

## A N N U A L R E P O R T 2 O I 6

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## Aiming to Become a Company that Creates the Future

H.I.S. Group started with only two desks and one telephone. While it has shown its growth in its travel business, mainly the outbound travel business from Japan, it has also shown its growth by diversifying into a wide range of businesses such as hotel business, airline business, and theme park business with an aspiration to provide joy and excitement to more customers.

In 2010, Huis Ten Bosch Nagasaki theme park became a member of H.I.S Group, which not only revived the theme park, but also transformed it into a touristic city destination through various businesses such as electric power business engaged in the R&D of environmental and energy technologies, launch of Henn na Hotel - a promise of continuous changes and services provided by robots, robot business that develops through demonstration experiments in the park, and construction plan of a plant factory with the highest productivity in the world.

While the world's population is constantly increasing, Japanese population is decreasing. Such global changes will accelerate in the future. In order to prepare a prosperous future, H.I.S. Group is committed to becoming a company creating the future that will tackle the unknown and contribute to world peace.

> Representative Director and CEO Hideo Sawada



## >> H.I.S. Group's Business Strategies

Under the new organizational structure, H.I.S. Group is committed to making further contributions to the creative development of humanity and world peace

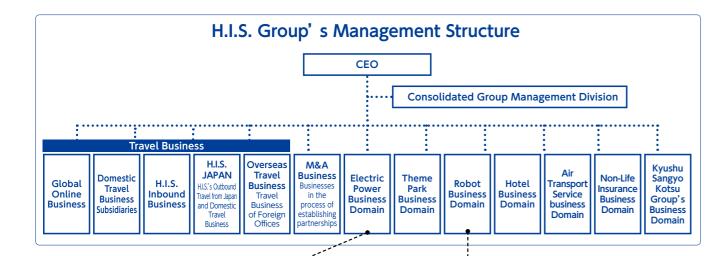
Toward the 40th anniversary of H.I.S. Group's foundation in 2020, a new organizational structure and execution structure were introduced starting the 37th fiscal year (fiscal year ending October 2017) in order to realize further growth.

The environment surrounding travel business is changing drastically. At the time of H.I.S. Group's foundation, personal computers were not used by general public, not to mention smart phones. But now, everyone has a smartphone, gathers information by making full use of it, plans and enjoys travel. There will be no growth of travel business unless a new business model is created.

On the other hand, business domains of H.I.S. Group have now been expanded to include diversified industries such as theme park business including Huis Ten Bosch, hotel business, robot business, electric power business, etc. The number of group companies also increased, and the total number of employees exceeded 14,000.

Under these circumstances, a drastic change in the organizational structure was made in order to realize further growth of H.I.S. Group.

The major pillar of the new organization is the establishment of a business line corresponding to the expansion of business domains. The independence of each business domain is increased with greater authority and responsibility. The growth of each business will be accelerated by fast and daring decision making. Under the new management execution structure, each employee of H.I.S. Group will aim to grow businesses with the spirit of challenge unique to H.I.S. Group.



### **New Business Domains**

### **Electric Power Business Domain**



On the liberalization of electric power industry, HTB Energy Co., Ltd. started electric power sales business to realize inexpensive

and stable electric power supply. On the other hand, H.I.S. SUPER Electric Power Co., Ltd. aims to contribute to qualitative improvement of customers' daily lives through electric power generation business.

### **Robot Business Domain**



hapi-robo st Co.,Ltd. was established as a robot business company to create a future that makes people happier, which, as a general robotics provider

that creates new innovation by optimal combination of state-of-the-art technology, infrastructure, and services, will realize a society where people and robots co-exist in a prosperous fashion.

#### Group Companies / Affiliated Companies **Orion Tour Cruise Planet** Cruise Planet Planning and selling a wide range A pioneer of cruise travel agencies, which as a specialty of travel products including sports tours as well as operating route agency, provides abundant buses connecting cities in Japan cruises trips from casual to through its subsidiary luxurious JAPAN HOLIDAY TRAVEL TOUR WAVE CO., LTD. TOUR WAVE CO.,LTD 株式会社 ツアー・ウェーブ ▶▲東瀛假日 Top class in Japan in handling Planning and conducting original inbound tourists from China. packaged tours departing from / supporting a wide range of trips arriving at major airports all over to Japan Japan, Producing "local oriented" outbound travel INTERPARKTOUR JAPAN **GROUP MIKI** TINTER PARK Japan **GROUP MIKI** Providing resources mutually in Japan, A land operator expanding to the South Korea, and other countries and world with Europe as the core. promoting global expansion in order to Pioneering new trips with a broad improve services to South Korean tourists' perspective and supporting visit to Japan and to other foreign countries travelers

### Synergy Effects within H.I.S. Group Vertically Integrated Services

H.I.S. Group provides "vertically integrated" services covering the entire travel, such as flights, hotels, and theme parks. By sharing customer information within H.I.S. Group, it is possible to provide higher quality services, and customers can benefit from efficient schedules, reasonable prices, and seamless services.



Huis Ten Bosch Group

P.14



H.I.S. Group's Business Strategies

### **Oushu Express Limited**

Ohshu Expres Limited 株式会社 欧州エキスプレス

Booking and selling railroad tickets in Europe, U.S., Canada, Taiwan, etc. as well as land operation business under "Sky Hub" brand

## HS Non-Life Insurance

### \*

A non-life insurance company dealing mainly with overseas and domestic travel insurance. HS Support Center responds promptly to various customer's troubles overseas in Japanese 24/7

### Kyushu Sanko Group ①九州産交グループ

A leading bus company in Kumamoto, Kyushu. Conducting businesses that are closely tied to local communities, such as public transportation, sightseeing, restaurants, shops, and commercial facility management

### **QUALITA** QUALITA

Offering high-quality travels with one-rank higher hospitality such as business and first class travels and music appreciation trips

## LY-HIS TRAVEL LY-HIS

Providing tourism materials owned by H.I.S. Group in Japan and in various countries around the world to Mainland Chinese market. Providing speedy services such as opening of 24 hour support center as well as delivering Chinese travel materials to customers in Japan and worldwide.

### Activity Japan **ACTIVITY JAPAN**

Enjoy Japan all over the country! Providing about 9,000 rich contents full of "Activities" to understand how to enjoy respective area!

### Issues to be Addressed

The competitive environment surrounding H.I.S. Group is likely to further intensify, such as domestic and international travel agencies, suppliers that are turning to direct sales, rise of online travel agencies, and expansion of new travel-related services. Under such circumstances, main issues to be addressed by H.I.S. Group are as follows.

#### Pursuing Customer Satisfaction and Providing Safe and Secure Products

It is imperative to provide comfortable, safe and secure services to become a global company that is trusted around the world and is supported by customers. H.I.S. Group will continue to strive to provide safe, secure, and high quality products, services, and information by capitalizing on its world network and infrastructure, creating new experiential value and offering satisfying services. Also, by improving the service level both in Japan and overseas, H.I.S. Group will make its best efforts to be enjoyed and supported by customers around the world.

#### Seeking Efficiency and Rationalization

Along with rapid changes in the market environment, it is necessary to respond quickly to the evolution of the future business model. H.I.S. Group will always strive to seek efficiency and rationalization, such as pursuit of expertise and entry into growth markets.

#### Human Resources Development

Further changes and expansion are expected to take place in H.I.S. Group's business domains, including global online businesses, whose development is expected to accelerate, and competition with new business domains through emergence of various new services. H.I.S. Group strongly believes that it is imperative to develop and secure future human resources in order to advance into new business areas in the future and for sustainable development as a company, and will proactively promote human resources development. > Message from CFO "Accounting is the compass of management" and "Finance is the foundation of management" as two pillars

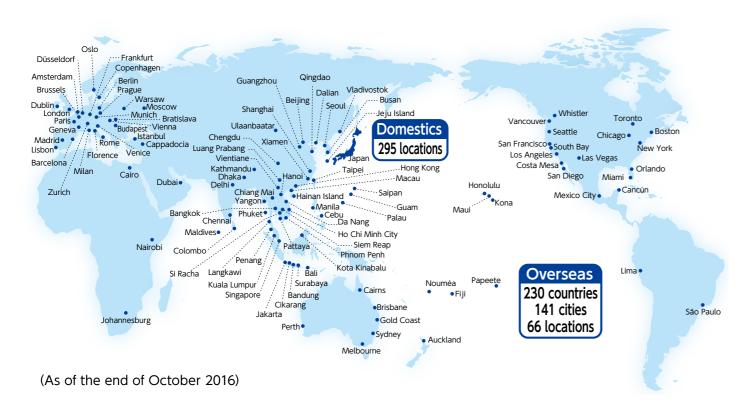
Director, Finance and Accounting Division Head of Accounting Shigeru Nakatani

In the fiscal year ended October 2016, Travel Business Segment, the pillar segment of H.I.S. Group, was significantly affected by terrorism, accidents, political changes and natural disasters. In addition, Japanese Yen appreciated sharply in the financial market, which had a large impact on the evaluation of H.I.S. Group's foreign-currency-denominated assets.

Looking back on the past year, it was reconfirmed that establishing a strong management structure that is not affected by fluctuations in the external environment and ensuring firm profitability are the current important issues. To that end, what need to be focused on are reducing costs and improving productivity through efficiency and rationalization of operations. In the current fiscal year (fiscal year ending October 2017), cost reduction campaigns throughout the company are promoted while concentration and selection are practiced through review of all businesses.



The number of H.I.S. Group's business offices has expanded to 295 in Japan and 230 overseas in 66 countries. The number of countries where offices are held is the largest in the world as a travel agency. With these offices as a foothold, travel business in these countries will be developed. In addition, each overseas office will not only engage in the travel business, but will also develop as a local base to meet various needs of global companies and groups.



Net Sales (Consolidated)

 (JPY million)
 Affected by decrease of fuel surcharges

 500,000
 500,000

 400,000
 300,000

 200,000
 479,478

 523,246
 537,456

 9
 2013

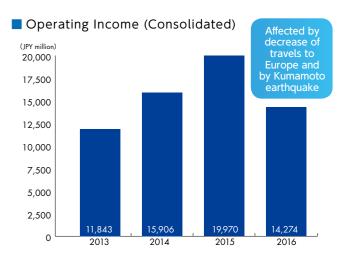
 2014
 2015



Through these measures to improve earnings, H.I.S. Group will increase free cash flow, while high quality funding will be conducted depending on the financial environment, so that funds for M&A and CAPEX for new facilities, which are the source of growth, are secured.

On the other hand, in view of worldwide operation as a global company, an integrated management companies have been established in the U.S., Malaysia, China, Netherlands, and UAE, and the structure that is the core of commercial, information and money flows has been established. Going forward, H.I.S. will actively utilize these integrated management companies in retaining and managing reinvestment funds and increase presence as pillars of global development.

H.I.S. Group will continue to strengthen its comprehensive management abilities with the basic policy of the accounting division "Accounting is the compass of management" and "Finance is the foundation of management".



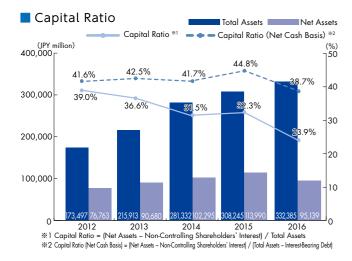
## >> Financial Results and Analysis

### Consolidated Capital Ratio Remained Stable at around 40%

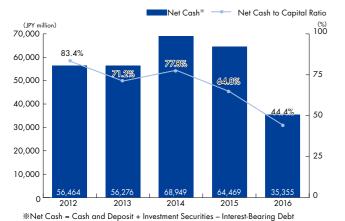
As of October 31, 2016, H.I.S. Group recorded JPY86.5 billion of bank borrowings, JPY20 billion of straight bonds, and JPY20.1 billion of convertible bonds on its consolidated balance sheet. On the other hand, H.I.S. Group had JPY159 billion of cash and deposits, which exceeded JPY126.6 billion of interest-bearing debts. H.I.S. Group pays attention to financial indicators, especially the capital ratio on a net cash basis that offsets cash, deposits and interest-bearing debts.

On a net cash basis, consolidated capital ratio was 38.7% partly as a result of share buy-back as one of the measures to reward shareholders, but it exceeded 38.4%, average of TSE listed companies\* and remained stable at around 40%. H.I.S. Group believes this level of financial indicators need to be maintained even if demands for funds such as large M&A deals increase in the future.

(\*) Based on financial information of TSE listed companies for the fiscal year ended March 2016



#### Net Cash and Capital Ratio (Consolidated)



**Cash Flow Situation** 

The amount of cash and cash equivalents at the end of the fiscal year ended October 2016 was JPY129,842 million, an increase of JPY16,511 million as compared to the end of the previous fiscal year. Cash flows generated from operating activities were JPY5,149 million, cash flows used in investing activities were JPY15,440 million, and cash flows generated from financing activities were JPY30,181 million.

### **Dividend policy**

#### 1 Basic Policy of Profit Distribution

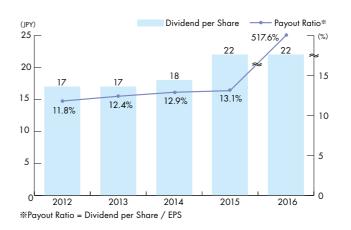
H.I.S. Group recognizes return of profits to shareholders as one of the important management policies. While seeking to improve the corporate value of H.I.S. Group, it will carry out stable and continuous distribution of profits in according with actual results, taking global situation, trend of travel industry, strengthening of corporate constitution, and future business developments into consideration. H.I.S. Group has an interim dividend system, but the ratio of sales and earnings tend to be relatively larger in the second half of each fiscal year, therefore, only year-end dividend is currently paid in order to realize fair dividend against financial performance. Dividend for the fiscal year ending October 2017 is expected to be JPY26.00 per share of ordinary dividend.

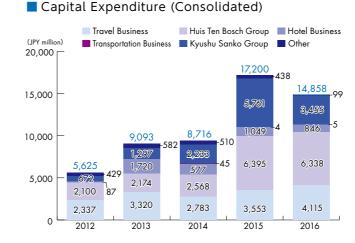
#### **②** Use of Retained Earnings

In addition to rapid environmental changes within travel industry in Japan and overseas, preparations for competition/reorganization, development of office network, and active investments in information technology, there is an increasing need in recent years to deal with other unexpected external factors, such as terrorism, political instability and natural disasters. Under these circumstances, H.I.S. Group strongly believes that it is essential to establish a stable financial base that can quickly respond, and intends to stabilize its management base by making the amount of internal reserves relatively large.

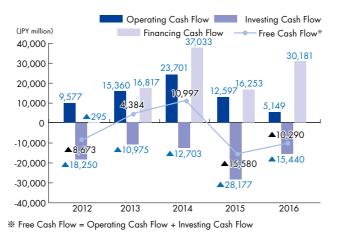
The global travel market is rapidly expanding. H.I.S. Group will continue to strive to improve its value as a company that challenges globally together with shareholders and investors. Your continued support and encouragement is greatly appreciated.

Dividend and Payout Ratio



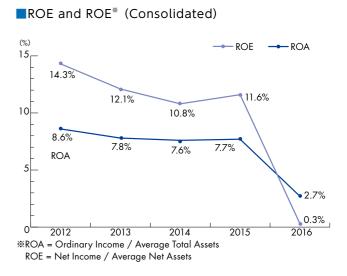


#### Cash Flow (Consolidated)

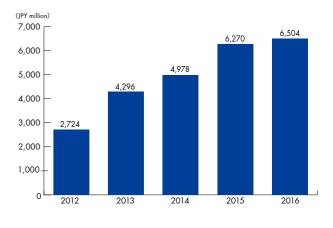


### **Business and Other Risks**

Events that may affect H.I.S. Group's operating results, financial position, and stock price include region of business development (High portion of travel business in Japan), changes in fuel special additional fare (fuel surcharge), trends of travelers to Asia, trends of tourists visiting Japan, competition with competitors, decrease in commission of officially disclosed fares by airlines, fluctuations in value of investment securities and other assets, fluctuation in foreign exchange rates, occurrence and spread of infectious diseases, flight status of aircrafts, safety of foods, influence of weather, system failure, handling of personal information, compliance with each country' s regulations, global situation, natural disasters and others. H.I.S. Group recognizes the possibility of occurrence of these risks and will make its best efforts to avoid occurrence and to respond when they occur.



#### Depreciation (Consolidated)



# >> Review by Business Segment

# Travel Business



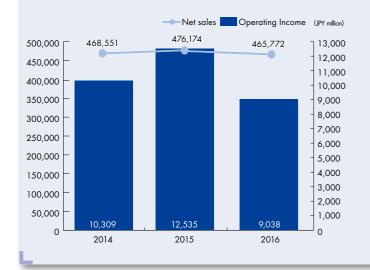
H.I.S. Group considers "safety" and "relief" of customers the first priority, and is working to provide information and services that capitalize on domestic and overseas networks as well as to further improve the quality.

In the travel industry in 2016, influence of terrorism in Europe on outbound travel from Japan remained strong, but due to changes in the market environment, such as appreciation of Japanese Yen and disappearance of fuel surcharge, the number of Japanese outbound travelers increased as compared to the previous year. Domestic travel in Japan was weak, due to the impact of Kumamoto earthquake

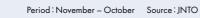
as well as successive typhoon and bad weather conditions. On the other hand, inbound travel continued to be strong, as the number of travelers to Japan exceeded 20 million for the first time.

Under these circumstances, consolidated net sales of H.I.S. Group's Travel Business were JPY465,772 million (97.8% of the previous fiscal year) due to reduction of fuel surcharges and reduction of travelers to Europe due to frequent terrorist attacks in various countries. Consolidated operating income was JPY9,038 million (72.1% of the previous fiscal year) due to slowing down of travel to Europe and of domestic travel due to Kumamoto earthquake.

#### Net sales and Operating Income



#### Outbound and Inbound Travelers





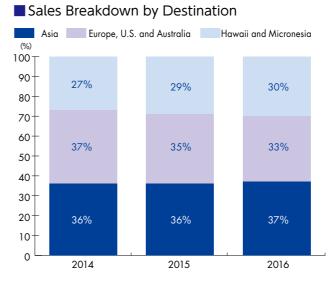
## Travel Business in Japan (H.I.S. JAPAN)

### ▶ Outbound Travel from Japan

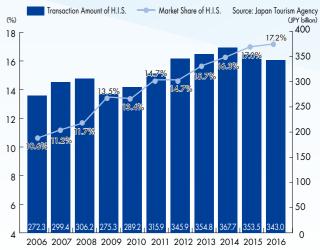
In order to revive the tourism demand for Europe that had been significantly reduced since terrorist attacks, a "Support France" campaign with active product development was carried out in cooperation with French Tourism Development Agency and airline companies to arouse demand. Regarding sales office developments, H.I.S. Group continued to make efforts to provide value beyond "a buying place", further strengthened the ability to provide highly specialized products and services, aggressively launched latest technologies such as virtual reality (VR), and focused on creation of travel demand.

In addition, global online business was strengthened in response to factors such as suppliers that are promoting direct sales, rise of online travel agencies, and expansion of new travel related services. Unified management of fares and vacancies of worldwide airline ticket sales will be available, while cross-trading of hotel room sales on a global level between overseas branches will be accelerated. In this way, global expansion will be accelerated with strategic M&A in view.

At sales offices, H.I.S. Group will continue to differentiate its services from those of "online only" agencies by expanding its specialty categories and responding to customers with abundant travel experiences. On the other hand, online business, which had been dispersed in each department within H.I.S. Group, was integrated and strengthened, working to improve user interfaces, etc. H.I.S. Group will proceed with business development by taking advantage of its strength of having both online and actual sales offices.

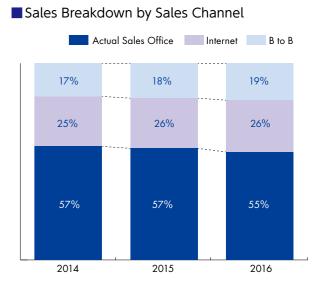


### Market Share of Major Travel Agencies for Outbound Travel from Japan (Transaction Amount)





"H.I.S. Hawaii Shinjuku Sanchome Branch", a satellite office certified by Hawaii Tourism Authority



### H.I.S. Annual Report 2016 1

### Domestic Travel in Japan

As a measure to support recovery from Kumamoto earthquake that occurred in April 2016, H.I.S. Group opened "Kyushu Specialty" sales offices in Tokyo, Nagoya, Osaka, and Fukuoka and promoted tours to Kyushu and merchandising. In Okinawa, which is its focus area, "OKINAWA Beach Park", a beach park exclusively for H.I.S. in the summer of 2016. Attractions that competitors do not have were introduced such as the prefecture's first 50 meter water long slider. Also, in order to strengthen experience-oriented plans which are gaining popularity, H.I.S. Group acquired Activity Japan Co., Ltd., the largest activity reservation website operating company in Japan, and enhanced product lineup.



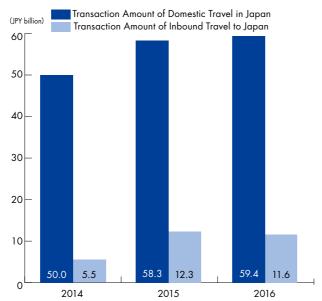
Reservation Website "Activity Japan"

### Inbound Travel to Japan

Regarding inbound travel to Japan, response to individual travel was promoted such as strengthening day tours and parts sales, and renewal of website as the number of FIT type individual package tour increased due to changes in consumer behavior. In addition, in cooperation with local governments, H.I.S. Group has steadily expanded consultingtype services that take advantage of its strengths, including tours from Thailand to Hokkaido and MICE trips from Taiwan to Okinawa. As a result, the number of travelers handled by H.I.S. Group in each country has been increasing.



#### Transaction Amount of Travel Business in Japan





Popular Destination Hokkaido

### **Outbound Travel from Abroad**

H.I.S. Group's overseas subsidiaries continue to introduce and reinforce management resources to capture travel demands in Asia where the number of outbound travelers is rapidly increasing due to economic development. Especially in Southeast Asia including Thailand, Indonesia, and Vietnam, these subsidiaries continue to strengthen measures to increase handling of local customers, such as construction of branch network by its own brand, various marketing measures such as exhibiting at travel expo

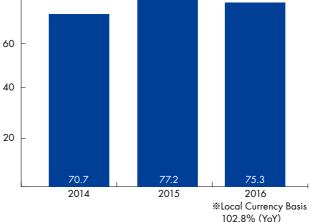


LeaLea Trolleybus in Hawaii, No.1 in terms of number of bus stops



Thailand SUKJAI TRAVEL LOUNGE

Sales of Inbound Travel at Overseas Subsidiaries \*Before inter-company elimination (JPY billion) 80



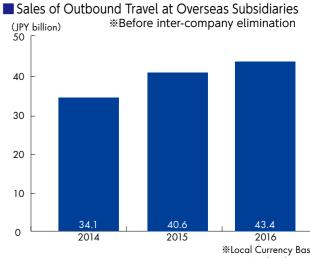
and dispatching CM to Japanese introduction program in cooperation with ministries and agencies. H.I.S. Group is also working to capitalize on its strengths of existence of these local offices, such as receiving orders for conference related arrangements from public institutions around the world. H.I.S. Group has expanded its offices, including opening up a tour desk in Addis Ababa (Ethiopia) and Samarkand (Uzbekistan), which is the first as a Japanese travel agency, to 230 in 141 cities in 66 countries (As of the end of October 2016).



Indonesia "Cool Japan Travel Fair 2016



TV Commercial in Singapore in cooperation with Okinawa prefecture



\*Local Currency Basis 117.4% (YoY)

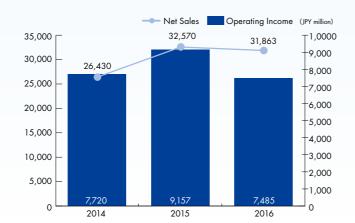
## Huis Ten Bosch Group

H.I.S. Group operates two theme parks, Huis Ten Bosch (Sasebo City, Nagasaki Prefecture) and Laguna Ten Bosch (Gamagori City, Aichi Prefecture) as one of the vertically integrated businesses. Especially, Huis Ten Bosch continues various challenges aiming at nurturing a tourism business city.

In the fiscal year ended October 2016, its subsidiary HTB Energy Co., Ltd. started electric power retail business as a new business domain.

In the fiscal year ended October 2016, Huis Ten Bosch Group generated JPY31,863 million of net sales (97.8% of the previous fiscal year) and JPY7,485 million of operating income (81.7% of the previous fiscal year).

#### Net Sales and Operating Income





Huis Ten Bosch "Kingdom of Lights"



"Robot Restaurant" Opened in 2016

### **Realizing a Tourism Business City**

Huis Ten Bosch is promoting projects that look into the future, such as development of service robots and plant factories. In the energy business which has already been launched, it entered the fullyliberalized electric power retail business in April 2016 to provide stable and inexpensive electric power by capitalizing on H.I.S. Group's sales office network. Huis Ten Bosch will continue to challenge to realize a "tourism business city" which will develop new technologies in the global market.



Plant Factory

### Huis Ten Bosch



In July 2016, Huis Ten Bosch introduced "Kingdom of Robots", the first robotic complex in Japan, where state-of-the-art robots are displayed and experienced. バウステンボス The second phase of "Henn na Hotel"

opened in March 2016, which was recognized by the Guinness world record as the first hotel where robots worked as staff. Henn na Hotel will continue to expand as a constantly evolving hotel, including Maihama (Urayasu City), Laguna Ten Bosch, and overseas. "Kingdom of Water" held during the summer vacation was very well accepted, including the first appearance of Japan's largest water park and glittering night pool. Also, "Kingdom of

Number of Visitors to Huis Ten Bosch





"Kingdom of Flowers" in Huis Ten Bosh, full of seasonal flowers

### Laguna Ten Bosch



Laguna Ten Bosch continued to attract customers, including new customers by introducing "Art Theatre" where Huis Ten Bosco Theatrical Troupe performs every day, and "Flower Lagoon" where

ラグーナテンボス various flowers can be enjoyed throughout all seasons. Lights" with 13 million illuminations, the world' largest, made efforts to improve experience value focused on events by increasing the scale. However, the number of visitors was 2,894,000 (93.1% of the previous fiscal year), due to impacts of reactionary fall of large-scale groups that had been occurring in the previous fiscal year, bad weather such as heavy snow and typhoons, and Kumamoto earthquake in April. On a different note, "Osaka Castle Water Park", which was held for the first time as a special project, was very well accepted and attracted 150,000 visitors.

Communication robot works in a room of Henn na Hotel



## Hotel Business



Dinosaur robot greets customers at the front desk

H.I.S. Group actively develops hotel business in order to further enhance travel services. Hotel Business in the fiscal year ended October 2016 saw average room rate increase due to favorable group reservations, including inbound tourists, at Watermark Hotel Sapporo as well as increase in the share of South Korean and Taiwanese market at Guam Reef & Olive Spa Resort (Guam). As a result of efforts to improve profitability in each of the other hotels as well, net sales were JPY6,609 million (102.8% of the previous fiscal year) and operating income was JPY556 million (161.1% of the previous fiscal year), both of which were record high.



Oval shaped communication robot in the guest room





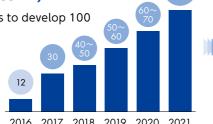
### **Business Strategies in the fiscal year** ending October 2017 (37<sup>th</sup> term)

Over the next five years, H.I.S. Group aims to develop 100 hotels, using the following three methods;

(1) Own construction / operation

(2) Management contract (including lease and FC contracts)

(3) M&A





### List of H.I.S. Group's Hotels

Hotel Name	Location	Start of Operation	Number of Guest Rooms
Watermark Hotel Gold Coast	Australia	1996	388
Watermark Hotel Brisbane	Australia	2005	95
Watermark Hotel Sapporo	Japan	2008	153
Watermark Hotel Nagasaki	Japan	2011	228
Guam Leaf & Olive Spa Resort	Guam	1974 (Renewal in 2013)	420
Watermark Hotel & Spa, Bali, Jimbaran	Indonesia	2015	143
Henn na Hotel Maihama, Tokyo Bay	Japan	2017	100

"\*Huis Ten Bosch' s original hotel, The Three Hotels "Hotel Europe", "Hotel Amsterdam", and "Forest Villa", and Henn na Hotel, constantly evolving hotel, are included in Huis Ten Bosch Group.

# Kyushu Sanko Group (う 九州産交グループ)

Kyushu Sanko Group consists of nine group companies based on bus operation business, which is the second largest in Kyushu. In the fiscal year ended October 2016, net



sales were JPY20,248 million (86.4% of the previous fiscal year) and operating income was JPY89 million (8.6% of the previous fiscal year), as negatively affected by some changes and suspensions in the operation of route and high-speed buses due to Kumamoto earthquake, suspensions of traffic center business and hotel business due to the full start of Sakuramachi redevelopment project, and other factors.

### Sakuramachi Redevelopment Project

This district, which is responsible for one of the cores of "2 core 3 malls (Note)" in the central urban area, is working on redesigning the town as a grand plan for the long-term future of a design concept "The Great Hall of the Town" that is connected to Kumamoto Castle. Sakuramachi/ Hanabata district is very important as a space connecting Kumamoto Castle, which is the symbol of Kumamoto City, and the central urban area. It is recognized as a key district in promoting the redesign of the central urban area and is positioned as "Face of Kumamoto" suitable for a base city in central Kyushu. As the competition among cities through redesigning becomes increasingly fierce, this project contributes to appealing Kumamoto's uniqueness and attractiveness which makes it easier for Kumamoto to be a chosen city, as well as revitalizing and enhancing the base of Kumamoto City, a cabinet designated city.

(Note) "2 core 3 malls" means two core commercial areas (Toricho-Suji and Sakura-Machi) and three arcades (Kami-Tori, Shimo-Tori, and Shin-Shigai)

# ► Transportation Business Sia Atlantic Airlines

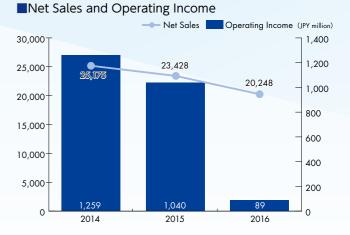
H.I.S. Group manages Asia Atlantic Airlines, an international flight airline company, in preparation for expansion of global aviation demand.



During the fiscal year ended October 2016 (36th term), net sales were JPY3,325 million (121.0% of the previous fiscal year), and operating loss was JPY834 million (JPY1,101 million operating loss in the previous fiscal year) as a result of responding to demands, such as starting scheduled flights (4 flights per week) from Bangkok and Phuket (Thailand) to Shenyang (China), as well as offering Bangkok (Thailand) - Chitose (Hokkaido) line to Thai customers who have high demands for Japan.







#### Grand Design Plan for "City Development for Sakuramachi/Hanabata and Surrounding Districts" (Source: Website of Kumamoto City)

**Development Concept** Formation of Kumamoto/ New Castle Town to encounter "Wonder and Excitement",

Complex base for tours

and interactions that represents Kyushu constantly meeting something new when coming here

### Summary of the Project

Site area: approximately 30,266 m<sup>2</sup>

Total floor space: approximately 160,330 m<sup>2</sup> (15 floors above ground and 1 floor under ground)

Major facilities: Commercial facilities, Bus terminal (26 berths), MICE facility (owned by Kumamoto-City), Hotel (about 200 rooms), Residence (about 150 houses), Parking lot (about 840 units), Office, etc.

Design: JV of Nikken Sekkei and Taikou Architecture Office Construction: JV of Taisei, Yoshinaga, Iwanaga, Mitsuno, and Shinki construction

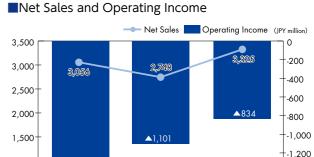
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1,400

### **Consolidated Financial Statements**

1 Consolidated Balance Sheet

	JPY million L Oct 2016 Oct 2015 Oct 2016			S\$1,000 Oct 2015		
Assets	000 2010	000 2013	000 2010	000 2015		
Current Assets						
Cash and deposits	159,011	136,316	1,514,395	1,298,251		
Accounts receivable - trade	24,063	18,430	229,176	175,528		
Operating accounts receivable	8,084	8,279	76,995	78,853		
Securities	2,998	14,322	28,559	136,400		
Travel advance payments	24,387	22,010	232,263	209,623		
Prepaid expenses	2,583	2,474	24,606	23,562		
Deferred tax assets	2,628	2,474	25,032	24,948		
Short-term loans receivable	65	109	623	1,043		
Short-term loans receivable from subsidiaries and associates	78	71	745	682		
Accounts receivable - other	3,001	2,780	28,587	26,482		
Other	6,705	5,686	63,863	54,158		
Allowance for doubtful accounts	o,/ 03 △77	 □	∆740	△1,162		
Total current assets	233,531	212,979	2,224,107	2,028,373		
Non-current assets	200,001	212,777	2,224,107	2,020,070		
Property, plant and equipment						
Buildings	27,324	26,681	260,229	254,105		
Accumulated depreciation	△12,974	△13,213	△123,567	△125,845		
Buildings, net	14,349	13,467	136,661	128,260		
Tools, furniture and fixtures	12,222	13,054	116,405	124,324		
Accumulated depreciation	△7,861	△8,563	△74,875	△81,555		
Tools, furniture and fixtures, net	4,360	4,490	41,529	42,769		
Vessels	2,127	5,469	20,264	52,089		
Accumulated depreciation	△1,155		△11,008	△10,853		
Vessels, net	971	4,329	9,255	41,235		
Land	23,441	23,032	223,248	219,355		
Leased assets	5,067	4,809	48,257	45,801		
Accumulated depreciation	△2,262	△2,008	△21,549	△19,133		
Leased assets, net	2,804	2,800	26,708	26,668		
Other	24,854	20,737	236,710	197,502		
Accumulated depreciation	△8,490	△8,096	△80,865	△77,110		
Other, net	16,363	12,641	155,844	120,392		
Total property, plant and equipment	62,291	60,761	593,248	578,681		
Intangible assets	5,556	5,003	52,920	47,648		
Investments and other assets	0,000	0,000	02//20			
Investment securities	1,704	1,864	16,237	17,755		
Shares of subsidiaries and associates	6,681	6,844	63,630	65,189		
Investments in capital of subsidiaries and associates	74	55	713	530		
Long-term loans receivable	6,557	7,661	62,451	72,969		
Long-term loans receivable from subsidiaries and associates	85	85	813	816		
Net defined benefit asset	318	355	3,028	3,386		
Deferred tax assets	3,355	3,110	31,955	29,628		
Guarantee deposits	6,758	6,501	64,369	61,914		
Other	5,492	2,987	52,312	28,453		
Allowance for doubtful accounts	 △206		△1,967	△1,974		
Total investments and other assets	30,822	29,260	293,545	278,670		
Total non-current assets	98,670	95,025	939,715	905,000		
Deferred assets	183	241	1,749	2,295		
Total assets	332,385	308,245	3,165,572	2,935,670		

	JPY m		US\$1	
in hiliting	Oct 2016	Oct 2015	Oct 2016	Oct 2015
iabilities				
Current liabilities				
Operating accounts payable	18,744	21,368	178,522	203,507
Short-term loans payable	8,915	6,860	84,904	65,333
Current portion of long-term loans payable	583	21,515	5,555	204,907
Accounts payable - other	2,487	3,512	23,691	33,449
Accrued expenses	3,004	2,907	28,609	27,693
Income taxes payable	829	3,369	7,901	32,093
Accrued consumption taxes	595	1,034	5,675	9,854
Travel advance received	53,293	50,711	507,554	482,965
Lease obligations	925	834	8,813	7,945
Provision for bonuses	2,951	3,387	28,105	32,260
Provision for directors' bonuses	106	161	1,009	1,537
Other	10,368	7,330	98,751	69,810
Total current liabilities	102,805	122,993	979,095	1,171,36
Non-current liabilities				
Bonds payable	20,000	20,000	190,476	190,470
Convertible bond-type bonds with subscription rights to shares	20,113	20,153	191,555	191,93
Long-term loans payable	77,042	14,319	733,742	136,37
Deferred tax liabilities	4,754	4,868	45,283	46,36
Net defined benefit liability	6,886	6,009	65,589	57,23
Provision for directors' retirement benefits	788	747	7,506	7,11
Provision for repairs	761	1,023	7,256	9,742
Lease obligations	2,283	2,486	21,751	23,68
Other	1,808	1,653	17,222	15,75
Total non-current liabilities	134,440	71,261	1,280,382	678,68
Total liabilities				
	237,245	194,254	2,259,477	1,850,04
	237,245	194,254	2,259,477	1,850,04
	237,245	194,254	2,259,477	1,850,04
let Assets	237,245	<b>194,254</b> 11,000	<b>2,259,477</b> 104,761	
<b>let Assets</b> Shareholders' equity Capital stock				104,76
<b>Jet Assets</b> Shareholders' equity Capital stock Capital surplus	11,000	11,000	104,761	104,76 34,90
<b>Jet Assets</b> Shareholders' equity Capital stock Capital surplus Retained earnings	11,000 3,665 80,988	11,000 3,665 82,150	104,761 34,905 771,321	104,76 34,90 782,38
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury shares	11,000 3,665 80,988 △ 14,162	11,000 3,665 82,150 △ 2,535	104,761 34,905 771,321 △ 134,883	104,76 34,90 782,38 △ 24,14
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equity	11,000 3,665 80,988	11,000 3,665 82,150	104,761 34,905 771,321	104,76 34,90 782,38 △ 24,14
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive income	11,000 3,665 80,988 △ 14,162 81,491	11,000 3,665 82,150 △ 2,535	104,761 34,905 771,321 △ 134,883 776,105	104,76 34,90 782,38 △ 24,14 897,90
let AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securities	11,000 3,665 80,988 △ 14,162 81,491 △ 152	11,000 3,665 82,150 △ 2,535 94,280 49	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450	104,76 34,90 782,38 △ 24,14 897,90
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedges	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546	11,000 3,665 82,150 △ 2,535 94,280 49 △ 449	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207	104,76 34,90 782,38 △ 24,14 897,90 47: △ 4,28
let AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedgesForeign currency translation adjustment	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546 △ 744	11,000 3,665 82,150 △ 2,535 94,280 49 △ 449 5,878	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207 △ 7,090	104,76 34,90 782,38 △ 24,14 897,90 47 △ 4,28 55,99
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedgesForeign currency translation adjustmentRe-measurements of defined benefit plans	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546 △ 744 △ 455	11,000 3,665 82,150 2,535 94,280 49 49 449 5,878 230	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207 △ 7,090 △ 4,336	104,76 34,90 782,38 △ 24,14 897,90 47 △ 4,28 55,99 △ 2,19
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedgesForeign currency translation adjustmentRe-measurements of defined benefit plansTotal accumulated other comprehensive income	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546 △ 744 △ 455 △ 1,899	11,000 3,665 82,150 △ 2,535 94,280 49 △ 449 5,878	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207 △ 7,090 △ 4,336 △ 18,085	104,76 34,90 782,38 △ 24,14 897,90 47 △ 4,28 55,99 △ 2,19
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedgesForeign currency translation adjustmentRe-measurements of defined benefit plansTotal accumulated other comprehensive incomeSubscription rights to shares	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546 △ 744 △ 455 △ 1,899 77	11,000 3,665 82,150 2,535 94,280 49 449 5,878 230 5,248 —	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207 △ 7,090 △ 4,336 △ 18,085 734	104,76 34,900 782,383 △ 24,148 897,904 475 △ 4,283 55,990 △ 2,192 49,988
Jet AssetsShareholders' equityCapital stockCapital surplusRetained earningsTreasury sharesTotal shareholders' equityAccumulated other comprehensive incomeValuation difference on available-for-sale securitiesDeferred gains or losses on hedgesForeign currency translation adjustmentRe-measurements of defined benefit plansTotal accumulated other comprehensive income	11,000 3,665 80,988 △ 14,162 81,491 △ 152 △ 546 △ 744 △ 455 △ 1,899	11,000 3,665 82,150 2,535 94,280 49 49 449 5,878 230	104,761 34,905 771,321 △ 134,883 776,105 △ 1,450 △ 5,207 △ 7,090 △ 4,336 △ 18,085	1,850,043 104,76 34,900 782,383 △ 24,148 897,904 475 △ 4,283 55,990 △ 2,192 49,988 

(Note) US\$ amount was translated at US1 = JPY105

### ②Consolidated Income Statement

	JPY million		US\$1	,000
	Oct 2016	Oct 2015	Oct 2016	Oct 2015
Net sales	523,705	537,456	4,987,674	5,118,634
Cost of sales	418,661	429,201	3,987,248	4,087,636
Gross profit	105,044	108,254	1,000,426	1,030,998
Selling, general and administrative expenses	90,769	88,284	864,473	840,804
Operating income	14,274	19,970	135,952	190,193
Non-operating income				
Interest income	1,693	1,155	16,125	11,002
Foreign exchange gains	—	1,109	—	10,566
Share of profit of entities accounted for using equity method	—	77	—	742
Subsidy income	350	305	3,338	2,908
Other	954	1,124	9,091	10,708
Total non-operating income	2,998	3,772	28,555	35,929
Non-operating expenses				
Interest expenses	337	265	3,213	2,526
Foreign exchange losses	6,798	—	64,745	_
Share of loss of entities accounted for using equity method	751	—	7,155	_
Other	737	792	7,024	7,546
Total non-operating expenses	8,624	1,057	82,139	10,073
Ordinary income	8,648	22,685	82,368	216,049
Extraordinary losses				
Loss on sales of investment securities	—	484	_	4,611
Impairment loss	3,541	—	33,726	_
Total extraordinary losses	3,541	484	33,726	4,611
Profit before income taxes	5,107	22,200	48,641	211,437
Income taxes - current	4,103	8,447	39,078	80,454
Income taxes - deferred	△ 301	△ 272	△ 2,870	△ 2,593
Total income taxes	3,801	8,175	36,207	77,860
Profit	1,305	14,025	12,434	133,577
Profit attributable to non-controlling interests	1,038	3,134	9,890	29,853
Profit attributable to owners of parent	267	10,890	2,543	103,723

(Note) US\$ amount was translated at US1 = JPY105

### Consolidated Comprehensive Income Statement

	JPY n	nillion	US\$1,000		
	Oct 2016	Oct 2015	Oct 2016	Oct 2015	
Profit	1,305	14,025	12,434	133,577	
Other Comprehensive Income					
Valuation difference on available-for-sale securities	△ 204	△ 272	△ 1,947	△ 2,594	
Deferred gains or losses on hedges	△ 95	△ 1,245	△ 906	△ 11,858	
Foreign currency translation adjustment	△ 5,906	2,148	△ 56,255	20,460	
Re-measurements of defined benefit plans	△ 227	27	△ 2,169	263	
Share of other comprehensive income of affiliated companies accounted for using equity method	△ 799	△ 100	△ 7,618	△ 955	
Total other comprehensive income	△ 7,234	558	△ 68,897	5,316	
Comprehensive Income	△ 5,928	14,583	△ 56,463	138,893	
(Breakdown)					
Comprehensive Income attributable to owners of parent	△ 6,880	11,296	△ 65,530	107,583	
Comprehensive Income attributable to non-controlling interests	951	3,287	9,066	31,309	
comprehensive income attributable to non-controlling interests	(Note) LIS\$ amount was translated at LIS\$1 =				

(Note) US\$ amount was translated at US1 = JPY105

### 3 Consolidated Statement of Changes in Net Assets

### Oct 2016

000 2010								(JPT IIIIII)
				S	hareholders' e	quity		
		Capital	stock	Capital surplus	Retained earnir	igs Treasu	ry shares	Total sharehol ers' equity
Beginning balance		1	1,000	3,665	82,15	D   2	<b>∆2,535</b>	94,280
Changes								
Dividend of surplus					△1,420			△1,426
Profit attributable to owners	of parent				26			267
Acquisition of treasury shares	5						11,763	△11,763
Disposal of treasury shares							136	136
Change in the scope of cons						2		△2
Increase/decrease of share		-		$\triangle 0$				$\triangle 0$
capital increase of consolidate				20				
Change in parent's share in re		S-		0				C
actions with non-controlling sh	areholders							
Changes other than shareholder	s' equity (Net	)		_				
Total changes			_	0	△ 1,16		11,627	△ 12,788
Ending balance		1	1,000	3,665	80,98	B   🛆	14,162	81,491
	Valuation difference on available-for- sale securities	Deferred gains or losses on hedges	Foreign currency translatio adjustme	n urements n of defined nt benefit plans	Total accu- mulated other comprehen- sive income	ubscription rights to shares	controll interes	ing assets
Beginning balance	49	<b>△ 449</b>	5,878	△ 230	5,248	-	14,46	51 113,990
Changes								
Dividend of surplus					-			△ 1,426
Profit attributable to owners of parent					-			267
Acquisition of treasury shares					—			△ 11,763
Disposal of treasury shares								136
Change in the scope of consolidation					—			$\triangle 2$
Increase/decrease of share in relation to cap-								
ital increase of consolidated subsidiaries								
Change in parent's share in relation to trans-					-			0
actions with non-controlling shareholders							1.00	
Changes other than shareholders' equity (Net)		△ 96	△ 6,623		△7,147	77	1,00	
Total changes	△202	<b>△96</b>	△6,623		△7,147	77	1,00	
Ending balance	△152	△546	△744	△455	△1,899	77	15,47	70 95,139

### Oct 2015

tal stock 6,882		areholders' equi Retained earnings 71,612	/	Total share- holders' equity
6,882		-		holders' equity
	7,782	71,612	∧ 2 533	02 7/2
4.000	1			83,743
4 0 0 0		818		818
6,882	7,782	72,430	△ 2,533	84,562
		△ 1,167		△ 1,167
		10,890		10,890
-			$\bigtriangleup$ ]	
		△4		△ 4
4,117	△4,117			-
				-
4,117	△ 4,117	9,719	$\bigtriangleup$ 1	9,717
11,000	3,665	82,150	<b>△ 2,535</b>	94,280
Accum	ulated other comp	roboncivo incomo		
	4,117 11,000	4,117 △4,117 4,117 △4,117 11,000 3,665	6,882       7,782       72,430	6,882       7,782       72,430       △ 2,533          △ 1,167          △ 1,167         10,890       △ 1         4,117       △ 4,117         4,117       △ 4,117         4,117       △ 4,117

	Accumulated other comprehensive income						
	Valuation difference on available-for- sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustment	Re-meas- urements of defined benefit plans	Total accumu- lated other comprehen- sive income	Non- controlling interest	Total net assets
Beginning balance	324	790	3,902	△173	4,843	13,708	102,295
Cumulative effects of changes in accounting policies					—	374	1,192
Restated beginning balance	324	790	3,902	△173	4,843	14,082	103,488
Changes							
Dividend of surplus					—		△1,167
Profit					_		10,890
Acquisition of treasury shares					_		$\bigtriangleup$
Change in the scope of consolidation					_		∆4
Transfer from capital surplus to capital stock					_		
Changes other than shareholders' equity (Net)	△274	△1,240	1,976	△56	405	379	784
Total changes	△274	△1,240	1,976	56	405	379	10,502
Ending balance	49	<b>∆449</b>	5,878	<b>∆230</b>	5,248	14,461	113,990

Financial Data

(JPY million)

#### (JPY million)

### ④Consolidated Statement of Cash Flow

	JPY m Oct 2016	nillion Oct 2015	US\$1 Oct 2016	,000 Oct 2015
Cash flows from operating activities				
Profit before income taxes	5,107	22,200	48,641	211,437
Depreciation	6,544	6,310	62,329	60,095
Impairment loss	3,541	_	33,726	_
Amortization of goodwill	201	193	1,916	1,841
Increase ( $ riangle$ decrease) in provision for bonuses	△ 324	360	△ 3,090	3,437
Increase ( $ riangle$ decrease) in provision for directors' bonuses	△ 49	17	△ 472	166
Increase ( $ riangle$ decrease) in net defined benefit liability	619	782	5,896	7,448
Increase ( $\triangle$ decrease) in provision for directors' retirement benefits	44	8	420	81
Increase ( $ riangle$ decrease) in provision for repairs	△ 259	△ 434	△ 2,473	△ 4,135
Interest and dividend income	△ 1,737	△ 1,163	△ 16,544	△11,078
Share of ( $ riangle$ profit) loss of entities accounted for using equity method	751	△77	7,155	△742
Foreign exchange losses ( $ riangle$ gains)	3,616	△ 743	34,440	△7,080
Interest expenses	337	265	3,213	2,526
Loss ( $ riangle$ gain) on sales of investment securities	riangle 0	484	riangle 1	4,611
Other loss (△gain)	33	124	323	1,183
Decrease ( $ riangle$ increase) in notes and accounts receivable - trade	△ 6,526	△ 3,191	△ 62,155	△ 30,396
Decrease (△increase) in travel advance payments	△ 2,911	1,423	△ 27,724	13,559
Decrease (△increase) in other assets	△ 1,230	△ 2,469	△11,714	△ 23,520
Increase ( $ riangle$ decrease) in notes and accounts payable - trade	△ 1,593	△ 1,509	△ 15,174	△ 14,376
Increase ( $ riangle$ decrease) in accrued consumption taxes	△ 317	193	△ 3,023	1,839
Increase ( $ riangle$ decrease) in accrued expenses	150	273	1,433	2,606
Increase ( $ riangle$ decrease) in travel advances received	3,704	40	35,278	385
Increase ( $ riangle$ decrease) in other liabilities	1,508	689	14,366	6,563
Subtotal	11,210	23,777	106,766	226,451
Interest and dividend income received	1,479	1,049	14,086	9,992
Interest expenses paid	△ 309	△ 246	△ 2,950	△ 2,343
Income taxes ( $ riangle$ paid) refund	△7,229	△11,983	△ 68,857	△114,127
Net cash provided by ( $ riangle$ used in) operating activities	5,149	12,597	49,045	119,974

	JPY n Oct 2016	nillion Oct 2015	US\$1 Oct 2016	,000 Oct 2015
Cash flows from investing activities	000 2010	000 2013	000 2010	000 2013
Payments into time deposits	△ 57,392	△ 53,732	△ 546,597	△ 511,737
Proceeds from withdrawal of time deposits	49,732	54,621	473,639	520,206
Purchase of securities	△ 3,000	△ 2,000	△ 28,571	△ 19,047
Proceeds from redemption of securities	13,345	2,043	127,097	19,459
Purchase of property, plant and equipment and intangible assets	△ 13,309	△ 15,345	△ 126,761	△ 146,147
Purchase of investment securities	△ 1,234	△ 2,137	△ 11,754	△ 20,361
Proceeds from sales of investment securities	969	150	9,229	1,437
Proceeds from redemption of investment securities	_	800	_	7,619
Purchase of shares of affiliated companies	△ 1,696	△ 5,660	△ 16,159	△ 53,911
Purchase of shares of subsidiaries resulting in change in scope of consolidation	△ 180	_	△1,714	_
Payments of loans receivable	△ 1,632	△7,429	△ 15,544	△ 70,753
Collection of loans receivable	1,674	1,148	15,948	10,938
Payments for guarantee deposits	△ 837	△ 1,083	△7,978	△ 10,317
Proceeds from collection of guarantee deposits	512	710	4,885	6,769
Other, net	△ 2,391	△ 263	△ 22,772	△ 2,511
Net cash provided by ( $\triangle$ used in) investing activities	△ 15,440	△ 28,177	△ 147,052	△ 268,356
Cash flows from financing activities				
Increase in short-term loans payable	80,055	37,255	762,428	354,809
Decrease in short-term loans payable	△78,000	△ 31,745	△742,857	△ 302,333
Proceeds from long-term loans payable	63,465	13,065	604,430	124,428
Repayments of long-term loans payable	△ 21,673	△ 1,562	△ 206,415	△ 14,878
Purchase of treasury shares	△11,791	△ 2	△ 112,297	△ 20
Cash dividends paid	△ 1,426	△ 1,167	△ 13,587	△11,117
Dividends paid to non-controlling interests	△ 94	△ 33	△ 897	△ 314
Proceeds from share issuance to non-controlling shareholders	74	1,080	704	10,285
Other, net	△ 426	△ 637	△ 4,063	△ 6,067
Net cash provided by ( $ riangle$ used in) financing activities	30,181	16,253	287,443	154,791
Effect of exchange rate change on cash and cash equivalents	<b>△ 3,460</b>	1,636	△ 32,956	15,586
Net increase ( $ riangle$ decrease) in cash and cash equivalents	16,430	2,309	156,479	21,995
Cash and cash equivalents at beginning of period	113,330	110,145	1,079,339	1,049,008
Increase in cash and cash equivalents from newly consolidated subsidiary	81	875	777	8,334
Cash and cash equivalents at end of period	129,842	113,330	1,236,595	1,079,339

Financial Data

(Note) US\$ amount was translated at US1 = JPY105

### >> Basic Information of H.I.S. Group

Company Name	H.I.S. Co., Ltd. (TSE 1: 9603)
Registered Number	No.724 by Commissioner of Japan Tourism Agency
Capital Stock	JPY11 billion (as of October 31, 2016)
Date of Incorporation	December 19, 1980
Headquarter	Post office No.163-6029, 29F, Sumitomo Real Estate Shinjuku Oak Tower, Nishi-Shinjuku, Shinjuku-ward, Tokyo, Japan
Sales	JPY523.7 billion (fiscal year ended October 2016, consolidated)
Number of Employees	14,380 (for the whole group, as of October 31, 2016)
Member of	Japan Association of Travel Agents (JATA) International Air Transport Association (IATA)
Banks	Sumitomo Mitsui Banking Corporation The Bank of Tokyo-Mitsubishi UFJ The Tokyo Tomin Bank Others

	Representative Director, Chairman and CEO	Hideo Sawada
	Director and Vice Chairman	Akira Hirabayashi
	Managing Director	Tatsuya Nakamori
	Managing Director	Narimoto Kusuhara
	Director	Shigeru Nakatani
	Director	Katsuhiko Sakaguchi
ectors	Director	Atsushi Yamanobe
	Director	Masayuki Oda
	Director	Kiyoshi Takagi
	Director	Kazumasa Namekata
	Director	Naomi Tomita
	Director, Audit & Supervisory Committee Member	Masahiko Hirata
	Director, Audit & Supervisory Committee Member	Tsunekazu Umeda
	Director, Audit & Supervisory Committee Member	Sonoko Sekita

(Note) Mr. Masahiko Hirata and Mr. Tsunekazu Umeda (Director, Audit & Supervisory Committee Member respectively) are external directors.

Security

Compan

0.90%

ndividual an Other 42.20%

### >> Stock Information(as of October 31, 2016)

Status of stock	
Authorized Shares	88,551,450 shares
Issued and Outstanding Shares	68,522,936 shares
Number of Shareholders	15,608

#### Status of Shareholding Shareholding by Other Corporations Investor Type 5.68% Treasury Shares 9.66%

8 14%

23 389

Dire

10 Major Shareholders

Name of Shareholder	Number of Shares Held (1,000 shares)	Shareholding Ratio (%)
Hideo Sawada	19,136	30.91%
Japan Trustee Services Bank (Trust Account)	5,347	8.63%
Hide International	3,403	5.49%
The Master Trust Bank of Japan (Trust Account)	3,040	4.91%
National Mutual Insurance Federation of Agricultural Cooperatives	1,334	2.15%
Trust & Custody Services Bank (Security Investment Trust Account)	1,139	1.84%
J.P. MORGAN BANK LUXEMBOURG S.A. 380578	1,079	1.74%
Japan Trustee Services Bank (Trust Account 9)	1,061	1.71%
Kazumasa Namekata	1,021	1.65%
Mayumi Sawada	950	1.53%

\*H.I.S. Group owns 6,621,916 shares of treasury stock, which are excluded from the above 10 major shareholders' list. The shareholding ratio above is calculated by excluding treasury stock.

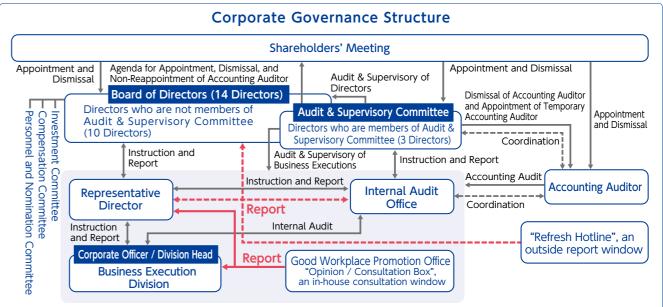
### >> Corporate Governance

#### **Corporate Governance System**

Travel business, which H.I.S. Group is engaged in, is a business that contributes to promotion of world peace and mutual understanding. In order to fulfill its social responsibility, H.I.S. Group incorporates CSR promotion activities into its corporate governance system with an aim to be a company trusted by all stakeholders. Since the corporate governance system has shifted to a system in which Board of Directors and Audit & Supervisory Committee are in place in January 2016, H.I.S. Group has continued to enhance corporate governance for continued growth and further enhancement of corporate value over the medium to long term.

Under the current system, Board of Directors comprising 14 directors decides management policies and important business executions, while three members of Board of Directors appointed at GSM constitute Audit & Supervisory Committee, that are responsible for auditing and supervising executions by Directors and Board of Directors. Internal Auditing Office, which reports directly to President and conducts internal audits, strives to ensure appropriateness and soundness of overall operations of H.I.S. Group, and plays a role in supporting the audit by the Audit & Supervisory Committee by reporting to the Audit & Supervisory Committee as well.

H.I.S. Group is raising compliance awareness of its employees by informing them with H.I.S. Policies, H.I.S. DNA, Corporate Behavior Charter and Action Guidelines through its internal information site. At the same time, "Opinion / Consultation Box", an in-house consultation window operated by "Good Workplace Promotion Office" to make proposals and consultations easier, and "Refresh Hotline", an outside report window, have been set up to secure a self-cleaning system within H.I.S. Group. Regarding protection of personal information, "P Mark" was updated



in June 2016 and an information management system that also responds to "My Number System" has been established.

In line with introduction of Corporate Governance Code by Tokyo Stock Exchange in June 2015, H.I.S. Group proceeded with creating its own corporate governance guidelines, and submitted Corporate Governance Report to Tokyo Stock Exchange in July 2016.

#### Securing Reliability of Financial Reporting

Regarding securing reliability of financial reporting, which is an important element of internal control along with "securing effectiveness and efficiency of operations", Internal Control Team, which is promoting improvement of internal control system, cooperates with Internal Audit Office, which confirms and evaluates the situation and implementation, to develop a mechanism to visualize important business processes related to financial reporting and to conduct appropriate confirmation and evaluation to prevent improper reporting, etc. The maintenance and operation status have been summarized as "internal control report" .

In response to revision of Corporate Law and other laws and regulations, group-wide control is required more than before. As a result, H.I.S. Group is actively involved in the internal control of each group company and to promote the establishment of an effective internal control system. Cooperation with internal control personnel at each group company will be further strengthened. In the accounting department, while the parent company has a team specialized to support accounting practices of affiliated companies, supervisory management companies have been established in the U.S., Malaysia, China, Netherlands and UAE for establishment of accounting team, development of human resources and training, risk hedging and monitoring.

### COMPANY INFORMATION

### >> Company History



1993 Travel Wonderland, Shinjuku Head Office Sales Office, Japan's largest level, moved to Shinjuku and expanded



2002 Listed on the 2<sup>nd</sup> section of Tokyo Stock Exchange



2008 New management team started with Akira Hirabayashi as the president



1996 Watermark Hotel & Spa Gold Coast started operations

(JPY million)

12

23

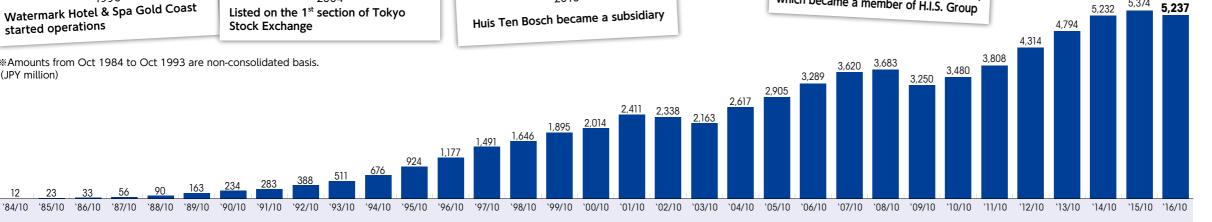


2004 Listed on the 1<sup>st</sup> section of Tokyo Stock Exchange



Huis Ten Bosch became a subsidiary





1980 International Tours Co., Ltd., H.I.S.' predecessor, was established with JPY10 million capital.

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\*Amounts from Oct 1984 to Oct 1993 are non-consolidated basis.

- Retail Agency License (No. 3034) was obtained from Ministry of 1981 Transportation.
- 1984 Osaka office opened in Kansai area.
- 1985 Hong Kong office opened as the 1<sup>st</sup> overseas office.
- 1986 General Travel Agency License (No. 724) was obtained from Ministry of Transportation.
- 1989 Ciao", H.I.S. Group's first packaged tour was launched. Fukuoka office opened in Kyushu area.
- Nagoya office opened in Chubu area.
- 1990 Company name was changed to H.I.S. Co., Ltd.
- "Avanti and Oasis" division was established in Shimbashi office. ■ H.I.S. Group was appointed as official IATA agency. 1991
- "Business section" to handle business trips was established. 1993 Head office was moved to Shinjuku for consolidation and expansion. Travel Wonderland, a department store for international travel services, opened.
  - Group section to handle group tours was established.
- 1994 Chubu, Kansai and Kyushu headquarters were consolidated and expanded and Travel Wonderland opened in each region to become the largest retail office in those areas.
- 1995 The shares of H.I.S. Group started to be traded over the counter.
- 1996 H.I.S. Group launched its website.
- 1998 Number of offices in Japan exceeded 100.
- Establishment of Skymark Airlines was announced (currently is not a member of H.I.S. Group).

H.I.S. Group opened its first hotel, The Watermark Hotel Gold Coast (currently Hotel Watermark).

- 2000 Howa Travel Service, (currently Orion Tours) became a subsidiary.
- 2001 "H.I.S. Overseas Travel Navi" was launched as a formal site of i-mode. Map International Co., Ltd, (currently ATB) became a subsidiary.
- 2002 Cruise planet Co., Ltd, became a subsidiary.
- 2003 Number of overseas offices exceeded 50.
- International charter services were started.
- H.I.S. Group was listed on the 2<sup>nd</sup> section of Tokyo Stock Exchange.
- Specialized travel desk at Travel Wonderland, Shinjuku main sales office opened in conjunction with 10<sup>th</sup> anniversary.
- 2004 H.I.S. Group was listed on the 1<sup>st</sup> section of Tokyo Stock Exchange.
- 2005 Hotel Watermark Brisbane, the second hotel of H.I.S. Group in Australia started operations.
- Number of offices in Japan exceeded 200. 2006 New inbound tourism company, H.I.S. Experience Japan Co.,Ltd. was launched.
  - Kyushu Industrial Transportation Co., Ltd., (currently Kyushu Sangyo Kotsu Holdings Co., Ltd.) became a member of H.I.S. Group.
- Reorganization was made to create "Quality Control & Market 2008
- Research Room". 2009 ATB's sales network re-started in H.I.S. Group.
- Number of offices in Japan exceeded 250. First hotel in Japan, Watermark Hotel Sapporo, opened.
- 2010 Huis Ten Bosch joined H.I.S. Group, as a subsidiary. Number of overseas offices exceeded 100.

Ohshu Express Ltd. became a subsidiary of H.I.S. Group.

- 2011 Japan Holiday Travel Co., Ltd. became a subsidiary.
  - H.I.S. Experience Japan, Co., Ltd. was merged into H.I.S., thus unifying the inbound business.
  - "CLASS ONE", a membership club for high-net-worth customers was launched. A new brand "QUALITA" was established, pursuing "hospitality".
- 2012 GM Communication Limited became an affiliated company.
  - Watermark Hotel Nagasaki opened.
  - HTB Cruise Co., Ltd. was established.
- 2013 Charter cruise of Costa Victoria started.
- Asia Atlantic Airlines, an international chartered airline, was established in Bangkok. GUAM REEF & OLIVE SPA RESORT became a subsidiary.
- 2014 Laguna Ten Bosch Co., Ltd. was established and started 3 businesses of Laguna Gamagori. Operation of international E-commerce site "hisgo" was expanded to include 39 countries
- 2015 Watermark Hotel & Spa Bali Jimbaran opened.
- Number of overseas offices exceeded 150.
- H.I.S. ANA Navigation Japan Co., Ltd., a joint venture with ANA Sales Co., Ltd. was established.
- 2016 Second phase of Henn na Hotel opened in Huis Ten Bosch.
- Retail sales of electric power started.
- INTERPARK JAPAN Co., Ltd., a joint venture with INTERPARK, a leading online shopping mall company in South Korea, was established.
- LY HIS Travel Co., Ltd., a joint venture with LY.com, an OTA in China, was established.
  - Number of overseas offices exceeded 200.
  - Number of offices in Japan exceeded 300.
  - Henn na Hotel opened in Huis Ten Bosch.

### >> Major Subsidiaries and **Affiliated Companies**

- Travel Business
- HAWAII HIS CORPORATION
- H.I.S. INTERNATIONAL TOURS (NY) INC.
- H.I.S. GUAM, INC.
- H.I.S. CANADA INC.
- HIS SAIPAN INC
- H.I.S. KOREA CO., LTD. • H.I.S. Tours Co., Ltd.
- PT. HARUM INDAH SARI TOURS & TRAVEL
- HIS (HONG KONG) COMPANY LIMITED
- H.I.S. TAIWAN COMPANY LIMITED • H.I.S. INTERNATIONAL TRAVEL PTE LTD
- H.I.S. AUSTRALIA PTY. LTD.
- H.I.S. EUROPE LIMITED
- H.I.S. INTERNATIONAL TOURS FRANCE SARL
- H.I.S. Deutschland Touristik GmbH
- H.I.S. EUROPE ITALY S.R.L.
- HIS ULUSLARARASI TURIZM
- SEYAHAT ACENTASI LIMITED SIRKETI
- GROUP MIKI HOLDINGS LIMITED
- ORION TOUR CO.,LTD
- QUALITA Co., Ltd.
- Ohshu Express Ltd.
- TOUR WAVE CO., LTD.
- JAPAN HOLIDAY TRAVEL Co., Ltd.
- Cruise Planet Co., Ltd.
- H.I.S. ANA Navigation Japan Co., Ltd.
- And 50 other companies

#### Huis Ten Bosch Group

- Huis Ten Bosch Co., Ltd.
- Huis Ten Bosch Technical Center Co., Ltd.
- HTB Tourism Co., Ltd.
- HTB CRUISE CO.,LTD.
- TEN BOSCH CRUISE PANAMA S.A.
- Laguna Ten Bosch Co., Ltd.
- HTB Energy Co., Ltd.
- And 7 other companies
- Directly Operated Hotels Hotel Europe
   Hotel Amsterdam
   Forrest Villa
   Henn na Hotel

#### Hotel Business

- H.I.S. AUSTRALIA HOLDINGS PTY LTD
- H.I.S. INVESTMENTS PTY LTD
- THE WATERMARK HOTEL GROUP PTY LTD
- WHG INVESTMENTS BRISBANE PTY LTD
- L'MARK PTY LTD
- Watermark Hotel Japan Co., Ltd.
- Watermark Hotel Nagasaki Co., Ltd.
- GUAM REEF HOTEL, INC.
- PT. HARUM INDAH SARI INDONESIA And 1 other company

#### Transportation Business

• ASIA ATLANTIC AIRLINES CO., LTD.

#### Kyushu Sanko Group

- KYUSHU INDUSTRIAL
- TRANSPORTATION HOLDINGS CO., LTD • Kyushu Sanko Bus Co., Ltd.
- Kyushu Sanko Tourism Co., Ltd.
- Kyushu Sanko LandMark Co., Ltd.
- Kumamoto Ferry Co., Ltd.
- Sanko Bus Co., Ltd.
- Kyushu Sanko Seibi Co., Ltd.
- Kyushu Sanko Retail Co., Ltd.
- Kumamoto Sakuramachi Development Co., Ltd
- And 2 other companies

#### Other Business

• H.S. INSURANCE Co., Ltd. And 9 other companies





### H.I.S. CO., LTD

Shinjuku Oak Tower 29F 6-8-1 Nishishinjuku, Shinjuku-ku, Tokyo 163-6029, JAPAN http://www.his.co.jp

