Consolidated Financial Review For the 3rd Quarter, Ended December 31, 2017 [Japanese GAAP]



Feb. 9, 2018

Listed Market: TSE 1st section

Company name: Y.A.C. HOLDINGS Co., Ltd.

Code number: TSE 6298

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Application of U.S.GAAP: None

For reference only

The Japanese version of this Financial Review is the original, English version is essentially a translation from Japanese. The accompanying financial statements have been prepared in accordance with accounting principles and practices generally accepted in Japan.

1. Financial highlights for the 3rd quarter ended Dec.31, 2017 (4/01/2017-12/31/2017) (Percentage is the rate of increase or decrease from the previous corresponding period)

(1) Consolidated operating results

(Millions of yen)

	Net sales		Operating Income		Ordinary Income		Net Income	
	Mil yen	%	Mil yen	%	Mil yen	%	Mil yen	%
Nine month ended Dec.31, 2017	18,550	-15.0	437	-17.0	492	-18.6	195	-50.8
Nine month ended Dec. 31 2016	21,825	22.8	526	143.9	605	165.6	397	

Note: Comprehensive income

	Basic earnings per share	Diluted earnings per share
	Yen	Yen
Nine months ended Dec. 31, 2017	21.87	21.70
Nine months ended Dec. 31, 2016	44.49	44.19

(2) Consolidated financial position

(-)								
	Total assets	Net assets	Equity ratio					
	Mil yen	Mil yen	%					
Dec.31, 2017	37,452	14,177	37.3					
Mar.31, 2017	32,470	14,047	42.5					

Note: Equity

As of Dec. 31, 2017: ¥13,959 million As of Mar. 31, 2017: ¥13,798 million

2. Cash Dividends

	Cash dividend per share							
	The 1st quarter	The 1st quarter The 2nd quarter The 3 rd quarter Year-end Ann						
	Yen	Yen	Yen	Yen	Yen			
Fiscal year ended Mar.								
31, 2017		10.00		10.00	20.00			
Fiscal year ending Mar.								
31, 2018		10.00						
Fiscal year ending Mar.								
31, 2018 (forecast)				10.00	20.00			

Note: Revision of cash dividends in year under review: None

3. Corporate estimates for the year ending March 31, 2018 (4/01/2017-3/31/2018)

(Percentage is the rate of increase or decrease from the previous financial year)

	Net s	ales	Operating	income	Ordinary	income	Net in	come	Net income per share
Fiscal year ending	Mill. Yen	%	Mill Yen	%	Mill. Yen	%	Mill Yen	%	Yen
Mar. 31, 2018	30,000	1.9	1,250	20.6	1,050	-6.5	750	-5.1	83.81

Note: Revision of corporate estimate in year: Yes.

Notes

 Changes in significant consolidated subsidiaries (Changes in specified subsidiaries involving changes in scope of consolidation): None.

(2)Application of accounting methods specific to the preparation of quarterly consolidated financial statements: None.

(3)Changes of accounting policies, changes in accounting estimates and retrospective restatement

- ① Changes of accounting policies accompanied by revision of accounting standard etc.: None.
- ② Changes of accounting policies other than ① : None
- ③ Changes in accounting estimates④ Retrospective restatement: None.: None.
- (4) Number of issued shares outstanding (Common shares)
 - ①Number of issued shares outstanding as of end of period (including treasury stock)

As of Dec. 31, 2017 9,706,877 shares As of Mar. 31, 2017 9,674,587 shares

②Number of treasury stock as of end of period

As of Dec. 31, 2017 745,801 shares As of Mar. 31, 2017 745,801 shares

③Average number of issued shares outstanding

Nine months ended Dec. 31 2017 8,944,754 shares Nine months ended Dec. 31, 2016: 8,928,786 shares

This quarterly financial report is exempt from quarterly review procedure.

The forward-looking statements such as operational forecasts contained in this document are based on the information currently available to us and certain assumptions that are regarded as legitimate. We do not promise that the forecasts or estimates will be accurate. Large discrepancies may be seen in the actual results due to various factors. Please refer to P 5 "(3) Qualitative information regarding consolidated business results forecasts" for the assumptions used and other notes.

^{*}Indication of quarterly review procedure implementation status

^{*}Explanation for appropriate use of forecasts and other notes

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1. Qualitative Information, Financial Statements

(1) Qualitative information regarding the status of consolidated business results

During the nine months started from Apr.1, 2017, in the U.S.A., economy has been moderately growing under the atmosphere that F.R.B. moved to financial normalization such as public rate rise and cut down of balance sheet. In Europe, personal spending has been stably moving backed by improved employment. In P.R.C., economy has moved with deceleration tendency including slowdown of real estate development investments. And, all over the world, cautious feeling has spread by increasing tension surrounding North Korea's political movement. In Japan, employment as well as personal spending and company business results have stably improved backed by central bank and government's economic policy and economy has been moving stably recovering base.

Under these economic atmospheres, our group has endeavored to develop and commercialize new products which seize the customers' needs, which are changing every moment. As a result, this nine months ended Dec. 31, 2017 of our consolidated business resulted as follows.

Net sales amounted to ¥18,550 million (decreased by 15.0% compared to the same period of the previous financial year), operating income marked ¥437 million (decreased by 17.0% compared to the same period of the previous financial year), ordinary income marked ¥492 million (decreased by 18.6% compared to the same period of the previous financial year) and profit attributable to owners of parent marked ¥195 million (decreased by 50.8%compared to the same period of the previous financial year)

Each segment result was as follows.

(Display related business segment)

Delivery of etching equipment delayed and sales and profit both decreased compared to the same period of the previous financial year.

As a result, net sales of display related business amounted to ¥7,041 million (decreased by 35.1% compared to the same period of the previous financial year) and segment loss marked ¥102 million (the same period of the previous financial year, segment income marked ¥336 million)

(Mechatronics related business segment)

Y.A.C. Elecs Co., Ltd., which was consolidated from the latter half financial term of the previous financial year, contributed from the starting time of this financial year, and business went well.

As a result, net sales of mechatronics related business amounted to ¥10,625 million (increased by 7.9% compared to the same period of the previous financial year) and segment income marked ¥427 million (decreased by 8.7% compared to the same period of the previous financial year)

(Cleaning and other related business segment)

Under the severe atmosphere such as domestic demand for cleaning related equipment has kept decreasing, business of this segment slightly went down.

As a result, net sales of cleaning and other related business amounted to ¥901 million (decreased by 19.7% compared to the same period of the previous financial year) and segment loss marked ¥60 million (the same period of the previous financial year segment income marked ¥122 million.)

(2) Qualitative information regarding changes in consolidated financial position

(Assets)

Current assets as of Dec. 31, 2017 stood at \pm 29,934 million increased by \pm 5,626 million compared to the previous financial year end. The major increased items were work in process by \pm 3,351 million, cash and deposit by \pm 2,575 million, securities by \pm 914 million and deferred income tax by \pm 260 million. The main decreased item was trade note and accounts receivable by \pm 1,728 million.

Noncurrent assets amounted to ¥7,518 million decreased by ¥644 million compared to the previous financial year end. The decrease was mainly due to a decrease of investment in securities by ¥759 million. As a result, total assets as of Dec. 31, 2017 stood at ¥37,452 million increased by ¥4,982 million compared to the previous financial year end.

(Liabilities)

Current liabilities as of Dec. 31, 2017 stood at ¥16,679 million increased by ¥ 5,772million compared to the previous financial year end. The increase was mainly due to an increase of notes and accounts payable –trade by ¥2,612 million, an increase of advance received by ¥2.456 million and an increase of short-term loans payable by ¥781 million.

Noncurrent liabilities amounted to $\pm 6,595$ million decreased by ± 920 million compared to the previous financial year end. The main decreased item was long term loans payable by ± 983 million. As a result, total liabilities as of Dec. 31, 2017 stood at $\pm 23,274$ million increased by $\pm 4,852$ million compared to the previous financial year end.

(Net assets)

Total net assets as of Dec. 31, 2017 amounted to ¥14,177 million increased by ¥130 million compared to the previous financial year end.

As a result, equity ratio at the end of 3rd quarter came to 37.3% and net assets per share came to ¥1,557.80.

(3) Qualitative information regarding consolidated business results forecasts Consolidated business results forecast for the fiscal year ending March 31, 2018 is expected below planned one including sales, income and profit followed by delay of sales realization of big orders. But new order received is going well and backlog ordered at the end of this financial year is expected to increase a big amount.

2. Consolidated financial information (1)Consolidated Balance Sheets

. ,	As of Mar.31,2017	This financial period.	
	7.6 61 Mar. 6 1,26 17	As of Dec.31,2017	
Assets)			
Current assets	0.004.055	0.550.07	
Cash and deposits	6,984,055	9,559,27	
Trade note and accounts receivable	10,866,732	9,138,39	
Securities	48,330	962,83	
Merchandise and finished goods	541,522	613,03	
Work in process	4,168,856	7,520,45	
Raw materials and supplies	963,999	1,090,58	
Deferred income taxes	324,840	351,57	
Others	505,288	770,40	
Allowance for doubtful accounts	-95,527	-72,07	
Total current assets	24,308,097	29,934,48	
Non current assets			
Tangible fixed assets	0.040.004	0 = 40 0	
Building and structures	3,618,681	3,740,07	
Accumulated depreciation	-2,742,811	-2,797,34	
Building and structures(net)	875,869	942,73	
Machinery, equipment and vehicles	1,867,903	2,027,19	
Accumulated depreciation	-1,439,912	-1,490,88	
Machinery, equipment and vehicles(net)	427,990	536,30	
Tools, equipment and fixtures	2,950,820	3,202,42	
Accumulated depreciation	-2,482,475	-2,507,66	
Tools, equipment and fixtures(net)	468,345	694,75	
Land	3,080,922	3,080,92	
Leased assets	145,805	119,2	
Accumulated depreciation	-72,932	-67,33	
Leased assets(net)	72,873	51,93	
Construction in progress account	520,314	355,88	
Total tangible fixed assets	5,446,315	5,662,54	
Intangible assets	, ,	, ,	
Goodwill	692,593	592,50	
Soft wares	88,344	85,62	
Leased assets	11,681	34,70	
Telephone subscription rights	20,716	20,7	
Patent License	72,000	45,00	
Others	4,921	4,53	
Total intangible assets	890,256	783,09	
Investments and other assets	,	,	
Investment in securities	1,257,941	498,33	
Long-term lending	3,884	3,54	
Differed income taxes	203,992	181,27	
Long-term retention receivables	171,276	199,32	
Others	387,357	415,73	
Allowance for doubtful accounts	-198,593	-225,43	
Total investments and other assets	1,825,859	1,072,77	
Total noncurrent assets	8,162,431	7,518,41	

(Thousands of yen)

		(Thousands of yen)
	AS of Mar.31, 2017	This financial period AS of Dec.31, 2017
Liabilities	-	-
Current liabilities		
Notes and account payable-trade	5,516,225	8,128,887
Short-term loans payable	3,788,223	4,570,129
Lease obligations	30,510	31,297
Income taxes payable	79,324	92,086
Provision for bonuses	375,133	220,550
Provision for product warranties	132,013	144,689
Expense payable	362,790	375,491
Advances received	388,840	2,845,811
Others	234,355	270,625
Total current liabilities	10,907,416	16,679,570
Fixed liabilities		
Bonds payable	700,000	700,000
Long-term loans payable	5,369,270	4,385,973
Expense payable long term	12,983	23,883
Lease obligations	57,719	65,026
Deferred tax payable	118,538	131,295
Provision for directors' retirement benefits	83,319	75,764
Obligations related to retirement benefits	1,073,708	1,112,820
Asset retirement obligations	71,412	70,154
Others	28,448	30,450
Total fixed liabilities	7,515,400	6,595,368
Total liabilities	18,422,817	23,274,938
Net assets		-, ,
Shareholders' equity		
Capital stock	2,756,680	2,778,669
Capital surplus	3,586,282	3,608,272
Retained earnings	8,296,798	8,313,557
Treasury stock	-638,014	-638,014
Total shareholders' equity	14,001,747	14,062,484
Accumulated other comprehensive income	,	,
Valuation difference on available-for-sale security	68,106	134,225
Foreign currency translation adjustment	-258,386	-220,514
Pension liabilities adjustment	-13,138	-16,668
Total accumulated other comprehensive income	-203,417	-102,957
Subscription rights to shares	46,982	51,677
Non controlling interest	202,399	166,761
Total net assets	14,047,711	14,177,965
Total liabilities and net assets	32,470,528	37,452,903

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

(Thousands of yen) The previous corresponding period Nine months ended Dec.31,2017 (Apr.1, 2016 to Dec. 31,2016) (Apr. 1, 2017 to Dec.31, 2017) 21,825,918 18.550.298 Net sales Cost of sales 18,003,098 14,440,962 Gross profit 3,822,819 4,109,336 Selling, g&a expenses Salary & directors' compensation 1,172,356 1.284.339 Provision for bonuses 73,784 62,347 45,880 51,756 Fringe benefit expenses Rent expenses 102.653 124.530 Outsourcing expenses 89,491 95,948 R&D expenses 310,354 406,568 Depreciations 174,990 164,979 Others 1,326,735 1,481,836 Total selling, g&a expenses 3,296,247 3,672,307 Operating income (loss) 526,572 437,028 Non-operating income Interest income 15,021 14,195 Dividends income 8,183 24,318 81,451 Foreign exchange gains Rents income 10,483 7,575 Reversal of allowance for doubtful assets. 61,165 25,974 34,142 Others Total non-operating income 141,114 141,397 Non-operating expenses Interest expenses 46,824 43,261 Factoring fee 220 838 Foreign exchange losses 6.820 Foreign withholding tax 20,607 14,876 13,940 Others Total non-operating losses 61,921 85,468 Ordinary income (loss) 605,766 492,957 Extraordinary income Income on disposal of fixed 7.308 2.687 assets 20,829 Income on negative goodwill Others 3 11 28,141 Total extraordinary income 2,699 Extraordinary loss Losses on disposal of fixed assets 8.701 5.348 **Business restructuring** 41,430 expenses Liquidation loss of affiliates. 7,706 Others 6 Total extraordinary loss 8,708 54,485 625,199 441,171 Income (loss) before income tax Income taxes 103,022 293,319 Income tax adjustment 115,436 -20,232 Total income tax 218,458 273,086 Net income (loss) 406,740 168,084 Net income attributable to noncontrolling interest (loss) 9,438 (27,572)Net income attributable to owners of parent (loss) 397,301 195,657

Consolidated statements of comprehensive income

		(Thousands of yen)
	The previous corresponding period.	Nine month ended Dec. 31, 2017.
	(Apr.1, 2016 to Dec. 31, 2016)	(Apr.1, 2017 to Dec.31, 2017)
Net income (loss)	406,740	168,084
Other comprehensive income		
Valuation difference on		
available-for sale securities	39,398	66,518
Foreign currency translation		
adjustments	-196,503	37,871
Pension liability adjustments	406	-3,530
Total other comprehensive		
income (loss)	(156,698)	100,860
Comprehensive income	250,041	268,944
Comprehensive income attributable to owners of parent		
(loss)	239,850	296,117
Comprehensive income attributable to non-controlling		
interest (loss)	10,191	(27,172)

(3) Notes on quarterly financial report

(Notes Concerning Going Concern Assumption.)

None

(Notes Concerning Major Changes in Shareholders Equity.)

None

(Changes of accounting policies.)

None

(Changes in accounting estimates.)

None

(Segment Information)

- I. The previous corresponding period (Apr.1, 2016 to Dec.31, 2016)
 - 1. Information on sales and income or loss in reportable segment.

(Thousands of yen)

	Re	portable segmen	it			Posted on
	Display related business	Mechatronics related business	Cleaning & other related business	Total	Adjustment Note 1	consolidated statement of income Note 2
Sales						
Sales to						
outside						
costumer	10,854,262	9,848,018	1,123,637	21,825,918		21,825,918
Intersegment						
sales and						
transfers						
Total	10,854,262	9,848,018	1,123,637	21,825,918		21,825,918
Segment income	336,988	467,790	122,998	927,778	(401,205)	526,572
(loss)				,	(- 1, - 0 0)	3

Notes

- 1. Segment income (loss) adjustment of (¥401,205 thousand) is the corporate expenses not apportioned in each reportable segment. Corporate expenses mainly comprise the headquarters' general and administrative expenses.
- 2. Segment income (loss) is adjusted with operating income under consolidated statements of income.
 - 2. Information on assets in reportable segments

In 2nd quarter of this financial year, we have acquired shares of Miyuki Elecs Co., Ltd. and consolidated. As a result of this consolidation, segment assets of Mechatronics related business increased by ¥2,596,464 thousand.

3. Information on impairment losses of fixed assets and goodwill in reportable segments. (Significant impairment losses related to fixed assets)

None

(Significant changes in goodwill amount)

None.

(Significant income related to negative goodwill)

Because of acquisition of Miyuki Elecs Co., Ltd. shares, Mechatronics related business marked income on negative goodwill by ¥20,829 thousand.

- II. This financial period (Apr.1, 2017 to Dec.31, 2017)
 - 1. Information on sales and income or loss in reportable segment

(Thousands of yen)

	Re	portable segmen	t		,	Posted on
	Display	Mechatronics	Cleaning		Adjustment	consolidated
	related	related	& other	Total		statement of
	business	business	related		Note 1	income
			business			Note 2
Sales						
Sales to						
outside						
costumer	7,025,820	10,625,180	899,298	18,550,299		18,550,298
Intersegment						
sales and						
transfers	16,020	420	2,461	18,901	-18,901	
Total	7,041,840	10,625,600	901,759	18,569,200	-18,901	18,550,298
Segment						
income	(102,381)	427,152	(60,837)	263,933	173,095	437,028
(loss)						

Notes

- Segment income (loss) adjustment of ¥173,095 thousand is the corporate income and corporate expenses not apportioned in each reportable segment. Corporate income, mainly comprise management fee from consolidated subsidiaries which belong to each reportable segment, is ¥853,666 thousand. And corporate expenses, mainly comprise the headquarters' general and administrative expenses, is ¥680,571 thousand.
- 2. Segment income (loss) is adjusted with operating income under consolidated statements of income.
 - 2. Information on assets in reportable segments None.
 - 3. Information on impairment losses of fixed assets and goodwill in reportable segments.

(Significant impairment losses related to fixed assets)

None

(Significant changes in goodwill amount)

None.

(Significant income related to negative goodwill)

None.

3. Others

Material events concerning Going Concern Assumption

In the previous financial year ended Mar.31, 2017, we booked a loss in mechatronics related business and display related business, and marked operating loss ¥142 million because of unprofitable order received and delay of delivery in some unit of order received. As result of this, former Y.A.C. Co., Ltd. single base booked a loss for consecutive three years. Under such a situation, material events concerning Going concern assumption exists.

However, we transited to holding company system on Apr.1, 2017 and operating profit is expected in this financial year ending Mar.31, 2018 and here after.

And supporting system by line banks are sufficient, addition to this we effectively will utilize surplus cash in group by using newly introduced group cash management system

By the above, we understand that uncertainty concerning Going concern assumption does not exist.