

# Annual Report 2022

For the year ended March 31, 2022

Meiko Electronics Co., Ltd.

The Meiko Group consists of Meiko Electronics Co., Ltd. (the “Company”), eleven consolidated subsidiaries, ten non-consolidated subsidiaries, and one affiliated company (the “Group”). As the Group’s businesses are primarily in PCB design, manufacturing, sales, and ancillary operations, the descriptions of other businesses are 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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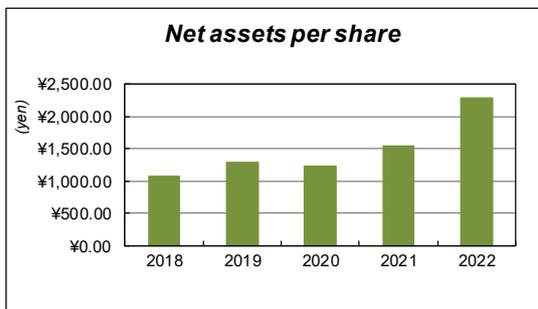
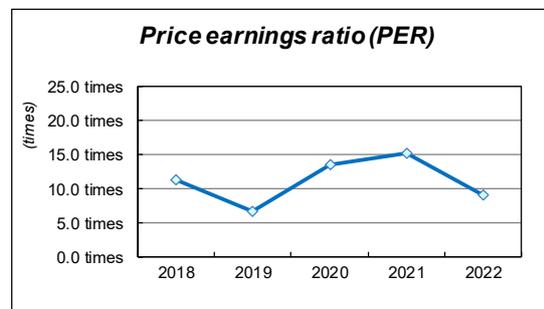
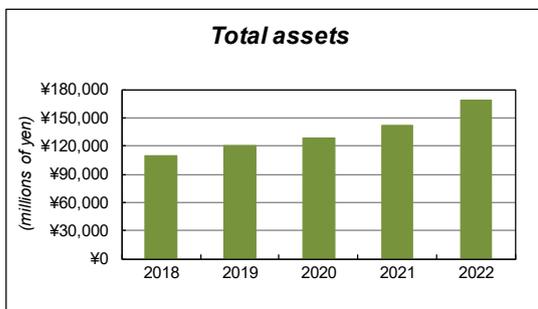
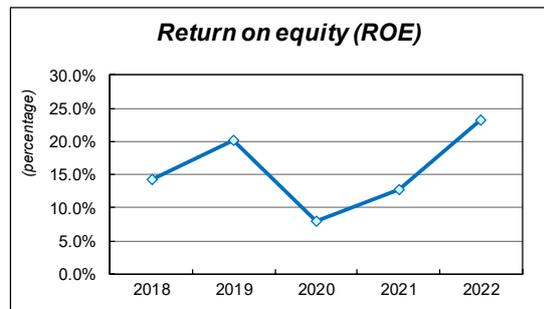
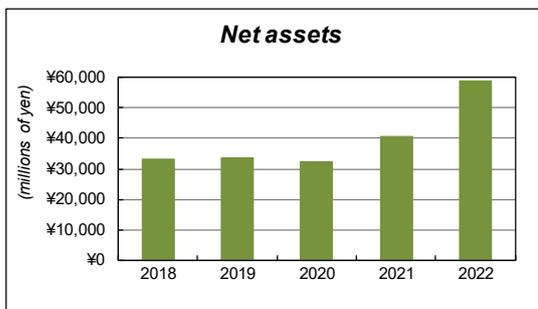
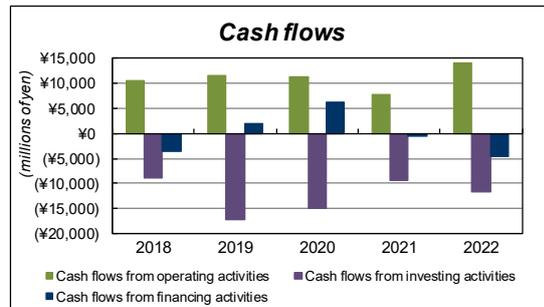
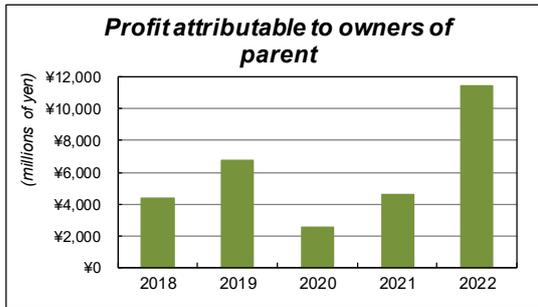
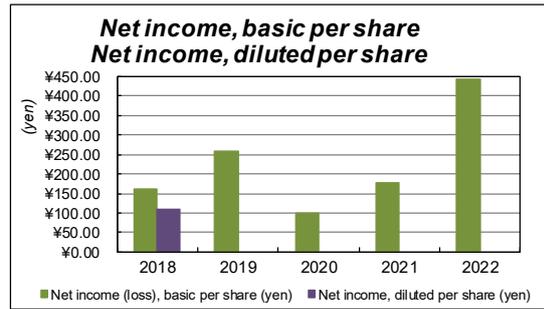
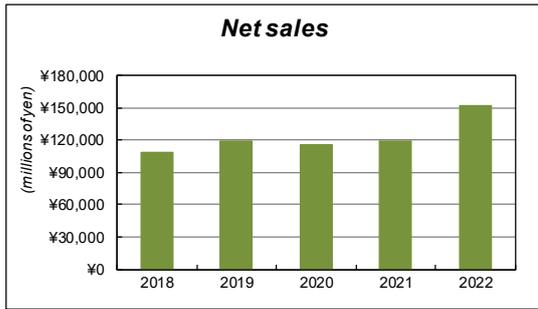
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## Five-year Financial Summary

(For the years ended/as of March 31)

	2018	2019	2020	2021	2022
	<i>(millions of yen, except per share amounts)</i>				
Consolidated financial indicators:					
Net sales	¥108,542	¥118,911	¥115,479	¥119,257	¥151,275
Ordinary income	4,795	8,611	4,790	5,698	14,295
Profit attributable to owners of parent	4,373	6,744	2,586	4,641	11,451
Comprehensive income	5,633	6,482	(419)	8,629	20,319
Net assets	33,042	33,588	32,482	40,611	58,686
Total assets	110,316	120,656	129,238	142,040	168,329
Net assets per share (yen)	1,071.37	1,283.24	1,233.61	1,551.93	2,281.09
Net income per share (yen)	160.34	257.65	98.81	177.33	444.23
Net income per share (diluted) (yen)	108.67	—	—	—	—
Equity ratio	30.0%	27.8%	25.0%	28.5%	34.7%
Return on equity (ROE)	14.3%	20.2%	7.9%	12.8%	23.2%
Price earnings ratio (PER) (times)	11.4	6.7	13.5	15.2	9.1
Cash flows from operating activities	10,429	11,467	11,240	7,853	13,975
Cash flows from investing activities	(8,868)	(17,293)	(14,937)	(9,490)	(11,786)
Cash flows from financing activities	(3,531)	1,957	6,249	(619)	(4,730)
Cash and cash equivalents at the end of the period	15,190	11,419	13,646	12,122	10,451
Number of employees	11,640	11,899	12,232	13,721	13,637
[Average number of temporary staff]	[1,182]	[1,351]	[1,450]	[1,117]	[575]



## Financial Review: Management's Discussion and Analysis

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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

#### Assets

Assets as of March 31, 2022 were ¥168,329 million, up ¥26,289 million from the end of the previous fiscal year. This change mainly comprised a decrease of ¥1,671 million in cash and cash equivalents, an increase of ¥6,245 million in trade notes and accounts receivable, and an increase of ¥7,610 million in inventories in current assets, in addition to an increase of ¥13,775 million in property, plant and equipment in non-current assets.

#### Liabilities

Liabilities as of March 31, 2022 were ¥109,643 million, up ¥8,214 million from the end of the previous fiscal year. This change mainly comprised an increase of ¥3,853 million in trade notes and accounts payable, an increase of ¥7,333 million in short-term borrowings, a decrease of ¥2,342 million in the current portion of long-term borrowings, and an increase of ¥4,020 million in other in current liabilities, in addition to a decrease of ¥5,959 million in long-term borrowings in non-current liabilities.

#### Net assets

Net assets as of March 31, 2022 were ¥58,686 million, up ¥18,075 million from the end of the previous fiscal year. This mainly reflected a ¥10,413 million increase in retained earnings, a ¥1,441 million decrease due to the purchase of treasury stock, and a ¥9,046 million increase in foreign currency translation adjustment.

### **(3) Analysis of business results**

#### **1) Net sales**

In the electronic components industry, where the Group operates, sales of PCBs (printed circuit boards) for automotive products were favorable as demand continued to expand due to the progress of electrification of vehicles, partially offset by the negative impact of production adjustments by customers owing to semiconductor shortages and other factors. Consequently, net sales for the fiscal year under review increased ¥32,018 million, or 26.8%, from the previous fiscal year to ¥151,275 million.

#### **2) Gross profit**

Cost of sales increased ¥22,148 million, or 21.8%, from the previous fiscal year to ¥123,880 million due to the impact of the steep rise in raw material prices, while net sales increased and cost reduction measures were implemented throughout the Group. Consequently, gross profit for the fiscal year under review increased ¥9,870 million, or 56.3%, from the previous fiscal year to ¥27,395 million. The gross margin rose 3.4 percentage points from the previous fiscal year to 18.1%.

#### **3) Operating income**

Selling, general and administrative expenses increased ¥3,273 million, or 30.1%, from the previous fiscal year to ¥14,140 million, due to increases in research and development costs and personnel expenses. As a result, operating income for the fiscal year under review increased ¥6,597 million, or 99.1%, from the previous fiscal year to ¥13,255 million. The operating margin rose 3.2 percentage points from the previous fiscal year to 8.8%.

#### **4) Ordinary income**

Non-operating income increased ¥1,295 million to ¥2,090 million, mainly due to an increase in foreign exchange gains and a decrease in subsidy income. Non-operating expenses decreased ¥705 million to ¥1,050 million, mainly due to decreases in commission for syndicated loans and foreign exchange losses. As a result, ordinary income for the fiscal year under review increased ¥8,597 million, or 150.9%, from the previous fiscal year to ¥14,295 million.

#### **5) Profit attributable to owners of parent**

In the fiscal year under review, extraordinary income amounted to ¥13 million, mainly due to the recording of gain on sales of investment securities, net of ¥10 million. Extraordinary losses totaled ¥1,695 million, mainly due to the recording of loss on sale and retirement of non-current assets of ¥524 million, business restructuring expenses of ¥226 million, and loss related to COVID-19 pandemic of ¥647 million. The total amount of income taxes—current and income taxes—deferred increased ¥753 million to ¥1,176 million. The loss attributable to non-controlling interests was ¥14 million. As a result of the above, the net income attributable to owners of the Company was ¥11,451 million, up 146.7% 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, 2022 decreased ¥1,671 million from the previous fiscal year, to ¥10,451 million.

Cash flows of each category and their causes during the consolidated fiscal year ended March 31, 2022 were as follows.

Net cash provided by operating activities for the fiscal year under review was ¥13,975 million, up ¥6,122 million from the previous fiscal year. Increases were mainly from income before income taxes of ¥12,613 million, depreciation and amortization of ¥7,995 million, and an increase in trade notes and accounts payable of ¥1,567 million. The major decreases were increases in trade notes and accounts receivable of ¥3,618 million and inventories of ¥5,385 million.

Net cash used in investing activities was ¥11,786 million, up ¥2,296 million from the previous fiscal year. The major outflow was ¥11,835 million for the purchase of property, plant and equipment.

Net cash used in financing activities was ¥4,730 million, an increase of ¥4,111 million from the previous fiscal year. The major inflow was a net increase in short-term borrowings of ¥6,195 million. The major outflows comprised payments for long-term borrowings of ¥8,305 million, purchase of treasury stock of ¥1,222 million, and cash dividends paid of ¥1,038 million.

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

	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2022
Equity ratio (%)	25.0	28.5	34.7
Market value equity ratio (%)	27.1	49.3	61.8
Cash flows versus interest-bearing debt ratio (years)	6.1	8.9	4.9
Interest coverage ratio (times)	16.3	12.4	22.0

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

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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) Risks related to the business environment**

#### **1) Risk related to the Group's major customers and their industries' trends**

The Group's major customers are manufacturers of automotive products, smartphones and tablets, SSD and IoT modules, AI household appliances, amusement equipment, and industrial equipment, 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. Furthermore, the Group endeavors to strengthen and expand the package board and EMS businesses as new mainstay businesses with the aim of minimizing influence from overdependence on PCBs. However, should economic trends or a natural disaster adversely impact the Group's major customers or their industry markets, such factors could affect the business performance and financial position. The monitoring of customers and trends in their industries and measures to minimize influence implemented by the Group cannot eliminate said risk completely. Therefore, the Group realizes that such risk could emerge in the event of a sudden change in market conditions, with the influence depending on the timing and size of the incident.

#### **2) Raw materials market fluctuation risk**

The Group strives to minimize risk using commodity derivatives. However, if an unexpected surge in the procurement prices of crude oil, copper, gold, or any other materials is not able to be passed on to our selling prices to customers, or if we may miss business opportunities due to difficulty in procuring materials, the business performance and financial position could thus be adversely affected. As said risk cannot be lessened or eliminated completely by the above mentioned measures to minimize risk alone, the Group realizes that it is inevitable that it will suffer some degree of impact if such risk actually emerges.

#### **3) Risk related to technological development and price competition**

The time will come when all things are connected, due to the increase in the use of electronics in vehicles, the dissemination of electric vehicles, the emergence of connected cars based on 5G communication, and the worldwide spread of IoT. Although the Group expects expansion of demand for PCBs, to address intensifying global competition stemming from downward pressure on prices from China and Southeast Asia, the Group needs to differentiate its products with technology. 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 become embroiled in a price war, or the yield rate may decline, which could affect its business performance and financial position. The Group closely monitors customers' needs, competitors' technology, and price movements, etc. However, as this type of risk is inherent in business management and is difficult to eliminate completely, such risk might ordinarily emerge in the process of business management. The Group realizes that it is difficult to make a definite estimate of the influence when such risk actually emerges, since the influence may depend on the timing and conditions of the incident.

#### **4) Risks related to the timing of capital investments**

The Group conducts appropriate capital investment to enhance productivity and maintain product competitiveness in accordance with demand trends. Although capital investments are carefully determined considering market trends and brand manufacturers' business performance, should the Group's capital investments become excessive upon a downturn in the economy or manufacturers change strategies, or the operation of new facilities be delayed, factors such as the burden of depreciation costs could adversely affect the business results and financial position. In addition, should the asset value or business profitability decline, it could result in the occurrence of impairment loss, adversely affecting the business performance and financial position. The Group believes that there is not a high possibility that any individual capital investment will lead to the occurrence of impairment loss. However, risk caused by external factors, such as a sudden change in market conditions, natural disasters, and infectious diseases, cannot be lessened or eliminated by the Group's risk management alone. There is a possibility that the Group will suffer impact in the event of the occurrence of such risk, with the influence depending on the timing and size of the incident.

#### **5) Risk related to equipment failures and accidents**

Although the Group conducts regular inspections and maintenance work on its production equipment as well as plant monitoring using IoT technology in its manufacturing bases and strives to minimize the occurrence of equipment failures, fire, or other accidents, which may result in the suspension of line operations, there is no guarantee that these will be prevented or reduced completely. Should production or shipping be suspended for a long period of time due to these factors, the business performance and financial position could be adversely affected. Said risk cannot be lessened or eliminated by the Group's own risk management alone. There is a possibility that the Group will suffer impact in the event of the occurrence of such risk, with the influence depending on the frequency and size of the incident. However, the Group realizes that it is difficult to make a definite estimate of the influence in light of the conditions of such risk.

#### **6) Risk related to product defects**

PCBs are mounted with electronic components and then embedded in finished products. 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 that cannot be covered by insurance amounts and harm the value of our corporate brand, which could adversely affect the business performance and financial position. The Group believes that there is not a high possibility that said risk will emerge. However, as such risk cannot be lessened or eliminated by the Group's own risk management alone, the Group realizes that it is inevitable that it will suffer some degree of impact if such risk emerges.

### **(2) Risk related to natural disasters, etc.**

#### **1) Risk related to natural disasters**

If natural disasters, such as earthquakes, tsunamis, floods, storms, or torrential downpours occur, operation of the Group's facilities may be partially or totally suspended, resulting in delays in production and shipments. Having learned from past experiences, the Group reviews its risk management system appropriately and

endeavors to secure the safety of its employees and protect its facilities against natural disasters. However, should a disaster of an enormous scale occur in the future, we may consume expenses required to restore damaged production facilities and experience a sales decline, resulting in an adverse effect on the business performance and financial position. Said risk cannot be lessened or eliminated by the Group's own risk management alone. There is a possibility that the Group will suffer impact in the event of the occurrence of such risk, with the influence depending on the frequency and size of the incident. However, the Group realizes that it is difficult to make a definite estimate of the influence in light of the conditions of such risk.

## **2) Risk related to infectious diseases**

During the COVID-19 pandemic, the Group has continued thorough implementation of preventive measures to secure the safety of customers, business partners, and employees and prevent the further spread of infection in accordance with the guidance of health authorities in each country where we operate. However, situations such as the health crisis becoming prolonged, pandemic conditions continuing, or new types of infections occurring might result in suspension of the Group's factories, worsening of the Japanese and global economy, and contraction of economic activities, which could adversely affect the business performance and financial position. Said risk cannot be lessened or eliminated by the Group's own risk management alone. There is a possibility that the Group will suffer impact in the event of the occurrence of such risk, with the influence depending on the frequency and size of the incident. However, the Group realizes that it is difficult to make a definite estimate of the influence in light of the conditions of such risk.

## **(3) Risk related to compliance**

As the Group operates its business in bases inside and outside Japan, it needs to comply with a wide range of laws and regulations and restrictions. In Japan, the Group is required to obey the Companies Act, Financial Instruments and Exchange Act, Anti-Monopoly Act, tax laws, labor laws, and environmental laws, etc. while it must observe laws and regulations and restrictions in each country and region it operates in overseas. The Group not only established the Risk and Compliance Committee to supervise compliance with laws and regulations and restrictions but also strives to raise its employees' awareness of compliance issues by formulating and implementing its own compliance measures. However, there is a possibility that risk related to compliance will not be dodged completely by implementing these measures. Should the Group fail to perform obligations required by laws and regulations and restrictions, it could adversely affect the business performance and financial position. The Group believes that there is not a high possibility that risk related to compliance will emerge. However, as the type and timing of the occurrence, etc. of such incident cannot be controlled by the Group, it realizes that it is difficult to make an estimate of the influence beforehand.

## **(4) Risk related to finance, etc.**

### **1) Financial risks**

The Group has made aggressive capital investments to prepare for the anticipated increase in demand for PCBs for automotive products and smartphones, as well as in response to new products in line with technological innovation. As a result, the ratio of borrowings to total assets as of March 31, 2022 was 39.4%. Should new borrowings or refinancing of outstanding borrowings for capital investments necessary from the perspective of its business strategy become difficult in the future due to a change in monetary conditions or banks' situations, it could affect the Group's fund raising plans. In

addition, a rise in interest rates on borrowings could adversely affect the business performance and financial position. As risk related to monetary conditions or each bank's situation is hard to reduce or eliminate by the Group's own measures, the Group believes that it will suffer impact in the event of the occurrence of such risk, with the influence depending on the timing, size, and conditions of the incident. However, the Group realizes that it is difficult to make a definite estimate of the influence.

## **2) Credit risk**

As the Group extends credit to its business partners in the form of trade credit, including accounts receivables and advance payments, it is therefore exposed to credit risk in the form of losses arising from deterioration in the credit of or bankruptcy of business partners. To manage such risk, the Group responds depending on the credit profile of the counterparty based on internal rules that determine the credit limit for each business partner. However, failure to collect receivables and other credit could affect the business performance and financial position. The Group believes that it will suffer only limited impact, even if said risk emerges, since it monitors obligors' credit conditions and diversifies risk, which maintains the frequency and influence within the range of normal fluctuation of business results. Although the possibility of the abrupt emergence of unexpected credit risk from a large obligor is not completely eliminated, the Group realizes that the probability is quite low.

## **3) Risk related to foreign currency rate fluctuation**

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, yen-to-U.S. dollar and other currencies exchange rate fluctuations. These fluctuations could result in losses. The Group strives to minimize risks to some extent by conducting exchange marry or currency exchange hedge, etc. However, should an unexpected foreign currency rate fluctuation occur, it could adversely affect the business performance and financial position. As said risk depends on the fluctuation of foreign exchange rates and cannot be lessened or eliminated by the Group's own effort alone, the Group realizes that it is difficult to make a definite estimate on the timing of the occurrence and influence.

## **4) Risk related to M&A, joint venture, and alliance**

The Group forms capital alliances with and conducts joint ventures with other companies that have the technology, products, sales network, customer base, and personnel necessary for business growth. However, there is a possibility that the Group may not receive the anticipated effects or will need to spend additional expenses or incur impairment loss when the market and competition environments significantly change or the business does not develop as planned. Should such incident occur, the Group may fail to earn the forecast profits, adversely affecting its business performance and financial position. As such risk cannot be lessened or eliminated by the Group's own risk management alone, the Group realizes that it is inevitable that it would suffer some degree of impact if such risk actually emerges.

## **(5) Other risk**

### **1) Risk 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. In these countries, the Group may face the following difficulties—hygiene-related issues such as infectious diseases; change or

introduction of environmental regulations, legal restrictions and the tax system; failure of infrastructure such as electricity, water and transportation; political uncertainty and public security-related issues; anti-Japanese demonstrations and/or labor disputes; expropriation of assets, destruction of facilities by wars and conflicts, and limitation on the transfer of funds (transfer restriction), etc. Should unexpected events such as changes in the political or legal environment, economic situation or environmental regulations occur, the 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. Said risk cannot be lessened or eliminated by the Group's own risk management alone. There is a possibility that the Group will suffer impact in the event of the occurrence of such risk, with the influence depending on the frequency and size of the incident. However, the Group realizes that it is difficult to make a definite estimate of the influence in light of the conditions of such risk.

## **2) Risk related to information security**

The Group obtains customer information, etc. through its business activities from time to time and also owns confidential information on technology, sales, individual persons, and overall business. To prevent unauthorized information access, falsification, corruption, leakage, loss, and any other damages caused by cyberattacks, human errors, and any other incidents, the Group established its information management system and conducts appropriate safety procedures, including rational technological measures and drills to prepare for cybersecurity risk. However, should the leakage or loss of information occur, it could adversely affect the business performance and financial position. As the Group strives to appropriately operate its confidential information management system, it realizes that the probability of emergence of such risk is quite low.

## **3) Risk related to 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 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 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. Although the possibility of abrupt emergence of the risk is not completely eliminated, the Group realizes that the probability is quite low.

# Consolidated Financial Statements

## Consolidated Balance Sheets

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries

As of March 31, 2022 and 2021

ASSETS	Millions of yen		Thousands of U.S. dollars (Note 1)
	2022	2021	2022
<b>Current Assets:</b>			
Cash and cash equivalents (Note 17) .....	¥ 10,451	¥ 12,122	\$ 85,373
Receivables —			
Trade notes (Note 17) .....	2,093	-	17,098
Accounts receivable (Note 17) .....	33,656	-	274,944
Trade notes and accounts receivable (Note 17) .....	-	29,504	-
Other receivables .....	1,117	1,114	9,127
Less: Allowance for doubtful accounts .....	(165)	(147)	(1,347)
Inventories —			
Merchandise and finished goods .....	10,238	6,254	83,641
Work in process .....	8,074	6,954	65,957
Raw materials and supplies .....	11,457	8,951	93,596
Other (Note 17) .....	1,447	1,586	11,818
Total current assets .....	<u>78,368</u>	<u>66,338</u>	<u>640,207</u>
<b>Property, Plant and Equipment, at Cost:</b>			
Land .....	2,445	1,488	19,975
Buildings and structures (Note 4).....	53,491	47,172	436,986
Machinery and vehicles (Note 4).....	114,369	94,528	934,312
Leased assets.....	2,844	4,213	23,237
Construction in progress .....	9,926	7,258	81,084
Other (Note 4).....	6,834	5,650	55,828
	<u>189,909</u>	<u>160,309</u>	<u>1,551,422</u>
Less: Accumulated depreciation .....	<u>(107,347)</u>	<u>(91,522)</u>	<u>(876,948)</u>
Net property, plant and equipment .....	<u>82,562</u>	<u>68,787</u>	<u>674,474</u>
<b>Intangible Assets</b>	955	928	7,799
<b>Investments and Other Assets:</b>			
Investment securities (Notes 3 and 17) .....	2,555	2,608	20,869
Long-term loans receivable .....	553	799	4,515
Deferred tax assets (Note 16) .....	1,841	1,254	15,042
Other .....	1,518	1,438	12,403
Less: Allowance for doubtful accounts .....	(23)	(112)	(186)
Total investments and other assets .....	<u>6,444</u>	<u>5,987</u>	<u>52,643</u>
Total .....	<u>¥ 168,329</u>	<u>¥ 142,040</u>	<u>\$ 1,375,123</u>

See notes to consolidated financial statements.

LIABILITIES AND NET ASSETS	Millions of yen		Thousands of U.S. dollars (Note 1)
	2022	2021	2022
<b>Current Liabilities:</b>			
Trade notes and accounts payable .....	¥ 24,319	¥ 20,466	\$ 198,670
Short-term borrowings (Note 5) .....	28,167	20,834	230,101
Current portion of long-term borrowings (Note 5) .....	5,962	8,304	48,703
Income taxes payable (Note 16) .....	985	225	8,046
Accrued bonuses .....	1,064	733	8,692
Accrued bonuses to directors .....	59	43	480
Lease obligations (Notes 5 and 17).....	214	339	1,747
Other (Notes 5, 12, 17 and 20) .....	12,258	8,238	100,141
Total current liabilities .....	<u>73,028</u>	<u>59,182</u>	<u>596,580</u>
<b>Long-term Liabilities:</b>			
Long-term borrowings (Notes 5 and 17) .....	32,267	38,226	263,595
Lease obligations (Notes 5 and 17) .....	392	603	3,204
Provision for directors' retirement benefits .....	216	216	1,764
Provision for share awards.....	115	-	936
Provision for share awards for directors .....	25	-	204
Net defined benefit liability (Note 6) .....	2,717	2,767	22,199
Other (Note 16).....	883	435	7,218
Total long-term liabilities .....	<u>36,615</u>	<u>42,247</u>	<u>299,120</u>
<b>Commitments and Contingent Liabilities (Note 11) :</b>			
<b>Net Assets (Note 7):</b>			
<b>Shareholders' Equity:</b>			
Common stock:			
Authorized:			
70,000,000 shares in 2022 and 2021			
Issued:			
26,803,320 shares in 2022 and 2021			
Preferred stock:			
Authorized:			
None in 2022 and 2021			
Issued:			
None in 2022 and 2021.....	12,889	12,889	105,289
Capital surplus .....	6,700	6,464	54,739
Retained earnings .....	28,062	17,649	229,242
Less: Treasury stock, at cost; Common stock, 1,162,643 shares in 2022, 759,506 shares in 2021 .....	<u>(2,186)</u>	<u>(745)</u>	<u>(17,861)</u>
Total shareholders' equity.....	<u>45,465</u>	<u>36,257</u>	<u>371,409</u>
<b>Accumulated Other Comprehensive Income:</b>			
Unrealized gains on available-for-sale securities .....	4	39	39
Deferred gains on hedges .....	(42)	250	(342)
Foreign currency translation adjustments .....	13,174	4,128	107,620
Remeasurements of defined benefit plans (Note 6) .....	(113)	(256)	(916)
Total accumulated other comprehensive income.....	<u>13,023</u>	<u>4,161</u>	<u>106,401</u>
Non-controlling interests.....	<u>198</u>	<u>193</u>	<u>1,613</u>
Total net assets .....	<u>58,686</u>	<u>40,611</u>	<u>479,423</u>
Total .....	¥ <u>168,329</u>	¥ <u>142,040</u>	\$ <u>1,375,123</u>

See notes to consolidated financial statements.

# Consolidated Statements of Operations

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries  
For the Years Ended March 31, 2022, 2021 and 2020

	Millions of yen			Thousands of U.S. dollars (Note 1)
	2022	2021	2020	2022
<b>Net Sales (Note 20)</b> .....	¥ 151,275	¥ 119,257	¥ 115,479	\$ 1,235,807
<b>Cost of Sales (Note 13)</b> .....	<u>123,880</u>	<u>101,732</u>	<u>98,733</u>	<u>1,012,013</u>
Gross profit .....	27,395	17,525	16,746	223,794
<b>Selling, General and Administrative Expenses (Note 13)</b> .....	<u>14,140</u>	<u>10,867</u>	<u>11,557</u>	<u>115,510</u>
Operating income .....	<u>13,255</u>	<u>6,658</u>	<u>5,189</u>	<u>108,284</u>
<b>Other Income (Expenses):</b>				
Interest expense, net .....	(594)	(592)	(595)	(4,852)
Dividend income .....	16	4	6	130
Foreign exchange gain (loss).....	1,498	(345)	(61)	12,236
Net loss on sales and disposal of property, plant and equipment (Note 15).....	(521)	(194)	(139)	(4,260)
Gain on sales of investment securities, net (Note 3).....	10	-	4	80
Gain on reversal of loss on valuation of investment securities (Note 14).....	-	-	327	-
Expenses for business structure improvement (Note 9).....	(226)	(310)	(210)	(1,848)
Loss related to COVID-19 pandemic (Note 10).....	(647)	(13)	(1,250)	(5,283)
Loss on disaster (Note 8) .....	(116)	(49)	-	(949)
Other, net .....	(62)	(99)	(5)	(503)
Total .....	<u>(642)</u>	<u>(1,598)</u>	<u>(1,923)</u>	<u>(5,249)</u>
<b>Income before Income Taxes</b> .....	<u>12,613</u>	<u>5,060</u>	<u>3,266</u>	<u>103,035</u>
<b>Income Taxes (Note 16):</b>				
Current .....	1,348	687	875	11,009
Deferred .....	(172)	(264)	(158)	(1,405)
Total income taxes .....	<u>1,176</u>	<u>423</u>	<u>717</u>	<u>9,604</u>
<b>Net Income</b> .....	<u>11,437</u>	<u>4,637</u>	<u>2,549</u>	<u>93,431</u>
<b>Net Loss attributable to non-controlling interests</b> .....	<u>(14)</u>	<u>(4)</u>	<u>(37)</u>	<u>(118)</u>
<b>Net Income attributable to owners of the Company</b> .....	¥ <u>11,451</u>	¥ <u>4,641</u>	¥ <u>2,586</u>	\$ <u>93,549</u>

	Yen			U.S. dollars (Note 1)
	2022	2021	2020	2022
<b>Per Share of Common Stock:</b>				
Net income per share.....				
Basic .....	¥ 444.23	¥ 177.33	¥ 98.81	\$ 3.63
Cash dividends applicable to the year .....	45.00	20.00	30.00	0.37

See notes to consolidated financial statements.

## Consolidated Statements of Comprehensive Income

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries  
For the Years Ended March 31, 2022, 2021 and 2020

	Millions of yen			Thousands of
	2022	2021	2020	U.S. dollars (Note 1)
<b>Net Income</b> .....	¥ 11,437	¥ 4,637	¥ 2,549	\$ 93,431
<b>Other Comprehensive Income (Note 19):</b>				
Unrealized gains (losses) on available-for-sale securities .....	(35)	48	57	(283)
Deferred gains (losses) on hedges .....	(292)	220	(153)	(2,386)
Foreign currency translation adjustments .....	9,066	3,755	(2,945)	74,057
Remeasurements of defined benefit plans .....	143	(31)	73	1,172
Total other comprehensive income .....	8,882	3,992	(2,968)	72,560
<b>Comprehensive Income</b> .....	¥ 20,319	¥ 8,629	¥ (419)	\$ 165,991
<b>Comprehensive Income Attributable to:</b>				
Owners of the Company .....	¥ 20,314	¥ 8,630	¥ (383)	\$ 165,952
Non-controlling interests .....	5	(1)	(36)	39

See notes to consolidated financial statements.

**Consolidated Statements of Changes in Net Assets**

Moko Electronics Co., Ltd. and Consolidated Subsidiaries  
For the Years Ended March 31, 2022, 2021 and 2020

	Millions of yen														
	Common Stock		Preferred Stock				Shareholders' Equity				Accumulated Other Comprehensive Income				Total Net Assets
	Number of Shares	Amount	Number of Shares	Amount	Capital Surplus	Retained Earnings	Treasury Stock at Cost: Common Stock	Total Shareholders' Equity	Unrealized Gains (Losses) on Available-for-sale Securities	Deferred Gains (Losses) on Hedges	Foreign Currency Translation Adjustments	Remeasurements of Defined Benefit Plans	Total Accumulated Other Comprehensive Income		
<b>Balance as at March 31, 2019</b>	26,803,320	¥ 12,889	-	-	¥ 6,464	¥ 17,490	¥ (397)	¥ 30,446	¥ 165	¥ 185	¥ 3,322	¥ (26)	¥ 3,142	¥ 33,488	
Net income attributable to owners of the Company	-	-	-	-	-	-	-	2,586	-	-	-	-	-	2,586	
Cash dividends paid	-	-	-	-	-	(916)	-	(916)	-	-	-	-	-	(916)	
Purchase of treasury stock	-	-	-	-	-	-	(0)	(0)	-	-	-	-	-	(0)	
Net increase (decrease)	-	-	-	-	-	-	-	1,670	-	-	-	-	-	1,670	
<b>Balance as at March 31, 2020</b>	26,803,320	¥ 12,889	-	-	¥ 6,464	¥ 13,160	¥ (397)	¥ 32,116	¥ (8)	¥ 30	¥ (2,947)	¥ 71	¥ (2,970)	¥ 194	
Net income attributable to owners of the Company	-	-	-	-	-	4,641	-	4,641	-	-	-	-	-	4,641	
Cash dividends paid	-	-	-	-	-	(392)	-	(392)	-	-	-	-	-	(392)	
Purchase of treasury stock	-	-	-	-	-	-	(348)	(348)	-	-	-	-	-	(348)	
Change of scope of consolidation	-	-	-	-	-	240	-	240	-	-	-	-	-	240	
Net increase (decrease)	-	-	-	-	-	4,249	-	4,249	-	-	-	-	-	4,249	
<b>Balance as at March 31, 2021</b>	26,803,320	¥ 12,889	-	-	¥ 6,464	¥ 17,649	¥ (745)	¥ 36,257	¥ 39	¥ 250	¥ 4,128	¥ (256)	¥ 4,161	¥ 193	
Net income attributable to owners of the Company	-	-	-	-	-	11,451	-	11,451	-	-	-	-	-	11,451	
Cash dividends paid	-	-	-	-	-	(1,438)	-	(1,438)	-	-	-	-	-	(1,438)	
Purchase of treasury stock	-	-	-	-	-	-	(1,596)	(1,596)	-	-	-	-	-	(1,596)	
Retirement of treasury stock	-	-	-	-	236	-	155	391	-	-	-	-	-	391	
Net increase (decrease)	-	-	-	-	-	9,123	-	9,123	-	-	-	-	-	9,123	
<b>Balance as at March 31, 2022</b>	26,803,320	¥ 12,889	-	-	¥ 6,700	¥ 28,062	¥ (2,186)	¥ 45,465	¥ 4	¥ (42)	¥ 13,174	¥ (113)	¥ 13,023	¥ 198	

	Thousands of U.S. dollars (Note 1)														
	Common Stock		Preferred Stock				Shareholders' Equity				Accumulated Other Comprehensive Income				Total Net Assets
	Number of Shares	Amount	Number of Shares	Amount	Capital Surplus	Retained Earnings	Treasury Stock at Cost: Common Stock	Total Shareholders' Equity	Unrealized Gains (Losses) on Available-for-sale Securities	Deferred Gains (Losses) on Hedges	Foreign Currency Translation Adjustments	Remeasurements of Defined Benefit Plans	Total Accumulated Other Comprehensive Income		
<b>Balance as at March 31, 2021</b>	105,280	\$ 105,280	-	-	\$ 52,811	\$ 144,174	\$ (6,086)	\$ 296,189	\$ 327	\$ 2,044	\$ 33,719	\$ (2,086)	\$ 33,997	\$ 331,560	
Net income attributable to owners of the Company	-	-	-	-	-	93,549	-	93,549	-	-	-	-	-	93,549	
Cash dividends paid	-	-	-	-	-	(8,482)	-	(8,482)	-	-	-	-	-	(8,482)	
Purchase of treasury stock	-	-	-	-	-	-	(13,044)	(13,044)	-	-	-	-	-	(13,044)	
Retirement of treasury stock	-	-	-	-	1,928	-	1,269	3,197	-	-	-	-	-	3,197	
Net increase (decrease)	-	-	-	-	-	84,073	-	84,073	-	-	-	-	-	84,073	
<b>Balance as at March 31, 2022</b>	105,280	\$ 105,289	-	-	\$ 54,739	\$ 229,242	\$ (17,861)	\$ 371,409	\$ 39	\$ (342)	\$ 107,620	\$ (916)	\$ 106,401	\$ 479,423	

See notes to consolidated financial statements.

# Consolidated Statements of Cash Flows

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries  
For the Years Ended March 31, 2022, 2021 and 2020

	Millions of yen			Thousands of U.S. dollars (Note 1)
	2022	2021	2020	2022
<b>Operating Activities:</b>				
Income before income taxes .....	¥ 12,613	¥ 5,060	¥ 3,266	\$ 103,035
Adjustments to reconcile income before income taxes to net cash provided by operating activities:				
Depreciation and amortization .....	7,995	7,449	6,587	65,313
Amortization of goodwill .....	41	41	20	332
Increase (decrease) in allowance for doubtful accounts .....	(101)	5	(46)	(824)
Increase in net defined benefit liability .....	44	40	80	360
Increase in accrued bonuses .....	321	44	22	2,625
Increase in accrued bonuses to directors .....	16	3	21	128
Decrease in provision for directors' retirement benefits.....	-	(1)	-	-
Increase in provision for share awards.....	115	-	-	936
Increase in provision for share awards for directors.....	25	-	-	204
Interest income and dividend income .....	(65)	(56)	(103)	(528)
Interest expenses .....	643	644	692	5,250
Foreign exchange loss (gain) .....	(654)	(337)	249	(5,342)
Net loss on sales and disposal of property, plant and equipment.....	521	194	139	4,260
Gain on sales of investment securities, net.....	(10)	-	(4)	(80)
Loss on valuation of investment securities.....	-	-	168	-
Gain on reversal of loss on valuation of investment securities.....	-	-	(327)	-
Insurance income .....	(80)	(106)	(325)	(651)
Expenses for business structure improvement.....	226	310	210	1,848
Loss related to COVID-19 pandemic.....	647	13	1,250	5,283
Loss on disaster.....	116	49	-	949
Decrease (increase) in trade notes and accounts receivable .....	(3,618)	(4,643)	2,362	(29,555)
Increase in inventories .....	(5,385)	(2,431)	(2,449)	(43,988)
Increase in trade notes and accounts payable .....	1,567	1,770	1,006	12,802
Decrease (increase) in other assets .....	(265)	252	614	(2,163)
Increase (decrease) in other liabilities .....	933	492	(85)	7,619
Other .....	15	630	35	114
Subtotal .....	15,660	9,422	13,382	127,927
Interest and dividend received .....	64	52	101	522
Interest paid .....	(634)	(632)	(689)	(5,180)
Proceeds from insurance income .....	80	106	325	651
Payments for business structure improvement .....	(38)	(292)	(210)	(307)
Payments for loss related to COVID-19 pandemic .....	(529)	(114)	(760)	(4,318)
Income taxes paid .....	(628)	(689)	(909)	(5,129)
Net cash provided by operating activities .....	13,975	7,853	11,240	114,166
<b>Investing Activities:</b>				
Payments for purchases of property, plant and equipment .....	(11,835)	(9,738)	(13,570)	(96,680)
Proceeds from sales of property, plant and equipment .....	5	565	1	40
Payments for purchases of intangible assets .....	(138)	(220)	(182)	(1,131)
Payments for purchases of investment securities .....	(105)	(237)	(1,502)	(856)
Proceeds from sales of investment securities .....	98	-	6	804
Purchase of shares of subsidiaries resulting in change in scope of consolidation .....	-	-	(562)	-
Payments for insurance policies .....	(2)	(2)	(2)	(20)
Proceeds from maturity of insurance funds .....	-	25	-	-
Other, net .....	191	117	874	1,564
Net cash used in investing activities .....	(11,786)	(9,490)	(14,937)	(96,279)
<b>Financing Activities:</b>				
Increase in short-term borrowings .....	6,195	10,574	1,133	50,609
Proceeds from long-term borrowings .....	-	42,598	21,500	-
Payments for long-term borrowings .....	(8,305)	(52,485)	(14,672)	(67,844)
Repayments of lease obligations.....	(360)	(563)	(797)	(2,940)
Payments for purchase of treasury stock .....	(1,222)	(349)	(0)	(9,985)
Proceeds from retirement of treasury stock .....	0	-	-	2
Cash dividends paid .....	(1,038)	(394)	(915)	(8,483)
Net cash provided by (used in) financing activities .....	(4,730)	(619)	6,249	(38,641)

See notes to consolidated financial statements.

	Millions of yen			Thousands of U.S. dollars (Note 1)
	2022	2021	2020	2022
<b>Effect of Exchange Rate Changes on Cash and Cash Equivalents</b> .....	<b>870</b>	502	(325)	<b>7,102</b>
<b>Net Increase (Decrease) in Cash and Cash Equivalents</b> .....	<b>(1,671)</b>	(1,754)	2,227	<b>(13,652)</b>
<b>Cash and Cash Equivalents at the Beginning of the Year</b> .....	<b>12,122</b>	13,646	11,419	<b>99,025</b>
<b>Increase in Cash and Cash Equivalents resulting from Change of Scope of Consolidation</b> .....	-	230	-	-
<b>Cash and Cash Equivalents at the End of the Year</b> .....	<b>¥ 10,451</b>	¥ 12,122	¥ 13,646	<b>\$ 85,373</b>

See notes to consolidated financial statements.

# Notes to Consolidated Financial Statements

Meiko Electronics Co., Ltd. and Consolidated Subsidiaries  
For the Years Ended March 31, 2022, 2021 and 2020

## 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 the 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 that is more familiar to readers outside Japan.

In addition, the notes to the consolidated financial statements include information that 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 operated. The conversion of Japanese yen amounts into U.S. dollar amounts is included solely for the convenience of readers outside Japan and has been made at the approximate exchange rate as at March 31, 2022 (\$1 = ¥122.41). 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 11 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 the cost method due to immateriality in view of consolidation.

### (b) Cash Equivalents

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

### (c) 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 as 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.

### (d) 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.

### (e) 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) acquired on or after April 1, 1998 and facilities attached to buildings and structures acquired on or after April 1, 2016 are computed by the straight-line method.

Certain buildings and property, plant and equipment 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 its estimated useful life of five years.

### (f) Leased Assets

Leased property under finance lease arrangements that transfer ownership of the leased property to the lessee is depreciated using the same method as the one applied to property, plant and equipment owned by the Company. Leased property under finance lease arrangements that 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.

### (g) 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.

### (h) 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.

### (i) Accrued Bonuses to Directors

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

### (j) Provision for share awards

The Company accounts for the provision for share awards for employees based on the estimated amounts as at the balance sheet date in accordance with internal regulations.

### (k) Provision for share awards for directors

The Company accounts for the provision for share awards for directors based on the estimated amounts as at the balance sheet date in accordance with internal regulations.

### (l) Impairment Losses on Fixed Assets

The Group reviews its long-lived assets for impairment whenever events or changes in circumstances 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 the higher of the asset's or cash-generating unit's fair value less costs to sell and its value in use.

### (m) 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 equity securities without market price are reported at fair value with unrealized gains or losses, net of applicable taxes, reported in a separate component of net assets.

Equity securities without market prices are stated at cost determined by the moving-average method.

### (n) Revenue Recognition

The Group mainly engages in electronic business such as designing, manufacturing and sales of electronic circuit boards ("PCB"), and the related businesses.

The Group recognizes revenue, determining its performance obligation to be satisfied, at the time of the transfer of control of promised goods and products to customers, or at the time of acceptance inspection by customers.

However, for domestic sales of goods and products, the Group recognizes revenue at the time of shipment when the periods between the shipment and the transfer of control of promised goods and products to customers are considered normal.

Consideration for goods and products received within one year from the time when performance obligation is determined to be satisfied and there is no significant financing component.

### (o) 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.

**(p) Derivative Financial Instruments**

The Group uses 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 derivatives except for hedging 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. If interest rate swap contracts are used as a 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.

**(q) 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.

**(r) Provision for Directors' Retirement Benefits**

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

**(s) Appropriations of Retained Earnings**

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

**(t) 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 per share is computed by dividing net income 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 has no dilutive shares for the years ended March 31, 2022, 2021 and 2020.

**(u) Significant Accounting Estimates**

(Recoverability of deferred tax assets)

(1) Amount recorded in the consolidated financial statements for the years ended March 31, 2022 and 2021

	Millions of yen		Thousands of U.S. dollars
	2022	2021	2022
Deferred tax assets	¥ 1,841	¥ 1,254	\$ 15,042

(2) Information on identified items regarding significant accounting estimates

① Method to calculate the amount

As of March 31, 2022, the Company recorded deferred tax assets worth ¥1,841 million (\$15,042 thousand), to the extent that it is expected to reduce future taxable income. In the calculation, the Company scheduled the period when the deductible temporary differences and tax loss carryforward would reverse, based on the future taxable income estimated according to the business plan. Deferred tax assets before offset by the deferred tax liabilities were ¥2,063 million (\$16,851 thousand). Deferred tax assets of ¥741 million (\$6,053 thousand) are recognized for tax loss carryforwards of ¥2,126 million (\$17,370 thousand), calculated using the enacted statutory tax rates. This is recognized as tax loss carryforwards of the Company's consolidated subsidiaries.

② Assumptions used in significant accounting estimates

Future taxable income used in assessment of recoverability of deferred tax assets was estimated based on the business plan, taking into consideration estimated sales reflecting order backlogs and estimated future orders as key assumptions.

③ Impact on the consolidated financial statements for the next consolidated accounting period

Deferred tax assets were calculated based on the estimated future taxable income in the expected period according to the business plan. Estimates are potentially affected by uncertain changes in economic conditions. When the actual taxable income is different from the estimates in the amount and the period of accrual, significant impact may occur on deferred tax assets on the consolidated financial statements for the next consolidated accounting period.

**(v) Changes in Presentation Method**

"Expenses for factory shutdown" previously presented independently in "Other Income (Expenses)" has been renamed "Loss related to COVID-19 pandemic" on the consolidated statements of operations for the fiscal year ended March 31, 2022, in order to make the presentation clearly and more in line with actual conditions.

"Expenses for factory shutdown" and "Payments for factory shutdown" previously presented independently in "Operating Activities" have been renamed "Loss related to COVID-19 pandemic" and "Payments for loss related to COVID-19 pandemic", respectively on the consolidated statements of cash flows for the year ended March 31, 2022, in order to make the presentation clearly and more in line with actual conditions.

**(w) Changes in Accounting Policy**

(Adoption of "Accounting Standard for Revenue Recognition")

From the beginning of the fiscal year ended March 31, 2022, the Group adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020) and other related guidance. The Group recognizes revenue at the time of the transfer of control of promised goods and products to customers in an amount to which the Group expects to be entitled in exchange for those goods and products. The Group applied the transitional treatment as stipulated in Paragraph 98 of "Implementation Guidance on Accounting Standard for Revenue Recognition" and recognizes revenue for domestic sales of goods and products at the time of shipment, when the periods between the shipment and the transfer of control of promised goods and products to customers are considered normal. The transitional treatment as stipulated in Paragraph 84 of the "Accounting Standard for Revenue Recognition" is applied. The cumulative impact of retrospective application of the new accounting policy prior to the beginning of the fiscal year ended March 31, 2022 is added to or deducted from retained earnings at the beginning of the fiscal year ended March 31, 2022 so that the new accounting policy is applied from the balance at the beginning of the fiscal year ended March 2022. In addition, "Trade notes and accounts receivable" which was presented in "Current Assets" in the consolidated balance sheets as of March 31, 2021, are presented as "Trade notes" and "Accounts receivable" in the consolidated balance sheets as of March 31, 2022. In accordance with the transitional treatment stipulated in paragraph 89-2 of the "Accounting Standard for Revenue Recognition", no reclassification of previously reported amounts has been made to conform with the new presentation. There is no effect of adopting these standards and guidance on net income, net income per share and the beginning balance of retained earnings for the fiscal year ended March 31, 2022. Notes disclosure on revenue recognition for the years ended March 31, 2021 and 2020 were omitted in accordance with the transitional treatment as stipulated in Paragraph 89-3 of "Accounting Standard for Revenue Recognition".

(Adoption of "Accounting Standard for Fair Value Measurement")

From the beginning of the fiscal year ended March 31, 2022, the Group adopted "Accounting Standard for Fair Value Measurement" (ASBJ Statement No. 30, July 4, 2019) and other related standards and guidance. The new accounting policies stipulated in these standards and guidance are applied prospectively in accordance with the transitional treatment in Paragraph 19 of the "Accounting Standard for Fair Value Measurement" and Paragraph 44-2 of the "Accounting Standard for Financial Instruments" (ASBJ Statement No. 10, July 4, 2019). There is no effect of adopting these standards and guidance on the consolidated financial statements for the fiscal year ended March 31, 2022. Fair value of financial instruments and breakdown by level of fair values are disclosed in Note 17. However, notes for the fiscal year ended March 31, 2021 were not disclosed in accordance with the transitional treatment stipulated in paragraph 7-4 of the "Implementation Guidance on Disclosures about Fair Value of Financial Instruments" (ASBJ Guidance No. 19, July 4, 2019).

**(x) Accounting Standards and Guidance Issued but Not Yet Adopted**

“Implementation Guidance on Accounting Standard for Fair Value Measurement” (ASBJ Guidance No. 31, June 17, 2021)

(1) Overview

The above standard and guidance provide method of fair value measurement and required note disclosures for investment trusts, and investments in partnership and similar instruments for which net interest amounts are recorded on the balance sheet.

(2) Effective date

The above standard and guidance will become effective from the beginning of the fiscal year ending March 31, 2023.

(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.

**(y) Additional Information**

(Stock Delivery Trust for directors)

At the 46th Ordinary General Meeting of Shareholders held on June 24, 2021, the Company resolved to introduce a stock compensation plan through trust to directors (excluding outside directors).

With the plan, the Company expects to increase directors' interest in improvement of medium to long-term business performance and share price of the Company by strengthening the linkage of directors' benefits with those factors and by sharing economic benefits with shareholders.

(1) Outline of transactions

With the plan, the Company set up the trust fund by disbursing money and the trust fund acquires the Company's shares.

The shares are distributed to directors through the trust fund corresponding to the number of points directors received from the Company.

The Company's shares are distributed to directors incumbent for three years from the next day of the 46th Ordinary General Meeting of Shareholders held on June 24, 2021 to the end of the Ordinary General Meeting of Shareholders to be held in June 2024.

The directors incumbent as of March 31, 2021 and reappointed at the 46th Ordinary General Meeting of Shareholders are eligible to receive the compensation based on the plan for the period from the next day of the 45th Ordinary General Meeting of Shareholders and to the end of the day of 46th Ordinary General Meeting of Shareholders.

Basically, the Company's shares are distributed to directors at the time of their resignation as directors.

(2) The Company's shares in the trust fund

The Company recorded book values of the Company's shares in the trust fund, except for related expenses, as treasury stock in net assets.

The book values of the treasury stock is ¥96 million (\$784 thousand) and the number of treasury stock is 32,800 shares as of March 31, 2022.

(Employee Stock Delivery Trust (the “J-ESOP”))

At a meeting of the Board of Directors held on February 22, 2021, the Company resolved to introduce an incentive plan referred to as the Employee Stock Delivery Trust (the “J-ESOP”) under which the Company's shares will be delivered to employees of the Company, subsidiaries and affiliates.

With the plan, the Company expects to increase employees' interest in improvement of business performance and share price of the Company by strengthening the linkage of employees' benefits with those factors and by sharing economic benefits with shareholders.

(1) Outline of transactions

Under the plan, the Company's stock or a payment equivalent to fair values of the Company's stock are distributed to employees of the Company, subsidiaries and affiliates, who meet certain requirements based on the stock compensation policy set by the Company, subsidiaries and affiliates.

The Company, subsidiaries and affiliates grant points to employees according to the degree of their contribution. If employees meet certain conditions to receive the compensation under the plan, the shares or payments corresponding to the number of points are distributed to employees.

The shares to be distributed to employees are acquired by the trust fund set in advance and separately managed as trust assets.

(2) The Company's shares in the trust fund

The Company recorded book values of the Company's shares in the trust fund, except for related expenses, as treasury stock in net assets.

The book values of the treasury stock is ¥288 million (\$2,354 thousand) and number of treasury stock is 106,800 shares as of March 31, 2022.

(Accounting Estimates Relating to the Spread of the Novel Coronavirus (COVID-19 pandemic))

The Company made accounting estimates for recoverability of deferred tax assets, impairment of fixed assets and others, based on the information available at the time of the preparation of the consolidated financial statements.

Although it is difficult to forecast the spread of the COVID-19 pandemic and the timing of the return to normal in the future, the Company made accounting estimates based on the assumption that the impact of the COVID-19 pandemic on the Company's business operation is limited, considering the latest operating activities.

However, there are still many uncertain factors for estimating the impact of the spread of the COVID-19 pandemic, which may influence the Company's financial conditions and operating results for the next consolidated accounting period.

### 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, 2022 and 2021 are as follows:

	2022					
	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 values exceed their acquisition cost:						
Equity securities .....	¥ 58	¥ 22	¥ 36	\$ 477	\$ 180	\$ 297
Securities whose carrying values do not exceed their acquisition cost:						
Equity securities .....	164	201	(37)	1,340	1,639	(299)
Total .....	¥ 222	¥ 223	¥ (1)	\$ 1,817	\$ 1,819	\$ (2)
	2021					
	Millions of yen			Thousands of U.S. dollars		
	Fair Value	Acquisition Cost	Unrealized Gains (Losses)			
Securities whose carrying values exceed their acquisition cost:						
Equity securities .....	¥ 184	¥ 111	¥ 73			
Securities whose carrying values do not exceed their acquisition cost:						
Equity securities .....	84	100	(16)			
Total .....	¥ 268	¥ 211	¥ 57			

Information on available-for-sale securities whose fair values are not readily determinable as of March 31, 2022 and 2021 is described in Note 17.

Information regarding the sale of securities classified as available-for-sale securities for the year ended March 31, 2022 is summarized as follows:

	2022					
	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 .....	¥ 98	¥ 10	¥ 0	\$ 804	\$ 80	\$ 0
Total .....	¥ 98	¥ 10	¥ 0	\$ 804	\$ 80	\$ 0

There were no sales of securities classified as available-for-sale securities for the year ended March 31, 2021.

The Company recorded no impairment loss of investment securities for the years ended March 31, 2022 and 2021.

### 4. Reduction Entry for Property, Plant and Equipment

The amount deducted from the acquisition costs of property, plant and equipment due to government subsidies received and others as of March 31, 2022 and 2021 is as follows:

	Millions of yen		Thousands of U.S. dollars
	2022	2021	2022
	Buildings and structures .....	¥ 270	¥ 270
Machinery and vehicles .....	162	162	1,324
Other .....	7	7	53
Total .....	¥ 439	¥ 439	\$ 3,584

## 5. Short-term Borrowings and Long-term Debt

Short-term borrowings and long-term debt as of March 31, 2022 and 2021 consist of the following:

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Short-term borrowings with average interest rate of 1.02% for 2022 and 0.97% for 2021.....	¥ 28,167	¥ 20,834	\$ 230,101
Current portion of long-term borrowings with average interest rate of 0.97% for 2022 and 1.09% for 2021.....	5,962	8,304	48,703
Current portion of lease obligations .....	214	340	1,747
Current portion of other liabilities with average interest rate of 0.57% for 2022 and 0.58% for 2021.....	1,299	1,300	10,620
Total short-term borrowings .....	<u>35,642</u>	<u>30,778</u>	<u>291,171</u>
Long-term borrowings with average interest rate of 0.98% for 2022 and 0.84% for 2021, less current portion .....	32,267	38,226	263,595
Lease obligations, less current portion .....	392	603	3,204
Total long-term borrowings.....	<u>32,659</u>	<u>38,829</u>	<u>266,799</u>
Total .....	<u>¥ 68,301</u>	<u>¥ 69,607</u>	<u>\$ 557,970</u>

\* Average interest rate of borrowings represents the weighted average rate for the outstanding balances as at March 31, 2022 and 2021.

Average interest rate of lease obligations is not disclosed since the amount equivalent to interest expenses 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 as at April 1, 2021 and March 31, 2022.

The aggregate annual maturities of long-term debt as of March 31, 2022 are as follows:

Year ending March 31	Millions of yen	Thousands of U.S. dollars
2023.....	¥ 5,200	42,480
2024.....	4,667	38,123
2025.....	22,400	182,992
2026.....	-	-
Total .....	<u>¥ 32,267</u>	<u>\$ 263,595</u>

The aggregate annual maturities of lease obligations as of March 31, 2022 are as follows:

Year ending March 31	Millions of yen	Thousands of U.S. dollars
2023.....	¥ 159	1,301
2024.....	91	742
2025.....	95	778
2026.....	47	383
2027 and thereafter .....	-	-
Total .....	<u>¥ 392</u>	<u>\$ 3,204</u>

### Financial covenants

Short-term borrowings and long-term borrowings, including the current portion amounting to ¥49,392 million (\$403,494 thousand) and ¥54,753 million for the years ended March 31, 2022 and 2021, respectively, include certain financial covenants that 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) ¥20,589 million (\$168,197 thousand), or (ii) 75% 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.

(4) The ratio of interest-bearing debts divided by the amount equal to the total net assets minus foreign currency translation adjustments, using the amount on the consolidated balance sheet at each fiscal year end, shall be maintained on or below the level specified as follows:

Year ending March 31	
2021.....	2.5
2022.....	2.3
2023.....	2.1
2024.....	1.9
2025.....	1.7

## 6. Retirement Benefits

The Company and some of its consolidated subsidiaries provide a lump-sum retirement plan and a defined contribution plan as a 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.

### Defined benefit pension plans, except the plan applying the simplified method

#### (1) Movement in projected benefit obligations

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Balance at the beginning of the year	¥ 2,389	¥ 2,312	\$ 19,519
Service cost	137	133	1,122
Interest cost	10	9	78
Actuarial loss	(42)	68	(343)
Benefits paid	(153)	(133)	(1,253)
Balance at the end of the year	¥ 2,341	¥ 2,389	\$ 19,123

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

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Unfunded projected benefit obligations	¥ 2,341	¥ 2,389	\$ 19,123
Total liability at the end of the year	¥ 2,341	¥ 2,389	\$ 19,123
Net defined benefit liability	¥ 2,341	¥ 2,389	\$ 19,123
Total liability at the end of the year	¥ 2,341	¥ 2,389	\$ 19,123

#### (3) Retirement benefit costs

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Service cost	¥ 137	¥ 133	\$ 1,123
Interest cost	10	9	78
Amortization of actuarial loss	13	(1)	106
Amortization of past service cost	39	39	318
Total benefit costs	¥ 199	¥ 180	\$ 1,625

#### (4) Remeasurements of defined benefit plans

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Past service cost	¥ (39)	¥ (39)	\$ (318)
Actuarial loss	(55)	70	(450)
Total	¥ (94)	¥ 31	\$ (768)

#### (5) Accumulated remeasurements of defined benefit plans

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Unrecognized past service cost	¥ 154	¥ 193	\$ 1,254
Unrecognized actuarial loss (gain)	8	63	66
Total	¥ 162	¥ 256	\$ 1,320

#### (6) Actuarial assumptions

	2022	2021
Discount rate	0.5%	0.4%

### Defined benefit pension plan applying the simplified method

#### (1) Movement in net defined benefit liability

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Balance at the beginning of the year	¥ 378	¥ 384	\$ 3,088
Benefit costs	25	20	202
Benefits paid	(27)	(26)	(214)
Balance at the end of the year	¥ 376	¥ 378	\$ 3,076

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

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Unfunded projected benefit obligations	¥ 376	¥ 378	\$ 3,076
Total liability at the end of the year	¥ 376	¥ 378	\$ 3,076
Net defined benefit liability	¥ 376	¥ 378	\$ 3,076
Total liability at the end of the year	¥ 376	¥ 378	\$ 3,076

#### (3) Retirement benefit cost

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Retirement benefit costs calculated using the simplified method	¥ 25	¥ 20	\$ 202
Total costs at the end of the year	¥ 25	¥ 20	\$ 202

### Defined contribution plan

The amount required to contribute to the defined contribution plans is ¥166 million (\$1,357 thousand) and ¥165 million for the years ended March 31, 2022 and 2021, respectively.

## 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 reserves 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. Loss on disaster

### For the year ended March 31, 2022

The Group recorded loss on disaster for the disposal cost and restoration cost of damage by the earthquake in Fukushima in March 2022.

### For the year ended March 31, 2021

The Group recorded loss on disaster for the disposal cost of the flooded raw materials and restoration cost in the factories devastated by the heavy rain in July 2020, and restoration cost of damage by the earthquake in Fukushima in February 2021.

There were no applicable matters for the year ended March 31, 2020.

## 9. Expenses for Business Structure Improvement

### For the year ended March 31, 2022

The Group recorded expenses for business structure improvement for the payment of financial compensation, equivalent to severance payment, with the aim of improving business structure of overseas subsidiaries and for the valuation loss on inventories in domestic subsidiaries followed by withdrawal from the business.

### For the year ended March 31, 2021

The Group recorded expenses for business structure improvement for the payment of financial compensation, equivalent to severance payment, with the aim of improving business structure of overseas subsidiaries.

### For the year ended March 31, 2020

The Group recorded expenses for business structure improvement for the payment of financial compensation, equivalent to severance payment, with the aim of improving business structure of overseas subsidiaries.

## 10. Loss related to COVID-19 pandemic

### For the year ended March 31, 2022

The Company recorded ¥479 million (\$3,910 thousand) for the equivalent amount to salaries, depreciations and other fixed costs accrued in overseas subsidiaries during the period of low operation which was requested by the governments in China and Vietnam, and ¥168 million (\$1,373 thousand) for COVID-19 infection prevention.

### For the year ended March 31, 2021

The Company recorded expenses for the shutdown of factories of Meiko Towada Vietnam Co., Ltd. caused by the spread of the COVID-19 pandemic.

### For the year ended March 31, 2020

The Company recorded expenses for the shutdown of factories of Meiko Electronics (Wuhan) Co., Ltd. and Meiko Electronics (Guangzhou Nansha) Co., Ltd. caused by the spread of the COVID-19 pandemic.

## 11. Contingent Liabilities

Contingent liabilities of the Company as of March 31, 2022 and 2021 are as follows:

	Millions of yen		Thousands of U.S. dollars	
	2022	2021	2022	
Trade notes discounted.....	¥ 23	¥	45	\$ 190

## 12. Contract Liabilities

Contract liabilities of the Company as of March 31, 2022, which are included in "Other" in "Current Liabilities" are as follows:

	Millions of yen	Thousands of U.S. dollars
Contract liabilities.....	¥ 30	\$ 245

## 13. Research and Development Costs

Research and development costs included in selling, general and administrative expenses and manufacturing costs are ¥3,074 million (\$25,114 thousand), ¥1,428 million and ¥1,212 million for the years ended March 31, 2022, 2021 and 2020, respectively.

## 14. Gain on Reversal of Loss on Valuation of Investment Securities

There were no applicable matters for the years ended March 31, 2022 and 2021.

The Company recorded a gain on the reversal of loss on valuation of investment securities carried out at overseas subsidiaries under the International Financial Reporting Standards for the year ended March 31, 2020.

## 15. 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, 2022, 2021 and 2020 are as follows:

Gain:	Millions of yen			Thousands of U.S. dollars
	2022	2021	2020	2022
Machinery and vehicles.....	0	4	1	3
Others .....	3	-	-	19
Total gain .....	3	4	1	22
Loss:				
Buildings and structures .....	(223)	(17)	(9)	(1,826)
Machinery and vehicles .....	(272)	(112)	(115)	(2,224)
Construction in progress .....	-	(59)	-	-
Others .....	(29)	(10)	(16)	(232)
Total loss .....	(524)	(198)	(140)	(4,282)
Net loss .....	¥ (521)	¥ (194)	¥ (139)	\$ (4,260)

## 16. 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 30.6% for the years ended March 31, 2022, 2021 and 2020.

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities as of March 31, 2022 and 2021 are as follows:

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
<b>Deferred Tax Assets:</b>			
Elimination of unrealized profits	¥ 164	¥ 81	\$ 1,338
Accrued bonuses	308	212	2,515
Net defined benefit liability	845	782	6,899
Provision for directors' retirement benefits	66	66	539
Provision for share awards	35	-	286
Provision for share awards for directors	8	-	62
Accrued enterprise tax	67	23	550
Allowance for doubtful accounts	48	71	392
Valuation loss of inventories	202	76	1,649
Difference on depreciation period	292	336	2,386
Impairment loss	811	866	6,627
Loss on valuation of investment securities	5	20	37
Loss on revaluation of golf club memberships	15	15	124
Tax loss carryforwards (*2)	2,126	2,959	17,370
Deferred gains on hedges	44	0	360
Deduction of foreign corporation tax carried forward	245	444	1,998
Other	173	103	1,422
Gross deferred tax assets	5,454	6,054	44,554
Valuation allowance for tax loss carryforwards (*2)	(1,385)	(2,165)	(11,317)
Valuation allowance for deductible temporary differences	(2,006)	(2,340)	(16,386)
Less: Valuation allowance (*1)	(3,391)	(4,505)	(27,703)
Total	¥ 2,063	¥ 1,549	\$ 16,851

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
<b>Deferred Tax Liabilities:</b>			
Retained earnings of foreign subsidiaries	¥ (519)	¥ (419)	\$ (4,242)
Unrealized gains on available-for-sale securities	(2)	(17)	(17)
Deferred gains on hedges	(26)	(111)	(209)
Total	¥ (547)	¥ (547)	\$ (4,468)

	Millions of yen		Thousands of
	2022	2021	U.S. dollars
Deferred Tax Assets, Net:	¥ 1,516	¥ 1,002	\$ 12,383

(\*1) The valuation allowance decreased by ¥1,114 million (\$9,099 thousand), mainly due to the decrease of ¥597 million (\$4,878 thousand) in valuation allowance for tax loss carryforwards and the decrease of ¥199 million (\$1,627 thousand) in valuation allowance for deferred foreign tax credits at the Company for the year ended March 31, 2022.

The valuation allowance decreased by ¥535 million, mainly due to the decrease of ¥416 million in valuation allowance for tax loss carryforwards and the decrease of ¥220 million in valuation allowance for deferred foreign tax credits at the Company for the year ended March 31, 2021.

(\*2) Gross deferred tax assets, valuation allowances and total deferred tax assets recognized for tax loss carryforwards, broken down by expiration dates are as follows:

March 31, 2022	Millions of yen						Total
	Within one year	One to two years	Over two to three years	Over three to four years	Over four to five years	Over five years	
Gross deferred tax assets for tax loss carryforwards (*a)	¥ -	¥ 18	¥ 13	¥ 609	¥ 185	¥ 1,301	¥ 2,126
Valuation allowance	-	(18)	(13)	(9)	(44)	(1,301)	(1,385)
Total deferred tax assets recognized	-	-	-	600	141	-	(*b) 741

March 31, 2021	Millions of yen						Total
	Within one year	One to two years	Over two to three years	Over three to four years	Over four to five years	Over five years	
Gross deferred tax assets for tax loss carryforwards (*a)	¥ -	¥ -	¥ 51	¥ 586	¥ 825	¥ 1,497	¥ 2,959
Valuation allowance	-	-	(51)	(342)	(275)	(1,497)	(2,165)
Total deferred tax assets recognized	-	-	-	244	550	-	(*b) 794

March 31, 2022	Thousands of U.S. dollars						Total
	Within one year	One to two years	Over two to three years	Over three to four years	Over four to five years	Over five years	
Gross deferred tax assets for tax loss carryforwards (*a)	\$ -	\$ 145	\$ 106	\$ 4,974	\$ 1,511	\$ 10,634	\$ 17,370
Valuation allowance	-	(145)	(106)	(70)	(362)	(10,634)	(11,317)
Total deferred tax assets recognized	-	-	-	4,904	1,149	-	(*b) 6,053

(\*a) Gross deferred tax assets for tax loss carryforwards are calculated using the enacted statutory tax rates.

(\*b) Deferred tax assets of ¥741 million (\$6,053 thousand) are recognized for tax loss carryforwards of ¥2,126 million (\$17,370 thousand) (calculated using the enacted statutory tax rates), which the Company's consolidated subsidiaries recognized for tax loss carryforwards of ¥741 million (\$6,053 thousand) for the year ended March 31, 2022.

These tax loss carryforwards resulted from loss before income taxes for the years ended March 31, 2021 and 2022, which are expected to be recoverable judging from the estimated taxable income in the future. Accordingly, the Company does not recognize the valuation allowance for this for the year ended March 31, 2022.

Deferred tax assets of ¥794 million are recognized for tax loss carryforwards of ¥2,959 million (calculated using the enacted statutory tax rates),

which the Company and its consolidated subsidiaries recognized for a part of tax loss carryforwards of ¥1,391 million for the year ended March 31, 2021.

These tax loss carryforwards resulted from loss before income taxes for the year ended March 31, 2016 and the year ended March 31, 2021, which are expected to be recoverable judging from the estimated taxable income in the future. Accordingly, the Company does not recognize the valuation allowance for this for the year ended March 31, 2021.

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the accompanying consolidated statements of income for the years ended March 31, 2022, 2021 and 2020 is as follows:

	2022	2021	2020
Statutory tax rate	30.6%	30.6%	30.6%
Expenses not deductible for tax purposes	0.1%	0.1%	0.3%
Per capita inhabitant tax	0.1%	0.3%	0.5%
Directors' bonuses	0.1%	0.2%	0.6%
Tax deduction	(3.1)%	(3.2)%	(3.6)%
Tax rate difference in foreign subsidiaries	(11.0)%	(13.2)%	(12.9)%
Retained earnings of foreign subsidiaries	0.8%	(0.2)%	0.8%
Foreign tax credit	(0.0)%	2.8%	8.0%
Valuation allowance	(6.9)%	(7.5)%	(3.5)%
Other, net	(1.4)%	(1.5)%	1.2%
Actual effective tax rate	9.3%	8.4%	22.0%



(c) The redemption schedule for financial instruments as of March 31, 2022 and 2021 is as follows:

	<b>2022</b>			
	<b>Millions of yen</b>			
	<b>Due in one year or less</b>	<b>Due after one year through five years</b>	<b>Due after five years through ten years</b>	<b>Due after ten years</b>
Cash and cash equivalents .....	¥ 10,451	¥ -	¥ -	-
Time deposits .....	249	-	-	-
Trade notes .....	2,093	-	-	-
Accounts receivable .....	¥ 33,656	-	-	-

	<b>2022</b>			
	<b>Thousands of U.S. dollars</b>			
	<b>Due in one year or less</b>	<b>Due after one year through five years</b>	<b>Due after five years through ten years</b>	<b>Due after ten years</b>
Cash and cash equivalents .....	\$ 85,373	\$ -	\$ -	-
Time deposits .....	2,034	-	-	-
Trade notes .....	17,098	-	-	-
Accounts receivable .....	\$ 274,944	-	-	-

	<b>2021</b>			
	<b>Millions of yen</b>			
	<b>Due in one year or less</b>	<b>Due after one year through five years</b>	<b>Due after five years through ten years</b>	<b>Due after ten years</b>
Cash and cash equivalents .....	¥ 12,122	¥ -	¥ -	-
Time deposits .....	249	-	-	-
Trade notes and accounts receivable .....	¥ 29,504	-	-	-

(d) Fair value information of financial instruments by level of inputs

Based on the observability and the significance of the inputs used to determine fair values, fair value information of financial instruments is presented by categorizing measurements into the following three levels:

Level 1 fair value: the fair value measured by quoted prices of identical assets or liabilities in active markets.

Level 2 fair value: the fair value measured using observable inputs other than Level 1.

Level 3 fair value: fair values measured using unobservable inputs.

When multiple inputs of different categories are used in measuring fair value, the Company and its subsidiaries classified fair values into a category to which the lowest priority is assigned.

(1) Financial instruments measured at fair values in the consolidated balance sheet

	2022							
	Millions of yen				Thousands of U.S. dollars			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Investment securities								
Available-for-sale securities								
Equity securities .....	¥ 222	¥ -	¥ -	¥ 222	\$ 1,817	\$ -	\$ -	\$ 1,817
Derivative financial instruments								
Interest rate related.....	-	2	-	2	-	16	-	16
Commodity related .....	-	84	-	84	-	685	-	685
Total Assets.....	¥ 222	¥ 86	¥ -	¥ 308	\$ 1,817	\$ 701	\$ -	\$ 2,518
Derivative financial instruments								
Interest rate related.....	¥ -	¥ 146	¥ -	¥ 146	\$ -	\$ 1,194	\$ -	\$ 1,194
Total Liabilities.....	¥ -	¥ 146	¥ -	¥ 146	\$ -	\$ 1,194	\$ -	\$ 1,194

(2) Financial instruments other than those measured at fair values in the consolidated balance sheet

	2022							
	Millions of yen				Thousands of U.S. dollars			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Long-term borrowings.....	¥ -	¥ 38,123	¥ -	¥ 38,123	\$ -	\$ 311,430	\$ -	\$ 311,430
Lease obligations .....	-	609	-	609	-	4,979	-	4,979
Total Liabilities.....	¥ -	¥ 38,732	¥ -	¥ 38,732	\$ -	\$ 316,409	\$ -	\$ 316,409

Valuation techniques and inputs used in measuring fair values

Investment securities

Listed equity securities are measured using quoted prices. Fair value of listed equity securities are classified as level 1, because they are exchanged in active markets.

Please refer to Note 3. regarding the information of the fair value for the investment securities by classification.

Derivative transactions

The fair value of interest rate swap, currency swap and copper swap are determined by discounted present value method using observable inputs such as interest rates and exchange rates and categorized in Level 2. Please refer to Note 18.

Long-term borrowings and lease obligations

The fair value of long-term borrowings and lease obligations are determined by discounted present value method using sum of principal and interest, and interest rates which are determined with consideration of credit risk and remaining periods, and categorized in Level 2.

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.

## 18. Derivatives

There are no derivative transactions for which hedge accounting has not been applied for the years ended March 31, 2022 and 2021.

Derivative transactions for which hedge accounting has been applied for the years ended March 31, 2022 and 2021 are as follows:

Hedged item	2022					
	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/ Receive floating	Long-term borrowings	¥ 24	¥ -	(0) \$	200 \$	0 \$ (0)
Currency swap contracts						
Payable fixed/ Receive floating	Long-term borrowings	¥ 29,607	¥ 25,800	(144) \$	241,870 \$	210,767 \$ (1,177)
Special Method*						
Interest rate swap contracts						
Payable fixed/ Receive floating	Long-term borrowings	¥ 600	¥ 200	(2) \$	4,902 \$	1,634 \$ (13)
Currency related:						
Allocation Method						
Foreign currency forward contracts						
Currency swap contracts	Long-term borrowings	¥ 367	¥ -	34 \$	3,000 \$	- \$ 278
Payable in yen/ Receive in U.S. dollars						
Commodity related:						
Benchmark Method						
Copper swap contracts	Raw materials	¥ 1,443	¥ -	84 \$	11,791 \$	- \$ 685

Hedged item	2021		
	Millions of yen		
	Contract amount	Contract amount due after one year	Fair value
Interest rate related:			
Benchmark Method			
Interest rate swap contracts			
Payable fixed/ Receive floating	Long-term borrowings	¥ 66	¥ 22 (1)
Currency swap contracts			
Payable fixed/ Receive floating	Long-term borrowings	¥ 2,437	¥ 367 0
Special Method*			
Interest rate swap contracts			
Payable fixed/ Receive floating	Long-term borrowings	¥ 1,000	¥ 600 (5)
Currency related:			
Allocation Method			
Foreign currency forward contracts			
Currency swap contracts	Long-term borrowings	¥ 2,437	¥ 367 (21)
Payable in yen/ Receive in U.S. dollars			
Commodity related:			
Benchmark Method			
Copper swap contracts	Raw materials	¥ 2,065	¥ - 362

Fair value is principally based on the 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 the market value but the differential paid or received under the swap agreements is recognized and included in interest expense or income.

## 19. Comprehensive Income

Reclassifications and income tax effects attributable to other comprehensive income for the years ended March 31, 2022, 2021 and 2020 are as follows:

	Millions of yen			Thousands of
	2022	2021	2020	U.S. dollars
Unrealized gains (losses) on available-for-sale securities:				
Gains (losses) arising during the year	¥ (40)	¥ 65	¥ (57)	\$ (328)
Reclassifications and adjustments	(10)	-	114	(80)
Before income tax effects	(50)	65	57	(408)
Income tax effects	15	(17)	-	125
Total	¥ (35)	¥ 48	¥ 57	\$ (283)
Deferred gains (losses) on hedges:				
Gains (losses) arising during the year	¥ 77	¥ 647	¥ (143)	\$ 633
Reclassifications and adjustments	(498)	(330)	(78)	(4,074)
Before income tax effects	(421)	317	(221)	(3,441)
Income tax effects	129	(97)	68	1,055
Total	¥ (292)	¥ 220	¥ (153)	\$ (2,386)
Foreign currency translation adjustments:				
Adjustments arising during the year	¥ 9,066	¥ 3,755	¥ (2,945)	\$ 74,057
Reclassifications and adjustments	-	-	-	-
Total	¥ 9,066	¥ 3,755	¥ (2,945)	\$ 74,057
Remeasurements of defined benefit plans:				
Adjustments arising during the year	¥ 42	¥ (68)	¥ 28	\$ 344
Reclassifications and adjustments	52	37	45	424
Before income tax effects	94	(31)	73	768
Income tax effects	49	-	-	404
Total	¥ 143	¥ (31)	¥ 73	\$ 1,172
Total other comprehensive income	¥ 8,882	¥ 3,992	¥ (2,968)	\$ 72,560

## 20. Revenue Recognition

Breakdown of revenue arising from contracts with customers by geographical areas for the year ended March 31, 2022 is as follows:

	Millions of yen	Thousands of U.S. dollars
Japan	¥ 50,314	\$ 411,027
China	36,790	300,545
Vietnam	20,101	164,207
Asia	24,637	201,263
North America	14,639	119,590
Europe	4,776	39,018
Other	18	157
Revenue arising from contracts with customers	151,275	1,235,807
Other revenues	-	-
Sales to external customers	¥ 151,275	\$ 1,235,807

Basic information to understand the revenue arising from contracts with customers are disclosed in Note 2 (n).

Receivables from contracts with customers and contract liabilities as of March 31, 2022 are as follows:

	Millions of yen	Thousands of U.S. dollars
Receivables from contracts with customers (balance at the beginning of the year)	¥ 29,504	\$ 241,024
Receivables from contracts with customers (balance at the end of the year)	35,749	292,042
Contract liabilities (balance at the beginning of the year)	97	791
Contract liabilities (balance at the end of the year)	30	245

Contract liabilities are advance received from customers before delivery of products and included in "Other" in "Current Liabilities" in the consolidated balance sheet.

Contract liabilities will be reversed as related revenues are recognized.

The amount of contract liabilities as of March 31, 2021 for which revenue is recognized during the year ended March 31, 2022 was ¥97 million (\$791 thousand).

Revenue recognized for the year ended March 31, 2022 for which contract liabilities were satisfied during previous periods are immaterial.

Disclosures about total amount allocated to the remaining performance obligations and the period in which related revenue recognition is expected are omitted, as there are no material contracts for which initially scheduled contract period exceeds one year.

## 21. 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 the sales amount of a 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

	2022								
	Millions of yen								
	Japan	China	Vietnam	Asia	North America	Europe	Other	Total	
Net sales	¥ 50,314	¥ 36,790	¥ 20,101	¥ 24,637	¥ 14,639	¥ 4,776	¥ 18	¥ 151,275	
	2022								
	Thousands of U.S. dollars								
	Japan	China	Vietnam	Asia	North America	Europe	Other	Total	
Net sales	\$ 411,027	\$ 300,545	\$ 164,207	\$ 201,263	\$ 119,590	\$ 39,018	\$ 157	\$ 1,235,807	
	2021								
	Millions of yen								
	Japan	China	Vietnam	Asia	North America	Europe	Other	Total	
Net sales	¥ 41,103	¥ 29,804	¥ 16,140	¥ 17,747	¥ 11,335	¥ 3,128	¥ -	¥ 119,257	
	2020								
	Millions of yen								
	Japan	China	Vietnam	Asia	North America	Europe	Other	Total	
Net sales	¥ 35,174	¥ 34,642	¥ 12,747	¥ 17,225	¥ 13,169	¥ 2,522	¥ -	¥ 115,479	

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

(b) Property, plant and equipment

	2022				
	Millions of yen				
	Japan	China	Vietnam	Other	Total
Property, plant and equipment	¥ 11,494	¥ 30,088	¥ 40,978	¥ 2	¥ 82,562
	2022				
	Thousands of U.S. dollars				
	Japan	China	Vietnam	Other	Total
Property, plant and equipment	\$ 93,899	\$ 245,795	\$ 334,764	\$ 16	\$ 674,474
	2021				
	Millions of yen				
	Japan	China	Vietnam	Other	Total
Property, plant and equipment	¥ 7,216	¥ 26,459	¥ 35,108	¥ 4	¥ 68,787

(3) Information about major customers

Name of the major customer	Sales	
	2022	
	Millions of yen	Thousands of U.S. dollars
Samsung Electronics Co., Ltd.	¥ 15,564	\$ 127,145
Name of the major customer	Sales	
	2021	
	Millions of yen	
Samsung Electronics Co., Ltd.	¥ 13,564	

The above sales amount includes the sales from the major customer and its business group.

Information about reportable segments is not disclosed as the Group has one segment.

Information about major customers is not presented since no single customer accounts for 10% or more of consolidated net sales for the year ended March 31, 2020.

(4) Information about impairment loss

Information about impairment loss by reportable segment for the year ended March 31, 2022 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, 2021 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, 2020 is not disclosed as the Group's reportable segment is mainly printed circuit boards ("PCB") and the related business, and other business is immaterial.

## 22. Related-Party Transactions

For the year ended March 31, 2022

Transactions with related parties

(1) Unconsolidated subsidiary

There were no applicable matters for the year ended March 31, 2022.

(2) Directors and major individual shareholders

Name	Location	Capital	Details of the business	Percentage for possession of voting rights	Relationship	Details of the transaction <sup>※2</sup>	Transaction amount	Balance as at March 31, 2022
M.D. Systems Co., Ltd. <sup>※1</sup>	Atsugi City, Kanagawa	¥15 million	Board design	Directly own (%) 14.7	Business relationship	Purchase of products	¥179 million (\$1,466 thousand)	¥18 million (\$148 thousand) in accounts payable
						Sales of products	¥19 million (\$154 thousand)	¥2 million (\$15 thousand) in accounts receivable

Notes: <sup>※1</sup> Seichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights in M. D. Systems Co., Ltd.

<sup>※2</sup> The terms and conditions of the transactions for sales and purchase of products are determined through negotiations considering the market price, total costs and others.

Transactions between consolidated subsidiaries and related parties

Directors and major individual shareholders

Name	Location	Capital	Details of the business	Percentage for possession of voting rights	Relationship	Details of the transaction <sup>※3</sup>	Transaction amount	Balance as at March 31, 2022
M.D. Systems Co., Ltd. <sup>※1</sup>	Atsugi City, Kanagawa	¥15 million	Board design	Directly own (%) 14.7	Business relationship	Purchase of products	¥2 million (\$19 thousand)	-
						Sales of products	¥2 million (\$20 thousand)	-
Dapara Tech Co., Ltd. <sup>※2</sup>	Seoul City, South Korea	₩50 million	Sales of boards and related facilities	Directly own (%) -	Business relationship/ Concurrent positions of the director	Sales commission	¥483 million (\$3,948 thousand)	¥97 million (\$794 thousand) in other payable
						Purchase of products	¥78 million (\$633 thousand)	¥4 million (\$36 thousand) in accounts payable
						Sales of products	¥69 million (\$564 thousand)	¥4 million (\$29 thousand) in accounts receivable

Notes: <sup>※1</sup> Seichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights in M. D. Systems Co., Ltd.

<sup>※2</sup> Yoon Ho Shin, director of the Company, directly owns 60.0% of voting rights in Dapara Tech Co., Ltd.

<sup>※3</sup> The terms and conditions of the transactions for sales and purchase of products are determined through negotiations considering the market price, total costs and others.

The terms and conditions of the sales commission are determined through negotiations considering those with other companies.

For the year ended March 31, 2021

Transactions with related parties

(1) Unconsolidated subsidiary

There were no applicable matters for the year ended March 31, 2021.

(2) Directors and major individual shareholders

Name	Location	Capital	Details of the business	Percentage for possession of voting rights	Relationship	Details of the transaction <sup>※1</sup>	Transaction amount <sup>※1</sup>	Balance as at March 31, 2021
M.D. Systems Co., Ltd. <sup>※2</sup>	Atsugi City, Kanagawa	¥15 million	Board design	Directly own (%) 14.7	Business relationship	Purchase of products	¥240 million	¥41 million in accounts payable
						Sales of products	¥14 million	¥2 million in accounts receivable

Notes: <sup>※1</sup> Consumption taxes are not included in the transaction amount, and included in the balance as at March 31, 2021.

<sup>※2</sup> Seiichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights in M. D. Systems Co., Ltd.

<sup>※3</sup> The terms and conditions of the transactions for sales and purchase of products are determined through negotiations considering the market price, total costs and others.

Transactions between consolidated subsidiaries and related parties

Directors and major individual shareholders

Name	Location	Capital	Details of the business	Percentage for possession of voting rights	Relationship	Details of the transaction <sup>※1</sup>	Transaction amount <sup>※1</sup>	Balance as at March 31, 2021
M.D. Systems Co., Ltd. <sup>※2</sup>	Atsugi City, Kanagawa	¥15 million	Board design	Directly own (%) 14.7	Business relationship	Purchase of products	¥10 million	¥2 million in accounts payable
						Sales of products	¥1 million	¥0 million in accounts receivable
Dapara Tech Co., Ltd. <sup>※3</sup>	Seoul City, South Korea	₩50 million	Sales of boards and related facilities	Directly own (%) -	Business relationship/ Concurrent positions of the director	Sales commission	¥410 million	¥77 million in other payable
						Sales of products	¥56 million	¥5 million in accounts receivable

Notes: <sup>※1</sup> Consumption taxes are not included in the transaction amount, and included in the balance as at March 31, 2021.

<sup>※2</sup> Seiichi Naya, a close relative of Yuichiro Naya, representative director and executive officer of the Company, directly owns 81.3% of voting rights in M. D. Systems Co., Ltd.

<sup>※3</sup> Yoon Ho Shin, director of the Company, directly owns 60.0% of voting rights in Dapara Tech Co., Ltd.

<sup>※4</sup> The terms and conditions of the transactions for sales and purchase of products are determined through negotiations considering the market price, total costs and others.

The terms and conditions of the sales commission are determined through negotiations considering those with other companies.

## 23. Subsequent Events

### Business Combination by Acquisition

On July 28, 2022, the Company made an institutional decision to acquire 100% of shares of NEC Embedded Products, Ltd. (hereafter "NECEP").

#### (a) Outline of the business combination

##### (1) Name and description of business of the company to be acquired:

Name	NEC Embedded Products, Ltd.
Description of business	Development, design, manufacture of electronic application equipment, machinery and instruments, all kinds of equipment, machinery, instruments and systems related to electricity, equipment, machinery, instruments and system, and entrusted work, sale and maintenance thereof.

##### (2) Major reasons for the business combination

The Company has embraced "Providing the best products and services to customers, and happiness for employees and society through manufacturing" as its management philosophy. To that end, we are taking on the challenge in the field of advanced electronics in terms of electronic PCBs, expanding and strengthening our EMS business, thereby aiming to contribute to our customers. In its medium-term management plan released on May 19, 2022, the Company has set forth a strategy to position and strengthen electronic PCBs and semiconductor package boards for automotive and smartphone applications, and the EMS business as new pillars in its business domain.

NECEP is capable to handle orders for a wide variety of electrical and electronic equipment utilizing its embedded product development capabilities and cutting-edge technologies. Namely, it has a unique competitive advantage in consistent entrusted operations from development and design to mass production, as well as in high-quality and high-reliability manufacturing capabilities. We believe that NECEP is the best strategic partner for our businesses, based on the fact that the addition of NECEP to the Group will enable it to establish an ODM-type EMS business structure with development and design functions, and to realize a proposal-based business structure targeting electronic PCBs to high value-added electronic products.

In order to expand the EMS business, going forward, the Company will promote collaboration between the electronic PCBs business and the EMS plants in Vietnam conducting development, design and mass production. Furthermore, the Company will work on building a system that can respond promptly to all needs, including for mass production and small- to medium-lot orders, by managing EMS factories in Japan and implementing in house evaluation and prototype development. We strive to provide our customers with the maximum level of services to further enhance the corporate value of the Group.

##### (3) Date of the business combination

October 1, 2022 (scheduled)

##### (4) Legal form of the business combination

Acquisition of shares in consideration for cash

##### (5) Name of company after the business combination

Meiko Embedded Products, Ltd.

##### (6) Ratio of voting rights to be acquired

100%

##### (7) Basis for determining the acquiree

It is based on the fact that the Company acquires shares in consideration for cash

##### (b) Acquisition cost of the acquired company and details of each class of consideration

Consideration to be paid for acquisition	Cash	¥11,000 million
Acquisition cost		¥11,000 million

##### (c) Details and amount of major acquisition-related expenses

To be determined

##### (d) Amount, reasons, amortization method and amortization period of goodwill recognized

To be determined

##### (e) Amount and details of assets acquired and liabilities assumed at the date of the business combination

To be determined



## Independent auditor's report

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

### Opinion

We have audited the accompanying consolidated financial statements of Meiko Electronics Co., Ltd. (“the Company”) and its consolidated subsidiaries (collectively referred to as “the Group”), which comprise the consolidated balance sheets as at March 31, 2022 and 2021, the consolidated statements of operations and comprehensive income, changes in net assets and cash flows for each of the years in the three-year period ended March 31, 2022, and notes, comprising a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at March 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for each of the years in the three-year period ended March 31, 2022 in accordance with accounting principles generally accepted in Japan.

### Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## Appropriateness of the Company's judgment on the recoverability of deferred tax assets

The key audit matter	How the matter was addressed in our audit
<p>In the consolidated balance sheets, deferred tax assets of ¥1,841 million were recognized for the current fiscal year. As described in Note 2(u), “(Significant Accounting Estimates)” and Note 16, “(Income Taxes)” to the consolidated financial statements, the amount of gross deferred tax assets before being offset by deferred tax liabilities amounted to ¥2,063 million. Of this amount, the gross deferred tax assets recognized for tax loss carryforwards held by certain consolidated subsidiaries accounted for ¥741 million.</p> <p>Deferred tax assets are recognized to the extent that deductible temporary differences and tax loss carryforwards are expected to reduce future taxable income.</p> <p>The estimated future taxable income, which was used to determine the recoverability of deferred tax assets, was based on the business plan prepared by management. Accordingly, there was a high degree of estimation uncertainty because the estimate involved significant management judgment on key assumptions, such as estimated sales reflecting order backlogs and estimated future orders.</p> <p>We, therefore, determined that our assessment of the appropriateness of the Company's judgment on the recoverability of deferred tax assets was of most significance in our audit of the consolidated financial statements for the current fiscal year, and accordingly, a key audit matter.</p>	<p>We requested the component auditors of certain consolidated subsidiaries, to perform audits, and then evaluated the reports of the component auditors to conclude whether sufficient and appropriate audit evidence was obtained from the following procedures among others:</p> <p>(1) Internal control testing</p> <p>Test of the design and operating effectiveness of certain of the Company's internal controls relevant to the judgment on the recoverability of deferred tax assets, with a greater focus on the process to estimate the future taxable income.</p> <p>(2) Assessment of the reasonableness of the estimated future taxable income</p> <p>Assessment of the appropriateness of the key assumptions used for estimating future taxable income, which were important for management's judgment on the recoverability of deferred tax assets by performing the following procedures:</p> <ul style="list-style-type: none"> <li>● Comparison of the estimated future taxable income used in determining the recoverability of deferred tax assets with the business plan, which formed the basis for the estimate, for consistency;</li> <li>● Assessment of achievability of the business plan based on the analysis of the past business plan including the causes of variances with actual results;</li> <li>● Assessment of the reasonableness of the basis for the estimated sales reflecting order backlogs and estimated future orders by inquiring of management and inspecting relevant documents; and</li> <li>● Evaluation of the appropriateness of tax-return adjustments included in the scheduling of deductible temporary differences and tax loss carryforwards and the calculation of future taxable income based on the taxable income calculation of the subsidiaries for the current fiscal year.</li> </ul>

## Other Information

The other information comprises the information included in the Annual Report issued by the Company, but does not include the consolidated financial statements and our auditor's report thereon. Management is responsible for the preparation and presentation of the other information. Corporate auditors and the board of corporate auditors are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

## Responsibilities of Management and Corporate Auditors and the Board of Corporate Auditors for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the 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 misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with accounting principles generally accepted in Japan.

Corporate auditors and the board of corporate auditors are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Group's financial reporting process.

## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in Japan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the consolidated financial statements are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with corporate auditors and the board of corporate auditors regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide corporate auditors and the board of corporate auditors with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with corporate auditors and the board of corporate auditors, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Convenience Translation

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2022 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.

## Interest required to be disclosed by the Certified Public Accountants Act of Japan

We do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.



Kazunari Ochi

Designated Engagement Partner

Certified Public Accountant



Daio Aida

Designated Engagement Partner

Certified Public Accountant

KPMG AZSA LLC

Yokohama Office, Japan

September 16, 2022

## 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	95	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	100	PCBs for electronics	100.0
Meiko Elec. Hong Kong. Co., Ltd.	Hong Kong	US\$391,179 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\$173,800 thousand	PCBs for electronics	100.0 (40.7)
Guangzhou Speed Trading Co., Ltd.	Guangzhou, Guangdong Province, P.R.C.	US\$785 thousand	PCBs for electronics	100.0 (100.0)
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
Meiko Towada Vietnam Co., Ltd.	Hai Duong Province, Vietnam	US\$21,000 thousand	PCBs for electronics	60.0

## Principal Shareholders

Name of Shareholder	Number of Shares Held (Thousands of shares)	Percentage of Total Number of Shares Issued (excluding treasury stock) (%)
Yuichiro Naya	4,703	18.25
The Master Trust Bank of Japan, Ltd. (trust account)	2,951	11.45
Custody Bank of Japan, Ltd. (trust account)	2,204	8.55
BNP PARIBAS SECURITIES SERVICES LUXEMBOURG/JASDEC/FIM/LUXEMBOURG FUNDS/UCITS ASSETS (Standing Agent: Custody Department, Tokyo Branch, The Hongkong and Shanghai Banking Corporation Limited)	1,025	3.98
CLEARSTREAM BANKING S.A. (Standing Agent: Custody Department, Tokyo Branch, The Hongkong and Shanghai Banking Corporation Limited)	1,012	3.93
Meiko Kosan Co., Ltd.	608	2.36
Yuho, Ltd.	521	2.02
Seiichi Naya	405	1.57
Sumitomo Mitsui Banking Corporation	377	1.46
JP MORGAN CHASE BANK 385632 (Standing Agent: Settlement & Clearing Services Department, Mizuho Bank, Ltd.)	314	1.22
<b>Total</b>	<b>14,122</b>	<b>54.78</b>

## Corporate History

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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 (currently, Advanced PCB Center).
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 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 (currently, Advanced PCB Center).
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.
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.
November 2019	Acquired equity interests in EMS (Electronic Manufacturing Services) in Vietnam and turned it into a subsidiary (currently consolidated subsidiary), Meiko Towada Vietnam Co., Ltd.
June 2021	Transferred the stock market from the JASDAQ (Standard) to the First Section of the Tokyo Stock Exchange.
April 2022	Moved from the First Section of the Tokyo Stock Exchange to the Prime Market due to the restructuring of the stock market.

## Corporate Data (As of March 31, 2022)

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**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:**

4,032

**Securities Code:**

6787

**Stock Exchange Listing:**

Tokyo Stock Exchange, Prime Market

**Number of Employees:**

13,637 (Consolidated)

**Number of Subsidiaries and Affiliates:**

22

**Transfer Agent:**

Sumitomo Mitsui Trust Bank, Limited

**Accounting Auditor:**

KPMG AZSA LLC

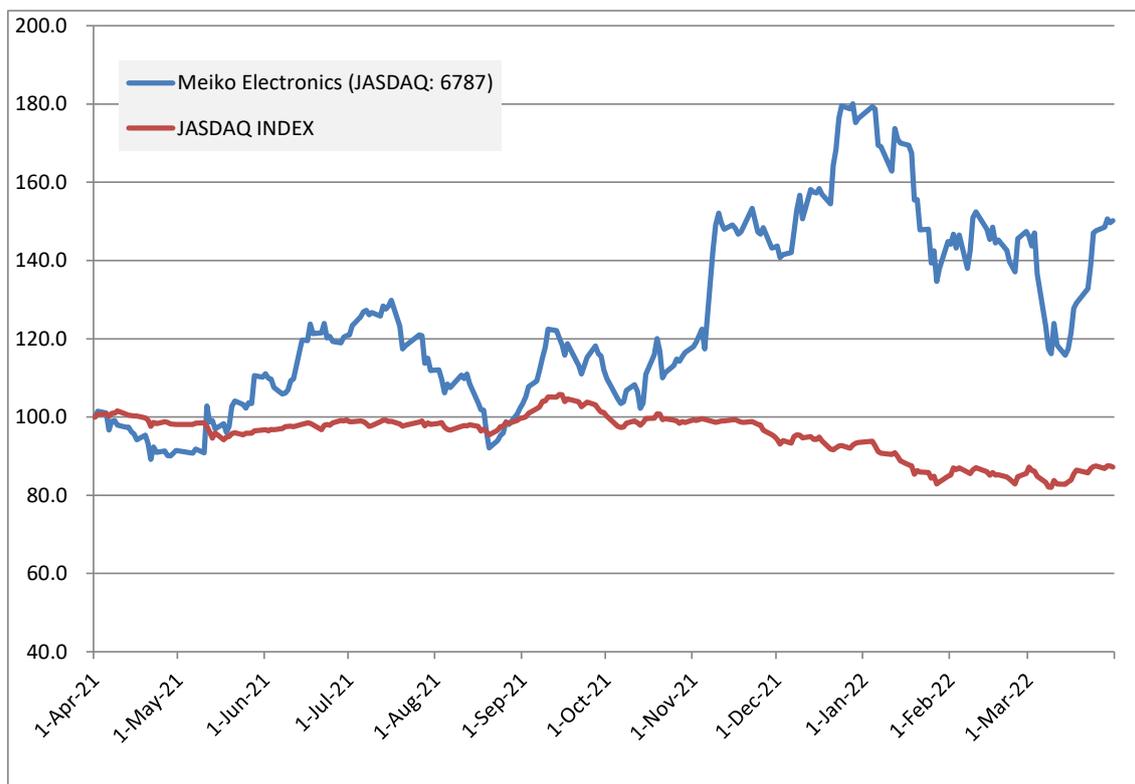
**Headquarters:**

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

**Investor Relations Contact:**

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

## Meiko Share Performance in FY2022 Compared with Indices



Fiscal year ended March 31, 2022

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In %

