## Consolidated Financial Report for the First Three Months of the March 2015 Term <Under Japanese GAAP>

July 25, 2014

#### SATO HOLDINGS CORPORATION

Company code number: 6287

(URL http://www.sato.co.jp)

Shares traded on: TSE1

Executive position of legal representative: Kazuo Matsuyama, President and CEO,

Representative Director

Please address all communications to:

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Financial Officer (CFO), Director

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Scheduled submission date for quarterly securities report: August 8, 2014

Date of commencement of dividend payments:

Supplementary explanatory materials for quarterly results: Available

Holding of meeting to explain quarterly results (for analysts and institutional investors): None

(In millions of yen, with fractional amounts discarded)

# 1. Consolidated operating results for the first three months of the fiscal year ending March 31, 2015 (from April 1, 2014 to June 30, 2014)

#### (1) Consolidated financial results (cumulative)

(Percentage figures show year-on-year change)

	Net sales		Operating income		Ordinary income	
Three months ended	(Millions of yen)	%	(Millions of yen)	%	(Millions of yen)	%
June 30, 2014	23,512	4.0	1,536	18.9	1,590	11.6
June 30, 2013	22,619	6.7	1,292	21.0	1,425	99.4

(Note) Comprehensive income: Three months ended June 30, 2014: ¥758 million (-%)
Three months ended June 30, 2013: ¥1,395 million (-%)

Net income per share, Net income Net income per share fully diluted Three months ended (Millions of yen) % (Yen) (Yen) June 30, 2014 886 4.9 27.70 26.44 June 30, 2013 845 276.6 28.10 25.23

#### (2) Consolidated financial position

	Total assets	Net assets	Equity ratio	Net assets per share
As of	(Millions of yen)	(Millions of yen)	%	(Yen)
June 30, 2014	85,909	46,698	54.3	1,456.57
March 31, 2014	86,737	46,734	53.7	1,454.90

(N.B.) Total equity:

As of June 30, 2014: ¥46,645 million

As of March 31, 2014: ¥46,572 million

#### 2. Dividends

	Annual dividend per share							
	First quarter	First quarter Second quarter Third quarter Year-end Total						
	(Yen)	(Yen)	(Yen)	(Yen)	(Yen)			
March 31, 2014	_	18.00	_	22.00	40.00			
March 31, 2015	_							
March 31, 2015 (Forecast)		20.00	_	22.00	42.00			

(Note) Revisions of projected dividends most recently announced: None

# 3. Consolidated forecasts for the fiscal year ending March 31, 2015 (from April 1, 2014 to March 31, 2015)

(Percentage figures show year-on-year change)

	Net sales		Operating in	come	Ordinary income		Net income		Net income per share
	(Millions of yen)	%	(Millions of yen)	%	(Millions of yen)	%	(Millions of yen)	%	(Yen)
Six months	48,000	4.1	3,600	22.1	3,550	11.3	2,200	16.2	68.70
Annual	100,000	3.3	8,000	18.4	7,900	11.5	5,000	16.4	156.16

(Note) Revisions of consolidated forecasts most recently announced: None

#### \* Notes

(1) Changes in significant subsidiaries during the first three months (changes in specified subsidiaries resulting in the change in scope of consolidation): None

Newly consolidated subsidiaries: None

Companies excluded from scope of consolidation: None

- (2) Application of special accounting for preparing the quarterly consolidated financial statements: None
- (3) Changes in accounting policies, changes in accounting estimates, and restatement of prior period financial statements after error corrections
  - 1) Changes in accounting policies due to revisions to accounting standards: Yes
  - 2) Changes in accounting policies due to other reasons: None
  - 3) Changes in accounting estimates: None
  - 4) Restatement of prior period financial statements after error corrections: None

For details, please refer to the section of "(2) Changes in accounting policies, changes in accounting estimates, and restatement of prior period financial statements after error corrections" of "2. Matters Regarding Summary Information (Notes)" on page 5 of the attached materials.

- (4) Number of issued shares (common shares)
  - 1) Number of issued shares at the end of term (including treasury shares):

As of June 30, 2014: 33,421,932 shares As of March 31, 2014: 33,408,272 shares

2) Number of treasury shares at the end of term:

As of June 30, 2014: 1,398,060 shares As of March 31, 2014: 1,397,813 shares

3) Average number of shares during the term (cumulative from the beginning of the fiscal year to the end of the first three months):

Three months ended June 30, 2014: 32,019,340 shares
Three months ended June 30, 2013: 30,344,177 shares

#### \* Indication about carrying-out of the quarterly review procedures

This quarterly financial report is not subject to the quarterly review procedures based on the Financial Instruments and Exchange Act of Japan. At the time of disclosure of this quarterly financial report, the procedures to review quarterly consolidated financial statements based on the Financial Instruments and Exchange Act have not been completed.

#### \* Explanation about the proper use of consolidated forecasts and other notes

Forward-looking statements, including the consolidated forecasts stated in these materials, are based on information currently available to the Company and certain assumptions deemed reasonable. Consequently, any statements herein do not constitute assurances regarding actual results by the Company. Results may differ materially from the consolidated forecasts due to various factors. Please refer to page 4 of the attached materials to the quarterly financial report for the suppositions that form the assumptions for consolidated forecasts and cautions concerning the use thereof.

## **Attached Materials**

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## 1. Qualitative Information Regarding Settlement of Accounts for the First Three Months

#### (1) Explanation of financial results (percentage changes, year-on-year)

The SATO Group's management objective is to establish sustainable growth and profit in accordance with its basic strategy to "pursue globalization and maximization of customer value." To this end, the SATO Group has compiled the necessary business directions in the Medium-term Management Plan (from the fiscal year ended March 31, 2013 to the fiscal year ending March 31, 2015), which is being implemented by group-wide efforts.

As a result of pursuing these business directions, the SATO Group achieved increased revenues and profits in Japan and all overseas regions in the first three months of this fiscal year, staying on track to achieve the planned targets for the final year of the Medium-term Management Plan. During the first three months, the SATO Group recorded an increase in net sales, up 4.0% from the same period of the previous fiscal year to \(\frac{1}{23}\),512 million and an increase in operating income, up 18.9% to \(\frac{1}{36}\) million. Ordinary income increased by 11.6% to \(\frac{1}{30}\),590 million and net income increased by 4.9% to \(\frac{1}{38}\) million.

#### By segment, the SATO Group reported the following:

#### <Japan>

In the Japanese market, economic activity showed signs of gradual recovery, benefiting from the economic stimulus of Abenomics. Amid the recovery trend in consumer goods and producer goods, the SATO Group actively expanded sales activities and created new demand by developing businesses in emerging markets and offering new applications. There was limited impact on sales as businesses related to the consumption tax hike in April quiet down, and our operating income increased thanks to the improvements in gross profits from increased sales of mechatronic products, mostly for the manufacturing industry.

Besides receiving large-scale mobile printer orders for major logistics companies and public sector projects, we also commenced sales of a wearable voice picking system for the logistics industry which has already won orders from some customers and received multiple sales leads for which business negotiations are in progress.

As a result of these efforts, net sales rose 0.8% to \\infty 15,834 million and operating income rose 15.4% to \\infty 1,000 million, compared to the same period of the previous fiscal year.

#### <Americas>

In the North American market, additional orders were received from OEMs for food product management systems, and orders for laser printers, mainly for the apparel industry increased. These factors lifted operating results in the Americas overall. In the South American market, meanwhile, profits grew steadily thanks to the improved profitability of Achernar S.A. of Argentina despite the lull in the regional economy.

As a result of these efforts, net sales rose 8.4% to \(\xi\$2,489 million (a rise of 4.8%, however,

excluding foreign currency effects), and operating income rose 74.0% to ¥213 million, compared to the same period of the previous fiscal year.

#### <Europe>

In the European market, the SATO Group steadily enhanced and strengthened production systems and cultivated sales channels in each country for our sticker and label products, implementing sales strategies aimed at improving profitability. In the U.K., we expanded the scale of our transactions with retailers, apparel companies and large logistics providers. In Germany, we started sales of environment-friendly linerless labels without backing paper to major logistics companies. Thanks to the strong performance of the aforementioned two countries and profit contributions from Spain which got back to operating profitability from the second half of the previous fiscal year, operating income grew significantly in Europe overall.

As a result of these efforts, net sales rose 13.8% to ¥1,966 million (a rise of 3.5%, however, excluding foreign currency effects), and operating income rose 251.1% to ¥103 million, compared to the same period of the previous fiscal year.

#### <Asia and Oceania>

Despite a trend of sluggish economic growth in Asia's emerging markets, there is optimism for future growth as China recorded strong sales growth and Thailand achieved increased revenues and profits despite the country's prolonged political unrest. Sales and operating income also steadily expanded in the new markets of Indonesia and Vietnam.

Argox Information Co., Ltd. of Taiwan, which manufactures and sells printers mainly to the emerging countries, significantly expanded its sales to Brazil and Turkey, two countries where sales were weak in the previous fiscal year, and realized improved operating income and operating profitability even after amortization of goodwill.

In the first three months, the SATO Group also concluded a master service agreement with Fonterra Co-operative Group Limited ("Fonterra"), New Zealand's largest global dairy company to provide total solutions to Fonterra's operations worldwide, in addition to its existing partnerships with Fonterra in the Oceania market.

As a result of these efforts, net sales rose 11.6% to \(\xi\$3,221 million (a rise of 10.9%, however, excluding foreign currency effects), and operating income rose 5.6% to \(\xi\$278 million, compared to the same period of the previous fiscal year.

#### (2) Explanation of financial position

Total assets at the end of the first quarter were ¥85,909 million, a decrease of ¥828 million compared to the end of the previous fiscal year. This was primarily the result of a decrease in notes and accounts receivable - trade, notwithstanding increases in inventories and intangible assets.

Net assets were ¥46,698 million, a ¥36 million decrease from the end of the previous fiscal year,

mainly due to the decrease in foreign currency translation adjustment and the cash dividends paid, notwithstanding the recording of net income.

#### Cash flows

At the end of the first quarter, cash and cash equivalents (referred to below as "cash") stood at ¥16,572 million, a decrease of ¥191 million compared to the end of the previous fiscal year.

#### Cash flows from operating activities

Net cash provided by operating activities amounted to ¥2,161 million, an increase of 7.8% compared to the same period of the previous fiscal year.

The increase in cash reflected principally ¥1,588 million in income before income taxes and minority interests, ¥577 million in depreciation and a ¥1,990 million decrease in notes and accounts receivable - trade. Contributing to a decrease in cash were a ¥740 million increase in inventories, a ¥706 million decrease in notes and accounts payable - trade and ¥736 million in income taxes paid.

#### Cash flows from investing activities

Net cash used in investing activities totaled ¥1,467 million, a decrease of 18.1% compared to the same period of the previous fiscal year.

This resulted primarily from expenditures of ¥332 million for the purchase of property, plant and equipment and ¥960 million for the purchase of intangible assets.

#### Cash flows from financing activities

Net cash used in financing activities was ¥819 million, a decrease of 6.0% compared to the same period of the previous fiscal year.

This resulted primarily from an expenditure of ¥679 million in cash dividends paid.

#### (3) Explanation of consolidated forecasts and other projections

Regarding the consolidated forecasts for the fiscal year ending March 31, 2015, no changes have been made to the forecasts that were announced on April 30, 2014.

#### 2. Matters Regarding Summary Information (Notes)

(1) Changes in significant subsidiaries during the first three months

Not Applicable

(2) Changes in accounting policies, changes in accounting estimates, and restatement of prior period financial statements after error corrections

Changes in accounting policies

#### Application of the Accounting Standard for Retirement Benefits, etc.

Effective from this first quarter, the Company has applied the provisions of the main clauses of Paragraph 35 from the "Accounting Standard for Retirement Benefits" (ASBJ Statement No. 26, May 17, 2012; hereinafter, the "Accounting Standard") and Paragraph 67 from the "Guidance on Accounting Standard for Retirement Benefits" (ASBJ Guidance No. 25, May 17, 2012; hereinafter, the "Guidance"), and reviewed its calculation method for retirement benefit obligations and current service costs, changing from the straight-line basis to the benefit formula basis for its method of attributing expected benefit to periods. In addition, the Company has changed the calculation method for the discount rate.

In line with the transitional measures provided in Paragraph 37 of the Accounting Standard, the Company has not applied the aforesaid provisions to the consolidated financial statements for the past periods retrospectively.

This change has no impact on consolidated financial statements for the first three months.

### 3. Consolidated Financial Statements

### (1) Consolidated balance sheets

	llions	

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	March 31, 2014	June 30, 2014
Assets		
Current assets		
Cash and deposits	17,562	17,356
Notes and accounts receivable - trade	22,390	20,348
Securities	198	214
Merchandise and finished goods	6,852	7,408
Work in process	226	269
Raw materials and supplies	2,199	2,287
Other	4,360	4,461
Allowance for doubtful accounts	(143)	(123)
Total current assets	53,647	52,223
Non-current assets		
Property, plant and equipment		
Land	8,017	8,112
Other, net	12,320	12,157
Total property, plant and equipment	20,337	20,270
Intangible assets		
Goodwill	4,058	3,929
Other	3,650	4,537
Total intangible assets	7,708	8,467
Investments and other assets	5,043	4,947
Total non-current assets	33,089	33,685
Total assets	86,737	85,909
Liabilities		•
Current liabilities		
Notes and accounts payable - trade	5,698	4,976
Short-term loans payable	4,137	4,159
Accounts payable - other	15,691	15,498
Income taxes payable	947	655
Provision	324	310
Other	4,546	5,197
Total current liabilities	31,346	30,798
Non-current liabilities		
Bonds with subscription rights to shares	2,215	2,195
Long-term loans payable	1,041	1,036
Net defined benefit liability	2,159	2,025
Other	3,240	3,155
Total non-current liabilities	8,656	8,412
Total liabilities	40,002	39,210

	March 31, 2014	June 30, 2014
Net assets		
Shareholders' equity		
Capital stock	7,361	7,371
Capital surplus	6,819	6,829
Retained earnings	33,557	33,740
Treasury shares	(2,556)	(2,557)
Total shareholders' equity	45,181	45,383
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	38	27
Foreign currency translation adjustment	1,902	1,767
Remeasurements of defined benefit plans	(550)	(534)
Total accumulated other comprehensive income	1,390	1,261
Subscription rights to shares	25	34
Minority interests	136	18
Total net assets	46,734	46,698
Total liabilities and net assets	86,737	85,909

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

	Three months ended June 30, 2013	Three months ended June 30, 2014
Net sales	22,619	23,512
Cost of sales	12,963	13,218
Gross profit	9,655	10,293
Selling, general and administrative expenses	8,362	8,757
Operating income	1,292	1,536
Non-operating income		
Interest income	14	19
Dividend income	0	0
Foreign exchange gains	110	-
Rent income	39	36
Other	29	123
Total non-operating income	193	180
Non-operating expenses		
Interest expenses	31	36
Foreign exchange losses	_	59
Sales discounts	12	15
Other	17	13
Total non-operating expenses	60	125
Ordinary income	1,425	1,590
Extraordinary income		
Gain on sales of non-current assets	1	0
Total extraordinary income	1	0
Extraordinary losses		
Loss on retirement of non-current assets	0	0
Loss on sales of non-current assets	10	2
Total extraordinary losses	10	2
Income before income taxes and minority interests	1,416	1,588
Income taxes - current	344	477
Income taxes - deferred	223	222
Total income taxes	568	700
Income before minority interests	847	887
Minority interests in income	1	0
Net income	845	886

### (Consolidated statements of comprehensive income)

		Unit: Millions of yen
	Three months ended June 30, 2013	Three months ended June 30, 2014
Income before minority interests	847	887
Other comprehensive income		
Valuation difference on available-for-sale securities	8	(10)
Foreign currency translation adjustment	539	(135)
Remeasurements of defined benefit plans, net of tax	-	16
Total other comprehensive income	547	(129)
Comprehensive income	1,395	758
Comprehensive income attributable to		
Comprehensive income attributable to owners of parent	1,391	757
Comprehensive income attributable to minority interests	4	0

### (3) Consolidated statements of cash flows

	Three months ended	Three months ended
	June 30, 2013	June 30, 2014
Cash flows from operating activities		
Income before income taxes and minority interests	1,416	1,588
Depreciation	503	577
Amortization of goodwill	241	247
Loss (gain) on sales of non-current assets	8	2
Loss on retirement of non-current assets	0	0
Increase (decrease) in provision	53	(17
Increase (decrease) in allowance for doubtful accounts	34	(27
Increase (decrease) in provision for retirement benefits	(19)	_
Increase (decrease) in net defined benefit liability	_	(115
Interest and dividend income	(14)	(20
Interest expenses	31	36
Foreign exchange losses (gains)	(162)	7
Decrease (increase) in notes and accounts receivable - trade	618	1,990
Decrease (increase) in inventories	(285)	(740
Increase (decrease) in notes and accounts payable - trade	(523)	(706
Increase (decrease) in accounts payable - other	513	(318
Other, net	(70)	406
Subtotal	2,345	2,911
Interest and dividend income received	12	18
Interest expenses paid	(28)	(33
Payments for business restructuring	(21)	_
Income taxes paid	(304)	(736
Net cash provided by (used in) operating activities	2,005	2,161
ash flows from investing activities		
Payments into time deposits	(139)	(226
Proceeds from withdrawal of time deposits	29	211
Purchase of investment securities	(976)	_
Purchase of shares of subsidiaries	-	(233
Purchase of property, plant and equipment	(588)	(332
Proceeds from sales of property, plant and equipment	32	9
Purchase of intangible assets	(193)	(960
Other, net	45	63
Net cash provided by (used in) investing activities	(1,790)	(1,467
ash flows from financing activities		
Net increase (decrease) in short-term loans payable	3	21
Repayments of long-term loans payable	(168)	(4
Purchase of treasury shares	(0)	(0
Repayments of lease obligations	(143)	(156
Cash dividends paid	(563)	(679
Net cash provided by (used in) financing activities	(872)	(819
ffect of exchange rate change on cash and cash quivalents	169	(65
et increase (decrease) in cash and cash equivalents	(487)	(191
ash and cash equivalents at beginning of period	11,992	16,763
ash and cash equivalents at end of period	11,504	16,572

# (4) Notes to consolidated financial statements (Notes related to going-concern assumption)

Not Applicable

#### (Notes in the event of material changes in amount of shareholders' equity)

Not Applicable

#### (Segment information)

- I. Three months ended June 30, 2013 (from April 1, 2013 to June 30, 2013)
- 1. Information on net sales and profit or loss by reportable segment

Unit: Millions of yen

-	Japan	Americas	Europe	Asia and Oceania	Total
Net sales		·		·	
External customer sales	15,707	2,296	1,728	2,887	22,619
Intersegment sales and transfer	1,296	28	75	1,751	3,153
Total	17,003	2,324	1,803	4,639	25,772
Segment profit	867	122	29	263	1,283

2. The difference between the total amount of profit or loss for reportable segments and the amount recorded on the consolidated statements of income, and the major breakdown of the difference (Matters related to difference adjustment)

Unit: Millions of yen

Profit	Amount
Reportable segments total	1,283
Intersegment eliminations	1
Amortization of goodwill	(13)
Adjustment of inventories	23
Other adjustment	(2)
Operating income on the consolidated statements of income	1,292

3. Information on impairment loss of non-current assets, goodwill and negative goodwill, etc. by reportable segment

Not Applicable

- II. Three months ended June 30, 2014 (from April 1, 2014 to June 30, 2014)
- 1. Information on net sales and profit or loss by reportable segment

Unit: Millions of yen

-	Japan	Americas	Europe	Asia and Oceania	Total
Net sales					
External customer sales	15,834	2,489	1,966	3,221	23,512
Intersegment sales and transfer	1,505	28	80	2,039	3,654
Total	17,340	2,517	2,047	5,261	27,167
Segment profit	1,000	213	103	278	1,597

2. The difference between the total amount of profit or loss for reportable segments and the amount recorded on the consolidated statements of income, and the major breakdown of the difference (Matters related to difference adjustment)

Unit: Millions of yen

Profit	Amount
Reportable segments total	1,597
Intersegment eliminations	0
Amortization of goodwill	(15)
Adjustment of inventories	(45)
Other adjustment	(0)
Operating income on the consolidated statements of income	1,536

3. Information on impairment loss of non-current assets, goodwill and negative goodwill, etc. by reportable segment

Not Applicable