## **Restar Holdings Corporation**

1st Half FY 2019 (Apr – Sep 2019)

Consolidated Financial Results

November 13, 2019



1<sup>st</sup> Half FY 2019 (Apr – Sep 2019) Consolidated Financial Results



# Financial Highlights

	1H FY 2018		1H FY 2019		YoY	
	Millions of Yen	% of net sales	Millions of Yen	% of net sales	Growth	% Growth
Net Sales	197,804	_	202,984	_	5,180	2.6%
Gross Profit	13,328	6.7%	13,347	6.6%	18	0.1%
SGA	8,725	4.4%	9,862	4.9%	1,137	13.0%
Operating Income	4,603	2.3%	3,484	1.7%	△1,118	△24.3%
Ordinary Income	3,973	2.0%	5,633	2.8%	1,659	41.8%
Net Income Attributable	2,979	1.5%	4,446	2.2%	1,467	49.2%
to Owners of Parent	2,919	1.3 /0	4,440	2.2/0	1,407	43.270

Net Sales: Steady growth of "Procurement", "Electronic Equipment" and "Environmental Energy" Operating Income:

Appropriated 594 million yen (provisional amortization of goodwill in business integration) for SGA Collected allowance for doubtful account in PY caused shrink (reversal of SGA)

Ordinary Income/Net Income

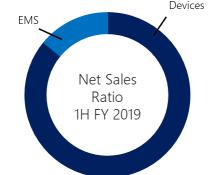
Investment gain on equity method of 2,901 million yen (non-operating income)

\*Released a news about "Stock acquisition (Equity method) " on May 13, 2019



Semiconductor/Electronic Component

	(3)	(4)		
	1H FY 2018	1H FY 2019	Yc	Υ
	Millions of yen	Millions of yen	Growth	% Growth
Net Sales	157,577	149,438	△8,139	△5.2%
Operating Income	3,610	2,264	△1,346	△37.3%



#### Devices

- ·Integration of synergy effects effectively progress
  - →Develop new business demand by expanding suppliers and products line-up in addition to local offices integration and cost reduction
- ·Shrink in the demand of Smart phone, Digital Camera and price erosion of Memory
- ·Shrink of allowance for doubtful account (reversal of SGA) and loss from inventory devalue

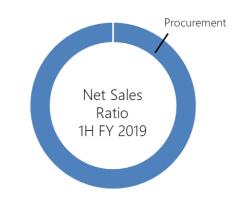
#### EMS

- ·Steady growth of display material for information communication terminal for overseas market
- ·Increasing sales and profit in EMS business



#### Procurement

	(5)			
	1H FY 2018	1H FY 2019	Yc	ρΥ
	Millions of yen	Millions of yen	Growth	% of Growth
Net Sales	26,778	38,053	11,275	42.1%
Operating Income	290	207	△83	△28.6%



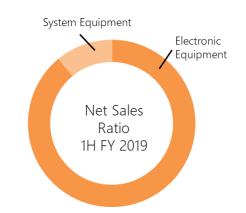
#### Procurement

- Net sales increase by maintaining strengthen collaboration with Panasonic Group for Automotive, PC devices
- ·Contribute sales by VWPG which is a joint venture with WPG Group for PC manufactures
- ·Impact of operating income by exchange rate (strong yen trend) are rather small
- •Start to seek synergy effects among group companies (cooperation between "Procurement" and "Semiconductor/Electronic Component"), and develop new clients and increase operational efficiency



### Electronic Equipment

(6)					
	1H FY 2018	1H FY 2019	Yc	У	
	Millions of yen	Millions of yen	Growth	% of Growth	
Net Sales	9,414	11,377	1,962	20.8%	
Operating Income	87	454	367	421.5%	

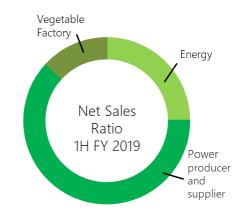


- ■System Equipment
  - ·Work on large-scale businesses for some companies, organizations and broadcasts, and growth of net sales by demand increase for replacing monitors to 4K equipment
  - ·Increase in operating income by expanded high added value business from planning, execution to maintenance and reviewed costs radically
- Measuring Equipment
  - ·Steady growth of measuring equipment related to radio wave and environment
- ■System Equipment
  - ·Good growth of cashless terminal for payment and security products for offices



### **Environmental Energy**

	(8)			
	1H FY 2018	1H FY 2019	Yc	γ
	Millions of yen	Millions of yen	Growth	% of Growth
Net Sales	5,405	5,658	252	4.7%
Operating Income	702	827	125	17.9%



- Energy
  - ·Rapid increase in net sales of panels and components for newly establishing solar power plants, and steady growing net sales of power generation by solar power and wind power
  - ·Tackle positively for power generation in overseas location
- Power producer and supplier
  - ·With acquisition of new clients, reduced a dependency to whole sale electricity market and saved cost for buying
- Vegetable Factory
  - •Establish the largest size of supply system among Japan, increasing revenues of B2B market such as convenience store chain by wide range of line up
  - · All 5 factories got GLOBALG.A.P. certification; improve safety and quality of products



#### Notes:

- (1) FY 2018 ended March 31, 2019; 2019 ended March 31, 2019.
- (2) Calculated as simply aggregated figures of UKC Holdings Corp. and Vitec Holdings Co., LTD. for FY 2018.
- (3)Calculated as simply aggregated figures of UKC's "Semiconductor/Electronic Component" and "Quality and reliability test/environmental material analysis service" with Vitec's "Devices (except Measuring Equipment)" for the 1st half of FY 2018.
- (4)Foreign subsidiaries' financial period are changed the end of FY 2018 from December 31, 2018 to March 31, 2019: consolidated financial performance in 1H FY 2019 includes these subsidiaries' between January and March. (Term change of the fiscal year affects 8,946 million yen as net sales and 249 million yen as segment operating income)
- (5) Figures are Vitec's "Procurement" for the 1st half of FY 2018.
- (6)Calculated as simply aggregated figures of UKC's "Electronic Equipment" and "Contactless IC card" with Vitec's "Measuring Equipment" for the 1st half of FY 2018.
- (7) Combination of revenue increase and cost reduction, operating income improved widely.
- (8) Figures are Vitec's "Environmental Energy" for the 1st half of FY 2018.



### Consolidated Balance Sheet

Millions of yen	FY 2018*	1H FY 2019
Assets		
Current Assets	147,194	141,255
Fixed Assets	31,973	58,960
Total Assets	179,166	200,216
Liabilities and Equity		
Current Liabilities	102,982	107,308
Fixed Liabilities	18,656	19,080
Equity	57,529	73,827
Total Liabilities and Equity	179,166	200,216
Equity Ratio	_	35.3%
BPS (Yen)	_	2,351.89

<sup>\*</sup>Calculated as simply aggregated figures of UKC Holdings Corp. and Vitec Holdings Co., LTD. for FY 2018.



### Cash Flow

(Millions of yen)

Opening balance: Cash and cash equivalents	12,961
<ul><li>Net cash provided by operating activites</li><li>Shrink income before income taxes of 1H</li></ul>	3,177
and inventories  ■ Net cash provided by investment activites	△11,146
<ul> <li>&gt; Purchase of investments in subsidiaries and affiliates</li> <li>■ Net cash provided by financing activites</li> </ul>	7,653
> Increase in short-term loans, cash dividends paid  Effect of exchange rate change and others	5,635
End balance of period: Cash and cash equivalents	18,280



Revisions to the Consolidated Financial Forecasts for FY 2019



### Revisions to the Consolidated Financial Forecasts

	Net sales	Operating Income	Ordinary Income	Net Income Attributable to Owners of Parent	Net Income per Share
Previous Forecast (A)	Millions of yen	Millions of yen	Millions of yen	Millions of yen	Yen
(May 13, 2019)	410000	8000	6500	4000	133.03
Revised Forecast (B) (Nov 13,2019)	410,000	7,000	8,000	5,500	182.91
Difference (B-A)		△1,000	1,500	1,500	_
Changes from Previous Forecast (%)	_	△12.5	23.1	37.5	_
(Reference) Results for the Previous Fiscal Year	205,771	4,508	4,198	2,192	139.69

- Reasons for revisions (1)
- ·Appropriated 594 million yen (provisional amortization of goodwill in business integration) for SGA
- •Investment gain by equity method of 2,901 million yen for stock acquisition of Ryoyo Electro Corporation in this May (non-operating income)



## Shareholder Return Policy

### Total Shareholder Return Ratio\*: 50% or More

\*(total dividend + total stock buybacks) / adjusted consolidated profit

- ·Keep stable and sustainable dividends payout in the medium term
- ·Work on strategic investment for our future growth to improve capital efficiency sustainably and expand profit even further

▼FY 2019 (Year-ended March 31, 2020) Dividend Forecast (2)

	Dividend Per Share (Yen)			
Period	1 <sup>st</sup> Half	2 <sup>nd</sup> Half (Expected)	Annual (Expected)	
FY 2019	35.00	45.00 (Ordinary dividends 35.00) (Memorable dividends 10.00)	80.00 (Ordinary dividends 35.00) (Memorable dividends 10.00)	



#### Notes:

- (1)The fixed amount of provisional amortization of goodwill in business integration in 1H FY 2019 will be disclosed once it is decided.
  - The effect of supplier(CHUNGHWA PICTURE TUBES, LTD.)'s company reorganization procedure related on "Semiconductor/Electronic Component" is also the same.
- (2) No change from the previous announcement.



## **TOPICS**



## Progress of Business Integration

### Business Scheme Redesign

- ·Integrated UKC's "Semiconductor/Electronic Component" with Vitec's "Devices"
- ·Integrated UKC's "Electronic Equipment" with Vitec's "Measuring Equipment"

#### Collaboration with our Partners & Expanded Product Linecards by Integration

- \*Sold stock of our subsidiary "Infinitec Co., Ltd." partially to our partner "PCI Holdings, INC." in order to reorganize as a joint venture
- ·Started cross selling for our clients from UKC and Vitec, and activate both resources

### Headquarters Function & Local Offices Integration

- ·Created a new organization with assigning the right person in the right place
- ·Completed domestic and overseas local offices integration by the end of October 2019



### CAR ELE JAPAN NAGOYA

Restar Electronics Corporation exhibited our booth at "2<sup>nd</sup> Int'l Automotive Electronics Expo Nagoya"







Int'l Automotive Electronics Expo: The World Leading Exhibition Specialized in Automotive Electronics Date: Sep 18 – 20, 2019, Place: Nagoya, Visitors: approx. 37,000 Restar Electronics Corporation exhibited "Camera Monitoring System with Al image recognition" developed in-house, other components for automotive and "Machine vision camera with Al" for solution of manufacturing inspection.



## News from Vegetable Factory

Parliamentary Vice-Minister of Economy, Trade and Industry Shuji Miyamoto and Member of the House of Representatives Hiroshi Hase visited Nakanoto Factory of Vitec Farm Nanao Co.,Ltd. in Ishikawa prefecture. (Date: Oct 28, 2019)

In our vegetable factory business, it became the largest supply system among Japan, as 5 factories were established. Also, our product lineup have been expanded and sales for B2B market is progressing.





The demand of vegetable made in the factory is increasing for the effect of unpredictable climate change. We accelerate joint R&D projects with universities and strive to archive progress of vegetable factory business even further.



### Collaboration with Partners

- ✓ Expand "Size of Business" and "Field of Technologies"
- ✓ New business development with "New Markets" and "New Customer Segments"

Business Integration between VSE Inc. (Joint venture with PCI Holdings Inc.) and Syswave Corp. (Subsidiary of PCI Holdings Inc.)

Further expansion of capital and business alliance with PCI group by "Technology" as a main focus

PCI Group: an our capital and business partner, information service businesses in, embedded solution, business solution, IoT/IoE solution and total solution for semiconductors field



### **APPENDIX**



Semiconductor/ Electronic Component

### Semiconductor/Electronic Component

- ·Deal in "cutting-edge" and energy/environmental devices from worldwide
- ·Offer unique solutions by wide range of products, high level technological support

Semiconductor/ Electronic Component

#### Quality and reliability test/ environmental material analysis service

·Variety of quality evaluations and hazardous substances test for devices and electronic components

Semiconductor/ Electronic Component

### System Engineering

·LSI designing, evaluation and test services for semiconductors, especially for image sensors



Semiconductor/ Electronic Component

#### **EMS**

•Electronic component mounting for OEL panel in our group's factory, and comprehensive purchase, production control and quality assurance function

Procurement

#### Procurement

- ·Offer global procurement and trading services to meet customer needs
- ·Offer "unique contract and fringe" services of procurement as outsourcing



Electronic Equipment

#### Electronic Equipment

- •Total solution from design, execution to maintenance of equipment for communication, audio, video and broadcast
- ·Offer solutions by cutting-edge technologies of data processing, audio and video

Electronic Equipment

#### Measuring Equipment

- ·Offer unique applications of measuring, usage, system, and designing
- ·Support services of repair, measurement calibration for research, development, and sales

Electronic Equipment

#### System Equipment

•Development, production and sales of NFC (Near Field Communication) technologies including Felica



Environmental Energy

#### Renewable Energy

·Introduce solar and wind power generation as renewable energy, to promote operation management services with local partners

Environmental Energy

#### Power Producer and Supplier

·Comprehensive energy management by consulting, power supply, broker focused on renewable energy

Environmental Energy

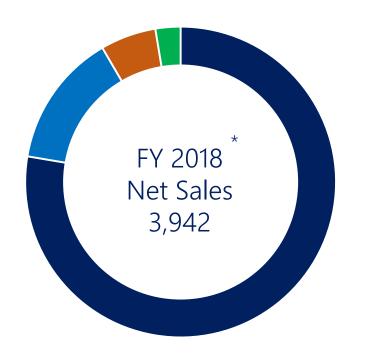
#### Vegetable Factory

•Production and sales of vegetables in completely closed factories for B2B market such as convenience stores and restaurant chains



### Net Sales of % by segments

(One hundred billions of yen)





\*Rearranged segments and calculated as simply aggregated figures of UKC Holdings Corp. and Vitec Holdings Co., LTD. for FY 2018.





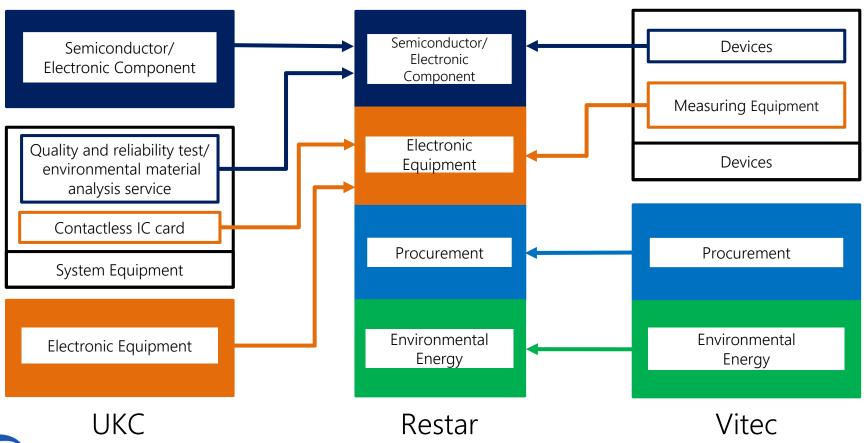
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Electronic Equipment





## Segment Changes





## Net Sales History and Forecasts

(Millions of Yen)

	FY 2016	FY 2017	FY 2018*	Restar FY 2019 Full-year Forecasts
UKC	273,752	301,449	205,771	
Vitec	138,841	185,883	188,519	410,000
Total	412,593	487,332	394,290	

<sup>\*</sup>Calculated as simply aggregated figures of UKC Holdings Corp. and Vitec Holdings Co., LTD..



### Consolidated Progress & Loss (Till FY 2018)

 $\nabla$  UKC Holdings Corp.

 $\nabla$  Vitec Holdings Co., LTD.

	FY 2017	FY 2018			FY 2017	FY 2018	
	Apr 2017-	Apr 2018-	YoY		Apr 2017-	Apr 2018-	YoY
	Mar 2018	Mar 2019			Mar 2018	Mar 2019	
Net Sales	301,449	205,771	<b>▲</b> 95,678	Net Sales	185,883	188,519	2,636
Operating Income	4,384	4,508	124	Operating Income	3,130	4,137	1,006
Ordinary Income	3,908	4,198	290	Ordinary Income	2,573	2,789	226
Net Income Attributable to Ownenrs Parent	2,129	2,192	63	Net Income Attributable to Ownenrs Parent	1,840	1,761	<b>▲</b> 79



## Management Principles of the Restar Group

Mission

We help society evolve by leveraging information and technology to create and deliver new value and services.

Vision

We aim to be a comprehensive electronics trading company that accommodates all manner of stakeholder needs.

"Global (in view and scale)" "Social Contribution"

"Collaboration and Innovation"

Value
 Through collaboration, we reflect diverse points of view as we create new cultures and values.
 Through innovative ideas and passion, we take on challenges and aim for higher targets.
 By expanding our business arena to encompass the entire world, we contribute to sustainable social evolution.



#### < Investor Relations Contact >

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#### <u>Disclaimer</u>

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## **Restar Holdings Corporation**

1<sup>st</sup> Half FY 2019 (Apr – Sep 2019)

- ·Quarterly Consolidated Balance Sheets
- Quarterly Consolidated Statements of Income and Comprehensive Income
- Quarterly Consolidated Statements of Cash
   Flows

		(MIIIIons of yen)
	As of March 31, 2019	As of September 30, 2019
Assets [abstract]		
Current assets [abstract]		
Cash and deposits	13, 511	18, 280
Notes and accounts receivable-trade	46, 786	71,744
Electronically recorded monetary claims-operating-CA	3, 797	5, 412
Merchandise and finished goods	19, 154	36, 240
Work in process	1,095	1, 445
Raw materials and supplies	734	1, 499
Advance payments-trade	769	305
Other-CA	3, 218	7, 113
Allowance for doubtful accounts-CA-by	△776	△786
group	00.000	141.055
Current assets	88, 289	141, 255
Non-current assets [abstract]		
Property, plant and equipment [abstract]		
Leased assets-PPE	552	14, 291
Accumulated depreciation-lease assets-PPE	△239	△4, 142
	312	10 140
Leased assets, net-PPE Other-PPE		10, 148
<del>-</del>	2, 907	10,820
Property, plant and equipment	3, 219	20, 969
Intangible assets [abstract]	120	11 401
Goodwill Other-IA	130 286	11, 401 824
	416	
Intangible assets	410	12, 225
Investments and other assets [abstract] Investment securities	3, 901	19, 364
Bad debts	9, 774	9, 473
Other-IOA	2, 273	7, 194
Allowance for doubtful accounts-IOA-	2, 210	
by group	$\triangle 10,515$	$\triangle 10,266$
Investments and other assets	5, 434	25, 765
Non-current assets	9, 071	58, 960
Assets	97, 361	200, 216
Liabilities [abstract]	0.,001	200,210
Current liabilities [abstract]		
Notes and accounts payable-trade	25, 130	42,817
Short-term borrowings	28, 095	52, 414
Current portion of long-term borrowings	, <u> </u>	280
Income taxes payable	456	942
Provision for bonuses	531	648
Other-CL	3, 663	10, 204
Current liabilities	57, 878	107, 308
Non-current liabilities [abstract]		
Long-term borrowings		5, 030
Lease obligations-NCL	221	10, 044
Provision for retirement benefits for	46	<u>_</u>
directors (and other officers)	40	
Retirement benefit liability	195	231
Other-NCL	161	3, 773
Non-current liabilities	624	19, 080
Liabilities	58, 502	126, 388

		(Millions of yen)
	As of March 31, 2019	As of September 30, 2019
Net assets [abstract]		
Shareholders' equity [abstract]		
Share capital	4, 383	4, 383
Capital surplus	5, 871	35, 398
Retained earnings	25, 409	28,724
Treasury shares	△6	△7
Shareholders' equity	35, 657	68, 499
Valuation and translation adjustments [abstract]		
Valuation difference on available-for- sale securities	894	758
Deferred gains or losses on hedges	_	$\triangle 26$
Foreign currency translation adjustment	1,874	1, 516
Remeasurements of defined benefit plans	△29	△29
Valuation and translation adjustments	2, 739	2, 219
Share acquisition rights	6	<del>-</del>
Non-controlling interests	454	3, 109
Net assets	38, 858	73, 827
Liabilities and net assets	97, 361	200, 216

### Quarterly Consolidated Statements of Income and Comprehensive Income [Quarterly Consolidated Statements of Income]

(Millions of yen) Six months ended Six months ended September 30, 2018 September 30, 2019 Net sales 104, 246 202, 984 Cost of sales 97, 101 189,637 7, 145 13, 347 Gross profit (loss) Selling, general and administrative expenses 4,745 9,862 2,400 3, 484 Operating profit (loss) Non-operating income [abstract] Interest income-NOI 85 31 Dividend income-NOI 157 19 Foreign exchange gains-NOI 380 Share of profit of entities accounted for 2,980 using equity method-NOI Other-NOI 33 324 3, 411 601 Non-operating income Non-operating expenses [abstract] Interest expenses-NOE 425 870 Foreign exchange losses-NOE 138 Other-NOE 32 252 458 1, 262 Non-operating expenses Ordinary profit (loss) 2,543 5,633 Extraordinary losses [abstract] Loss on liquidation of business-EL 118 Early retirement costs-EL 86 Extraordinary losses 118 86 5, 547 Profit (loss) before income taxes 2,425 Income taxes 445 1, 116 Profit (loss) (after amendment dated 2014-1,979 4,430 03 - 28) Profit (loss) attributable to non- $\triangle 12$  $\triangle 15$ controlling interests Profit (loss) attributable to owners of 1,991 4, 446 parent

#### [Quarterly Consolidated Statements of Comprehensive Income]

(Millions of yen) Six months ended Six months ended September 30, 2018 September 30, 2019 Profit (loss) (after amendment dated 2014-1,979 4,430 03 - 28)Other comprehensive income [abstract] Valuation difference on available-for-147  $\triangle 91$ sale securities, net of tax-OCI Deferred gains or losses on hedges, net  $\triangle 26$ of tax-OCI Foreign currency translation adjustment,  $\triangle 1,273$  $\triangle 327$ net of tax-OCI Remeasurements of defined benefit plans, 2 3 net of tax-OCI Share of other comprehensive income of entities accounted for using equity  $\triangle 86$ method-OCI △529 Other comprehensive income △1, 123 855 3,900 Comprehensive income Comprehensive income attributable to [abstract] Comprehensive income attributable to 868 3,925 owners of parent Comprehensive income attributable to non- $\triangle 12$  $\triangle 24$ controlling interests

	Six months ended September 30, 2018	Six months ended September 30, 2019
Cash flows from operating activities		
[abstract]		
Profit (loss) before income taxes	2, 425	5, 547
Depreciation-OpeCF	335	1, 407
Amortization of goodwill-OpeCF	13	610
Early retirement costs-OpeCF	_	86
Increase (decrease) in retirement benefit liability - OpeCF	△19	△31
Increase (decrease) in allowance for doubtful accounts-OpeCF	△1, 537	△52
Interest and dividend income-OpeCF	△188	△104
Interest expenses-OpeCF	425	870
Foreign exchange losses (gains)-OpeCF	588	△791
Share of loss (profit) of entities	300	△19
accounted for using equity method - OpeCF	_	△2, 980
Decrease (increase) in trade receivables		
2 - OpeCF	2, 081	△645
Decrease (increase) in bad debts-OpeCF	937	30
Decrease (increase) in inventories-OpeCF	4, 151	4, 100
Increase (decrease) in trade payables 2 - OpeCF	△4, 843	△1,63
Decrease (increase) in advance payments - trade - OpeCF	△236	46
Other, net-OpeCF	1, 206	$\triangle 1,35$
Subtotal-OpeCF	5, 339	5, 52
Interest and dividends received - OpeCF/InvCF	183	13
Interest paid - OpeCF/FinCF	△426	△82
Income taxes paid-OpeCF	△920	△2, 11
Income taxes refund-OpeCF	475	45
Net cash provided by (used in) operating	110	10
activities	4, 652	3, 17
Cash flows from investing activities		
[abstract]		
Purchase of property, plant and	△459	$\triangle 40$
equipment-InvCF Proceeds from sales of property, plant		
and equipment-InvCF	0	4
Purchase of long-term prepaid expenses- InvCF	_	△63
Purchase of investment securities-InvCF	△123	$\triangle$
Proceeds from sales of investment securities-InvCF	_	2
Purchase of shares of subsidiaries and associates-InvCF	_	$\triangle$ 10,72
Payments into time deposits-InvCF	△600	-
Proceeds from withdrawal of time		
deposits-InvCF	600	55
Purchase of shares of subsidiaries		
resulting in change in scope of consolidation-InvCF	△134	-
Collection of long-term loans receivable- InvCF	_	1
	△16	△17
Payments of guarantee deposits - InvCF		
Proceeds from refund of guarantee	35	25

National subsidies received - InvCF	_	157
Payments for asset retirement	_	^89
obligations-InvCF		△00
Proceeds from liquidation of	<u> </u>	44
subsidiaries-InvCF		
Other, net-InvCF	△42	△213
Net cash provided by (used in) investing	△740	$\triangle 11, 146$
activities		△11,110
Cash flows from financing activities		
[abstract]		
Net increase (decrease) in short-term	$\triangle 5,665$	8,974
borrowings - FinCF	<b>∠</b> 0,000	3,011
Repayments of long-term borrowings -	$\triangle 2,000$	$\triangle 222$
FinCF	_ <i>,</i>	
Repayments of lease obligations-FinCF	$\triangle 49$	△575
Dividends paid - FinCF	△471	$\triangle 1,092$
Dividends paid to non-controlling	$\triangle 30$	$\wedge$ 42
interests-FinCF		
Proceeds from changes in ownership		
interests in subsidiaries that do not	_	600
result in change in scope of		
consolidation-FinCF		
Other, net-FinCF	0	11
Net cash provided by (used in) financing	$\triangle 8,217$	7,653
activities	△0, 211	1,000

	<u> </u>	(Millions of yen)
	Six months ended September 30, 2018	Six months ended September 30, 2019
Effect of exchange rate change on cash and cash equivalents	78	216
Net increase (decrease) in cash and cash equivalents	△4, 227	△99
Cash and cash equivalents	17, 362	12, 961
Increase in cash and cash equivalents resulting from merger-CCE	_	5, 891
Decrease in cash and cash equivalents resulting from exclusion of subsidiaries from consolidation-CCE	_	△473
Cash and cash equivalents	13, 135	18, 280