Please note this report is a summary of disclosure documents prepared for the convenience of shareholders and other investors outside Japan. In the event of any discrepancy between the translation and the Japanese original, the latter shall prevail.

April 26, 2019

# **Consolidated Financial Statements** for the Fiscal Year Ended March 31, 2019 [Japanese standard]



#### **INES** Corporation

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## 1. Consolidated Financial Statements for the Fiscal Year Ended March 31, 2019 (April 1, 2018 to March 31, 2019)

#### (1) Consolidated Operating Results

(Million yen, figures in percentages denote year-on-year changes.)

	Net sa	ıles	Operatin	g profit	Ordinary	/ profit	Profit attrib owners o	
Fiscal Year Ended March 31, 2019	38,143	5.6%	2,169	34.9%	2,233	34.8%	1,492	41.1%
Fiscal Year Ended March 31, 2018	36,119	(6.2%)	1,608	(33.2%)	1,657	(31.8%)	1,057	(34.5%)
(Note) Comprehensive income Fiscal Year Ended March 31, 2019: ¥1,554 million (39.8%)								

Fiscal Year Ended March 31, 2018: ¥1,112 million (-37.9%)

	Profit per share (Yen)	Fully diluted profit per share (Yen)	Profit/ Shareholders' equity	Ordinary profit/ Total assets	Operating profit/ Net sales			
Fiscal Year Ended March 31, 2019	56.93	—	4.0%	4.1%	5.7%			
Fiscal Year Ended March 31, 2018	40.51	—	2.8%	3.0%	4.5%			
(Reference) Equity in earnings of affiliated	(Reference) Equity in earnings of affiliated companies Fiscal Year Ended March 31, 2019; ¥ — million							

Fiscal Year Ended March 31, 2018: ¥ — million

#### (2) Consolidated Financial Position

(Million yen) Net assets per share Total assets Equity ratio (%) Net assets (Yen) As of March 31, 2019 54,443 36,538 1,537.45 67.1 As of March 31, 2018 55,587 38,574 69.4 1,477.71 As of March 31, 2019: ¥ 36,538 million (Reference) Shareholders' equity

As of March 31, 2018: ¥ 38,574 million

#### (3) Consolidated Cash Flow Situation

(i) Consolidated Cash Flow Situation							
	Cash flows from operating activities	Cash flows from investing activities	Cash flows from financing activities	Cash and cash equivalents at end of period			
Fiscal Year Ended March 31, 2019	4,344	(2,055)	(3,609)	8,706			
Fiscal Year Ended March 31, 2018	2,933	(2,037)	(595)	10,026			

### 2. Dividends

		Divid	ends per share	(Yen)		Total dividends	Dividend payout	Dividends/	
	End of Q1	End of Q2	End of Q3	Fiscal year end	Annual	(annual) (millions of yen)	ratio (consolidated) (%)	Net assets (consolidated) (%)	
Fiscal Year Ended March 31, 2018	_	10.00	—	10.00	20.00	522	49.4	1.4	
Fiscal Year Ended March 31, 2019	_	10.00	_	15.00	25.00	629	43.9	1.7	
Fiscal Year Ending March 31, 2020 (Forecast)	_	15.00	_	15.00	30.00		_		

For the fiscal year ended March 31, 2019, the Company increased its year-end dividend per share by ¥5, to ¥15, from a shareholder return perspective. For the fiscal year ending March 31, 2020, it decided to pay ¥15 per share (an increase of ¥5 year on year) at the end of the second quarter and ¥15 at the end of the fiscal year, thereby making its annual dividend ¥30 per share (an increase of ¥5 year on year).

(Million ven)

#### 3. Forecasts for Consolidated Financial Results for the Fiscal Year Ending March 31, 2020 (April 1, 2019 to March 31, 2020)

	(Million yen, figures in percentages denote year-on-year changes.)									
	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent		Profit per share (Yen)	
Full year	39,000	2.2%	2,200	1.4%	2,250	0.7%	—	%	—	

As announced in the Notice Regarding Transfer of Non-current Assets and Posting of Extraordinary Profit on November 27, 2018, the Company plans to post ¥4.3 billion as gains on sales of the land and building it owns in Chiyoda ward, Tokyo. It is also considering relocation to a new office and the disposal of other properties it owns, among other measures, to further improve asset efficiency. Accordingly, it is difficult for the Company at this point to provide its forecast for profit attributable to owners of parent. It will disclose its forecast for profit attributable to owners of parent as soon as it becomes possible to provide such a forecast.

#### \*Notes

(1) Significant changes in subsidiaries during this fiscal year under review (changes in subsidiaries causing a change in the scope of consolidation): No

#### (2) Changes in accounting policies and changes or restatement of accounting estimates

- 1. Changes in accounting policies associated with the revision of accounting standards, etc.: No
- 2. Changes in accounting policies other than 1.: No
- 3. Changes in accounting estimates: No
- 4. Restatement: No

#### (3) Number of shares outstanding (common shares)

1. Number of shares outstanding at the term e	end (including treasury shares)
Fiscal Year Ended March 31, 2019:	23,900,000 shares
Fiscal Year Ended March 31, 2018:	28,600,000 shares
2. Number of treasury shares at the term end Fiscal Year Ended March 31, 2019: Fiscal Year Ended March 31, 2018:	134,160 shares 2,495,466 shares
3. Average number of shares outstanding	
Fiscal Year Ended March 31, 2019:	26,209,208 shares
Fiscal Year Ended March 31, 2018:	26,105,375 shares

# \* These financial statements are not subject to audit procedures performed by certified public accountants or audit corporations.

#### \* Explanation regarding the proper use of results forecasts and other important notes

(Disclaimer regarding forward-looking statements)

Forward-looking statements such as the results forecasts provided in this document are prepared based on currently available information and assumptions that are deemed reasonable, but the Company does not intend to guarantee their achievement. Actual results may differ significantly from the above forecasts for various reasons. For conditions regarding the assumptions for results forecasts and notes on the use of results forecasts, etc., please refer to page 4 of the accompanying materials "Outline of Results of Operations (3) Future Outlook". (How to access supplementary explanations on business results)

The Company plans to hold a results briefing for analysts on April 26, 2019 (Friday). Documents to be distributed at the results briefing will be posted on the Company's website.

## **Outline of Results of Operations**

#### (1) Outline of Results of Operations for the Fiscal Year ended March 31, 2019

During the consolidated fiscal year under review, the Japanese economy sustained a modest recovery on the whole against a backdrop of a pick-up in consumer spending, an increase in capital expenditures and improving employment conditions and corporate earnings, among other factors, despite lingering concerns about uncertainty in the global economy, such as US–China protectionist trade issues, the issue of the UK's withdrawal from the EU and Chinese economic trends.

In the information industry in which the INES Group operates, corporate IT investment continued to expand in every type of business and the development of the markets for artificial intelligence (AI), Internet of things (IoT), robotic process automation (RPA) and other advanced technologies utilizing IT was seen.

In this business environment, the INES Group took steps to win orders and promoted development investments for the next generation of its core product WebRings, which is a web-type comprehensive government information system for local governments. At the same time, based on a hard look at the future reality, the INES Group aggressively pursued research and development activities in fields related to digital transformation, including AI, RPA, big data and IoT, and demonstration experiments with customers and external institutions, with the INES Research Institute, Inc. at the center of these efforts.

In June 2018, INES Corporation signed a capital tie-up agreement with Mitsubishi Research Institute, Inc. ("MRI") to increase opportunities to win orders by taking advantage of outstanding talent on both sides, in addition to responding more promptly and appropriately to rapid changes in market structures and technologies, among other actions. In addition, INES Corporation concluded a comprehensive tripartite business alliance agreement with MRI and Mitsubishi Research Institute DCS Co., Ltd. ("DCS"), a consolidated subsidiary of MRI. The three companies are currently moving forward with efforts to facilitate collaboration and manpower exchanges with their business divisions at the center. Specifically, the Company held seminars for local government staff members on the utilization of administrative data (big data), in cooperation with MRI, and conducted demonstration experiments and sales activities for a number of local governments that were aimed at enhancing their services for local residents and improving the administrative efficiency of their staff members through the utilization of AI and RPA. It is also working gradually on a business collaboration with DCS from the perspective of conducting concrete business negotiations mainly with financial institutions.

In terms of finance, in an effort to increase ROE (return on equity) and enhance shareholder returns, the Company sought to acquire treasury shares by setting a limit of \$6 billion in total after August 2018. By March 2019, it had completed the acquisition of 4,826,000 shares (16.9% of the total number of outstanding shares) amounting to \$6.0 billion, of which 4,700,000 shares were disposed of.

The Company decided to increase its year-end dividend as announced in the Notice Regarding Revision to Dividend Forecast for Fiscal Year Ended March 31, 2019 (Dividend Increase) today.

Moreover, with a view to reinforcing the competitiveness of its main business and streamlining its business resources, the Company worked to reduce its balance sheets and make its office network more efficient through a range of measures such as selling the land and building it owns in Chiyoda ward, Tokyo and leasing its new head office in Chuo ward, Tokyo.

Looking at the results for the consolidated fiscal year under review, sales increased in all sectors as stated in consolidated net sales by sector shown below. The contributing factors were increased sales of equipment in the financial sector and the development of new customers and increased investments by existing customers in the industrial sector. The public sector continued to increase sales, although it partially postponed the posting of sales from the legal system revision project for local governments. As a result, total net sales increased 5.6% year on year, to \$38,143 million.

On the profit front, operating profit increased 34.9% year on year, to \$2,169 million, mainly due to company-wide cost reduction efforts and the absence of the costs for relocating the business office in Kawasaki that had been posted in the previous year, despite a rise in costs in some projects. With this increase, ordinary profit also increased 34.8% year on year, to \$2,233 million, and profit attributable to owners of parent increased 41.1% year on year, to \$1,492 million.

Consolidated net sales by sector and by product/service are as follows.

Consolidated net sales by sec		(Million yen)			
Category/ Term	Previous consolidated fiscal year From April 1, 2017 until March 31, 2018		Consolidate under From Apr until Marc	Year-on-year change (%)	
	Amount	Composition ratio (%)	Amount	Composition ratio (%)	
General industry	7,840	21.8	7,895	20.7	0.7
Financial	13,054	36.1	14,984	39.3	14.8
Public	15,224	42.1	15,263	40.0	0.3
Total	36,119	100.0	38,143	100.0	5.6

(Million yen)

#### Consolidated net sales by product/service

Category/ Term	Previous consolidated fiscal year From April 1, 2017 until March 31, 2018		Consolidate under From Api until Marc	Year-on-year change (%)	
	Amount	Composition ratio (%)	Amount	Composition ratio (%)	
System development	15,452	42.8	16,215	42.5	4.9
System operation	9,827	27.2	10,257	26.9	4.4
System maintenance	4,615	12.8	4,862	12.8	5.4
Sales of information equipment	1,745	4.8	2,858	7.5	63.8
Other	4,478	12.4	3,949	10.3	(11.8)
Total	36,119	100.0	38,143	100.0	5.6

#### (2) Outline of Financial Position for the Fiscal Year Ended March 31, 2019

Looking at the financial position at the end of the fiscal year under review, total assets stood at ¥54.443 million, a decrease of ¥1,143 million from the end of the previous fiscal year.

Current assets decreased ¥2,144 million from the end of the previous fiscal year, to ¥20,839 million, mainly reflecting a decrease in cash and deposits. Non-current assets rose ¥1,001 million, to ¥33,604 million, from the end of the previous fiscal year, largely due to an increase in software.

Current liabilities increased ¥1,596 million from the end of the previous fiscal year, to ¥8,050 million. This was chiefly attributable to increases in income taxes payable and accrued consumption taxes, which offset a decrease in accounts payable-trade. Non-current liabilities shrank ¥703 million from the end of the previous fiscal year, to ¥9,854 million, due primarily to a decrease in net defined benefit liabilities associated with the establishment of a retirement allowance trust.

Net assets declined ¥2,036 million from the end of the previous fiscal year, to ¥36,538 million, chiefly due to the acquisition of treasury shares, despite the disposition of shares through a third-party allotment and other measures. Capital surplus also decreased by the same amount as a result of the disposition of treasury shares amounting to ¥5,841 million in March 2019. Net assets remain unchanged despite the said disposition of treasury assets.

#### (3) Future Outlook

For the next fiscal year, the Company forecasts rises in net sales, operating profit and ordinary profit, primarily in the public and industrial sectors.

As announced in the Notice Regarding Transfer of Non-current Assets and Posting of Extraordinary Profit on November 27, 2018, the Company plans to post  $\pm 4.3$  billion as gains on sales of the land and building it owns in Chiyoda ward, Tokyo. It is also considering relocation to a new office and the disposal of other properties it owns, among other measures, to further improve asset efficiency. Accordingly, it is difficult for the Company at this point to provide its forecast for profit attributable to owners of parent. It will disclose its forecast for profit attributable to provide such a forecast.

With respect to dividend forecasts for the next fiscal year, the Company has decided to increase its annual dividend per share by ¥5, to ¥30, in appreciation of shareholders' daily support, taking its business results and financial position into consideration.

Consolidated				(Million yen)
	Net sales	Operating profit	Ordinary profit	Profit attributable to owners of parent
Full year	39,000 2.2%	2,200 1.4%	2,250 0.7%	

(Note) Percentages show changes from the previous fiscal year.

#### **Disclaimer regarding forward-looking statements**

The forward-looking statements discussed in this material, including results forecasts, are based on information currently available to the Company and certain assumptions judged to be reasonable, and the Company can give no assurance that its expectations will be achieved. Actual results may differ materially due to a range of factors.

# **Consolidated Balance Sheets**

As of March 31, 2018 and March 31, 2019

		(Million yer		
	FY2017 (As of March 31, 2018)	FY2018 (As of March 31, 2019)		
ASSETS				
Current assets:				
Cash and deposits	11,261	9,940		
Notes and accounts receivable - trade	9,782	9,326		
Work in process	<sup>*2</sup> 1,374	<sup>*2</sup> 1,163		
Raw materials and supplies	120	117		
Prepaid expenses	240	209		
Other	213	91		
Allowance for doubtful accounts	(9)	(9)		
Total current assets	22,984	20,839		
Non-current assets				
Property, plant and equipment				
Buildings and structures	16,372	16,456		
Accumulated depreciation	(8,003)	(8,501)		
Buildings and structures, net	8,368	7,955		
Tools, furniture and fixtures	4,064	4,354		
Accumulated depreciation	(2,881)	(2,948)		
Tools, furniture and fixtures, net	1,182	1,406		
Land	12,709	12,709		
Total property, plant and equipment	22,260	22,071		
Intangible assets				
Software	3,070	3,649		
Other	40	23		
Total intangible assets	3,111	3,673		
Investments and other assets				
Investment securities	*1 1,542	*1 1,589		
Long-term prepaid expenses	321	413		
Deferred tax assets	4,244	4,512		
Long-term time deposits	300	300		
Other	822	1,043		
Allowance for doubtful accounts	(0)	(0)		
Total investments and other assets	7,230	7,859		
Total non-current assets	32,602	33,604		
Total assets	55,587	54,443		

# **Consolidated Balance Sheets**

As of March 31, 2018 and March 31, 2019

	FY2017	(Million yen) FY2018
	(As of March 31, 2018)	(As of March 31, 2019)
LIABILITIES		
Current liabilities:		
Accounts payable - trade	2,647	1,961
Accrued expenses	951	899
Income taxes payable	153	981
Accrued consumption taxes	77	389
Advances received	166	124
Provision for bonuses	1,118	1,119
Provision for directors' bonuses	49	48
Provision for losses on orders received	*2 495	*2 584
Other	794	1,941
Total current liabilities	6,453	8,050
Non-current liabilities		
Provision for directors' retirement benefits	172	150
Net defined benefit liability	10,227	9,453
Asset retirement obligations	107	162
Other	52	88
Total non-current liabilities	10,558	9,854
Total liabilities	17,012	17,904
NET ASSETS		
Shareholders' equity		
Capital stock	15,000	15,000
Capital surplus	20,348	14,582
Retained earnings	6,937	7,895
Treasury shares	(2,875)	(166)
Total shareholders' equity	39,410	37,311
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	199	150
Remeasurements of defined benefit plans	(1,034)	(923)
Total accumulated other comprehensive income	(835)	(773)
Total net assets	38,574	36,538
Total net assets and liabilities	55,587	54,443

# Consolidated statement of income and consolidated statement of comprehensive income

For the fiscal year ended March 31, 2018 and 2019

			(.	Million yen
	(April 1, 2	FY2017 (April 1, 2017 to March 31, 2018)		18 018 to 2019)
Net sales	Water 51,	36,119	Waren 51,	38,143
Cost of sales	*6	28,667	*6	30,562
Gross profit		7,452		7,580
Selling, general and administrative expenses	*1, *2	5,844	*1, *2	5,410
Operating profit		1,608		2,169
Non-operating income:		1,000		_,107
Interest income		3		6
Dividends income		9		9
Real estate rent		62		64
Dividend income of insurance		18		32
Others		15		37
Total non-operating income		108		150
Non-operating expenses:				
Interest expenses		1		0
Rent expenses on real estate		54		57
Commission for purchase of treasury shares		_		23
Others		3		5
Total non-operating expenses		59		87
Ordinary profit		1,657		2,233
Extraordinary income:				
Gain on sales of non-current assets	*3	14		_
Gain on sales of investment securities		49		_
Total extraordinary income		64		_
Extraordinary losses:				
Loss on retirement of non-current assets	*4	43	*4	4
Impairment loss		_	*5	17
Loss on valuation of membership		_		15
Others		2		-
Total extraordinary losses		45		36
Profit before income taxes		1,675		2,196
Income Tax and Others		301		1,020
Adjustment of Corporate Taxes		316		(315)
Total Income Taxes		618		704
Profit		1,057		1,492
Profit attributable to owners of parent		1,057		1,492

# Consolidated statement of income and consolidated statement of comprehensive income

For the fiscal year ended March 31, 2018 and 2019

		(Million yen)
	FY2017	FY2018
	(April 1, 2017 to	(April 1, 2018 to
	March 31, 2018)	March 31, 2019)
Profit	1,057	1,492
Other comprehensive income:		
Valuation difference on available-for-sale securities	29	(48)
Remeasurements of defined benefit plans, net of tax	25	111
Total other comprehensive income	* 54	* 62
Comprehensive income	1,112	1,554
Comprehensive income attributable		
Comprehensive income attributable to owners of parent	1,112	1,554

# **Statements of changes in Consolidated Shareholders' Equity** Previous fiscal year (from April 1, 2017 until March 31, 2018)

		I /	, until 1,141 cm 3 1,	,	Unit: million yen)
		Shareholders' equity			
	Capital stock	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of current period	15,000	20,348	6,402	(2,873)	38,876
Changes during current period					
Dividends of surpluses			(522)		(522)
Profit attributable to owners of parent			1,057		1,057
Purchase of treasury shares				(1)	(1)
Changes in items during current period other than shareholders' equity (net)					
Total changes during current period	_	-	535	(1)	533
Balance at end of current period	15,000	20,348	6,937	(2,875)	39,410

	Accumula			
	Valuation difference on available-for- sale securities	Remeasurements of defined benefit plans	Total accumulated other comprehensive income	Total net assets
Balance at beginning of current period	170	(1,060)	(889)	37,986
Changes during current period				
Dividends of surpluses				(522)
Profit attributable to owners of parent				1,057
Purchase of treasury shares				(1)
Changes in items during current period other than shareholders' equity (net)	29	25	54	54
Total changes during current period	29	25	54	588
Balance at end of current period	199	(1,034)	(835)	38,574

## Current fiscal year (from April 1, 2018 until March 31, 2019)

### (Unit: million yen)

	Shareholders' equity				
	Capital stock	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of current period	15,000	20,348	6,937	(2,875)	39,410
Changes during current period					
Dividends of surpluses			(534)		(534)
Profit attributable to owners of parent			1,492		1,492
Purchase of treasury shares				(6,002)	(6,002)
Disposal of treasury shares		76		2,869	2,945
Retirement of treasury shares		(5,841)		5,841	-
Changes in items during current period other than shareholders' equity (net)					
Total changes for current period	_	(5,765)	957	2,708	(2,098)
Balance at end of current period	15,000	14,582	7,895	(166)	37,311

	Accumula			
	Valuation difference on available-for- sale securities	Remeasurements of defined benefit plans	Total accumulated other comprehensive income	Total net assets
Balance at beginning of current period	199	(1,034)	(835)	38,574
Changes during current period				
Dividends of surpluses				(534)
Profit attributable to owners of parent				1,492
Purchase of treasury shares				(6,002)
Disposal of treasury shares				2,945
Retirement of treasury shares				-
Changes in items during current period other than shareholders' equity (net)	(48)	111	62	62
Total changes for current period	(48)	111	62	(2,036)
Balance at end of current period	150	(923)	(773)	36,538

## Consolidated statement of cash flow

For the fiscal year ended March 31, 2018 and 2019

			(Million yes
		FY2017 (April 1, 2017 to March 31, 2018)	FY2018 (April 1, 2018 to March 31, 2019)
•	Cash flows from operating activities:		
	Profit before income taxes	1,675	2,196
	Depreciation	2,227	2,575
	Impairment loss	—	17
	Increase (decrease) in provision for bonuses	(31)	1
	Increase (decrease) in provision for directors' bonuses	(3)	(0)
	Increase (decrease) in provision for losses on orders received	(273)	89
	Increase (decrease) in provision for directors' retirement benefits	(79)	(21)
	Increase (decrease) in net defined benefit liability	(781)	(614)
	Loss (gain) on sales of property, plant and equipment	(14)	_
	Loss (gain) on sales of investment securities	(49)	_
	Loss on retirement of non-current assets	43	4
	Loss on valuation of membership	_	15
	Decrease (increase) in notes and accounts receivable - trade	793	413
	Decrease (increase) in inventories	(505)	215
	Decrease (increase) in other assets	(22)	(34)
	Increase (decrease) in notes and accounts payable - trade	856	(681)
	Increase (decrease) in other liabilities	216	228
	Other, net	(192)	(18)
	(Subtotal)	3,861	4,386
	Income taxes refund	18	215
	Income taxes paid	(946)	(256)
	Net cash provided by (used in) operating activities:	2,933	4,344

		(Million yen)
	FY2017 (April 1, 2017 to March 31, 2018)	FY2018 (April 1, 2018 to March 31, 2019)
II. Cash flows from investing activities		
Decrease (increase) in time deposits	(0)	(0)
Payment into long-term time deposit	(300)	_
Purchase of property, plant and equipment	(1,583)	(709)
Proceeds from sales of property, plant and equipment	2,245	1,250
Purchase of intangible assets	(1,518)	(1,985)
Purchase of long-term prepaid expenses	(135)	(268)
Purchase of investment securities	(452)	(123)
Proceeds from sales of investment securities	53	_
Payments for lease and guarantee deposits	(186)	(298)
Proceeds from collection of lease and guarantee deposits	134	51
Payments for asset retirement obligations	(310)	(4)
Other	16	33
Net cash provided by (used in) investing activities:	(2,037)	(2,055)
III. Cash flows from financing activities:		
Repayments of lease obligations	(72)	(19)
Decrease (increase) in deposits for purchase of treasury shares	0	(0)
Purchase of treasury shares	(1)	(6,002)
Proceeds from disposal of treasury shares	-	2,945
Cash dividends paid	(522)	(534)
Net cash provided by (used in) financing activities	(595)	(3,609)
IV. Net increase (decrease) in cash and cash equivalents	300	(1,320)
V. Beginning cash and cash equivalent balance	9,726	10,026
VI. Ending cash and cash equivalent balance	* 10,026	* 8,706