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## Summary of Financial and Business Results for the First Half of the February 2015 Fiscal Year

October 14, 2014

### Ichigo Group Holdings Co., Ltd. (JASDAQ, 2337)

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Filing of the Quarterly Report (Shihanki Hokokusho): October 15, 2014

Dividend Payment: N/A

Supplemental Materials to Financial and Business Results: Yes

Financial and Business Results Briefing: Yes (for institutional investors and analysts)

### 1. Consolidated Financial Results (from March 1, 2014 to August 31, 2014)

### (1) Consolidated Financial Results (Cumulative)

(YOY = year-on-year % change)

	Rever	nues	Operating	g Profit	Recurring	g Profit	Net Inc	ome
	(million yen)	YOY	(million yen)	YOY	(million yen)	YOY	(million yen	YOY
Feb 15 H1	9,879	-52.0%	3,124	+39.3%	2,715	+25.8%	2,491	-9.6%
Feb 14 H1	20,586	+169.6%	2,243	+222.8%	2,157	+249.7%	2,755	+414.2%

Note: Comprehensive income Feb 15 H1: 2,819 million yen (+10.5%) Feb 14 H1: 2,551 million yen (+319.3%) The year-on-year increase in profit despite lower revenues is due to significantly higher profit on Value-Add sales and an increase in rental income from Real Estate assets.

	Net Income per Share (basic, yen)	Net Income per Share (diluted, yen)
Feb 15 H1	5.01	4.95
Feb 14 H1	6.14	6.05

### (2) Consolidated Financial Condition

	Total Assets (million yen)	Net Assets (million yen)	Equity Ratio (%)	Net Assets per Share (yen)
Feb 15 H1	154,033	53,278	32.9	101.77
Feb 14	114,944	50,842	42.2	97.42

Note: Shareholders' equity Feb 15 H1: 50,654 million yen Feb 14: 48,460 million yen

#### 2. Dividends

		Dividend per Share (yen)						
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Fiscal Year			
Feb 14	-	0	-	1.10	1.10			
Feb 15	-	0						
Feb 15 (Expected)			-	1.30	1.30			

Note: Changes since the previously announced forecast: None

3. Consolidated Forecast for the February 2015 Fiscal Year (from March 1, 2014 to February 28, 2015)

(YOY = year-on-year % change)

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	Revent (million yen)	ues YOY	Operating (million yen)	Profit YOY	Recurring (million yen)	g Profit YOY
Feb 15 FY	42,000	+19.7%	7,700	+96.8%	6,500	+80.7%
	Net Inco (million yen)	ome YOY	Net Income p (Yen			
Feb 15 FY	6,055	+33.8%		12.16		

Note 1: Changes in the forecast during the period: None

Note 2: Net Income per Share for FY15 is based on the average number of outstanding shares for FY15 assuming the number of outstanding shares as of September 30, 2014 remains unchanged throughout FY15.

#### 4. Other

- (1) Changes in significant consolidated subsidiaries (material changes in scope of consolidation): Yes One new subsidiary: GK Omori Holdings *Tokumei Kumiai*
- (2) Application of accounting treatment specific to interim consolidated financial statements: None
- (3) Changes in accounting standards/principles, changes in accounting estimates, and revisions to previous financial statements
  - (i) Changes in accounting standards/principles: Yes
  - (ii) Changes in accounting principles other than the above: None
  - (iii) Changes in accounting estimates: None
  - (iv) Revisions of previous financial statements: None
- (4) Number of outstanding shares (common shares)
  - (i) Number of outstanding shares including treasury shares

Feb 15 H1: 499,516,200 Feb 14: 499,432,200

(ii) Number of treasury shares

Feb 15 H1: 1,757,000 Feb 14: 1,978,000

(iii) Average number of outstanding shares

Feb 15 H1: 497,609,934 Feb 14 H1: 448,959,503 Note: On September 1, 2013, Ichigo split each of its shares into 200 shares. For ease of comparison, the numbers of outstanding shares reflect the stock split

\*Statement on Quarterly Review Procedures in accordance with the Financial Instruments and Exchange Law (FIEL)

While this financial summary is not required to be reviewed under the FIEL review procedures, the Company has nonetheless completed such FIEL review procedures.

### \*Explanation on Appropriate Use of Earnings Projection

Forward-looking statements contained in these materials are based on judgments regarding information that was available to the Company and the Group as of the announcement date. However, these statements involve risk and uncertainties. Therefore, please note that actual earnings may differ significantly from the indicated earnings projection as a result of various factors.

### 5. Segment Information

### (i) Segment Overview

Starting from the previous fiscal period, to improve earnings transparency and reflect changes in the Company's earnings structure such as the expansion of its clean energy business, asset acquisition to support Ichigo REIT's growth, and a substantial increase in investments in value-add and prime real estate, the Company has changed its segment disclosure from the previous two segments to the below five segments.

"Asset management" generates fee income via the management of the Ichigo REIT and private funds and other fee-generating real estate services related to the sourcing, financing, operation, property management, facility management, and disposition of real estate assets.

"Real Estate" generates on-going rental income for the Company as a real estate owner/operator. Specifically, the Company either owns and operates real estate over the long term or holds assets on a short-term basis on behalf of Ichigo REIT until Ichigo REIT is able to acquire the assets.

"Value-Add" generates rental income and capital gains by deploying the Company's expertise to acquire, add value to, and sell real estate assets at a profit.

"Clean Energy" generates long-term income primarily via megasolar power production.

"Other" is primarily legacy securities investments that are not related to the above four segments.

The Company has reflected these changes in the previous year's first half segment information.

### (ii) Revenues, P&L, Assets, Liabilities and Other Items by Segment

<u>Previous</u> February 2014 <u>H1 Cumulative</u> (from March 1, 2013 to August 31, 2013)

			Segr	nent				Amount
	Asset Management	Real Estate	Value-Add	Clean Energy	Other	Total	Adjustment (Note 2)	Recorded in Consolidated Financial Statements (Note 1)
Revenues								
Revenues from External Customers	2,129	2,559	15,185	43	666	20,586	-	20,586
Inter-Segment Revenues or Reclassifications	394	0	0	3	-	398	(398)	-
Total	2,524	2,560	15,186	46	666	20,985	(398)	20,586
Segment Profits or Losses (-)	584	683	1,187	(140)	123	2,438	(195)	2,243
Segment Assets	2,758	29,863	40,962	1,723	5,743	81,052	7,032	88,085
Others								
Depreciation	4	103	6	3	-	116	8	124
Impairment loss	-	-	-	-	-	-	-	-
Increase in property, plant and equipment and intangible assets	1	4,971	-	1,142	0	6,115	3	6,118

<sup>(</sup>Note 1) Segment Profits or Losses are calculated for each segment from consolidated operating profit.

<sup>(</sup>Note 2) The Adjustment to Segment Profits or Losses (-195 million yen) reflects transaction eliminations and company expenses that were not allocated to the segments. The Adjustment to Segment Assets (7,032 million yen) reflects company assets, such as cash and reserves, that were not allocated to the segments. The Adjustment to Depreciation (8 million yen) reflects depreciation of company assets that were not allocated to the segments. The Adjustment to Increase in Property, Plant and Equipment and Intangible assets (3 million yen) reflects company assets that were not allocated to the segments.

# <u>Current</u> February 2015 <u>H1 Cumulative</u> (from March 1, 2014 to August 31, 2014)

(Million Yen)

			Segr	nent				Amount
	Asset Management	Real Estate	Value-Add	Clean Energy	Other	Total	Adjustment (Note 2)	Recorded in Consolidated Financial Statements (Note 1)
Revenues								
Revenues from External Customers	2,042	2,435	5,082	294	24	9,879	-	9,879
Inter-Segment Activities or Reclassifications	434	1	0	-	0	436	(436)	-
Total	2,477	2,436	5,082	294	24	10,315	(436)	9,879
Segment Profits or Losses (-)	208	1,377	1,881	(43)	(23)	3,401	(277)	3,124
Segment Assets	2,758	51,185	72,866	9,484	5,523	141,818	12,214	154,033
Others								
Depreciation	5	136	33	76	-	251	10	262
Impairment loss	-	-	-	-	-	-	-	-
Increase in property, plant and equipment and intangible assets	4	2,165	6,684	2,996	-	11,851	13	11,865

(Note 1) Segment Profits or Losses are calculated for each segment from consolidated operating profit.

<sup>(</sup>Note 2) The Adjustment to Segment Profits or Losses (-277 million yen) reflects transaction eliminations and company expenses that were not allocated to the segments. The Adjustment to Segment Assets (12,214 million yen) reflects company assets, such as cash and reserves, that were not allocated to the segments. The Adjustment to Depreciation (10 million yen) reflects depreciation of company assets that were not allocated to the segments. The Adjustment to Increase in Property, Plant and Equipment and Intangible assets (13 million yen) reflects company assets that were not allocated to the segments.

# <u>Previous</u> February 2014 <u>Q2</u> (from June 1, 2013 to August 31, 2013)

(Million Yen)

			Segr	nent				Amount
	Asset Management	Real Estate	Value-Add	Clean Energy	Other	Total	Adjustment (Note 2)	Recorded in Consolidated Financial Statements (Note 1)
Revenues								
Revenues from External Customers	980	2,003	6,273	43	261	9,562	-	9,562
Inter-Segment Revenues or Reclassifications	269	0	0	3	-	273	(273)	-
Total	1,250	2,003	6,273	46	261	9,836	(273)	9,562
Segment Profits or Losses (-)	277	482	775	(58)	127	1,604	(128)	1,475
Segment Assets	2,758	29,863	40,962	1,723	5,743	81,052	7,032	88,085
Others								
Depreciation	2	54	3	2	-	62	4	66
Impairment loss	-	-	-	-	-	-	-	-
Increase in property, plant and equipment and intangible assets	0	877	-	565	0	1,442	2	1,445

(Note 1) Segment Profits or Losses are calculated for each segment from consolidated operating profit.

(Note 2) The Adjustment to Segment Profits or Losses (-128 million yen) reflects transaction eliminations and company expenses that were not allocated to the segments. The Adjustment to Segment Assets (7,032 million yen) reflects company assets, such as cash and reserves, that were not allocated to the segments. The Adjustment to Depreciation (4 million yen) reflects depreciation of company assets that were not allocated to the segments. The Adjustment to Increase in Property, Plant and Equipment and Intangible assets (2 million yen) reflects company assets that were not allocated to the segments.

# <u>Current</u> February 2015 <u>Q2</u> (from June 1, 2014 to August 31, 2014)

			Segr	nent				Amount
	Asset Management	Real Estate	Value-Add	Clean Energy	Other	Total	Adjustment (Note 2)	Recorded in Consolidated Financial Statements (Note 1)
Revenues								
Revenues from External Customers	946	1,112	1,117	169	4	3,351	-	3,351
Inter-Segment Activities or Reclassifications	184	0	0	-	-	185	(185)	-
Total	1,131	1,113	1,118	169	4	3, 536	(185)	3,351
Segment Profits or Losses (-)	1	546	469	(1)	(19)	996	(108)	888
Segment Assets	2,758	51,185	72,866	9,484	5,523	141,818	12,214	154,033
Others								
Depreciation	2	69	16	41	-	129	5	135
Impairment loss	-	-	-	-	-	-	-	-
Increase in property, plant and equipment and intangible assets	0	1,023	14	1,368	-	2,408	0	2,408

<sup>(</sup>Note 1) Segment Profits or Losses are calculated for each segment from consolidated operating profit.

<sup>(</sup>Note 2) The Adjustment to Segment Profits or Losses (-108 million yen) reflects transaction eliminations and company expenses that were not allocated to the segments. The Adjustment to Segment Assets (12,214 million yen) reflects company assets, such as cash and reserves, that were not allocated to the segments. The Adjustment to Depreciation (5 million yen) reflects depreciation of company assets that were not allocated to the segments. The Adjustments to Increase in Property, Plant and Equipment and Intangible assets (0 million yen) reflects company assets that were not allocated to the segments.

### **Consolidated Balance Sheet**

	Feb 14	Feb 15 H1
	(Feb 28, 2014)	(Aug 31, 2014)
Assets	(100 28, 2014)	(Aug 31, 2014)
Current Assets		
	24,991	20,264
Cash and cash equivalents Trade notes and accounts receivable	451	20,204 591
	1,100	
Operational investments in loans	3,583	2,100 1,657
Operational investments in securities Real estate for sale	· · · · · · · · · · · · · · · · · · ·	
Deferred tax assets	54,084 576	86,288
		609
Others	1,384	1,597
Less: allowance for doubtful accounts	(410)	(422)
Total Current Assets	85,761	112,688
Fixed Assets		
Property, Plant and Equipment		• • • • •
Land	12,433	20,108
Others (net)	8,867	12,784
Total Tangible Assets	21,300	32,892
Intangible Assets		
Goodwill	2,221	2,151
Leasehold rights	392	392
Others	71	88
Total Intangible Assets	2,686	2,632
Investments and Other Assets		
Investments in securities	4,278	4,578
Long-term loans receivable	13	12
Deferred tax assets	222	219
Others	780	1,104
Less: allowance for doubtful accounts	(97)	(96)
Total Investments and Other Assets	5,196	5,819
Total Fixed Assets	29,183	41,344
Total Assets	114,944	154,033

	Feb 14	Feb 15 H1
	(Feb 28, 2014)	(Aug 31, 2014)
Liabilities	(====,====)	(
Current Liabilities		
Trade notes and accounts payable	132	178
Short-term borrowings	950	1,454
Short-term non-recourse loans	-	48
Long-term borrowings (due within one year)	3,123	3,231
Long-term non-recourse loans (due within	428	1,230
one year)	420	1,230
Income taxes payable	96	120
Deferred tax liabilities	24	32
Accrued bonuses	14	118
Other current liabilities	2,817	3,196
Total Current Liabilities	7,588	9,610
Long-Term Liabilities		
Non-recourse bonds	-	100
Long-term borrowings	26,126	52,342
Long-term non-recourse loans	24,178	30,745
Deferred tax liabilities	1,213	1,214
Long-term security deposits received	4,770	6,531
Negative goodwill	180	135
Other long-term liabilities	44	73
Total Long-Term Liabilities	56,513	91,143
Total Liabilities	64,102	100,754
Net Assets		
Shareholders' Equity		
Capital	26,443	26,446
Capital reserve	10,808	10,817
Retained earnings	10,891	12,933
Treasury stock	(92)	(82)
Total Shareholders' Equity	48,050	50,114
Accumulated Other Comprehensive		
Income		
Unrealized gain on other securities, net	400	561
Deferred loss on hedges	-	(28)
Foreign currency translation adjustment	9	7
Total Accumulated Other Comprehensive	409	539
Income		
Stock Options	121	182
Minority Interests	2,261	2,441
Total Net Assets	50,842	53,278
Total Liabilities and Net Assets	114,944	154,033

### **H1 Cumulative Consolidated Income Statement**

		(William Ten
	Feb 14 H1	Feb 15 H1
	(from Mar 1, 2013	(from Mar 1, 2014
	to Aug 31, 2013)	to Aug 31, 2014)
Revenues	20,586	9,879
Cost of Goods Sold	16,645	4,769
Gross Profit	3,940	5,110
SG&A	1,697	1,986
Operating Profit	2,243	3,124
Non-Operating Profit		·
Interest income	1	2
Dividend income	11	10
Amortization of negative goodwill	45	45
Others	10	10
<b>Total Non-Operating Profit</b>	69	69
Non-Operating Expenses		
Interest on debt	136	423
Others	17	55
<b>Total Non-Operating Expenses</b>	154	478
Recurring Profit	2,157	2,715
Extraordinary Gain		·
Gain on sales of investment securities	204	-
Receipt of share trading proceeds	434	-
Others	33	-
Total Extraordinary Gain	673	-
Profit before Income Taxes	2,831	2,715
Income taxes – current	46	193
Income taxes – deferred	(0)	(37)
Total income taxes	46	155
<b>Profit before Gain on Minority Interests</b>	2,784	2,560
<b>Gain on Minority Interests</b>	29	68
Net Income	2,755	2,491

### **Q2** Consolidated Income Statement

	Feb 14 Q2	Feb 15 Q2
	(from June 1, 2013	(from June 1, 2014
	to Aug 31, 2013)	to Aug 31, 2014)
Revenues	9,562	3,531
Cost of Goods Sold	7,260	1,498
Gross Profit	2,302	1,852
SG&A	827	964
Operating Profit	1,475	888
Non-Operating Profit		
Interest income	1	1
Dividend income	2	6
Amortization of negative goodwill	22	22
Others	6	8
Total Non-Operating Profit	32	38
Non-Operating Expenses		
Interest on debt	78	239
Others	14	27
Total Non-Operating Expenses	92	267
Recurring Profit	1,415	659
Extraordinary Gain		
Gain on sales of investment securities	5	-
Others	0	-
Total Extraordinary Gain	5	•
Profit before Income Taxes	1,421	659
Income taxes – current	31	45
Income taxes – deferred	(0)	(37)
Total income taxes	31	8
Profit before Gain on Minority Interests	1,389	651
Gain on Minority Interests	(5)	24
Net Income	1,395	626

### **H1 Cumulative Consolidated Statement of Comprehensive Income**

	Feb 14 H1	Feb 15 H1
	(from Mar 1, 2013	(from Mar 1, 2014
	to Aug 31, 2013)	to Aug 31, 2014)
Profit before Gain on Minority Interests	2,784	2,560
Other Comprehensive Income		
Valuation gain on other securities	(107)	294
Deferred loss on hedges	-	(28)
Foreign currency translation adjustment	(125)	(6)
Total Other Comprehensive Income	(233)	259
Comprehensive Income	2,551	2,819
(Breakdown)		
Comprehensive income for shareholders of the	2,727	2,621
parent company	(15.0)	,,,,
Comprehensive income for minority interests	(176)	198

## **Q2** Consolidated Statement of Comprehensive Income

	Feb 14 Q2	Feb 15 Q2
	(From June 1, 2013	(From June 1, 2014
	To Aug 31, 2013)	To Aug 31, 2014)
Profit before Gain on Minority Interests	1,389	651
Other Comprehensive Income		
Valuation gain on other securities	(207)	105
Deferred loss on hedges	-	(12)
Foreign currency translation adjustment	(100)	(3)
Total Other Comprehensive Income	(307)	90
Comprehensive Income	1,081	741
(Breakdown)		
Comprehensive income for shareholders of the	1 154	710
parent company	1,154	718
Comprehensive income for minority interests	(72)	23

## **H1 Cumulative Consolidated Cash Flow Statement**

	E-1-14 III	E-1-15 III
	Feb 14 H1	Feb 15 H1
	(from Mar 1, 2013 to Aug 31, 2013)	(from Mar 1, 2014 to Aug 31, 2014)
Cash Flows from Operating Activities:	to Aug 31, 2013)	to Aug 51, 2014)
Income before income taxes	2,831	2,715
Depreciation	124	2,713
-		
Share-based compensation expenses	39	66
Amortization of goodwill	69	69
Amortization of negative goodwill	(45)	(45)
Increase (decrease) in accrued bonuses	18	104
Increase (decrease) in allowance for doubtful accounts	34	14
Interest and dividend income	(13)	(13)
Interest on debt	136	423
Loss (gain) on sales of investment securities	(204)	_
Decrease (increase) in trading notes and receivable	66	(140)
Decrease (increase) in operating loans receivable	200	(1,000)
Decrease (increase) in operational investments in securities	693	1,098
Loss on valuation of investment securities	14	
Decrease (increase) in real estate for sale	2,093	(32,203)
Decrease (increase) in accounts receivable	2,093	180
· · · · · · · · · · · · · · · · · · ·	, -	
Increase (decrease) in accounts payable	(83)	142
Increase (decrease) in accrued expenses	(122)	(173)
Increase (decrease) in security deposits received	(22)	1,554
Others	631	22
Sub-total	6,552	(26,927)
Interest and dividend income received	13	13
Interest expenses paid	(134)	(401)
Income taxes paid	(56)	(22)
Net Cash from (Used for) Operating Activities	6,374	(27,338)

	Feb 14 H1	Feb 15 H1
	(from Mar 1, 2013	(from Mar 1, 2014
	to Aug 31, 2013)	to Aug 31, 2014)
Cash Flows from Investing Activities:		
Payments into time deposits	(0)	(325)
Acquisition of investment securities	-	(167)
Proceeds from sales of investment securities	282	-
Proceeds from redemption of investment securities	2	-
Acquisition of property and equipment	(1,316)	(5,515)
Proceeds from sale of property and equipment	0	-
Acquisition of intangible assets	(315)	(22)
Payments for investments in capital	(3)	(3)
Proceeds from redemption of investments	5	0
Payments of deposits	(5)	(123)
Payments for acquisitions of subsidiaries resulting	(1,389)	
in the change of consolidation scope	(1,309)	-
Collection of loans receivable	0	0
Others	4	0
Net Cash from (Used for) Investing Activities	(2,735)	(6,156)
Cash Flows from Financing Activities:		
Increase (decrease) in short-term bank loans, net	1,234	503
Increase (decrease) in short-term non-recourse loans, net	-	48
Proceeds from long-term bank loans	10,850	29,872
Repayment of long-term bank loans	(3,729)	(3,549)
Proceeds from long-term non-recourse loans	4,380	4,200
Repayment of long-term non-recourse loans	(13,491)	(2,073)
Proceeds from exercise of stock option	161	17
Cash dividends paid	(444)	(542)
Net Cash from (Used for) Financing Activities	(1,041)	28,476
Effect of Exchange Rate Changes	36	30
on Cash and Cash Equivalents		
Increase (Decrease) in Cash and Cash Equivalents	2,634	(4,987)
Cash and Cash Equivalents at Beginning of Period	9,512	24,581
Cash and Cash Equivalents resulting from New Entity	-	280
Consolidation		
Cash and Cash Equivalents resulting from Exclusion	(1,039)	(345)
from Consolidation		· · · ·
Cash and Cash Equivalents at End of Period	11,107	19,529