationship | Transactions                |                     | Transaction<br>amounts<br>(Millions of yen)<br>(Thousands of<br>U.S. dollars) | Account item   | Balance at fiscal<br>year-end<br>(Millions of yen)<br>(Thousands of<br>U.S. dollars) |
|--|---|---------------------------------------|-----------------------------|---------------------|---|----------------|--|
| Direct 59.81<br>Indirect 1.64  | None  | Deposit of funds                      | Non-business<br>transaction | Deposit of<br>funds | ¥12,098<br>\$100,674  | Group deposits | ¥2,885<br>\$24,008   |
|  |   |                                       |                             |                     |   |                |  |

Policy for determining trade terms and other related matters The Company's consolidated subsidiaries are depositing funds with Toshiba Corporation under a basic agreement entered into between those subsidiaries and Toshiba Corporation concerning fund transactions.

#### 2014:

#### I) Transactions between related parties and the Company

The parent company of the Company and principal shareholders (limited to companies)

| Status            | Name                   | Address             | Capital<br>(Millions of yen) | Business   |
|-------------------|------------------------|---------------------|------------------------------|--|
| Parent<br>company | Toshiba<br>Corporation | Minato-ku,<br>Tokyo | ¥439,901                     | 1. Manufacture of electric machines<br>and equipment   |
| company           | corporation            | Tokyo               |                              | <ol> <li>Manufacture of measuring<br/>instruments, medical equipment and<br/>apparatus, and other machines and<br/>equipment</li> </ol>              |
|                   |                        |                     |                              | <ol> <li>Software development and supply,<br/>electronic communication,<br/>broadcasting, information<br/>processing, information service</li> </ol> |
|                   |                        |                     |                              | <ol> <li>Chemical industry, metal industry,<br/>construction, ceramic industry,<br/>mining, soil and gravel mining</li> </ol>                        |
|                   |                        |                     |                              | 5. Business incidental or related to<br>each of the above-mentioned<br>businesses or industries  |
|                   |                        |                     |                              | <ol> <li>Investment in the company engaged<br/>in any of the above-mentioned<br/>businesses</li> </ol>   |

Notes:

1. The amounts stated above do not include consumption taxes, except for the balance at fiscal year-end, which includes the consumption taxes amount for business transaction.

2. Toshiba Insurance Service Corporation owns 1.64% of the Company's voting rights.

#### ${\rm I\!I}$ ) Transactions between related parties and the Company's consolidated subsidiaries

The parent company of the Company and principal shareholders (limited to companies)

| Status            | Name                   | Address             | Capital<br>(Millions of yen) | Business   |
|-------------------|------------------------|---------------------|------------------------------|--|
| Parent<br>company | Toshiba<br>Corporation | Minato-ku,<br>Tokyo | ¥439,901                     | 1. Manufacture of electric machines<br>and equipment   |
|                   |                        |                     |                              | <ol> <li>Manufacture of measuring<br/>instruments, medical equipment and<br/>apparatus, and other machines and<br/>equipment</li> </ol>              |
|                   |                        |                     |                              | <ol> <li>Software development and supply,<br/>electronic communication,<br/>broadcasting, information<br/>processing, information service</li> </ol> |
|                   |                        |                     |                              | <ol> <li>Chemical industry, metal industry,<br/>construction, ceramic industry,<br/>mining, soil and gravel mining</li> </ol>                        |
|                   |                        |                     |                              | 5. Business incidental or related to<br>each of the above-mentioned<br>businesses or industries  |
|                   |                        |                     |                              | <ol> <li>Investment in the company engaged<br/>in any of the above-mentioned<br/>businesses</li> </ol>   |

Note: Consumption taxes are not included in above-mentioned amounts pertaining to either transaction amounts or the balance at fiscal year-end.

| Percentage of   | Relationship                               |   |                             |                          |   |   |  |  |
|---|--|---|-----------------------------|--------------------------|---|---|--|--|
| voting rights<br>held by the<br>parent company,<br>etc. (%) | Dispatch of<br>executive<br>officers, etc. | Business relationship   | Transactions                |                          | Transaction<br>amounts<br>(Millions of yen) | Account item  | Balance at fiscal<br>year-end<br>(Millions of yen) |  |
| Direct 59.81<br>Indirect 1.64                               | None                                       | Accepting orders<br>from the parent,<br>the Company<br>performs electric  | Business<br>transactions    | Construction contracting | ¥ 95,499                                    | Accounts receivable<br>— completed work                       | ¥65,940  |  |
|   |  | works, pipe works,<br>machinery<br>installation                           |                             |                          |   | Other current assets  | ¥ 100  |  |
|   |  | contracts, electric<br>communication<br>works, building<br>construction,  |                             | Purchasing of materials  | ¥ 8,457                                     | Advances received on<br>uncompleted<br>construction contracts | ¥ 367  |  |
|   |  | firefighting facility<br>construction and<br>steel structure              |                             |                          |   | Accounts payable<br>— construction work                       | ¥ 9,004  |  |
|   |  | building works.<br>The Company also<br>purchases part of<br>the materials |                             |                          |   | Other current<br>liabilities                                  | ¥ 51   |  |
|   |  | necessary for these<br>building or other<br>works listed above.           | Non-business<br>transaction | Deposit of<br>funds      | ¥248,290                                    | Group deposits  | ¥69,740  |  |

Policy for determining trade terms and other related matters The general terms and conditions are applied to the contract for construction and purchasing of materials. The Company is depositing funds with Toshiba Corporation under a basic agreement entered into between the Company and Toshiba Corporation concerning fund transactions.

| Percentage of   | F  | Relationship          |                             |                     | Transaction |                |  |  |
|---|--|-----------------------|-----------------------------|---------------------|-------------|----------------|--|--|
| voting rights<br>held by the<br>parent company,<br>etc. (%) | Dispatch of<br>executive<br>officers, etc. | Business relationship | Transad                     | Transactions        |             | Account item   | Balance at fiscal<br>year-end<br>(Millions of yen) |  |
| Direct 59.81<br>Indirect 1.64                               | None                                       | Deposit of funds      | Non-business<br>transaction | Deposit of<br>funds | ¥13,185     | Group deposits | ¥2,482   |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |
|   |  |                       |                             |                     |             |                |  |  |

Policy for determining trade terms and other related matters The Company's consolidated subsidiaries are depositing funds with Toshiba Corporation under a basic agreement entered into between those subsidiaries and Toshiba Corporation concerning fund transactions.



## Stock Information As of March 31 2015

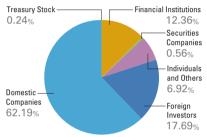
Common Stock: 265,000,000 shares

**Issued and Outstanding:** 97.656.888 shares

**Total Number of Shareholders:** 3,965

**Paid-in Capital:** ¥11,876,021,006

#### **Distribution of Shareholders:**



## Corporate Data As of August 7, 2015

#### THE SENIOR MANAGEMENT AND CORPORATE AUDITORS

President and Chief Executive Officer, Representative Director Rvo Matsukawa

#### DOMESTIC OFFICES

#### **Tsurumi Office (Head Office)**

36-5, Tsurumichuo 4-chome, Tsurumi-ku, Yokohama City, Kanagawa 230-8691, Japan Tel: +81-45-500-7050

#### Kawasaki Office

1310, Omiya-cho, Saiwai-ku, Kawasaki City, Kanagawa 212-8551, Japan

#### Isogo Office

8, Shinsugita-cho, Isogo-ku, Yokohama City, Kanagawa 235-8523, Japan

#### **Principal Shareholders:**

| Names of Shareholders   | Number of<br>Shares Held<br>(Thousands) | Percentage of<br>Total Shares<br>Outstanding |
|---|---|--|
| Toshiba Corporation   | 58,242                                  | 59.64%                                       |
| The Master Trust Bank of Japan Limited (Trust Account)                  | 3,535                                   | 3.62   |
| Japan Trustee Services Bank, Ltd. (Trust Account)                       | 2,842                                   | 2.91   |
| Northern Trust Company (AVFC) Re Fidelity Funds                         | 2,056                                   | 2.11   |
| Toshiba Insurance Service Corporation                                   | 1,600                                   | 1.64   |
| Japan Trustee Services Bank, Ltd. (Trust account 9)                     | 1,508                                   | 1.54   |
| BNYML-Non Treaty Account  | 1,484                                   | 1.52   |
| Toshiba Plant Systems & Services Employees'<br>Shareholding Association | 1,444                                   | 1.48   |
| State Street Bank and Trust Company 505041                              | 1,250                                   | 1.28   |
| Goldman Sachs International   | 853                                     | 0.87   |
| Total of 10 shareholders  | 74,817                                  | 76.61%                                       |

Executive Vice Presidents and Directors Shunichi Haga Junii Ishii

Senior Vice Presidents and Directors Yasuyuki Saito Masahiko Teshigawara Masaharu Yoshida

#### SUBSIDIARIES AND AFFILIATES

#### Domestic

Shibaura Plant Corp. 8, Shinsugita-cho, Isogo-ku, Yokohama City, Kanagawa 235-8523, Japan

Kansai Toshiba Engineering Corp. 2-6-8, Honcho, Chuo-ku,

Osaka 541-0053, Japan

Toshiba Engineering Service Corp. 36-5. Tsurumi chuo 4-chome. Tsurumi-ku, Yokohama City,

### Kanagawa 230-8691, Japan

ES Toshiba Engineering Corp. 8. Shinsuqita-cho, Isoqo-ku, Yokohama City, Kanagawa 235-8523, Japan

#### SKS Co., Ltd.

36-5, Tsurumi chuo 4-chome, Tsurumi-ku, Yokohama Citv, Kanagawa 230-8691, Japan

Vice Presidents and Directors Yoshikatsu Tanaka Kenii Usui Munashi Nagai Hideyo Tamura Takeshi Suemoto

Outside Director

**Overseas** 

#### Executive Officers Koichi Kamei

Yasuo Yamazaki Masahiro Sakatoh Yoichi Satoh Takashi Tokunaga Hideo Mikami Kazunori Tsuruhara

#### Statutory Auditors

Takatsugu Yamane Rvoii Sotoike Shinichi Morooka Takashi Ishii

Kishiko Wada

#### TPSC (THAILAND) CO., LTD.

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#### TPSC (VIETNAM) CO., LTD.

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#### TPSC (INDIA) PRIVATE LIMITED

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PT. TOSPI ANT ENGINEERING INDONESIA

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#### TOSPLANT ENGINEERING (THAILAND) CO., LTD.

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#### **TOSHIBA PLANT SYSTEMS & SERVICES CORPORATION**

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