

ANNUAL REPORT 2013

Fiscal year ended March 31, 2013



# ACCELERATING GROWTH IN THREE CORE FIELDS

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	Toyota Tsusho boasts an industry-leading presence in the rapidly developing region of Africa, and capital participation in CFAO S.A. has enabled us to institute strategies for accelerating growth in this market. These strategies will be the focus of the special feature.
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### A Cautionary Note on Forward-Looking Statements:

This annual report contains “forward-looking statements” about Toyota Tsusho’s future plans, strategies, beliefs, and performance that are not historical facts. These forward-looking statements are presented to inform stakeholders of the views of Toyota Tsusho’s management but should not be relied on exclusively in making investment and other decisions.

These forward-looking statements are subject to a number of risks and uncertainties that could cause actual results to differ materially from the information presented here, which is based on assumptions and beliefs in light of information currently available to the management at the time of publication. Readers are cautioned not to place undue reliance on these forward-looking statements. The Company assumes no obligation if these forward-looking statements do not reflect actual results due to new information, future events, or other developments. Earnings forecasts and other projections in this annual report were formulated and announced as of April 2013.



## TO OUR STAKEHOLDERS

We registered our third consecutive year of growth in sales and earnings in the fiscal year ended March 31, 2013. That performance benefited from the cumulative returns on investments undertaken in previous years. It benefited, too, from our persistence in developing business worldwide despite such adversity as the prolonged debt crisis in Europe and slowing growth in emerging economies.

An especially exciting highlight of the year was our purchase of a majority equity stake in the French company CFAO S.A., which specializes in businesses in Africa. Our strategic alliance with this company strengthens our position greatly in the promising African market.

We redoubled our commitment during the past fiscal year to achieving sustainable growth. And we reaffirmed our awareness that sustainable growth depends on benefiting our host communities. We continue working in this spirit under our Global 2020 Vision to fulfill your highest expectations of our company.

July 2013

Jun Karube  
President and CEO



## INTRODUCTION

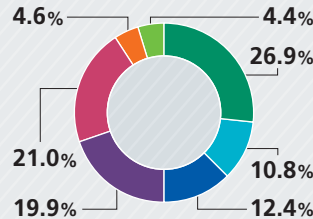
# Our Business

## Portfolio

Toyota Tsusho is a general trading company that develops businesses with customers around the world through a global network encompassing Japan and more than 60 other countries and more than 900 consolidated Group companies. Its operations span seven fields headed by seven product divisions. Each division leverages its specialized strengths in their particular field while also pursuing synergies with other divisions to create new value.

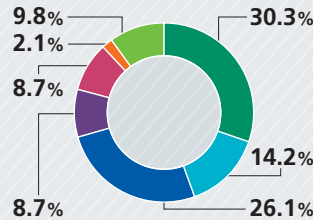
### Net Sales

¥6.3  
trillion



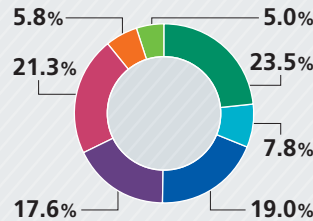
### Operating Income

¥115.8  
billion



### Total Assets

¥3.5  
trillion



\* Ratios exclude the Others segment

## Value Chain

The Toyota Tsusho Group's business is not limited to simply providing materials, manufactured goods, and other products. Our business transcends the traditional boundaries of trading companies by exploiting its capabilities to create new value in a broad range of business areas. Born out of our business investments, these capabilities range from developing resources for use as raw materials to planning and building efficient supply chains and reusing and recycling waste materials.

Moreover, we boast capabilities for improving operations based on the renowned Toyota Production System (TPS). As well as implementing comprehensive improvement initiatives for the logistics, manufacturing, and operational processes of its production sites, Toyota Tsusho develops such initiatives for partners and customers in businesses beyond the automotive sector.



Metals Division



Global Production Parts & Logistics Division



Automotive Division



Machinery, Energy & Project Division



Chemicals & Electronics Division



Food & Agribusiness Division



Consumer Products & Services Division

### Example: Automotive Sector

#### Toyota Tsusho's capabilities

Provision /  
development of  
new materials /  
leading-edge  
technologies

Optimal  
procurement

#### Toyota Tsusho's strengths

Expertise and understanding of customer  
needs developed through operations  
in the automotive area

Raw material  
producers → Material  
manufacturers

Value Chain



## Main Products and Services

- Steel products and specialty products, steel construction materials, wire rod, steel tubes
- Nonferrous metal ingots, precious metals
- Aluminum products, copper, copper alloy products
- Iron & steel scrap, nonferrous metals scrap
- Ferro-alloy products, pig iron
- End-of-life vehicle (ELV) recycling, waste catalysts
- Rare earth resources, rare metals

[For details, see page 28.](#) →

- Component parts for automotive production
- Logistics business
- Tire and wheel assembly business
- Techno-park business
- Automotive accessories and materials
- Packaging materials

[For details, see page 30.](#) →

- Passenger cars
- Commercial vehicles
- Trucks and buses
- Motorcycles
- Spare parts and after-sales service
- Used vehicles
- Sales financing
- Body mounting / conversion
- Assembly

[For details, see page 32.](#) →

- Machine tools, industrial machinery, textile machinery
- Testing and measuring instruments, electronic machinery
- Environmental equipment
- Industrial vehicles, construction machinery
- Petroleum products, liquefied petroleum gas (LPG)
- Coal, crude oil, petrochemical, natural gas products
- Infrastructure projects
- Energy and electric power supply business
- Water treatment

[For details, see page 34.](#) →

- Electronic devices
- Component parts for automobile production
- Automotive embedded software development
- Network integration and support
- Software
- Mobile phones
- Organic chemicals
- Fine and inorganic chemicals
- Plastics and rubber
- Chemical additives
- Batteries and electronic materials
- Pharmaceuticals and pharmaceutical ingredients

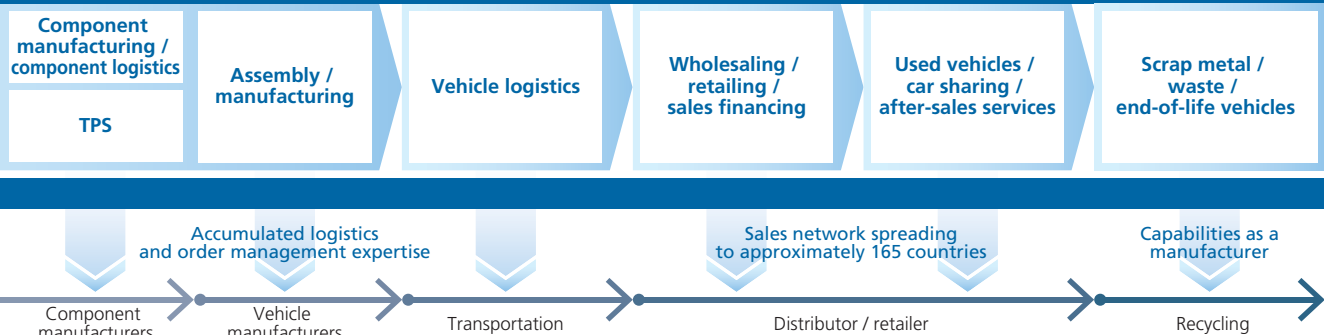
[For details, see page 36.](#) →

- Feed and oilseeds
- Grains
- Processed foods
- Food ingredients
- Agriculture, marine, and livestock products

[For details, see page 38.](#) →

- Life and health insurance, property and casualty insurance
- Nursing-related products and services
- Medical facilities and related services, medical equipment
- Lodging and living facilities, commercial facilities, housing
- Housing and office materials
- Textile raw materials, apparel, sundry goods

[For details, see page 40.](#) →



## INTRODUCTION

# Our Philosophy & Vision

## Fundamental Philosophy

Unchanging ideals that should be passed on to future generations

### Corporate Philosophy

Living and prospering together with people, society, and the globe, we aim to be a value-generating corporation that contributes to creation of a prosperous society.

### Behavioral Guidelines

As a good corporate citizen, we will:

- Implement open and fair corporate activities
- Fulfill our social responsibilities and conserve the global environment
- Offer creativity and provide added value
- Respect people and create an active working environment filled with job satisfaction



## Flagship Message

*G'VALUE with you* is the slogan motivating the Toyota Tsusho Group toward realization of its Corporate Philosophy.

The slogan's "G" refers to the initial letter of the Toyota Tsusho Group's keywords.

<b>Global</b>	:	Expansion of our activities on the world stage
<b>Glowing</b>	:	Sustaining a healthy and glowing morale and passion
<b>Generating</b>	:	Continuing to create new businesses

Fundamental Philosophy

Vision

Long-term Business Plan & Annual Plan

A Passion for Business

On Site, Hands on, in Touch

Team Power

## The Toyota Tsusho Group Way

Values and principles of conduct to be shared by all Toyota Tsusho directors and employees to realize the Group's Fundamental Philosophy and Vision

## Vision

This sets out the goals and milestones we aim to reach by 2020 while continuing to adhere to our Fundamental Philosophy.

### Global 2020 Vision

We prepared the Global 2020 Vision with a view to realizing our Fundamental Philosophy by setting out our target corporate profile for 2020.



#### The Ideal Image and Vision

- A company that recognizes its responsibility toward ensuring a sustainable global environment and industry
- A company that will spearhead the Toyota Group, actively leveraging its know-how cultivated in the automotive sector and seeking out new challenges with a robust frontier spirit
- A company that consistently generates new value staying ahead of the times
- A company that instills a strong sense of confidence and trust, providing peace of mind and safety to its customers

#### TRY-1

- Each and every member of the Toyota Tsusho Group is dedicated to exploring unlimited horizons and creating new value in harmonious coexistence; placing particular emphasis on business growth in the three fields (Tri Fields) of Mobility, Earth and Resources, and Life and Community; and realizing a balanced 1:1:1 business portfolio by generating synergies.

#### Breakthrough and Co-creation

- In our efforts to secure a top ranking we will endeavor to create and develop a workplace environment that is both motivating and rewarding to employees. We will also work diligently to secure a leading presence and standing in an increasing number of countries and regions and create No. 1 businesses through processes that realize a Tri-1 (1:1:1) business portfolio.

## Long-term Business Plan

Revised each fiscal year in light of changes in business conditions, this guides our business activities over the coming five years.

## Annual Plan

This sets out the fiscal year's strategies, action plans, and numerical targets.

Numerical Targets for the Fiscal Year  
Ending March 31, 2018

Net Income	¥130.0 billion
ROE	12–15%
Net DER	1.5 times or less



## INTRODUCTION

# Our Direction

In 2006, we prepared VISION 2015—LEAD THE NEXT, which calls on us to realize a 50:50 earnings ratio for our automotive sector and sectors beyond the automotive sector businesses by the fiscal year ending March 31, 2016. Since this time, we have worked to establish second and third core earnings drivers alongside the automotive sector.

In 2011, Toyota Tsusho prepared the Global 2020 Vision to clarify its mission over the coming decade. By augmenting cross-field cooperation that promises synergies enabled by its strengths, Toyota Tsusho will give full play to its unique capabilities and move toward realization of the vision.

## Earth and Resources

## Mobility

## Life and Community

### Establishment–1970s

Developing as the Toyota Group's Trading Company

Established in 1948 as Nisshin Tsusho Kaisha, Ltd., the Company was renamed Toyoda Tsusho Kaisha, Ltd., in 1956. We established our first overseas joint venture in Thailand in 1957 and our first overseas subsidiary in New York in 1960. Subsequently, we began exporting Toyota vehicles, to the Dominican Republic initially. During the 1970s, we listed on the Nagoya and Tokyo stock exchanges.

### 1980s–1990s

Stepping Up Overseas Forays as Toyota Globalizes

In 1985, we upgraded the Tokyo Branch to the Tokyo Head Office. Together with the Nagoya Head Office, this established the dual head office structure that continues to this day. In 1987, the Company changed its name to Toyota Tsusho Corporation. As the Toyota Group's companies expanded manufacturing overseas, we established a series of dealerships and other bases overseas and began manufacturing Toyota vehicles in Pakistan. In the energy area, we concluded an agreement for developing the Camberwell coal project in Australia in 1991.

## Global 2020 Vision

Establishing business mainstays in the three fields and creating synergies among them to realize TRY-1

A business field that contributes to further improvements in living conditions

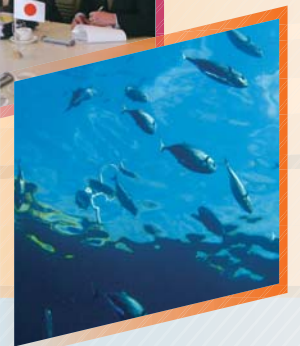
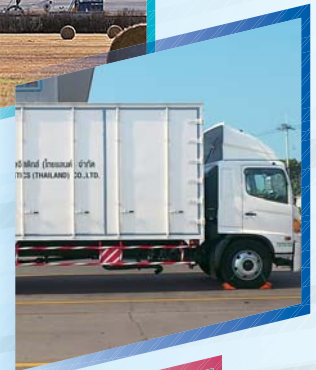
Life and Community

Earth and Resources

**TRY-1**

Mobility

A business field that contributes to the evolution of next-generation automobiles



## 2000s

Expanding Value Chains, Strengthening Earning Power, Creating New Businesses

In 2000, we entered into a capital and operational tie-up with Tomen Corporation and merged with Kasho Company, Ltd. In 2006, Toyota Tsusho—which had grown steadily centered on automotive businesses as the Toyota Group's sole trading company—merged with Tomen, which had a broad customer base resulting from diverse business ventures in sectors beyond the automotive sector, giving birth to the present Toyota Tsusho. The Company is currently expanding its operations into a wide range of fields, including infrastructure, chemicals, and foodstuffs.

## 2010s

Widening Business Areas, Targeting Sustained Growth

Toyota Tsusho is broadening and deepening operations in existing businesses while simultaneously accelerating investment in new ones. A particular emphasis is being placed on renewable energy, businesses in Africa, and other areas that have been seeing significant expansion in demand from society and also represent areas in which the Company can leverage its strengths and generate synergies. Furthermore, in 2012 we commenced capital participation in CFAO, a French trading company that has automotive and pharmaceutical operations centered on Africa.

For more details regarding capital participation in CFAO and strategies in Africa, please refer to page 17.

## FINANCIAL HIGHLIGHTS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31

For ELEVEN-YEAR FINANCIAL SUMMARY, please refer to page 66.

For BUSINESS HIGHLIGHTS for each segment, please refer to page 24.

	2009/3	2010/3	2011/3	2012/3	Millions of Yen 2013/3	Thousands of U.S. Dollars <sup>(Note 1)</sup> 2013/3
<b>Results of Operations:</b>						
Net Sales	¥6,286,996	¥5,102,261	¥5,743,649	¥5,916,759	<b>¥6,304,354</b>	<b>\$67,031,940</b>
Gross Trading Profit	326,679	280,790	330,730	343,999	<b>403,888</b>	<b>4,294,396</b>
SG&A Expenses	235,661	225,199	245,432	251,596	<b>288,013</b>	<b>3,062,339</b>
Operating Income	91,017	55,591	85,297	92,403	<b>115,875</b>	<b>1,232,057</b>
Share in Net Earnings in Equity Method	6,610	7,364	13,636	15,396	<b>17,646</b>	<b>187,623</b>
Net Income	40,224	27,339	47,169	66,205	<b>67,432</b>	<b>716,980</b>
<b>Financial Position at Year-end:</b>						
Total Assets	¥2,130,089	¥2,274,547	¥2,436,248	¥2,837,428	<b>¥3,592,368</b>	<b>\$38,196,363</b>
Total Net Assets	586,996	650,215	667,378	751,747	<b>920,043</b>	<b>9,782,488</b>
Net Interest-Bearing Debt	573,920	563,066	581,366	672,137	<b>998,626</b>	<b>10,618,032</b>
<b>Cash Flows:</b>						
Net Cash Provided by Operating Activities	¥ 123,760	¥ 100,217	¥ 79,884	¥ 63,782	<b>¥ 124,156</b>	<b>\$ 1,320,106</b>
Net Cash Used in Investing Activities	(54,827)	(73,090)	(74,046)	(58,771)	<b>(323,389)</b>	<b>(3,438,479)</b>
Net Cash Provided by (Used in) Financing Activities	4,614	(107,623)	77,751	97,358	<b>223,374</b>	<b>2,375,055</b>
Cash and Cash Equivalents at End of Year	242,530	170,714	252,747	354,755	<b>391,352</b>	<b>4,161,105</b>
<b>Per Share:</b>						
Net Income:					Yen	U.S. Dollars <sup>(Note 1)</sup>
Basic	¥114.73	¥78.08	¥134.78	¥189.34	<b>¥192.58</b>	<b>\$2.04</b>
Diluted <sup>(Note 2)</sup>	114.72	—	—	—	<b>192.42</b>	<b>2.04</b>
Cash Dividends for the Year	26.00	16.00	28.00	42.00	<b>44.00</b>	<b>0.46</b>
Dividend Payout Ratio	22.7%	20.5%	20.8%	22.2%	<b>22.8%</b>	<b>—</b>
<b>Financial Measures:</b>						
ROE	7.2%	4.9%	8.0%	10.7%	<b>9.6%</b>	<b>—</b>
Shareholders' Equity Ratio	24.9%	25.7%	24.4%	22.6%	<b>21.2%</b>	<b>—</b>
Net Debt Equity Ratio (times)	1.08	0.96	0.98	1.04	<b>1.31</b>	<b>—</b>
<b>Common Stock:</b>						
Number of Shares Outstanding at Year-end	354,056	354,056	354,056	354,056	Thousands of Shares <b>354,056</b>	<b>—</b>

Notes: 1. The U.S. dollar amounts have been translated from the amounts stated in yen, solely for the convenience of the readers, at the rate of ¥94.05=U.S.\$1, the approximate exchange rate on March 29, 2013, which was the final business day of financial institutions in the fiscal year ended March 31, 2013.

2. Figures for diluted net income per share are not shown for the fiscal years ended March 31, 2010, 2011, and 2012, as there were no potential stocks with dilution effect during these years.

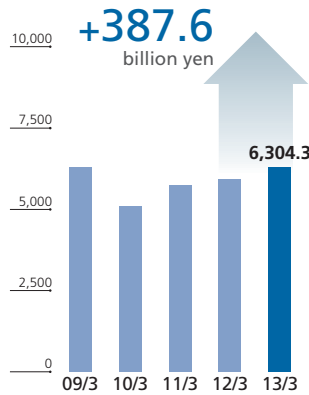
### Credit Ratings (as of July 1, 2013)

	Long-term	Short-term
Rating and Investment Information (R&I)	A+ (Stable)	a-1
Standard & Poor's (S&P)	A (Stable)	A-1
Moody's	A3 (Stable)	—



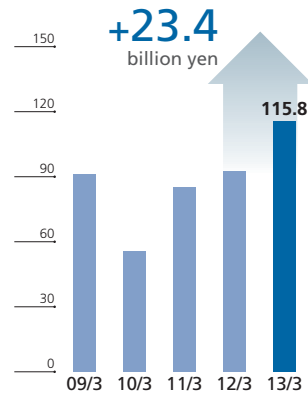
### Net Sales

(¥ billion)



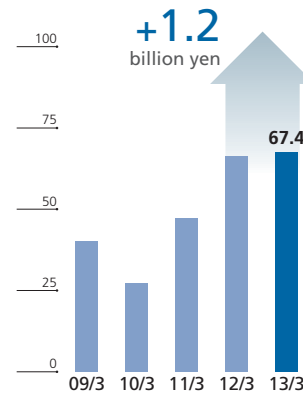
### Operating Income

(¥ billion)



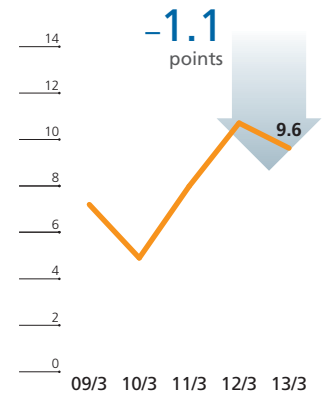
### Net Income

(¥ billion)



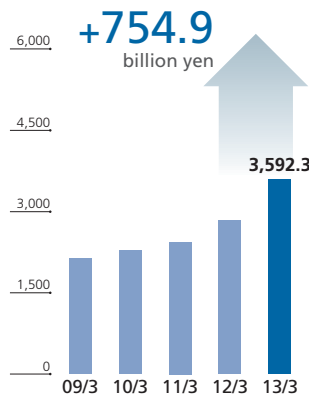
### ROE

(%)



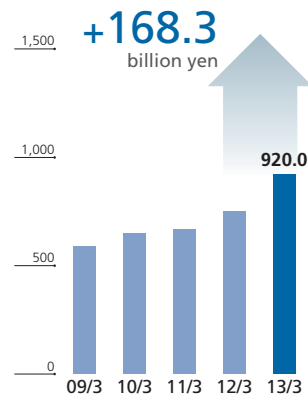
### Total Assets

(¥ billion)



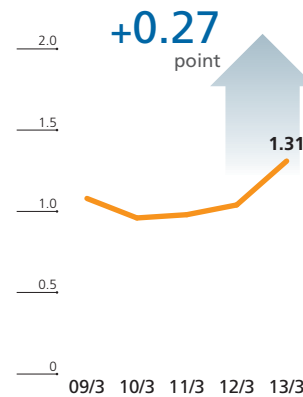
### Total Net Assets

(¥ billion)



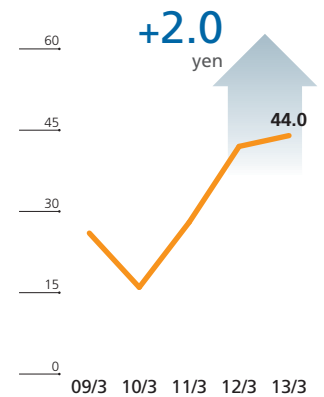
### Net Debt Equity Ratio

(Times)



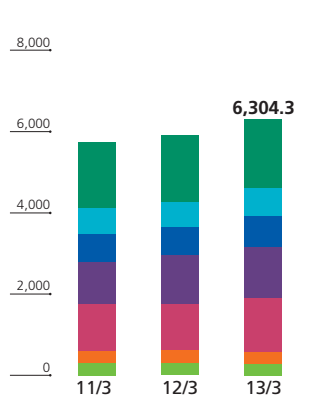
### Cash Dividends per Share

(¥)



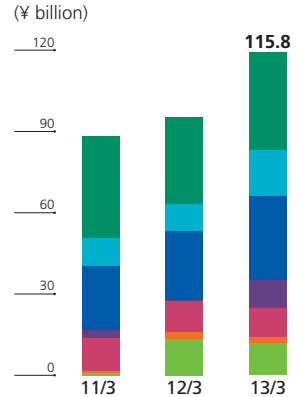
### Segment Sales\*

(¥ billion)



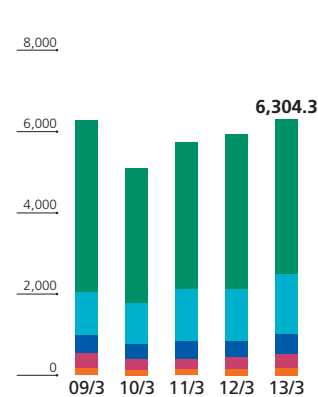
### Segment Operating Income\*

(¥ billion)



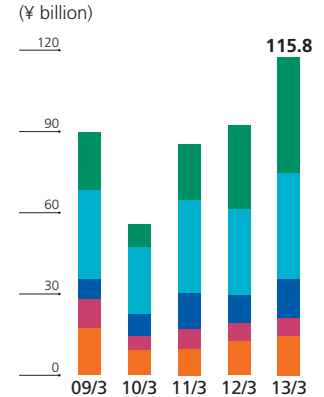
### Regional Sales

(¥ billion)



### Regional Operating Income

(¥ billion)



■ Metals ■ Global Production Parts & Logistics ■ Automotive  
■ Machinery, Energy & Project ■ Chemicals & Electronics  
■ Food & Agribusiness ■ Consumer Products & Services

■ Japan ■ Asia & Oceania ■ North America  
■ Europe ■ Others

\* In April 2011, the Company reorganized.

\* Effective April 1, 2013, the name of the Consumer Products, Services & Materials Division was changed to the Consumer Products & Services Division.

## COMMENTARY FROM THE PRESIDENT

Toyota Tsusho president and CEO Jun Karube describes issues for the Company, measures for addressing those issues, and his strategic approach to achieving sustainable growth.

1. We posted a third consecutive year of gains in sales and earnings in the past fiscal year, though we fell short of our target for net income. We also made huge strides toward broadening our potential for profitable, sustainable growth.
2. Profound change continued to transform the business landscape in the automotive sector, and we took important steps to address that change.
3. Developing business beyond the automotive sector remains a core priority, and partnering is a vital means of addressing that priority. Our strategic alliance with CFAO exemplifies our proactive approach to forging ties with strong partners.
4. We are tackling bold goals for quantitative and qualitative progress in our present long-term business plan and have translated those goals into immediate targets for the fiscal year ending March 31, 2014.
5. A proactive approach to fulfilling our corporate social responsibility (CSR) shapes our business activity in every sector where we operate.
6. We are committed to achieving sustainable growth in the spirit of fulfilling our stakeholders' highest expectations of our company.



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## 1. We posted a third consecutive year of gains in sales and earnings in the past fiscal year, though we fell short of our target for net income. We also made huge strides toward broadening our potential for profitable, sustainable growth.

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Our net income increased 2% year on year, to ¥67.4 billion, in the fiscal year ended March 31, 2013, on a 25% increase in operating income, to ¥115.8 billion, and a 7% increase in net sales, to ¥6,304.3 billion. This marked our third consecutive year of gains in sales and earnings, though net income totaled less than our ¥70 billion target.

The overall increase in sales and earnings reflected global growth in vehicle production and sales by our automaker customers and the inclusion of additional subsidiaries in our consolidated accounts. The lower-than-targeted total for net income reflected a decline in Chinese vehicle production by the Japanese

automakers that we serve. This decline and related factors diminished our operating income by ¥5.5 billion.

Highlighting the year was the purchase of a majority stake in the French company CFAO S.A., which has extensive operations in Africa and which is our largest-ever investment. This investment followed our acquisition of the Japanese trading company Elematec Corporation in March 2012 and our earlier acquisition of a majority stake in Eurus Energy Holdings Corporation, which develops wind power and solar power projects worldwide. We are thus making steady progress toward fulfilling our Global 2020 Vision (see page 13).

### Consolidated Financial Highlights

(¥ billion)

	2011/3	2012/3	2013/3
Net Sales	5,743.6	5,916.7	6,304.3
Operating Income	85.2	92.4	115.8
Net Income	47.1	66.2	67.4

---

## 2. Profound change continued to transform the business landscape in the automotive sector, and we took important steps to address that change.

---

The globalization of vehicle production and the evolution of automotive technologies are rapidly transforming the competitive dynamics in the automotive sector. Continuing growth for us in that sector will depend on how we accommodate those trends.

Globalization is an irreversible, structural shift in the automobile industry. The weaker yen, to be sure, has occasioned a surge in Japanese exports. But locally produced vehicles retain compelling advantages over imported vehicles in regard to logistics costs and other factors. So we can assume that automakers will serve principal markets increasingly through local production, and we need to position ourselves to serve that trend.

In moving to support globalized vehicle production, we need to address the differences among national markets. Those differences can be huge, even among

nations in the same region. Kenya, for example, presents a completely different set of market criteria from South Africa. Each of those two African nations requires different approaches in configuring model portfolios and in reaching out to customers.

As for the evolution of vehicle technologies, we have seen hybrid power become a mainstream technology almost overnight, and battery-powered electric vehicles seem poised to make inroads into the automobile market. Other, more-radical technologies are in the wings, awaiting the right confluence of technological breakthroughs and market developments to emerge as viable alternatives.

We are responsible as a member of the Toyota Group for securing reliable supplies of the components and materials required for next-generation vehicles.



## COMMENTARY FROM THE PRESIDENT

We are also responsible for taking the initiative in developing and verifying the viability of related services. As such, we are building pilot networks of charging stations for plug-in hybrid electric vehicles and developing systems for distributing hydrogen for fuel cell vehicles.

A long-term perspective of 20 to 30 years is necessary to maintain our sense of direction in the automotive sector. The industry will change dramatically over that span. And we are preparing our company to tackle the challenges and to capitalize on the opportunities that will arise from that change.

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### **3. Developing business beyond the automotive sector remains a core priority, and partnering is a vital means of addressing that priority. Our strategic alliance with CFAO exemplifies our proactive approach to forging ties with strong partners.**

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We enjoy a distinctive identity as a trading company, partly on account of our special strengths in the automotive sector. I am determined for us to nurture that identity and to position Toyota Tsusho as a unique and lustrous gem among Japan's trading companies. We need to distinguish ourselves advantageously from our larger competitors. This will include translating our traditional strengths in the automotive sector into large and growing operations in other sectors. It will also mean deploying resources effectively by building on strengths.

We must never jump into unfamiliar business in unfamiliar terrain. In entering new geographical markets, we need to start with lines of business where we are highly competitive in other markets. And in tackling new lines of business, we need to start in nations and regions where we have a strong and well-established presence. We have built a comprehensive presence, for instance, in Southeast Asia. And we are working through that presence to develop trial ventures in the medical sector, specifically on-site medical clinics at factories in Thailand and pharmaceuticals wholesaling in Indonesia.

Thus are we building on strengths in accordance with our business strategy and regional strategy. In the past fiscal year, we formally designated partnering as a third strategic axis for fulfilling our Global 2020 Vision. Strategic partnerships will be invaluable in developing business in markets and sectors where we lack experience or expertise. And we have embarked on a historic new phase in partnering with our investment in CFAO.

Our new partner, as noted earlier, has extensive

operations in Africa, where it has operated for 125 years. Its African operations span vehicle distribution, pharmaceuticals wholesaling, and other sectors. So the alliance with CFAO reinforces our presence greatly in the hugely promising African market. We at Toyota Tsusho, meanwhile, bring to the alliance our own history of some 90 years in Africa. That history dates from pioneering African business by one of our corporate forebears, and it reflects our long-standing belief in Africa's potential.

Together, Toyota Tsusho and CFAO employ some 13,000 people in Africa and operate in 53 of the continent's 54 nations. Underlying the appeal of this alliance for us are our companies' complementary and similar operations. Our African operations are highly complementary, for example, in terms of geography and feature surprisingly little overlap.

Toyota Tsusho and CFAO are similar in corporate strategy. Automotive business is a core strength at both companies, and both accompany that strength with large and growing operations in other sectors. Meanwhile, Toyota Tsusho handles mainly Toyota Group vehicle brands in Africa, whereas CFAO abides by a multi-brand strategy in vehicle marketing there. African demand for vehicles is poised to grow rapidly, and our broad spectrum of brands will help us share fully in that growth.

The Toyota Tsusho–CFAO strategic alliance thus abounds in potential for synergies. That potential is especially vibrant in non-automotive sectors. CFAO, for example, produces beer and soft drinks in Africa, and is



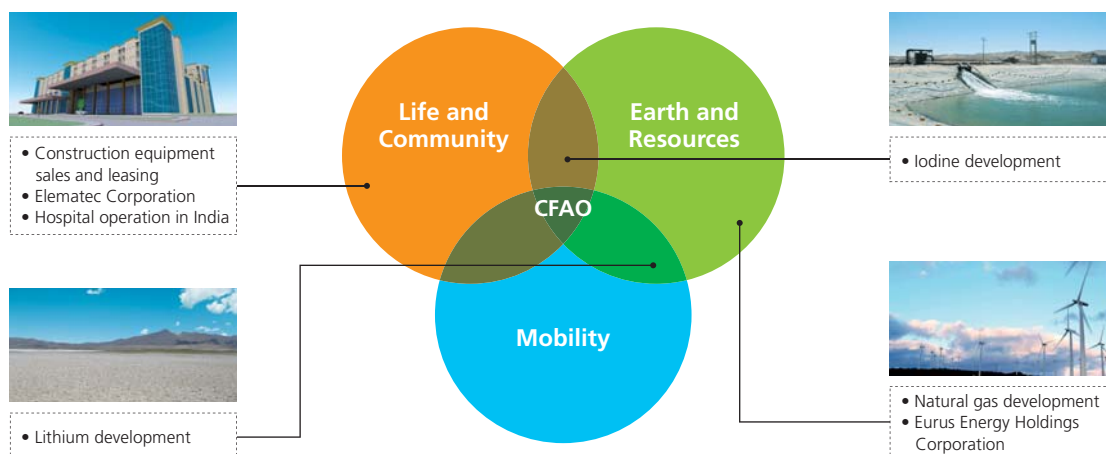
an African leader in pharmaceuticals wholesaling. We at Toyota Tsusho attach high priority to expanding our business in the consumer goods and medical sectors. And we stand to benefit from CFAO's production control expertise in beverages and in other consumer goods and from its operational expertise in pharmaceuticals distribution. Toyota Tsusho business networks, meanwhile, will provide channels for extending CFAO's business in pharmaceuticals and other products beyond Africa.

I have the greatest respect for CFAO's history, corporate culture, and management. CFAO has posted consistently high profitability over the years, and has fostered a corporate culture focused on nurturing human resources. The company also exhibits a dynamically entrepreneurial stance throughout its operations. We will help make the most of CFAO's impressive strengths by honoring the company's management autonomy.

CFAO's executives and local managers will have ample authority to run their operations in accordance with their judgment, though we will monitor their performance carefully in the spirit of fulfilling our parent company responsibility to exercise sound corporate governance.

Note that we funded our equity investment in CFAO, which totaled ¥234.5 billion, apart from our ¥250 billion two-year earmark for investment. We used nearly the full extent of that earmark for other investments in the two years leading up to March 31, 2013. While this large of an outlay for the CFAO investment has raised our net debt equity ratio, the ratio—at 1.3—remains at a level that we regard as sound (*see below*). We will continue to invest vigorously, especially in projects that broaden our business horizons, while fortifying our financial position.

### Examples of Investment Projects in the Two Years to March 31, 2013



## COMMENTARY FROM THE PRESIDENT

#### 4. We are tackling bold goals for quantitative and qualitative progress in our present long-term business plan and have translated those goals into immediate targets for the fiscal year ending March 31, 2014.

Our long-term business plans comprise five-year targets and strategic emphases for achieving those targets. They are rolling frameworks, which we revise annually in accordance with our performance and with changes in the business environment.

The present long-term business plan outlines a performance scenario for the fiscal year ending March 31, 2018. Its targets include increasing net income to ¥130 billion, a nearly twofold increase over the past fiscal year, and raising net return on equity (ROE) to between 12% and 15%, compared with 9.6% in the past fiscal year. The plan accompanies those targets with guidelines for maintaining a sound financial position. The net debt equity ratio (where “net debt” is interest-bearing debt less cash, cash equivalents, and time deposits) was 1.3 in the past fiscal year, and we are aiming to keep it at no more than 1.5 in the fiscal year ending March 31, 2018.

We prepare annual business plans in accordance with our long-term plan. Our annual plan for the fiscal year ending March 31, 2014, calls for a fourth consecutive year of growth in both sales and earnings. We are aiming to increase net income 5%, to ¥71 billion, on a targeted 20% increase in net sales, to ¥7,500 billion. Our annual plan also calls for maintaining investment at the pace of ¥250 billion every two years.

Each of us at Toyota Tsusho has a role to play in achieving the targets of the long-term plan. We each need to exercise initiative in securing sound returns on

investment projects already under way and in maximizing the potential of investment projects in the works.

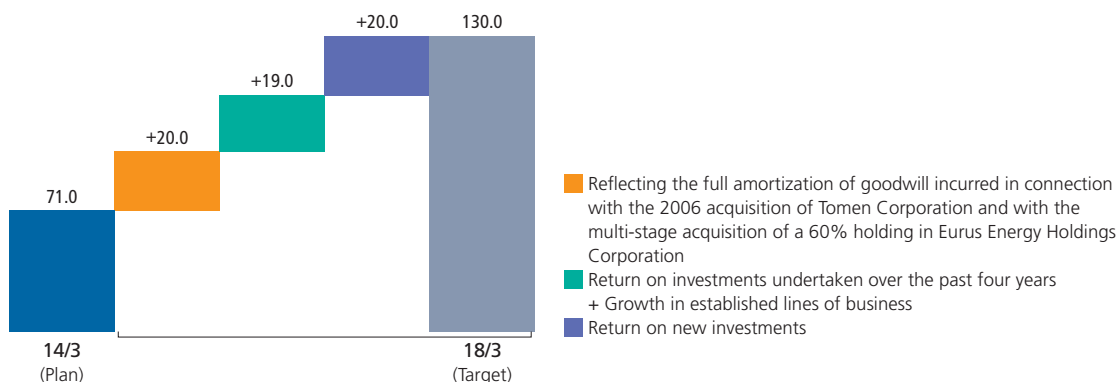
Achieving the five-year target for net income will require gains, of course, in all three of our business fields. Our efforts in the Mobility field and in the Earth and Resources field will center on asserting well-established strengths, on expanding our investment portfolios in familiar lines of business, and on cultivating human resources to sustain our business momentum. And we are headed in basically the right direction in those fields. We will need to blaze new trails, however, in the Life and Community field.

Achieving our overall five-year growth targets will depend in large part on cultivating business in new sectors, and the Life and Community field is rich in new-business potential. We are therefore moving vigorously to broaden our business platform in that field through alliances and acquisitions. Partnerships are an invaluable means of supplementing our expertise and competence, and we are especially alert to opportunities for mutually beneficial partnerships in the Life and Community field.

In all our business fields, we allocate and reallocate assets dynamically in accordance with rigorous criteria. We invest actively in business opportunities that match our criteria for growth, financial stability, and complementarity with established operations. And we do not hesitate in withdrawing from businesses that fail to meet those criteria.

#### Composition of Net Income in Fiscal Year Ending March 31, 2018

(¥ billion)





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## 5. A proactive approach to fulfilling our corporate social responsibility (CSR) shapes our business activity in every sector where we operate.

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Lasting viability for our company depends on making a visible contribution to social vitality. We therefore address both the passive requisites of CSR and the proactive requisites in every phase of management.

The passive requisites of CSR include such fundamental responsibilities as complying with rigorous standards of corporate ethics, safeguarding the environment, and—especially at our manufacturing companies—ensuring workplace safety. The proactive requisites of CSR call for reaching beyond our obvious responsibilities and taking the initiative in generating social benefits.

A recent initiative in CSR is a traffic safety center that we opened in Thailand in 2012. We are a leading operator of cargo trucks in Thailand, with a fleet of some 850 trucks and a crew of about 1,700 drivers. Prospective truck drivers can obtain commercial operator's licenses easily in Thailand, so we were keen to foster driving skills and safety awareness in our crew.

Our traffic safety center is a win-win proposition, contributing to road safety in our host nation and

repaying our investment by reducing accidents and thereby lowering our insurance premiums. Demand for truck drivers is surging in Thailand amid robust economic growth, and we look forward to promoting safer driving in Thailand and in neighboring nations. We will maximize that contribution by training drivers from other companies at our center.

An interesting Japanese initiative in CSR is our subsidiary VEGi-Dream Kurihara Corporation. This venture, in Miyagi Prefecture, is part of the Toyota Group's commitment to revitalizing communities devastated by the Great East Japan Earthquake of March 2011. It produces paprika, using Toyota Group technology and marketing expertise to maximize yields and cultivate sale channels. Hot water piped from electric generators at a Toyota Motor East Japan vehicle plant warms the paprika greenhouses. The heat recycling lowers agricultural production costs and reduces environmental impact.



## COMMENTARY FROM THE PRESIDENT

## 6. We are committed to achieving sustainable growth in the spirit of fulfilling our stakeholders' highest expectations of our company.

Our corporate scale and vigor are a tribute to wise investment and discerning management by our predecessors, and we carry on that tradition in striving to serve stakeholders of today and tomorrow. My responsibility as CEO centers on steering our company toward achieving sustainable growth and thereby toward making a lasting contribution to society in the years and decades ahead.

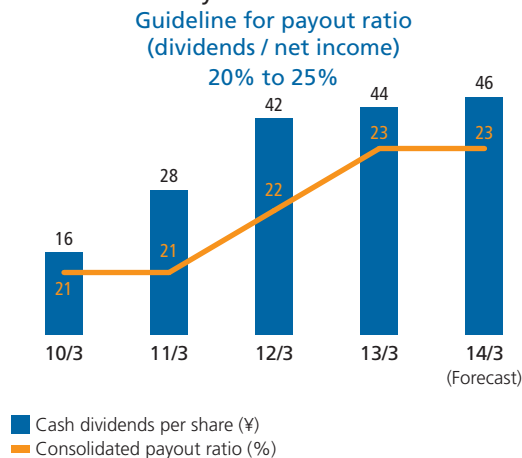
Sustainability arises from a virtuous cycle of securing sound returns on past investments and recycling a suitable portion of those returns into promising new investments. We are ever on the lookout for opportunities to sow the seeds of future growth, and we abide by a long-term perspective.

Our African operations, for example, require a patient approach. We need to be prepared to adopt a 5- or even 10-year time horizon for years-to-fruit in some of our African ventures. In the meantime, we will build an identity as a locally based enterprise focused on benefiting our host communities.

Serving the best interests of all our stakeholders remains our overriding emphasis in management at Toyota Tsusho. Please join us in our continuing efforts to maximize our value to all our stakeholders in the global community.

July 2013

### Cash Dividends per Share / Consolidated Payout Ratio





## SPECIAL FEATURE

Securing a leading presence and standing in an increasing number of countries and regions—this is one of the core themes in the Global 2020 Vision. There is presently one region in which efforts to this end are beginning to take shape, a region that has substantial potential for the future. This region is Africa. With the commencement of capital participation in CFAO S.A. in 2012, the business foundations we have built up in this region over the past 90 years have grown even stronger.

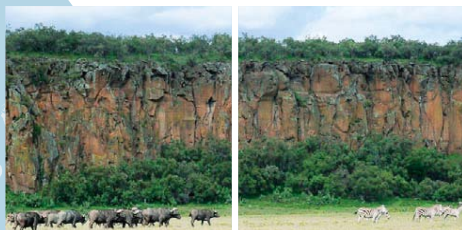
In this special feature, we will explain the strategies the Toyota Tsusho Group will employ as it expands the scope of its business in Africa, which is based out of the automotive sector, and accelerates the pace of its growth.

# ACCELERATING GROWTH IN AFRICA

An aerial photograph of a city, likely Cape Town, South Africa, showing a dense urban area with various buildings and green spaces. In the background, there are large, rugged mountains under a clear blue sky with some light clouds. The text 'ACCELERATING GROWTH IN AFRICA' is overlaid in large white letters across the top half of the image.



## SPECIAL FEATURE



## Africa—Tomorrow's Emerging Region

As economic growth in the BRICs (Brazil, Russia, India, and China) begins to show signs of deceleration, Africa, together with Southeast Asia and Latin America, is displaying growth rates that exceed the global average. The driving force behind this growth is the region's explosive population growth. In 2012, the total population of Africa was roughly 1.0 billion. In 2020, this figure is anticipated to expand to around 1.2 billion. As the population grows, fundamental social infrastructure, such as roads and electricity-related systems, will need to be constructed, and the region will increasingly develop its wealth of natural resources. These trends are anticipated to fuel economic growth over the

medium- to long-term, and the benefits of this growth will be felt by the populace, resulting in a rise in income levels and the expansion of the middle-income demographic. Accordingly, the markets for automobiles and other consumer goods are forecast to grow.

Toyota Tsusho has admitted Africa, with its exceptionally high growth potential, into the ranks of important strategic regions such as Asia and Oceania, China, Europe, and North and Central America. We plan to be a forerunner in this region, even among general trading companies, and have actively conducted investment to this end.

### Population



Source: *World Population Prospects the 2010 Revision*, United Nations

### 2013 Economic Growth Rate Forecasts



Source: *World Economic Outlook April 2013*, International Monetary Fund

### GDP Per Capita



Source: Low-case scenario in *Africa in 50 Years' Time*, African Development Bank

### Total Automobile Market



Source: Toyota Tsusho estimate based on materials released by Japan Automobile Manufacturers Association, Inc. (JAMA)



# Business Scope

## Expansion over a Period of 90 Years

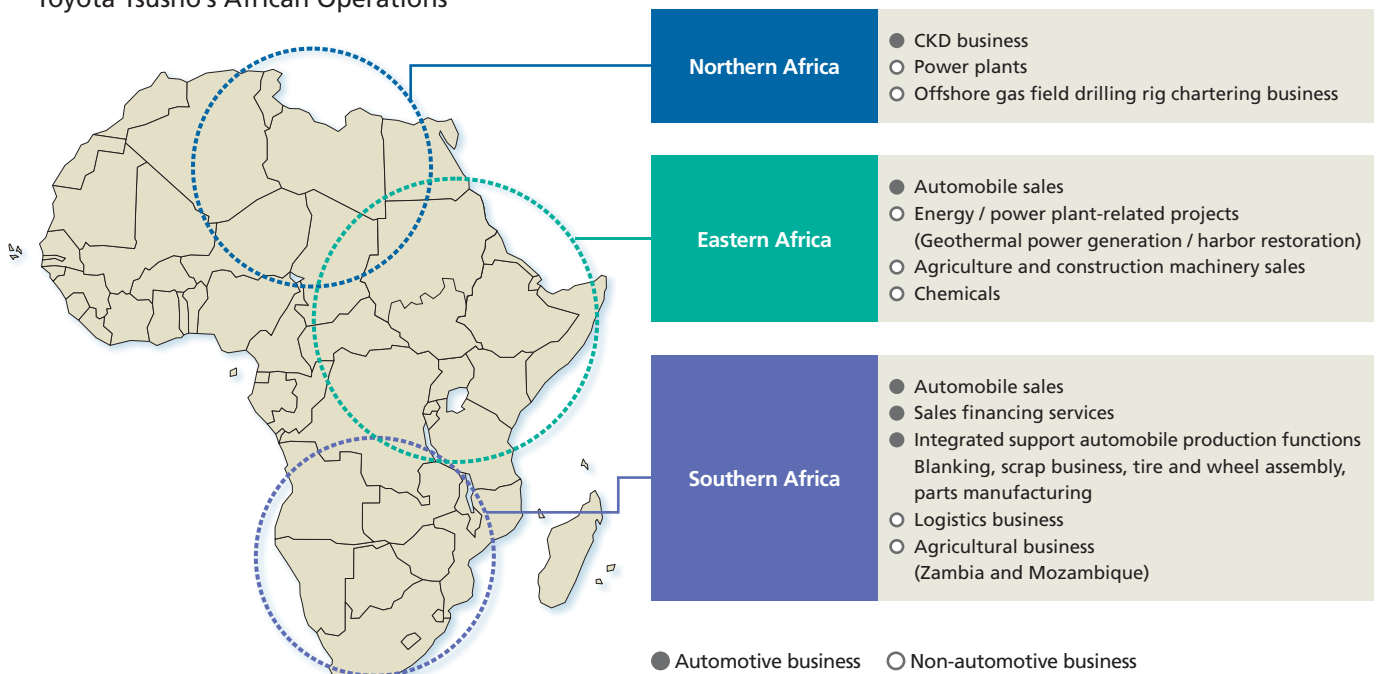
Toyota Tsusho's history in Africa began in 1922, when we first purchased cotton wool from Eastern Africa. Since then, we have continued to strengthen our business foundations in this region, primarily developing our operations in Northern Africa with an emphasis on constructing power plants. In particular, we have a strong track record in Egypt, where rising electricity demand has led us to receive orders for 31 power plants, with a total value of approximately ¥200.0 billion.

Engagement in the automotive business in this region began in 1964, when we started exporting completed automobiles to Kenya. Later, in 1991, we invested in local distributors in Angola and three other countries, and then in 2001, we acquired distributors for Toyota-brand automobiles in a total of seven countries, including Kenya, from a British trading company. In this manner, we have continued to steadily develop our automotive operations focused on the English-speaking regions of Eastern and Southern Africa, even during the difficult times when political unrest led a number of companies to withdraw from the region. Today, we are conducting our automotive business, which involves the sales of completed automobiles and

repair parts as well as the provision of related after-sales services, in 30 countries throughout Africa. In recent years, we have been expanding our value chain in this region to include leasing, other sales financing services, and used vehicle sales, an endeavor that we hope will make automobiles more accessible to consumers in Africa. In addition, we are conducting logistics, processing, and recycling businesses to support the automotive industry in the country of South Africa. Through such efforts, we are expanding the scope of our business to include all stages of automobile lifecycles.

Toyota Tsusho's operations in Africa are firmly rooted in the region and spread to various downstream areas, such as automobile sales. This represents a clear edge over the competition. The distributors in eight African countries in which the Company invests have a combined Japanese staff of 45 members. This represents the largest of any Japanese general trading company operating in Africa. However, they also employ approximately 2,500 local staff members from which we actively seek out skilled employees to fill managerial positions, thus making this business intrinsically linked to the regional society.

### Toyota Tsusho's African Operations



## New Businesses Born Out of Synergies between Regional Foundations and Operational Knowledge



From  
Earth and Resources  
to Mobility

Entering into the 2010s, we have pursued the creation of new business born out of synergies between the regional foundations and operational knowledge we have accumulated up to this point. In Egypt, we have previously focused on power plants. However, in 2011 we branched out with the establishment of a joint venture with Toyota Motor Corporation that conducts a complete knock-down (CKD, shipment of complete production kits for local assembly) business entailing the contract assembly of SUVs and related quality management tasks. This venture was made possible by the strong trust-based relationships we have established with the local government and companies during the development of infrastructure businesses as well as the human resources and other assets we have accumulated

through this process. This success was also brought on by the experience we have accumulated through assembly businesses in Eastern and Southern Africa. As such, this represents a prime example of us leveraging the strength of our regional foundations to expand from the Earth and Resources field to the Mobility field.



"Fortuner" CKD joint venture with Toyota Motor Corporation



From  
Mobility to  
Earth and Resources

At the same time, we have expanded from the Mobility field into the Earth and Resources field. This transition was marked by the receipt of an order for a geothermal power generation project in Kenya in 2011. The project is for a geothermal power plant that will have Kenya's largest generation capacity and will generate approximately 25% of the country's current total generation volume of 1,100,000kW, and the total amount of the order has reached approximately ¥30.0 billion. The Company was entrusted with this project thanks to the strong relationship we have established with the government throughout our automotive businesses as well as the

synergies created with the power plant-related knowledge we have developed through operations in Egypt. Roughly 44% of Kenya's electricity is generated through hydropower, but the operating ratios of the country's hydropower facilities have been dropping in recent years due to droughts. Meanwhile, electricity demand is rising by 5% each year, creating concern for the sufficiency of electricity supplies going forward. As geothermal power is a stable alternative to hydropower that simultaneously contributes to environmental preservation as a form of renewable energy, there are high expectations with regard to the plant's completion in September 2014.



Geothermal power plant with Kenya's largest generation capacity

In addition, the Company signed a Memorandum of Understanding (MOU) with the Kenyan Government in August 2012, demonstrating our intent to provide comprehensive support toward realizing the country's national vision. As part of this agreement, the Company will form project teams with the Vision 2030 Delivery Board in the automobile, power and energy, petroleum and mineral resource, environmental preservation, and agricultural industrialization fields, and advance initiatives in accordance with the vision.



Managing Director Kuniaki Yamagiwa shaking hands with Vision 2030 Delivery Board Director Mugo Kibati

Kenya and four other East African countries have formed a regional intergovernmental organization known as the East African Community (EAC), and this union boasts a collective GDP of approximately US\$100.0 billion. Viewing these five countries as a single economic sphere, the Company aims to improve profitability in this region. To this end, in November 2012 we decided to make the Nairobi office of Toyota Tsusho Africa (Pty) Ltd. into a local subsidiary. We are currently developing our operations in this region in the power generation and agriculture fields as well as in a wide range of other fields that are not limited to Mobility.



Company President Jun Karube and  
Alain Viry, Chairman of  
the Management Board at CFAO

## Capital Participation in CFAO—An Ideal, Complementary Relationship with a Shared Vision

There are two major tasks that must be addressed if the Company is to expand its operations in the high growth-potential market of Africa and realize the Global 2020 Vision. These are advancing into Western Africa and developing operations in the Life and Community field. Commencing capital participation in CFAO S.A. enabled the Company to form a strategic alliance for tackling both of these tasks.

Listed on the Euronext Paris stock market, CFAO is France's largest trading company, with a long history stretching back to 1887. CFAO is an acronym for Compagnie Française de l'Afrique Occidentale, translating roughly to French Company of Western Africa. As this name implies, the company foundations are deeply rooted in Western Africa. Centered on Western and Central Africa, CFAO sells automobiles in 32 countries. In addition, it holds the No. 1 share for wholesale pharmaceuticals in the African market, and has also developed a diverse portfolio, which includes the production and sales of beverages and beer. Leveraging its solid business network spread throughout Africa, mainly Western and Central regions, CFAO has continued to record stable growth since 2006, with an average annual growth rate of 7.1% over this period.

The Company's investment in CFAO was conducted in two parts. First, in August 2012 we acquired 29.8% of CFAO's stock from one of its major shareholders,

PPR Group. The Company then instituted a public tender offer over the period from October to December. In the end, we were able to acquire 97.81% of CFAO's stock, and this company was thus converted to a subsidiary. Including advisory fees, the total cost of acquisition climbed to €2.28 billion, making this the Company largest acquisition ever.

In our regional expansion plans, the relationship with CFAO proves to be complementary in an ideal manner. Furthermore, CFAO's ratio between automotive sector sales and sales in other sectors is 6:4, very similar to that of the Company. It also shares the same vision of strengthening operations in consumer goods areas, such as healthcare. These were all factors that helped the Company gain approval to commence capital participation. The Company is taking steps to facilitate union between CFAO and the Company to enable better coordination. As one such step, we dispatched a director from the Company to CFAO in January 2013. In addition, in February 2013 we decided to maintain CFAO's listing on Euronext Paris. CFAO's operations are characterized by speed and an entrepreneurial spirit. In order for it to properly exercise these strengths, we realized it would be important to maintain the transparency of management together with CFAO's autonomy and at the same time continue to exist as a French company.

### Overview of CFAO S.A.

(As of August 31, 2013)

Founded 1887

Employees 11,400

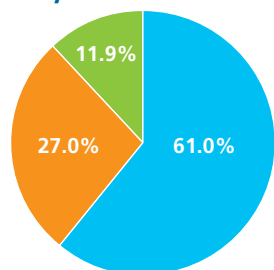
Listed market NYSE Euronext Paris

Areas of operation 45 countries / regions  
(Includes 33 African countries)

Company stake 97.81%

### Net Sales

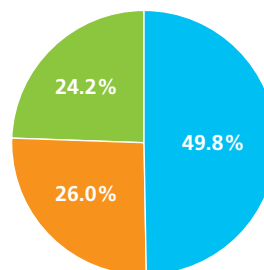
€3,585.2 million



● Automotive  
● Healthcare  
● Industries, Equipment & Services

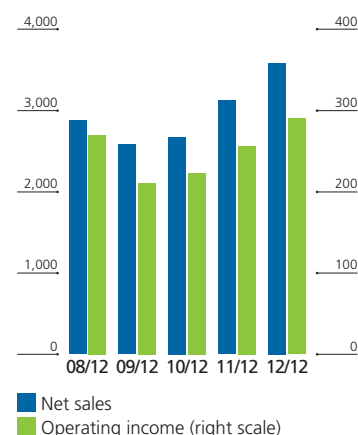
### Operating Income

€290.3 million



### Net Sales and Operating Income

(€ million)



Mobility

# Horizontal Expansion Encompassing Most of Africa



In the Mobility field, Toyota Tsusho and CFAO's regional strategies clearly complement one another. We are selling approximately 22,000 new automobiles per year in 30 countries in Eastern and Southern Africa, whereas CFAO sells roughly 95,000 new vehicles each year in 32 countries and other markets. Accordingly, the Group's sales network now spreads to 52 of the 54 countries in Africa. In addition, while the Company primarily deals in Toyota Group vehicles through its ties with Toyota

Motor Corporation and Fuji Heavy Industries Ltd., CFAO handles over 20 different brands of automobiles, enabling us to respond to a more diverse range of consumer needs as a group. This union is expected to establish a strong market presence with a combined new vehicle sales volume of approximately 117,000 vehicles, representing a share of around 15% of the total African market.

Life and Community

# Leading Position in the Healthcare Field



CFAO's strengths are not limited to the Mobility field. The company also possesses solid foundations in the Life and Community field. Specifically, the company has built a leading position in Africa's pharmaceuticals wholesaling market. In this business, CFAO procures approximately 21,000 different varieties of pharmaceuticals from 450 different makers, mainly European, which it

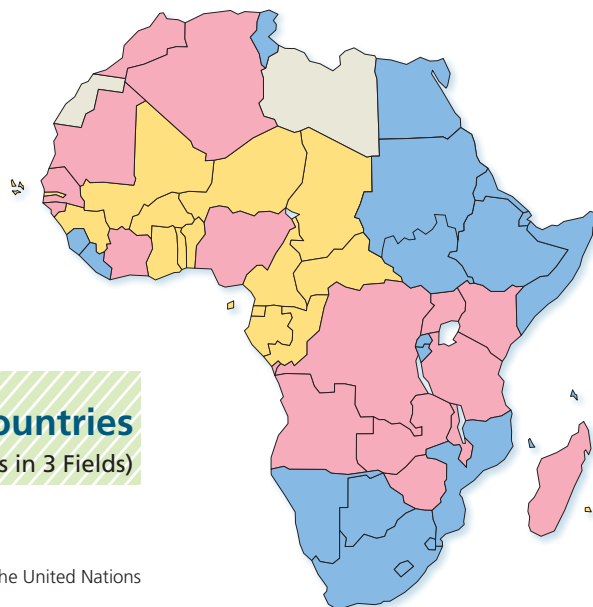
sells in 21 countries in Africa and seven French overseas territories. Toyota Tsusho has plans to focus on the healthcare field, and this alliance is expected to contribute greatly to efforts in this area. By combining CFAO's superior logistics knowledge, honed through the daily wholesale supply of pharmaceuticals to approximately 5,000 drugstores and hospitals, with support from Toyota Tsusho's experience and networks, we will further expand the range of regions in which we operate healthcare businesses.



Member of a strong local staff with over 2,000 members

### Toyota Tsusho's and CFAO's African Operations (As of July 1, 2013)

- Toyota Tsusho
- CFAO
- Both



Operations in **53** African Countries  
(Includes Operations in 3 Fields)

\* Based on materials released by the United Nations



## Earth and Resources

# Growing Network

## Leveraged to Improve Track Record



As Africa continues to experience robust economic growth, the establishment of infrastructure and especially the expansion of power plants are becoming pressing issues. With its rich background in relation to Earth and Resources, we feel that Toyota Tsusho is positioned to make significant contributions toward

addressing these issues. Leveraging our experience and project expertise accumulated in Egypt and other countries as well as the network and reputation for reliability CFAO has fostered over its 125-year history, we are seeking out business opportunities to improve our track record in a wider range of regions.

As stated previously, Toyota Tsusho has deep roots in Africa, and is working to develop a business model that allows the Company to grow in conjunction with the region and its people. To this end, we are expanding local hiring efforts and developing local human resources. In addition, we are actively conducting CSR activities in the fields of education, social welfare, and the environment. Such activities include providing scholarships in Kenya and support for improving the productivity of agricultural ventures in Southern Africa. CFAO also shares the vision of growing over the long term while contributing to the regional society. This was a significant consideration that made us choose CFAO as the ideal partner and inspired CFAO to choose us as well. Going forward, we will fully leverage the strengths born out of this partnership in Mobility and other fields to accelerate the expansion of our businesses.



Decontamination activities by Toyota Kenya Ltd. using microbe technologies

## To Be “the No. 1 Alliance Group” in Africa

### Alain Viry

Chairman of the Management Board  
CFAO S.A.

CFAO chose Toyota Tsusho as its partner because it is leveraging its solid management foundation to pursue long-term growth in the African market, and we thus judged that we would be able to develop an ideal, complementary relationship with this company. We also felt a strong connection in light of Toyota Tsusho’s stance toward respecting the humanity of its employees and all of its other stakeholders.

Going forward, it will be absolutely essential that we maintain a mutual understanding of each other’s strategies so that we may discern unrecognized synergies and uncover new business opportunities. Pursuing cooperation and business expansion in fields outside of Mobility will also be of particular importance. This is one of the key themes of Toyota Tsusho’s Global 2020 Vision, and is a focus area for CFAO as well. One of CFAO’s strengths lies in our relatively flat operating structure, and we will take advantage of this structure to rapidly respond to market changes as we target further growth together with Toyota Tsusho.



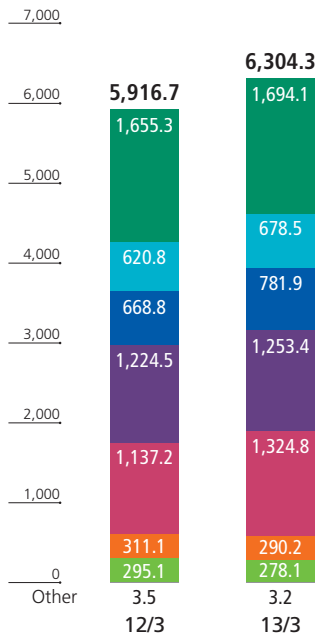
Photo credits: Jean-Marie Heidinger

## SEGMENT OVERVIEW

## Business Highlights

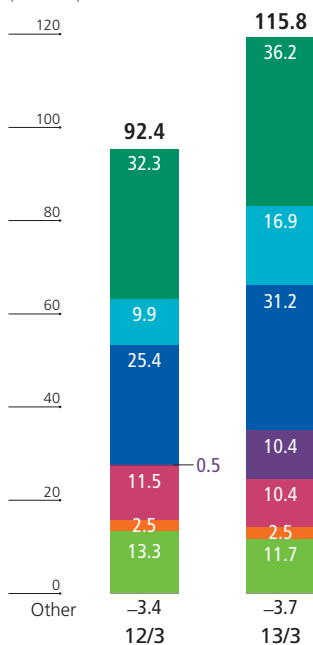
## Segment Sales

(¥ billion)



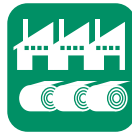
## Segment Operating Income

(¥ billion)



Results for the Fiscal Year Ended March 31, 2013

## Metals Division



As a result of recovery in automobile production, net sales were up ¥38.8 billion year on year, to ¥1,694.1 billion, and operating income rose ¥3.9 billion from the previous fiscal year, to ¥36.2 billion.

## Global Production Parts &amp; Logistics Division



Recovery of automobile production overseas resulted in a ¥57.7 billion year-on-year increase in net sales, to ¥678.5 billion. Operating income subsequently increased ¥7.0 billion, to ¥16.9 billion.

## Automotive Division



Net sales increased ¥113.1 billion, to ¥781.9 billion, due to recovery in automobile production and higher sales of automobiles overseas. Operating income grew ¥5.8 billion, to ¥31.2 billion, as a result.

## Machinery, Energy &amp; Project Division



Net sales increased ¥28.9 billion year on year, to ¥1,253.4 billion, as a result of the consolidation of Eurus Energy Holdings Corporation. Accordingly, operating income rose ¥9.9 billion, to ¥10.4 billion.

## Chemicals &amp; Electronics Division



The consolidation of Elematec Corporation and recovery in automobile production resulted in net sales rising ¥187.6 billion year on year, to ¥1,324.8 billion. However, operating income declined ¥1.1 billion, to ¥10.4 billion.

## Food &amp; Agribusiness Division



Trading volumes of imported grains declined, and the division posted a year-on-year decrease of ¥20.9 billion in net sales, to ¥290.2 billion. Nevertheless, operating income was relatively unchanged from the previous fiscal year, at ¥2.5 billion.

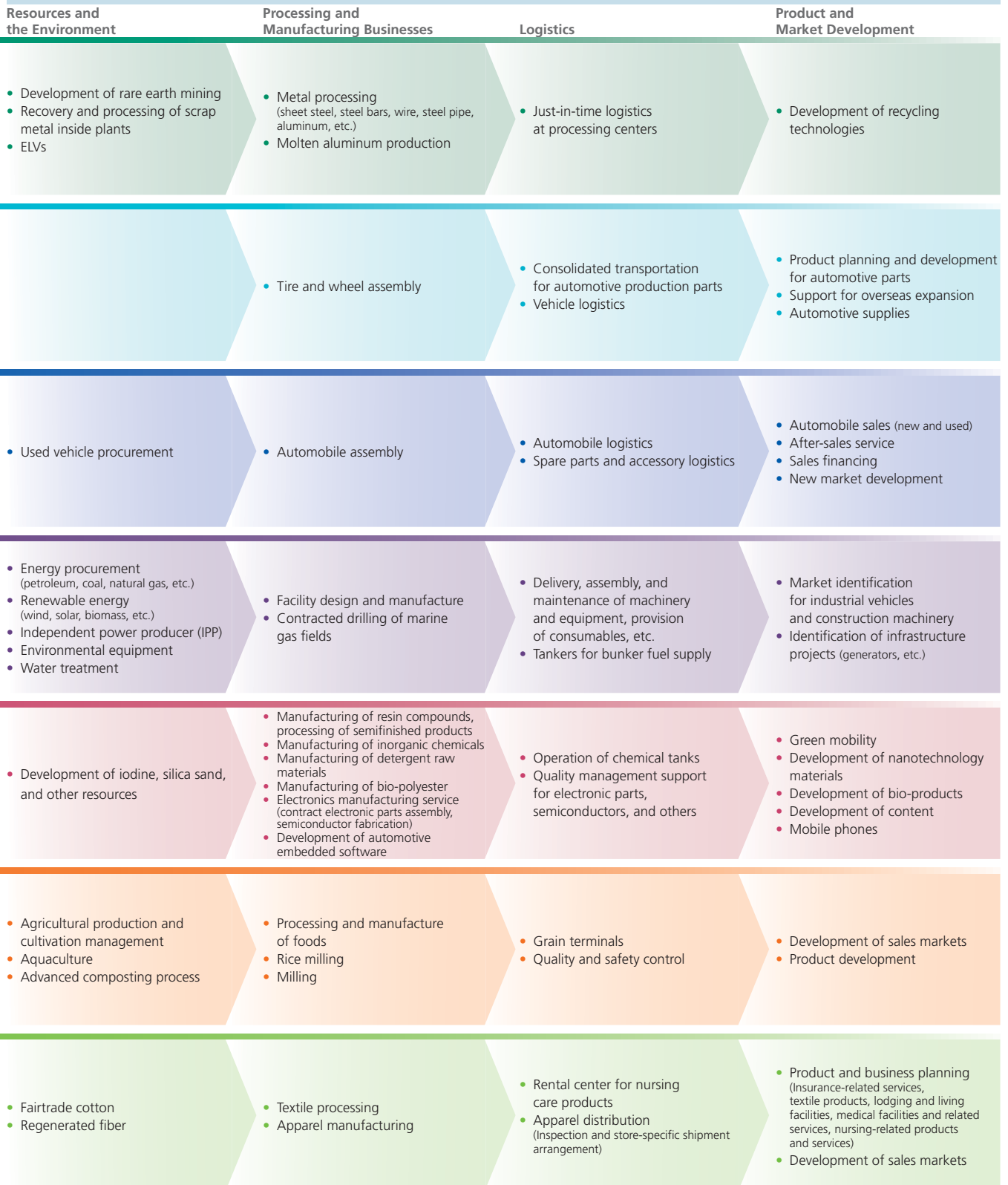
## Consumer Products &amp; Services Division



Net sales decreased ¥17.0 billion year on year, to ¥278.1 billion, due to the absence of a gain on sales of real estate for sale recognized for the fiscal year ended March 31, 2012. Likewise, operating income declined ¥1.6 billion, to ¥11.7 billion.

\* Effective April 1, 2013, the name of the Consumer Products, Services & Materials Division was changed to the Consumer Products & Services Division.

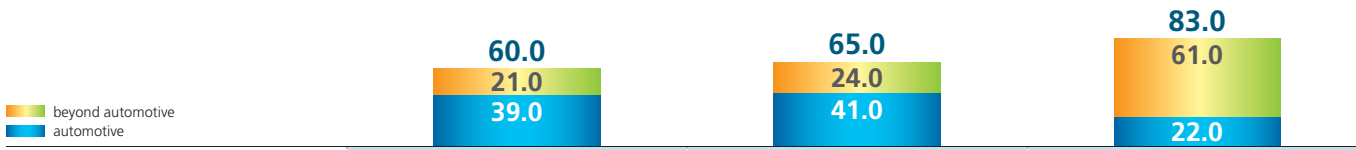
## Value Chains



SEGMENT OVERVIEW

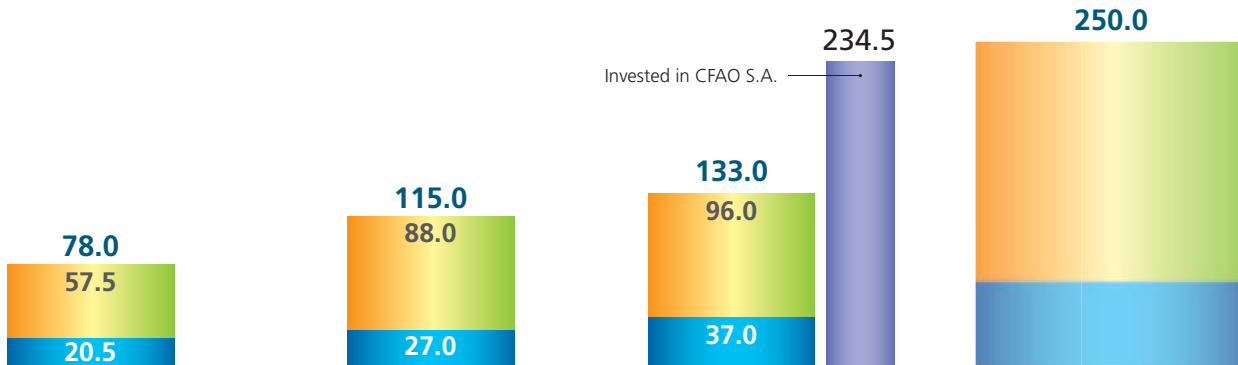
# Our Investments in Businesses

(¥ billion)



Division	08/3	09/3	10/3
<b>Metals Division</b>		<ul style="list-style-type: none"> <li>Established a molten aluminum production company in Hokkaido</li> <li>Entered the rare earths business</li> </ul>	
<b>Global Production Parts &amp; Logistics Division</b>		<ul style="list-style-type: none"> <li>Acquired TPS expertise by investing in TOPIX Corporation</li> </ul>	
<b>Automotive Division</b>	<ul style="list-style-type: none"> <li>Entered used vehicle retail business in Japan</li> </ul>	<ul style="list-style-type: none"> <li>Established Yamaha joint venture in Cambodia</li> </ul>	
<b>Machinery, Energy &amp; Project Division</b>	<ul style="list-style-type: none"> <li>Won contract for export of power transformers to Iraq</li> <li>Acquired an equity interest in a natural gas concession in Australia</li> </ul>	<ul style="list-style-type: none"> <li>Began contracted drilling of marine gas fields in Egypt</li> </ul>	<ul style="list-style-type: none"> <li>Participated in the Goreway power generation project in Canada</li> </ul>
<b>Chemicals &amp; Electronics Division</b>	<ul style="list-style-type: none"> <li>Invested in North American venture capital fund for leading-edge materials</li> </ul>	<ul style="list-style-type: none"> <li>Divested mobile phone sales business and established new company with Denso Corporation</li> </ul>	<ul style="list-style-type: none"> <li>Concluded agreement for exclusive agency in Japan with ChemRoutes Corporation of Canada (entered pharmaceutical development support business)</li> </ul>
<b>Food &amp; Agribusiness Division</b>	<ul style="list-style-type: none"> <li>Constructed additional storage silos for feed grain to create the largest such facility in the Chukyo region of Japan</li> </ul>	<ul style="list-style-type: none"> <li>Entered the agricultural production business in Japan</li> </ul>	<ul style="list-style-type: none"> <li>Established a company to sell raw materials for feed and oilseeds in Malaysia</li> </ul>
<b>Consumer Products &amp; Services Division</b>	<ul style="list-style-type: none"> <li>Concluded capital and operational tie-up with Fukuske Corporation</li> </ul>	<ul style="list-style-type: none"> <li>Entered the insurance business in Bangalore, India</li> <li>Made a uniform manufacturing and sales company a wholly owned subsidiary</li> </ul>	<ul style="list-style-type: none"> <li>Acquired additional shares of Fukuske Corporation to make it a subsidiary</li> </ul>





11/3	12/3	13/3	14/3~15/3 (Plan)
<ul style="list-style-type: none"> <li>Invested in India's only manufacturer of stainless steel piping for automobiles and motorcycles</li> </ul>	<ul style="list-style-type: none"> <li>Established an automobile salvaging and recycling plant in China</li> <li>Established a manufacturing base for steel piping for automobiles in Mexico</li> </ul>	<ul style="list-style-type: none"> <li>Acquired stock in lithium resource development company at Argentina's Olaroz salt lake</li> <li>Entered the aluminum alloy production business in India</li> </ul>	
<ul style="list-style-type: none"> <li>Entered vehicle logistics business in India, following on from China and Thailand</li> </ul>	<ul style="list-style-type: none"> <li>Established an industrial park management company in Indonesia</li> </ul>	<ul style="list-style-type: none"> <li>Established logistics joint venture in Thailand with Senko Co., Ltd.</li> </ul>	
<ul style="list-style-type: none"> <li>Made Subaru distributor in South Africa a wholly owned subsidiary</li> </ul>	<ul style="list-style-type: none"> <li>Entered business for wholesale of wheels for imported vehicles</li> <li>Entered automobile assembly business in Egypt</li> </ul>	<ul style="list-style-type: none"> <li>Held line-off ceremony for Toyota SUVs assembled in Egypt</li> <li>Established used vehicle sales company in Kenya</li> </ul>	
<ul style="list-style-type: none"> <li>Entered the U.S. gas-fired power generation business</li> <li>Participated in natural gas production project in Australia</li> </ul>	<ul style="list-style-type: none"> <li>Won a contract for Kenya's largest geothermal power plant project</li> </ul>	<ul style="list-style-type: none"> <li>Participated in coalbed methane (CBM) gas development and production project in Canada</li> <li>Participated in construction machinery rental and sales project in Asia</li> </ul>	
<ul style="list-style-type: none"> <li>Invested in iodine development and production operating company in Chile</li> <li>Established Bio-PET (polyethylene terephthalate) joint venture in Taiwan</li> </ul>	<ul style="list-style-type: none"> <li>Concluded agreement with Elematec Corporation on capital and operational tie-up</li> <li>Established operating company for music streaming to vehicles</li> </ul>	<ul style="list-style-type: none"> <li>Invested in fertilizer company in India</li> </ul>	
<ul style="list-style-type: none"> <li>Began technical collaboration with Kinki University to develop a complete bluefin tuna culture business (established world's first commercial operations for intermediate breeding)</li> </ul>	<ul style="list-style-type: none"> <li>Invested in flour mill in Indonesia</li> <li>Entered frozen vegetable manufacturing business in Vietnam</li> </ul>	<ul style="list-style-type: none"> <li>Entered into mushroom production business in China</li> <li>Entered into grain accumulation business in Australia</li> </ul>	
<ul style="list-style-type: none"> <li>Concluded agreement for exclusive import and sales rights in Japan for Italian competition swimming apparel brand "Jaked"</li> </ul>	<ul style="list-style-type: none"> <li>Developed retail business in China</li> <li>Entered insurance brokerage business in Vietnam</li> </ul>	<ul style="list-style-type: none"> <li>Established general hospital operation joint venture in India with SECOM Group and a local company</li> <li>Opened clinic inside of a production plant in Thailand</li> </ul>	

## SEGMENT OVERVIEW



## Metals Division

## For Accelerating Growth

The Metals Division exploits its overseas networks to provide procurement capabilities and takes advantage of its processing and logistics capabilities in Japan and overseas to cater to customer needs. In this manner, the division is steadily growing automotive businesses and non-automotive businesses to continue creating value for customers. Leveraging our robust on-site capabilities and safety management systems, we will strengthen our relationships with business partners around the world as we rapidly commercialize new projects and accelerate investments to expand business operations.

## Competitive Advantages

Rather than viewing steel and nonferrous metals simply as commodities, we see them as products with unique properties and functions. This approach allows us to provide optimal products and logistics matching the needs of both suppliers and users. In the steel sheet business, this division's processing bases in Japan and overseas are able to deliver products flexibly in response to demand. We achieved this through an IT-enabled ordering system and an efficient logistics system. In addition, our steel blanking business caters to user needs in countries worldwide. In the steel bars and tubes business, in addition to processing and marketing specialty steel bars and tubes, we market steel construction materials. In the nonferrous metals business, leveraging a global trading system centered on Japan, London, and Singapore, we are mitigating market volatility risk and expanding businesses. Also, the division operates molten aluminum production businesses around the world. And, in the steel raw materials business, our environment-friendly initiatives include recycling iron and steel scrap from plants, demolished buildings, and dismantled end-of-life vehicles (ELVs). Currently, the division is extending the scope of these activities beyond metals.

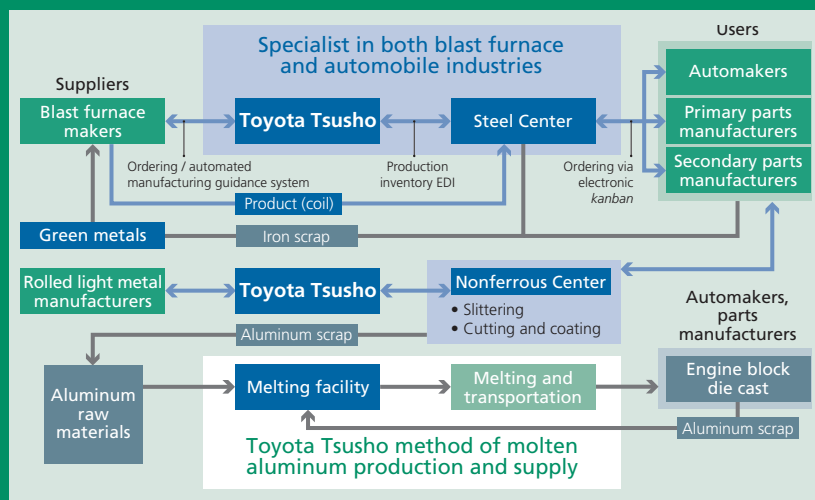


Takumi Shirai

Managing Director, Chief Division Officer of Metals Division

## High-Quality Processing, Logistics, and Storage Services

The greatest differentiating feature of Toyota Tsusho's metals business is the high efficiency with which it coordinates its operations with those of processing companies and manufacturers in Japan and overseas. An example of these high-quality operations is the Steel Center, which plays a pivotal role in our steel sheet business. The center facilitates the sharing of information between suppliers and users and provides efficient processing, logistics, and storage optimally suited to each company's production status. Furthermore, in the nonferrous metals area, Toyota Tsusho operates molten aluminum production businesses in North America, Europe, and Asia. Supplying aluminum molten instead of in the conventional form of ingots reduces overall energy costs and environmental burden.



### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, in the steel business, a new steel processing center was established in Mexico to facilitate the construction of an integrated service system. In addition, we bolstered the processing capacity of existing processing centers. In the nonferrous metals business, stock was acquired in a lithium resource development company in Argentina, a first for a Japanese company. We also reinforced our production facilities for forged

aluminum parts to be used in automobile suspension systems in North America. This was a move to respond to increased demand for automotive parts in this region. In the fiscal year ended March 31, 2013, net sales were up ¥38.8 billion year on year, to ¥1,694.1 billion, following the recovery in automobile production. Operating income rose ¥3.9 billion from the previous fiscal year, to ¥36.2 billion, as a result.

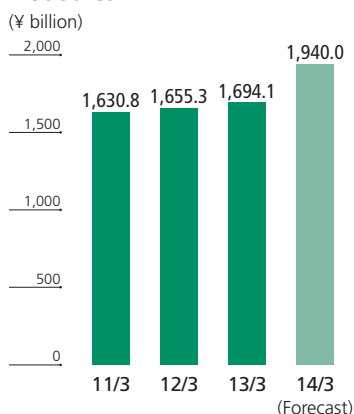
### Business Results Outlook for the Fiscal Year Ending March 31, 2014

There are several factors that threaten to impact the ongoing growth of the global economy. Regardless, we expect that the global markets for nonferrous metals and other of the division's products will recover, and metal demand is projected to grow centered on the automotive markets in Asia and North America. As a result, for the fiscal year ending March 31, 2014, we anticipate year-on-year increases of ¥245.9 billion in net sales, to ¥1,940.0

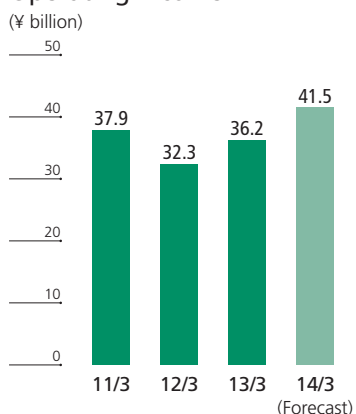
billion, and ¥5.3 billion in operating income, to ¥41.5 billion.

In business initiatives, we will maintain stringent safety management systems while enhancing responsiveness to the increasing trend seen among automotive manufacturers of shifting production overseas. At the same time, we will actively construct new overseas value chains.

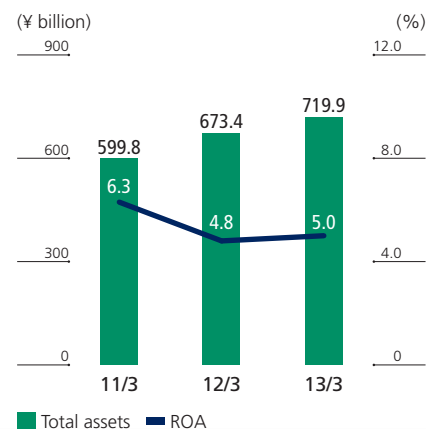
#### Net Sales



#### Operating Income



#### Total Assets / ROA



## TOPICS

### Establishment of Secondary Aluminum Alloy Manufacturing Business in India

Toyota Tsusho decided to enter into the secondary aluminum alloy manufacturing business in collaboration with India's largest manufacturer in order to preemptively respond to growing demand for this material from South India's transport equipment market. We aim to commence production in October 2013. In addition to increasing local sales, Toyota Tsusho will leverage its secondary aluminum alloy manufacturing technologies and sales capabilities as well as those of its Indian partner in this venture to develop a domestic raw material procurement network in this country and accumulate local expertise and business experience. Through these efforts, the Company aims to capture a substantial share of the South Indian market and also aims to participate in the local molten aluminium production business in the future.



## SEGMENT OVERVIEW



# Global Production Parts & Logistics Division

## For Accelerating Growth

In this division, we are working to deepen our engagement in the core Mobility field and utilize the functions developed in this field with the aim of taking advantage of business opportunities in other fields.

The division wields a diverse range of functions, including supply and demand management, logistics, assembly, and overseas expansion support. By utilizing these functions in an integrated manner, we work with our partners to construct optimal value chains centered on manufacturing.

### Competitive Advantages

Established in April 2011, this division took over the automotive accessories and materials business of the former Consumer Products, Services & Materials Division in April 2013.

In the automotive production parts area, we utilize an optimal, integrated logistics system, created using the Company's worldwide logistics and IT networks, to provide stable supplies of components to automotive manufacturers and related suppliers while reducing transportation costs, delivery times, and inventories. In addition, we operate a tire and wheel assembly business mainly in North America, Asia, and Oceania. This business has been newly equipped with module assembly functions, which we believe will enable us to more accurately identify customer needs and better provide high-quality services. Also, the division is strengthening its systems for providing functions ranging from planning, design, and development to manufacturing of automotive accessories, materials, and components.

Going forward, we will work to further expand automotive business engagements while integrating the functions developed through these engagements to spearhead the Company's expansion into markets outside of the automotive field.



**Yuichi Oi**

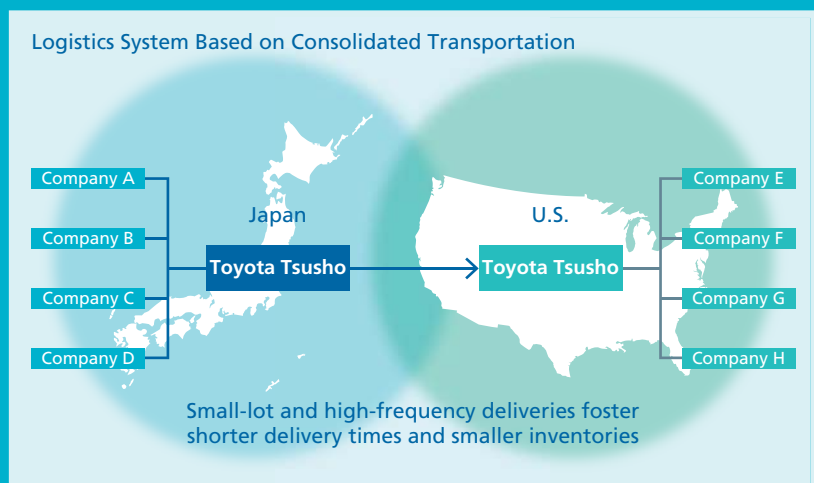
Managing Director, Chief Division Officer of  
Global Production Parts & Logistics Division

### Optimal, Integrated Logistics for Automotive Parts—Vendor to Vendor

Utilizing Company logistics bases to transport mixed shipments of components from multiple manufacturers permits small-lot, high-frequency deliveries while reducing transportation costs, delivery times, and inventories.

Moreover, we meet the needs of customers by providing services that include production management functions such as order and inventory management.

We have constructed a worldwide logistics network comprised of the logistics bases and systems we have installed throughout all corners of the globe. This network enables the Company to provide logistics functions involving import to or export from Japan as well as transportation between different companies through routes that do not pass through Japan. In this manner, we have constructed a system that contributes to the optimization of worldwide procurement efforts, thereby enabling costs to be reduced and items to be procured locally.





### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, production activities commenced at the sites of first- and second-wave client companies at the industrial park managed P.T. TT Techno-Park Indonesia, a company developed by the Global Production Parts & Logistics Division in Indonesia to support the overseas expansion efforts of small and medium-sized manufacturers. Also, this company began accepting applications for third-wave client companies. In addition, we

concluded an agreement with a major Brazilian logistics company to establish a joint venture with the aim of expanding our logistics business. Meanwhile, recovery of automobile production overseas resulted in a ¥57.7 billion year-on-year increase in net sales, to ¥678.5 billion. Operating income subsequently increased ¥7.0 billion, to ¥16.9 billion.

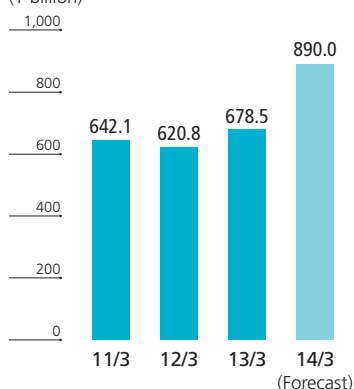
### Business Results Outlook for the Fiscal Year Ending March 31, 2014

Economic depression is continuing in Europe while growth in China and other emerging countries is tapering off. Regardless, we are expecting increased demand for automotive parts in conjunction with the recovery in overseas automotive industries, particularly those in Asia and North America. This demand, coupled with contributions from the operations transferred from the former Consumer Products, Services & Materials Division, is expected to result in a

¥211.5 billion year-on-year increase in net sales, to ¥890.0 billion, during the fiscal year ending March 31, 2014. Likewise, operating income is forecast to rise ¥3.1 billion, to ¥20.0 billion. As for business initiatives, we will integrate the division's various functions, including vendor-to-vendor services, logistics, assembly, and overseas expansion support, as we work together with our partners to construct optimal value chains centered on manufacturing.

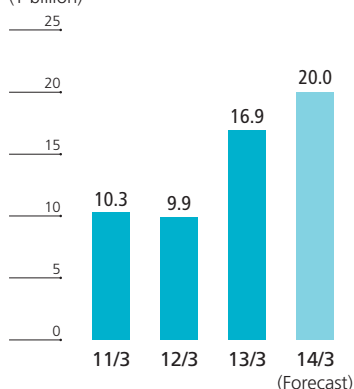
#### Net Sales

(¥ billion)



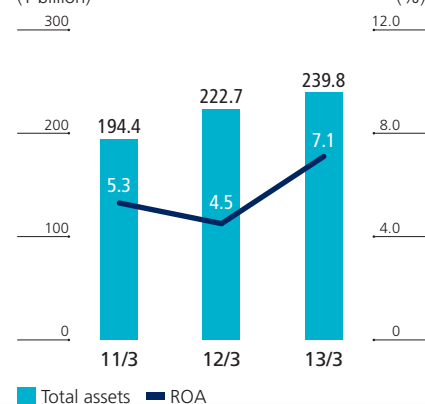
#### Operating Income

(¥ billion)



#### Total Assets / ROA

(¥ billion)



## TOPICS

### Establishment of Traffic Safety Center in Thailand

Toyota Tsusho operates TTK Asia Transport (Thailand) Co., Ltd., one of the largest truck transport companies in Thailand. In January 2012, the Company opened the TTK Traffic Safety Education and Training Center (TPRO) in this country to help support the cultivation of professional drivers that practice safe driving.

TPRO's training courses were designed to conform with the Thai Ministry of Transport's overland transport vehicle training curriculum, and the center provides various training exercises for drivers of large-sized trucks and forklifts.



## SEGMENT OVERVIEW



# Automotive Division

## For Accelerating Growth

Rooted in the automobile sales business, the Automotive Division has established solid, global automobile sales-related value chains. The division is strengthening the foundations of its existing bases while simultaneously expanding operations into emerging countries and other regions where a full-fledged motorization trend can be expected in the future. At the same time, it is developing operations in new business areas, such as used vehicle sales, sales financing, body mounting and conversion, and small-scale production with the aim of creating new growth opportunities.

### Competitive Advantages

The division's operations encompass more than 165 countries when the operations of CFAO S.A. are included. It exports passenger car, commercial vehicles, trucks, buses, motorcycles, and spare parts that the Toyota Group and other companies manufacture in Japan. Also, the division exports vehicles that manufacturers produce overseas to third countries and wholesales and retails vehicles overseas. In addition, the division is creating a worldwide automobile sales network in order to shift from its export-centered business toward an overseas retail business that is more linked to the regions it operates in as well as explore all areas of value chains. Through its business activities, the division contributes to regional development, creates employment opportunities, and helps cultivate capable human resources. Furthermore, we provide business customers with the unique information-gathering capabilities of an investment and project management company. We monitor market information, such as local political and economic circumstances, market trends, and user preferences, in a timely manner. This information is then applied to marketing strategies and production plans. Moreover, with one of the world's most diverse sales networks, the division aims to pioneer new business opportunities outside of the automotive sector to play a leading role in advancing Toyota Tsusho's "TRY-1" initiative.



### Takashi Hattori

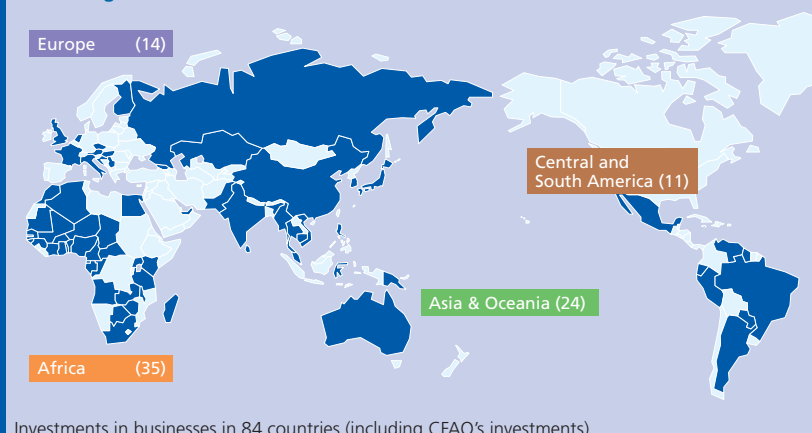
Managing Director, Chief Division Officer of Automotive Division

## Integrated Trilateral Structure Supports Vehicle Exports Worldwide

Toyota Tsusho has established a trilateral structure that integrates sales, spare parts, and services with varying specifications to match the conditions of each country to which the vehicles are exported. While providing integrated support ranging from ordering to delivery, we also actively nurture personnel to further enhance services and technical skills.

We develop our operations by grouping automobile retailers in 84 countries throughout the world according to region and adopting optimal policies that meet the specific needs of each region. Our regional headquarters—responsible for operations in each area, such as Africa and the South Pacific—adopt region-wide sales and marketing strategies. In the key regions of Africa, Asia, Oceania, and Russia, our efforts are directed at expanding our retailer network.

### Growing Retailer Worldwide Network



### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, we acquired stock in CFAO, a major French company, enabling us to strengthen the division's automobile sales operations, particularly in Northern and Western Africa. Meanwhile, we took steps to improve sales and management quality at existing sales bases with an emphasis on such aspects as customer response and services. We also

strengthened bases and other facilities in emerging or resource-rich countries. As for performance, net sales increased ¥113.1 billion, to ¥781.9 billion, due to recovery in automobile production and higher sales of automobiles overseas. Operating income grew ¥5.8 billion, to ¥31.2 billion, as a result.

### Business Results Outlook for the Fiscal Year Ending March 31, 2014

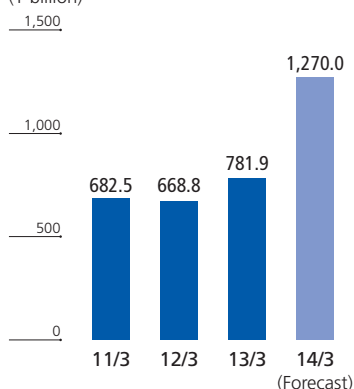
Severe market conditions as a result of the sovereign debt crisis in Europe are persisting, and political and economic tensions with countries neighboring Japan are continuing. However, we anticipate that performance in the fiscal year ending March 31, 2014, will enjoy the benefits of increased automobile sales centered on emerging countries. Coupled with the contributions from CFAO and other newly consolidated subsidiaries, this will result in net sales rising ¥488.1 billion year on year in the fiscal year ending March 31, 2014, to ¥1,270.0 billion, and operating income increasing

¥15.8 billion, to ¥47.0 billion.

In regard to business initiatives, we will actively work to strengthen the constitution of our business. This undertaking will entail further exploring the markets of emerging and developing countries, enhancing automobile sales-related value chains, carefully monitoring the condition surrounding each sales base, and otherwise reinforcing foundations. At the same time, we will advance cooperative ventures with CFAO, the focus of which will be automotive sales and peripheral fields.

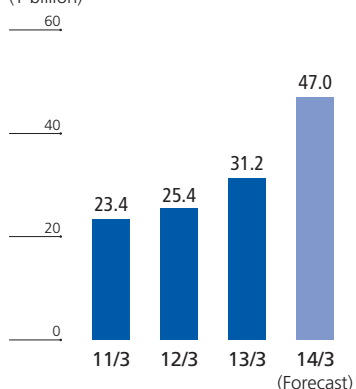
#### Net Sales

(¥ billion)



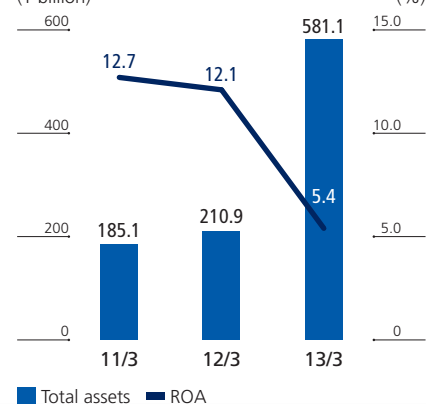
#### Operating Income

(¥ billion)



#### Total Assets / ROA

(¥ billion)



## TOPICS

### Establishment of Used Vehicle Sales Company in Kenya

In April 2012, we established and commenced operation of Toyota Auto Mart Kenya Limited, a used vehicle sales company in Kenya, where used vehicle demand is brisk. This company represents our first overseas used vehicle sales location, and it is leveraging our accumulated automobile business expertise. Since the used vehicle market in Kenya is not transparent and sound yet, we aim to resolve this issue and raise the value of brands we deal in. At the same time, this company recognizes the middle-income demographic of Kenya as ripe with new key customers that have the potential to become new vehicle customers in the future.



## SEGMENT OVERVIEW



# Machinery, Energy & Project Division

## For Accelerating Growth



**Hiroki Sawayama**

Senior Managing Director, Chief Division Officer of Machinery, Energy & Project Division

This division comprises the machinery area—generating the majority of its earnings from the automotive production equipment business—and the energy and infrastructure project area, which has mainly focused on securing stable energy supplies and developing related infrastructure. We are also strengthening collaboration within the division between these two areas. While reinforcing each business area's current earnings platform, the division will combine the expertise it has accumulated in the automotive sector to build an energy supply chain, and otherwise work to create new synergies.

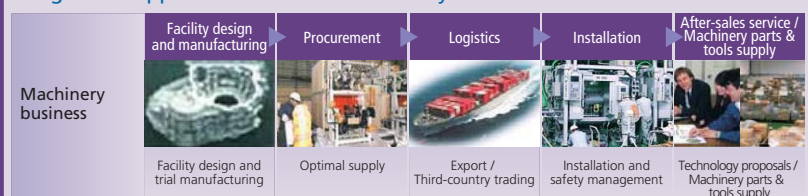
### Competitive Advantages

This division is developing its operations in two areas. The machinery area encompasses automotive production equipment and various other equipment, industrial vehicles, and construction machinery. Meanwhile, the energy and infrastructure project area includes resources, such as petroleum, natural gas, coal, and water, as well as a range of power generation and EPC (engineering, procurement, and construction) projects. In the machinery area, the division provides integrated support capabilities for production equipment to a wide range of industries. Moreover, the division is focusing efforts on increasing sales of industrial vehicles, construction machinery, and textile machinery in emerging countries. In the energy and infrastructure project area, the division's goal is to secure stable energy supplies over the long term. With this in mind, we procure crude oil from the Middle East and heavy oil from Southeast Asia and operate gas production businesses in Australia and North America and coal production businesses in Australia. In the power generation business, on a worldwide scale we develop and operate conventional thermal power generation businesses as well as renewable power generation businesses, including wind and solar power. Going forward, we aim to develop energy infrastructure for emerging countries through an integrated business model that spans project proposals through to EPC projects, fund-raising, and plant operation.

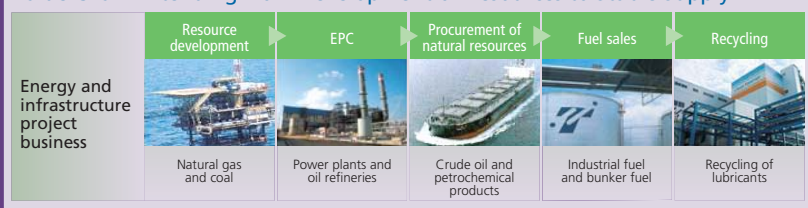
## Integrated Support Capabilities for Machinery and Equipment Value Chain Extending from Development of Resources to Stable Supply

In the machinery area, which spans various machinery and equipment, industrial vehicles, and construction machinery, the division not only procures and markets goods but also provides comprehensive support services covering planning and solutions as well as technological development, quality control, and efficient logistics that make important contributions to the building of customers' production systems. Aiming to ensure stable long-term energy supplies, on a worldwide scale the division develops and supplies such resources as oil, coal, natural gas, and water and develops and operates power generation businesses.

### Integrated Support Functions for Machinery and Facilities



### Value Chain Extending from Development of Resources to Stable Supply





### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, in the machinery area, we commenced investment in a major construction machinery rental and sales company in Singapore and began participating in this business with the aim of accelerating the Company's global expansion in the construction machinery market. In the energy and infrastructure project area, the Group became involved in Iraqi reconstruction projects by winning orders from Iraq's Ministry of

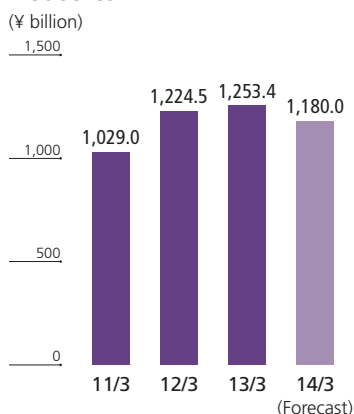
Electricity for 24 mobile substations and EPC services related to 24 stationary electric power substations to be built throughout Iraq. In the fiscal year ended March 31, 2013, net sales increased ¥28.9 billion year on year, to ¥1,253.4 billion, as a result of the consolidation of Eurus Energy Holdings Corporation. Accordingly, operating income rose ¥9.9 billion, to ¥10.4 billion.

### Business Results Outlook for the Fiscal Year Ending March 31, 2014

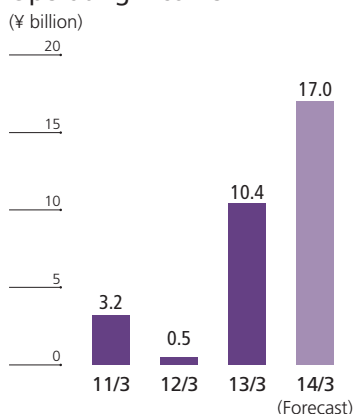
Conditions in the global economy remain unclear, and we expect trade volumes of crude oil to decline. As a result, net sales in the fiscal year ending March 31, 2014, are forecast to decline ¥73.4 billion year on year, to ¥1,180.0 billion. However, increased profits from energy-related businesses are expected to lead to the recording of a ¥6.6 billion rise in operating income, to ¥17.0 billion.

Looking at business initiatives, we will pursue increased managerial efficiency by transferring operations to subsidiaries. At the same time, we will work to expand business operations through ongoing energy-related investments primarily directed toward North America, Asia, and Oceania.

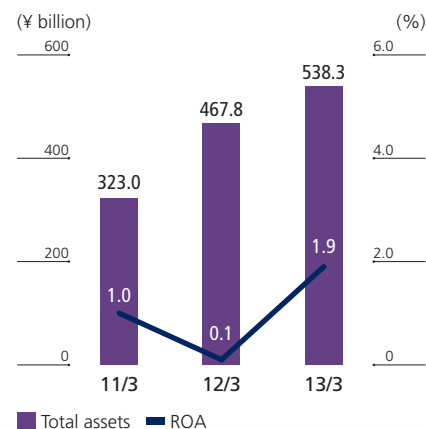
#### Net Sales



#### Operating Income



#### Total Assets / ROA



## TOPICS

### Participation in Coalbed Methane Development and Production Project in Canada

Toyota Tsusho has reached an agreement with Encana Corporation, Canada's largest natural gas producer, to acquire a 32.5% interest in a coalbed methane (CBM) project located in Alberta, Canada. Gas production commenced at this project in 2001, and the project continues to produce even today. The Company views North America—the world's largest natural gas market—as a strategic business region for building a natural gas value chain due to its potential as a promising supplier for liquefied natural gas (LNG). Going forward, we will actively participate in development and production projects of both conventional and unconventional gases.



SEGMENT OVERVIEW



# Chemicals & Electronics Division

## For Accelerating Growth



**Hideki Yanase**

Managing Director, Chief Division Officer of Chemicals & Electronics Division

Straddling the three strategic business areas set out in the Global 2020 Vision, this division is spread across organizational and national boundaries to better unite our headquarters, overseas operating sites, and Group companies and to utilize the collective strengths and synergies this creates to expand its business.

In the chemicals and plastics business, we will strengthen ties with strategic partners while expanding value chains from upstream through to downstream operations. In the electronics business, we anticipate the emergence of a society based on ever more high-speed and diverse information and communications technology (ICT), and will strengthen devices businesses and ICT-related businesses with this in mind.

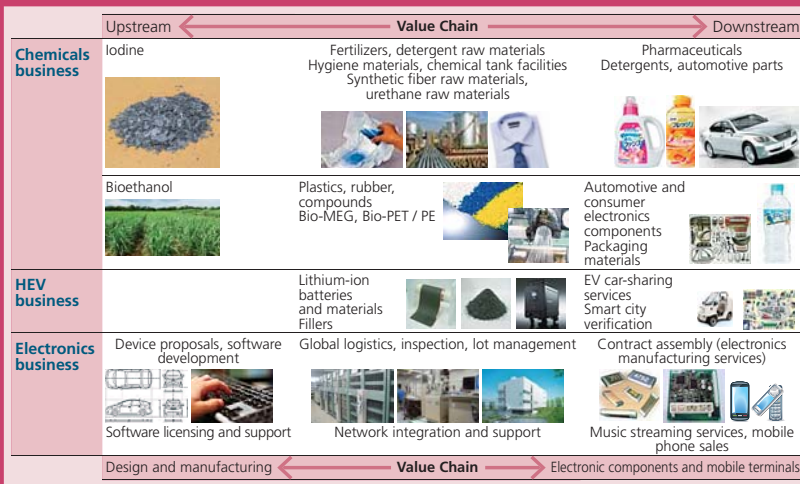
### Competitive Advantages

This division expands its business while creating new synergies by combining the chemicals and plastics business, the electronics business, and the HEV (Green Mobility) business.

In the chemicals and plastics business, the division handles chemical products for a wide range of areas, including automotive- and industrial-use plastics, packaging materials, detergent raw materials, and hygiene materials. The division also boasts strong sales capabilities and networks in Asia, which it is leveraging to improve earnings while aggressively expanding into new fields such as pharmaceuticals and fertilizers. In the electronics business, we have a standing as Japan's largest trader of electronic components. The division handles electronics components and software that are incorporated into automobiles, consumer electronics, and industrial devices and operates a network business globally that links these products. Meanwhile, the HEV (Green Mobility) business handles storage batteries for household and automotive applications, conducts proving tests for technologies related to the emerging "electric society" in Japan and overseas, and develops social infrastructure.

## Promoting Collaboration among Three Areas to Create New Synergies

The division's three business areas—chemicals, electronics, and HEVs—are working in unison to generate new synergies and expand value chains. While growing the earnings of our businesses through inter-division coordination, we will create benefits for people and society in the areas of Mobility, Earth and Resources, and Life and Community.



### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, in the chemicals business, the Group partnered with Secom Medical System Co., Ltd., and India's Kirloskar Group to establish a general hospital operation joint venture in India, and thereby expand its healthcare operations. Additionally, Suntory Beverage & Food Limited decided to bottle some of its beverage brands in PET bottles made of *GLOBIO* plant-derived plastic, a material the Company is manufacturing and selling in an

integrated manner. In the electronics business, subsidiary ET SQUARE Inc. endeavored to expand its content and service offerings, initiating an alliance with Pioneer Corporation in the automotive multimedia distribution business. Meanwhile, the consolidation of Elematec Corporation and recovery in automobile production resulted in net sales rising ¥187.6 billion year on year, to ¥1,324.8 billion. However, operating income declined ¥1.1 billion, to ¥10.4 billion.

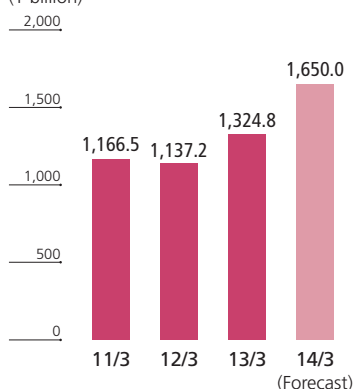
### Business Results Outlook for the Fiscal Year Ending March 31, 2014

We project that automobile production will increase and conditions in automotive markets in Asia and other regions will improve. This is expected to drive a rise in demand for chemicals and electronic components. Due to this increase in demand as well as the contributions from newly consolidated subsidiaries, we anticipate that in the fiscal year ending March 31, 2014, net sales will be up ¥325.2 billion year on year, ¥1,650.0 billion, and operating income will similarly grow ¥12.6 billion, to ¥23.0 billion.

As for business initiatives, the division will boost responsiveness to the needs of emerging countries and pursue cooperation with prominent overseas suppliers to expand businesses relating to core products. In addition, initiatives in the environment, bio-product, and software development fields commenced in the fiscal year ended March 31, 2012, will be continued, and the division will accelerate efforts in the new fields of pharmaceuticals and fertilizers.

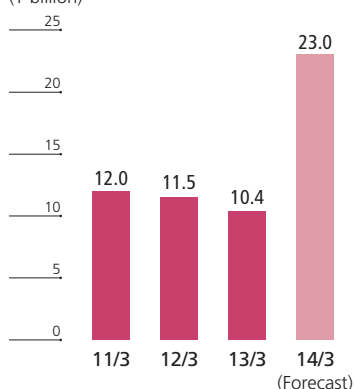
#### Net Sales

(¥ billion)



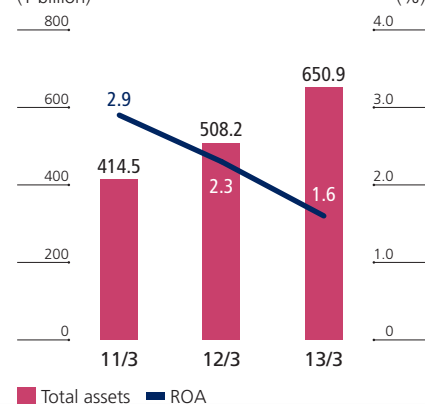
#### Operating Income

(¥ billion)



#### Total Assets / ROA

(¥ billion)



## TOPICS

### Start of Joint Venture to Research, Develop, Produce, and Sell Superabsorbent Polymers

Toyota Tsusho entered into an agreement with Mitsubishi Chemical Corporation to acquire a 30% stake in San-Dia Polymers, Ltd., a consolidated subsidiary of Sanyo Chemical Industries, Ltd., that manufactures and sells superabsorbent polymers (SAP). The Company plans to conclude its portion of the stock transfer following procedures to address competition laws in and outside Japan.

SAP is a key raw material for disposable diapers, and is experiencing strong growth in demand in emerging countries. Since Sanyo Chemical Industries began the world's first commercial production of SAP, the Company has played a role in the sales of this product. Going forward, the Company will continue to bolster its strategic partnership with Sanyo Chemical Industries while strengthening and expanding the value chain for the core product of SAP, and developing related operations on a global scale.



## SEGMENT OVERVIEW



# Food & Agribusiness Division

## For Accelerating Growth



**Yoshiki Miura**

Managing Director, Chief Division Officer of  
Food & Agribusiness Division

This division is developing operations in Japan and overseas in the three business areas of grains, distribution, and agriculture. In the grains business, the division intends to acquire a large market share by expanding businesses in food-purchasing countries. The ability to sell food products in these countries will be used as a tool to strengthen alliances with strategic partners in food-producing regions and build value chains from accumulation through to sales. In the foodstuffs business, the division will invest to acquire manufacturing and sales capabilities by forging alliances and implementing mergers and acquisitions (M&As) targeting Japanese food manufacturers. At the same time, the division will develop businesses overseas. Furthermore, in the agriculture area, plans call for developing recycling-oriented agricultural systems in emerging or growing countries. With this in mind, the division will focus on compost and fertilizer manufacturing, agricultural produce cultivation, and the aquaculture business.

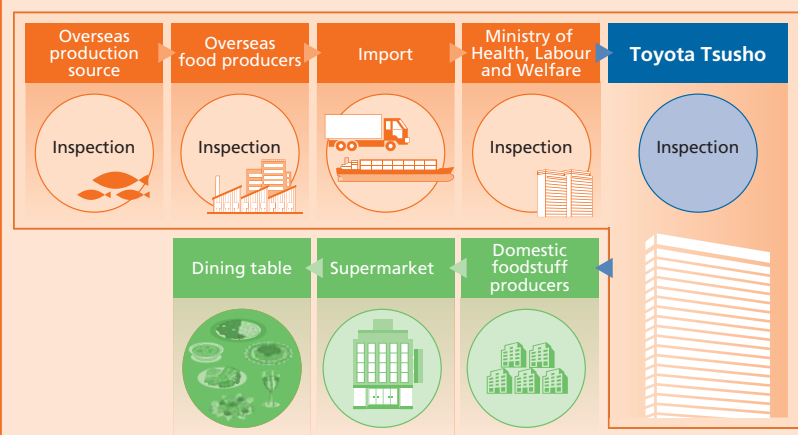
### Competitive Advantages

This division comprises the grains business, which handles feed ingredients, oilseeds, rice, wheat, and raw sugar, and the foodstuffs business, which mainly deals with food ingredients and frozen processed foods. In the grains business, one of our strengths lies in our feed processing complexes, centered on four grain silos in Japan. These silos have piers that enable large vessels to dock alongside them. From the silos, we supply grains via a dedicated pipeline to blended feed manufacturers further inland. In terms of volume, we are one of the leading handlers of feed grain in Japan. Moreover, we have established a comprehensive value chain in which we import wheat from the United States and other countries and sell flour to China and Southeast Asia through our proprietary sales network. In the foodstuffs business, we are catering to diversifying needs through our various food processing businesses, which capitalize on processing bases in Japan and overseas. Also, we are strengthening our food safety management systems. For example, the Company has established a Food Safety Promotion Group within the division to strengthen traceability and other important safety management capabilities.

## Establishment of Toyota Tsusho's Distinctive Food Safety Management System

Toyota Tsusho has established its own food safety management system to ensure food safety. In addition to rigorous selection of suppliers and reinforcement of local supplier management criteria, we are strengthening local and border inspections carried out mainly by the Food Safety Promotion Group in conjunction with specialist external organizations. In these ways, we aim to be a general trading company with an unsurpassed safety management system.

### Unified Management through Food Safety Management System





### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, in the grains business, the Group entered the Australian grain accumulation, logistics, and exporting business in earnest by acquiring an equity stake in a local grain accumulation and exporting company. In the foodstuffs business, an Indonesian joint venture established with Hokkan Holdings Limited commenced full-scale operations in the aim of developing

the PET bottle beverage market in Indonesia. In performance, trading volumes of imported grains declined, and the division posted a year-on-year decrease of ¥20.9 billion in net sales, to ¥290.2 billion. Nevertheless, operating income was relatively unchanged from the previous fiscal year, at ¥2.5 billion.

### Business Results Outlook for the Fiscal Year Ending March 31, 2014

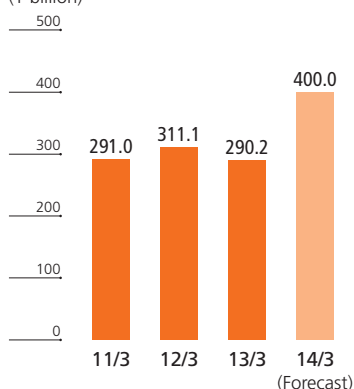
In the fiscal year ending March 31, 2014, we cannot expect a significant recovery in the grains business in Japan given the livestock industry's prolonged slump. Nevertheless, the influences of newly consolidated subsidiaries and increased trading volumes of imported grains will contribute to improved performance in the fiscal year ending March 31, 2014, and net sales are forecast to rise ¥109.8

billion year on year, to ¥400.0 billion, and operating income is anticipated to grow ¥5.5 billion, to ¥8.0 billion.

In business initiatives, we will reinforce the foundations of existing businesses while continuing to strengthen the grains value chain overseas.

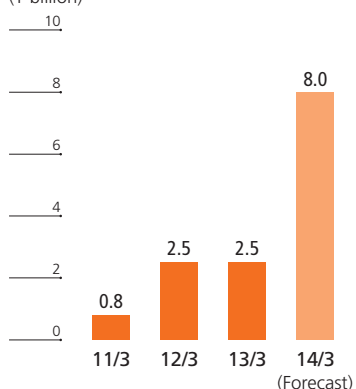
#### Net Sales

(¥ billion)



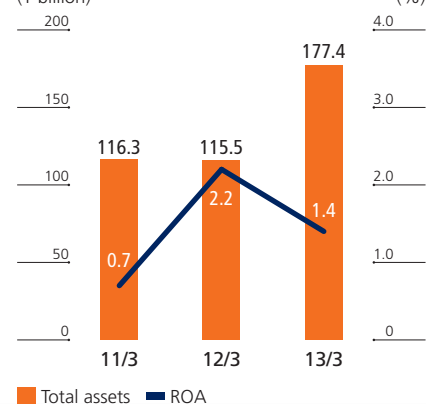
#### Operating Income

(¥ billion)



#### Total Assets / ROA

(¥ billion)



## TOPICS

### Project Linking Agriculture, Industry, and Government (Construction of Third VEGi-Dream Kurihara Farm)

VEGi-Dream Kurihara Corporation, a company with injected capital from consolidated subsidiary Toyota Tsusho Foods Corporation, commenced a joint project together with Toyota Motor East Japan, Inc., Miyagi Prefecture, and Ohira Village, effectively linking agriculture, industry, and government. Through this project, the parties are collaborating to develop a paprika farm in Ohira Village. This farm is supplied with unused exhaust heat from Toyota Motor East's factory, helping reduce both the farm's environmental footprint and its costs. In addition, this project is helping make Japan more self-sufficient in terms of agriculture while also contributing to the post-Great East Japan Earthquake reconstruction effort.



## SEGMENT OVERVIEW



# Consumer Products & Services Division

## For Accelerating Growth



### Soichiro Matsudaira

Managing Director, Chief Division Officer of  
Consumer Products & Services Division

Aiming to lead the initiatives that the Group has set out for the Life and Community area defined in the Global 2020 Vision, this division will establish new business models and work to create more fulfilling lifestyles. The division will focus management resources on its three strategic business areas: insurance, lifestyle (apparel), and living and healthcare (health, nursing care, and residential infrastructure). Furthermore, we will create businesses with strong market presences not only by pursuing traditional product-based approaches but also by adopting capability- and region-based strategies. With a particular focus on regions that are enjoying conspicuous growth—China, Asia, and Australia—the division will increase the pace of global business development and advance toward realization of the “TRY-1” initiative.

#### Competitive Advantages

This division provides various products and services that support people's daily lives in many different areas. In the insurance area, we operate insurance sales agencies in Japan that provide various insurance plans, and are also expanding into new fields, such as offering project insurance, contents insurance, and other new insurance services. In the lifestyle area, the division's apparel business takes advantage of strengths in functional materials and an extensive production network to act as a comprehensive supplier covering areas ranging from development through to sales and delivery. In the living and healthcare area, we are developing a nursing care business, a medical facilities and related services business, and a housing materials and office furniture sales business, as well as a hotel residence business that supports companies in expanding their operations overseas. These businesses help people live healthier and more satisfying lives.

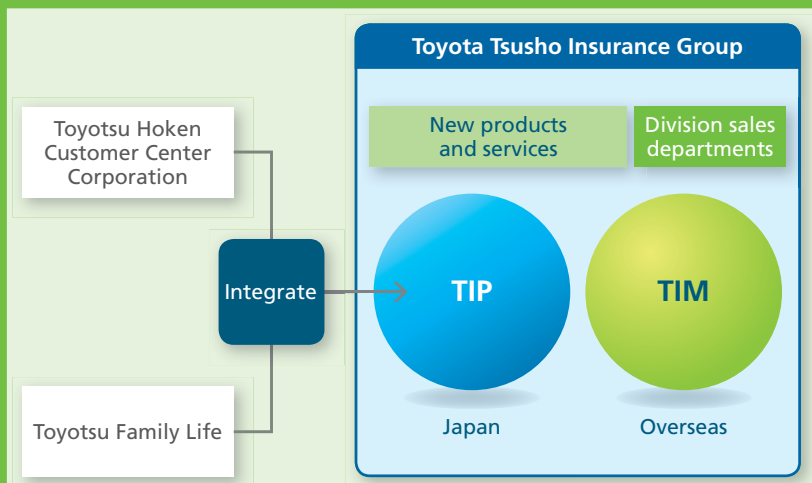
#### Business Results for the Fiscal Year Ended March 31, 2013

In the fiscal year ended March 31, 2013, in the insurance business, the Group opened a medical clinic for employees of local companies in Thailand, where the healthcare market is growing, with the aim of responding to the need for more affordable healthcare in this country. We also began providing services that fuse healthcare, social welfare, and

### Initiatives to Expand the Insurance Business

In the insurance business, we established Toyota Tsusho Insurance Partners Corporation (TIP) in April 2013. This company will consolidate two insurance business subsidiaries to improve efficiency in the sales agency business and enhance the quality of services provided to customers.

This new company handles insurance volumes amounting to ¥53.0 billion, and is avidly strengthening the specialist skills it possesses as one of Japan's leading insurance sales agency companies. Levering these skills, it will develop operations in new fields, such as providing insurance to senior citizens. Meanwhile, the division's sales departments are developing new businesses that break away from traditional frameworks, such as providing comprehensive insurance services centered on medical clinics for company employees. At the same time, we are accelerating expansion in overseas markets through cooperation with Toyota Tsusho Insurance Management Cooperation (TIM), which operates as an insurance broker.



insurance in this country. In the living and healthcare area, the Group partnered with a major Indonesian real estate developer to launch a hotel residence business targeted at overseas transferees posted in Indonesia, which is experiencing a continued influx of Japanese companies. In the automotive accessories and materials business, the Group established an automotive accessory conversion joint venture with Beijing XDF Industry & Commerce Co., Ltd.,

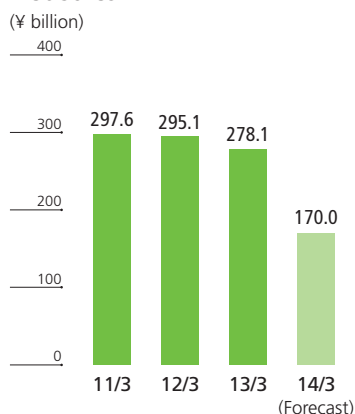
a subsidiary of Beijing Automotive Industry Holding Co., Ltd. In the fiscal year ended March 31, 2013, net sales decreased ¥17.0 billion year on year, to ¥278.1 billion, due to the absence of a gain on sales of real estate for sale recognized for the fiscal year ended March 31, 2012. Likewise, operating income declined ¥1.6 billion, to ¥11.7 billion.

### Business Results Outlook for the Fiscal Year Ending March 31, 2014

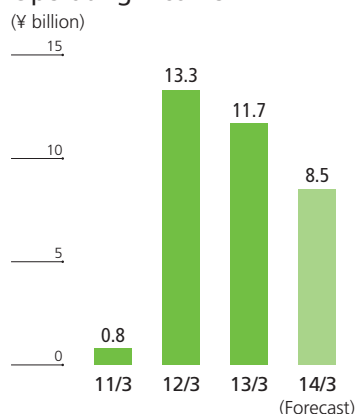
The operating environment is expected to remain difficult in the fiscal year ending March 31, 2014, due to the flurry of activity in the burgeoning Asian economic sphere and the intensified race to acquire market shares in emerging countries. In performance, net sales are forecast to decline ¥108.1 billion year on year, to ¥170.0 billion, following the transference of certain operations to the Global Production Parts & Logistics Division. Consequently, operating income is expected to decrease ¥3.2 billion, to ¥8.5 billion.

This division's business initiatives will include expanding its domestic sales agency network and strengthening the overseas broker business in the insurance field. In the lifestyle area, we will grow the apparel business, which is focused on brand-name items, as well as the original equipment manufacturer (OEM) production business. Meanwhile, in the living and healthcare area, we will focus our efforts on strengthening nursing care- and medical care-related businesses.

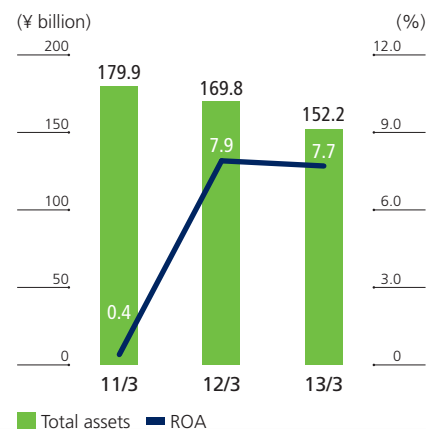
#### Net Sales



#### Operating Income



#### Total Assets / ROA



## TOPICS

### Start of Hotel Residence Business for Business Travelers in Indonesia

The number of Japanese companies expanding into Indonesia has grown rapidly in recent years, and there is a chronic shortage of facilities for lodging or residence in the Cikarang district of the eastern part of the capital Jakarta in particular. To address this issue, the Company began developing a hotel residence business together with major Indonesian conglomerate Lippo Group, PT. Tokyu Land Indonesia—a Tokyu Land Group company—and Toyota Housing Corporation. Initially, this business will offer approximately 170 rooms.

The hotel residences will be geared towards business travelers to Indonesia on medium- to long-term stays and expatriates, and will provide services including 24-hour Japanese-language concierge service and Japanese restaurants, along with shuttle services between the residences and industrial parks and airports. The Company is targeting a fall 2014 start of operation.



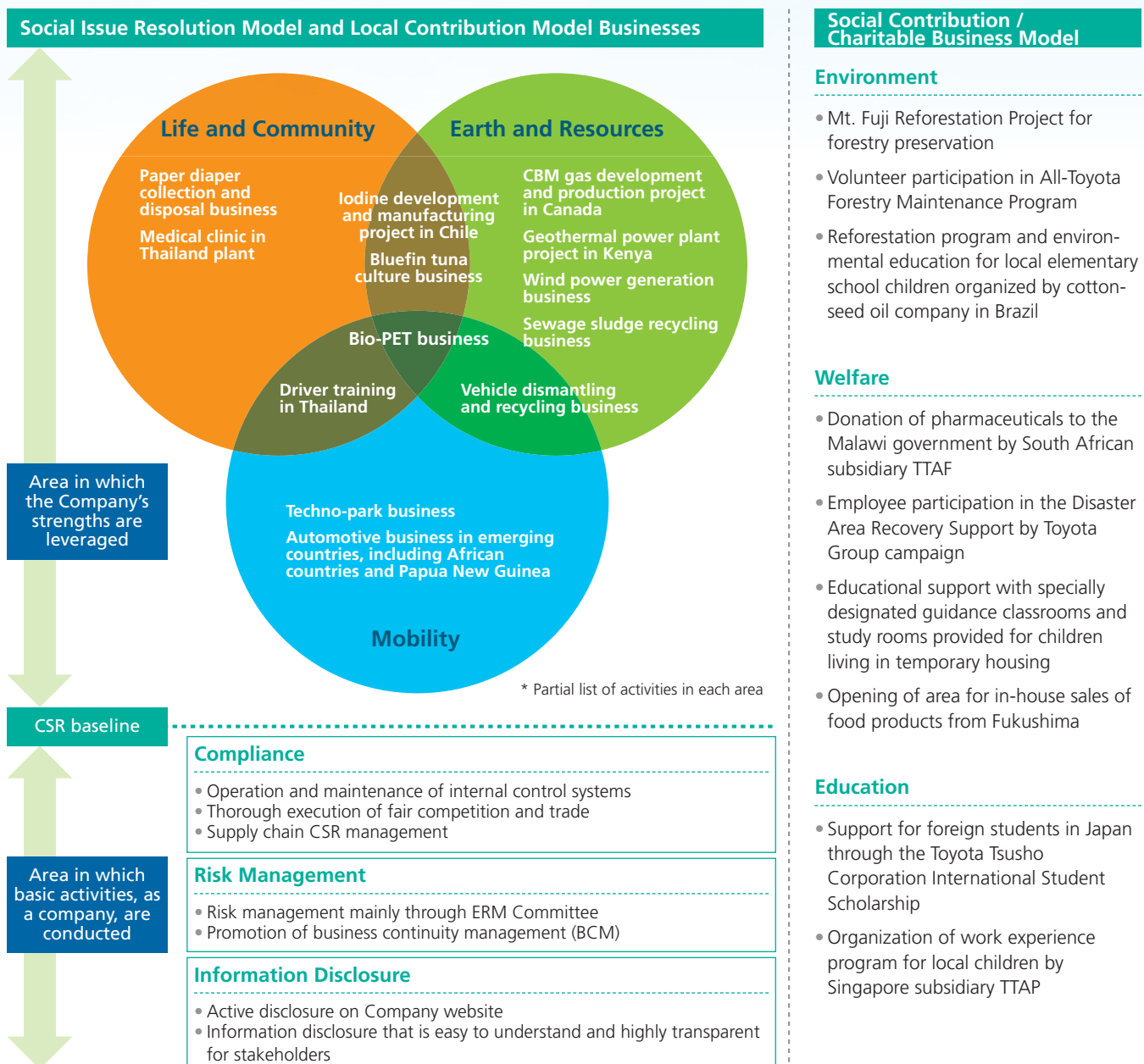
## CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has established the following Corporate Philosophy: "Living and prospering together with people, society, and the globe, we aim to be a value-generating corporation that contributes to creation of a prosperous society." At Toyota Tsusho, we conduct CSR activities by working to realize this philosophy through the practice of our Behavioral Guidelines, which define a code of action for all executives and employees.

In April 2013, we established a CSR Activities Map to clarify the areas in which we will conduct our CSR activities. This map defines

the businesses in which we can leverage the Company's strengths to contribute to the resolution of social issues in line with the Global 2020 Vision. In addition, the map identifies compliance, risk management, and information disclosure as areas in which basic activities, as a company, are to be conducted, and otherwise comprehensively prescribes measures for our social contribution activities. We will use this map to guide us on our quest to conduct Groupwide CSR activities that exceed the boundaries of our business to encompass other areas.

### CSR Activities Map





## Strategic CSR Activities

Each division will contribute to the community and help resolve social issues through its business activities.



### Metals Division

#### Recycling Business Conducted Throughout the Vehicle Lifecycle

We are developing a recycling business that recycles all waste produced during the vehicle lifecycle, from the metal scrap created during production to the materials left over after disposal.



### Global Production Parts & Logistics Division

#### Traffic Safety Center in Thailand

In Thailand, the volume of items distributed through logistics services is rising as a result of an increase in demand for professional drivers. To help respond to this demand, we have established a training center at which drivers learn safe driving techniques. In this manner, we are contributing to the entrenchment of a culture of safe driving in the region.



### Automotive Division

#### Businesses Rooted in Papua New Guinea and Other Emerging Countries in the South Pacific

We are contributing to the development of Papua New Guinea and six other emerging countries and regions in the South Pacific through our businesses that are deeply rooted in these areas, specifically sales of new and used vehicles and vehicle rental.



### Machinery, Energy & Project Division

#### Wide-Ranging Renewable Energy Businesses

Eurus Energy Holdings Corporation conducts wind and solar power businesses around the world. In addition, the Company is participating in a project for the construction of a geothermal power plant that will have Kenya's largest generation capacity.



### Chemicals & Electronics Division

#### Bio-PET Business Providing Alternatives to Oil-Derived Plastics

The Company produces Bio-PET (polyethylene terephthalate) using bioethanol derived from sugarcane, and is creating a comprehensive Bio-PET supply chain linked to manufacturers of automobile interior materials, apparel, and PET bottles.



### Food & Agribusiness Division

#### Bluefin Tuna Intermediate Breeding Business For Complete Culture

Kinki University succeeded in developing the world's first complete bluefin tuna culture system. We have formed a partnership with the university, which has enabled this system to be used by Dream Goto Corporation in Goto City, Nagasaki Prefecture, to help cultivate a stable and sustainable supply of bluefin tuna.



### Consumer Products & Services Division

#### Paper Diaper Collection and Disposal Business for Nursing Care Service Providers

Toyotsu Lifecare Corporation offers comprehensive support for nursing care service providers related to adult-use paper diapers, which pose difficulties in terms of hygiene management and appropriate disposal after use. The services this company offers range from sales to collection and disposal of diapers.



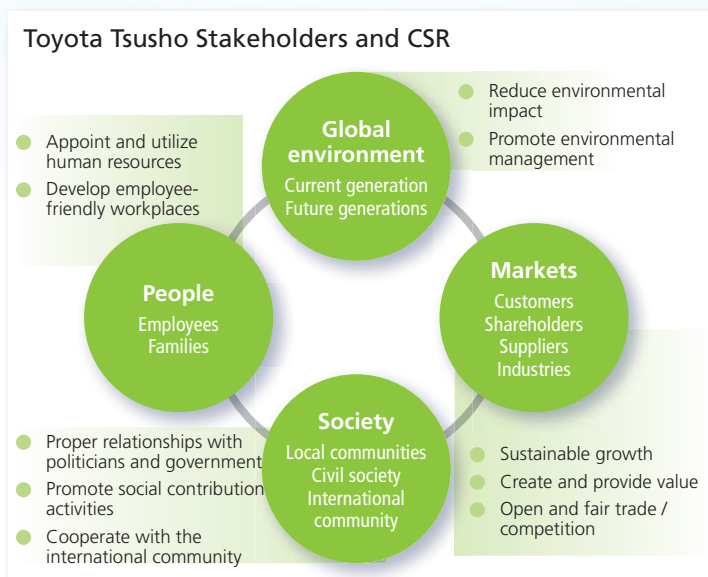
## CSR (CORPORATE SOCIAL RESPONSIBILITY)

### Promotional Structure and Stakeholders

We have established the CSR Committee (chaired by the president) to serve as the central organization for promoting CSR throughout the Group. This committee meets once each year. Organizations operating under the CSR Committee are the Specified Import & Export Control Committee, the Conference on the Global Environment, the Safety Management Improvement Committee, and the OS&H Promotion Committee, with each committee discussing and deliberating the various CSR themes. Also, the ERM (Enterprise Risk

Management) Department, which is responsible for Companywide integrated risk management, covers compliance, while the Social Contribution Office is a specialized organization that actively drives our social contribution efforts.

Based on this structure, we seek to conduct even more-active CSR efforts, resulting in the provision of value that will benefit all our stakeholders.



### Creating a Safety-Oriented Corporate Culture

For the Toyota Tsusho Group, which is expanding globally in a quest to provide its customers with added value, ensuring safety is the presumption of business continuity. With many business sites (i.e., affiliates) creating value-added services such as processing and logistics in wide-ranging business fields, Toyota Tsusho strives to conduct unified safety management encompassing these affiliates and its suppliers. We also work to ensure safety awareness among all Toyota Tsusho Group associates. Measures include sharing information on accidents and disasters through the Health & Safety Committee, holding Safety Conventions for "Zero Workplace Accident Promoters" in each product division, and convening Safety Committee meetings with Group companies. At the same time, Toyota Tsusho is actively engaged in human resources development using "Practical Safety Workshops" and DVD training programs, with the aim of training personnel to anticipate potential hazards.

In addition, Toyota Tsusho is building a safety management

system by changing the mindset of management and developing facilities that exclude potential hazards, based on plant safety diagnoses and risk assessments at production sites worldwide. Furthermore, we verify safety management systems and methods for construction work and facilities when preparing plans for new business project proposals in order to ensure safety from the project development stage. In 2012, we held the Global Safety Meeting, a new initiative, at which safety representatives from Group companies in Thailand, the United States, Brazil, and Australia convened to promote the "Safety First" philosophy among overseas operations. Through these safety activities, we intend to create a corporate culture in which employees act voluntarily to ensure "Zero Workplace Accidents" and accident prevention in all Toyota Tsusho Group business operations.

Furthermore, realizing our responsibility as a trading company that deals in food products, we have installed stringent systems to

ensure thorough food safety. The Food & Agribusiness Division has created a food safety management system with the Food Safety Promotion Group at its core, and actively complies with relevant laws and regulations. Also, the Company's supplier selection process includes paper screening and inspections of supplier processing facilities. Only superior suppliers that have cleared our supplier selection management standards are chosen for registration. In addition, we have developed product management guidelines for registered suppliers, and we require that suppliers conduct strict management of each process relating to their products, from ingredient procurement to product shipping. Also, the inspection

manual based on our food safety management system rules prescribes guidelines for on-site supplier inspections. In accordance with these guidelines, we expect that registered suppliers conduct regular inspections. Should it be judged difficult for the supplier to conduct such on-site inspections, the Food & Agribusiness Division will conduct its own inspections.

For food products imported into Japan, we recognize the risk of unanticipated agrochemical or animal drug residues being found on products. To address this risk, we have established in-house inspection rules based on which we inspect products after they cross the Japanese border.

#### Work Stoppage Rate\* at Domestic Group Company Factories (Fiscal year ended March 31, 2013)

	Metals	Energy	Others
Applicable companies	13	4	15
Employees	1,165	459	3,065
Stoppage rate	0.84	2.48	0.00

\* Stoppage rate: An indicator of accident frequency that is calculated based on the number of accident-related casualties per 1 million working hours.



Practical Safety Workshops

#### Principal Training and Number of People Taking Courses (Fiscal year ended March 31, 2013)

Training topic	Target	People taking courses
Education and training for new employees	New employees	150
Training upon appointment as a safety manager	Mid-level employees, managers	161
Training for personnel posted overseas		29
Education for persons responsible for construction	People in charge (including at Group companies and suppliers)	130
Education for persons responsible for work operations		475
Education for persons responsible for work operations at high elevations		559
Education on prevention of electrical shock		560
Practical Safety Workshops		835
Training for top-level executives	Executives	344

## Creating Value through Diverse Human Resources

Energetic employees are the driving force behind a business. The Toyota Tsusho Group promotes diversity in its human resources that "aims for the creation of new value through an organization where everybody is empowered regardless of gender or age, nationality, or culture." The Toyota Tsusho Group does business through more than 900 consolidated Group companies in over 60 nations around the world, with overseas bases accounting for approximately 60% of operating income. To achieve the Toyota Tsusho Group's corporate vision, it is essential to have a local associate that is highly knowledgeable about laws, business conditions, culture, and other aspects of a given nation. We have established a global personnel strategy and are training employees responsible for managing operations overseas based on the basic stance of respecting the world's diverse values.

In the fiscal year ended March 31, 2013, we worked together

with product divisions to advance plans with the aim of having all employees be sent on overseas assignment by their seventh year at the Company. In the fiscal year ending March 31, 2014, we will take advantage of the acquisition of French trading company CFAO S.A. to increase the number of employees assigned to France as part of our efforts to develop staff that can better compete on the global stage. In addition, we work to develop managers among the staff of overseas businesses. To this end, we have standardized personnel system guidelines for principle overseas businesses and introduced the Leadership Development Program (LDP) for executive-level personnel. In the fiscal year ended March 31, 2013, there were 19 participants in this program.

Additionally, we support a healthy work-life balance for all employees to create an environment that enables them to reach their full potential as individuals. To facilitate this balance, we are

## CSR (CORPORATE SOCIAL RESPONSIBILITY)

working to enhance our lineup of support systems, which includes childcare leave and a system of reduced working hours.

As a result of these efforts, in February 2013 we received the “Nadeshiko Brand” designation from the Tokyo Stock Exchange and the Ministry of Economy, Trade and Industry. Launched in 2013, the Nadeshiko Brand designation is granted to companies in different industries that have been deemed exceptional in terms of promoting women, supporting work-life balance, and maintaining high levels of return on equity. By vigorously promoting these programs going forward, we are confident in our ability to create relationships among employees worldwide that allow each employee to sharpen skills and knowledge, while working together under the shared vision of the Toyota Tsusho Group Way, which is encapsulated in the key phrases “on site, hands on, in touch,” “a passion for business,” and “team power.”

### Female Employees

(Toyota Tsusho, non-consolidated)

	09/4/1	10/4/1	11/4/1	12/4/1	13/4/1
Employees	3,120	3,267	3,499	3,585	3,690
Female employees	661	728	950	1,029	1,062
Percentage of female employees	21.2%	22.3%	27.2%	28.7%	28.8%
Percentage of female employees with children under 18	12.9%	14.0%	12.7%	19.1%	16.1%

### People Taking Childcare Leave

(Toyota Tsusho, non-consolidated)

	09/4/1	10/4/1	11/4/1	12/4/1	13/4/1
Female employees	29	23	41	42	40
Male employees	2	0	4	0	1

## A Stronger Approach to the Environment

The Toyota Tsusho Group is closely involved with manufacturing activities, primarily in the automobile industry, and views the environment as the foundation of manufacturing activities. We believe that our environmental activities can help to realize a recycling-oriented society, a low-carbon society, and a society in harmony with nature, while fulfilling our social responsibilities. At the same time, environmental activities will help to drive growth at the Toyota Tsusho Group. In addition to reducing CO<sub>2</sub> emissions and waste through its own efforts, the Toyota Tsusho Group aspires to step up business activities that help to achieve the above three kinds of society, while expanding these activities worldwide.

Examples of actual activities include the recycling of metals, automobiles, home appliances, paper, and other materials in order to help realize a recycling-oriented society. We are also recycling batteries and mobile phones, which contain valuable scarce resources. Furthermore, we are practicing the 3Rs (reduce, reuse, and recycle) by working to reduce waste production volumes, reuse products, and recycle resources throughout our business activities.

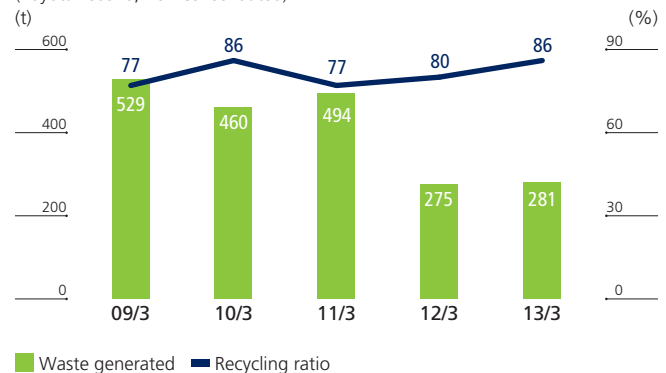
To realize a low-carbon society, we are promoting renewable power generation businesses in various locations around the world, including a wind power generation business. On a global basis, we are also engaged in the supply of solar power generation systems and solar power plants; the recovery of biogas from wastewater released from starch plants; and the emissions rights business through Clean Development Mechanism projects, among other initiatives. In addition, we seek to reduce CO<sub>2</sub> emissions during regular operations, and are doing so by regulating thermostat settings at offices, introducing energy-saving equipment at factories, and improving efficiency in logistics.

To realize a society in harmony with nature, we implement environmental assessments to rigorously prevent pollution, in addition to enforcing compliance with environmental laws and regulations. For projects under the management of the Company, the Global Environment Management Group conducts environmental assessments from the planning phase, and environmental measures are steadily implemented to ensure compliance with environmental regulations and to prevent pollution. In the fiscal year ended March 31, 2013, we launched the new investment project environmental assessment system, and seven large-scale projects were assessed using this new system. This assessment system has been judged top class in the industry by a major international environmental consulting firm.

Furthermore, as a common tool to facilitate environmental management, we encourage Group companies in Japan and overseas to acquire certification under the ISO 14001 international standard for

### Waste Generation and Recycling Ratio

(Toyota Tsusho, non-consolidated)





environmental management systems. To ensure that our environmental management system is operating effectively, we conduct internal audits as well as third-party ISO audits through external auditing organizations. Moreover, Toyota Tsusho conducts ISO seminars

each year to cultivate personnel capable of driving environmental management. We also invite external lecturers to hold internal audit seminars for internal auditors at Group companies in Japan.

## Social Contribution Activities

The Toyota Tsusho Group adheres to the guiding principle of contributing to society as a good corporate citizen. Accordingly, the Group interacts directly with local communities while actively participating in an array of activities to find solutions to issues facing society and promoting initiatives aimed at ensuring people's happiness and well-being. Moreover, we promote activities in which people can see our "corporate face" by encouraging employee participation in volunteer activities to provide direct personal support. We position people (education), society (welfare), and the Earth (environment) as key themes in light of our Corporate Philosophy. By electing the well-balanced pursuit of three approaches, consisting of 1) contributing financially, coupled with planning and implementing voluntary programs as a company; 2) creating a

culture and systems that support participation / contribution through volunteering by directors and employees; and 3) contributing to a recycling-oriented society and reducing the burden on the Earth's environment through business activities, we are able to address our social responsibility of "creating a more prosperous society" through activities that are unique to the Toyota Tsusho Group.

Since the Great East Japan Earthquake struck in 2011, we have made disaster recovery support our top priority. In addition to aiding recovery in the stricken areas (conducting volunteer activities with the Toyota Group and holding events), we have been engaged in efforts such as supporting the education of children living in temporary housing, gathering donations, and sending and selling products from Northern Japan within the Company.

### People (Education)



Support for foreign students at Japanese universities through scholarships



Organization of work experience program for children in Singapore

### Society (Welfare)



Donation of pharmaceuticals to the Malawi government



Campaign to deliver Japanese picture books to children in Asia

### The Earth (Environment)



Environmental education in Brazil to protect water resources



Participation in the Mt. Fuji Reforestation Project for forestry preservation (commenced in the fiscal year ended March 31, 2009)

### Disaster Recovery Support



Educational support for children living in temporary housing in Sumita Town, Iwate Prefecture



Fairs to promote reconstruction of regions impacted by the Great East Japan Earthquake

For more detailed information regarding CSR activities, please refer to the Company's website and CSR report

CSR website



<http://www.toyota-tsusho.com/english/csr/index.html>

CSR Report 2013

<http://www.toyota-tsusho.com/english/csr/report.html>

## CORPORATE GOVERNANCE

### Message from the Chief Division Officer of the Administrative Division

**Kuniaki Yamagiwa**

Managing Director, Chief Division Officer of Administrative Division

Back in April 2006, Toyota Tsusho reduced the number of directors and introduced an executive officer system. This was done with the aim of improving managerial efficiency and enabling business to be conducted more flexibly.

Furthermore, the chief division officer of each product division also serves concurrently as a director. This enables them to share a Companywide management perspective based on which they can pursue coordination with other divisions to construct a business model that exceeds the boundaries of specific product categories. In the automotive business, for example, the value chain is exceptionally long, spreading across many divisions. For this reason, even if a division provides its services to customers based on optimizing its own operations, this may not end up being the best option for customers. Accordingly, it is necessary to pursue earnings from the standpoint of achieving Companywide

optimization, and this must be done in a manner that creates value for customers. In the focus fields of Earth and Resources and Life and Community, creating inter-division synergies is of extreme importance, especially when it comes to commencing new businesses. For this perspective, I believe that Toyota Tsusho's current management system, which encourages the pursuit of value through Groupwide coordination, is the best possible system for realizing our Global 2020 Vision.

Advancing toward the realization of this vision, however, is resulting in a rise in investment amounts. If the Company does not objectively evaluate whether or not investments will contribute to improved corporate value, then it will be exposed to significant risks. To reduce exposure to such risks, regular monthly meetings are held at which the president, executive vice presidents, executives from the Administrative Division, and the chief division officer of each product division discuss the progress of investment projects in each target area defined in annual plans. For specific projects, investment decisions are made by the Investment and Loan Committee or at the Investment and Loan Meeting in consideration of their strategic benefits and internal investment standards. Representatives from the Administrative Division attend these forums, where discussions are held from various perspectives to identify possible risks and ensure that investments are successful. Going forward, the Company will continue to bolster its corporate governance structure in pursuit of higher corporate value.



### Basic Approach

The Company has established the following Corporate Philosophy: "Living and prospering together with people, society, and the globe, we aim to be a value-generating corporation that contributes to creation of a prosperous society." The Group has established Behavioral Guidelines as a fundamental code of conduct for realizing this philosophy in a legally compliant and appropriate manner as a good corporate citizen.

In accordance with the Corporate Philosophy, we established the Basic Policies on Establishing Internal Control Systems at a meeting of the Board of Directors held in May 2006. By putting in place systems for ensuring proper operations throughout the Company, we

seek to pass on to younger employees a deeper understanding of the Toyota Tsusho Group Way, which sets forth the Group's unique values, beliefs, and daily principles of conduct. The overriding goal is to fulfill the Group's mission by creating value from the customer's perspective.

Guided by these Basic Policies, we are actively working to further raise management efficiency, enhance transparency, enforce rigorous compliance, and establish a more sound financial position. We are also working to enhance our public relations (PR) and investor relations (IR) activities to foster a broader understanding of the Group.

## Committee and Meeting Functions and Roles

The Company has established various committees and meetings to reinforce its corporate governance. Toyota Tsusho has established a Companywide lateral meeting structure wherein directors and

executive officers examine measures for addressing management issues, consulting with the Board of Directors as necessary.

### Executive Committees

Executive Committees comprise councils for deliberation on business execution, and include the Executive Board Members' Meeting, Operating Committee, Policy Committee, Investment and Loan Committee, and Investment and Loan Meeting.

### ERM Committee and ERM Conference

While ensuring the independence of internal audits, the ERM\* Committee audits the process of managing individual risks, discerns risks for the Toyota Tsusho Group, and sets risk buffer limitations. The ERM Conference conducts screening of the above-mentioned items for the ERM Committee.

\* Enterprise Risk Management

### CSR Committee

This committee discusses and drafts plans related to the building blocks of CSR, including safety, the environment, compliance, and corporate contribution activities.

### Corporate Management Committees

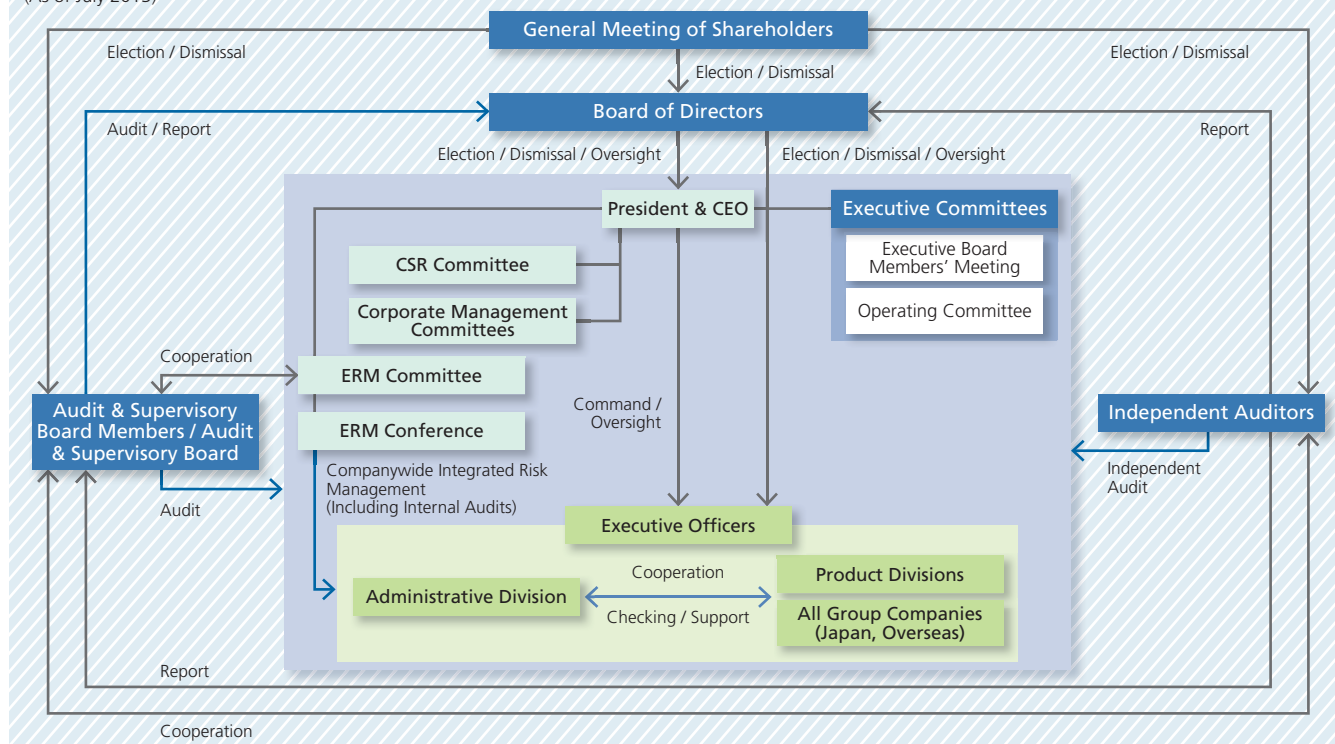
Corporate management committees provide opportunities for discussion among executives in charge of multiple divisions throughout the Company and are designed to discuss and determine policies on themes of important management strategy that span the entire Company.

### <Description and Objectives of the Corporate Management Committees>

- Human Resources Enhancement Committee: Discuss various themes related to human resource training to reinforce human resources.
- Corporate Business Promotion Committee: Discuss policies and budgets for specific new business involving the entire Company.
- Overseas Regional Strategy Committee: Planning and promotion of strategies for key overseas markets, as well as for emerging nations and resource-rich countries.
- Cost Reduction and Kaizen Promotion Committee: Promote reductions in costs throughout the Company, and share and develop improvement case studies throughout the Company.
- IT Strategy Committee: Discuss Companywide policies on IT strategies.

## Corporate Governance Structure

(As of July 2013)



## CORPORATE GOVERNANCE

### Promotion Structure

Toyota Tsusho has adopted the system of a Company with Audit & Supervisory Board to ensure management transparency and soundness. In addition, the Company has streamlined the Board of Directors and introduced an executive officer system with the aim of improving managerial efficiency and strengthening internal control. The Board of Directors comprises 13 directors, who make important management decisions and supervise the execution of business by directors. Directors are appointed for a one-year term, and the Board of Directors meets once each month, in principle.

The Audit & Supervisory Board is made up of five Audit & Supervisory Board members, three of whom are outside Audit & Supervisory Board members, who perform a checking function from an external viewpoint. Audit & Supervisory Board members regularly exchange ideas with the directors, executive officers, and independent auditors, as well as the Internal Audit Division and other organizations. Through these actions, Audit & Supervisory

Board members strive to ensure the legality, appropriateness, and efficiency of business execution.

Toyota Tsusho conducts Groupwide management based on the divisional system. Currently, the Company has a total of eight divisions: seven product divisions and the Administrative Division. Each division is led by a director appointed as chief division officer. The duties of these directors encompass conducting management at both the corporate level and maintaining an understanding of business execution at divisional levels. Executive officers support the chief division officers of product divisions, and thus exclusively focus on the management of their respective product division. By separating overall Company management (directors) and the execution of duties (executive officers) in this manner, Toyota Tsusho aims to strengthen supervision of the execution of operations by the Board of Directors, clarify authority and responsibilities, and strengthen internal control.

### Status of Outside Audit & Supervisory Board Members

	Main activities in the fiscal year ended March 31, 2013	Relationships between companies where concurrent positions are held and Toyota Tsusho
Tetsuro Toyoda	Mr. Toyoda attended 14 out of 17 meetings of the Board of Directors and 13 out of 14 meetings of the Audit & Supervisory Board held in the fiscal year ended March 31, 2013, and expressed opinions needed to discuss agenda matters and other issues as appropriate, based on his wealth of experience and insight into corporate management.	He is chairman of Toyota Industries Corporation and an outside Audit & Supervisory Board member of Aichi Steel Corporation. Toyota Industries is a major shareholder of Toyota Tsusho and holds 39,365 thousand shares of the Company. Toyota Tsusho conducts procurement, sales, and other transactions related to products and raw materials with Toyota Industries. Toyota Tsusho also conducts procurement, sales, and other transactions related to products and raw materials with Aichi Steel.
Kyoji Sasazu	Mr. Sasazu attended 15 out of 17 meetings of the Board of Directors and 13 out of 14 meetings of the Audit & Supervisory Board held in the fiscal year ended March 31, 2013, and expressed opinions needed to discuss agenda matters and other issues as appropriate, based on his wealth of experience and insight into corporate management.	He is an outside Audit & Supervisory Board member of Tokai Rika Co., Ltd., and president of Aichi Public University Corporation. Toyota Tsusho conducts procurement, sales, and other transactions related to products and raw materials with Tokai Rika. There is no special business relationship between the Company and Aichi Public University.
Kazunori Tajima*	Mr. Tajima attended 17 out of 17 meetings of the Board of Directors and 14 out of 14 meetings of the Audit & Supervisory Board held in the fiscal year ended March 31, 2013, and expressed opinions needed to discuss agenda matters as appropriate based on his specialized knowledge, experience, and other credentials as a certified public accountant.	He is president of the Kazunori Tajima Certified Public Accountant Office and an outside Audit & Supervisory Board member of Daikoku Denki Co., Ltd., and Nihon Decoluxe Co., Ltd. There is no special business relationship between Toyota Tsusho and Daikoku Denki or Nihon Decoluxe.

\* Independent Audit & Supervisory Board member

### Executive Compensation

Director compensation is determined by allocating a total amount that is within the limit set by the general meeting of shareholders. The president appointed by the Board of Directors determines compensation for individual directors by taking into overall account

such factors as differences in posts, changes in profit within the Company during the fiscal year, and the business environment in which the Company operates.

Compensation for Audit & Supervisory Board members is



discussed and determined at meetings of the Audit & Supervisory Board, and set within the overall limit set by the general meeting of

shareholders, taking into consideration general conditions, responsibilities, and other factors.

Executive category	Total amount of compensation and other remuneration (Millions of yen)	Total amount of compensation by executive category (Millions of yen)			Number of executives (People)
		Basic remuneration	Stock options	Bonuses	
Directors	783	487	10	284	16
Audit & Supervisory Board members (excluding outside Audit & Supervisory Board members)	127	81	—	45	2
Outside Audit & Supervisory Board members	37	27	—	9	3

Notes:

1. Amounts of compensation above include compensation for four directors that resigned following the general meeting of shareholders held in 2012, and one director that passed away on January 20, 2013.
2. At the general meeting of shareholders held in 2007, the upper limit for compensation of directors was set at ¥90 million.
3. At the general meeting of shareholders held in 2010, the upper limit for compensation of Audit & Supervisory Board members was set at ¥11 million.

## Risk Management System

With respect to risk management, Toyota Tsusho established the ERM Department and works to develop and enhance its risk management system on a consolidated basis in collaboration with various departments and Group companies, with emphasis on the overall risk faced by the entire Toyota Tsusho Group. Specifically, the ERM Department centralizes the monitoring of various risk information, and formulates management rules for various risks, conducts training programs, distributes manuals, and takes other actions through departments responsible for each type of risk. The Company appropriately recognizes and manages risks by formulating management rules and guidelines for risks requiring particular caution with respect to its business execution, namely investment and financing, credit, market, occupational health and safety, and

environmental risks. Additionally, Toyota Tsusho conducts financial risk management by measuring the amount of risk assets, and striving to balance the total amount of risk assets with a suitable risk buffer on a consolidated basis. In addition, in April 2012 credit control, which had been charged to the former Credit & Trade Control Department, was placed under the jurisdiction of the ERM Department, expanding the range of this department's responsibilities to include management of country risks, contracts for requesting transactions, and product positioning, thereby enabling these matters to be managed in an integrated manner.

Furthermore, the ERM Committee seeks to maintain an understanding of the above risks on a Companywide basis, identify issues, and take necessary countermeasures.

## Information Management System

Toyota Tsusho has drafted Document Regulations and Handling Protocols for Management and Storage of Documents and implements other measures such as designating departments in charge of storage and the storage period. We are also dedicated to proper management of confidential information and have formulated Regulations for Confidential Information and Personal Information. Going forward, the Company plans to review related regulations and reinforce its information management, as the level of information within society increases.

In the fiscal year ended March 31, 2013, we revised Regulations for Confidential Information and Personal Information, and held explanatory forums regarding the revised regulations for a total of 2,300 employees at business sites located throughout Japan. Additionally, in order to bolster the entire Group's information security, we held 12 security enhancement meetings in Japan and overseas. A total of 142 Group companies (53 in Japan, 89 overseas) participated in these meetings.

## CORPORATE GOVERNANCE

### Information Disclosure

Toyota Tsusho promotes disclosure and dialogue by holding financial results briefings as well as individual meetings with domestic and overseas institutional investors.

In the fiscal year ended March 31, 2013, we worked to increase opportunities for direct communication with investors. As part of these efforts, we held 200 individual meetings with investors and conducted small meetings when necessary. In addition, we post videos of financial results briefings on the Company's website in both Japanese and English. Also, two of four briefings held each year are in the form of teleconferences. In this manner, we are working to provide a broad array of investors with a deeper understanding of Toyota Tsusho.

To enable as many shareholders as possible to attend the general meeting of shareholders, we avoid holding this meeting on days when there is a large concentration of other shareholder meetings. For shareholders and other stakeholders who are unable to attend the meeting, we provide on-demand viewing through our website following the meeting. In addition, we send out our shareholder meeting convocation notice three weeks prior to the meeting to facilitate the exercise of voting rights by shareholders. We also participate in platforms for the exercise of voting rights to enable institutional investors both in and outside Japan to smoothly exercise their rights.

### Compliance System

Toyota Tsusho endeavors to ensure that executives and employees perform their duties in accordance with laws, regulations, and the Company's Articles of Incorporation. We have formed the CSR Committee, which is chaired by the president, to focus on approaches and activities addressing such priorities as environmental issues and social contribution activities. The committee also addresses business ethics and legal issues across all corporate activities. In addition, the Company has distributed to employees publications such as its Code of Ethics, including digests, which clearly state the Behavioral Guidelines that employees must observe based on Toyota Tsusho's Corporate Philosophy. This is one way the Company is making its Code of Ethics known to all employees.

Furthermore, all employees, including temporary staff members and contract employees, have access to internal (ERM Department)

and external (law offices) reporting lines for reporting and consultation on items concerning business ethics. In accordance with the Whistleblower Protection Act, we take sufficient care to protect people who file such reports. The names of filers and other details are kept strictly confidential, and we prohibit any disadvantage accruing to filers in terms of position, rank, compensation, or other concerns. Moreover, the general manager of the ERM Department provides feedback on progress after a filing has been made. Six reports or consultations were filed in the fiscal year ended March 31, 2013, and all were dealt with appropriately.

We also hold the various types of training and seminars indicated below to ensure compliance and specific codes of conduct in employees' everyday operations.

### Principal Compliance Training Conducted

	Target	Content	Activities in the fiscal year ended March 31, 2013
Training on executives' legal tasks	Toyota Tsusho executives	General compliance	31 people
Compliance seminar for new employees	New employees of Toyota Tsusho	General compliance	128 people
Training on specific themes	Toyota Tsusho employees	Subcontract Law, handling third-country monetary payments, the basics of intellectual property (IP) rights, etc.	954 people (total of 20 times)
e-learning	Toyota Tsusho employees	Subcontract Law	3,093 people
Seminar for people in charge of human resources at affiliated companies in Japan	People in charge of human resources at principal Group companies in Japan	Human resources-related issues and responses, response to the Labor Standards Act, off-JT activities	185 people (total of 4 times)
Seminar involving trips to affiliated companies in Japan	Employees of principal Group companies in Japan	Subcontract Law	Two companies
Training for new directors of consolidated subsidiaries in Japan	New executives of consolidated subsidiaries in Japan	General compliance	109 people in 60 companies

## System for Ensuring Appropriate Operations of Group Companies Comprising Toyota Tsusho and Its Subsidiaries

To ensure appropriate operations throughout the Group, Toyota Tsusho holds meetings of Groupwide management committees to share Group policies and exchange information. Without unduly hindering the business execution of subsidiaries, Toyota Tsusho strives to ascertain and manage the financial condition and important

matters relating to business execution. Depending on the status of subsidiaries' systems, Toyota Tsusho will dispatch directors and Audit & Supervisory Board members to supervise and audit operations as necessary. Furthermore, internal audits are conducted by Toyota Tsusho's ERM Department.

## Supply Chain Management

The Company is constructing a diverse global value chain and procuring materials and goods from countries around the world. Forced labor and child labor are concerns in some of those countries. For this reason, it is necessary to promote CSR management across the supply chain when conducting business activities in these countries.

In recognition of this fact, we have established the Toyota Tsusho Supply Chain CSR Behavioral Guidelines with the aim of facilitating the ongoing growth of the Company and its suppliers by sharing an awareness of CSR and promoting coordinated CSR efforts. We require that our suppliers adhere to these guidelines.

### Toyota Tsusho Supply Chain CSR Behavioral Guidelines (Established April 1, 2012)

- Respect the human rights of employees and refrain from inhumane treatment of others.
- Prohibit forced labor, child labor, and insufficiently compensated labor.
- Strive to furnish a safe, hygienic, and healthy work environment.
- Refrain from discrimination in hiring.
- Comply with all related laws and international rules, conduct fair trading and thoroughly prevent corruption.
- Ensure the quality and safety of goods and services.
- Strive to maintain a sound global environment.
- Promptly and appropriately disclose information concerning the above.

## System for Eliminating Anti-Social Forces

Toyota Tsusho has established a system for eliminating anti-social forces in cooperation with specialized institutions outside the Company, such as the National Center for the Elimination of Boryokudan\* and the National Police Agency's Organized Crime Countermeasures Bureau. Toyota Tsusho's Nagoya Head Office, Tokyo Head Office, and Osaka Head Office are members of the Aichi Prefecture Corporate Defense Council, the NPA (National Police Agency) Special Violence Prevention Council, and the Osaka

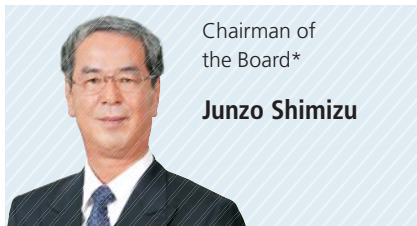
Corporate Defense Alliance Council, respectively. As members, each head office receives guidance while working to share information with relevant parties. In the event that an illegitimate request is received from anti-social forces, the General Administration Department, as the designated department responsible for responding to such cases, resolutely stands up to such requests in cooperation with relevant agencies such as the police and lawyers.

\* Japanese crime syndicates

## MANAGEMENT

(As of July 1, 2013)

### Board of Directors



\* Representative Director



## Audit & Supervisory Board Members



Audit & Supervisory  
Board Member

**Tatsuya Kugo**



Audit & Supervisory  
Board Member

**Seiichiro Adachi**



Audit & Supervisory  
Board Member

**Tetsuro Toyoda**



Audit & Supervisory  
Board Member

**Kyoji Sasazu**



Audit & Supervisory  
Board Member

**Kazunori Tajima**

## Board of Directors and Audit & Supervisory Board Members

Chairman of the Board	<b>Junzo Shimizu</b>	
Vice Chairman of the Board	<b>Yoshio Shirai</b>	
President & Chief Executive Officer	<b>Jun Karube</b>	
Executive Vice Presidents	<b>Mikio Asano</b> <b>Yasuhiko Yokoi</b>	
Senior Managing Director	<b>Hiroki Sawayama</b>	Chief Division Officer of Machinery, Energy & Project Division
Managing Directors	<b>Takumi Shirai</b>	Chief Division Officer of Metals Division
	<b>Kuniaki Yamagiwa</b>	Chief Division Officer of Administrative Division
	<b>Soichiro Matsudaira</b>	Chief Division Officer of Consumer Products & Services Division
	<b>Takashi Hattori</b>	Chief Division Officer of Automotive Division
	<b>Yoshiki Miura</b>	Chief Division Officer of Food & Agribusiness Division
	<b>Yuichi Oi</b>	Chief Division Officer of Global Production Parts & Logistics Division
	<b>Hideki Yanase</b>	Chief Division Officer of Chemicals & Electronics Division; and Deputy Chief Division Officer of Consumer Products & Services Division
Audit & Supervisory Board Members	<b>Tatsuya Kugo</b> <b>Seiichiro Adachi</b> <b>Tetsuro Toyoda</b> <b>Kyoji Sasazu</b> <b>Kazunori Tajima</b>	

## Executive Officers

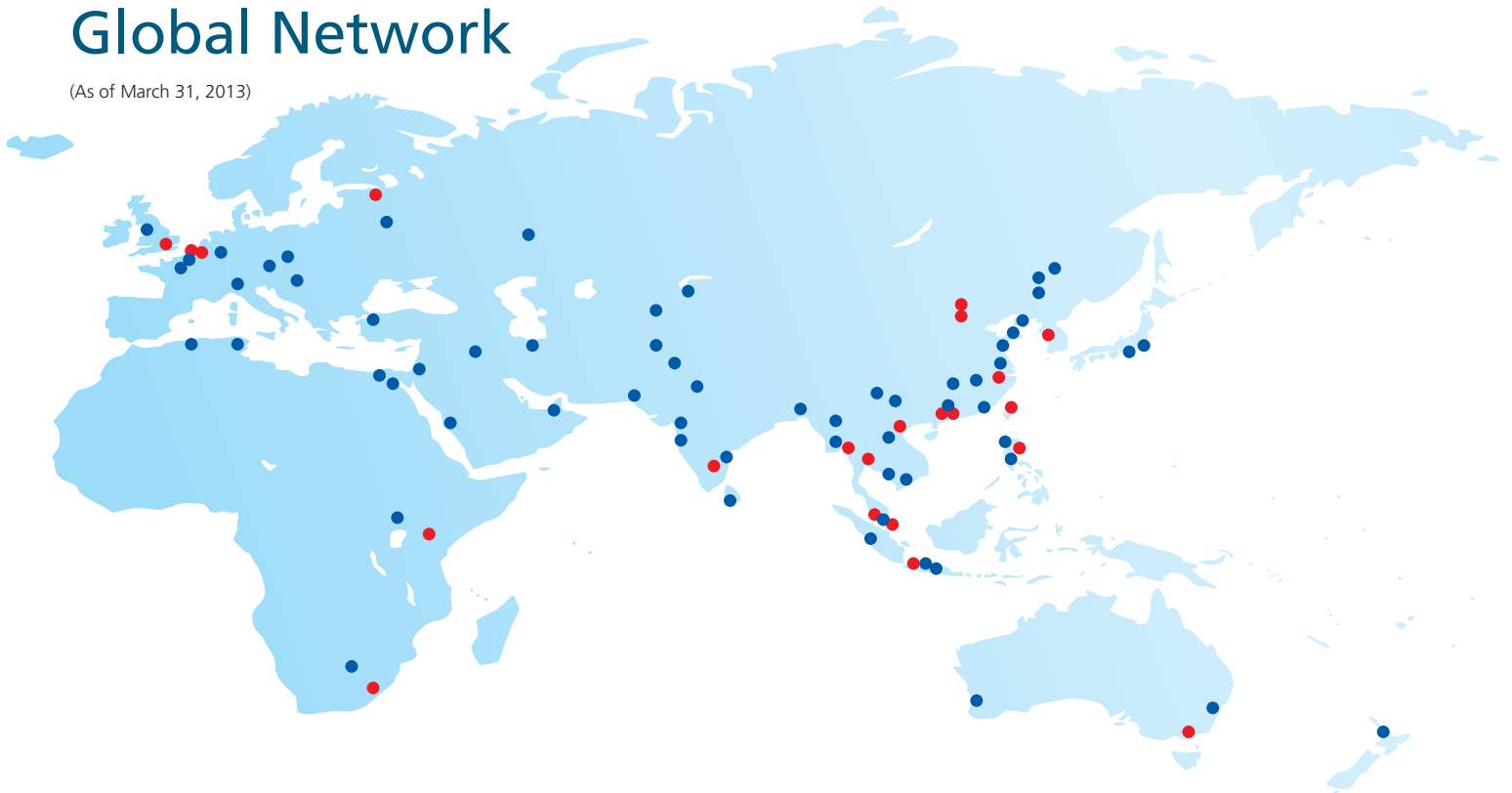
Managing Executive Officers	<b>Jun Nakayama</b>	President of Toyota Tsusho Asia Pacific Pte. Ltd.
	<b>Tetsuro Hirai</b>	Deputy Chief Division Officer of Administrative Division and Deputy Chief Division Officer of Automotive Division
	<b>Nobuyuki Minowa</b>	President of Toyota Tsusho America, Inc.
	<b>Minoru Murata</b>	Deputy Chief Division Officer of Metals Division
	<b>Yoshifumi Araki</b>	President of S.C. Toyota Tsusho Do Brasil Ltda.
	<b>Hirofumi Sato</b>	President of Toyota Tsusho (Thailand) Co., Ltd.
Executive Officers	<b>Hiroyuki Niwa</b>	Deputy Chief Division Officer of Automotive Division
	<b>Yasushi Okamoto</b>	Deputy Chief Division Officer of Chemicals & Electronics Division
	<b>Shizuka Hayashi</b>	President of Toyota Tsusho India Private Ltd.
	<b>Takeshi Matsushita</b>	Deputy Chief Division Officer of Consumer Products & Services Division
	<b>Takahiro Kondo</b>	Regional Chief Operating Officer for China
	<b>Hideki Kondo</b>	Deputy Chief Division Officer of Metals Division and Deputy Chief Division Officer of Chemicals & Electronics Division
	<b>Hideki Kanatani</b>	Deputy Chief Division Officer of Chemicals & Electronics Division and President of Toyotsu Chemiplas Corporation
	<b>Shigeki Tani</b>	Deputy Chief Division Officer of Administrative Division and President of Toyotsu Syscom Corporation
	<b>Kiyoshi Yamakawa</b>	President of Toyota Tsusho Europe S.A. and President of Toyota Tsusho U.K. Ltd.
	<b>Kiyoyoshi Oba</b>	Deputy Chief Division Officer of Global Production Parts & Logistics Division
	<b>Yuji Hamamoto</b>	Deputy Chief Division Officer of Machinery, Energy & Project Division
	<b>Ichiro Kashitani</b>	Vice Chairman of the Management Board of CFAO S.A.
	<b>Tatsuya Tsutsui</b>	Deputy Chief Division Officer of Chemicals & Electronics Division
	<b>Mikihito Enami</b>	Deputy Chief Division Officer of Food & Agribusiness Division
	<b>Yoshihiro Inoue</b>	Deputy Chief Division Officer of Machinery, Energy & Project Division
	<b>Mitsuihiro Tsubakimoto</b>	Deputy Chief Division Officer of Chemicals & Electronics Division
	<b>Jun Eyama</b>	Deputy Chief Division Officer of Global Production Parts & Logistics Division
	<b>Naoki Takeuchi</b>	Deputy Chief Division Officer of Automotive Division
	<b>Yasuhiro Nagai</b>	Deputy Chief Division Officer of Administrative Division and Toyota Branch Manager
	<b>Hiroshi Tasaka</b>	Deputy Chief Division Officer of Consumer Products & Services Division
	<b>Masanori Kondo</b>	Deputy Chief Division Officer of Machinery, Energy & Project Division
	<b>Satoshi Suzuki</b>	Deputy Chief Division Officer of Automotive Division
	<b>Motoya Hayata</b>	Deputy Chief Division Officer of Food & Agribusiness Division
	<b>Naoji Saito</b>	Deputy Chief Division Officer of Metals Division
	<b>Hiroshi Tominaga</b>	Chief Financial Officer of Toyota Tsusho America, Inc.
	<b>Hideyuki Iwamoto</b>	Deputy Chief Division Officer of Administrative Division

Note: Company names and titles are as of July 1, 2013.

## ORGANIZATIONAL STRUCTURE

## Global Network

(As of March 31, 2013)

**Japan****Toyota Tsusho Corporation**

Nagoya Head Office

Tokyo Head Office

Osaka, Hamamatsu, Toyota, Hokkaido, Tohoku, Niigata, Hokuriku, Hiroshima, Kyushu, Matsumoto, Mishima, Sapporo, Takamatsu

**North America****Toyota Tsusho America, Inc.**

Georgetown (U.S.A.)

Ann Arbor, Arkansas, Battle Creek, Boston, Chicago, Cincinnati, Columbus, Dania Beach, Detroit, Franklin, Fremont, Houston, Huntsville, Jackson, Lafayette, Los Angeles, Memphis, Miami, Missouri, New York, Portland, Princeton, San Antonio, San Diego, San Francisco, Tennessee, Tupelo, West Virginia

**Toyota Tsusho Canada, Inc.**

Ontario (Canada)

Woodstock

**Toyota Tsusho Mexico, S.A. De C.V.**

Monterrey (Mexico)

Mexico City, Irapuato

**Central & South America****Toyota Tsusho Corporation**

Santiago, Lima

**Toyota Tsusho America, Inc. (Costa Rica)**

San Jose

**Toyota Tsusho De Venezuela, C.A.**

Caracas (Venezuela)

**S.C. Toyota Tsusho Do Brasil Ltda.**

Sao Paulo (Brazil)

Rio de Janeiro

**Toyota Tsusho Argentina S.A.**

Buenos Aires (Argentina)

**C.I. Toyota Tsusho De Colombia S.A.**

Bogota (Colombia)

**Europe****Toyota Tsusho Europe S.A.**

Bruxelles (Belgium)

Budapest, Düsseldorf, Gebze, Milano, Paris, Prague, Valenciennes, Walbrzych

**Toyota Tsusho U.K. Ltd.**

London (U.K.)

Derby

**CFAO S.A.**

Paris (France)

**Russia & the CIS****Toyota Tsusho Corporation**

Almaty, Moscow, Tashkent

**Toyota Tsusho Rus Llc.**

St. Petersburg (Russia)

Togliatti

**Africa****Toyota Tsusho Corporation**

Alexandria, Alger, Cairo, Tunis

**Toyota Tsusho Africa Pty. Ltd.**

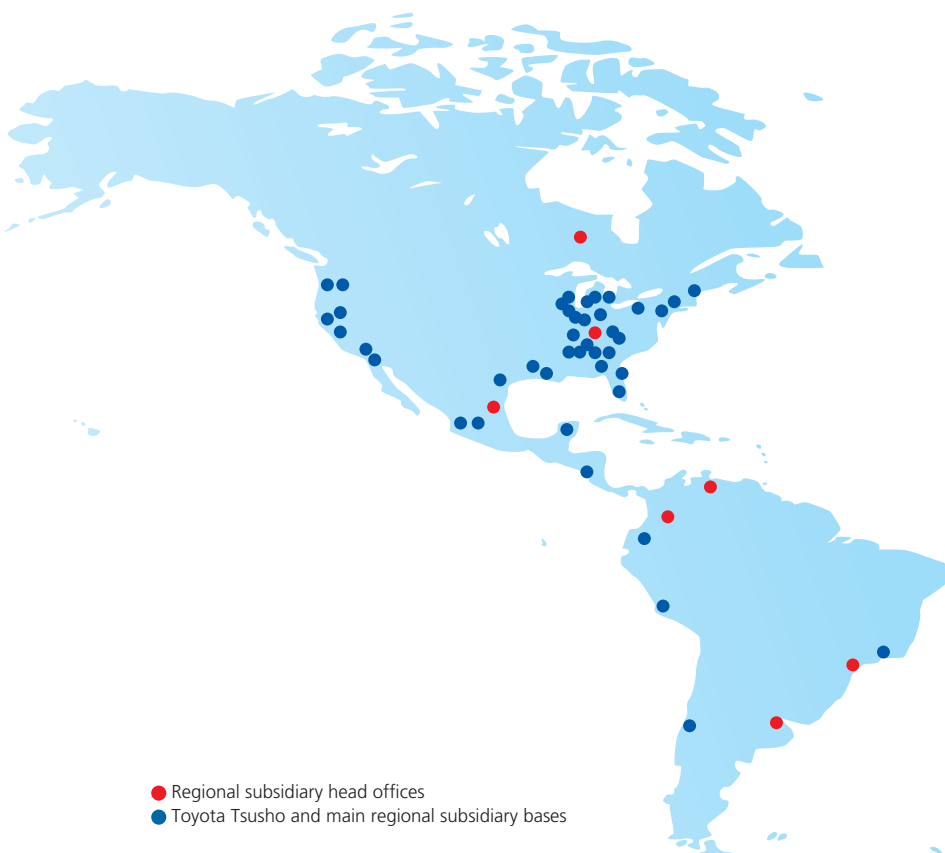
Durban (South Africa)

Johannesburg

**Toyota Tsusho East Africa Ltd.**

Nairobi (Kenya)

Juba



- Regional subsidiary head offices
- Toyota Tsusho and main regional subsidiary bases

### Middle East

#### Toyota Tsusho Corporation

Amman, Dubai, Jeddah, Baghdad, Tehran

### Asia

#### Toyota Tsusho Corporation

Manila, Beijing, Colombo, Dhaka, Islamabad, Jakarta, Karachi, Lahore, Phnom Penh, Vientiane, Yangon, Naypyitaw

#### Toyota Tsusho (China) Co., Ltd.

Beijing (China)

#### Toyota Tsusho (Tianjin) Co., Ltd.

Tianjin (China)

Beijing, Changchun, Dalian, Harbin, Shenyang

#### Toyota Tsusho (Shanghai) Co., Ltd.

Shanghai (China)

Chengdu, Chongqing, Nanjing, Nantong, Qingdao, Wuxi, Yantai

#### Toyota Tsusho (Guangzhou) Co., Ltd.

Guangzhou (China)

Nansha, Xiamen, Wuhan

#### Toyota Tsusho (H.K.) Corporation Ltd.

Hong Kong (China)

DongGuan

#### Toyota Tsusho (Taiwan) Co., Ltd.

Taipei (China)

#### Toyota Tsusho Korea Corporation

Seoul (Korea)

#### Toyota Tsusho Philippines Corporation

Laguna (Philippines)

Taguig

#### Toyota Tsusho (Thailand) Co., Ltd.

Bangkok (Thailand)

#### Toyota Tsusho Asia Pacific Pte. Ltd.

Singapore (Singapore)

### Number of Consolidated Subsidiaries and Equity-method Affiliates by Operating Segment

Metals Division	91
Global Production Parts & Logistics Division	50
Automotive Division	244
Machinery, Energy & Project Division	216
Chemicals & Electronics Division	162
Food & Agribusiness Division	40
Consumer Products & Services Division	69
Administrative Division and Regional Subsidiaries	64
Total	936

Number of employees at parent company and all of its consolidated subsidiaries: 48,336  
Number of employees at parent company alone: 2,863

#### Toyota Tsusho (Malaysia) Sdn. Bhd.

Kuala Lumpur (Malaysia)

Johor

#### P.T. Toyota Tsusho Indonesia

Jakarta (Indonesia)

Bandung, Cibitung

#### Toyota Tsusho India Pvt. Ltd.

Bangalore (India)

Bangalore, Chennai, Mumbai, New Delhi, Ahmedabad

#### Toyota Tsusho Vietnam Co., Ltd.

Hanoi (Vietnam)

Ho Chi Minh City

#### Myanmar Toyota Tsusho Co., Ltd.

Yangon (Myanmar)

### Oceania

#### Toyota Tsusho (Australasia) Pty. Ltd.

Melbourne (Australia)

Sydney, Perth, Auckland

## ORGANIZATIONAL STRUCTURE

## Principal Consolidated Subsidiaries and Affiliates by Equity Method

(As of July 1, 2013)

Metals Division					
	Company Name	Country	Voting Rights	Main Business	
Consolidated Subsidiaries	Domestic	Toyota Steel Center Co., Ltd	Japan	90.00	Processing and warehousing of steel sheets
		Toyotsu Tekkou Hanbai Corporation	Japan	100.00	Wholesale marketing of steel sheets
		Toyotsu Recycle Corporation	Japan	97.02	Collection and sales of metals
		Toyota Metal Co., Ltd.	Japan	50.00	Collection, processing, and sales of metal scrap
		Toyotsu Steel Pipe & Tubular Products Co., Ltd.	Japan	100.00	Cutting of steel pipes and parts processing
		Kanto Coil Center Co., Ltd.	Japan	100.00	Shearing and sales of thin steel sheets
		Oriental Kogyo Ltd.	Japan	100.00	Processing and sales of thin steel sheets
		Toyotsu Hitetsu Center Corporation	Japan	65.00	Processing and sales of aluminum sheets
		Toyotsu Material Incorporated	Japan	100.00	Sales of nonferrous metal products, nonferrous scrap and iron scrap
		Ecoline Corporation	Japan	100.00	Operation of management system for industrial waste and ELV manifests, and sales of recycled automotive parts
		Green Metals Japan, Inc.	Japan	100.00	Scrap metal and scrap nonferrous metal recycling
		Prosteel Co., Ltd.	Japan	61.30	Processing and sales of special steel sheets
		Toyotsu Smelting Technology Corporation	Japan	99.80	Manufacture and sales of molten aluminum and ingots
		Nippon Apt Co., Ltd.	Japan	100.00	Processing, sales, import, and export of metals and resin materials, and storage and transport of goods
		Toyotsu Rare Earths Corporation	Japan	100.00	Wholesale marketing of nonferrous metals
	Overseas		Poland Smelting Technologies Sp. Zo.O.	Poland	85.10
		Pt. Indonesia Smelting Technology	Indonesia	100.00	Manufacture and sales of molten aluminum and recycled ingots
		Tianjin Fengtian Steel Process Co., Ltd.	China	70.00	Processing of steel sheets
		Guangzhou Guanqi Toyotsu Resource Management Co., Ltd.	China	60.00	Recycling of iron scrap, used paper, and other waste materials
		TT Steel Processing (Thailand) Co., Ltd.	Thailand	100.00	Blanking of steel sheets
		Tianjin Toyotsu Aluminium Smelting Technology Co., Ltd.	China	100.00	Manufacture and sales of molten aluminum and ingots
		Toyota Tsusho Metals Ltd.	the U.K.	100.00	Commissioned handling of futures transactions involving nonferrous metals
		Toyota Tsusho South Africa Processing (Pty.) Ltd.	South Africa	80.00	Blanking of steel sheets
		TT Steel Centre Australia Pty. Ltd.	Australia	100.00	Blanking of steel sheets
		Pt. TT Metals Indonesia	Indonesia	100.00	Blanking of steel sheets
		Tianjin Toyota Tsusho Steel Co., Ltd.	China	100.00	Blanking of steel sheets
		Guangqi Toyotsu Steel Processing Co., Ltd.	China	70.00	Blanking of steel sheets
		Tianjin Toyotsu Resource Management Co., Ltd.	China	100.00	Recycling of iron scrap and other waste materials
		Guangzhou Aluminium Smelting Technology Co., Ltd.	China	66.70	Manufacture and sales of molten aluminum and recycled ingots
		Changchun Tong-Li Aluminium Smelting Technology Co., Ltd.	China	70.00	Manufacture and sales of molten aluminum and recycled ingots
		Techno Steel Processing De Mexico, S.A. De C.V.	Mexico	95.72	Processing and sales of steel sheets
	Tianjin Toyotsu Aluminium Processing Technology Co., Ltd.	China	100.00	Operation of logistics centers, cutting of formed aluminum products	



Global Production Parts & Logistics Division					
	Company Name	Country	Voting Rights	Main Business	
Consolidated Subsidiaries	Domestic	Toyotsu Logistics Service Co. Ltd.	Japan	100.00	Warehousing and logistics services
		Topix Corporation	Japan	95.00	Sales, leasing, and maintenance of computer equipment and software
		Toyotsu Vehitecs Co., Ltd.	Japan	80.00	Manufacture of textile goods
		Toyota Tsusho Celltec Corporation	Japan	100.00	Import, processing, and sales of equipment for trucks and houses
		Toyotsu Textile Corporation	Japan	100.00	Manufacture and sales of tricot products
Overseas		Cactus Automotive Service De Mexico, S. De Rl. De C.V.	the U.S.	100.00	Warehousing and logistics services
		Hero Logistics, Lp.	the U.S.	49.00	Logistics services
		TLD Logistics Services, Inc.	the U.S.	90.00	Logistics services
		Stirchley Technical Services Ltd.	the U.K.	100.00	Warehousing and logistics services
		TTK Logistics (Thailand) Co., Ltd.	Thailand	77.00	Warehousing and logistics services
		Toyota Transport (Thailand) Co., Ltd.	Thailand	66.60	Logistics services
		TT Marunouchi (Thailand) Co., Ltd.	Thailand	51.00	Logistics services
		TT Logistics (Australasia) Pty. Ltd.	Australia	100.00	Warehousing and logistics services
		Shanghai Toyota Tsusho Hot-Line Logistics Co., Ltd.	China	100.00	Warehousing and logistics services
		P.T. Toyota Tsusho Logistic Center	Indonesia	97.91	Warehousing and logistics services
		Hot-Line International Transport (H.K.) Limited	Hong Kong	100.00	Logistics services
		Toyotsu Kamigumi Logistics (Changshu) Co., Ltd.	China	51.00	Warehousing and logistics services
		Wingard Quality Supply, Llc.	the U.S.	49.00	Assembly of tires and wheels
		Hero Assemblers, Lp.	the U.S.	44.00	Assembly of tires and wheels
		Wingard Wheel Works, Llc.	the U.S.	49.00	Assembly of tires and wheels
		Magnolia Automotive Services, Llc.	the U.S.	49.00	Assembly of tires and wheels
		Maple Automotive Corporation	Canada	100.00	Assembly of tires and wheels
		TT Assembly Systems (UK) Ltd.	the U.K.	95.60	Assembly of tires and wheels
		TT Assembly (Thailand) Co., Ltd.	Thailand	100.00	Assembly of tires and wheels
		TT Assembly East Co., Ltd.	Thailand	100.00	Assembly of tires and wheels
		TT Assembly (Australia) Pty. Ltd.	Australia	100.00	Assembly of tires and wheels
	Tianjin Toyotsu Automotive Parts Assembly Co., Ltd.	China	100.00	Assembly of tires and wheels	
	TT Techno-Park Co., Ltd.	Thailand	78.99	Business consulting on general affairs and accounting	
	TTK Asia Transport (Thailand) Co., Ltd.	Thailand	77.00	Logistics	
Equity-Method Affiliates	Domestic	Lilycolor Co., Ltd	Japan	18.75	Sales of interior materials
	Overseas	TK Logistica Do Brazil Ltda.	Brazil	51.00	Logistics services
		TK Logistica De Mexico S. De R.L. De. C.V.	Mexico	51.00	Logistics services
		GAC Toyota Tsusho Logistics., Ltd.	China	45.00	Warehousing and logistics services
		Tianjin Fengtian International Logistics Co., Ltd.	China	36.19	Warehousing and logistics services
		Total Logistic Services (M) Sdn. Bhd.	Malaysia	27.00	Warehousing and logistics services
		Toyota Techno Park India Pvt. Ltd.	India	30.00	Leasing of land and structures
		P.T. TT Techno-Park Indonesia	Indonesia	100.00	Leasing of land and structures, and business consulting on general affairs and accounting

## ORGANIZATIONAL STRUCTURE

Automotive Division				
	Company Name	Country	Voting Rights	Main Business
Consolidated Subsidiaries	Domestic			
	T.A.S Co., Ltd.	Japan	100.00	Sales of automobile parts and equipment after-sales service
	Targa Co., Ltd.	Japan	100.00	Export of used vehicles and forklifts as well as parts
	O-Rush International Co., Ltd.	Japan	100.00	Import, processing, and sales of automobile parts
				Procurement and sales of used imported vehicles and spare parts and after-sales service
	Overseas			
	Comercio De Vehiculos Toyota Tsusho Ltda.	Brazil	100.00	Retail of vehicles and spare parts and after-sales service
	Toyota Trinidad & Tobago Ltd.	Trinidad & Tobago	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Lanka (Private) Limited	Sri Lanka	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota (Cambodia) Co., Ltd.	Cambodia	80.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Tsusho South Pacific Holdings Pty. Ltd.	Australia	100.00	Holding company
	Toyota Caucasus LLC.	Georgia	100.00	Import and wholesale of vehicles and spare parts
	Business Car Co., Ltd.	Russia	92.08	Retail of vehicles and spare parts and after-sales service
	T.T.A.S. Co., Ltd.	Myanmar	75.00	Retail of vehicles and spare parts and after-sales service
	TTC Auto Argentina S.A.	Argentina	100.00	Retail of vehicles and spare parts and after-sales service
	Toyota Kenya Ltd.	Kenya	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Malawi Ltd.	Malawi	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Zimbabwe (Private) Ltd.	Zimbabwe	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Zambia Ltd.	Zambia	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota De Angola, S.A.	Angola	100.00	Import and sales of vehicles and spare parts and after-sales service
	Toyota Lakozy Auto Private Ltd.	India	93.16	Retail of vehicles and spare parts and after-sales service
	TOO Toyota Tsusho Kazakhstan Auto	Kazakhstan	95.10	Retail of vehicles and spare parts and after-sales service
	Toyota Adria, D.O.O.	Slovenia	100.00	Import and wholesale of vehicles and spare parts
	Toyota Jamaica Ltd.	Jamaica	80.00	Import and sales of vehicles and spare parts and after-sales service
	Thai Hino (Nakhonsawan) Co., Ltd.	Thailand	100.00	Sales of trucks and spare parts and after-sales service
	Toyotsu Auto (Middle East) Fze.	Arab Emirates	100.00	Export of automobile parts
	Toyota Tsusho Automobile London Holdings Ltd.	the U.K.	100.00	Holding company
	Toyota Uganda Ltd.	Uganda	100.00	Import and sales of vehicles and spare parts and after-sales service
	Subaru Southern Africa (Pty.) Ltd.	South Africa	100.00	Import and sales of vehicles and spare parts and after-sales service
	UMW Toyotsu Motors Sdn. Bhd.	Malaysia	70.00	Retail of vehicles and spare parts and after-sales service
	TTLA Limited Liability Partnership	Kazakhstan	51.00	Retail of vehicles and spare parts and after-sales service
Equity-Method Affiliates	Overseas			
	Pt. Astra Auto Finance	Indonesia	30.00	Automobile sales finance
	Jiangmen Huatong Toyota Motor Sales & Service Co., Ltd.	China	40.00	Retail of vehicles and spare parts and after-sales service
	Hinopak Motors Ltd.	Pakistan	29.67	Assembly of trucks, buses, and other commercial vehicles
	Toyotoshi S.A.	Paraguay	23.00	Import and sales of vehicles and spare parts and after-sales service
	Harbin Huatong Toyota Motor Sales & Service Co., Ltd.	China	50.00	Retail of vehicles and spare parts and after-sales service
	Urmqi Huatong Toyota Service Co., Ltd.	China	40.00	Retail of vehicles and spare parts and after-sales service
	Guangzhou Huatong Toyota Service Co., Ltd.	China	50.00	Retail of vehicles and spare parts and after-sales service

Company Name	Country	Voting Rights	Main Business
Guangzhou Huatong Toyota Motor Service Co., Ltd.	China	50.00	Retail of vehicles and spare parts and after-sales service
Valor Motriz, S.De R.L.De C.V.	Mexico	49.00	Retail of vehicles and spare parts and after-sales service
TRD Asia Co., Ltd.	Thailand	20.00	Design, development, and sales of automotive accessories
Toyota (Mauritius) Ltd.	Mauritius	50.00	Import and sales of vehicles and spare parts and after-sales service
Nanjing Jiatong Hino Sale Service Co., Ltd.	China	50.00	Sales of trucks and spare parts and after-sales service

## Machinery, Energy & Project Division

	Company Name	Country	Voting Rights	Main Business		
Consolidated Subsidiaries	Domestic	Toyotsu Machinery Corporation	Japan	100.00	Manufacture, sales, and maintenance of mechanical equipment	
		Toyotsu Techno Corporation	Japan	100.00	Parts engineering company for technological development	
		Ene Vision Corporation	Japan	60.87	Sales and maintenance of cogeneration systems	
		Eurus Energy Holdings Corporation	Japan	60.00	Operation and management of wind power generation projects worldwide	
		Tomen Power Samukawa Co., Ltd.	Japan	70.00	Electricity wholesale trade	
		Toyotsu Energy Corporation	Japan	100.00	Sales of liquefied petroleum gas (LPG) and other substances	
		Toyota Chemical Engineering Co., Ltd.	Japan	100.00	Processing of recycled lubricating oil and disposal of industrial waste	
Overseas	Industrial Tech Services, Inc.	the U.S.	51.00	Maintenance of facilities and equipment		
	Pt. Toyota Tsusho Mechanical & Engineering Service Indonesia	Indonesia	100.00	Sales and maintenance of machinery and equipment		
	Tomen Power (Singapore) Pte. Ltd.	Singapore	100.00	Operation and management of power generation projects		
	Toyota Tsusho Energy Europe Cooperatief U.A.	Netherlands	100.00	Combined power generation fired by Canadian gas		
	Toyota Tsusho Power USA, Inc.	the U.S.	100.00	U.S. gas-fired power generation business		
	Toyota Tsusho CBM Queensland Pty. Ltd.	Australia	100.00	Exploration, development, and production of coalbed methane (CBM) gas		
	Toyota Tsusho Gas E&P Otway Ltd.	Australia	100.00	Gas production, refining, and sales business		
	Toyota Tsusho Gas E&P Trefoil Pty. Ltd.	Australia	100.00	Exploration, development, and production of gas		
	Toyota Tsusho Wheatland Inc.	Canada	100.00	Development, production, and sales of CBM gas in Canada (special purpose company)		
	Toyota Tsusho Mining (Australia) Pty. Ltd.	Australia	100.00	Investment and management for Camberwell coal project		
	Tomen Panama Asset Management S.A.	Panama	100.00	Investment and management for Camberwell coal project		
	Toyota Tsusho Petroleum Pte. Ltd.	Singapore	100.00	Sales of bunker oil and petroleum products		
	Kwarta Maritime S.A.	Panama	100.00	Marine shipping business		
	Toyota Tsusho Corporation De Mexico S.A. De C.V.	Mexico	100.00	Import and sales of forklifts		
	Toyota Tsusho Material Handling America Inc.	the U.S.	100.00	Sales of forklifts in the U.S.		
Toyota Tsusho Forklift (Thailand) Co., Ltd.	Thailand	90.00	Import and sales of forklifts in Thailand			
Toyota Tsusho Tehnika LLC.	Russia	89.00	Sales of forklifts			
Toyota Tsusho Technics Central Asia	Kazakhstan	75.00	Import, wholesale, retail, and service of forklifts and warehousing equipment			
Equity-Method Affiliates	Domestic	Kobelco Toyota Tsusho Construction Machinery Holding Asia Co., Ltd.	Japan	19.84	Sales and rental of construction machinery and investment in local companies	
		Overseas	Hangzhou Kobelco Construction Machinery Co., Ltd.	China	27.28	Manufacture and sales of construction machinery
			Sin Heng Heavy Machinery Limited	Singapore	26.96	Sales and rental of cranes and aerial work platforms

## ORGANIZATIONAL STRUCTURE

Chemicals & Electronics Division						
		Company Name	Country	Voting Rights	Main Business	
Consolidated Subsidiaries	Domestic	Toyotsu Syscom Corporation	Japan	100.00	Mobile communications services and handsets, other communications services and equipment	
		TD Mobile Corporation	Japan	51.00	Sales agent for mobile phone, fixed-line telephone, and other services, as well as content development and distribution for mobile phones	
		ISAO Corporation	Japan	100.00	Provision of services and planning of consumer service sites	
		ET SQUARE Inc.	Japan	86.00	Streaming of vehicle-mounted multimedia services	
		Toyota Tsusho Electronics Corporation	Japan	100.00	Sales of semiconductors and development of software	
		Tomen Devices Corporation	Japan	50.13	Sales of semiconductors and electronic components	
		Tomuki Corporation	Japan	100.00	Marketing and sales of such electronic components as passive components and electronic components for semiconductors	
		Tomen Electronics Corporation	Japan	40.16	Marketing and sales of semiconductors, integrated circuits, electronic components, and computer-related equipment	
		Elematec Corporation	Japan	51.00	Sales, import / export, and processing of electrical materials, electronic components, optical parts, and materials	
		Daiichi Sekken Co., Ltd.	Japan	100.00	Manufacture and sales of detergent, soap, toiletries, and quasi-drug pharmaceuticals	
		Toyotsu Chemiplas Corporation	Japan	100.00	Domestic sales, import / export, and third-company transactions involving chemicals, compound resins, and other items	
		Overseas	TT Network Integration Asia Pte. Ltd.	Singapore	56.00	Network integration and system introduction support, operation, and maintenance of systems in China and other parts of Asia
			Toyota Tsusho ID Systems GmbH	Germany	100.00	Sales of barcode handheld terminals and scanners, system integration, and IT support
			Toyota Tsusho Electronics (Thailand) Co., Ltd.	Thailand	100.00	Development of embedded software, sales of semiconductors and electronic components in Thailand, and provision of telematics services
Toyota Tsusho Electronics (Dalian) Co., Ltd.	China		100.00	Development of embedded software		
Deepwater Chemicals, Inc.	the U.S.		100.00	Manufacture and sales of iodine derivatives and other items		
Dewey Chemical Inc.	the U.S.		100.00	Holding company involved in the U.S. iodine manufacture and sales business		
Thai Chemical Terminal Co., Ltd.	Thailand		95.00	Sales of solvents		
Soft Industry Corporation	Vietnam		50.00	Manufacture and sales of detergent raw materials (LAS / alkylbenzene sulfonic acid)		
Equity-Method Affiliates	Domestic	Nihon Tennen Gas Co., Ltd.	Japan	39.02	Manufacture and sales of iodine and iodine compounds, and extraction and sales of water-soluble natural gas	
		Sanyo Chemical Industries, Ltd.	Japan	19.56	Manufacture and sales of chemicals, primarily surface active agents for textile and industrial use	
	Overseas	China Navi System Co., Ltd.	China	49.00	Sales of digital map content, and planning and operation of locational information service	
		Soft Chemical Corporation	Vietnam	42.02	Manufacture and sales of detergent raw materials (LAS / alkylbenzene sulfonic acid)	
		Pt. Kaltim Pasifik Amoniak	Indonesia	25.00	Manufacture and sales of ammonia	
		Philippine Prosperity Chemicals, Inc.	Philippines	45.00	Sales of solvents	
		KPX Fine Chemical Co., Ltd.	Korea	9.00	Manufacture and sales of isocyanate and amino acids	
		KPX Chemical Co., Ltd.	Korea	10.05	Manufacture and sales of polypropylene glycol	
		KPX Holdings Co., Ltd.	Korea	25.71	Holding company	
		Grencol Taiwan Corporation	Taiwan	50.00	Manufacture of polyester raw materials	
		Algorta Norte S.A.	Chile	25.50	Development and production of iodine	



## Food & Agribusiness Division

		Company Name	Country	Voting Rights	Main Business
Consolidated Subsidiaries	Domestic	Toyota Tsusho Foods Corporation	Japan	100.00	Import and domestic sales of marine products, and processing and sales of institutional food products
		Kanto Grain Terminals Co., Ltd.	Japan	60.00	Warehousing business
		Tohoku Grain Terminals Co., Ltd.	Japan	90.00	Warehousing business
		Tohoku Godo Warehouse Co., Ltd.	Japan	70.00	Warehousing business
		Toyo Grain Terminals Co., Ltd.	Japan	100.00	Warehousing business
		Higashi-Nada Tomen Grain Silo Co., Ltd.	Japan	100.00	Warehousing business
		Overseas	Oleos Menu Industria E Comercio Ltda.	Brazil	99.99
Equity-Method Affiliates	Domestic	First Baking Co., Ltd.	Japan	33.49	Production and sales of breads
	Overseas	Pt. Hokkan Indonesia	Indonesia	30.00	Filling of beverages
		Pt. Bungasari Flour Mills Indonesia	Indonesia	30.00	Milling

## Consumer Products & Services Division

		Company Name	Country	Voting Rights	Main Business
Consolidated Subsidiaries	Domestic	Toyota Tsusho Insurance Partners Corporation	Japan	100.00	Insurance agencies and insurance services
		Toyota Tsusho Insurance Management Corporation	Japan	100.00	Insurance broker
		Toyotsu Fashion Express Co., Ltd.	Japan	100.00	Planning, manufacture, and sales of apparel
		Fukuske Corporation	Japan	93.42	Planning, manufacture, and sales of legwear and innerwear
		Biscaye Co., Ltd.	Japan	100.00	Planning and sales of women's apparel
		Toyo Cotton (Japan) Co.	Japan	100.00	Purchasing, sales, import, and export of raw cotton
		Gutt Rehabilitation Ltd.	Japan	100.00	Wholesale of nursing care products via catalogs
		Toyotsu Lifecare Corporation	Japan	100.00	Total solutions business for nursing care service providers
		Toyotsu Living Co., Ltd.	Japan	100.00	Management, construction, and agent of condominiums

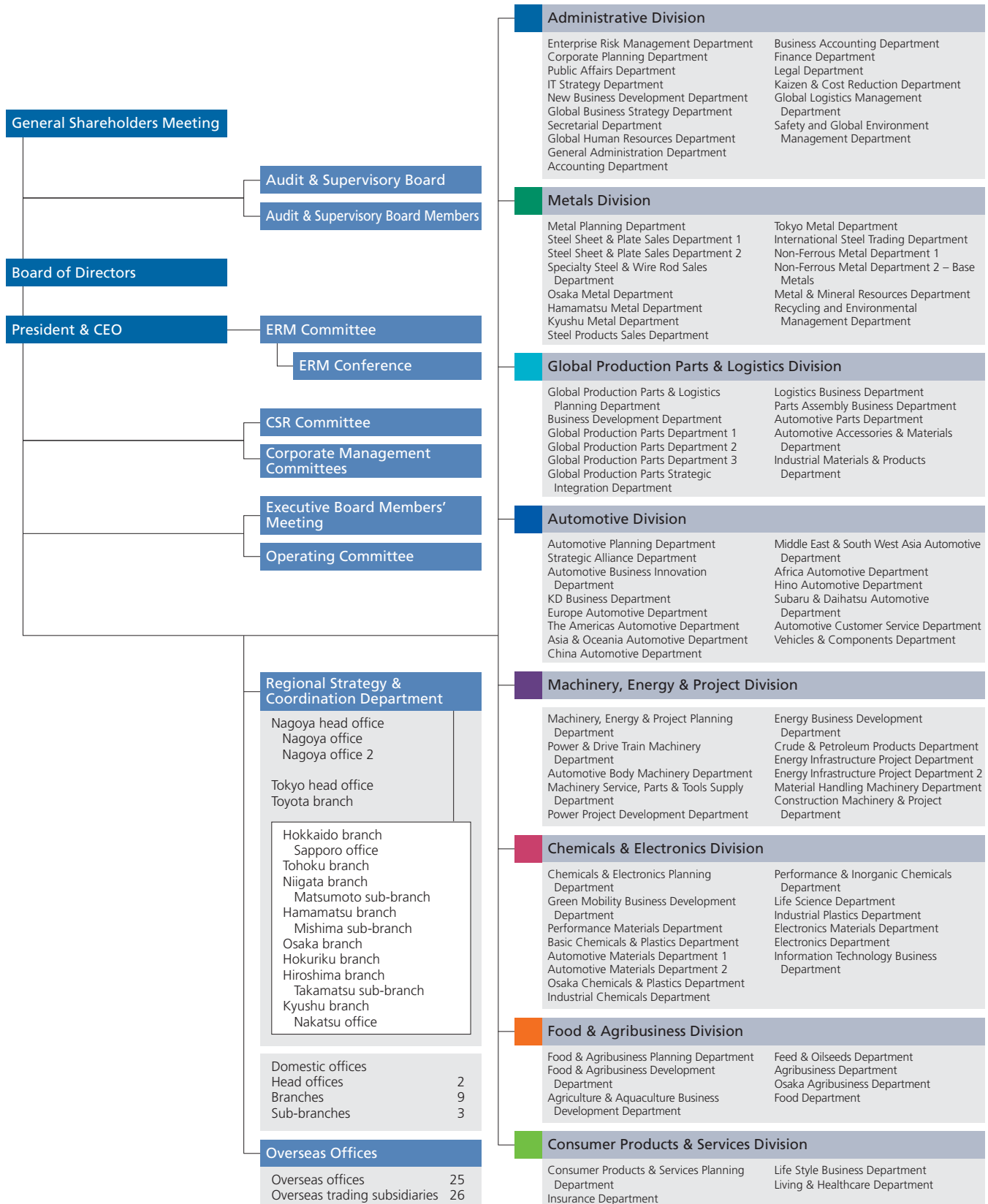
## Administrative Division

		Company Name	Country	Voting Rights	Main Business
Consolidated Subsidiaries	Domestic	Toyotsu Human Resources Corporation	Japan	100.00	Temporary staffing company
		Toyotsu Office Service Corporation	Japan	100.00	Shared service provider
	Overseas	Tomen America Inc.	the U.S.	100.00	Trading business
Equity-Method Affiliates	Domestic	Central Motor Wheel Co., Ltd.	Japan	17.92	Sales of automotive wheels

## ORGANIZATIONAL STRUCTURE

## Organizational Chart

(As of July 1, 2013)



## FINANCIAL SECTION

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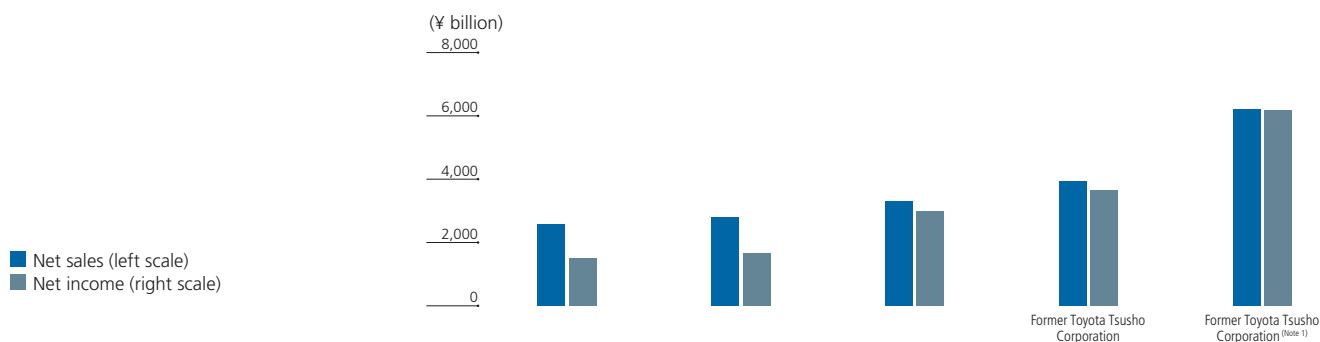
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## ELEVEN-YEAR FINANCIAL SUMMARY

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31



### Results of Operations:

	2003/3	2004/3	2005/3	2006/3	2007/3
Net Sales <sup>(Note 3)</sup>	¥2,576,453	¥2,787,794	¥3,315,831	¥3,945,319	¥6,212,726
Gross Trading Profit	131,319	146,428	175,683	221,593	328,459
SG&A Expenses	100,252	109,407	119,368	141,536	218,456
Operating Income	31,067	37,021	56,315	80,057	110,003
Share in Net Earnings in Equity Method	2,036	564	2,602	1,180	7,342
Net Income	18,829	20,663	37,522	45,733	77,212

### Financial Position at Year-end:

	2003/3	2004/3	2005/3	2006/3	2007/3
Total Assets	¥ 960,399	¥1,032,602	¥1,198,394	¥1,602,702	¥2,462,229
Total Net Assets <sup>(Note 4)</sup>	159,492	188,785	237,132	314,319	626,539
Net Interest-Bearing Debt	328,968	304,151	319,785	431,844	677,580

### Cash Flows:

	2003/3	2004/3	2005/3	2006/3	2007/3
Net Cash Provided by Operating Activities	¥ 19,092	¥ 62,660	¥ 17,836	¥ 33,089	¥ 44,599
Net Cash Used in Investing Activities	(20,095)	(38,220)	(29,410)	(119,379)	(31,159)
Net Cash Provided by (Used in) Financing Activities	5,874	(18,111)	12,027	90,453	(46,555)
Cash and Cash Equivalents at End of Year	61,666	67,704	69,548	75,032	125,603

### Per Share:

	2003/3	2004/3	2005/3	2006/3	2007/3
Net Income:					
Basic	¥66.06	¥72.75	¥132.98	¥161.88	¥231.47
Diluted <sup>(Note 5)</sup>	66.01	72.35	132.11	160.75	230.30
Cash Dividends for the Year	7.75	8.00	12.00	18.00	26.00
Dividend Payout Ratio	11.7%	11.0%	9.0%	11.1%	11.2%

### Financial Measures:

	2003/3	2004/3	2005/3	2006/3	2007/3
ROE	12.1%	11.9%	17.6%	16.6%	15.7%
Shareholders' Equity Ratio	16.6%	18.3%	19.8%	19.6%	23.5%
Net Debt Equity Ratio (times)	2.06	1.61	1.35	1.37	1.17

### Common Stock:

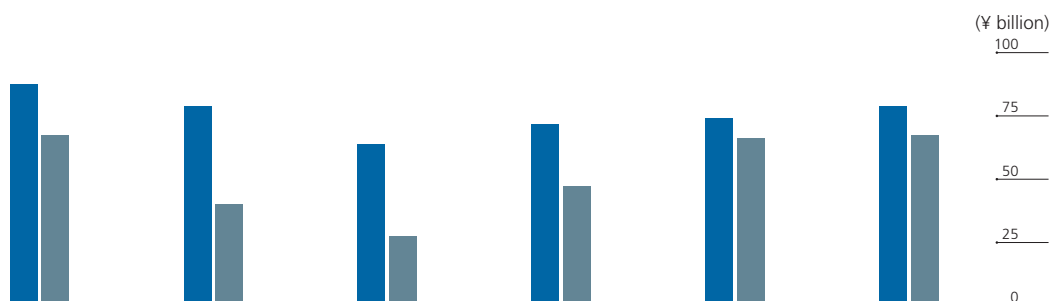
	2003/3	2004/3	2005/3	2006/3	2007/3
Number of Shares Outstanding at Year-end	282,867	282,867	282,867	282,867	354,056

Notes: 1. Toyota Tsusho Corporation merged with Tomen Corporation on April 1, 2006. The figures for the fiscal year ended March 31, 2006, and before were based on the former Toyota Tsusho Corporation.

2. The U.S. dollar amounts have been translated from the amounts stated in yen, solely for the convenience of the readers, at the rate of ¥94.05=U.S.\$1, the approximate exchange rate on March 29, 2013, which was the final business day of financial institutions in the fiscal year ended March 31, 2013.

3. Commission income was included in Net sales from the fiscal year ended March 31, 2007, as a result of the reconsideration of the presentation of consolidated financial statements.





2008/3	2009/3	2010/3	2011/3	2012/3	Millions of Yen	Thousands of U.S. Dollars <sup>(Note 2)</sup>
					2013/3	2013/3
¥7,000,353	¥6,286,996	¥5,102,261	¥5,743,649	¥5,916,759	<b>¥6,304,354</b>	<b>\$67,031,940</b>
369,524	326,679	280,790	330,730	343,999	<b>403,888</b>	<b>4,294,396</b>
237,853	235,661	225,199	245,432	251,596	<b>288,013</b>	<b>3,062,339</b>
131,671	91,017	55,591	85,297	92,403	<b>115,875</b>	<b>1,232,057</b>
11,065	6,610	7,364	13,636	15,396	<b>17,646</b>	<b>187,623</b>
67,506	40,224	27,339	47,169	66,205	<b>67,432</b>	<b>716,980</b>
¥2,603,207	¥2,130,089	¥2,274,547	¥2,436,248	¥2,837,428	<b>¥3,592,368</b>	<b>\$38,196,363</b>
639,731	586,996	650,215	667,378	751,747	<b>920,043</b>	<b>9,782,488</b>
600,250	573,920	563,066	581,366	672,137	<b>998,626</b>	<b>10,618,032</b>
¥ 104,728	¥ 123,760	¥ 100,217	¥ 79,884	¥ 63,782	<b>¥ 124,156</b>	<b>\$ 1,320,106</b>
(36,717)	(54,827)	(73,090)	(74,046)	(58,771)	<b>(323,389)</b>	<b>(3,438,479)</b>
(23,058)	4,614	(107,623)	77,751	97,358	<b>223,374</b>	<b>2,375,055</b>
174,197	242,530	170,714	252,747	354,755	<b>391,352</b>	<b>4,161,105</b>
¥192.44	¥114.73	¥78.08	¥134.78	¥189.34	<b>¥192.58</b>	<b>\$2.04</b>
192.08	114.72	—	—	—	<b>192.42</b>	<b>2.04</b>
30.00	26.00	16.00	28.00	42.00	<b>44.00</b>	<b>0.46</b>
15.6%	22.7%	20.5%	20.8%	22.2%	<b>22.8%</b>	<b>—</b>
11.6%	7.2%	4.9%	8.0%	10.7%	<b>9.6%</b>	<b>—</b>
22.5%	24.9%	25.7%	24.4%	22.6%	<b>21.2%</b>	<b>—</b>
1.02	1.08	0.96	0.98	1.04	<b>1.31</b>	<b>—</b>
354,056	354,056	354,056	354,056	354,056	<b>354,056</b>	<b>—</b>

4. Effective from the fiscal year ended March 31, 2007, the Company and its consolidated subsidiaries adopted the "Accounting Standard for Presentation of Net Assets in the Balance Sheet."

5. Figures for diluted net income per share are not shown for the fiscal years ended March 31, 2010, 2011, and 2012, as there were no potential stocks with dilution effect during these years.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### General Operating Environment

In the fiscal year ended March 31, 2013, there was an overall air of stagnancy in the operating environment resulted from the persistence of the sovereign debt crisis in Europe, economic slowdown in China, and deceleration in the U.S. economy, mainly in terms of employment and production. However, instability in Europe's financial sector has calmed due to the benefits of financial stabilization measures. Also, the U.S. economy is regaining momentum driven by recovery in the household sector.

Against such a backdrop, conditions in the Japanese economy remained sluggish due to depression in personal consumption and exports. However, anticipation for the economic stimulus measures of the new government administration inaugurated in December 2012 resulted in the depreciation of the yen and a rise in Japanese stock prices, which helped recover confidence among the corporate sector.

### Business Performance of Toyota Tsusho Corporation

The Toyota Tsusho Group has responded to changes in its management environment by investing proactively for the future. We also saw the recovery of performance in the automotive business and accumulation of returns from past investments. As a result, the Group recorded net sales of ¥6,304.3 billion, operating income of ¥115.8 billion, and net income of ¥67.4 billion, resulting in the third consecutive year of higher sales and earnings.

In the past, we have sought to mutually leverage business infrastructures, customers, and products cultivated among the automotive and non-automotive sectors, as well as to integrate expertise and skills, enabling us to create numerous synergies. Going forward, we will step up our activities on a global scale by horizontally developing (lateral extension of functions), deepening (strengthening of functions), and broadening (transfer of functions to other industries) existing businesses. By cultivating new businesses in this manner, we plan to further enhance corporate value.

We commenced capital participation in CFAO S.A. during 2012, and this represented our largest investment to date. The alliance with this company will be utilized to develop operations in Africa, a region that displays enormous potential in the forms of robust consumer spending and internal demand, both products of population growth and the emergence of a middle class, as well as plentiful natural resources.

We will continue to invest proactively in this and other business domains where we intend to take the offensive, while also maintaining a sound financial position. We will also continue to deepen relations with customers in Japan and overseas, while strengthening ties with suppliers and outstanding business partners. In this manner, we will build the organizations and networks that will enable us to respond accurately to changes in a fast-moving business environment.

### Future Issues to Address

Looking toward the coming operating environment, the global economy will continue to be wrought with uncertainty, despite the promise of accelerated recovery in the U.S. economy and strong growth in emerging countries. The causes for this uncertainty will include the economic slowdown in China, the sovereign debt crisis in Europe, and unrest in the Middle East and North Korea. In Japan, anticipation for new financial measures has resulted in the depreciation of the yen and other signs of recovery. However, it will still take time for this recovery to spread to the real economy.

In the automotive business, which has always been central to the Toyota Tsusho Group's operations, we continue to see market expansion centered on emerging countries. However, at the same time, competition is growing ever more fierce as the presence of South Korean automakers becomes more prominent and manufacturers from emerging nations enter the market, driving a trend toward smaller and lower-priced vehicles. For this reason, we are expecting a harsh environment on a global scale.

Faced with such adversity, the Toyota Tsusho Group will advance the following initiatives as it strives to realize the Global 2020 Vision.

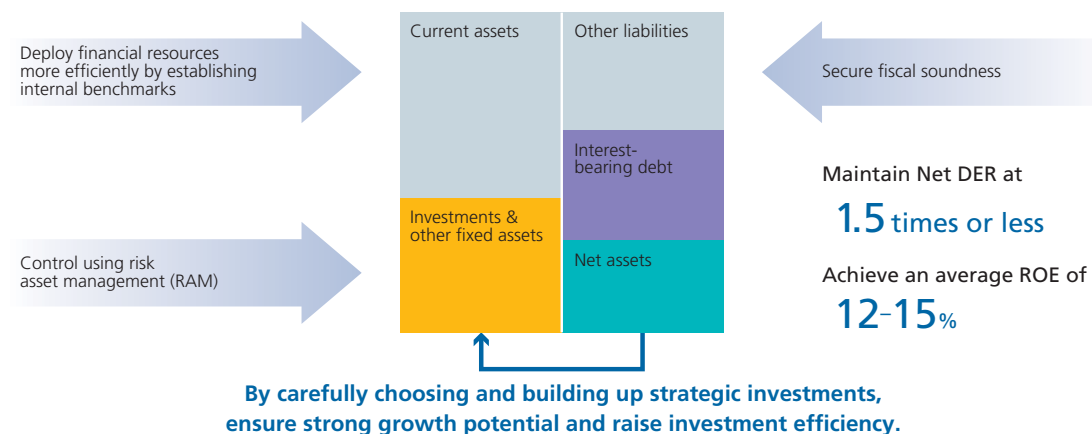
First, in terms of business initiatives, in the Mobility field we will work harder than ever to raise satisfaction by enhancing the distribution and processing functions that we have developed, chiefly through the Toyota Group. We will also leverage these functions to expand transactions with customers outside the Toyota Group. While responding to technological innovation in the automotive industry by pursuing developments in next-generation automobiles, we aim to contribute to reductions in the industry's environmental impacts by implementing initiatives related to strengthening and expanding our automobile recycling function.

In addition, we aim to accomplish the goals of the Global 2020 Vision by creating businesses and synergies that will support the future of the Toyota Tsusho Group in three fields: Mobility, Life and Community, and Earth and Resources. As one facet of these efforts, we will work to develop and expand medical businesses in Life and Community as well as new renewable energy businesses in Earth and Resources. In particular, we see strong potential for synergies with CFAO, which complements its automobile sales business in Africa with a pharmaceutical business in the same region. This creation of synergies between this business and Toyota Tsusho's pharmaceutical and nursing care business—an area of focus—will help strengthen our Life and Community operations. At the same time, CFAO possesses a network that spreads throughout Africa, and we plan to utilize this network to expand Earth and Resources-related resource and infrastructure businesses in this region.

Aside from Africa, we also position India and Brazil as priority markets for our overseas endeavors. We will invest proactively in operations in these priority markets and reinforce our operations there. To secure the personnel needed to implement these activities, we will continue striving to recruit, train, and promote superior human resources overseas, as well as in Japan. Furthermore, to accelerate business overseas centered on emerging markets, we will advance conventional business strategies hinged on the efforts of product divisions while also going a step farther by encouraging our partners around the world to take part in our business strategies. This approach will be used to grow the Company while expanding both the scope of our business and the range of regions in which we operate.

To fuel this aggressive business expansion, we will review management resource distribution to achieve optimal allocations, and work to secure returns through effective investment. In addition, a sound financial position will be maintained by managing finances in a manner that emphasizes return on equity (ROE) as an indicator highly correlated with the cost of equity and focuses on the net debt equity ratio (DER) as a metric of financial soundness.

## Financial Risk Management



## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### Assets, Liabilities, and Equity as of March 31, 2013

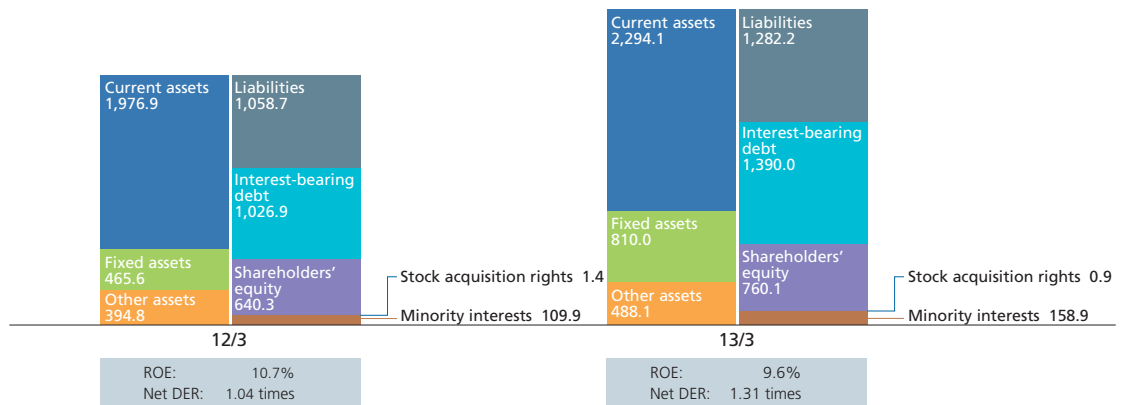
As of March 31, 2013, total assets stood at ¥3,592.3 billion, up ¥754.9 billion from one year earlier. This rise was the result of increases of ¥252.2 billion in total intangible fixed assets, ¥186.6 billion in inventories, and ¥92.3 billion in net property and equipment.

Total liabilities as of the fiscal year-end were ¥2,672.3 billion, up ¥586.7 billion from March 31, 2012. This rise was mainly attributable to a ¥363.1 billion increase in interest-bearing debt and a ¥76.5 billion rise in trade notes and accounts payable.

Total net assets as of March 31, 2013, amounted to ¥920.0 billion, up ¥168.3 billion from March 31, 2012. This growth can be attributed to increases of ¥47.8 billion in retained earnings, following higher net income, and ¥49.0 billion in minority interests, as well as a ¥51.8 billion in decrease in the negative impacts of foreign currency translation adjustments.

### Balance Sheet Trends

(¥ billion)

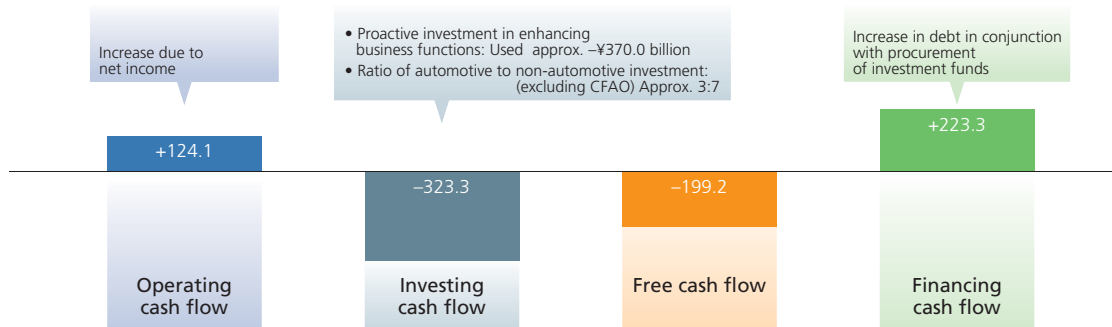


### Cash Flows in the Fiscal Year Ended March 31, 2013

Cash and cash equivalents totaled ¥391.3 billion as of March 31, 2013, up ¥36.5 billion from a year earlier. This increase was due to net cash provided by operating and financing activities, which outpaced net cash used in investing activities.

### Cash Flow Breakdown

(¥ billion)





#### ■ Cash Flows from Operating Activities

Net cash provided by operating activities came to ¥124.1 billion, ¥60.3 billion more than these activities provided in the preceding fiscal year. The posting of net income was the principal source of cash.

#### ■ Cash Flows from Investing Activities

Net cash used in investing activities was ¥323.3 billion, ¥264.6 billion more than in the preceding term. Cash was used mainly for purchases of investment securities.

#### ■ Cash Flows from Financing Activities

Net cash provided by financing activities was ¥223.3 billion, representing a ¥126.0 billion increase from the fiscal year ended March 31, 2012. Increases in debt were the main source of cash.

## Financial Strategy

The financial strategy of the Company and its consolidated subsidiaries is focused on the efficient use of assets and fund procurement commensurate with its asset base. The goal is to achieve stable growth throughout the Group and to maintain a sound financial position.

Aiming to “generate maximum profit with minimum funds,” we strive to use funds more efficiently through the efficient use of working capital through such means as collecting sales receivables earlier and reducing inventories, as well as by reducing idle, inefficient fixed assets. We aim both to enhance corporate value and improve our financial position by directing funds generated by the above measures to investments in businesses with higher growth potential and the repayment of interest-bearing debt.

We are also focused on conducting fund procurement commensurate with our asset base. In principle, the Group will finance fixed assets with long-term loans and shareholders’ equity, while financing working capital with short-term borrowings. At the same time, we also have adopted a policy of funding the less liquid portion of working capital with long-term debt.

In regard to the fund management system on a consolidated basis, we are shifting to a unified group financing system by the parent company in Japan. At the same time, in regard to the fund procurement of overseas subsidiaries, we will conduct group financing utilizing a cash management system for concentrating fund procurement at specific overseas subsidiaries in Asia, Europe, and the United States and for supplying funds to other subsidiaries. In this manner, we will strive to raise funding efficiency on a consolidated basis, as we work to further enhance our fund management system.

In addition, we have established a multi-currency revolving credit facility that allows us to respond to unexpected events and safely meet our funding requirements. Looking ahead, we will strive to enhance the efficient use of assets and secure funding, taking into consideration cash flows generated from operating activities, the condition of assets, economic conditions, and the financial environment.

As of March 31, 2013, the current ratio was 130% on a consolidated basis, meaning that the Company has maintained financial soundness in terms of liquidity. In addition, the Company and its consolidated subsidiaries have established an adequate liquidity buffer mainly through cash and deposits and the aforementioned credit facility.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### Business Risks and Uncertainties

The Company and its consolidated subsidiaries (the "Group") believe that the following risks and accounting policies may have a material impact on the decision-making of investors with regard to data contained in this annual report.

Forward-looking statements contained in this report are based on the judgment of the Group as of the date of publication.

#### ■ Risk Associated with Operating Activities

##### 1. Dependence on Specific Customers

The Group consists of the Company, its 679 subsidiaries, and 257 affiliates. The main business line of the Group is the sale of automotive-related and other products in the domestic and overseas markets. In the fiscal year ended March 31, 2013, the Company's sales to the Toyota Group\* accounted for 13.4% of net sales, with sales to Toyota Motor Corporation representing 6.0% of net sales. Therefore, trends in the automobile output of Toyota Motor Corporation may affect the operating results of the Company.

\* Toyota Motor Corporation, Toyota Industries Corporation, Toyotsu Steel Pipe & Tubular Products Co., Ltd., JTEKT Corporation, Toyota Auto Body Co., Ltd., Aisin Seiki Co., Ltd., Denso Corporation, Toyota Boshoku Corporation, Toyota Motor East Japan, Inc. (formerly Kanto Auto Works, Ltd.), Toyoda Gosei Co., Ltd., Hino Motors, Ltd., and Daihatsu Motor Co., Ltd.

##### 2. Risk Associated with Customers' Credit

The Group faces a degree of risk arising from the collection of loans and receivables associated with commercial transactions of our domestic and overseas business customers. While the Group retains an allowance for doubtful accounts based on certain assumptions and estimates concerning customers' creditability, value of pledge, and general economic situation, until customers complete the fulfillment of their obligations there is no guarantee that customers will repay the debts owed to the Group or that customers will be in a sound financial condition to repay debts owed by each due date.

##### 3. Risk Associated with Commodities

Commodities that the Group deals with in its businesses, such as nonferrous metals, crude oil, petroleum products, rubber, food, and textiles, are vulnerable to uncertainties arising from price fluctuations. While the Group takes various measures to reduce such risks, it may not be possible to completely avoid them.

##### 4. Risk Associated with Business Investment

The Group intends to grow existing businesses, enhance functions, and take on new business through the strengthening of current partnerships or establishment of new partnerships with companies within or outside the Group. Therefore, the Group has established new ventures in partnership with other companies and has also invested in existing companies, and may continue to conduct such investing activities.

However, the Group may lose all or part of such investments or be obliged to provide additional funds in the event of a decline in the corporate worth or market value of the shares of invested companies. In such cases, the financial condition and / or results of the business operations of the Group may be adversely affected.

##### 5. Risk Associated with Fluctuations in Interest Rates

A portion of interest-bearing debt of the Group is based on variable interest rates. For a considerable portion of such debt, we are able to absorb the effect of changes in interest rates within working capital. However, a certain portion of interest-bearing debt cannot be hedged against the risk of market fluctuations. Thus, we are susceptible to risk associated with fluctuations in interest rates. The results of the business operations of the Group may therefore be affected by changes in future interest rates.

## **6. Risk Associated with Exchange Rates**

Of the product sales, investment, and other business activities conducted by the Group, transactions denominated in U.S. dollars or other foreign currencies may be affected by changes in exchange rates. While the Group takes measures to constrain the impact of such risks, we may be unable to completely avoid them.

## **7. Risk Associated with Countries**

The Group deals with many overseas counterparts in the trade of foreign products or investment. Therefore, the Group is exposed to risks arising from the manufacturing and purchase of foreign products, such as regulations imposed by foreign governments, political uncertainties, and fund transfer restraints, as well as loss on investment or reduced asset value.

Furthermore, export and import activities of the Group are generally affected by competitive conditions arising from international trade barriers, trade conflicts, free trade agreements, and multilateral agreements. While the Group endeavors to avoid the concentration of its business on specific regions or countries, there is the possibility that future losses incurred in specific regions or countries may impact the overall performance of the Group.

## **8. Competition in Export and International Trade**

Major export and other international trade of the Group are conducted in a fiercely competitive environment. The Group competes with domestic and overseas manufacturers and trading companies operating in international markets on a global level. Some of these competitors possess merchandise, technologies, and experience superior to that of the Group. Thus, there is no guarantee that the Group will maintain a competitive edge.

## **9. Environment-related Risks**

The Group is engaged in businesses in Japan and overseas that are exposed to a broad range of environment-related risks. To mitigate these risks, the Group conducts risk management throughout its supply chain. Specific activities include promoting traceability in the food domain, and enforcing compliance with laws and regulations concerning the handling of hazardous chemical substances in the chemical products domain. Furthermore, the Group's businesses in Japan and overseas are susceptible to various environmental risks associated with waste disposal and other factors. The Group could conceivably incur additional costs in these businesses, due to changes in environmental regulations, environmental pollution caused by natural disasters and other events, or other factors. These and other factors may affect the Group's business performance.

### **■ Effect of Natural Disasters and Other Events**

The Group conducts sufficient reviews and training regarding the establishment and management of disaster response agencies, in order to safely and rapidly deal with natural disasters such as fires, earthquakes, and floods. For example, as an initiative to minimize the impact of earthquakes and other events on the Group's business operations, the Group conducts inspections and surveys of the seismic structure of its facilities and takes other appropriate measures as necessary.

However, a major, large-scale natural disaster may still have an impact on the Group's business operations.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### Significant Accounting Policies and Estimates

The consolidated financial statements of the Group have been prepared in accordance with generally accepted accounting principles and practices in Japan. In producing these consolidated financial statements, the Company recognizes the following critical accounting policies can significantly affect important judgments and estimates the Company has employed to produce the consolidated financial statements of the Group.

Forward-looking statements contained in this report are based on the judgment of the Company and its consolidated subsidiaries (the "Group") as of March 31, 2013.

#### 1. Allowance for Doubtful Accounts

The Group records an allowance for doubtful accounts to cover estimated credit losses resulting from the inability of customers to make required payments. Additional provisions may be required in the event a customer's financial position worsens, thereby weakening repayment ability.

#### 2. Inventories

The Group records as write-offs an amount equal to the difference between cost and estimated fair value based on projected future demand and market conditions. The Group may be required to book additional write-offs in the event that declines in future demand and market conditions exceed its projections.

#### 3. Impairment of Tangible and Intangible Fixed Assets

The Group owns tangible and intangible fixed assets in order to enhance its operational capabilities and expand business. Calculation of the impairment of fixed assets is based on reasonable and supportable assumptions and projections of the grouping of assets, total undiscounted cash flows, and recoverable value, with due consideration for the specific condition of each company. Additional write-offs may be required should losses or an uncollectible amount of book value beyond that reflected in the present book value arise due to a reduction in land prices, the impairment of assets, or other causes.

#### 4. Impairment of Marketable Securities

The Group owns the stock of specific customers and financial institutions in order to ensure continued business. Such stock includes listed stock with highly volatile prices and stock of non-listed companies for which it is difficult to determine fair market value. For listed stock, an impairment loss is recorded when the stock market price at our closing date falls 30% or more below book value and such decline is deemed to be other than temporary. For the stock of non-listed companies, an impairment loss is recorded when the value of our investment as measured by the non-listed company's net assets declines by 50% or more below book value. Furthermore, additional write-offs may be necessary should losses or an uncollectible amount of book value beyond that reflected in present estimates arise due to market decline or poor performance by the invested company.



### **5. Deferred Tax Assets**

The Group records valuation allowances in order to reduce deferred tax assets to realizable values. Future taxable income and prudent, achievable, and sustainable tax payment schedules are considered in determining the appropriate valuation allowances. An adjusted amount for deferred income tax assets is recorded as a cost in the fiscal year in which it is deemed more likely than not that some portion or all of the deferred tax assets will not be realized. Conversely, in the event tax assets exceeding the net values as recorded in the financial statements are expected to be realized, an adjustment in deferred tax assets is recorded as income in the fiscal year in which the tax assets are expected to be realized.

### **6. Employee Retirement Benefits**

Calculation of costs and obligations from employee retirement benefits is based on actuarial assumptions. These assumptions include discount rates, future levels of compensation, and retirement ratios as well as mortality rates using recent statistical data and long-term returns on pension assets. In the pension system applied to the parent company and its domestic subsidiaries, discount rates are calculated by adjusting the market yield of Japanese government bonds by the number of years during which existing employees receive the pension. The expected return on assets is calculated using the weighted average of the expected long-term return on each category of assets in which the pension assets are invested. The extent to which actual results differ from the assumptions, or the extent to which assumptions are revised, will generally affect recognized expenses or recorded obligations in future periods, since such effects are accumulated and regularly recognized in the future. The amortization of the unrecognized actuarial difference comprising a portion of pension expenses is a regularly recognized expense of the effect of the change in assumptions and the impact of the difference between assumptions and actual results.

## CONSOLIDATED BALANCE SHEETS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
March 31, 2013 and 2012

ASSETS	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Current Assets:</b>			
Cash and deposits (Notes 3 and 14)	¥ 391,409	¥ 354,811	\$ 4,161,711
Trade notes and accounts receivable (Notes 3, 14 and 25)	1,106,604	1,054,602	11,766,124
Short-term investment securities (Note 14)	—	10,000	—
Inventories (Notes 3 and 4)	593,155	406,546	6,306,804
Deferred tax assets—current (Note 8)	17,056	15,628	181,350
Other current assets (Note 3)	203,846	140,435	2,167,421
Less: allowance for doubtful accounts	(17,920)	(5,050)	(190,536)
Total current assets	2,294,151	1,976,974	24,392,886
<b>Property and Equipment, at Cost (Note 19):</b>			
Land (Note 3)	81,537	69,908	866,953
Buildings and structures (Note 3)	283,577	221,142	3,015,172
Machinery, equipment and vehicles (Note 3)	325,449	250,766	3,460,382
Leased property	24,892	23,927	264,667
Construction in progress	26,072	11,220	277,214
Other property and equipment (Note 3)	29,747	19,588	316,289
Less: accumulated depreciation (Note 2 (6))	(325,906)	(243,512)	(3,465,241)
Net property and equipment	445,370	353,042	4,735,459
<b>Intangible Assets:</b>			
Goodwill	256,957	78,005	2,732,131
Leased property	255	464	2,711
Other intangible assets	107,516	34,089	1,143,179
Total intangible assets	364,729	112,560	3,878,032
<b>Investments and Other Assets:</b>			
Investment securities (Notes 3, 14 and 15):			
Investment in unconsolidated subsidiaries and affiliates	200,991	179,029	2,137,065
Investment in third parties	227,986	168,221	2,424,093
Long-term loans (Note 14)	11,224	5,793	119,340
Deferred tax assets—non-current (Note 8)	14,374	9,936	152,833
Others (Note 2 (10))	50,580	47,503	537,799
Less: allowance for doubtful accounts	(17,040)	(15,633)	(181,180)
Total investments and other assets	488,117	394,851	5,189,973
Total Assets	¥3,592,368	¥2,837,428	\$38,196,363

The accompanying notes are an integral part of the consolidated financial statements.

LIABILITIES AND NET ASSETS	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Current Liabilities:</b>			
Trade notes and accounts payable (Notes 3, 14 and 25)	¥ 876,595	¥ 800,067	\$ 9,320,520
Short-term loans payable and current portion of long-term debt (Notes 3, 6 and 14)	420,602	350,001	4,472,110
Commercial paper (Notes 6 and 14)	144,000	122,000	1,531,100
Current portion of bonds (Notes 6 and 14)	20,000	10,000	212,652
Lease obligations—current (Note 6)	4,715	4,688	50,132
Income taxes payable	30,153	17,036	320,606
Deferred tax liabilities—current (Note 8)	4,154	3,592	44,167
Other current liabilities (Notes 2 (9) and (16))	264,852	179,820	2,816,076
Total current liabilities	1,765,072	1,487,206	18,767,379
<b>Long-term Liabilities:</b>			
Bonds, less current portion (Notes 6 and 14)	65,000	85,000	691,121
Long-term debt, less current portion (Notes 3, 6 and 14)	727,244	444,521	7,732,525
Lease obligations—non-current (Note 6)	8,474	10,738	90,101
Deferred tax liabilities—non-current (Note 8)	33,815	19,553	359,542
Employee retirement benefits liability (Note 17)	21,037	15,237	223,678
Provision for liquidation of affiliated companies	3,101	3,442	32,971
Provision for loss on compensations	—	1,024	—
Provision for contract loss	2,907	719	30,909
Other long-term liabilities (Notes 2 (11), (12) and (16))	45,671	18,236	485,603
Total long-term liabilities	907,251	598,474	9,646,475
Total Liabilities	2,672,324	2,085,681	28,413,864
<b>Net Assets:</b>			
Shareholders' equity (Notes 7 and 28)			
Common stock, no par value:			
Authorized: 1,000,000,000 shares			
Issued: 354,056,516 shares in 2013 and 2012 (Note 27)	64,936	64,936	690,441
Capital surplus	154,539	154,367	1,643,157
Retained earnings	531,049	483,255	5,646,454
Less: treasury stock, at cost			
—3,268,023 shares in 2013 and 4,165,972 shares in 2012 (Note 27)	(5,345)	(6,844)	(56,831)
Total shareholders' equity	745,179	695,714	7,923,221
Accumulated other comprehensive income:			
Net unrealized gains or losses on available-for-sale securities, net of taxes	44,637	16,924	474,609
Net deferred profits or losses on hedges, net of taxes	(9,710)	(577)	(103,242)
Foreign currency translation adjustments	(19,931)	(71,730)	(211,919)
Total accumulated other comprehensive income	14,996	(55,383)	159,447
Stock acquisition rights	951	1,454	10,111
Minority interests in consolidated subsidiaries	158,916	109,962	1,689,696
Total net assets	920,043	751,747	9,782,488
Total Liabilities and Net Assets	¥3,592,368	¥2,837,428	\$38,196,363

## CONSOLIDATED STATEMENTS OF INCOME

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31, 2013 and 2012

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Net Sales</b>	<b>¥6,304,354</b>	¥5,916,759	<b>\$67,031,940</b>
<b>Cost of Sales</b> (Note 4)	<b>5,900,465</b>	5,572,759	<b>62,737,533</b>
Gross Trading Profit	<b>403,888</b>	343,999	<b>4,294,396</b>
<b>Selling, General and Administrative Expenses</b> (Note 9):			
Charges and fees	<b>18,970</b>	17,140	<b>201,701</b>
Traffic and traveling expenses	<b>13,849</b>	11,816	<b>147,251</b>
Communication expenses	<b>3,449</b>	3,012	<b>36,671</b>
Allowance for doubtful accounts	<b>213</b>	148	<b>2,264</b>
Salaries and wages	<b>121,521</b>	106,555	<b>1,292,089</b>
Retirement benefit expenses	<b>6,074</b>	5,595	<b>64,582</b>
Welfare expenses	<b>18,164</b>	15,830	<b>193,131</b>
Rental expenses	<b>18,232</b>	16,373	<b>193,854</b>
Depreciation and amortization except goodwill	<b>16,170</b>	15,201	<b>171,929</b>
Taxes other than income taxes	<b>4,537</b>	3,909	<b>48,240</b>
Amortization of goodwill	<b>19,044</b>	15,458	<b>202,488</b>
Others	<b>47,784</b>	40,552	<b>508,070</b>
Operating Income	<b>115,875</b>	92,403	<b>1,232,057</b>
<b>Other Income (Expenses):</b>			
Interest income	<b>3,687</b>	3,055	<b>39,202</b>
Interest expenses	<b>(18,685)</b>	(13,688)	<b>(198,670)</b>
Dividend income	<b>12,069</b>	11,309	<b>128,325</b>
Share in net earnings in equity method	<b>17,646</b>	15,396	<b>187,623</b>
Foreign exchange gain (loss), net	<b>(10,354)</b>	426	<b>(110,090)</b>
Other, net (Notes 10 and 12)	<b>7,034</b>	13,711	<b>74,790</b>
Income before Income Taxes and Minority Interests	<b>127,272</b>	30,211	<b>1,21,180</b>
Income Tax Expenses (Note 8):			
Current	<b>43,498</b>	33,718	<b>462,498</b>
Deferred	<b>(1,133)</b>	11,309	<b>(12,046)</b>
Income before Minority Interests	<b>84,908</b>	45,028	<b>450,441</b>
Minority Interests in Earnings of Consolidated Subsidiaries	<b>17,475</b>	77,587	<b>902,796</b>
Net Income	<b>¥ 67,432</b>	¥ 66,205	<b>\$ 716,980</b>
<b>Amounts per Share</b> (Notes 2 (21), 26 and 28):			
Net income:			
Basic	<b>¥192.58</b>	¥189.34	<b>\$2.04</b>
Diluted	<b>192.42</b>	—	<b>2.04</b>
Cash dividends	<b>44.00</b>	42.00	<b>0.46</b>

The accompanying notes are an integral part of the consolidated financial statements.

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31, 2013 and 2012

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Income before Minority Interests</b>	<b>¥ 84,908</b>	¥77,587	<b>\$ 902,796</b>
<b>Other Comprehensive Income</b> (Note 20):			
Net unrealized gains or losses on available-for-sales securities, net of taxes	27,279	1,969	290,047
Net deferred profits or losses on hedges, net of taxes	(9,134)	(1,847)	(97,118)
Foreign currency translation adjustments	52,514	(10,280)	558,362
Share of other comprehensive income of affiliates accounted for by equity method	6,969	1,542	74,098
Total other comprehensive income	77,629	(8,615)	825,401
<b>Comprehensive Income</b>	<b>¥162,537</b>	¥ 68,971	<b>\$1,728,197</b>
<b>Comprehensive Income Attributable to:</b>			
Owners of the parent	¥137,863	¥ 58,274	\$1,465,847
Minority interests	24,673	10,697	262,339

The accompanying notes are an integral part of the consolidated financial statements.



## CONSOLIDATED STATEMENTS OF CHANGES IN NET ASSETS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31, 2013 and 2012

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Shareholders' Equity:</b>			
<b>Common Stock:</b>			
Beginning balance	¥ 64,936	¥ 64,936	\$ 690,441
Ending balance	¥ 64,936	¥ 64,936	\$ 690,441
<b>Capital Surplus:</b>			
Beginning balance	¥154,367	¥154,367	\$1,641,329
Disposal of treasury stock	171	—	1,818
Ending balance	¥154,539	¥154,367	\$1,643,157
<b>Retained Earnings:</b>			
Beginning balance	¥483,255	¥431,126	\$5,138,277
Cash dividends paid (Note 28)	(16,809)	(11,197)	(178,724)
Net income	67,432	66,205	716,980
Loss on the disposition of treasury stock	—	(211)	—
Net increase (decrease) of consolidated subsidiaries	(1,762)	(4,580)	(18,734)
Net increase (decrease) of companies accounted for by the equity method	(975)	1,879	(10,366)
Others, net	(91)	33	(967)
Ending balance	¥531,049	¥483,255	\$5,646,454
<b>Treasury Stock, at Cost:</b>			
Beginning balance	¥ (6,844)	¥ (7,430)	\$ (72,769)
Purchase of treasury stock	(20)	(1,020)	(212)
Disposal of treasury stock	1,522	1,610	16,182
Others, net	(3)	(3)	(31)
Ending balance	¥ (5,345)	¥ (6,844)	\$ (56,831)
<b>Total Shareholders' Equity</b>	<b>¥745,179</b>	<b>¥695,714</b>	<b>\$7,923,221</b>
<b>Accumulated Other Comprehensive Income:</b>			
<b>Net Unrealized Gains on Available-for-sale Securities, Net of Taxes:</b>			
Beginning balance	¥ 16,924	¥ 14,849	\$ 179,946
Change in unrealized gains	27,713	2,074	294,662
Ending balance	¥ 44,637	¥ 16,924	\$ 474,609
<b>Net Deferred Profits or Losses on Hedges, Net of Taxes:</b>			
Beginning balance	¥ (577)	¥ 1,090	\$ (6,135)
Change in deferred profits or losses on hedges	(9,132)	(1,668)	(97,097)
Ending balance	¥ (9,710)	¥ (577)	\$ (103,242)
<b>Foreign Currency Translation Adjustments:</b>			
Beginning balance	¥ (71,730)	¥ (63,400)	\$ (762,679)
Change in foreign currency translation adjustments	51,799	(8,329)	550,760
Ending balance	¥ (19,931)	¥ (71,730)	\$ (211,919)
<b>Total Accumulated Other Comprehensive Income</b>	<b>¥ 14,996</b>	<b>¥ (55,383)</b>	<b>\$ 159,447</b>
<b>Stock Acquisition Rights:</b>			
Beginning balance	¥ 1,454	¥ 1,363	\$ 15,459
Change in stock acquisition rights	(502)	90	(5,337)
Ending balance	¥ 951	¥ 1,454	\$ 10,111
<b>Minority Interests in Consolidated Subsidiaries:</b>			
Beginning balance	¥109,962	¥ 70,475	\$1,169,186
Change in minority interests	48,954	39,487	520,510
Ending balance	¥158,916	¥109,962	\$1,689,696
<b>Total Net Assets</b>	<b>¥920,043</b>	<b>¥751,747</b>	<b>\$9,782,488</b>

The accompanying notes are an integral part of the consolidated financial statements.

## CONSOLIDATED STATEMENTS OF CASH FLOWS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries  
Years ended March 31, 2013 and 2012

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2013	2012	2013
<b>Cash Flows from Operating Activities:</b>			
Income before income taxes and minority interests	¥ 127,272	¥ 122,615	\$ 1,353,237
Adjustments to reconcile income before income taxes and minority interests to net cash provided by operating activities:			
Depreciation and amortization except goodwill	41,354	31,281	439,702
Amortization of goodwill	19,044	15,458	202,488
Net change in allowance for doubtful accounts—net	(297)	(2,059)	(3,157)
Interest and dividend income	(15,756)	(14,365)	(167,527)
Interest expenses	18,685	13,688	198,670
Share in net earnings in equity method	(17,646)	(15,396)	(187,623)
Net change in receivables	69,778	(124,500)	741,924
Net change in inventories	(29,884)	(20,382)	(317,745)
Net change in payables	(51,643)	61,130	(549,101)
Others, net	(7,725)	9,845	(82,137)
Subtotal	153,181	77,315	1,628,718
Interest and dividend received	30,315	31,456	322,328
Interest paid	(17,982)	(13,610)	(191,196)
Income taxes paid	(41,358)	(31,379)	(439,744)
Net cash provided by operating activities	124,156	63,782	1,320,106
<b>Cash Flows from Investing Activities:</b>			
Net increase in time deposits	(1)	(5)	(10)
Proceeds from redemption of short-term investment securities	10,000	—	106,326
Payments for purchase of property and equipment	(50,066)	(30,940)	(532,333)
Proceeds from sale of property and equipment	6,975	9,454	74,162
Payments for purchase of intangible assets	(40,094)	(9,050)	(426,305)
Proceeds from sale of intangible assets	551	3,999	5,858
Payments for purchase of investment securities	(106,770)	(28,960)	(1,135,247)
Proceeds from sale of investment securities	7,214	1,311	76,703
Payments for purchase of shares of subsidiaries resulting in change in scope of consolidation	(148,742)	(2,497)	(1,581,520)
Proceeds from purchase of shares of subsidiaries resulting in change in scope of consolidation	—	15	—
Proceeds from sale of shares of subsidiaries excluded from the consolidation scope	—	1,883	—
Increase in loans	(8,151)	(10,759)	(86,666)
Collection of loans	6,840	9,016	72,727
Payment for purchase of shares of subsidiaries from minority shareholders	(53)	(2,068)	(563)
Others, net	(1,092)	(170)	(11,610)
Net cash used in investing activities	(323,389)	(58,771)	(3,438,479)
<b>Cash Flows from Financing Activities:</b>			
Change in short-term loans payable	(14,435)	89,576	(153,482)
Proceeds from long-term debt	365,180	65,815	3,882,828
Repayment of long-term debt	(90,404)	(37,372)	(961,233)
Proceeds from issuance of bonds	—	30,000	—
Payment for redemption of bonds	(10,000)	(30,000)	(106,326)
Payment for purchase of treasury stock	(195)	(1,020)	(2,073)
Dividends paid	(16,809)	(11,197)	(178,724)
Dividends paid to minority shareholders	(6,113)	(5,147)	(64,997)
Proceeds from stock issuance to minority shareholders of subsidiaries	336	285	3,572
Others, net	(4,184)	(3,581)	(44,486)
Net cash provided by financing activities	223,374	97,358	2,375,055
<b>Effect of Exchange Rate Changes on Cash and Cash Equivalents</b>	10,356	(2,303)	110,111
<b>Net Increase in Cash and Cash Equivalents</b>	34,496	100,066	366,783
<b>Cash and Cash Equivalents at Beginning of Year</b>	354,755	252,747	3,771,982
<b>Cash and Cash Equivalents of Newly Consolidated Subsidiaries</b>	2,100	1,942	22,328
<b>Cash and Cash Equivalents at End of Year</b>	¥ 391,352	¥ 354,755	\$ 4,161,105
<b>Reconciliation Between Cash and Cash Equivalents and Cash and Deposits in the Consolidated Balance Sheets:</b>			
Cash and deposits in the consolidated balance sheets	¥ 391,409	¥ 354,811	\$ 4,161,711
Time deposits over 3 months	(57)	(55)	(606)
Cash and cash equivalents in the consolidated statements of cash flows	¥ 391,352	¥ 354,755	\$ 4,161,105

The accompanying notes are an integral part of the consolidated financial statements.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries

### 1. BASIS OF FINANCIAL STATEMENTS

The accompanying consolidated financial statements of TOYOTA TSUSHO CORPORATION (“the Company”) and its consolidated subsidiaries have been prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards, and are compiled from the original consolidated financial statements in Japanese prepared by the Company as required by the Financial Instruments and Exchange Law of Japan. Certain items presented in the original consolidated financial statements in Japanese have been reclassified for the convenience of readers outside Japan. The account reclassification, however, has no effect on shareholders’ equity, net sales or net income.

In the accompanying consolidated financial statements, which are stated in Japanese yen, the currency of the country in which the Company is incorporated and principally operates, amounts less than ¥1 million are rounded down, consistent with the original consolidated financial statements in Japanese. The translations of Japanese yen amounts into U.S. dollar amounts with respect to the year ended March 31, 2013 are included solely for the convenience of readers outside Japan and have been made at the rate of ¥94.05 = U.S.\$1, the rate prevailing on March 29, 2013, which was the final business day of financial institutions in fiscal 2013. Such translations should not be construed as representations that the Japanese yen amounts could be converted into U.S. dollars at the above or any other rate.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### (1) Principles of consolidation

The consolidated financial statements include the accounts of the Company and its significant domestic and overseas subsidiaries. All significant inter-company transactions and accounts have been eliminated. Investments in principal unconsolidated subsidiaries and affiliates are accounted for by the equity method. The Company determined its unconsolidated subsidiaries and affiliates in conformity with the accounting principles and practices under the control and influence approach in addition to determination by share of ownership. The difference between the cost of investments in subsidiaries and the equity in the fair value of their net assets at dates of acquisition is amortized over periods of 20 years or less using the straight-line method, with minor exceptions.

The number of consolidated subsidiaries, unconsolidated subsidiaries and affiliates at March 31, 2013 was as follows:

Information regarding the Company’s principal consolidated subsidiaries and affiliates accounted for by the equity method is listed under “Principal Consolidated Subsidiaries and Affiliates by Equity Method.”

	2013
Consolidated subsidiaries	615
Unconsolidated subsidiaries and affiliates, accounted for by the equity method	193
Unconsolidated subsidiaries and affiliates, stated at cost	128

For the year ended March 31, 2013, 229 subsidiaries were newly added to the scope of consolidation and 18 subsidiaries were excluded from the scope of consolidation. In addition, 31 unconsolidated subsidiaries and affiliates were newly added to the scope of consolidation under the equity method and 13 unconsolidated subsidiaries and affiliates were excluded from the scope of consolidation under the equity method.

Investments in unconsolidated subsidiaries and affiliates not accounted for by the equity method are stated at cost due to their insignificant effect on the consolidated financial statements.

Of the Company’s consolidated subsidiaries, fiscal year-ends of 328 subsidiaries in 2013 are different from the Company’s fiscal year-end. If the fiscal year-ends of these subsidiaries are three months or less prior to the Company’s fiscal year-end, the Company uses the financial statements of the subsidiaries as of their fiscal year-ends and for the years then ended for consolidated accounting purposes and significant transactions occurring between subsidiaries’ year-ends and the Company’s year-end are adjusted upon consolidation. As for subsidiaries whose fiscal year-ends are more than three months prior to the Company’s fiscal year-end, the Company uses the preliminary financial statements, with reasonable

adjustments that would have been made to conform to financial statements as of the Company's fiscal year-end and for the year then ended, for consolidated accounting purposes. For the year ended March 31, 2013, certain consolidated subsidiaries whose fiscal year-ends were December 31 changed their fiscal year-ends to March 31. As a result of this change, 15-month results from January 1, 2012 to March 31, 2013 were consolidated for these subsidiaries. The effects of this change were immaterial.

Overseas consolidated subsidiaries adopt accounting principles generally accepted in their respective countries, but the necessary adjustments have been made to their financial statements in consolidation to conform with accounting principles generally accepted in Japan.

## (2) Cash equivalents

The Company considers time deposits with maturity of three months or less at the time of acquisition and short-term, highly liquid investments that are readily convertible to be cash equivalents.

## (3) Investments and marketable securities

The accounting standard for financial instruments requires that securities be classified into three categories: trading, held-to-maturity or available-for-sale. However, due to the fact that the Company shall not hold securities for the purpose of trading, trading is not applicable.

<i>Held-to-maturity securities</i>	Amortized cost method
<i>Available-for-sale securities</i>	
Securities with market price	Fair value based on the market price on balance sheet dates (Net unrealized gains or losses on these securities are reported as a separate item in net assets, net of applicable income taxes. Sales costs are principally determined by the moving average method)
Securities without market price	At cost, determined principally by the moving average method

## (4) Derivatives

Derivatives are mainly valued at fair value, if hedge accounting is not appropriate or where there is no hedging designation, and the gains and losses on derivatives are recognized in current earnings.

## (5) Inventories

<i>Inventories held for sale in the ordinary course of business</i>	Principally stated at cost, determined by the moving average method (for the book value of inventories on the balance sheet, by writing the inventories down based on their decrease in profitability of assets); however, the cost of merchandise for export and import is principally determined by the identified cost method
<i>Inventories held for trading</i>	At fair value

## (6) Depreciation method for depreciable assets

Property and equipment other than leased property are principally depreciated by the declining balance method. Details of accumulated depreciation on the accompanying consolidated balance sheets are as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Buildings and structures	¥118,920	¥ 87,304	\$1,264,433
Machinery, equipment and vehicles	174,736	132,566	1,857,905
Leased property	11,520	9,574	122,488
Other property and equipment	20,729	14,066	220,404
Total accumulated depreciation	¥325,906	¥243,512	\$3,465,241

The number of years over which the asset is depreciated and the treatment of residual value are principally determined according to the same standards set out in the Corporation Tax Law of Japan. Expenditures on maintenance and repairs are charged to income as incurred. Upon the disposal of property and equipment, the cost and accumulated depreciation are removed from the related accounts and any gain or loss is recorded as income or expense.

Certain property and equipment were acquired using subsidies received from the national treasury. The amounts deducted from the cost of property and equipment as of March 31, 2013 and 2012 are as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Buildings and structures	¥ 3,143	¥ 3,573	\$ 33,418
Machinery, equipment and vehicles	32,718	31,981	347,878
Total	¥35,861	¥35,554	\$381,297

Certain property and equipment were acquired using funds received from insurance. The amounts deducted from the cost of property and equipment as of March 31, 2013 and 2012 are as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Buildings and structures	¥ —	¥ 13	\$ —
Machinery, equipment and vehicles	—	627	—
Total	¥ —	¥641	\$ —

Intangible fixed assets other than leased property are principally amortized by the straight-line method.

Leased property under the finance lease transactions without ownership transfer is depreciated over the lease term by the straight-line method with no salvage value.

## (7) Impairment on fixed assets

Calculation of the impairment on fixed assets is based on reasonable and supportable assumptions and projections of the grouping of assets, total undiscounted cash flows and recoverable value, with due consideration for the specific condition of each group of assets.

The recoverable amount of assets is calculated mainly based on the appraisal or the publicly assessed value of land.

## (8) Allowance for doubtful accounts

Allowance for doubtful accounts has been provided for at the aggregate amount of estimated credit loss for doubtful or troubled receivables and a general reserve for other receivables calculated based on the historical loss experienced for a certain past period.



**(9) Provision for bonuses to directors**

To prepare for the payment of bonuses to directors and corporate auditors, the provision which should be attributable to this fiscal year of expectable payment amounts was recognized. Accordingly, ¥771 million (\$8,197 thousand) and ¥683 million were included in other current liabilities on the accompanying consolidated balance sheets as of March 31, 2013 and 2012, respectively.

**(10) Employee retirement benefits**

To prepare for the payment of employee retirement benefits, projected accrued amounts recognized as having occurred during the fiscal years have been included in the accompanying consolidated financial statements based on the projected amounts for retirement benefit obligations and pension assets at the end of respective fiscal years. The employee retirement benefits liability for the Company or a part of the Company's retirement benefits plans and that for one of its consolidated subsidiaries were shown as debit balances as of March 31, 2013 and 2012, respectively. Accordingly, ¥6,316 million (\$67,155 thousand) and ¥6,518 million were included in others of investments and other assets on the accompanying consolidated balance sheets as of March 31, 2013 and 2012, respectively.

Past service costs are charged to income as incurred.

The actuarial difference is amortized using the straight-line method mainly over 12 years, within the average number of years remaining before retirement of the Company's and its consolidated subsidiaries' employees, and is recorded as an expense from the subsequent year in which it arises.

**(11) Directors' and corporate auditors' retirement benefits**

To prepare for the payment of retirement benefits for directors and corporate auditors, the provision is recognized on the accompanying consolidated balance sheets in accordance with internal rules.

Accordingly, ¥727 million (\$7,729 thousand) and ¥680 million were included in other long-term liabilities on the accompanying consolidated balance sheets as of March 31, 2013 and 2012, respectively.

**(12) Provision for guarantees**

To cover possible losses associated with acceptances and guarantees that the Company provided to third parties, the Company assesses the financial standing of each guaranteed party and records an estimated allowance for such losses based on the estimated exposure. Accordingly, ¥107 million (\$1,137 thousand) and ¥194 million were included in other long-term liabilities on the accompanying consolidated balance sheets as of March 31, 2013 and 2012, respectively.

**(13) Provision for liquidation of affiliated companies**

To cover possible losses for the liquidation and the sale of its subsidiaries and affiliates, the Company records an estimated allowance for such losses.

**(14) Provision for loss on compensations**

To cover possible losses for the future performance of compensation for damages, the Company records an estimated allowance for such losses.

**(15) Provision for contract loss**

To cover possible losses for the future performance of contract, the Company records an estimated allowance for such losses.

## (16) Provision for loss on lawsuits

To cover possible future losses for lawsuits, the Company records an estimated allowance for such losses. Accordingly, ¥362 million (\$3,849 thousand) and nil were included in other current liabilities and ¥422 million (\$4,486 thousand) and nil were included in other long-term liabilities on the accompanying consolidated balance sheets as of March 31, 2013 and 2012, respectively.

## (17) Translation of foreign currency assets and liabilities

Foreign currency assets and liabilities are translated into Japanese yen at the prevailing rate in the foreign currency market on the balance sheet dates, and the translation difference is accounted for as a gain or loss.

The assets and liabilities of overseas subsidiaries and affiliates are also translated into Japanese yen at the prevailing rate in the foreign currency market on the respective balance sheet dates, shareholders' equity is translated at the historical rates and income and expenses are translated at the average exchange rates during the year. The resulting translation difference is accounted for as foreign currency translation adjustments and minority interests in consolidated subsidiaries.

## (18) Accounting methods for hedges

### 1. Accounting methods for hedges

Hedges are principally accounted for by the deferred hedge method.

### 2. Hedge methods and targets

Hedge methods	<ul style="list-style-type: none"> <li>a. Forward exchange contracts</li> <li>b. Interest rate swap contracts</li> <li>c. Commodity future and forward contracts</li> </ul>
Hedge targets	<ul style="list-style-type: none"> <li>a. Foreign currency transactions</li> <li>b. Interest on deposits and loans</li> <li>c. Commodity transactions in the nonferrous metal, crude oil, petroleum products, foodstuffs, cotton and other markets</li> </ul>

### 3. Hedge policy

The implementation and management of hedge transactions are carried out to hedge risk fluctuation based on internal regulations that specify transaction limits. In addition to monthly reports on hedge transaction balances made directly to the Company management, reports are also submitted to the Administrative Division.

### 4. Method of evaluating the effectiveness of hedges

The effectiveness of a hedge is determined by comparing the movement in market prices for the hedge method and hedge target instruments and by comparing the changes in cumulative cash flow to determine the degree of correlation between the two instruments in order to qualify for such deferred hedge accounting.

### 5. Others

The Company believes that, due to its selection of foreign and domestic exchanges and financial institutions with high credit ratings as its counter parties in hedge transactions, there is almost no credit risk involved.

## (19) Consumption tax

The consumption tax withheld by the Company and its consolidated subsidiaries on sales of goods and services is not included in the amount of net sales in the accompanying consolidated statements of income, and the consumption tax paid by the Company and its consolidated subsidiaries on purchases of goods and services and expenses is not included in the related amount.

## (20) Income taxes

Income taxes are accounted for in accordance with the accounting standard for income taxes, which requires recognizing the deferred taxes under the asset and liability method. Under the accounting standard, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the carrying amounts of existing assets and liabilities and their respective tax bases, and measured using the statutory tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the period that includes the enactment date.

## (21) Per share data

Basic net income per share is computed by dividing income available to common shareholders by the weighted average number of shares of common stock outstanding during the respective years. Diluted net income per share is computed as if warrants or stock options were exercised at the beginning of the relevant year or (if later) on their first exercise date and as if the funds obtained thereby were used to purchase common stock at the average market price during the respective years under the treasury stock method.

Cash dividends per share shown for each fiscal year in the accompanying consolidated statements of income represent dividends declared as applicable to the respective years.

## (22) Changes in accounting policies

### For the year ended March 31, 2013

*(A change in accounting policies which is difficult to distinguish from a change in accounting estimates)*

Effective from the fiscal year ended March 31, 2013, the Company and its domestic consolidated subsidiaries have changed their depreciation method of property and equipment acquired on or after April 1, 2012, according to the amendment to the Corporation Tax Law of Japan. The effects of this change for the year ended March 31, 2013 were immaterial.

## (23) Accounting standard issued but not yet adopted

### For the year ended March 31, 2013

The Accounting Standards Board of Japan ("ASBJ") issued "Accounting Standard for Retirement Benefits" (ASBJ Statement No.26) and "Guidance on Accounting Standard for Retirement Benefits" (ASBJ Guidance No.25) on May 17, 2012.

#### 1. Overview

According to the revised standard, actuarial differences and past service costs are recognized in net assets of the balance sheet, after adjustments of tax effects, and recorded as a liability or an asset to show the funded status. In addition, for determining method of attributing expected retirement benefits to periods, it is allowable to allocate benefits to periods of service according to the benefit formula as well as to use a straight-line allocation. The calculation method of the discount rate was also revised.

### 2. Expected adoption date

The Company expects to adopt this standard and the guidance from the end of the fiscal year ending March 31, 2014. Revisions on determination of attributing expected retirement benefits to periods are expected to be adopted from the beginning of the fiscal year ending March 31, 2015. The adjustments are not made retroactively to prior periods based on transitional measures.

### 3. Effects of the adoption

By adopting the standard and the guidance, the Company expects significant effects on its consolidated financial statements. With regard to the consolidated balance sheets, the Company expects changes in net assets due to recognition of actuarial differences at the time of occurrence. Effects on the consolidated financial statements are currently under review.

## 3. PLEDGED ASSETS

Pledged assets as collateral as of March 31, 2013 and 2012 were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Cash and deposits	¥ 6,086	¥ 5,369	\$ 64,710
Trade notes and accounts receivable	4,543	2,032	48,304
Inventories	1,733	1,119	18,426
Other current assets	17,575	382	186,868
Buildings and structures	8,970	20,335	95,374
Machinery, equipment and vehicles	51,776	49,782	550,515
Land	2,744	7,387	29,175
Other property and equipment	1,666	35	17,713
Investment securities	4,994	3,543	53,099
Total	¥100,092	¥89,988	\$1,064,242

Collateral secured obligations as of March 31, 2013 and 2012 were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Trade notes and accounts payable	¥ 267	¥ 395	\$ 2,838
Short-term loans payable and current portion of long-term debt	9,539	6,435	101,424
Long-term debt, less current portion	38,852	51,446	413,099
Total	¥48,659	¥58,277	\$517,373

## 4. INVENTORIES

Inventories by major classification were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Finished goods and merchandise on hand	¥560,975	¥383,198	\$5,964,646
Work in progress	3,273	2,179	34,800
Raw materials and supplies	28,905	21,169	307,336
Total	¥593,155	¥406,546	\$6,306,804

The book value of inventories as of March 31, 2013 and 2012 is stated after the write-downs of inventories due to decrease in profitability of assets. The loss on write-downs of inventories of ¥2,991 million (\$31,802 thousand) and ¥382 million was included in cost of sales for the years ended March 31, 2013 and 2012, respectively.

## 5. MULTI-CURRENCY REVOLVING FACILITIES AND COMMITMENT LINES

The Company maintains a line of credit in the form of multi-currency revolving facilities provided by eight financial institutions in order to obtain required funds should unexpected events arise.

As of March 31, 2013 and 2012, the unused line of credit of the multi-currency revolving facilities was as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Maximum line of credit of the multi-currency revolving facilities	¥20,000	¥20,000	\$212,652
Less, outstanding drawdown on revolving facilities	—	—	—
Balance	¥20,000	¥20,000	\$212,652

In addition, certain consolidated subsidiaries enter into commitment line contracts with financial institutions for the flexibility and safety of their funding activities. The unused balances of commitment lines at March 31, 2013 and 2012 were as follows:

	Millions of Currency		Thousands of U.S. Dollars
	2013	2012	2013
Maximum line of credit of the commitment line contracts	¥18,000 and Euro 300	¥18,000	\$191,387 385,103
Less, outstanding drawdown on commitment line contracts	Euro 90	—	115,531
Balance	¥18,000 and Euro 210	¥18,000	\$191,387 269,572

## 6. INTEREST-BEARING DEBT

### Short-term loans payable

The average annual interest rates applicable to short-term loans, principally from banks, outstanding at March 31, 2013 and 2012 were 2.37% and 1.59%, respectively.

### Commercial paper

The average annual interest rates applicable to commercial paper outstanding at March 31, 2013 and 2012 were 0.14% and 0.12%, respectively.



## Summary of bonds, long-term debt and lease obligations

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
1.55% straight bonds due 2012	¥ —	¥ 10,000	\$ —
1.65% straight bonds due 2014	20,000	20,000	212,652
1.09% straight bonds due 2015	10,000	10,000	106,326
2.26% straight bonds due 2016	15,000	15,000	159,489
Floating rate straight bonds due 2016 <sup>(Note 1)</sup>	10,000	10,000	106,326
1.35% straight bonds due 2021	30,000	30,000	318,979
Long-term debt, principally from commercial and trust banks and insurance companies, maturing serially through 2030 <sup>(Note 2)</sup>	828,498	519,737	8,809,122
Lease obligations maturing serially through 2022	13,189	15,426	140,233
Total	926,687	630,164	9,853,131
Less, current portion <sup>(Note 2)</sup>	(125,969)	(89,904)	(1,339,383)
	¥ 800,718	¥ 540,259	\$ 8,513,748

- Notes: 1. The annual rate was 2.20% for the 1st year and 20-year swap rate minus 2-year swap rate plus 0.20% for the 2nd year and after. In case the result of the above calculation is below zero, it should be zero percentage.
2. The average annual interest rates applicable to long-term debt (current portion) outstanding at March 31, 2013 and 2012 were 1.51% (1.52%) and 1.80% (1.87%), respectively.
3. The average annual interest rate of lease obligations was not presented because the lease obligations were booked on the consolidated balance sheets before deducting the interest amount included in the aggregate lease payments.

The aggregate annual maturities of bonds, long-term debt and lease obligations at March 31, 2013 were as follows:

Year ending March 31	Millions of Yen	Thousands of U.S. Dollars
	2013	2013
2014	¥125,969	\$1,339,383
2015	110,092	1,170,568
2016	102,984	1,094,992
2017	101,432	1,078,490
2018	98,953	1,052,131
2019 and thereafter	387,254	4,117,533
Total	¥926,687	\$9,853,131

## 7. SHAREHOLDERS' EQUITY

Under the Corporate Law of Japan, which came into force on May 1, 2006, amounts equal to at least 10% of dividends made as an appropriation of retained earnings must be set aside as a legal reserve until a total amount of additional paid-in capital and such reserve equals 25% of common stock.

In consolidation, the legal reserves of consolidated subsidiaries are accounted for as retained earnings. And, the legal reserves of the parent company are included in consolidated retained earnings in the current term in accordance with the consolidated financial statement regulations.

Dividends are approved by the shareholders at an annual general shareholders' meeting held subsequent to the fiscal year to which the dividend is applicable.

In addition, an interim dividend may be paid upon resolution of the Board of Directors, subject to limitations imposed by the Corporate Law of Japan.

## 8. INCOME TAXES

As of March 31, 2013 and 2012, tax effects of temporary differences that give rise to deferred tax assets and deferred tax liabilities were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Deferred tax assets:			
Unrealized profit	¥ 3,144	¥ 2,084	\$ 33,429
Allowance for doubtful accounts	7,004	7,167	74,471
Employee retirement benefits	4,598	3,212	48,888
Directors' and corporate auditors' retirement benefits	380	373	4,040
Provision for employees' bonuses	5,136	4,936	54,609
Write-down of investment securities	8,751	7,472	93,046
Write-down of investment in subsidiaries and affiliates	7,287	7,333	77,480
Net operating loss carryforward	19,418	17,240	206,464
Valuation losses of inherited assets on the merger	11,392	11,420	121,127
Others	27,921	19,375	296,874
Subtotal	95,035	80,618	1,010,473
Valuation allowance	(47,648)	(47,136)	(506,624)
Total deferred tax assets	47,386	33,481	503,838
Deferred tax liabilities:			
Unrealized gains on available-for-sale securities	22,042	8,189	234,364
Valuation of assets and liabilities of consolidated subsidiaries on acquisition	693	693	7,368
Depreciation of property and equipment	14,702	8,877	156,321
Valuation profits of inherited assets on the merger	5,854	5,814	62,243
Others	10,630	7,487	113,024
Total deferred tax liabilities	53,924	31,062	573,354
Net deferred tax assets (liabilities)	¥ (6,537)	¥ 2,418	\$ (69,505)

Reconciliation items of differences between the Japanese statutory effective tax rate and actual effective income tax rate for the years ended March 31, 2013 and 2012 were as follows:

	Percentage of pretax income	
	2013	2012
Japanese statutory effective tax rate	37.7%	40.3%
Increase (decrease) due to:		
Permanently nondeductible expenses	1.1	1.0
Equity in earnings of unconsolidated subsidiaries and affiliates	(2.5)	(3.2)
Differences of tax rates for overseas consolidated subsidiaries	(11.2)	(8.0)
Valuation allowance	1.7	0.3
Amortization of goodwill	5.8	5.2
Others	0.7	1.1
Actual effective income tax rate	33.3%	36.7%

## 9. RESEARCH AND DEVELOPMENT EXPENSES

Research and development expenses included in selling, general and administrative expenses for the years ended March 31, 2013 and 2012 were ¥341 million (\$3,625 thousand) and ¥1,312 million, respectively.

## 10. OTHER INCOME (EXPENSES)

Details of Other, net, included in Other Income (Expenses) for the years ended March 31, 2013 and 2012 were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Gain on sales of fixed assets	¥ 1,342 <sup>(Note 1)</sup>	¥ 6,418 <sup>(Note 5)</sup>	\$ 14,269
Loss on sales or disposal of fixed assets	(3,745) <sup>(Note 2)</sup>	(802) <sup>(Note 2)</sup>	(39,819)
Loss on reduction of fixed assets (Note 2 (6))	—	(641)	—
Impairment loss (Note 12)	(3,137)	(1,273)	(33,354)
Gain on sales of investment securities	5,865	3,375	62,360
Loss on sales of investment securities	(398)	(618)	(4,231)
Write-down of investment securities	(2,778)	(1,361)	(29,537)
Loss on disposal of investments in and advances to subsidiaries and affiliates	(8)	(219)	(85)
Gain on reversal of allowance for liquidation of affiliated companies	467	224	4,965
Loss on provision for liquidation of affiliated companies	(1,992) <sup>(Note 3)</sup>	(1,665) <sup>(Note 6)</sup>	(21,180)
Loss on change in equity	(29)	—	(308)
Gain on reversal of subscription rights to shares	172	175	1,828
Gain on transfer of benefit obligation relating to employees' pension fund	—	2,214	—
Insurance income	154	2,194	1,637
Settlement of contract amendment	(4,943) <sup>(Note 4)</sup>	—	(52,557)
Loss on exchange from business combination	—	(159)	—
Gain on provision for compensations	1,024	—	10,887
Gain on reversal of contract loss provisions	289	—	3,072
Gain on step acquisitions	10,143	—	107,846
Loss on step acquisitions	—	(143)	—
Other, net	4,607	5,994	48,984
<b>Total</b>	<b>¥ 7,034</b>	<b>¥13,711</b>	<b>\$ 74,790</b>

- Notes: 1. The Company recorded a gain on sales of buildings.  
2. The Company recorded a loss on disposal of software in progress.  
3. The Company recorded an estimated allowance in order to cover the possible losses for the liquidation of its consolidated subsidiaries and affiliates in Asia.  
4. The Company recorded a loss settlement amount due to changing contract terms with the application of a renewable energy fixed price purchase system.  
5. The Company recorded a gain on sales of land.  
6. The Company recorded an estimated allowance in order to cover the possible losses for the liquidation of its consolidated subsidiaries and affiliates in Oceania and Japan.

## 11. CONTINGENT LIABILITIES

Contingent liabilities as of March 31, 2013 and 2012 were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Discounted exports bills	¥23,805	¥33,975	\$253,110
For guarantees of indebtedness to:			
ATMD (Hong Kong) Limited	¥ 7,736	¥ —	\$ 82,254
P.T. Astra Auto Finance	6,102	3,174	64,880
Avenal Solar Holdings LLC	5,046	—	53,652
Chengdu Kobelco Construction Machinery Financial Leasing Ltd.	1,667	4,878	17,724
Sarangani Energy Corporation	1,495	—	15,895
Toyota Tsusho Nordic Oy	—	1,537	—
CJ Toyota Tsusho Philippines, Inc.	—	1,510	—
VEGi-Dream Kurihara Corporation	—	1,196	—
Other 66 (69 in 2012) companies	26,306	17,462	279,702
Subtotal	48,355	29,759	514,141
Provision for guarantees	(107)	(194)	(1,137)
Total	¥48,248	¥29,565	\$513,003

## 12. IMPAIRMENT LOSS

In calculating impairment loss, the assets are grouped at the smallest identifiable unit that generates cash flows that are largely independent of the cash flows of other assets and liabilities.

### 1. For the year ended March 31, 2013

During the year ended March 31, 2013, the Company and its consolidated subsidiaries recognized impairment loss amounting to ¥3,137 million (\$33,354 thousand) as other expense in the consolidated statements of income by devaluating the book value of the business-use assets whose disposal were decided, the business-use assets whose profitability significantly declined, and the idle assets and the business-use assets whose land prices significantly declined to their recoverable amounts.

The details of impairment loss for the year ended March 31, 2013 were as follows:

Location	Use	Type of assets	Millions of Yen	Thousands of U.S. Dollars
			2013	2013
Tokai area	3 Business-use assets and 1 Idle asset	Land, buildings and leased assets, etc.	¥2,347	\$24,954
Hokuriku area	1 Business-use asset and 1 Idle asset	Leased assets, etc.	134	1,424
United States	4 Business-use assets	Goodwill, buildings and machinery & equipment, etc.	553	5,879
Australia	1 Business-use asset	Machinery & equipment	59	627
Other areas	4 Business-use assets and 1 Idle asset	Land and buildings, etc.	42	446
Total			¥3,137	\$33,354

In measuring impairment loss, the Company and its consolidated subsidiaries used the net selling value for the recoverable amounts of the business-use assets and the idle assets based on the expected selling price.

## 2. For the year ended March 31, 2012

During the year ended March 31, 2012, the Company and its consolidated subsidiaries recognized impairment loss amounting to ¥1,273 million as other expense in the consolidated statements of income by devaluating the book value of the idle assets whose expected future use was considered to be unrealizable due to the deterioration of the market environment to their recoverable amounts, the business-use assets whose profitability significantly declined, and the business-use assets and the idle assets whose disposal was decided.

The details of impairment loss for the year ended March 31, 2012 were as follows:

Location	Use	Type of assets	Millions of Yen
			2012
Kyushu area	1 Idle asset and 1 Business-use asset	Buildings and machinery & equipment, etc.	¥ 845
Tokai area	3 Business-use assets and 1 Idle asset	Machinery & equipment and buildings and structures, etc.	277
Kansai area	1 Idle asset	Land and buildings	84
Kanto area	3 Business-use assets	Buildings, etc.	42
Other areas	4 Business-use assets	Buildings, etc.	22
Total			¥1,273

In measuring impairment loss, the Company and its consolidated subsidiaries used the net selling value for the recoverable amounts of the business-use assets and the idle assets based on the expected selling price.

## 13. LEASE TRANSACTIONS

### Noncancelable Operating Leases

Lease payments for noncancelable operating lease transactions as of March 31, 2013 and 2012 were as follows:

Lessee	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Future minimum lease payments			
Within one year	¥ 9,686	¥ 5,490	\$102,987
More than one year	33,966	29,841	361,148
Total	¥43,652	¥35,331	\$464,136

Lessor	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Future minimum lease payments to be received			
Within one year	¥60	¥177	\$637
More than one year	13	54	138
Total	¥74	¥232	\$786



## 14. FINANCIAL INSTRUMENTS

### (a) Overview of financial instruments

#### 1. Policies on financial instruments

The Company and its consolidated subsidiaries (the “Group”) manage excess funds only by investing in short-term deposits, etc., and finance by debt from financial institutions such as banks, etc. The Group utilizes derivative transactions mainly to avoid adverse effects of the market risks such as foreign exchange rate fluctuation risk, interest rate fluctuation risk and commodity price fluctuation risk that are generated along with the usual activities of the Group’s business, and these derivative transactions are restrictively used to acquire earnings.

#### 2. Description and associated risks of financial instruments and risk management

The trade receivables such as trade notes and accounts receivable are exposed to customer credit risk. Regarding the risk, in accordance with the management regulations of the Group, the Group periodically monitors the collecting due dates and the receivable balances and checks creditability of customers.

Although the trade receivables denominated in foreign currencies are exposed to the risk affected by fluctuation in exchange rates, the Group hedges the net position of trade receivables and trade payables by using forward exchange contracts as a general rule.

The investment securities are exposed to the risk affected by fluctuation in market price which are mainly for expansion or functional enhancement of existing business or for entry into new business. The Group periodically manages the fair value of the investment securities.

Most of the trade notes and accounts payable are payable within one year. The trade notes and accounts payable denominated in foreign currencies, which are exposed to the risk affected by fluctuation in exchange rates, are within the range of the receivables balances denominated in foreign currencies. Short-term loans payable are mainly for fund-raising for business transactions, while long-term debt and bonds are mainly for fund-raising for capital investments or business investments. The loans based on variable interest rates are exposed to the risk associated with fluctuation in interest rates. To hedge the risk, interest rate swap contracts and interest rate and currency swap contracts are utilized for some of the loans based on variable interest rates.

The Group utilizes foreign exchange contracts, foreign currency options, foreign currency swap contracts, interest rate swap contracts, interest rate and currency swap contracts and commodity-related futures, forwards, swaps and options as the derivative transactions. As the Group selects highly ranked financial institutions, exchanges and brokers as counter parties to minimize credit risk exposure associated with these derivative transactions, we believe that the credit risks are mostly avoided. Derivative transactions are mainly utilized to hedge the risk, and the market risks of the derivative transactions are offset against the market fluctuations in physical transactions whose risk is hedged by derivative transactions. Derivative transactions are entered into and managed by the Group in accordance with the internal regulations on derivative transactions that regulate the limits of transactions, etc. Under these regulations, each Business Division which enters into and executes derivative transactions and also manages the positions by itself directly reports to the Company’s management and to the Administrative Division, which is in charge of risk management.

Regarding hedge transactions, please refer to “2. Summary of Significant Accounting Policies (18) Accounting methods for hedges.”

### 3. Supplementary explanation on fair value of financial instruments

The fair value of financial instruments is based on their quoted market price, if available. When there is no quoted market price available, the fair value is reasonably estimated. Since various assumptions and factors are reflected in estimating the fair value, values may vary depending on the assumptions used. The contract or notional amounts of derivative instruments which are shown in “(b) Fair value of financial instruments” or “16. Derivative Instruments” do not represent the amounts of the Group's exposure to credit or market risks.

#### (b) Fair value of financial instruments

The carrying amount, fair value and unrealized gain (loss) of the financial instruments at March 31, 2013 and 2012 were as follows:

Financial instruments whose fair values are difficult to measure are excluded from the table below.

	Millions of Yen			Thousands of U.S. Dollars		
	2013		Unrealized gain (loss)	2013		Unrealized gain (loss)
	Carrying amount	Fair value		Carrying amount	Fair value	
(1) Cash and deposits	¥ 391,409	¥ 391,409	¥ —	\$ 4,161,711	\$ 4,161,711	\$ —
(2) Trade notes and accounts receivable	1,106,604			11,766,124		
Less: allowance for doubtful accounts <sup>(Note 1)</sup>	(17,920)			(190,536)		
	1,088,683	1,088,683	—	11,575,576	11,575,576	—
(3) Investment securities	204,847	189,821	(15,025)	2,178,064	2,018,298	(159,755)
(4) Long-term loans	11,224			119,340		
Less: allowance for doubtful accounts <sup>(Note 1)</sup>	(446)			(4,742)		
	10,778	10,799	20	114,598	114,821	212
<b>Total Assets</b>	<b>¥1,695,718</b>	<b>¥1,680,714</b>	<b>¥(15,004)</b>	<b>\$18,029,962</b>	<b>\$17,870,430</b>	<b>\$(159,532)</b>
(1) Trade notes and accounts payable	¥ 876,595	¥ 876,595	¥ —	\$ 9,320,520	\$ 9,320,520	\$ —
(2) Short-term loans payable and current portion of long-term debt	420,602	420,602	—	4,472,110	4,472,110	—
(3) Commercial paper	144,000	144,000	—	1,531,100	1,531,100	—
(4) Current portion of bonds	20,000	20,000	—	212,652	212,652	—
(5) Bonds, less current portion	65,000	68,557	3,557	691,121	728,942	37,820
(6) Long-term debt, less current portion	727,244	738,970	11,726	7,732,525	7,857,203	124,678
<b>Total Liabilities</b>	<b>¥2,253,441</b>	<b>¥2,268,725</b>	<b>¥ 15,284</b>	<b>\$23,960,031</b>	<b>\$24,122,541</b>	<b>\$ 162,509</b>
Derivative Instruments <sup>(Note 2)</sup>	¥ (13,540)	¥ (13,540)	¥ —	\$ (143,965)	\$ (143,965)	\$ —

	Millions of Yen		
	2012		
	Carrying amount	Fair value	Unrealized gain (loss)
(1) Cash and deposits	¥ 354,811	¥ 354,811	¥ —
(2) Trade notes and accounts receivable	1,054,602		
Less: allowance for doubtful accounts <sup>(Note 1)</sup>	(5,050)		
	1,049,552	1,049,552	—
(3) Short-term investment securities and investment securities	163,027	149,651	(13,375)
(4) Long-term loans	5,793		
Less: allowance for doubtful accounts <sup>(Note 1)</sup>	(398)		
	5,395	5,417	21
<b>Total Assets</b>	<b>¥1,572,786</b>	<b>¥1,559,431</b>	<b>¥(13,354)</b>
(1) Trade notes and accounts payable	¥ 800,067	¥ 800,067	¥ —
(2) Short-term loans payable and current portion of long-term debt	350,001	350,001	—
(3) Commercial paper	122,000	122,000	—
(4) Current portion of bonds	10,000	10,000	—
(5) Bonds, less current portion	85,000	87,976	2,976
(6) Long-term debt, less current portion	444,521	453,849	9,327
<b>Total Liabilities</b>	<b>¥1,811,590</b>	<b>¥1,823,894</b>	<b>¥ 12,303</b>
Derivative Instruments <sup>(Note 2)</sup>	¥ (6,008)	¥ (6,008)	¥ —

Notes: 1. The amount of individual reserve of allowance for doubtful accounts is deducted from trade notes and accounts receivable and long-term loans.

2. Debts and credits occurred from derivatives are presented at net price, and net debts in total is presented as ( ).

(a) *A method of estimating fair value for financial instruments and information for securities and derivatives*

*Assets*

(1) Cash and deposits, (2) Trade notes and accounts receivable

The fair value of cash, deposits, trade notes and accounts receivable approximates book value due to the short maturity of these instruments.

(3) Short-term investment securities and investment securities

The fair value of securities is estimated based on the market price at securities exchanges.

For more information about securities, please refer to "Note 15. Information of Securities."

(4) Long-term loans

The fair value of long-term loans is estimated by discounting expected future cash flows using the rates at which loans under similar conditions with the same remaining years would be made as of March 31, 2013 and 2012, respectively.

*Liabilities*

(1) Trade notes and accounts payable, (2) Short-term loans payable and current portion of long-term debt, (3) Commercial paper, and (4) Current portion of bonds

The fair value of the above approximates book value due to the short maturity of these instruments.

(5) Bonds, less current portion

The fair value of bonds is estimated based on the market price on the respective balance sheet dates.

(6) Long-term debt, less current portion

The fair value of long-term debt, less current portion, is estimated by discounting expected future cash flows using the rates at which loans under similar conditions with the same remaining years would be made as of March 31, 2013 and 2012, respectively.

The estimated fair value of the interest rate swaps with exceptional accounting is included in the estimated fair value of the long-term loans since it is handled as one loan.

*Derivative instruments*

Please refer to "16. Derivative Instruments."

(b) *Financial instruments whose fair values are difficult to measure*

Carrying amount	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Unlisted securities and others	¥181,179	¥158,003	\$1,926,411

Note: The above, which have no market price, are not included in "(3) Short-term investment securities and investment securities."

(c) The term of redemption for money, debt and securities with maturity after March 31, 2013

	Millions of Yen				Thousands of U.S. Dollars			
	2013				2013			
	Within one year	Between one and five years	Between five and ten years	After ten years	Within one year	Between one and five years	Between five and ten years	After ten years
Cash and deposits	¥ 391,409	¥ —	¥ —	¥ —	\$ 4,161,711	\$ —	\$ —	\$ —
Trade notes and accounts receivable	1,106,604	—	—	—	11,766,124	—	—	—
Investment securities								
Held-to-maturity debentures								
(1) National bonds, local bonds and others	—	—	—	—	—	—	—	—
(2) Bonds	—	—	—	—	—	—	—	—
Available-for-sale securities with maturity								
(1) Bonds	—	—	—	—	—	—	—	—
(2) Others	—	1	—	1	—	10	—	10
Long-term loans	—	5,540	991	4,693	—	58,904	10,536	49,898
Total	¥1,498,014	¥5,541	¥991	¥4,695	\$15,927,846	\$58,915	\$10,536	\$49,920

	Millions of Yen			
	2012			
	Within one year	Between one and five years	Between five and ten years	After ten years
Cash and deposits	¥ 354,811	¥ —	¥ —	¥ —
Trade notes and accounts receivable	1,054,602	—	—	—
Short-term investment securities and investment securities				
Held-to-maturity debentures				
(1) National bonds, local bonds and others	—	—	—	—
(2) Bonds	—	—	—	—
Available-for-sale securities with maturity				
(1) Bonds	—	—	—	—
(2) Others	10,000	1	—	1
Long-term loans	—	1,472	645	3,675
Total	¥1,419,414	¥1,473	¥645	¥3,677

(d) Amount of repayment scheduled for bonds and long-term debt after March 31, 2013

	Millions of Yen						Thousands of U.S. Dollars					
	2013						2013					
	Within one year	Between one and two years	Between two and three years	Between three and four years	Between four and five years	After five years	Within one year	Between one and two years	Between two and three years	Between three and four years	Between four and five years	After five years
Bonds	¥20,000	¥ —	¥ 10,000	¥ 25,000	¥ —	¥ 30,000	\$212,652	\$ —	\$ 106,326	\$ 265,816	\$ —	\$ 318,979
Long-term debt	—	106,237	90,091	75,984	98,592	356,337	—	1,129,580	957,905	807,910	1,048,293	3,788,803
Total	¥20,000	¥106,237	¥100,091	¥100,984	¥98,592	¥386,337	\$212,652	\$1,129,580	\$1,064,231	\$1,073,726	\$1,048,293	\$4,107,783

	Millions of Yen					
	2012					
	Within one year	Between one and two years	Between two and three years	Between three and four years	Between four and five years	After five years
Bonds	¥10,000	¥ 20,000	¥ —	¥10,000	¥25,000	¥ 30,000
Long-term debt	—	97,039	83,028	87,996	37,422	139,034
Total	¥10,000	¥117,039	¥83,028	¥97,996	¥62,422	¥169,034

## 15. INFORMATION OF SECURITIES

### (a) Securities with market price

Original cost, carrying amount and unrealized gain (loss) of available-for-sale securities with market price at March 31, 2013 and 2012 were as follows:

	Millions of Yen			Thousands of U.S. Dollars		
	2013	2013	2013	2013	2013	2013
	Carrying amount	Original cost	Unrealized gain (loss)	Carrying amount	Original cost	Unrealized gain (loss)
Fair value in excess of original cost amount:						
Equity securities	¥154,002	¥83,679	¥70,322	\$1,637,448	\$ 889,728	\$747,708
Fair value less than original cost amount:						
Equity securities	11,024	12,242	(1,217)	117,214	130,164	(12,939)
Total	¥165,026	¥95,921	¥69,105	\$1,754,662	\$1,019,893	\$734,768

	Millions of Yen		
	2012		
	Carrying amount	Original cost	Unrealized gain (loss)
Fair value in excess of original cost amount:			
Equity securities	¥103,300	¥69,532	¥33,767
Fair value less than original cost amount:			
Equity securities	14,162	16,755	(2,592)
Other securities	10,000	10,000	—
Total	¥127,462	¥96,287	¥31,175

Note: Impairment losses of ¥2,367 million (\$25,167 thousand) and ¥966 million were recognized in the consolidated statements of income for available-for-sale securities with market price for the years ended March 31, 2013 and 2012, respectively.



**(b) Securities without market price**

Book value of securities not measured at fair value at March 31, 2013 and 2012 was as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Available-for-sale securities:			
Unlisted securities	¥49,120	¥38,851	\$522,275

**(c) Sale of available-for-sale securities**

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Total amount of sold	¥6,615	¥ 491	\$70,334
Realized gains	5,793	127	61,594
Realized losses	(192)	(247)	(2,041)

## 16. DERIVATIVE INSTRUMENTS

### 1. For the year ended March 31, 2013

#### (a) Transactions for derivative financial instruments to which hedge accounting is not applied

	Millions of Yen				Thousands of U.S. Dollars			
	2013				2013			
Commodity Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Exchange-traded								
Future contracts:								
Nonferrous Metal								
(Sell)	¥ 66,570	¥5,778	¥ 3,059	¥ 3,059	\$ 707,814	\$61,435	\$ 32,525	\$ 32,525
(Buy)	61,337	2,017	(2,251)	(2,251)	652,174	21,446	(23,934)	(23,934)
Produce & Foodstuffs								
(Sell)	2,667	—	32	32	28,357	—	340	340
(Buy)	1,105	—	6	6	11,749	—	63	63
Natural Rubber								
(Sell)	537	—	44	44	5,709	—	467	467
(Buy)	437	—	(44)	(44)	4,646	—	(467)	(467)
Raw Cotton								
(Sell)	7,213	—	(299)	(299)	76,693	—	(3,179)	(3,179)
(Buy)	2,853	—	112	112	30,334	—	1,190	1,190
Exchange-traded								
Commodity option contracts:								
Raw Cotton								
(Sell)								
Put	¥ 1,067	¥ —	¥ (253)	¥ (253)	\$ 11,345	\$ —	\$ (2,690)	\$ (2,690)
Call	4,414	—	(711)	(711)	46,932	—	(7,559)	(7,559)
Over-the-counter								
Forward contracts:								
Nonferrous Metal								
(Sell)	¥130,646	¥2,442	¥ (6,815)	¥ (6,815)	\$1,389,112	\$25,964	\$ (72,461)	\$ (72,461)
(Buy)	102,313	940	4,383	4,383	1,087,857	9,994	46,602	46,602
Raw Cotton								
(Sell)	9,593	—	432	432	101,998	—	4,593	4,593
(Buy)	11,826	1,233	1,179	1,179	125,741	13,110	12,535	12,535
Over-the-counter								
Commodity swap contracts:								
Petroleum Products								
Receipt-variable/Payment-fixed	¥ 28,413	¥ —	¥ 12,276	¥ 12,276	\$ 302,105	\$ —	\$ 130,526	\$ 130,526
Receipt-fixed/Payment-variable	23,954	—	(10,126)	(10,126)	254,694	—	(107,666)	(107,666)
Total				¥ 1,024				\$ 10,887

- Notes: 1. The estimated fair value amounts of future contracts except for Raw Cotton were determined using market information on The Tokyo Commodity Exchange or other exchanges.
2. The estimated fair value amounts of future contracts, commodity option contracts and forward contracts for Raw Cotton were determined using market information on The Intercontinental Exchange.
3. The estimated fair value amounts of forward contracts for Nonferrous Metal were determined using the value calculated by major transaction partners.
4. The estimated fair value amounts of commodity swap contracts for Petroleum Products were determined using quotes obtained from financial institutions.
5. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

	Millions of Yen				Thousands of U.S. Dollars			
	2013				2013			
Currency Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Over-the-counter								
Forward exchange contracts:								
Selling:								
U.S. Dollars	¥126,068	¥ —	¥(7,711)	¥ (7,711)	\$1,340,435	\$ —	\$(81,988)	\$ (81,988)
Other currencies	20,795	41	(341)	(341)	221,105	435	(3,625)	(3,625)
Buying:								
U.S. Dollars	106,746	—	(99)	(99)	1,134,992	—	(1,052)	(1,052)
Other currencies	55,723	228	(4,181)	(4,181)	592,482	2,424	(44,455)	(44,455)
Over-the-counter								
Currency option contracts:								
Selling:								
Put	¥ 42,520	¥ —	¥ (5)	¥ (5)	\$ 452,099	\$ —	\$ (53)	\$ (53)
Buying:								
Call	42,520	—	6	6	452,099	—	63	63
Over-the-counter								
Currency swap contracts:								
Receipt—Euro/Payment—U.S. Dollars	¥ 60	¥ —	¥ (0)	¥ (0)	\$ 637	\$ —	\$ (0)	\$ (0)
Receipt—U.S. Dollars /								
Payment—Pounds	56	—	0	0	595	—	0	0
Total				¥(12,333)				\$(131,132)

- Notes: 1. The estimated fair value amounts of forward exchange contracts were determined using the forward exchange rate at the end of the fiscal year.  
2. The estimated fair value amounts of currency option contracts and currency swap contracts were determined using quotes obtained from financial institutions.  
3. Option premiums are not received or paid because these currency option contracts are zero cost option contracts in which the premiums of the written options are the same as those paid for the options that are purchased.  
4. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

	Millions of Yen				Thousands of U.S. Dollars			
	2013				2013			
Interest Rate Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Over-the-counter								
Interest rate swap contracts:								
Receipt—variable/Payment—fixed	¥2,872	¥ —	¥260	¥260	\$30,536	\$ —	\$2,764	\$2,764
Total				¥260				\$2,764

- Notes: 1. The estimated fair value amounts of interest rate swap contracts were determined using quotes obtained from financial institutions.  
2. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

## (b) Transactions for derivative financial instruments to which hedge accounting is applied

	Millions of Yen			Thousands of U.S. Dollars		
	2013			2013		
	Contract or notional	Contract or notional over one year	Estimated fair value	Contract or notional	Contract or notional over one year	Estimated fair value
Commodity Related:						
<i>(Deferred hedge accounting method)</i>						
Future contracts:						
Produce & Foodstuffs						
(Sell)	¥21,513	¥ —	¥ 715	\$228,740	\$ —	\$ 7,602
(Buy)	8,577	—	(208)	91,196	—	(2,211)
Petroleum Products						
(Sell)	105	—	(0)	1,116	—	(0)
(Buy)	117	—	1	1,244	—	10
Forward contracts:						
Nonferrous Metal						
(Sell)	¥ 3,833	¥ —	¥ (57)	\$ 40,754	\$ —	\$ (606)
Commodity swap contracts:						
Petroleum Products						
Receipt-variable/Payment-fixed	¥ 1,742	¥ —	¥ (569)	\$ 18,522	\$ —	\$ (6,049)
Receipt-fixed/Payment-variable	3,367	343	2,445	35,800	3,646	25,996
<b>Total</b>			<b>¥2,326</b>			<b>\$24,731</b>

- Notes: 1. The estimated fair value amounts of future contracts were determined using market information on The Tokyo Commodity Exchange or other exchanges.  
2. The estimated fair value amounts of forward contracts were determined using the value calculated by major transaction partners.  
3. The estimated fair value amounts of commodity swap contracts were determined using quotes obtained from financial institutions.  
4. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

Currency Related:	Millions of Yen			Thousands of U.S. Dollars		
	Contract or notional	2013 Contract or notional over one year	Estimated fair value	Contract or notional	2013 Contract or notional over one year	Estimated fair value
<i>(Deferred hedge accounting method)</i>						
Forward exchange contracts:						
Selling:						
U.S. Dollars	¥20,630	¥ 169	¥(1,831)	\$219,351	\$ 1,796	\$(19,468)
Other currencies	6,021	881	1	64,019	9,367	10
Buying:						
U.S. Dollars	34,983	4,177	976	371,961	44,412	10,377
Other currencies	9,571	426	437	101,765	4,529	4,646
Currency option contracts:						
Selling:						
Put	¥ 2,962	¥ —	¥ (10)	\$ 31,493	\$ —	\$ (106)
Buying:						
Call	2,962	—	22	31,493	—	233
Currency swap contracts:						
Receipt—U.S. Dollars/Payment—Canadian Dollars	¥15,621	¥15,621	¥ (66)	\$166,092	\$166,092	\$ (701)
<i>(Replacement equivalent method for forward foreign exchange contracts)</i>						
Forward exchange contracts:						
Selling:						
U.S. Dollars	¥ 8,603	¥ —	¥ (506)	\$ 91,472	\$ —	\$ (5,380)
Buying:						
Other currencies	3,238	1,755	0	34,428	18,660	0
<b>Total</b>			¥ (977)			\$(10,388)

- Notes: 1. The estimated fair value amounts of forward exchange contracts were determined using the forward exchange rate at the end of the fiscal year.  
2. The estimated fair value amounts of currency option contracts and currency swap contracts were determined using quotes obtained from financial institutions.  
3. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.  
4. Option premiums are not received or paid because these currency option contracts are zero cost option contracts in which the premiums of the written options are the same as those paid for the options that are purchased.



	Millions of Yen			Thousands of U.S. Dollars		
	2013			2013		
	Contract or notional	Contract or notional over one year	Estimated fair value	Contract or notional	Contract or notional over one year	Estimated fair value
Interest Rate Related:						
<i>(Deferred hedge accounting method)</i>						
Interest rate swap contracts:						
Receipt-variable/Payment-fixed	¥ 40,810	¥ 29,534	¥(1,818)	\$ 433,918	\$ 314,024	\$(19,330)
(Exceptional accounting for interest rate swaps)						
Interest rate swap contracts:						
Receipt-variable/Payment-fixed	¥207,415	¥143,136	¥ —	\$2,205,369	\$1,521,913	\$ —
Total			¥(1,818)			\$(19,330)

- Notes: 1. The estimated fair value amounts of interest rate swap contracts were determined using quotes obtained from financial institutions.  
2. The estimated fair value of the interest rate swaps with exceptional accounting is included in the estimated fair value of the long-term loans since it is handled as one loan.  
3. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

	Millions of Yen			Thousands of U.S. Dollars		
	2013			2013		
	Contract or notional	Contract or notional over one year	Estimated fair value	Contract or notional	Contract or notional over one year	Estimated fair value
Interest Rate and Currency Related:						
<i>(Deferred hedge accounting method)</i>						
Interest rate and currency swap contracts:						
Receipt-U.S. Dollars variable/Payment-Japanese Yen fixed	¥148,599	¥148,599	¥(2,023)	\$1,580,000	\$1,580,000	\$(21,509)
Total			¥(2,023)			\$(21,509)

- Notes: 1. The estimated fair value amounts of interest rate and currency swap contracts were determined using quotes obtained from financial institutions.  
2. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

## 2. For the year ended March 31, 2012

### (a) Transactions for derivative financial instruments to which hedge accounting is not applied

	Millions of Yen			
	2012			
Commodity Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Exchange-traded				
Future contracts:				
Nonferrous Metal				
(Sell)	¥ 75,194	¥6,737	¥ 572	¥ 572
(Buy)	81,887	6,890	426	426
Produce & Foodstuffs				
(Sell)	1,650	—	4	4
(Buy)	1,681	—	24	24
Natural Rubber				
(Sell)	668	—	(19)	(19)
(Buy)	427	—	(11)	(11)
Raw Cotton				
(Sell)	6,265	—	1,324	1,324
(Buy)	3,814	—	92	92
Petroleum Products				
(Sell)	26	—	0	0
(Buy)	52	—	(0)	(0)
Exchange-traded				
Commodity option contracts:				
Raw Cotton				
(Sell)				
Put	¥ 2,965	¥ —	¥ (302)	¥ (302)
Call	3,714	—	(47)	(47)
Over-the-counter				
Forward contracts:				
Nonferrous Metal				
(Sell)	¥127,959	¥6,689	¥ (6,649)	¥ (6,649)
(Buy)	105,389	—	3,689	3,689
Produce & Foodstuffs				
(Sell)	44	—	(0)	(0)
(Buy)	180	—	2	2
Raw Cotton				
(Sell)	12,526	—	439	439
(Buy)	10,117	2,257	283	283
Over-the-counter				
Commodity swap contracts:				
Petroleum Products				
Receipt-variable/Payment-fixed	¥ 46,071	¥ —	¥ 13,713	¥ 13,713
Receipt-fixed/Payment-variable	43,624	—	(17,554)	(17,554)
<b>Total</b>				<b>¥ (4,010)</b>

Notes: 1. The estimated fair value amounts of future contracts except for Raw Cotton were determined using market information on The Tokyo Commodity Exchange, The Tokyo Grain Exchange, The Intercontinental Exchange or other exchanges.

2. The estimated fair value amounts of future contracts, commodity option contracts and forward contracts for Raw Cotton were determined using market information on The Intercontinental Exchange.

3. The estimated fair value amounts of forward contracts for Nonferrous Metal were determined using the value calculated by major transaction partners.

4. The estimated fair value amounts of forward contracts for Produce & Foodstuffs and commodity swap contracts were determined using quotes obtained from financial institutions.

5. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

	Millions of Yen			
	2012			
Currency Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Over-the-counter				
Forward exchange contracts:				
Selling:				
U.S. Dollars	¥73,853	¥ —	¥(2,703)	¥(2,703)
Other currencies	8,770	—	(183)	(183)
Buying:				
U.S. Dollars	51,721	—	699	699
Other currencies	36,837	—	(1,211)	(1,211)
Over-the-counter				
Currency option contracts:				
Selling:				
Put	¥22,385	¥ —	¥ (26)	¥ (26)
Selling:				
Call	1,052	—	(78)	(78)
Buying:				
Call	22,385	—	52	52
Total				¥(3,451)

- Notes: 1. The estimated fair value amounts of forward exchange contracts were determined using the forward exchange rate at the end of the fiscal year.  
2. The estimated fair value amounts of currency option contracts were determined using quotes obtained from financial institutions.  
3. Option premiums are not received or paid because these currency option contracts are zero cost option contracts in which the premiums of the written options are the same as those paid for the options that are purchased.

	Millions of Yen			
	2012			
Interest Rate Related:	Contract or notional	Contract or notional over one year	Estimated fair value	Valuation gain (loss)
Over-the-counter				
Interest rate swap contracts:				
Receipt-variable/Payment-fixed	¥1,970	¥ —	¥ 0	¥ 0
Total				¥ 0

- Notes: 1. The estimated fair value amounts of interest rate swap contracts were determined using quotes obtained from financial institutions.  
2. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

## (b) Transactions for derivative financial instruments to which hedge accounting is applied

	Millions of Yen		
	2012		
	Contract or notional	Contract or notional over one year	Estimated fair value
Commodity Related:			
<i>(Deferred hedge accounting method)</i>			
Future contracts:			
Produce & Foodstuffs			
(Sell)	¥18,878	¥ —	¥ 264
(Buy)	8,723	—	255
Petroleum Products			
(Buy)	¥ 3	¥ —	¥ (0)
Forward contracts:			
Nonferrous Metal			
(Sell)	¥ 3,153	¥ —	¥ (47)
Commodity swap contracts:			
Petroleum Products			
Receipt-variable/Payment-fixed	¥12,910	¥1,736	¥(1,074)
Receipt-fixed/Payment-variable	6,454	999	3,883
<b>Total</b>			<b>¥ 3,281</b>

Notes: 1. The estimated fair value amounts of future contracts were determined using market information on The Tokyo Commodity Exchange, The Tokyo Grain Exchange or other exchanges.

2. The estimated fair value amounts of forward contracts were determined using the value calculated by major transaction partners.

3. The estimated fair value amounts of commodity swap contracts were determined using quotes obtained from financial institutions.

4. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

	Millions of Yen		
	2012		
	Contract or notional	Contract or notional over one year	Estimated fair value
Currency Related:			
<i>(Deferred hedge accounting method)</i>			
Forward exchange contracts:			
Selling:			
U.S. Dollars	¥26,604	¥ —	¥(983)
Other currencies	6,809	—	(16)
Buying:			
U.S. Dollars	36,628	—	859
Other currencies	7,590	1,373	108
<i>(Replacement equivalent method for forward foreign exchange contracts)</i>			
Forward exchange contracts:			
Selling:			
U.S. Dollars	¥14,855	¥ —	¥(508)
Other currencies	0	—	0
Buying:			
U.S. Dollars	1,316	—	(40)
Other currencies	78	—	(2)
<b>Total</b>			<b>¥(583)</b>

Note: The estimated fair value amounts of forward exchange contracts were determined using the forward exchange rate at the end of the fiscal year.

	Millions of Yen		
	2012		
	Contract or notional	Contract or notional over one year	Estimated fair value
Interest Rate Related:			
<i>(Deferred hedge accounting method)</i>			
Interest rate swap contracts:			
Receipt-variable/Payment-fixed	¥ 41,774	¥ 36,180	¥(1,245)
(Exceptional accounting for interest rate swaps)			
Interest rate swap contracts:			
Receipt-variable/Payment-fixed	¥198,429	¥187,074	¥ —
Total			¥(1,245)

- Notes: 1. The estimated fair value amounts of interest rate swap contracts were determined using quotes obtained from financial institutions.  
2. The estimated fair value of the interest rate swaps with exceptional accounting is included in the estimated fair value of the long-term loans since handled as one loan.  
3. The contract or notional amounts of swap contracts are just notional contract amounts or hypothetical principal amounts under derivative transactions which do not represent market risk or credit risk of derivative transactions by themselves.

## 17. EMPLOYEE RETIREMENT BENEFITS

The Company and its consolidated subsidiaries have defined benefit plans, including a pension plan pursuant to the Japanese Welfare Pension Insurance Law, a qualified retirement benefits plan and a lump-sum severance benefits plan. The Company has established a retirement benefits trust.

Certain domestic consolidated subsidiaries were permitted the return of the past government-substituted portion of the welfare pension fund by the Ministry of Health, Labour and Welfare on April 1, 2011 and accordingly, returned the amount of the minimum responsibility reserve fund on August 1, 2012.

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Employee Retirement Benefits Liability			
Employee retirement benefits obligation	¥ 79,849	¥ 66,157	\$ 849,005
Fair value of pension plan assets	(62,447)	(46,207)	(663,976)
Unfunded benefits obligation	17,401	19,949	185,018
Unrecognized transition amount	23	35	244
Unrecognized actuarial difference	(2,433)	(10,890)	(25,869)
Unrecognized past service costs	(271)	(375)	(2,881)
Net amount recognized	14,720	8,719	156,512
Prepaid pension	6,316	6,518	67,155
Employee retirement benefits liability	¥ 21,037	¥ 15,237	\$ 223,678

Note: Consolidated subsidiaries are accounted for mainly through the application of the simplified calculation method.



	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Retirement Benefits Expenses			
Service expenses	¥3,533	¥3,263	\$37,565
Interest expenses	1,118	1,116	11,887
Expected return on pension plan assets	(942)	(897)	(10,015)
Amortization of transition obligation	(11)	—	(116)
Amortization of actuarial difference	1,882	1,838	20,010
Amortization of past service costs	26	33	276
Retirement benefits expenses	5,607	5,356	59,617
Net gain related to the return of the government-substituted portion of the welfare pension fund	—	2,214	—
Others	860	629	9,144
Total	¥6,468	¥8,200	\$68,771

Note: Others represents the contributions under the defined contribution plan, etc.

Basis of Calculation of Benefits Obligations	2013	2012
Allocation of payments of expected retirement benefits	<b>Straight-line method</b>	Straight-line method
Discount rate	<b>mainly 2.0%</b>	mainly 2.0%
Expected rate of return on pension plan assets	<b>mainly 3.0%</b>	mainly 3.0%
Amortization of past service costs	<b>mainly 1 year</b>	mainly 1 year
Amortization of actuarial difference	<b>mainly 12 years</b>	mainly 12 years
Amortization of transition amount	<b>mainly 1 year</b>	mainly 1 year

## 18. BUSINESS COMBINATION

### Business combination through acquisition

#### Acquisition of CFAO S.A.

##### 1. Overview of business combination

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

Name of the acquired Company: CFAO S.A. ("CFAO")

Description of the business: Import and export of automobiles, auto sales and maintenance, pharmaceutical product wholesale, IT support, rental, construction machinery sales and maintenance, elevator sales and maintenance, beverages, etc.

##### (2) Purpose of the business combination

Identifying fast-growing Africa as a key region, the Company has been developing businesses there, especially in the Mobility field, and seeking opportunities to further solidify the business foundation. In the Mobility field, the Company has a strong network of Toyota and other brands of cars in twenty-five African countries mainly in South and East Africa, while CFAO operates more than twenty brands of car agencies and dealerships in thirty-two African countries mainly in North and West Africa. The acquisition of CFAO shares has enabled the Company to operate in forty-eight out of fifty-four African countries and develop business across Africa. CFAO's business foundation also comprises a healthcare business with the top market share in Africa. The Company is focusing on pharmaceutical products and eldercare operations in the Life and Community business area, and will provide support to CFAO's business operation in this area.

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

December 5, 2012

- (4) Legal form of the business combination  
Acquisition of shares for cash consideration (Tender offer)
- (5) Name of the company after the business combination  
CFAO S.A.
- (6) Acquired voting rights  
Immediately before the date of business combination 29.80%  
Additions at the date of business combination 68.01%  
After acquisition 97.81%
- (7) Grounds of determination of the acquiring company  
It is because the Company paid cash to acquire the shares.

2. *Period for which the results of operation of the acquired company is included in the consolidated financial statements*

The results of operation of the acquired company is not included in the consolidated statement of income as the transaction is regarded to complete on December 31, 2012.

3. *Acquisition cost and breakdown*

		Millions of Yen	Thousands of U.S. Dollars
		2013	2013
Consideration for acquisition:	Fair value of common stocks of CFAO S.A. at the date of business combination, held by the Company immediately before the combination	¥ 73,664	\$ 783,242
	Cash paid for additional acquisition	166,381	1,769,069
Transaction costs:	Advisory fees, etc.	2,026	21,541
<b>Total acquisition costs</b>		<b>¥242,071</b>	<b>\$2,573,854</b>

4. *Difference of total cost of acquisition and individual acquisition costs*

		Millions of Yen	Thousands of U.S. Dollars
		2013	2013
Gain on step acquisition		¥7,499	\$79,734

5. *Goodwill*

		Millions of Yen	Thousands of U.S. Dollars
		2013	2013
Amount of goodwill recognized		¥196,544	\$2,089,782

Amount of goodwill recognized is tentatively computed as the allocation of the acquisition costs, etc., are not completed. Goodwill is recognized for the difference of acquisition cost and the Company's share on the acquired company. Goodwill is amortized evenly over 10 years.

## 6. Assets and liabilities acquired on the day of the business combination

	Millions of Yen	Thousands of U.S. Dollars
	2013	2013
Current assets	¥222,177	\$2,362,328
Non-current assets	55,979	595,204
Total assets	¥278,157	\$2,957,543
Current liabilities	¥184,848	\$1,965,422
Non-current liabilities	22,324	237,363
Total liabilities	¥207,173	\$2,202,796

## 7. Estimated effect on consolidated financial statement of income assuming the business combination completed at the beginning of the fiscal year ended March 31, 2013 and method of estimating the effect

	Millions of Yen	Thousands of U.S. Dollars
	2013	2013
Net sales	¥367,922	\$3,911,982
Operating income	9,161	97,405
Net loss	¥ (8,211)	\$ (87,304)

(Method of estimating the effect)

Estimated effect is calculated by adjusting income from minority shareholders and amortization of goodwill to the difference between estimated net sales and other income data based on an assumption that the business combination is fully completed on April 1, 2012, and actual net sales and other income data on the consolidated statement of income. Estimated effect on the consolidated financial statement of income is unaudited.

## 19. INVESTMENT PROPERTY

The Company and certain consolidated subsidiaries own rental properties such as office buildings and commercial facilities including land in Kyushu and other areas. The net of rental income and operating expenses for those rental properties was ¥751 million (\$7,985 thousand) and ¥1,417 million for the fiscal years ended March 31, 2013 and 2012.

The carrying amounts, changes in such balances and market prices of such properties are as follows:

	Millions of Yen				Thousands of U.S. Dollars			
	Carrying amount		Fair value		Carrying amount		Fair value	
	April 1, 2012	Increase/Decrease	March 31, 2013	March 31, 2013	April 1, 2012	Increase/Decrease	March 31, 2013	March 31, 2013
<b>2013</b>								
Investment property	¥44,866	¥(1,836)	¥43,030	¥38,999	\$477,044	\$(19,521)	\$457,522	\$414,662

- Notes: 1. The carrying amount recognized in the balance sheet is net of accumulated depreciation and accumulated impairment losses, if any.  
2. Decrease during the fiscal year ended March 31, 2013 primarily represents the sales of real estate, which was ¥1,245 million (\$13,237 thousand).  
3. The fair value of main properties is measured by a licensed third-party real estate appraisal agent and that of the remaining properties is measured by the Group in accordance with the Real Estate Appraisal Standard (including adjustments made using indexes).

	Millions of Yen			
	Carrying amount		Fair value	
	April 1, 2011	Increase/Decrease	March 31, 2012	March 31, 2012
<b>2012</b>				
Investment property	¥50,903	¥(6,037)	¥44,866	¥42,991

- Notes: 1. The carrying amount recognized in the balance sheet is net of accumulated depreciation and accumulated impairment losses, if any.  
2. Decrease during the fiscal year ended March 31, 2012 primarily represents the sales of real estate, which was ¥4,854 million.  
3. The fair value of main properties is measured by a licensed third-party real estate appraisal agent and that of the remaining properties is measured by the Group in accordance with the Real Estate Appraisal Standard (including adjustments made using indexes).

## 20. OTHER COMPREHENSIVE INCOME

Reclassification adjustments and tax effects for each component of other comprehensive income for the years ended March 31, 2013 and 2012 are as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Net unrealized gains or losses on available-for-sale securities, net of taxes:			
Gains (losses) arising during the year	¥ 43,820	¥ 1,672	\$ 465,922
Reclassification adjustments	(2,617)	(71)	(27,825)
Before income tax effects	41,202	1,600	438,086
Income tax effects	13,923	369	148,038
Net unrealized gains or losses on available-for-sale securities, net of taxes	27,279	1,969	290,047
Net deferred profits or losses on hedges, net of taxes:			
Gains (losses) arising during the year	(13,782)	3,739	(146,539)
Reclassification adjustments	(410)	(5,319)	(4,359)
Before income tax effects	(14,193)	(1,579)	(150,909)
Income tax effects	(5,058)	(268)	(53,779)
Net deferred profits or losses on hedges, net of taxes	(9,134)	(1,847)	(97,118)
Foreign currency translation adjustments:			
Adjustments arising during the year	52,510	(9,838)	558,320
Reclassification adjustments	3	(441)	31
Foreign currency translation adjustments	52,514	(10,280)	558,362
Share of other comprehensive income of affiliates accounted for by equity method:			
Gains (losses) arising during the year	6,826	(2,764)	72,578
Reclassification adjustments	143	4,306	1,520
Share of other comprehensive income of affiliates accounted for by equity method	6,969	1,542	74,098
Total other comprehensive income	¥ 77,629	¥ (8,615)	\$ 825,401

## 21. SUPPLEMENTAL CASH FLOW INFORMATION

### 1. For the year ended March 31, 2013

#### Breakdown of assets and liabilities of newly acquired consolidated subsidiaries during the year ended March 31, 2013

Breakdown of assets and liabilities at start of consolidation due to the acquisition of shares of CFAO S.A. and relation between acquisition costs and net payments for this company are as follows:

	Millions of Yen	Thousands of U.S. Dollars
	2013	2013
Current assets	¥ 225,114	\$ 2,393,556
Non-current assets	71,798	763,402
Goodwill	197,362	2,098,479
Current liabilities	(190,057)	(2,020,808)
Non-current liabilities	(26,153)	(278,075)
Minority interests in consolidated subsidiaries	(25,614)	(272,344)
Value determined by equity method	(78,802)	(837,873)
Total acquisition costs	173,648	1,846,337
Cash and cash equivalent held by acquired companies	(24,906)	(264,816)
Net payment for acquisition	¥ 148,742	\$ 1,581,520

### 2. For the year ended March 31, 2012

#### Breakdown of assets and liabilities of newly acquired consolidated subsidiaries during the year ended March 31, 2012

Breakdown of assets and liabilities at start of consolidation due to the acquisition of shares of Eurus Energy Holdings Corporation and ELEMATEC CORPORATION and relation between acquisition costs and net payments for these companies are as follows:

	Millions of Yen
	2012
Current assets	¥ 89,400
Non-current assets	110,076
Goodwill	16,379
Current liabilities	(47,881)
Non-current liabilities	(76,707)
Minority interests in consolidated subsidiaries	(32,608)
Value determined by equity method	(24,876)
Total acquisition costs	33,783
Cash and cash equivalents held by acquired companies	(31,286)
Net payment for acquisition	¥ 2,497

## 22. SEGMENT INFORMATION

### Description of reportable segments

The Group's reportable segments are components of the Group about which separate financial information is available. These segments are subject to periodic examinations to enable the Company's board of directors to decide how to allocate resources and assess performance.

The main business of the Group is buying and selling of various goods in Japan and overseas. The Group is also engaged in a wide range of business including manufacturing, processing and selling products, investments, and providing



services. The Group's operations are segmented based on product and service categories into seven segments, namely Metals, Global Production Parts & Logistics, Automotive, Machinery, Energy & Project, Chemicals & Electronics, Produce & Foodstuffs, and Consumer Products, Services & Materials. These segments correspond to the Group's seven business divisions. The business of each segment is conducted by the Company's business divisions and affiliates directly supervised by each business division.

The businesses of each division are listed below.

#### *Metals Division*

The Metals Division mainly handles ordinary and special steel products, steel construction materials, unwrought nonferrous and precious metals, rolled light-metal products, copper and copper alloy products, scrap iron and scrap nonferrous metals, ferroalloy products, wrought iron, end-of-life vehicle (ELV) recycling and disposable catalyst reclamation, rare earth and new metals. The Division manufactures, processes, sells and disposes of the products listed above.

#### *Global Production Parts & Logistics Division*

The Global Production Parts & Logistics Division mainly sells and provides services for automotive parts, as well as running a logistics business and a tire assembly business.

#### *Automotive Division*

The Automotive Division mainly handles passenger vehicles, commercial vehicles, light vehicles, two-wheeled vehicles, trucks and buses, and automotive parts. The Division sells and provides services for the products listed above.

#### *Machinery, Energy & Project Division*

The Machinery, Energy & Project Division mainly handles machine tools, industrial machinery, textile machinery, testing and measuring instruments, electronic machinery, environmental equipment, industrial vehicles, construction machinery, petroleum products, liquefied petroleum gas (LPG), coal, crude oil, petrochemical and natural gas products, and infrastructure projects. The Division sells and provides services relevant to the products listed above, as well as running an energy and electric power supply business.

#### *Chemicals & Electronics Division*

The Chemicals & Electronics Division sells and provides services for communications devices, electronic devices, semiconductors, automotive embedded software development, electronic equipment, network integration and support, PCs, PC peripherals and software, component parts for automobile production and ITS (Intelligent Transport Systems) equipment. The Division also handles organic chemicals, fine and inorganic chemicals, functional chemicals, fat and oil products, synthetic resins, chemical additives, batteries, electronic materials, pharmaceuticals and pharmaceutical ingredients. The Division processes, manufactures, sells and provides services relevant to the products listed above.

#### *Produce & Foodstuffs Division*

The Produce & Foodstuffs Division mainly handles livestock feed, grains, processed foods, food ingredients, agricultural, marine and livestock products, and alcoholic beverages. The Division manufactures, processes, sells, and provides services relevant to the products listed above.

#### *Consumer Products, Services & Materials Division*

The Consumer Products, Services & Materials Division mainly handles condominiums and commercial buildings, construction materials, housing materials and furniture, textile raw materials, apparel, interior goods, sleepwear products, textile products, textile materials and jewelry, automotive interior parts and materials, packaging materials, paper and pulp, life and health insurance, property and casualty insurance, photocatalysts, seniors-related business products and securities brokerage services. The Division sells and provides services relevant to the products listed above.

## Reportable segment information

The accounting policies of each reportable segment are consistent with those disclosures in “Note 2. Summary of Significant Accounting Policies.”

2013	Millions of Yen											
	Reportable segment							Total	Other	Total	Adjustments	Consolidation
	Metals	Global Production Parts & Logistics	Automotive	Machinery, Energy & Project	Chemicals & Electronics	Produce & Foodstuffs	Consumer Products, Services & Materials					
Net sales:												
External customers	¥1,694,116	¥678,524	¥781,902	¥1,253,422	¥1,324,842	¥290,225	¥278,107	¥6,301,141	¥ 3,212	¥6,304,354	¥ —	¥6,304,354
Inter-segment	143	5,901	35	1,586	5,810	117	2,918	16,513	477	16,990	(16,990)	—
Total	1,694,260	684,426	781,938	1,255,008	1,330,653	290,342	281,025	6,317,655	3,689	6,321,345	(16,990)	6,304,354
Segment income (loss)	¥ 36,289	¥ 16,958	¥ 31,215	¥ 10,459	¥ 10,435	¥ 2,546	¥ 11,704	¥ 119,609	¥ (3,730)	¥ 115,879	¥ (4)	¥ 115,875
Segment assets	¥ 719,954	¥239,856	¥581,153	¥ 538,374	¥ 650,962	¥177,493	¥152,254	¥3,060,049	¥653,658	¥3,713,707	¥(121,339)	¥3,592,368
Other items												
Depreciation	¥ 7,839	¥ 3,539	¥ 4,679	¥ 12,693	¥ 3,307	¥ 1,460	¥ 2,394	¥ 35,913	¥ 5,440	¥ 41,354	¥ —	¥ 41,354
Amortization of goodwill	219	210	764	4,865	8,139	3,311	1,310	18,820	224	19,044	—	19,044
Impairment losses	287	—	—	2,605	16	—	—	2,909	228	3,137	—	3,137
Goodwill	154	408	135,666	18,544	62,913	35,330	2,755	255,773	1,183	256,957	—	256,957
Investment in affiliates accounted for using equity method	8,511	19,055	15,375	49,691	46,473	6,610	6,018	151,736	11,136	162,873	—	162,873
Increase in fixed assets	16,357	4,816	11,979	40,874	2,747	1,212	1,408	79,395	11,448	90,844	—	90,844

2013	Thousands of U.S. Dollars											
	Reportable segment							Total	Other	Total	Adjustments	Consolidation
	Metals	Global Production Parts & Logistics	Automotive	Machinery, Energy & Project	Chemicals & Electronics	Produce & Foodstuffs	Consumer Products, Services & Materials					
Net sales:												
External customers	\$18,012,929	\$7,214,502	\$8,313,684	\$13,327,187	\$14,086,570	\$3,085,858	\$2,957,012	\$66,997,777	\$ 34,152	\$67,031,940	\$ —	\$67,031,940
Inter-segment	1,520	62,743	372	16,863	61,775	1,244	31,026	175,576	5,071	180,648	(180,648)	—
Total	18,014,460	7,277,256	8,314,066	13,344,051	14,148,357	3,087,102	2,988,038	67,173,365	39,223	67,212,599	(180,648)	67,031,940
Segment income (loss)	\$385,847	\$ 180,308	\$ 331,897	\$ 111,206	\$ 110,951	\$ 27,070	\$ 124,444	\$ 1,271,759	\$ (39,659)	\$ 1,232,099	\$ (42)	\$ 1,232,057
Segment assets	\$ 7,655,013	\$2,550,303	\$6,179,191	\$ 5,724,338	\$ 6,921,446	\$1,887,219	\$1,618,862	\$32,536,406	\$6,950,111	\$39,486,517	\$ (1,290,154)	\$38,196,363
Other items												
Depreciation	\$ 83,349	\$ 37,628	\$ 49,750	\$ 134,960	\$ 35,162	\$ 15,523	\$ 25,454	\$ 381,850	\$ 57,841	\$ 439,702	\$ —	\$ 439,702
Amortization of goodwill	2,328	2,232	8,123	51,727	86,539	35,204	13,928	200,106	2,381	202,488	—	202,488
Impairment losses	3,051	—	—	27,698	170	—	—	30,930	2,424	33,354	—	33,354
Goodwill	1,637	4,338	1,442,488	197,171	668,931	375,651	29,292	2,719,542	12,578	2,732,131	—	2,732,131
Investment in affiliates accounted for using equity method	90,494	202,604	163,476	528,346	494,130	70,281	63,987	1,613,354	118,405	1,731,770	—	1,731,770
Increase in fixed assets	173,918	51,206	127,368	434,598	29,207	12,886	14,970	844,178	121,722	965,911	—	965,911

- Notes: 1. “Other” comprises businesses, such as a professional division that supports Groupwide operations, that are not included in reportable segments.  
2. Figures in “Adjustments” for the “Segment income (loss)” and the “Segment assets” rows represent the amounts of inter-segment transactions.  
3. “Segment income (loss)” is based on operating income reported on the consolidated statements of income for the corresponding period.

2012	Millions of Yen												
	Reportable segment							Consumer Products, Services & Materials	Total	Other	Total	Adjustments	Consolidation
	Metals	Global Production Parts & Logistics	Automotive	Machinery, Energy & Project	Chemicals & Electronics	Produce & Foodstuffs	Total						
Net sales:													
External customers	¥1,655,323	¥620,817	¥668,899	¥1,224,599	¥1,137,245	¥311,183	¥295,136	¥5,913,204	¥ 3,554	¥5,916,759	¥ —	¥5,916,759	
Inter-segment	185	5,877	31	930	6,304	112	1,999	15,441	395	15,836	(15,836)	—	
Total	1,655,508	626,694	668,930	1,225,530	1,143,550	311,295	297,136	5,928,646	3,949	5,932,595	(15,836)	5,916,759	
Segment income (loss)	¥ 32,361	¥ 9,948	¥ 25,490	¥ 557	¥ 11,574	¥ 2,572	¥ 13,335	¥ 95,839	¥ (3,425)	¥ 92,414	¥ (10)	¥ 92,403	
Segment assets	¥ 673,457	¥222,759	¥210,974	¥ 467,851	¥ 508,214	¥115,548	¥169,852	¥2,368,658	¥573,747	¥2,942,406	¥(104,977)	¥2,837,428	
Other items													
Depreciation	¥ 7,243	¥ 2,966	¥ 3,767	¥ 4,835	¥ 2,284	¥ 1,783	¥ 2,622	¥ 25,502	¥ 5,779	¥ 31,281	¥ —	¥ 31,281	
Amortization of goodwill	86	210	738	1,826	7,765	3,311	1,309	15,246	211	15,458	—	15,458	
Impairment losses	843	—	—	238	89	3	84	1,259	13	1,273	—	1,273	
Goodwill	297	588	2,719	22,814	32,913	13,248	4,020	76,602	1,403	78,005	—	78,005	
Investment in affiliates accounted for using equity method	6,097	16,313	13,643	39,731	44,735	5,427	3,579	129,528	10,274	139,802	—	139,802	
Increase in fixed assets	8,261	4,309	6,893	8,456	2,422	1,750	1,839	33,933	5,833	39,766	—	39,766	

- Notes: 1. "Other" comprises businesses, such as a professional division that supports Groupwide operations, that are not included in reportable segments.  
2. Figures in "Adjustments" for the "Segment income (loss)" and the "Segment assets" rows represent the amounts of inter-segment transactions.  
3. "Segment income (loss)" is based on operating income reported on the consolidated statements of income for the corresponding period.

## Related information

### (Geographic information)

2013	Millions of Yen				Thousands of U.S. Dollars			
	Japan	China	Other	Total	Japan	China	Other	Total
Net sales	¥2,555,912	¥876,133	¥2,872,308	¥6,304,354	\$27,176,097	\$9,315,608	\$30,540,223	\$67,031,940

Net sales are based on the location of customers and categorized by country or region.

2012	Millions of Yen			
	Japan	China	Other	Total
Net sales	¥2,636,552	¥909,854	¥2,370,351	¥5,916,759

Net sales are based on the location of customers and categorized by country or region.

2013	Millions of Yen				Thousands of U.S. Dollars			
	Japan	U.S.A.	Other	Total	Japan	U.S.A.	Other	Total
Property and equipment	¥198,089	¥51,142	¥196,139	¥445,370	\$2,106,209	\$543,774	\$2,085,475	\$4,735,459

2012	Millions of Yen			
	Japan	U.S.A.	Other	Total
Property and equipment	¥202,688	¥41,434	¥108,919	¥353,042

## 23. RELATED PARTY TRANSACTIONS

During the years ended March 31, 2013 and 2012, the Company had operational transactions with Toyota Motor Corporation ("TMC"), a 22.2% shareholder of the Company as of March 31, 2013 and 2012. A summary of the significant transactions with TMC for the years ended or as at March 31, 2013 and 2012 is as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
For the year:			
Sales of raw materials	¥202,612	¥210,128	\$2,154,300
Purchase of automobiles	192,966	180,366	2,051,738
At year-end:			
Trade notes and accounts receivable	¥ 27,674	¥ 32,003	\$ 294,247
Trade notes and accounts payable	14,184	12,818	150,813

Note: The terms and conditions applicable to the above transactions were determined by negotiations on an arms-length basis.

## 24. STOCK-BASED COMPENSATION

### (1) Stock option expenses recorded in the fiscal year and class of options

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Selling, general and administrative expenses	¥65	¥280	\$691

### (2) Stock option income recorded by forfeitures due to reversal of subscription rights

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Gain on reversal of subscription rights to shares	¥172	¥175	\$1,828

### (3) Stock option details, number of stock options and state of fluctuation

#### (a) Stock option details

	2011	2010
Position and number of grantees	Directors and executive officers of the Company: 42 Certain eligible employees of the Company: 264 Directors of affiliated companies of the Company: 29	Directors and executive officers of the Company: 42 Certain eligible employees of the Company: 254 Directors of affiliated companies of the Company: 37
Class and number of shares (Note)	1,030,000 shares of common stock	1,030,000 shares of common stock
Date of issue	August 6, 2010	August 7, 2009
Vesting conditions	The grantee must be employed as a director, executive officer or regular employee of the Company or affiliated companies of the Company at the time of exercise. However, the grantee can exercise the stock options for 18 months after retirement or resignation from the Company or affiliated companies.	The grantee must be employed as a director, executive officer or regular employee of the Company or affiliated companies of the Company at the time of exercise. However, the grantee can exercise the stock options for 18 months after retirement or resignation from the Company or affiliated companies.
Service period	From August 6, 2010 to July 31, 2012	From August 7, 2009 to July 31, 2011
Exercise period	From August 1, 2012 to July 31, 2016	From August 1, 2011 to July 31, 2015

	2009	2008
Position and number of grantees	Directors and executive officers of the Company: 43 Certain eligible employees of the Company: 249 Directors of affiliated companies of the Company: 34	Directors and executive officers of the Company: 42 Certain eligible employees of the Company: 248 Directors of affiliated companies of the Company: 31
Class and number of shares (Note)	1,014,000 shares of common stock	998,000 shares of common stock
Date of issue	August 7, 2008	August 9, 2007
Vesting conditions	The grantee must be employed as a director, executive officer or regular employee of the Company or affiliated companies of the Company at the time of exercise. However, the grantee can exercise the stock options for 18 months after retirement or resignation from the Company or affiliated companies.	The grantee must be employed as a director, executive officer or regular employee of the Company or affiliated companies of the Company at the time of exercise. However, the grantee can exercise the stock options for 18 months after retirement or resignation from the Company or affiliated companies.
Service period	From August 7, 2008 to July 31, 2010	From August 9, 2007 to July 31, 2009
Exercise period	From August 1, 2010 to July 31, 2014	From August 1, 2009 to July 31, 2013

Note: Number of options by class are listed as number of shares.

#### (b) Number of stock options and state of fluctuation

Stock options are those outstanding in the fiscal year and are listed as the number of shares.

##### (i) Number of stock options

	2011	2010	2009	2008
<b>Non-exercisable stock options</b>				
Stock options outstanding at the end of the previous fiscal year	1,014,000	—	—	—
Stock options granted	—	—	—	—
Forfeitures	2,000	—	—	—
Conversion to exercisable stock options	1,012,000	—	—	—
Stock options outstanding at the end of the fiscal year	—	—	—	—
<b>Exercisable stock options</b>				
Stock options outstanding at the end of the previous fiscal year	—	881,000	788,000	656,000
Conversion from non-exercisable stock options	1,012,000	—	—	—
Stock options exercised	538,200	367,100	2,000	—
Forfeitures	36,000	60,000	150,000	120,000
Stock options outstanding at the end of the fiscal year	437,800	453,900	636,000	536,000

##### (ii) Price of options

	Exact Yen Amounts			
	2011	2010	2009	2008
Exercise price	¥1,375	¥1,492	¥2,417	¥3,148
Average market price of the stock at the time of exercise	1,960	1,812	1,812	—
Fair value of options on grant date	402	487	308	667

#### (4) Method for estimating the number of confirmed stock option rights

Specifically, because of the difficulty in rationally estimating the number of expired rights in the future, a method has been adopted that reflects actual past expirations.

## 25. NOTES MATURING ON MARCH 31, 2013 AND 2012

Trade notes that were to mature at the end of fiscal year are accounted for at the date of actual settlement. The end of the fiscal years ended March 31, 2013 and 2012 coincided with a bank holiday, and the following trade notes matured on March 31, 2013 and 2012 were included in the consolidated balance sheets at the end of the fiscal years ended March 31, 2013 and 2012.

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Trade notes receivable	¥7,469	¥8,479	\$79,415
Trade notes payable	6,297	4,069	66,953

## 26. NET INCOME PER SHARE

Basis of calculation for net income per share basic and net income per share diluted is as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2013	2012	2013
Net income per share basic:			
Net income	¥ 67,432	¥ 66,205	\$716,980
Net income not attributable to common shareholders	—	—	—
Net income attributable to common shareholders	67,432	66,205	716,980
Weighted average shares (thousands of shares)	350,159	349,661	350,159
Net income per share basic (exact yen amounts)	¥ 192.58	¥ 189.34	\$ 2.04
Net income per share diluted:			
Increase in weighted average shares for diluted computation (thousands of shares)	290	—	290
Net income per share diluted (exact yen amounts)	¥ 192.42	¥ —	\$ 2.04

Note: As for the dilutive securities that have not been included in the calculation of net income per share diluted because they do not have any dilutive effect, the Company has the following stock options outstanding.

The fiscal year ended March 31, 2013:

- 1) Stock options outstanding for 536,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 26, 2007
- 2) Stock options outstanding for 636,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 25, 2008

The fiscal year ended March 31, 2012:

- 1) Stock options outstanding for 656,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 26, 2007
- 2) Stock options outstanding for 788,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 25, 2008
- 3) Stock options outstanding for 881,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 24, 2009
- 4) Stock options outstanding for 1,014,000 shares of common stock under the stock option program approved by the annual general shareholders' meeting on June 25, 2010



## 27. NUMBER OF ISSUED SHARES AND TREASURY STOCK

### 1. Number of issued shares

The changes in total number of issued shares for the years ended March 31, 2013 and 2012 are as follows:

	Shares
Balance at March 31, 2011	354,056,516
Increase	—
Decrease	—
Balance at March 31, 2012	354,056,516
Increase	—
Decrease	—
Balance at March 31, 2013	354,056,516

### 2. Number of treasury stock

The changes in total number of treasury stock for the years ended March 31, 2013 and 2012 are as follows:

	Shares
Balance at March 31, 2011	4,368,381
Increase due to purchases for share exchange to turn TOKIWA ENGINEERING CO., LTD., into a wholly owned subsidiary company	745,000
Increase due to purchases of less-than-one-unit shares from shareholders	11,839
Net increase (decrease) of the quota of the Company's stocks owned by consolidated subsidiaries and affiliates accounted by equity method	3,155
Decrease due to delivery to shareholders of a wholly owned subsidiary company, TOKIWA ENGINEERING CO., LTD., under share exchange	(932,313)
Decrease due to exercise of stock options	(29,000)
Decrease due to sales of less-than-one-unit shares to shareholders	(1,090)
Balance at March 31, 2012	4,165,972
Increase due to purchases of less-than-one-unit shares from shareholders	10,770
Net increase (decrease) of the quota of the Company's stocks owned by consolidated subsidiaries and affiliates accounted by equity method	(629)
Decrease due to exercise of stock options	(907,300)
Decrease due to sales of less-than-one-unit shares to shareholders	(790)
Balance at March 31, 2013	3,268,023

## 28. CHANGE IN NET ASSETS

### Matters related to dividends

(a) Dividend payment

Approvals by the annual general shareholders' meeting held on June 23, 2011 are as follows:

Dividend on Common Stock

- 1) Total amount of dividends: ¥5,598 million
- 2) Funds for dividends: Retained earnings
- 3) Dividends per share: ¥16.00
- 4) Record date: March 31, 2011
- 5) Effective date: June 24, 2011

Approvals by the Board of Directors' meeting on October 28, 2011 are as follows:

Dividend on Common Stock

- |                               |                    |
|-------------------------------|--------------------|
| 1) Total amount of dividends: | ¥5,598 million     |
| 2) Dividends per share:       | ¥16.00             |
| 3) Record date:               | September 30, 2011 |
| 4) Effective date:            | November 25, 2011  |

Approvals by the annual general shareholders' meeting held on June 21, 2012 are as follows:

Dividend on Common Stock

- |                               |                                    |
|-------------------------------|------------------------------------|
| 1) Total amount of dividends: | ¥9,103 million (\$96,788 thousand) |
| 2) Funds for dividends:       | Retained earnings                  |
| 3) Dividends per share:       | ¥26.00                             |
| 4) Record date:               | March 31, 2012                     |
| 5) Effective date:            | June 22, 2012                      |

Approvals by the Board of Directors' meeting on October 31, 2012 are as follows:

Dividend on Common Stock

- |                               |                                    |
|-------------------------------|------------------------------------|
| 1) Total amount of dividends: | ¥7,706 million (\$81,935 thousand) |
| 2) Dividends per share:       | ¥22.00                             |
| 3) Record date:               | September 30, 2012                 |
| 4) Effective date:            | November 26, 2012                  |

(b) Dividends whose record date is attributable to the accounting period ended March 31, 2013 but which are to be effective after the said accounting period

Approvals by the annual general shareholders' meeting held on June 25, 2013 are as follows:

Dividend on Common Stock

- |                               |                                    |
|-------------------------------|------------------------------------|
| 1) Total amount of dividends: | ¥7,722 million (\$82,105 thousand) |
| 2) Funds for dividends:       | Retained earnings                  |
| 3) Dividends per share:       | ¥22.00                             |
| 4) Record date:               | March 31, 2013                     |
| 5) Effective date:            | June 26, 2013                      |

## 29. QUARTERLY FINANCIAL SUMMARY FOR THE FISCAL YEAR ENDED MARCH 31, 2013

### Accumulative

	Millions of Yen				Thousands of U.S. Dollars			
	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Net sales	¥1,640,132	¥3,180,488	¥4,706,749	¥6,304,354	\$17,438,936	\$33,816,990	\$50,045,178	\$67,031,940
Income before income taxes and minority interests	38,911	60,701	102,439	127,272	413,726	645,412	1,089,197	1,353,237
Net income	22,671	33,465	58,495	67,432	241,052	355,821	621,956	716,980
Net income per share basic (exact yen amounts)	¥ 64.80	¥ 95.64	¥ 167.13	¥ 192.58	\$ 0.68	\$ 1.01	\$ 1.77	\$ 2.04

### Fiscal period

	Yen				U.S. Dollars			
	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Net income per share basic	¥ 64.80	¥ 30.85	¥ 71.47	¥ 25.49	\$ 0.68	\$ 0.32	\$ 0.75	\$ 0.27

## REPORT OF INDEPENDENT AUDITORS

TOYOTA TSUSHO CORPORATION and its consolidated subsidiaries



### Independent Auditor's Report

To the Board of Directors of TOYOTA TSUSHO CORPORATION

We have audited the accompanying consolidated financial statements of TOYOTA TSUSHO CORPORATION ("the Company") and its consolidated subsidiaries, which comprise the consolidated balance sheet as at March 31, 2013, and the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of changes in net assets and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### *Management's Responsibility for the Consolidated Financial Statements*

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

#### *Auditor's Responsibility*

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

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

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

#### *Opinion*

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company and its consolidated subsidiaries as at March 31, 2013, and their financial performance and cash flows for the year then ended in accordance with accounting principles generally accepted in Japan.

#### *Convenience translation*

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2013 are presented solely for convenience. Our audit also included the translation of Japanese 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.

*PricewaterhouseCoopers Aarata*

September 2, 2013

*PricewaterhouseCoopers Aarata*

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## INVESTOR INFORMATION

(As of March 31, 2013)

<b>Name</b>	TOYOTA TSUSHO CORPORATION	
<b>Head Office</b>	9-8, Meieki 4-chome, Nakamura-ku, Nagoya 450-8575, Japan	
<b>Established</b>	July 1, 1948	
<b>Number of Employees</b>	Parent company* Consolidated	2,863 48,336
<b>Paid-in Capital</b>	¥64,936,432,888	
<b>Common Stock</b>	Authorized Issued	1,000,000,000 354,056,516
<b>Number of Shareholders</b>	35,355	

\* Number of employees is the number of full-time employees at the Company (Company employees dispatched to other companies are excluded, employees from other companies dispatched to the Company are included).

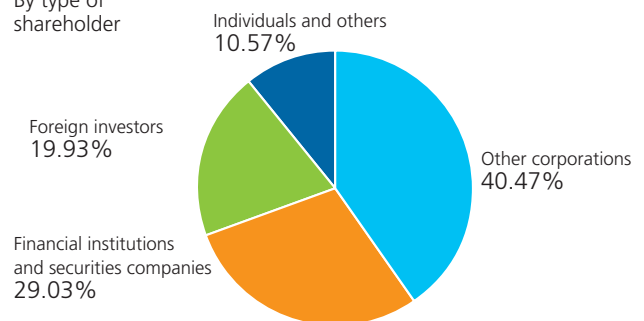
<b>Stock Listings</b>	Tokyo, Nagoya (Ticker code 8015)
<b>Independent Auditors</b>	PricewaterhouseCoopers Aarata
<b>Transfer Agent for Shares Special Management of Accounts</b>	Mitsubishi UFJ Trust and Banking Corporation
<b>Address of Office</b>	Stock Transfer Agency Department Mitsubishi UFJ Trust and Banking Corporation 1-4-5, Marunouchi, Chiyoda-ku, Tokyo 100-8212
<b>Mailing Address</b>	Stock Transfer Agency Department Mitsubishi UFJ Trust and Banking Corporation 7-10-11, Higashisuna, Koto-ku, Tokyo 137-8081 Phone: 0120-232-711 (free dial within Japan)
<b>Handling Offices</b>	All branches nationwide of Mitsubishi UFJ Trust and Banking Corporation All branches nationwide of Nomura Securities Co., Ltd.
<b>Phone (free dial within Japan)</b>	0120-244-479 (Headquarters Stock Transfer Agency Department) 0120-684-479 (Osaka Stock Transfer Agency Department)
<b>Website</b>	<a href="http://www.tr.mufg.jp/daikou/">http://www.tr.mufg.jp/daikou/</a>

### Major Shareholders

Name	Number of shares (Thousands)	Shareholding (%)
Toyota Motor Corporation	76,368	21.57
Toyota Industries Corporation	39,365	11.12
The Master Trust Bank of Japan, Ltd.	18,314	5.17
Japan Trustee Services Bank, Ltd.	12,091	3.42
The Bank of Tokyo-Mitsubishi UFJ, Ltd.	8,098	2.29
Mitsui Sumitomo Insurance Co., Ltd.	6,000	1.69
Sumitomo Mitsui Banking Corporation	4,249	1.20
Aioi Nissay Dowa Insurance Co., Ltd.	4,087	1.15
Nippon Life Insurance Company	4,057	1.15
Tokio Marine & Nichido Fire Insurance Co., Ltd.	4,049	1.14

### Breakdown of Issued Shares

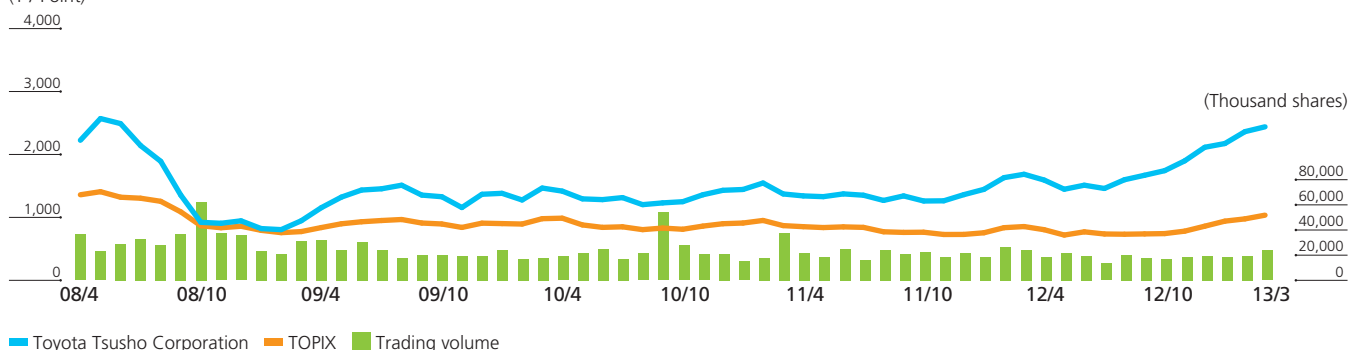
By type of shareholder



\* Individuals and others includes 30,411 share units of treasury stock held by the Company.

### Stock Price Range and Trading Volume

(¥ / Point)





## Contact

### Investor Relations Group Finance Department

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