

Annual Report 2018

For the year ended March 31, 2018

Meiko Electronics Co., Ltd.

The Meiko Group consists of Meiko Electronics Co., Ltd. (the “Company”), and its 15 subsidiaries (9 consolidated subsidiaries and 6 non-consolidated subsidiaries) (the “Group”). As the Group’s businesses are primarily in PCB design, manufacturing, sales, and ancillary operations, the description of other businesses is omitted as they are of little significance.

Forward-looking Statements:

This annual report contains forward-looking statements that are based on the information currently available to management, and estimates involving uncertain factors thought likely to have an effect on future results. As such, they include various risks and uncertainties. Actual results may differ materially from these projections for a variety of reasons, including changes in business environments, market trends and exchange rate fluctuations relevant to the business of Meiko Electronics Co., Ltd.

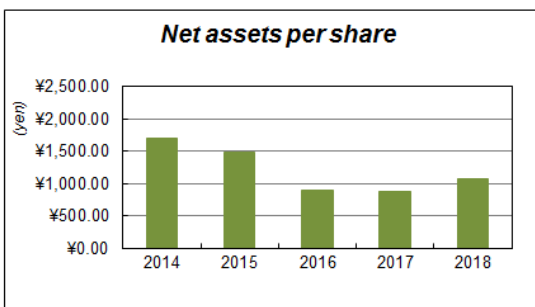
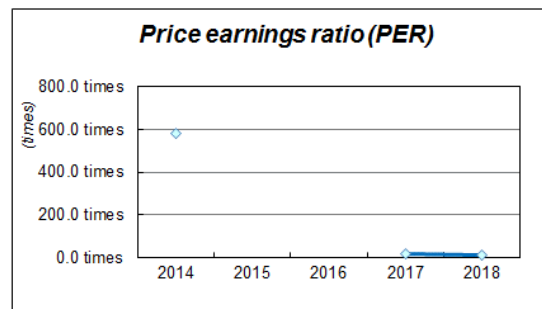
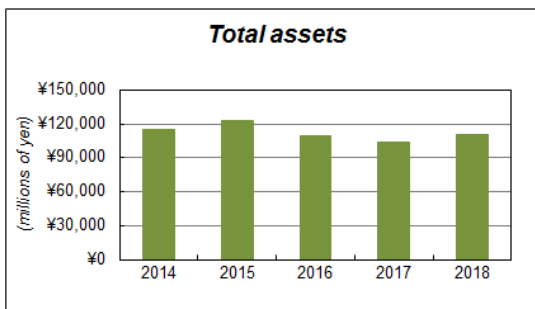
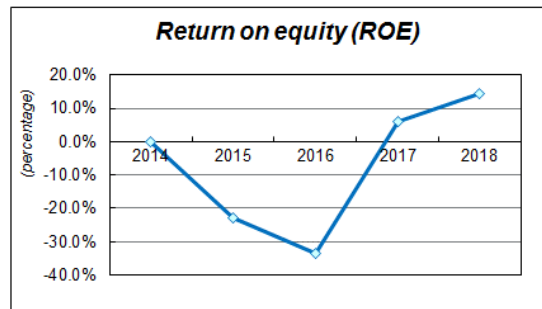
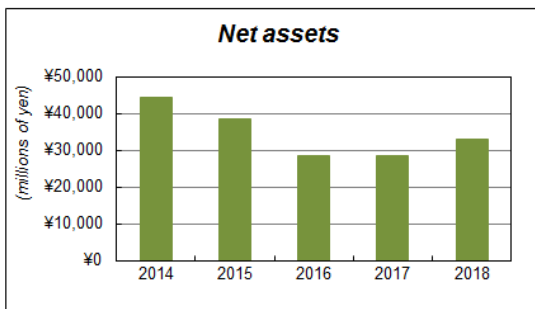
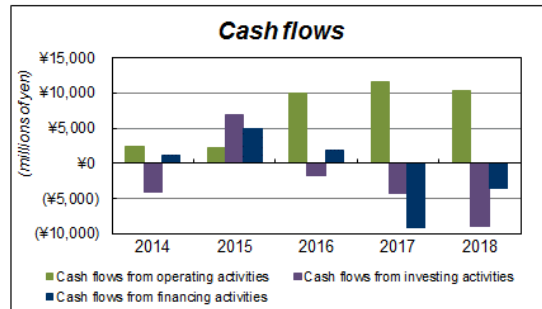
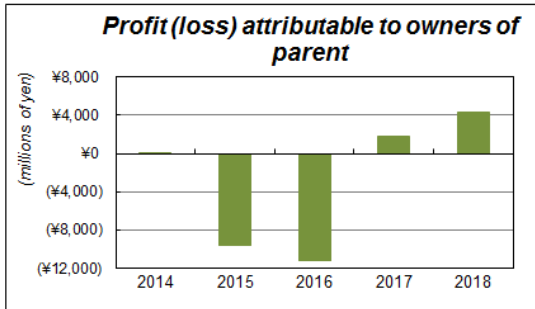
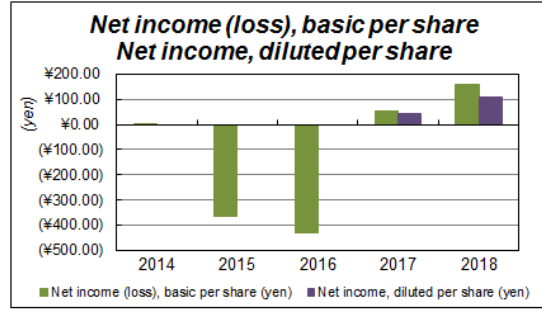
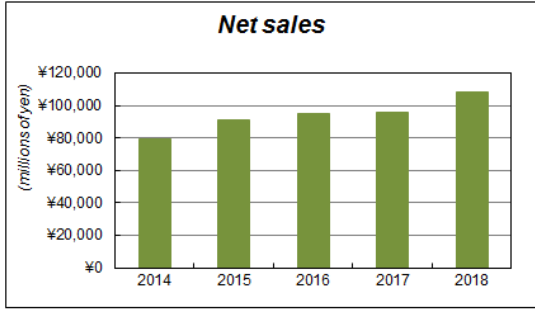
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Five-year Financial Summary

(For the years ended/as of March 31)

| | 2014 | 2015 | 2016 | 2017 | 2018 |
|--|--|----------|----------|---------|----------|
| | <i>(millions of yen, except per share amounts)</i> | | | | |
| Consolidated financial indicators: | | | | | |
| Net sales | ¥79,232 | ¥90,895 | ¥95,287 | ¥95,912 | ¥108,542 |
| Ordinary income (loss) | 1,932 | 1,075 | (492) | 2,981 | 4,795 |
| Profit (loss) attributable to owners of parent | 23 | (9,573) | (11,250) | 1,767 | 4,373 |
| Comprehensive income | 3,522 | (5,954) | (14,709) | (32) | 5,633 |
| Net assets | 44,708 | 38,623 | 28,764 | 28,540 | 33,042 |
| Total assets | 115,427 | 122,964 | 109,605 | 103,578 | 110,585 |
| Net assets per share (yen) | 1,708.09 | 1,475.59 | 897.97 | 882.84 | 1,071.37 |
| Net income (loss) per share (yen) | 1.11 | (365.76) | (429.83) | 54.14 | 160.34 |
| Net income per share (diluted) (yen) | — | — | — | 44.06 | 108.67 |
| Equity ratio | 38.7% | 31.4% | 26.0% | 27.3% | 29.9% |
| Return on equity (ROE) | 0.1% | -23.0% | -33.5% | 6.2% | 14.3% |
| Price earnings ratio (PER) (times) | 583.5 | — | — | 16.2 | 11.4 |
| Cash flows from operating activities | 2,426 | 2,238 | 9,932 | 11,612 | 10,429 |
| Cash flows from investing activities | (4,021) | (6,986) | (1,737) | (4,322) | (8,868) |
| Cash flows from financing activities | 1,187 | 4,861 | 1,967 | (9,030) | (3,531) |
| Cash and cash equivalents at the end of the period | 8,759 | 9,491 | 19,313 | 17,196 | 15,190 |
| Number of employees | 11,858 | 10,895 | 9,491 | 10,677 | 11,640 |
| [Average number of temporary staff] | [700] | [609] | [633] | [885] | [1,182] |



Financial Review: Management's Discussion and Analysis

The forward-looking statements in this section are based on the Group's assumptions as of the end of the current consolidated fiscal year.

(1) Significant accounting policies and estimates

The consolidated financial statements of the Group have been prepared in conformity with accounting principles generally accepted in Japan ("Japanese GAAP"). The presentation of these consolidated financial statements requires estimates that affect the selection and application of accounting policies, the reporting amounts of assets, liabilities, profits and expenses and the disclosure thereof. The management has assessed those estimates in view of past results and reasonable assumptions, however, actual results may differ from the estimates presented due to uncertainties that are intrinsic to estimates.

(2) Analysis of the Group's financial position

Current assets

Current assets as of March 31, 2018 were ¥56,791 million, up ¥2,390 million from the end of the previous fiscal year. This change mainly comprised a decrease of ¥2,006 million in cash and cash equivalents, an increase of ¥2,876 million in trade notes and accounts receivable, and an increase of ¥1,769 million in inventories.

Non-current assets

Non-current assets as of March 31, 2018 were ¥53,794 million, up ¥4,617 million from the end of the previous fiscal year. Major factors for this increase were a ¥3,978 million increase in property, plant and equipment and a ¥649 million increase in investments and other assets.

Current liabilities

Current liabilities as of March 31, 2018 were ¥48,925 million, up ¥3,920 million from the end of the previous fiscal year. This change mainly consisted of a ¥2,957 million increase in trade notes and accounts payable, a ¥971 million increase in short-term borrowings, a ¥1,845 million decrease in the current portion of long-term borrowings, and a ¥1,998 million increase in other.

Non-current liabilities

Non-current liabilities as of March 31, 2018 were ¥28,618 million, down ¥1,415 million from the end of the previous fiscal year. The major factors in this decrease were ¥590 million in long-term borrowings and ¥666 million in lease obligations.

Net assets

Net assets as of March 31, 2018 were ¥33,042 million, up ¥4,502 million from the end of the previous fiscal year. This mainly reflected a ¥3,468 million increase in retained earnings, and a ¥1,074 million increase in foreign currency translation adjustments.

(3) Analysis of business results

1) Net sales

The Group's net sales for the fiscal year under review increased ¥12,630 million, or 13.2%, from the previous fiscal year to ¥108,542 million primarily due to robust sales of PCBs (printed circuit boards) for automotive products caused by vehicle-related demand led by the use of electronics in vehicles and automatic driving and driver assistance, as well as favorable sales of PCBs for smartphones mainly in emerging markets.

2) Cost of sales and selling, general and administrative expenses

Cost of sales increased ¥10,289 million, or 12.9%, from the previous fiscal year to ¥90,115 million. This reflected efforts in raising productivity by improvements in product yields, despite a surge in raw materials prices. As a result, gross profit increased ¥2,341 million, or 14.6%, from the previous fiscal year to ¥18,427 million. The gross margin increased 0.2 percentage points, from the previous fiscal year to 17.0%.

Selling, general and administrative expenses increased ¥672 million, or 6.5%, from the previous fiscal year to ¥10,970 million due to an increase in selling expenses on the back of increased sales.

3) Operating income

Operating income increased ¥1,669 million, or 28.8%, from the previous fiscal year to ¥7,457 million, mainly due to increased sales, with an operating margin of 6.9%, up 0.9 percentage points, from the previous fiscal year.

4) Non-operating income and non-operating expenses

Non-operating income increased ¥705 million from the previous fiscal year to ¥1,081 million primarily due to an increase in insurance income.

Non-operating expenses increased ¥559 million from the previous fiscal year to ¥3,742 million, mainly due to an increase in foreign exchange losses.

5) Ordinary income

Ordinary income increased ¥1,815 million, or 60.9%, from the previous fiscal year to ¥4,796 million, primarily due to the posting of higher operating income.

6) Extraordinary income (losses)

Extraordinary income was ¥345 million. This reflected the recording of a gain on sales of investment securities of ¥182 million for the fiscal year under review.

Extraordinary losses increased ¥41 million from the previous fiscal year to ¥297 million. This primarily reflected the recording of a net loss on sales and disposal of property, plant and equipment of ¥194 million for the fiscal year under review.

7) Profit attributable to owners of parent

The total amount of income taxes—current and income taxes—deferred decreased ¥443 million from the previous fiscal year to ¥497 million.

As a result of the above, the profit attributable to owners of parent was ¥4,373 million, up 147.5% compared with the previous fiscal year.

(4) Analysis of source of funds and liquidity

1) Cash flows

Cash and cash equivalents (hereafter, "net cash") as of March 31, 2018 decreased ¥2,006 million from the previous fiscal year, to ¥15,190 million.

Cash flows of each category and their causes during the consolidated fiscal year ended March 31, 2018 were as follows.

Net cash provided by operating activities for the fiscal year under review was ¥10,429 million, down ¥1,183 million from the previous fiscal year. Increases were mainly from profit before income taxes of ¥4,844 million, depreciation and amortization of ¥5,816 million and an increase in trade notes and accounts payable of 2,884 million. The major decreases were an increase in trade notes and accounts receivable of ¥3,464 million and an increase in inventories of ¥1,949 million.

Net cash used in investing activities was ¥8,868 million, up ¥4,546 million from the previous fiscal year. The major outflow was ¥8,381 million for the purchase of property, plant and equipment.

Net cash used in financing activities was ¥3,531 million, down ¥5,499 million from the previous fiscal year. The major outflows comprised repayments of long-term borrowings of ¥12,273 million, and repayments of lease obligations of ¥1,392 million. The major inflow comprised proceeds from long-term borrowings of ¥10,017 million.

Trends in cash flow indicators of the Group are as follows:

| | Year ended March 31, 2016 | Year ended March 31, 2017 | Year ended March 31, 2018 |
|--|------------------------------|------------------------------|------------------------------|
| Equity ratio (%) | 26.0 | 27.3 | 29.9 |
| Market value equity ratio (%) | 8.2 | 22.2 | 43.2 |
| Cash flows versus Interest-bearing debt ratio (years) | 6.1 | 4.5 | 4.9 |
| Interest coverage ratio (times) | 7.8 | 8.8 | 8.8 |

Equity ratio = Equity capital / Total assets

Market value equity ratio = Stock market capitalization / Total assets

Cash flow versus interest-bearing debt ratio = Interest-bearing debt / Operating cash flow

Interest coverage ratio = Operating cash flow / Interest payment

Notes:

1. Each indicator is calculated based on consolidated financial values.
2. The stock market capitalization is calculated as follows: term-end closing stock price x term-end number of shares issued (after deducting shares of treasury stock). Common stocks are subject to the calculation.
3. The operating cash flow represents the cash flow provided by (used in) operating activities as indicated in the consolidated statements of cash flows. Of the liabilities posted on the consolidated balance sheets, the interest-bearing debt covers all the liabilities for which interest was paid. The interest payment represents the payment of interest indicated in the consolidated statements of cash flows.

2) Financial policy

The Group procures funds for its operations from funds on hand or borrowings from financial institutions. The Group has a policy of procuring funds for investment and loans as well as funds to acquire manufacturing equipment inside and outside Japan via long-term borrowings from financial institutions. With regard to procuring such funds and the conditions of procurement, the Group strives to select the most favorable timing and conditions.

Business Risks

Below are some of the major risks from among those described in the securities report (provided/filed in Japanese only) which may significantly affect any decisions made by investors.

Forward-looking statements are based on the Group's best judgment during the consolidated fiscal year under review.

(1) The Group's major customers' business performance

The Group's major customers are manufacturers of automobile electronic control equipment, communications equipment and devices, digital household appliances, and personal computers, among others. The Group's major business is the manufacture and sale of PCBs, which are parts that constitute a core function of finished products. Should a natural disaster or global economic turmoil occur and thus adversely impact the markets of the industries in which the Group's major customers operate, or lead to sluggish sales of their finished products, such factors could impact the volume of orders received by the Group and affect the Group's business performance.

(2) Risks related to the timing of capital investments

The Group conducts appropriate capital investment to enhance productivity and maintain product competitiveness. Although overseas and domestic capital investments are carefully determined considering brand manufacturers' business performance and market trends, should manufacturers change strategies or the Group's capital investments become excessive upon a downturn in the economy, or the operation of new facilities be delayed, factors such as the burden of depreciation costs could adversely affect the Group's business results and financial position.

(3) Possibility of product defects

PCBs are mounted with electronic components and then embedded in finished products by brand manufacturers. The Group manufactures PCBs in compliance with globally accepted quality control standards. In addition, brand manufacturers conduct inspections upon receipt of the finished product checking for product defects. However, should a large-scale recall or a product liability claim occur, such an incident would incur significant costs and harm the value of our corporate brand, which could adversely affect the Group's performance.

(4) Technological development and price competition

Although the Group expects long-term expansion of demand for PCBs due to the worldwide spread of digital household appliances and the further advancement of electronic automobile components, to address intensifying global competition stemming from downward pressure on prices from Southeast Asia, Japanese manufacturers need to differentiate their products by adding more value. To this end, the Group is developing technologies such as element technologies to make wires thinner and hole diameters smaller, as well as cost-reduction technologies. However, should such technologies diverge from market needs and not be accepted, the Group may get embroiled in a price war, which could affect its business performance.

(5) Impact of disasters

The Group's major manufacturing bases are the Fukushima Factory, the Yamagata Factory (Yamagata Meiko Electronics Co., Ltd.) and the Ishinomaki Branch Factory (Yamagata Meiko Electronics Co., Ltd.), which are all located in the Tohoku region. The Group endeavors to prevent damage from natural disasters by securing the safety of its employees and protecting facilities against earthquakes and tsunami. However, the Great East Japan Earthquake and subsequent tsunami, which were beyond our capability to predict, seriously affected the Group's business performance. Should a disaster of that scale occur in the future, it could adversely affect the Company's business performance again, despite the fact that we reviewed our risk management system following the disaster.

In addition, although the Group conducts regular inspections and maintenance works on its production equipment in manufacturing bases inside and outside Japan and strives to minimize the occurrence of fire, equipment failures, accidents, etc. which may result in the suspension of line operations, there is no guarantee that these will be prevented or reduced completely.

Should production and shipping be suspended for a long period of time due to these factors, the Group's business performance and financial position could be adversely affected.

(6) Potential risks inherent in plant operations in China and Vietnam

To expand productivity and reduce production costs, the Group has established local corporations in Hong Kong, Guangzhou and Wuhan in China, and in Vietnam, conducting manufacturing and sales activities.

The following difficulties might occur in these countries:

- 1: Hygiene-related issues such as infectious diseases
- 2: Change or introduction of environmental regulations, legal restrictions and the tax system
- 3: Failure of infrastructure such as electricity, water and transportation
- 4: Political uncertainty and public security-related issues
- 5: Anti-Japanese demonstrations and/or labor disputes

Should unexpected events such as changes in the political or legal environment, economic situation or environmental regulations occur, the Group's business performance and financial position could be adversely affected as a result of the issues which might arise in the management of production facilities and equipment and in the execution of other operations, or a large amount of liabilities or obligations associated with the compliance of environmental conservation and other regulations.

(7) Foreign currency exchange rate fluctuation risk

To operate plants in China and Vietnam, we need to hold U.S. dollars and other foreign currency-denominated assets. Therefore, the Group is exposed to yen-to-yuan and yen-to-U.S. dollar exchange rate fluctuations. These fluctuations could result in losses.

(8) Raw materials market fluctuation risk

The Group purchases the raw materials necessary for manufacturing from external materials manufacturers and trading companies. The surge in prices of crude oil, copper, gold, etc., could influence the prices of the raw materials the Group purchases and adversely affect the Group's business performance and financial position.

(9) Financial risks

The Group has made aggressive capital investments of amounts higher than the funds it has acquired from operating activities to prepare for the anticipated medium- and long-term increase in demand for digital household appliances and automobiles, as well as responses to new products in line with technological innovation.

As a result, the ratio of borrowings to total assets as of March 31, 2018, was 42.5%. Should we make further aggressive capital investments to fulfill our business strategies, an increase in borrowings and/or interest rates could affect the Group's business performance and financial position.

(10) Intellectual property rights

The Group recognizes intellectual properties as its significant management resources and seeks to acquire intellectual property rights by applying for patents, etc. for proprietary technologies, etc. developed by the Group with the aim of protecting intellectual properties. However, not all applications may be approved and it is also possible that obtained rights may be rendered void due to objections by third parties. Although the Company's responsible department manages obtained intellectual properties and pays attention to violation of rights by external parties, anticipated profits could be lost in the event of illegal use, etc.

Meanwhile, should a lawsuit be filed against the Group with regard to a violation of intellectual property rights of third parties, the Group's business performance and financial position could be adversely affected as a result of the compensation or damages paid to customers due to the suspension of production and payment of license fees, etc., related to patent use in order to resume production.

(11) Risks associated with production activities

The Group may continue to build new plants or establish new production lines in order to expand its production capacity in the future in accordance with demand of major customers around the world. However, should such construction works be delayed or new production lines not launched smoothly, it could result in a delay in delivery of products to customers or a decline in plant productivity, and the subsequent drop in sales might adversely affect the Group's business performance.

Consolidated Financial Statements

Consolidated Balance Sheets

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries

As of March 31, 2018 and 2017

| A S S E T S | Millions of yen | | Thousands of U.S. dollars (Note 1) |
|--|------------------|------------------|---------------------------------------|
| | 2018 | 2017 | 2018 |
| Current Assets: | | | |
| Cash and cash equivalents (Notes 4 and 13) | ¥ 15,190 | ¥ 17,196 | \$ 142,967 |
| Receivables — | | | |
| Trade notes and accounts receivable (Notes 4 and 13) | 24,911 | 22,035 | 234,457 |
| Other receivables | 830 | 873 | 7,807 |
| Less: Allowance for doubtful accounts | (252) | (17) | (2,371) |
| Inventories — | | | |
| Merchandise and finished goods | 4,460 | 4,550 | 41,975 |
| Work in process | 4,719 | 3,390 | 44,414 |
| Raw materials and supplies | 5,117 | 4,587 | 48,160 |
| Deferred tax assets (Note 12) | 421 | 256 | 3,962 |
| Other (Note 13) | 1,395 | 1,531 | 13,129 |
| Total current assets | <u>56,791</u> | <u>54,401</u> | <u>534,500</u> |
| Property, Plant and Equipment, at Cost: | | | |
| Land | 1,488 | 1,488 | 14,008 |
| Buildings and structures | 36,583 | 35,582 | 344,309 |
| Machinery and vehicles..... | 72,880 | 66,818 | 685,925 |
| Leased assets..... | 6,445 | 6,145 | 60,661 |
| Construction in progress | 2,764 | 1,117 | 26,010 |
| Other | 4,003 | 3,896 | 37,673 |
| | <u>124,163</u> | <u>115,046</u> | <u>1,168,586</u> |
| Less: Accumulated depreciation | <u>(74,430)</u> | <u>(69,291)</u> | <u>(700,513)</u> |
| Net property, plant and equipment | <u>49,733</u> | <u>45,755</u> | <u>468,073</u> |
| Intangible Assets | 210 | 220 | 1,980 |
| Investments and Other Assets: | | | |
| Investment securities (Notes 3 and 13) | 646 | 1,003 | 6,082 |
| Long-term loans receivable | 91 | 25 | 860 |
| Deferred tax assets (Note 12) | 1,015 | 798 | 9,555 |
| Other | 2,314 | 1,591 | 21,770 |
| Less: Allowance for doubtful accounts | <u>(215)</u> | <u>(215)</u> | <u>(2,022)</u> |
| Total investments and other assets | <u>3,851</u> | <u>3,202</u> | <u>36,245</u> |
| Total | <u>¥ 110,585</u> | <u>¥ 103,578</u> | <u>\$ 1,040,798</u> |

See notes to consolidated financial statements.

| LIABILITIES AND NET ASSETS | Millions of yen | | Thousands of U.S. dollars (Note 1) |
|--|------------------|------------------|---------------------------------------|
| | 2018 | 2017 | 2018 |
| Current Liabilities: | | | |
| Trade notes and accounts payable (Notes 4 and 13) | ¥ 16,152 | ¥ 13,195 | \$ 152,016 |
| Short-term borrowings (Notes 5 and 13) | 13,263 | 12,292 | 124,832 |
| Current portion of long-term borrowings (Notes 5 and 13) | 10,478 | 12,323 | 98,618 |
| Income taxes payable (Note 12) | 67 | 210 | 626 |
| Accrued bonuses | 640 | 547 | 6,019 |
| Accrued bonuses to directors and corporate auditors | 60 | 40 | 565 |
| Lease obligations (Notes 5 and 13) | 1,157 | 1,288 | 10,887 |
| Other (Notes 5 and 13) | 7,108 | 5,110 | 66,905 |
| Total current liabilities | <u>48,925</u> | <u>45,005</u> | <u>460,468</u> |
| Long-term Liabilities: | | | |
| Long-term borrowings (Notes 5 and 13) | 23,303 | 23,893 | 219,325 |
| Lease obligations (Notes 5 and 13) | 1,817 | 2,483 | 17,099 |
| Provision for directors' retirement benefits | 217 | 239 | 2,045 |
| Net defined benefit liability (Note 6) | 2,658 | 2,699 | 25,020 |
| Other (Note 12) | 623 | 719 | 5,857 |
| Total long-term liabilities | <u>28,618</u> | <u>30,033</u> | <u>269,346</u> |
| Commitments and Contingent Liabilities (Note 9) : | | | |
| Net Assets (Note 7): | | | |
| Shareholders' Equity: | | | |
| Common stock: | | | |
| Authorized: | | | |
| 70,000,000 shares in 2018 and 2017 | | | |
| Issued: | | | |
| 26,803,320 shares in 2018 and 2017 | | | |
| Preferred stock: | | | |
| Authorized: | | | |
| 50 shares in 2018 and 2017 | | | |
| Issued: | | | |
| 50 shares in 2018 and 2017 | 12,889 | 12,889 | 121,303 |
| Capital surplus | 11,745 | 11,745 | 110,550 |
| Retained earnings | 5,400 | 1,932 | 50,826 |
| Less: Treasury stock, at cost: Common stock, | | | |
| 629,308 shares in 2018, 629,244 shares in 2017 | (396) | (396) | (3,731) |
| Total shareholders' equity | <u>29,638</u> | <u>26,170</u> | <u>278,948</u> |
| Accumulated Other Comprehensive Income: | | | |
| Unrealized gains on available-for-sale securities | 22 | 85 | 205 |
| Deferred gains on hedges | 299 | 59 | 2,812 |
| Foreign currency translation adjustments | 3,512 | 2,438 | 33,054 |
| Remeasurements of defined benefit plans (Note 6) | (429) | (470) | (4,035) |
| Total accumulated other comprehensive income | <u>3,404</u> | <u>2,112</u> | <u>32,036</u> |
| Non-controlling interests | - | 258 | - |
| Total net assets | <u>33,042</u> | <u>28,540</u> | <u>310,984</u> |
| Total | ¥ <u>110,585</u> | ¥ <u>103,578</u> | \$ <u>1,040,798</u> |

See notes to consolidated financial statements.

Consolidated Statements of Operations

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries
For the Years ended March 31, 2018, 2017 and 2016

| | Millions of yen | | | Thousands of U.S. dollars (Note 1) |
|---|------------------|----------|------------|---------------------------------------|
| | 2018 | 2017 | 2016 | 2018 |
| Net Sales | ¥ 108,542 | ¥ 95,912 | ¥ 95,287 | \$ 1,021,574 |
| Cost of Sales (Note 10) | 90,115 | 79,826 | 82,101 | 848,146 |
| Gross profit | 18,427 | 16,086 | 13,186 | 173,428 |
| Selling, General and Administrative Expenses (Note 10) | 10,970 | 10,298 | 9,861 | 103,243 |
| Operating income | 7,457 | 5,788 | 3,325 | 70,185 |
| Other Income (Expenses): | | | | |
| Interest expense, net | (1,111) | (1,329) | (1,262) | (10,460) |
| Dividend income | 26 | 23 | 24 | 243 |
| Foreign exchange loss | (1,668) | (702) | (1,818) | (15,701) |
| Net loss on sales and disposal of property, plant and equipment (Note 11) | (193) | (206) | (376) | (1,818) |
| Compensation income (Note 15) | - | - | 13 | - |
| Gain on liquidation of subsidiaries | 163 | - | 8 | 1,532 |
| Insurance income | 674 | 70 | 40 | 6,344 |
| Impairment loss (Note 8) | (57) | (11) | (7,978) | (541) |
| Gain on sales of investment securities, net | 136 | - | - | 1,278 |
| Other, net | (583) | (907) | (1,509) | (5,475) |
| Total | (2,613) | (3,062) | (12,858) | (24,598) |
| Income (Loss) before Income Taxes | 4,844 | 2,726 | (9,533) | 45,587 |
| Income Taxes (Note 12): | | | | |
| Current | 834 | 916 | 453 | 7,849 |
| Deferred | (337) | 24 | 1,265 | (3,170) |
| Total income taxes | 497 | 940 | 1,718 | 4,679 |
| Net income (Loss) | 4,347 | 1,786 | (11,251) | 40,908 |
| Net Income (Loss) attributable to non-controlling interests | (26) | 19 | (1) | (254) |
| Net Income (Loss) attributable to owners of the Company | ¥ 4,373 | ¥ 1,767 | ¥ (11,250) | \$ 41,162 |
| Per Share of Common Stock: | | | | |
| Net income (loss) per share | | | | |
| Basic | ¥ 160.34 | ¥ 54.14 | ¥ (429.83) | \$ 1.51 |
| Diluted | 108.67 | 44.06 | - | 1.02 |
| Cash dividends applicable to the year | 20.00 | 10.00 | - | 0.19 |

See notes to consolidated financial statements.

Consolidated Statements of Comprehensive Income

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries

For the Years ended March 31, 2018, 2017 and 2016

| | Millions of yen | | | Thousands of |
|--|-----------------|---------|------------|-----------------------|
| | 2018 | 2017 | 2016 | U.S. dollars (Note 1) |
| | | | | 2018 |
| Net Income (Loss) | ¥ 4,347 | ¥ 1,786 | ¥ (11,251) | \$ 40,908 |
| Other Comprehensive Income (Note 16): | | | | |
| Unrealized gains (losses) on available-for-sale securities | (64) | 53 | (98) | (598) |
| Deferred gains (losses) on hedges | 240 | 396 | (175) | 2,260 |
| Foreign currency translation adjustments | 1,069 | (2,043) | (3,094) | 10,060 |
| Remeasurements of defined benefit plans | 41 | (224) | (91) | 384 |
| Total other comprehensive income | 1,286 | (1,818) | (3,458) | 12,106 |
| Comprehensive Income | ¥ 5,633 | ¥ (32) | ¥ (14,709) | \$ 53,014 |
| Comprehensive Income Attributable to: | | | | |
| Owners of the Company | ¥ 5,665 | ¥ (46) | ¥ (14,709) | \$ 53,320 |
| Non-controlling interests | (32) | 14 | (0) | (306) |

See notes to consolidated financial statements.

Consolidated Statements of Changes in Net Assets

Miko Electronics Co., Ltd. and Consolidated Subsidiaries
For the Year ended March 31, 2018, 2017 and 2016

| | Millions of yen | | | | | | | | | | | | | | |
|---|------------------|----------|----------------------|----------|-----------------|-------------------|--|----------------------------|---|-----------------------------------|--|--|--|---------------------------|------------------|
| | Common Stock | | Shareholders' Equity | | | | Accumulated Other Comprehensive Income | | | | | | | | |
| | Number of Shares | Amount | Number of Shares | Amount | Capital Surplus | Retained Earnings | Treasury Stock at cost | Total Shareholders' Equity | Unrealized Gain (Losses) on Available-for-sale Securities | Deferred Gains (Losses) on Hedges | Foreign Currency Translation Adjustments | Remeasurements of Defined Benefits Plans | Total Accumulated Other Comprehensive Income | Non-controlling Interests | Total Net Assets |
| Balance at March 31, 2015. | 26,803,320 | ¥ 12,889 | - | - | ¥ 14,810 | ¥ 4,052 | ¥ (396) | ¥ 31,355 | ¥ 131 | ¥ (162) | ¥ 7,454 | ¥ (155) | ¥ 7,268 | - | ¥ 38,623 |
| Net loss attributable to owners of the Company | - | - | - | - | - | (11,250) | - | (11,250) | - | - | - | - | - | - | (11,250) |
| Issuance of new shares | - | - | 50 | 2,500 | 2,500 | - | - | 5,000 | - | - | - | - | - | - | 5,000 |
| Transfer to capital surplus from preferred stock | - | - | - | (2,500) | 2,500 | - | - | - | - | - | - | - | - | - | - |
| Change of scope of consolidation | - | - | - | - | - | (462) | - | (462) | - | - | - | - | - | - | (462) |
| Change of scope of consolidation - foreign currency translation adjustments | - | - | - | - | - | - | - | - | - | - | 116 | - | 116 | - | 116 |
| Sales of shares of consolidated subsidiaries | - | - | - | - | (65) | - | - | (65) | - | - | - | - | - | 262 | 197 |
| Net decrease | - | - | - | - | - | - | - | - | (99) | (175) | (3,094) | (91) | (3,459) | (1) | (3,460) |
| Balance at March 31, 2016. | 26,803,320 | ¥ 12,889 | 50 | ¥ 19,745 | ¥ (7,600) | ¥ (396) | ¥ 24,578 | ¥ 32 | ¥ (337) | ¥ 4,476 | ¥ (246) | ¥ (3,925) | ¥ 261 | ¥ 28,764 | |
| Net income attributable to owners of the Company | - | - | - | - | 1,767 | - | 1,767 | - | - | - | - | - | - | - | 1,767 |
| Deficit disposition | - | - | - | - | (8,000) | 8,000 | - | - | - | - | - | - | - | - | - |
| Cash dividends paid | - | - | - | - | (175) | - | - | (175) | - | - | - | - | - | - | (175) |
| Net increase (decrease) | - | - | - | - | - | - | - | - | 53 | 396 | (2,038) | (224) | (1,813) | (3) | (1,816) |
| Balance at March 31, 2017. | 26,803,320 | ¥ 12,889 | 50 | ¥ 11,745 | ¥ 1,932 | ¥ (396) | ¥ 26,170 | ¥ 85 | ¥ 89 | ¥ 2,438 | ¥ (470) | ¥ 2,112 | ¥ 258 | ¥ 28,540 | |
| Net income attributable to owners of the Company | - | - | - | - | 4,373 | - | 4,373 | - | - | - | - | - | - | - | 4,373 |
| Cash dividends paid | - | - | - | - | (875) | - | (875) | - | - | - | - | - | - | - | (875) |
| Purchase of treasury stock | - | - | - | - | - | (0) | (0) | - | - | - | - | - | - | - | (0) |
| Change of scope of consolidation | - | - | - | - | (30) | - | (30) | - | - | - | - | - | - | - | (30) |
| Net increase (decrease) | - | - | - | - | - | - | - | - | (63) | 240 | 1,074 | 41 | 1,292 | (258) | 1,034 |
| Balance at March 31, 2018. | 26,803,320 | ¥ 12,889 | 50 | ¥ 11,745 | ¥ 5,400 | ¥ (396) | ¥ 29,638 | ¥ 22 | ¥ 299 | ¥ 3,512 | ¥ (429) | ¥ 3,014 | - | ¥ 33,042 | |

| | Thousands of U.S. dollars (Note 1) | | | | | | | | | | | | | | |
|--|------------------------------------|------------|----------------------|------------|-----------------|-------------------|--|----------------------------|---|-----------------------------------|--|--|--|---------------------------|------------------|
| | Common Stock | | Shareholders' Equity | | | | Accumulated Other Comprehensive Income | | | | | | | | |
| | Number of Shares | Amount | Number of Shares | Amount | Capital Surplus | Retained Earnings | Treasury Stock at cost | Total Shareholders' Equity | Unrealized Gain (Losses) on Available-for-sale Securities | Deferred Gains (Losses) on Hedges | Foreign Currency Translation Adjustments | Remeasurements of Defined Benefits Plans | Total Accumulated Other Comprehensive Income | Non-controlling Interests | Total Net Assets |
| Balance at March 31, 2017. | 26,803,320 | \$ 121,303 | 50 | \$ 110,550 | \$ 18,187 | \$ (3,730) | \$ 246,310 | \$ 803 | \$ 82 | \$ 22,942 | \$ (4,419) | \$ 19,878 | \$ 2,424 | \$ 268,612 | |
| Net income attributable to owners of the Company | - | - | - | - | 41,162 | - | 41,162 | - | - | - | - | - | - | - | 41,162 |
| Cash dividends paid | - | - | - | - | (8,237) | - | (8,237) | - | - | - | - | - | - | - | (8,237) |
| Purchase of treasury stock | - | - | - | - | - | (1) | (1) | - | - | - | - | - | - | - | (1) |
| Change of scope of consolidation | - | - | - | - | (286) | - | (286) | - | - | - | - | - | - | - | (286) |
| Net increase (decrease) | - | - | - | - | - | - | - | - | (598) | 2,260 | 10,112 | 384 | 12,158 | (2,424) | 9,734 |
| Balance at March 31, 2018. | 26,803,320 | \$ 121,303 | 50 | \$ 110,550 | \$ 59,826 | \$ (3,731) | \$ 278,948 | \$ 205 | \$ 2,812 | \$ 33,054 | \$ (4,035) | \$ 32,026 | \$ 2,424 | \$ 310,984 | |

See notes to consolidated financial statements.

Consolidated Statements of Cash Flows

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries
For the Years ended March 31, 2018, 2017 and 2016

| | Millions of yen | | | Thousands of U.S. dollars (Note 1) |
|---|-----------------|----------|-----------|---------------------------------------|
| | 2018 | 2017 | 2016 | 2018 |
| Operating Activities: | | | | |
| Income (loss) before income taxes | ¥ 4,844 | ¥ 2,726 | ¥ (9,533) | \$ 45,587 |
| Adjustments to reconcile income (loss) before income taxes to net cash provided by operating activities: | | | | |
| Depreciation and amortization | 5,816 | 5,508 | 6,471 | 54,741 |
| Impairment loss | 57 | 11 | 7,978 | 541 |
| Increase in allowance for doubtful accounts | 239 | 189 | 7 | 2,252 |
| Decrease in allowance for investment loss | - | - | (361) | - |
| Increase in net defined benefit liability | 147 | 189 | 124 | 1,386 |
| Increase in accrued bonuses | 132 | 52 | 35 | 1,241 |
| Increase in accrued bonuses to directors and corporate auditors | 20 | 40 | - | 188 |
| Decrease in provision for directors' retirement benefits | (22) | - | - | (204) |
| Interest income and dividend income | (67) | (52) | (51) | (633) |
| Interest expenses | 1,152 | 1,358 | 1,287 | 10,850 |
| Foreign exchange loss | 709 | 1,236 | 2,141 | 6,673 |
| Net loss on sales and disposal of property, plant and equipment | 193 | 206 | 376 | 1,818 |
| Gain on sales of investment securities, net | (136) | - | - | (1,278) |
| Compensation income | - | - | (13) | - |
| Insurance income | (674) | (70) | - | (6,344) |
| Gain on liquidation of subsidiaries | - | - | (8) | - |
| Decrease (increase) in trade notes and accounts receivable | (3,464) | 7 | 129 | (32,606) |
| Decrease (increase) in inventories | (1,949) | (1,240) | 1,153 | (18,347) |
| Increase (decrease) in trade notes and accounts payable | 2,884 | 2,179 | (31) | 27,143 |
| Decrease (increase) in other assets | (575) | (399) | 894 | (5,412) |
| Increase (decrease) in other liabilities | 1,800 | 651 | (1,090) | 16,937 |
| Other | 725 | 1,029 | 1,468 | 6,813 |
| Subtotal | 11,831 | 13,620 | 10,976 | 111,346 |
| Interest and dividend received | 67 | 52 | 51 | 631 |
| Interest paid | (1,192) | (1,312) | (1,275) | (11,217) |
| Proceeds from compensation income | - | - | 13 | - |
| Proceeds from insurance income | 674 | 70 | 1,764 | 6,344 |
| Payments for business structure improvement | - | (22) | (600) | - |
| Income taxes paid | (951) | (796) | (997) | (8,948) |
| Net cash provided by operating activities | 10,429 | 11,612 | 9,932 | 98,156 |
| Investing Activities: | | | | |
| Payments for purchases of property, plant and equipment | (8,381) | (3,222) | (2,395) | (78,879) |
| Proceeds from sales of property, plant and equipment | 4 | 24 | 75 | 40 |
| Payments for purchases of intangible assets | (81) | (90) | (46) | (759) |
| Payments for liquidation of subsidiaries and affiliates | (279) | - | - | (2,627) |
| Proceeds from liquidation of subsidiaries and affiliates | - | - | 524 | - |
| Payments for purchases of investment securities | (188) | (55) | (10) | (1,772) |
| Proceeds from sales of investment securities | 588 | - | - | 5,532 |
| Payments for insurance policies | (3) | (5) | (5) | (29) |
| Proceeds from maturity of insurance funds | 98 | - | - | 920 |
| Other, net | (626) | (974) | 120 | (5,890) |
| Net cash used in investing activities | (8,868) | (4,322) | (1,737) | (83,464) |
| Financing Activities: | | | | |
| Increase (decrease) in short-term borrowings | 993 | (578) | (87) | 9,344 |
| Proceeds from long-term borrowings | 10,017 | 3,723 | 12,627 | 94,280 |
| Payments for long-term borrowings | (12,273) | (11,567) | (14,328) | (115,506) |
| Proceeds from issuance of common stock | - | - | 4,812 | - |
| Repayments of lease obligations | (1,392) | (1,221) | (695) | (13,098) |
| Proceeds from sales and leasebacks transactions | - | 805 | - | - |
| Payments for installment liabilities | - | - | (559) | - |
| Payments for purchase of treasury stock | (0) | - | - | (1) |
| Cash dividends paid | (875) | (175) | (0) | (8,240) |
| Dividends paid to non-controlling interests | (1) | (17) | - | (11) |
| Proceeds from changes in ownership interests in subsidiaries that do not result in change in scope of consolidation | - | - | 197 | - |
| Net cash provided by (used in) financing activities | (3,531) | (9,030) | 1,967 | (33,232) |

See notes to consolidated financial statements.

| | Millions of yen | | | Thousands of |
|--|-----------------|-----------------|-----------------|-----------------------|
| | 2018 | 2017 | 2016 | U.S. dollars (Note 1) |
| Effect of Exchange Rate Changes on Cash and Cash Equivalents | (36) | (377) | (704) | (338) |
| Net Increase (Decrease) in Cash and Cash Equivalents | (2,006) | (2,117) | 9,458 | (18,878) |
| Cash and Cash Equivalents at Beginning of Year | 17,196 | 19,313 | 9,491 | 161,845 |
| Increase in Cash and Cash Equivalents resulting from Change of Scope of Consolidation (Note 17) | - | - | 364 | - |
| Cash and Cash Equivalents at End of Year | ¥ 15,190 | ¥ 17,196 | ¥ 19,313 | \$ 142,967 |

See notes to consolidated financial statements.

Notes to Consolidated Financial Statements

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries
For the Years ended March 31, 2018, 2017 and 2016

1. Basis of Presenting Consolidated Financial Statements

The accompanying consolidated financial statements of Meiko Electronics Co., Ltd. (the "Company") have been prepared in accordance with the provisions set forth in the Financial Instruments and Exchange Law of Japan and its related accounting regulations, and in conformity with accounting principles generally accepted in Japan ("Japanese GAAP"), which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards.

In preparing the accompanying consolidated financial statements, certain reclassifications and rearrangements have been made to present them in a form which is more familiar to readers outside Japan. In addition, the notes to the consolidated financial statements include information which is not required under Japanese GAAP, but is presented herein as additional information.

The consolidated financial statements are denominated in Japanese yen, the currency of the country in which the Company is incorporated and operates. The translation of Japanese yen amounts into U.S. dollar amounts is included solely for the convenience of readers outside Japan and have been made at the rate of ¥106.25 to \$1, the approximate rate of exchange at March 31, 2018. Such translation should not be construed as representation that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate of exchange.

2. Significant Accounting Policies

The following is a summary of the significant accounting policies adopted by the Company and its consolidated subsidiaries in the preparation of the consolidated financial statements.

(a) Consolidation

The consolidated financial statements include the accounts of the Company and its significant 9 subsidiaries (together, the "Group"). All significant inter-company accounts and transactions have been eliminated. In the elimination of investments in subsidiaries, the assets and liabilities of the subsidiaries, including the portion attributable to minority shareholders, are recorded based on the fair value at the time the Company acquired control of the respective subsidiaries. Investments in certain unconsolidated subsidiaries are accounted for by cost method due to immateriality in view of consolidation.

M.D. Systems Co., Ltd. has been excluded from the scope of consolidation due to sales of a part of shares and also MDS Circuit Technology, Inc., a subsidiary of M.D. Systems Co., Ltd., has been excluded from the scope of consolidation.

Guangzhou Meiko PCB Co., Ltd. has been excluded from the scope of consolidation due to liquidation.

(b) Equity Method

Investments in unconsolidated subsidiaries and affiliates are accounted for by the equity method. However, certain investments in unconsolidated subsidiaries and affiliates are not accounted for by the equity method and are stated at cost because the effect of their net income or losses and retained earnings on the accompanying consolidated financial statements is immaterial.

(c) Cash Equivalents

Cash equivalents are short-term investments that are readily convertible into cash and that are exposed to insignificant risk of changes in value. Cash equivalents include time deposits which matures or becomes due within three months of the date of acquisition.

(d) Translation of Foreign Currency Accounts

Current and non-current receivables and payables in foreign currencies are translated at current rates prevailing at the balance sheet date and the resulting exchange gains or losses are recognized in the consolidated statements of operations.

Financial statements of consolidated overseas subsidiaries are translated into Japanese yen at the exchange rate at the balance sheet date, except that shareholders' equity accounts are translated at historical rates and statement of income items resulting from transactions with the Company at the rates used by the Company.

Foreign currency translation adjustments resulting from translation of foreign currency financial statements prepared by consolidated overseas subsidiaries are presented in net assets in the consolidated balance sheets.

(e) Inventories

Inventories are stated at cost, determined by the first-in-first-out method. However, they are written down based on decreased profitability where appropriate.

(f) Depreciation and Amortization (excluding leased assets)

Depreciation of property, plant and equipment for the Company and its domestic subsidiaries is computed mainly by the declining-balance method. Buildings (excluding facilities attached to buildings), which were acquired since April 1, 1998 and facilities attached to buildings and structures, which were acquired on or after April 1, 2016 are computed by the straight-line method.

Certain buildings and property, plant and equipments for overseas subsidiaries are computed by the straight-line method.

The ranges of useful lives are summarized as follows:

| | |
|--------------------------|--------------|
| Buildings and structures | 2 - 47 years |
| Machinery and vehicles | 2 - 10 years |

Software for company use is carried at cost less accumulated amortization, which is calculated by the straight-line method over their estimated useful lives (five years).

(Change in accounting policies)

Due to amendments to the Japanese Corporation Tax Act, the Company and its domestic subsidiaries adopted "Practical Solution on a change in depreciation method due to Tax Reform 2016" (Practice Issue Task Force No.32, June 17, 2016 (hereinafter, "PITF No.32")) from the current fiscal year and changed the depreciation method for buildings, facilities attached to buildings and structures, which were acquired since April 1, 2016, from the declining balance method to the straight-line method.

The impact of this change on profit or loss for the year ended March 31, 2017, was immaterial.

(Change in accounting estimates)

The useful lives of machinery of the Company and consolidated domestic subsidiaries were fundamentally reviewed upon renewal of machineries for the purpose of more suited depreciation which reflect the actual situation of use. Accordingly, useful lives were changed from 6 to 10 years from the year ended March 31, 2016. As a result of this change, operating income increased by ¥117 million and loss before income taxes decreased by the same amounts for the year ended March 31, 2016.

(g) Leased assets

Leased property under finance lease arrangements which transfer ownership of the leased property to the lessee is depreciated in the same method as the one applied to property, plant and equipment owned by the Company. Leased property under finance lease arrangements which do not transfer ownership of the leased property to the lessee is capitalized to recognize leased assets and lease obligations in the balance sheets and depreciated over the lease term of the respective assets with zero residual value.

(h) Allowance for Doubtful Accounts

The Company and its consolidated subsidiaries provide for doubtful accounts principally at an amount computed based on the historical bad debt ratio during a certain reference period plus an estimated uncollectible amount based on the analysis of certain individual accounts including claims in bankruptcy.

(i) Accrued Bonuses

Accrued bonuses to employees are provided for the estimated amounts, which the Company and its consolidated subsidiaries are obligated to pay to employees after the fiscal year-end based on services rendered during the current fiscal year.

(j) Accrued bonuses to directors

The Company provides allowance for directors' accrued bonuses based on the estimated amounts at the balance sheet date.

(k) Impairment Losses on Fixed Assets

The Group reviews its long-lived assets for impairment whenever events or changes in circumstance indicate the carrying amount of an asset or asset group may not be recoverable. An impairment loss would be recognized if the carrying amount of an asset or asset group exceeds the sum of the undiscounted future cash flows expected to result from the continued use and eventual disposition of the asset or asset group. The impairment loss would be measured as the amount by which the carrying amount of the asset exceeds its recoverable amount, which is higher of asset's or cash-generating unit's fair value less costs to sell and its value in use.

(l) Investment Securities

The Company has classified all the equity securities as available-for-sale securities based on management's intention. Available-for-sale securities other than non-marketable are reported at fair value with unrealized gains or losses, net of applicable taxes, reported in a separate component of net assets.

Non-marketable available-for-sale securities are stated at cost determined by the moving-average method.

(m) Income Taxes

The provision for income taxes is computed based on the pretax income included in the consolidated statements of operations. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. Deferred tax assets are measured by applying currently enacted tax laws to the temporary differences.

(n) Derivative Financial Instruments

The Group uses foreign currency forward contracts, interest rate swaps, currency swaps and copper price swaps as a means of hedging exposure to foreign currencies, interest risks and market fluctuation. The Group does not enter into derivatives for trading or speculative purposes. Derivative financial instruments are classified and accounted for as follows: a) all derivatives are recognized as either assets or liabilities and measured at fair value, and gains or losses on transactions arising from derivative except for hedge purposes are recognized in the consolidated statements of operations and b) for derivatives used for hedging purposes, if derivatives qualify for hedge accounting because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions.

However, if the foreign currency forward contracts qualify for hedge accounting, hedged items such as foreign currency receivables and payables are translated at the contracted rates.

Also, if interest rate swap contracts are used as hedge and meet certain criteria, the net amount to be paid or received under the swap contract is added to or deducted from the interest on the assets or liabilities for which the swap contract was executed.

For currency swaps that qualify for hedge accounting, gain or loss is translated at the exchange rate stipulated in the contract under the allocation method.

(o) Retirement Benefits for Employees

The benefit formula method is used as a method of attributing expected benefits to the periods through the end of the fiscal year in calculating projected benefit obligation.

Actuarial gain or loss is amortized using the declining balance method over 10 years, which is less than the average remaining years of service of the employees, and the amortization will be started in the following year in which the gain or loss is recognized.

Past service cost is amortized using the straight-line method over 10 years, which is less than the average remaining years of service of the employees.

Certain consolidated subsidiaries apply the simplified method in which the retirement benefit amount required for voluntary termination at year-end is deemed a projected benefit obligation for the calculation of liability associated with retirement and retirement benefit expenses.

(p) Provision for Directors' Retirement Benefits

The Company and its domestic consolidated subsidiaries account for the provision for directors' retirement benefits at balance sheet date in accordance with internal regulations.

(q) Appropriations of Retained Earnings

Appropriations of retained earnings are reflected in the accompanying consolidated financial statements for the following year upon shareholders' approval.

(r) Per Share Information

Dividends per share shown in the consolidated statements of operations have been presented on an accrual basis and include, in each fiscal period, dividends approved after each balance sheet date, but applicable to the fiscal period then ended.

Net income (loss) per share is computed by dividing net income (loss) attributable to common shareholders of the Company by the weighted-average number of common shares outstanding for the period.

The diluted net income per share is omitted as the Company was in net loss for the years ended March 31, 2016.

(s) Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements

The Accounting Standards Board of Japan has issued ASBJ Practical Issues Task Force No. 18 "Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements" ("PITF No. 18"). PITF No. 18 requires that accounting policies and procedures applied by a parent company and its subsidiaries to similar transactions and events under similar circumstances should, in principle, be unified for the preparation of the consolidated financial statements. PITF No. 18, however, as a tentative measure, allows a parent company to prepare consolidated financial statements using foreign subsidiaries' financial statements prepared in accordance with either International Financial Reporting Standards or U.S. generally accepted accounting principles. In this case, adjustments for the following four items are required in the consolidation process so that their impacts on net income are accounted for in accordance with Japanese GAAP unless the impact is not material.

- (1) Goodwill not subjected to amortization
- (2) Actuarial gains and losses of defined benefit plans recognized outside profit or loss
- (3) Capitalized expenditures for research and development activities
- (4) Fair value measurement of investment properties, and revaluation of property, plant and equipment, and intangible assets

(t) Application of "Revised Accounting Standards regarding Business Combinations"

The Company and its domestic subsidiaries adopted "Revised Accounting Standard for Business Combinations" (ASBJ Statement No.21, September 13, 2013 (hereinafter, "Statement No.21")), "Revised Accounting Standard for Consolidated Financial Statements" (ASBJ Statement No.22, September 13, 2013 (hereinafter, "Statement No.22")) and "Revised Accounting Standard for Business Divestitures" (ASBJ Statement No.7, September 13, 2013 (hereinafter, "Statement No.7")) (together, the "Business Combination Accounting Standards") from the year ending 2016. As a result, the Company changed its accounting policies to recognize in capital surplus the differences arising from changes in the Company's ownership interest of subsidiaries over which the Company continues to maintain control and to record acquisition related costs as expenses in the fiscal year in which the costs are incurred. In addition, the Company changed its accounting policy for the reallocation of acquisition costs due to the completion following provisional accounting to reflect such reallocation in the consolidated financial statements for the fiscal year in which the business combination took place.

The Company also changed the presentation of net income and of the term "non-controlling interests" is used instead of "minority interests". Certain amounts in the prior year comparative information were reclassified to conform to such changes in the year ending 2016 presentation.

With regard to the application of the Business Combination Accounting Standards, the Company followed the provisional treatments in article 58-2 (3) of Statement No.21, article 44-5 (3) of Statement No.22 and article 57-4 (3) of Statement No.7 and recognized in capital surplus or retained earnings the cumulative effect as of the beginning of the year ending 2016 that resulted from the retrospective application of the new accounting policies for all of the previous fiscal years.

As a result of these changes, capital surplus as of March 31, 2016 decreased by ¥64 million.

In the consolidated statement of cash flows, cash flows from acquisition or disposal of shares of subsidiaries with no changes in the scope of consolidation are included in "Cash flows from financing activities".

The effects on earnings per share are immaterial.

(u) Accounting Standards and Guidance Issued but Not Yet Adopted

The following new standards and guidance have been issued but are not effective for the fiscal year ending March 31, 2018 and have not been adopted early:

"Implementation Guidance on Tax Effect Accounting" (ASBJ Guidance No. 28, February 16, 2018) and

"Implementation Guidance on Recoverability of Deferred Tax Assets" (ASBJ Guidance No. 26 (revised 2018), February 16, 2018)

(1) Overview

The above guidance was revised in regard to the treatments for taxable temporary differences for investments in subsidiaries within the context of non-consolidated financial statements, and to clarify the treatments in determining recoverability of deferred tax assets in a company which was categorized as "Type 1" according to the guidance.

(2) Effective date

Effective from the beginning of the fiscal year ending March 31, 2019.

(3) Impact of the adoption of the guidance

The Company and its domestic consolidated subsidiaries are currently in the process of determining the impact of these new guidance on the consolidated financial statements.

"Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 30, 2018) and

"Implementation Guidance on Accounting Standard for Revenue Recognition" (ASBJ Guidance No. 30, March 30, 2018)

(1) Overview

The above standard and guidance provide comprehensive principles for revenue recognition. Under the standard and guidance, revenue is recognized by applying following 5 steps:

Step 1: Identify contract(s) with customers.

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price to the performance obligation in the contract.

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation.

(2) Effective date

Effective from the beginning of the fiscal year ending March 31, 2022.

(3) Impact of the adoption of the standard and guidance

The Company and its domestic consolidated subsidiaries are currently in the process of determining the impact of the new standard and guidance on the consolidated financial statements.

(v) Reclassifications

Certain prior year amounts have been reclassified to conform to the presentations for the year ended March 31, 2018.

3. Investment Securities

All the equity securities, classified as available-for-sale securities, are included in non-current investment securities. The carrying amounts and aggregate fair values of the available-for-sale securities as of March 31, 2018 and 2017 are as follows:

| | 2018 | | | | | |
|--|-----------------|------------------|---------------------------|---------------------------|------------------|---------------------------|
| | Millions of yen | | | Thousands of U.S. dollars | | |
| | Fair Value | Acquisition Cost | Unrealized Gains (Losses) | Fair Value | Acquisition Cost | Unrealized Gains (Losses) |
| Securities whose carrying value exceeds their acquisition cost: | | | | | | |
| Equity securities | ¥ 177 | ¥ 127 | ¥ 50 | \$ 1,668 | \$ 1,193 | \$ 475 |
| Other | 80 | 66 | 14 | 750 | 624 | 126 |
| Securities whose carrying value doesn't exceed their acquisition cost: | | | | | | |
| Equity securities | 173 | 206 | (33) | 1,625 | 1,937 | (312) |
| Total | ¥ 430 | ¥ 399 | ¥ 31 | \$ 4,043 | \$ 3,754 | \$ 289 |

| | 2017 | | |
|--|-----------------|------------------|---------------------------|
| | Millions of yen | | |
| | Fair Value | Acquisition Cost | Unrealized Gains (Losses) |
| Securities whose carrying value exceeds their acquisition cost: | | | |
| Equity securities | ¥ 327 | ¥ 130 | ¥ 197 |
| Other | 63 | 56 | 7 |
| Securities whose carrying value doesn't exceed their acquisition cost: | | | |
| Equity securities | 472 | 553 | (81) |
| Total | ¥ 862 | ¥ 739 | ¥ 123 |

Information on available-for-sale securities whose fair value is not readily determinable as of March 31, 2018 and 2017 are described in Note 13.

Information regarding the sale of securities classified as available-for-sale securities for the year ended March 31, 2018 is summarized as follows:

| | 2018 | | | | | |
|-------------------------|---------------------|--------------------------|---------------------------|---------------------------|--------------------------|---------------------------|
| | Millions of yen | | | Thousands of U.S. dollars | | |
| | Proceeds from sales | Aggregate gains on sales | Aggregate losses on sales | Proceeds from sales | Aggregate gains on sales | Aggregate losses on sales |
| Equity securities | ¥ 597 | ¥ 182 | ¥ 46 | \$ 5,615 | \$ 1,709 | \$ 431 |
| Total | ¥ 597 | ¥ 182 | ¥ 46 | \$ 5,615 | \$ 1,709 | \$ 431 |

There were no available-for-sale securities sold in the year ended March 31, 2017.

4. Notes that Matured at End of Fiscal Year

March 31, 2018, the last day of the fiscal year coincided with a bank holiday and the following notes that matured at the end of the fiscal year were accounted for as if they were settled on the day of their maturity.

| | 2018 | |
|---------------------------------|-----------------|---------------------------|
| | Millions of yen | Thousands of U.S. dollars |
| Notes receivable | ¥ 51 | \$ 483 |
| Notes payable - trade | ¥ 63 | \$ 590 |
| Notes payable - equipment | ¥ 1 | \$ 11 |

5. Short-term Borrowings and Long-term Debt

Short-term borrowings and long-term debt as of March 31, 2018 and 2017 consist of the following:

| | Millions of yen | | Thousands of U.S. dollars |
|--|-----------------|----------|---------------------------|
| | 2018 | 2017 | 2018 |
| Short-term borrowings with average interest rate of 2.35% for 2018 and 2.64% for 2017..... | ¥ 13,263 | ¥ 12,292 | \$ 124,832 |
| Current portion of long-term borrowings with average interest rate of 1.83% for 2018 and 2.23% for 2017..... | 10,478 | 12,323 | 98,618 |
| Current portion of lease obligations | 1,157 | 1,288 | 10,887 |
| Current portion of other liabilities with average interest rate of 0.56% for 2018 and 0.56% for 2017..... | 1,300 | 476 | 12,235 |
| Total short-term | 26,198 | 26,379 | 246,572 |
| Long-term borrowings with average interest rate of 1.36% for 2018 and 2.50% for 2017, less current portion | 23,303 | 23,893 | 219,325 |
| Lease obligations, less current portion | 1,817 | 2,483 | 17,099 |
| Total long-term | 25,120 | 26,376 | 236,424 |
| Total | ¥ 51,318 | ¥ 52,755 | \$ 482,996 |

* Average interest rate of borrowings represents the weighted average rate for the outstanding balances at March 31, 2018 and 2017.

Average interest rate of lease obligations are not disclosed since the amount equivalent to interest expense included in total lease payments is allocated over the lease term using the straight-line method.

Average interest rate of other liabilities represents the weighted average rate for the average of the outstanding balances at April 1, 2017 and March 31, 2018.

The aggregate annual maturities of long-term debt as of March 31, 2018 are as follows:

| Year ending March 31 | Millions of yen | Thousands of U.S. dollars |
|---------------------------|-----------------|---------------------------|
| | 2019..... | ¥ 10,478 |
| 2020..... | 9,113 | 85,770 |
| 2021..... | 6,100 | 57,412 |
| 2022..... | 4,726 | 44,478 |
| 2023 and thereafter | 3,364 | 31,665 |
| Total | ¥ 33,781 | \$ 317,943 |

The aggregate annual maturities of lease obligations as of March 31, 2018 are as follows:

| Year ending March 31 | Millions of yen | Thousands of U.S. dollars |
|---------------------------|-----------------|---------------------------|
| | 2019..... | ¥ 1,157 |
| 2020..... | 694 | 6,536 |
| 2021..... | 450 | 4,232 |
| 2022..... | 243 | 2,286 |
| 2023 and thereafter | 430 | 4,045 |
| Total | ¥ 2,974 | \$ 27,986 |

Financial covenants

For the year ended March 31, 2018

Short-term borrowings and long-term borrowings including the current portion amounting to ¥30,556 million (\$287,581 thousand) include certain financial covenants which forfeit the benefit of term with regard to the debts on certain loan agreement in the event the Company is in breach of either of the following covenants (stricter covenants are described if there are several covenants).

- (1) For each fiscal year, ordinary losses shall not be recorded on the consolidated statement of operations under Japanese GAAP for two consecutive years.
- (2) Total net assets on the consolidated balance sheet at each fiscal year-end shall be maintained at least higher of either (i) ¥21,962 million (\$206,701 thousand), or (ii) 80% of the total net assets recorded on the consolidated balance sheet as of the end of the previous fiscal year.
- (3) The total amount of interest bearing debts on the consolidated balance sheet at each fiscal year-end shall be lower than the amount equivalent to the net sales on the consolidated statement of operations for that fiscal year divided by 12 and multiplied by 8.

For the year ended March 31, 2017

Short-term borrowings and long-term borrowings including the current portion amounting to ¥31,135 million include certain financial covenants which forfeit the benefit of term with regard to the debts on certain loan agreement in the event the Company is in breach of either of the following covenants (stricter covenants are described if there are several covenants).

- (1) For each fiscal year, ordinary losses shall not be recorded on the consolidated statement of operations under Japanese GAAP for two consecutive years.
- (2) Total net assets on the consolidated balance sheet at each fiscal year-end shall be maintained at least higher of either (i) ¥21,962 million, or (ii) 80% of the total net assets recorded on the consolidated balance sheet as of the end of the previous fiscal year.
- (3) The total amount of interest bearing debts on the consolidated balance sheet at each fiscal year-end shall be lower than the amount equivalent to the net sales on the consolidated statement of operations for that fiscal year divided by 12 and multiplied by 8.

6. Retirement Benefits

The Company and some of its consolidated subsidiaries provide a lump-sum retirement plan as defined benefit pension plan for employees' retirement benefits.

Certain consolidated subsidiaries apply the simplified method in computing net defined benefit liability and benefit costs for their lump-sum retirement plans.

In addition to the above, until March 31, 2017, the Company and certain domestic consolidated subsidiaries also used to contribute to a multi-employer pension plan (the Social Welfare Pension Fund of Nippon Electronic Circuits (the "Fund")), however, the Fund dissolved on March 31, 2017. To compensate for the benefits from the Fund, the retirement benefits policy was revised and the calculation method of the basis for the retirement benefits was changed as of April 1, 2017.

Also, an optional defined contribution plan was implemented as of April 1, 2017 which became to be regarded as part of the retirement benefits policy.

Defined benefit pension plans, except plan applying the simplified method

(1) Movement in projected benefit obligations

| | Millions of yen | | Thousands of U.S. dollars |
|-------------------------------------|-----------------|---------|------------------------------|
| | 2018 | 2017 | 2018 |
| Balance at beginning of year | ¥ 2,143 | ¥ 1,775 | \$ 20,166 |
| Service cost | 123 | 142 | 1,159 |
| Interest cost | 8 | 5 | 81 |
| Actuarial gain (loss) | 23 | (35) | 217 |
| Benefits paid | (72) | (60) | (681) |
| Past service cost | - | 307 | - |
| Decrease due to employment transfer | 19 | 8 | 180 |
| Other | 0 | - | 4 |
| Balance at end of year | ¥ 2,244 | ¥ 2,142 | \$ 21,126 |

(2) Reconciliation from projected benefit obligations to net defined benefit liability

| | Millions of yen | | Thousands of U.S. dollars |
|--|-----------------|---------|------------------------------|
| | 2018 | 2017 | 2018 |
| Unfunded projected benefit obligations | ¥ 2,244 | ¥ 2,142 | \$ 21,126 |
| Total liability at end of year | ¥ 2,244 | ¥ 2,142 | \$ 21,126 |
| Net defined benefit liability | ¥ 2,244 | ¥ 2,142 | \$ 21,126 |
| Total liability at end of year | ¥ 2,244 | ¥ 2,142 | \$ 21,126 |

(3) Retirement benefit costs

| | Millions of yen | | Thousands of U.S. dollars |
|-----------------------------------|-----------------|-------|------------------------------|
| | 2018 | 2017 | 2018 |
| Service cost | ¥ 123 | ¥ 142 | \$ 1,160 |
| Interest cost | 9 | 5 | 81 |
| Amortization of actuarial loss | 25 | 41 | 236 |
| Amortization of past service cost | 39 | 8 | 365 |
| Total benefit costs | ¥ 196 | ¥ 196 | \$ 1,842 |

(4) Remeasurements of defined benefit plans

| | Millions of yen | | Thousands of U.S. dollars |
|-------------------|-----------------|-------|------------------------------|
| | 2018 | 2017 | 2018 |
| Past service cost | ¥ (39) | ¥ 299 | \$ (365) |
| Actuarial loss | (2) | (75) | (19) |
| Total | ¥ (41) | ¥ 224 | \$ (384) |

(5) Accumulated remeasurements of defined benefit plans

| | Millions of yen | | Thousands of U.S. dollars |
|--------------------------------|-----------------|-------|------------------------------|
| | 2018 | 2017 | 2018 |
| Unrecognized past service cost | ¥ 309 | ¥ 348 | \$ 2,908 |
| Unrecognized actuarial loss | 120 | 122 | 1,127 |
| Total | ¥ 429 | ¥ 470 | \$ 4,035 |

(6) Actuarial assumptions

| | 2018 | 2017 |
|---------------|------|------|
| Discount rate | 0.3% | 0.4% |

Defined benefit pension plan applying the simplified method

(1) Movement in net defined benefit liability

| | Millions of yen | | Thousands of |
|---|-----------------|-------|--------------|
| | 2018 | 2017 | U.S. dollars |
| | | | 2018 |
| Balance at beginning of year | ¥ 557 | ¥ 512 | \$ 5,237 |
| Benefit costs | 39 | 83 | 369 |
| Benefits paid | (15) | (28) | (140) |
| Increase due to employment transfer..... | (19) | (8) | (180) |
| Increase due to change in scope of consolidation..... | (148) | - | (1,388) |
| Others | 0 | (2) | (4) |
| Balance at end of year | ¥ 414 | ¥ 557 | \$ 3,894 |

(2) Reconciliation from projected benefit obligations to net defined benefit liability

| | Millions of yen | | Thousands of |
|--|-----------------|-------|--------------|
| | 2018 | 2017 | U.S. dollars |
| | | | 2018 |
| Unfunded projected benefit obligations | ¥ 414 | ¥ 557 | \$ 3,894 |
| Total liability at end of year | ¥ 414 | ¥ 557 | \$ 3,894 |
| Net defined benefit liability | ¥ 414 | ¥ 557 | \$ 3,894 |
| Total liability at end of year | ¥ 414 | ¥ 557 | \$ 3,894 |

(3) Retirement benefit cost

| | Millions of yen | | Thousands of |
|---|-----------------|------|--------------|
| | 2018 | 2017 | U.S. dollars |
| | | | 2018 |
| Retirement benefit costs calculated using the simplified method | ¥ 39 | ¥ 83 | \$ 369 |
| Total costs at end of year | ¥ 39 | ¥ 83 | \$ 369 |

Multi-employer pension plan

The amount required to contribute to the multi-employer pension plan which is accounted for in the same way as defined contribution plans is ¥45 million for the year ended March 31, 2017.

The Social Welfare Pension Fund of Nippon Electronic Circuits (the "Fund") that the Company and certain domestic consolidated subsidiaries had joined dissolved on March 31, 2017 under the approval of Minister of Health, Labour and Welfare. Accordingly, it is under liquidation process as of March 31, 2018.

No additional burdens to the Company are expected in relation to the dissolution of the Fund.

The latest funded status, contribution share ratio of the Company and supplementary information is omitted, since the Fund is under liquidation process.

Defined contribution plan

The amount required to contribute to the defined contribution plans is ¥156 million (\$1,465 thousand) for the year ended March 31, 2018.

7. Net assets

Under the Japanese Corporation Law (“the Law”) and regulations, the entire amount paid for new shares is required to be designated as capital stock. However, a company may, by a resolution of the Board of Directors, designate an amount not exceeding one-half of the price of the new shares as additional paid-in capital, which is included in capital surplus.

In cases where dividend distribution of surplus is made, the smaller of an amount equal to 10% of the dividend or the excess, if any, of 25% of capital stock over the total of additional paid-in capital and legal earnings reserve must be set aside as additional paid-in capital or legal earnings reserve. Legal earnings reserve is included in retained earnings in the accompanying consolidated balance sheets.

Additional paid-in capital and legal earnings reserve may not be distributed as dividends. However, all additional paid-in capital and all legal earnings reserve may be transferred to other capital surplus and retained earnings, respectively, which are potentially available for dividends.

The maximum amount that the Company can distribute as dividends is calculated based on the non-consolidated financial statements of the Company in accordance with the Law.

8. Impairment loss

Details of impairment losses recognized for the years ended March 31, 2018 and 2017 are omitted due to their immateriality.

Impairment losses recognized for the year ended March 31, 2016 are as follows:

| Use | Type of assets | Location | Millions of yen | |
|-----------------|---|---------------------------|-----------------|--------------|
| | | | 2016 | |
| Business assets | Buildings and structures and Machinery and vehicles, etc. | Ishinomaki, Miyagi, Japan | ¥ | 998 |
| Business assets | Buildings and structures and Machinery and vehicles, etc. | Hanoi, Vietnam | | 6,980 |
| Total | | | ¥ | <u>7,978</u> |

The Group carries out grouping mainly based on each plant for business assets.

For the year ended March 31, 2016, the Group recognized impairment losses of ¥7,978 million due to decline in profitability, which resulted in decreasing the book values of such assets to recoverable amounts.

Impairment losses comprise of ¥3,161 million for Buildings and structures, ¥3,327 million for Machinery and vehicles, ¥837 million for Construction in progress, ¥213 million for Land and ¥440 million for others.

The recoverable value of this assets group was measured based on the higher of net selling price or the value in use.

The net selling price was computed based on the fixed asset tax valuation with reasonable adjustments.

The value in use was computed based on the future cash flow discounted at 14.0%.

9. Contingent Liabilities

Contingent liabilities of the Company as of March 31, 2018 and 2017 are as follows:

| | Millions of yen | | Thousands of U.S. dollars | |
|-----------------------------|-----------------|------|---------------------------|-----|
| | 2018 | 2017 | 2018 | |
| Trade notes discounted..... | ¥ 49 | ¥ 43 | \$ | 458 |

10. Research and Development Costs

Research and development costs included in selling, general and administrative expenses and manufacturing costs are ¥816 million (\$7,684 thousand), ¥743 million and ¥828 million for the years ended March 31, 2018, 2017 and 2016, respectively.

11. Net Gain and Net Loss on Sales and Disposal of Property, Plant and Equipment

Significant components of net gain and net loss on sales and disposal of property, plant and equipment for the years ended March 31, 2018, 2017 and 2016 are as follows:

| | Millions of yen | | | Thousands of U.S. dollars |
|--------------------------------|-----------------|---------|---------|------------------------------|
| | 2018 | 2017 | 2016 | 2018 |
| Gain: | | | | |
| Buildings and structures | ¥ - | ¥ - | ¥ - | \$ - |
| Machinery and vehicles | 0 | - | 4 | 3 |
| Land | - | - | - | - |
| Construction in progress | - | - | - | - |
| Others | - | - | 8 | - |
| Total gain | 0 | - | 12 | 3 |
| Loss: | | | | |
| Buildings and structures | (6) | (4) | (4) | (57) |
| Machinery and vehicles | (168) | (139) | (365) | (1,582) |
| Land | - | - | (0) | - |
| Construction in progress | (10) | (38) | - | (93) |
| Intangible assets | - | (24) | - | - |
| Others | (9) | (1) | (19) | (89) |
| Total loss | (193) | (206) | (388) | (1,821) |
| Net loss | ¥ (193) | ¥ (206) | ¥ (376) | \$ (1,818) |

12. Income Taxes

Income taxes applicable to the Company consist of corporate tax, inhabitant tax and enterprise tax, which in the aggregate resulted in the normal statutory tax rates of approximately 30.8%, 30.8% and 32.2% for the years ended March 31, 2018, 2017 and 2016, respectively.

The tax effects of significant temporary differences which resulted in deferred tax assets and liabilities as of March 31, 2018 and 2017 are as follows:

| | Millions of yen | | Thousands of U.S. dollars |
|--|-----------------|---------|------------------------------|
| | 2018 | 2017 | 2018 |
| Deferred Tax Assets: | | | |
| Elimination of unrealized profits | ¥ 26 | ¥ 38 | \$ 240 |
| Accrued bonuses | 186 | 171 | 1,749 |
| Net defined benefit liability | 696 | 693 | 6,555 |
| Provision for directors' retirement benefits | 66 | 73 | 625 |
| Accrued enterprise tax | 5 | 21 | 45 |
| Allowance for doubtful accounts | 128 | 79 | 1,206 |
| Valuation loss of inventories | 63 | 56 | 593 |
| Difference on depreciation period | 417 | 482 | 3,924 |
| Impairment loss | 1,445 | 1,690 | 13,601 |
| Loss on valuation of investment securities | 57 | 60 | 539 |
| Loss on revaluation of golf club memberships | 20 | 20 | 188 |
| Tax loss carryforwards | 2,927 | 3,589 | 27,552 |
| Deferred losses on hedges | - | 14 | - |
| Deduction of foreign corporation tax carried forward | 582 | 341 | 5,474 |
| Other | 189 | 58 | 1,775 |
| Less: valuation allowance | (5,363) | (6,267) | (50,474) |
| Total | ¥ 1,444 | ¥ 1,118 | \$ 13,592 |

| | Millions of yen | | Thousands of U.S. dollars |
|---|-----------------|---------|------------------------------|
| | 2018 | 2017 | 2018 |
| Deferred Tax Liabilities: | | | |
| Retained earnings of foreign subsidiaries | ¥ (351) | (371) | (3,306) |
| Deferred gains on hedges | (132) | (41) | (1,239) |
| Other | (9) | (37) | (89) |
| Total | ¥ (492) | ¥ (449) | \$ (4,634) |
| Deferred Tax Assets, Net: | ¥ 952 | ¥ 669 | \$ 8,958 |

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the accompanying consolidated statements of income for years ended March 31, 2018 and 2017 are as follows:

| | 2018 | 2017 |
|---|---------|---------|
| Statutory tax rate | 30.8% | 30.8% |
| Expenses not deductible for tax purpose | 0.2% | 0.3% |
| Per capita inhabitant tax | 0.3% | 0.5% |
| Directors' bonuses | 0.4% | 0.5% |
| Tax rate difference in foreign subsidiaries | (23.3)% | (19.5)% |
| Retained earnings of foreign subsidiaries | (0.4)% | 6.9% |
| Foreign tax credit | 5.0% | 6.0% |
| Effect of amendments of consolidation | (0.2)% | 1.7% |
| Valuation allowance | (15.3)% | 3.5% |
| Expiration of tax loss carryforwards | 7.8% | - |
| Other, net | 5.0% | 3.8% |
| Actual effective tax rate | 10.3% | 34.5% |

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the accompanying consolidated statements of income for year ended March 31, 2016 is omitted due to pre-tax loss.

13. Financial Instruments

(a) Qualitative information on financial instruments

(1) Policies for using financial instruments

The Group finances necessary funds mainly through bank loans according to the capital investment plan for the production and sales of PCB.

Temporary and excessive funds are operated by highly stable financial instruments and the Group finances short-term operating capital by bank loans.

Derivative transactions are only utilized to hedge the risks mentioned in (2) below.

(2) Details of financial instruments used and exposures to risk and how they arise

Operating receivables such as trade notes and accounts receivable are exposed to credit risk. Some operating receivables, which are denominated in foreign currencies due to global operations, are exposed to foreign currency fluctuation risk. The Group might utilize foreign exchange forward contracts if necessary except for those within the range of the operating payables dominated in the same foreign currency. Investments securities mainly consist of securities of companies in which a business relationship has been established and they are exposed to market fluctuation risk.

Operating payables such as trade notes and accounts payable are due within one year.

Some of the operating payables relating to imports of raw materials are dominated in foreign currencies and are exposed to foreign currency fluctuation risk.

The Group might utilize foreign exchange forward contracts if necessary except for those within the range of the operating receivables dominated in the same foreign currency.

Loans and lease obligations for finance lease transactions are mainly used for the purpose of financing capital investments.

Some of them are variable interest loans and are exposed to interest and foreign currency fluctuation risk.

The Group utilizes interest rate swaps and currency swaps to hedge the risk. Regarding derivative transactions, the Group utilizes foreign exchange forward contracts to hedge foreign currency fluctuation risk of receivables and payables dominated in foreign currencies. The Group utilizes interest rate swaps and currency swaps to hedge interest fluctuation risk. The Group utilizes commodity forward contracts to hedge copper price fluctuation risk.

(3) Policies and processes for managing the risk

(i) Credit risk management (risk of default by the counterparties)

The sales management department in the Company follows sales management rules, monitors the customers' credit conditions periodically and manages the due date and balance per customer. The Company keeps track of the adverse financial conditions of its customers in the early stage to mitigate the uncollectible risk.

The Company enters into derivative transactions only with the credit worthy financial institutions to mitigate the credit risk.

(ii) Market risk management (risk of foreign currency fluctuations and interests)

Regarding the trade receivables and trade payables dominated in foreign currencies, the Company utilizes foreign exchange forward contracts if necessary to hedge the foreign currency fluctuation risk, which is controlled by each currency and on a monthly basis. For investment securities, the Company regularly reviews the fair value and issuers' financial condition and readjust Company's portfolio on an ongoing basis considering the business relationship with counterparties. Derivative transactions are based on the internal rules and executed after getting the approval from the approver and managed by Finance Dept. Contents of the derivative transactions are reported to Board of Directors' meeting periodically.

(iii) Liquidity risk management (risk of default at the due dates)

The Company prepares and updates the cash management plan based on the reports from each department to manage liquidity risk on a timely basis.

(4) Supplemental information on fair values

As well as the values based on market prices, fair values of financial instruments include values which are reasonably calculated in case market prices do not exist. As the calculation of those values adopts certain assumptions, those values may vary in case different assumptions are applied.

Also, for the contract amount regarding derivative transactions described in Note 14, the contract amount itself does not indicate market risk related to derivative transactions.

(b) Fair values of financial instruments

Book values of the financial instruments included in the consolidated balance sheets and their fair values at March 31, 2018 and 2017 are as follows:

| | 2018 | | | | | |
|---|-----------------|------------|------------|---------------------------|------------|------------|
| | Millions of yen | | | Thousands of U.S. dollars | | |
| | Book Value | Fair Value | Difference | Book Value | Fair Value | Difference |
| Assets | | | | | | |
| Cash and cash equivalents | ¥ 15,190 | ¥ 15,190 | ¥ - | \$ 142,967 | \$ 142,967 | \$ - |
| Time deposits | 232 | 232 | - | 2,179 | 2,179 | - |
| Trade notes and accounts receivable | 24,911 | 24,911 | - | 234,457 | 234,457 | - |
| Investment securities: | | | | | | |
| Available-for-sale securities..... | 430 | 430 | - | 4,043 | 4,043 | - |
| Liabilities | | | | | | |
| Trade notes and accounts payable | ¥ 16,152 | ¥ 16,152 | ¥ - | \$ 152,016 | \$ 152,016 | \$ - |
| Short-term borrowings..... | 13,263 | 13,263 | - | 124,832 | 124,832 | - |
| Long-term borrowings..... | 33,781 | 33,849 | 68 | 317,943 | 318,582 | 639 |
| Lease obligations | 2,974 | 2,988 | 14 | 27,986 | 28,126 | 140 |
| Derivative financial instruments | ¥ 430 | ¥ 430 | ¥ - | \$ 4,050 | \$ 4,050 | \$ - |
| | 2017 | | | | | |
| | Millions of yen | | | | | |
| | Book Value | Fair Value | Difference | | | |
| Assets | | | | | | |
| Cash and cash equivalents | ¥ 17,196 | ¥ 17,196 | ¥ - | | | |
| Time deposits | 226 | 226 | - | | | |
| Trade notes and accounts receivable | 22,035 | 22,035 | - | | | |
| Investment securities: | | | | | | |
| Available-for-sale securities..... | 862 | 862 | - | | | |
| Liabilities | | | | | | |
| Trade notes and accounts payable | ¥ 13,195 | ¥ 13,195 | ¥ - | | | |
| Short-term borrowings..... | 12,292 | 12,292 | - | | | |
| Long-term borrowings..... | 36,216 | 36,340 | 124 | | | |
| Lease obligations..... | 3,771 | 3,803 | 32 | | | |
| Derivative financial instruments | ¥ 61 | ¥ 61 | ¥ - | | | |

The financial instruments whose fair value is extremely difficult to determine are not included above.

Derivative financial instruments are stated in net of assets and liabilities. The figures in parenthesis indicate net liabilities.

(1) Valuation method of the fair value of financial instruments and information of investment securities and derivative transactions

(i). Cash and cash equivalents, (ii). Time deposits, (iii). Trade notes and accounts receivable

The carrying value is deemed as the fair value since it is scheduled to be settled in a short period of time.

(iv). Investment securities

Fair value of equity securities is based on the quoted price on stock exchange. Please refer to Note 3 regarding the information of the fair value for the investment in securities by classification.

(v). Trade notes and accounts payable, (vi) Short-term borrowings

The carrying value is deemed as the fair value since it is scheduled to be settled in a short period of time.

(vii). Long-term borrowings, (viii). Lease obligations

The fair values are measured as the net present value of estimated future cash flows by discounting the principal and interest value using the loan interest rate applied to the new loans or the lease contracts. If the variable interest rate loans meet certain criteria for the short cut method for interest rate swaps (If interest rate swap contracts are used as a hedge and meet certain hedging criteria, the interest rate swaps are not remeasured at market price and the amount to be received under the interest rate swap contract is added to or deducted from the interest on the liabilities for which the swap contract was executed.) and for the allocation method for currency swaps, the sum of principal and the interest processed as interest rate swaps and currency swaps are discounted by using the reasonably estimated loan interest rate applied to the same kind of loans.

(ix). Derivative transactions

Please refer to Note 14.

(2) Unlisted securities of ¥216 million yen (\$2,039 thousand) as of March 31, 2018 and ¥141 million yen as of March 31, 2017 are not included in the above table because the securities do not have fair market values and it is extremely difficult to estimate fair values.

(c) The redemption schedule for financial instruments as of March 31, 2018 and 2017 is as follows:

| | 2018 | | | |
|---|-------------------------------|---|---|------------------------|
| | Millions of yen | | | |
| | Due in one year or less | Due after one year through five years | Due after five year through ten years | Due after ten years |
| Cash and cash equivalents | ¥ 15,190 | ¥ - | ¥ - | ¥ - |
| Time deposits | 232 | - | - | - |
| Trade notes and accounts receivable | 24,911 | - | - | - |
| Total | ¥ 40,333 | ¥ - | ¥ - | ¥ - |

| | 2018 | | | |
|---|-------------------------------|---|---|------------------------|
| | Thousands of U.S. dollars | | | |
| | Due in one year or less | Due after one year through five years | Due after five year through ten years | Due after ten years |
| Cash and cash equivalents | \$ 142,967 | \$ - | \$ - | \$ - |
| Time deposits | 2,179 | - | - | - |
| Trade notes and accounts receivable | 234,457 | - | - | - |
| Total | \$ 379,603 | \$ - | \$ - | \$ - |

| | 2017 | | | |
|---|-------------------------------|---|---|------------------------|
| | Millions of yen | | | |
| | Due in one year or less | Due after one year through five years | Due after five year through ten years | Due after ten years |
| Cash and cash equivalents | ¥ 17,196 | ¥ - | ¥ - | ¥ - |
| Time deposits | 226 | - | - | - |
| Trade notes and accounts receivable | 22,035 | - | - | - |
| Total | ¥ 39,457 | ¥ - | ¥ - | ¥ - |

14. Derivatives

There are no derivative transactions for which hedge accounting has not been applied for the year ended March 31, 2018.

Derivative transactions for which hedge accounting has not been applied for the year ended March 31, 2017 are as follows:

| | 2017 | | | Unrealized loss |
|----------------------------|-----------------|------------------------------------|------------|-----------------|
| | Millions of yen | | | |
| | Contract amount | Contract amount due after one year | Fair value | |
| Forward exchange contracts | | | | |
| Buy: U.S. dollars | ¥ 3,343 | ¥ - | ¥ (24) | (24) |

Fair value is based on the prices obtained from forward exchange market or financial institutions.

Derivative transactions for which hedge accounting has been applied for the years ended March 31, 2018 and 2017 are as follows:

| | 2018 | | | | | | |
|------------------------------------|-----------------------------|-----------------|------------------------------------|------------|---------------------------|------------------------------------|------------|
| | Hedged item | Millions of yen | | | Thousands of U.S. dollars | | |
| | | Contract amount | Contract amount due after one year | Fair value | Contract amount | Contract amount due after one year | Fair value |
| Interest rate related: | | | | | | | |
| Benchmark Method | | | | | | | |
| Interest rate swap contracts | | | | | | | |
| Payable fixed/ | Long-term borrowings | ¥ 8,262 | ¥ 4,059 | ¥ (1) | \$ 77,758 | \$ 38,199 | \$(6) |
| Receive floating | | | | | | | |
| Currency swap contracts | | | | | | | |
| Payable fixed/ | Long-term borrowings | ¥ 8,647 | ¥ 6,577 | ¥ 431 | \$ 81,383 | \$ 61,901 | \$ 4,056 |
| Receive floating | | | | | | | |
| Special Method* | | | | | | | |
| Interest rate swap contracts | | | | | | | |
| Payable fixed/ | Long-term borrowings | ¥ 2,930 | ¥ 2,220 | ¥ (23) | \$ 27,576 | \$ 20,894 | \$(217) |
| Receive floating | | | | | | | |
| Currency related : | | | | | | | |
| Allocation Method | | | | | | | |
| Foreign currency forward contracts | | | | | | | |
| Currency swap contracts | | | | | | | |
| Payable in Yen/ | Long-term borrowings | ¥ 8,647 | ¥ 6,577 | ¥ (900) | \$ 81,383 | \$ 61,901 | \$(8,472) |
| Receive in U.S. dollars | | | | | | | |

There are no commodity related transactions for which hedge accounting has been applied for the year ended March 31, 2018.

| | 2017 | | | |
|------------------------------|----------------------|------------------------------------|------------|--------|
| | Millions of yen | | | |
| | Contract amount | Contract amount due after one year | Fair value | |
| Interest rate related: | | | | |
| Benchmark Method | | | | |
| Interest rate swap contracts | | | | |
| Payable fixed/ | Long-term borrowings | ¥ 18,696 | ¥ 11,953 | ¥ (47) |
| Receive floating | | | | |
| Special Method* | | | | |
| Interest rate swap contracts | | | | |
| Payable fixed/ | Long-term borrowings | ¥ 1,440 | ¥ 930 | ¥ (14) |
| Receive floating | | | | |
| Commodity related : | | | | |
| Benchmark Method | | | | |
| Copper price swap contracts | Raw materials | ¥ 459 | ¥ - | ¥ 132 |

There are no currency related transactions for which hedge accounting has been applied for the year ended March 31, 2017.

Fair value is principally based on quoted price obtained from financial institutions signing the contract.

* Special Method

The interest rate swaps, which qualify for hedge accounting and meet specific matching criteria, are not remeasured at market value but the differential paid or received under the swap agreements is recognized and included in interest expense or income.

15. Compensation Income

Compensation income consists of compensation payments from Tokyo Electric Power Company for lost earnings due to accidents at Fukushima Daiichi Nuclear Power Station ("NPS") and Fukushima Daini NPS of Tokyo Electric Power Company.

16. Comprehensive Income

Reclassifications and income tax effects attributable to other comprehensive income for the years ended March 31, 2018, 2017 and 2016 are as follows:

| | Millions of yen | | | Thousands of |
|---|-----------------|-----------|-----------|--------------|
| | 2018 | 2017 | 2016 | U.S. dollars |
| Unrealized gains (losses) on available-for-sale securities: | | | | |
| Gains (losses) arising during the year | ¥ 53 | ¥ 76 | ¥ (146) | \$ 496 |
| Reclassifications and adjustments | (145) | - | - | (1,361) |
| Before income tax effects | (92) | 76 | (146) | (865) |
| Income tax effects | 28 | (23) | 48 | 267 |
| Total | ¥ (64) | ¥ 53 | ¥ (98) | \$ (598) |
| Deferred gains (losses) on hedges: | | | | |
| Gains (losses) arising during the year | ¥ 441 | ¥ 322 | ¥ (406) | \$ 4,154 |
| Reclassifications and adjustments | (96) | 100 | 300 | (904) |
| Before income tax effects | 345 | 422 | (106) | 3,250 |
| Income tax effects | (105) | (26) | (69) | (990) |
| Total | ¥ 240 | ¥ 396 | ¥ (175) | \$ 2,260 |
| Foreign currency translation adjustments: | | | | |
| Adjustments arising during the year | ¥ 1,234 | ¥ (2,043) | ¥ (3,094) | \$ 11,617 |
| Reclassifications and adjustments | (165) | - | - | (1,557) |
| Total | ¥ 1,069 | ¥ (2,043) | ¥ (3,094) | \$ 10,060 |
| Remeasurements of defined benefit plans: | | | | |
| Adjustments arising during the year | ¥ (23) | ¥ (273) | ¥ (61) | \$ (217) |
| Reclassifications and adjustments | 64 | 49 | 44 | 601 |
| Before income tax effects | 41 | (224) | (17) | 384 |
| Income tax effects | - | - | (74) | - |
| Total | ¥ 41 | ¥ (224) | ¥ (91) | \$ 384 |
| Total other comprehensive income | ¥ 1,286 | ¥ (1,818) | ¥ (3,458) | \$ 12,106 |

17. Supplementary Cash Flow Information

Details of assets and liabilities at the beginning of the consolidation relating to Meiko Electronics Thang Long Co., Ltd., a newly consolidated subsidiary due to increased its materiality, are as follows:

| | Millions of yen |
|-------------------------|-----------------|
| | 2016 |
| Current assets | ¥ 589 |
| Non-current assets | 2,342 |
| Total assets | ¥ 2,931 |
| Current liabilities | ¥ 634 |
| Non-current liabilities | 1,718 |
| Total liabilities | ¥ 2,352 |

Significant non-cash transactions

| | Millions of yen | | | Thousands of |
|---|-----------------|------|---------|--------------|
| | 2018 | 2017 | 2016 | U.S. dollars |
| Assets and liabilities relating to finance lease transactions | ¥ - | ¥ - | ¥ 2,965 | \$ - |

18. Segment Information

Information about reported segment sales, segment profit, segment assets and other items under the new accounting standards is not disclosed as the Group's reportable segment is mainly printed circuit boards ("PCB"), and the related business and other business is immaterial.

(Supplementary information)

(1) Information about products and services

Information about products and services is not disclosed since sales amount of single unit of product or service to external customers accounted for more than 90% of consolidated net sales.

(2) Information about geographical areas

(a) Net sales

| 2018 | | | | | | |
|-----------------|----------|----------|---------------|---------|-------|-----------|
| Millions of yen | | | | | | |
| | Japan | Asia | North America | Europe | Other | Total |
| Net sales | ¥ 26,643 | ¥ 66,854 | ¥ 12,091 | ¥ 2,954 | ¥ - | ¥ 108,542 |

| 2018 | | | | | | |
|---------------------------|------------|------------|---------------|-----------|-------|--------------|
| Thousands of U.S. dollars | | | | | | |
| | Japan | Asia | North America | Europe | Other | Total |
| Net sales | \$ 250,759 | \$ 629,214 | \$ 113,797 | \$ 27,804 | \$ - | \$ 1,021,574 |

| 2017 | | | | | | |
|-----------------|----------|----------|---------------|---------|-------|----------|
| Millions of yen | | | | | | |
| | Japan | Asia | North America | Europe | Other | Total |
| Net sales | ¥ 25,960 | ¥ 55,760 | ¥ 12,366 | ¥ 1,826 | ¥ - | ¥ 95,912 |

| 2016 | | | | | | |
|-----------------|----------|----------|---------------|---------|-------|----------|
| Millions of yen | | | | | | |
| | Japan | Asia | North America | Europe | Other | Total |
| Net sales | ¥ 26,570 | ¥ 52,994 | ¥ 12,016 | ¥ 3,707 | ¥ - | ¥ 95,287 |

Net sales by destination were recognized based on the location of customers and classified by country or regions.

(b) Property, plant and equipment

| 2018 | | | | |
|-------------------------------------|---------|----------|-------|----------|
| Millions of yen | | | | |
| | Japan | Asia | Other | Total |
| Property, plant and equipment | ¥ 5,846 | ¥ 43,885 | ¥ 2 | ¥ 49,733 |

| 2018 | | | | |
|-------------------------------------|-----------|------------|-------|------------|
| Thousands of U.S. dollars | | | | |
| | Japan | Asia | Other | Total |
| Property, plant and equipment | \$ 55,017 | \$ 413,036 | \$ 20 | \$ 468,073 |

| 2017 | | | | |
|-------------------------------------|---------|----------|-------|----------|
| Millions of yen | | | | |
| | Japan | Asia | Other | Total |
| Property, plant and equipment | ¥ 5,278 | ¥ 40,473 | ¥ 4 | ¥ 45,755 |

(3) Information about major customers

Information about major customers is not presented since no single customer accounts for 10% or more of consolidated net sales.

(4) Information about impairment loss

Information about impairment loss by reportable segment for the year ended March 31, 2018 is not disclosed as the Group's reportable segment is mainly printed circuit boards ("PCB") and the related business, and other business is immaterial.

Information about impairment loss by reportable segment for the year ended March 31, 2017 is not disclosed as the Group's reportable segment is solely printed circuit boards ("PCB") and the related business, and other business is immaterial.

Information about impairment loss by reportable segment for the year ended March 31, 2016 is not disclosed as the Group's reportable segment is solely printed circuit boards ("PCB") and the related business, and other business is immaterial.

19. Related Party Transactions

For the year ended March 31, 2018

Transactions with related parties

(1) Unconsolidated subsidiary

There were no applicable matters for the year ended March 31, 2018.

(2) Directors and major individual shareholders

| Name | Location | Capital | Details of business | Percentage for possession of Voting Rights | Relationship | Details of transaction ^{※2} | Transaction amount ^{※1} | Balance at March 31, 2018 |
|------------------------|-----------------------|-------------|---------------------|--|-----------------------|--------------------------------------|------------------------------------|--|
| M.D. Systems Co., Ltd. | Atsugi City, Kanagawa | ¥15 million | Board design | Directly own (%) 14.7 | Business relationship | Purchase of products | ¥117 million (\$1,105 thousand) | ¥28 million (\$261 thousand) in Accounts payable |
| | | | | | | Sales of products | ¥5 million (\$42 thousand) | ¥1 million (\$5 thousand) in Accounts receivable |

Notes: ^{※1} Consumption taxes are not included in the transaction amount, and included in the balance at March 31, 2018.

^{※2} Seiichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights for M. D. Systems Co., Ltd.

^{※3} The terms and conditions of the transactions for sales and purchase of products are determined based on the price of other companies.

Transactions between consolidated subsidiaries and related parties

Directors and major individual shareholders

| Name | Location | Capital | Details of business | Percentage for possession of Voting Rights | Relationship | Details of transaction ^{※2} | Transaction amount ^{※1} | Balance at March 31, 2018 |
|------------------------|-----------------------|-------------|---------------------|--|-----------------------|--------------------------------------|----------------------------------|--|
| M.D. Systems Co., Ltd. | Atsugi City, Kanagawa | ¥15 million | Board design | Directly own (%) 14.7 | Business relationship | Purchase of products | ¥14 million (\$128 thousand) | ¥3million (\$32 thousand) in Accounts payable |
| | | | | | | Sales of products | ¥6 million (\$59 thousand) | ¥0 million (\$2 thousand) in Accounts receivable |

Notes: ^{※1} Consumption taxes are not included in the transaction amount, and included in the balance at March 31, 2018.

^{※2} Seiichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights for M. D. Systems Co., Ltd.

^{※3} The terms and conditions of the transactions for sales and purchase of products are determined based on the price of other companies.

For the year ended March 31, 2017

Transactions with related parties

(1) Unconsolidated subsidiary

There were no applicable matters for the year ended March 31, 2017.

(2) Directors and major individual shareholders

There were no applicable matters for the year ended March 31, 2017.

Transactions between consolidated subsidiaries and related parties

There were no applicable matters for the year ended March 31, 2017.

20. Significant Subsequent Events

Acquisition and cancellation of Class A Preferred Stock

At the Board of Directors' meeting held on February 16, 2018 and May 28, 2018, cancellation of Class A Preferred Stock was resolved based on condition that the Company acquire Class A Preferred Stock in accordance with the article 9.7 of the articles of incorporation of the Company, pursuant to the provisions of Article 178 of the Companies Act.

The acquisition of the Class A Preferred Stock was executed on April 2, 2018 and June 26, 2018, and the acquired Class A Preferred Stock has been cancelled on the same dates.

(1) Reason for the acquisition and cancellation

The Company issued the Class A Preferred Stock on March 31, 2016 to improve its financial structure by strengthening its equity capital.

After the issuance, the Company's revenue and profit have been substantially improved and its financial structure has been improved as a result of various initiatives.

Therefore, the Company decided to acquire and cancel the entire Class A Preferred Stock as an acquisition for cash consideration would become available on March 31, 2018.

(2) Details of the acquisition

| Date of the resolution at the Board of Directors' meeting | February 16, 2018 | May 28, 2018 |
|---|---|---|
| (a) Class of shares to be acquired | Class A Preferred Stock | Class A Preferred Stock |
| (b) Total number of shares to be acquired | 49 shares | 1 share |
| (c) Acquisition price | ¥106 million (\$994 thousand) per share | ¥107 million (\$1,012 thousand) per share |
| (d) Total acquisition amount | ¥5,174 million (\$48,695 thousand) | ¥107 million (\$1,012 thousand) |
| (e) Acquisition date | April 2, 2018 | June 26, 2018 |
| (f) Transferor | Chiki Chukakugigyo Kasseika Fund | Chiki Chukakugigyo Kasseika Fund |

(3) Details of the cancellation

| Date of the resolution at the Board of Directors' meeting | February 16, 2018 | May 28, 2018 |
|---|-------------------------|-------------------------|
| (a) Class of shares to be cancelled | Class A Preferred Stock | Class A Preferred Stock |
| (b) Total number of shares to be cancelled | 49 shares | 1 share |
| (c) Cancellation date | April 2, 2018 | June 26, 2018 |



Independent Auditor's Report

To the Board of Directors of Meiko Electronics Co., Ltd.:

We have audited the accompanying consolidated financial statements of Meiko Electronics Co., Ltd. and its consolidated subsidiaries, which comprise the consolidated balance sheets as at March 31, 2018 and 2017, and the consolidated statements of operations for the years ended March 31, 2018, 2017 and 2016, the consolidated statements of comprehensive income for the years ended March 31, 2018, 2017 and 2016, the consolidated statements of changes in net assets and statements of cash flows for the years ended March 31, 2018, 2017 and 2016, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, while the objective of the financial statement audit is not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Meiko Electronics Co., Ltd. and its consolidated subsidiaries as at March 31, 2018 and 2017, and their financial performance and cash flows for the years ended March 31, 2018, 2017 and 2016 in accordance with accounting principles generally accepted in Japan.

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following:

As discussed in Note 20 "Significant Subsequent Events" to the consolidated financial statements, the company has acquired and canceled the entire Class A Preferred Stock on April 2, 2018 and June 26, 2018.

KPMG AZSA LLC, a limited liability audit corporation incorporated under the Japanese Certified Public Accountants Law and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.



Convenience Translation

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2018 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 1 to the consolidated financial statements.

KPMG AZSA LLC

September 14, 2018
Tokyo, Japan

Principal Subsidiaries and Affiliates

| Name or Trade Name | Address | Paid-in Capital (Millions of yen) | Principal Business | Investment Ratio (%) |
|--|--|--------------------------------------|----------------------|----------------------|
| Meiko Tech Co., Ltd. | Ayase City, Kanagawa Prefecture | 45 | PCBs for electronics | 100.0 |
| Yamagata Meiko Electronics Co., Ltd. | Kahoku-cho, Nishimurayama-gun, Yamagata Prefecture | 75 | PCBs for electronics | 100.0 |
| Meiko Techno Co., Ltd. | Yamato City, Kanagawa Prefecture | 50 | PCBs for electronics | 100.0 |
| Meiko Elec. Hong Kong Co., Ltd. | Hong Kong | US\$315,834 thousand | PCBs for electronics | 100.0 |
| Meiko Electronics (Guangzhou Nansha) Co., Ltd. | Guangzhou, Guangdong Province, P.R.C. | US\$120,800 thousand | PCBs for electronics | 100.0 (66.3) |
| Meiko Electronics (Wuhan) Co., Ltd. | Wuhan, Hubei Province, P.R.C. | US\$148,800 thousand | PCBs for electronics | 100.0 (47.6) |
| Meiko Electronics America, Inc. | CA, U.S.A. | US\$1,500 thousand | PCBs for electronics | 100.0 |
| Meiko Electronics Vietnam Co., Ltd. | Hanoi, Vietnam | US\$90,000 thousand | PCBs for electronics | 100.0 (100.0) |
| Meiko Electronics Thang Long Co., Ltd. | Hanoi, Vietnam | US\$15,000 thousand | PCBs for electronics | 100.0 |

Principal Shareholders

| Name of Shareholder | Number of Shares Held (Thousands of shares) | Percentage of Total Number of Shares Issued (excluding treasury stock) (%) |
|---|--|---|
| Yuichiro Naya | 4,702 | 17.97 |
| Japan Trustee Services Bank, Ltd. (trust account) | 1,769 | 6.76 |
| The Master Trust Bank of Japan, Ltd. (trust account) | 733 | 2.80 |
| GOLDMAN SACHS INTERNATIONAL (Standing Agent: Goldman Sachs Japan Co., Ltd.) | 614 | 2.35 |
| Meiko Kosan Co., Ltd. | 608 | 2.32 |
| Yuho, Ltd. | 521 | 1.99 |
| Trust & Custody Services Bank, Ltd. | 490 | 1.87 |
| Haruyuki Naya | 454 | 1.74 |
| BBH BOSTON CUSTODIAN FOR JAPAN EQUITY PR EMIUM FUND OF CREDIT SUISSE UNIVER620373 | 449 | 1.72 |
| Seiichi Naya | 445 | 1.70 |
| Total | 10,789 | 41.22 |

Corporate History

| | |
|----------------|--|
| November 1975 | Established Meiko Denshi Kogyo Co., Ltd. to manufacture and sell PCBs. Started selling double-sided PCBs. |
| April 1978 | Established the System Development Department (currently Meiko Techno Co., Ltd./ Meiko Tech Co., Ltd.) to develop electronics application products. |
| October 1978 | Developed in-house use PCB Testers for the PCB final inspection process. |
| September 1980 | Constructed a new headquarters and factory, establishing an integrated production system for the entire process from design to finished product. |
| December 1980 | Introduced a multi-layer press machine and started manufacturing multi-layer PCBs. |
| December 1981 | Developed the world's first multi-video processor. |
| March 1982 | Established Multitech Co., Ltd. (currently Meiko Tech Co., Ltd.) to manufacture single-sided PCBs (currently a consolidated subsidiary of the Company). |
| September 1982 | Established Yamagata Meiko Electronics Co., Ltd. (currently a consolidated subsidiary of the Company) to manufacture PCBs. |
| August 1984 | Completed construction to expand the headquarters/factory in Ayase, Kanagawa Prefecture, and started operations. |
| June 1990 | Constructed the Fukushima Factory. |
| April 1991 | Changed company name to Meiko Electronics Co., Ltd. |
| November 1997 | Constructed a new manufacturing building on the premises of the Yamagata Factory (Yamagata Meiko Electronics Co., Ltd.) to manufacture PCBs using the new PCB Build-Up technology. |
| August 1998 | Established Meiko Elec. Hong Kong. Co., Ltd. in Hong Kong, China (currently a consolidated subsidiary of the Company), mainly to expand transactions with overseas manufacturers and purchase materials locally. |
| December 1998 | Established Meiko Electronics (Panyu Nansha) Co., Ltd. in Guangzhou, Guangdong, China [currently Meiko Electronics (Guangzhou Nansha) Co., Ltd., a consolidated subsidiary of the Company], to manufacture PCBs. |
| June 1999 | Changed the name of the PCB manufacturing department of headquarters to Kanagawa Factory. |
| December 2000 | Stock listed on the Japan Securities Dealers Association. |
| January 2001 | Started operations at the Guangzhou Plant [Meiko Electronics (Guangzhou Nansha) Co., Ltd.]. |
| December 2004 | Stock listed on JASDAQ Securities Exchange, Inc. |
| July 2005 | Established Meiko Electronics (Wuhan) Co., Ltd. in Wuhan, Hubei, China (currently a consolidated subsidiary of the Company) to manufacture PCBs. |
| November 2005 | Constructed a new factory building at Miyagi Factory (currently the Ishinomaki Branch Factory). |

| | |
|---------------|---|
| April 2006 | Established Meiko Electronics America, Inc. in the United States (currently a consolidated subsidiary of the Company) to sell PCBs. |
| July 2006 | Started operations at the WUHAN Plant [Meiko Electronics (Wuhan) Co., Ltd.]. |
| January 2007 | Established Meiko Electronics Vietnam Co., Ltd. (currently a consolidated subsidiary of the Company) in Hanoi, Vietnam, to manufacture PCBs. |
| November 2007 | Constructed a new headquarters building on the premises of the Kanagawa Factory. |
| March 2008 | Purchased the Circuit Business from Victor Company of Japan, Limited. |
| April 2009 | Started operation of the EMS Plant in Vietnam. |
| May 2009 | Established the Meiko R&D Center. |
| July 2009 | Started operation of second plant in WUHAN. |
| April 2010 | Upon the merger of JASDAQ Securities Exchange, Inc. and Osaka Securities Exchange Co., Ltd., the Company's stock is listed on the Osaka Securities Exchange, JASDAQ market. |
| October 2010 | Subsequent to the integration of the Hercules, JASDAQ and NEO markets of the Osaka Securities Exchange, Meiko Electronics Co., Ltd. had its stock listed on the JASDAQ Standard market of the exchange. |
| July 2011 | Transferred the imaging equipment and industrial equipment businesses to Multitech Co., Ltd., and changed the trade name to Meiko Tech Co., Ltd. |
| November 2011 | Started operation of the PCB Plant in Vietnam. |
| May 2013 | Started operation of the Ishinomaki Factory (currently Ishinomaki Branch Factory). |
| July 2013 | Subsequent to the integration of cash equity markets of the Osaka Securities Exchange Co., Ltd. and Tokyo Stock Exchange Group, Inc., Meiko Electronics Co., Ltd. had its stock listed on the JASDAQ standard market of the Tokyo Stock Exchange. |
| August 2014 | Established Meiko Electronics Thang Long Co., Ltd. (currently a consolidated subsidiary of the Company) in Hanoi, Vietnam, to manufacture and sell PCBs. |
| June 2015 | Established Meiko Solar Park Fukushima, a solar power generation plant on the premises of the Fukushima Factory. |
| August 2015 | Established Meiko Techno Co., Ltd. (currently a consolidated subsidiary of the Company) in Yamato, Kanagawa Prefecture, to mount PCBs and manufacture and sell imaging equipment and industrial equipment. |

Corporate Data (As of March 31, 2018)

Corporate Name:

Meiko Electronics Co., Ltd.

Date of Establishment:

November 25, 1975

Paid-in Capital:

¥12,888 million

Fiscal Year:

April 1 to March 31

Number of Shares Authorized:

70,000,000

Number of Shares Issued:

26,803,320

Number of Shareholders:

6,749

Securities Code:

6787

Stock Exchange Listing:

Tokyo Stock Exchange, JASDAQ standard market

Number of Employees:

11,640 (Consolidated)

Number of Subsidiaries:

15

Transfer Agent:

Sumitomo Mitsui Trust Bank, Limited

Accounting Auditor:

KPMG AZSA LLC

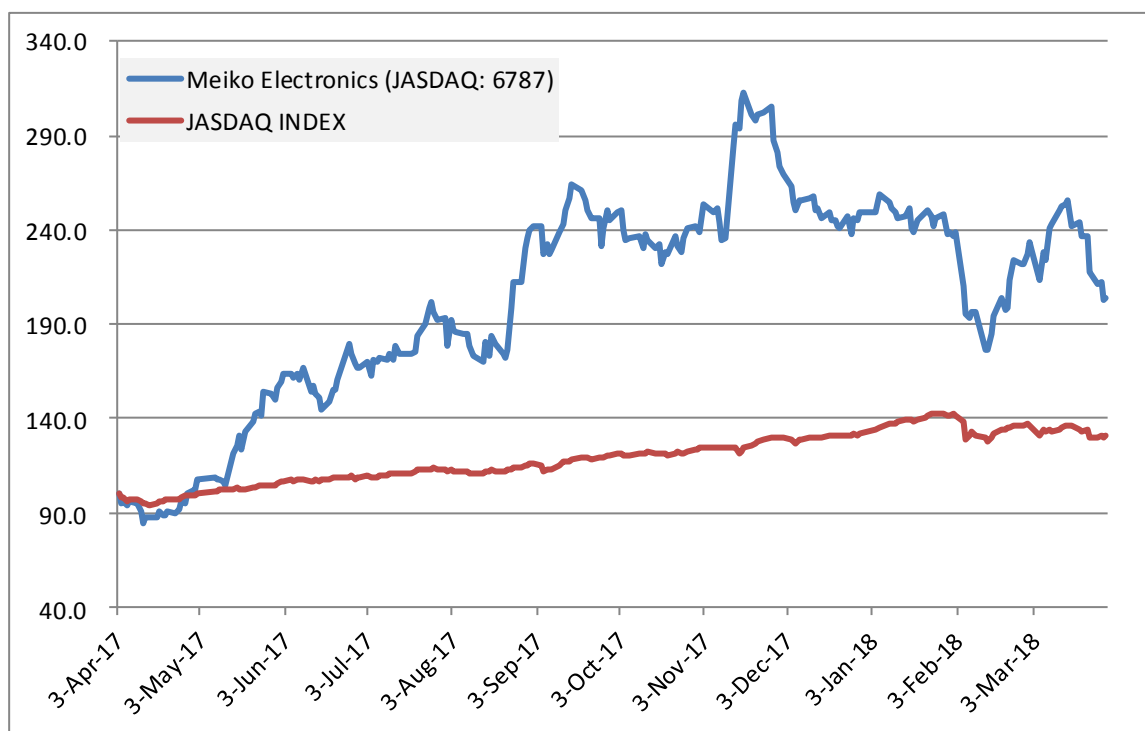
Headquarters:

5-14-15, Ogami, Ayase, Kanagawa Prefecture, Japan 252-1104

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- URL: <http://www.meiko-elec.com/>

Meiko Share Performance in FY2018 Compared with Indices



Fiscal year ended March 31, 2018

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In %

