

Information Meeting Materials for the First Two Quarters of the Fiscal Year Ending March 31, 2014

October 30, 2013

IT Holdings Corporation

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Fiscal 2014 First Two Quarters Financial Highlights

Fiscal 2014 Full-Year Performance Forecasts

New Management Direction

Reference Materials

Fiscal 2014 First Two Quarters: Financial Highlights

(Millions of yen)



- ➤ Business conditions still gradually improving, evidenced by rallying consumer spending, exports and production fueled by government's aggressive fiscal and monetary policies. But no major change seen in cautious attitude toward IT investment by all except a few clients.
- Recorded higher sales and income compared with the first two quarters of fiscal 2013. Net sales were in line with expectations but operating income fell below target, primarily due to the impact of unprofitable projects.

Net sales \(\frac{1}{2}\) 163,365 \(\frac{1}{2}\) 163

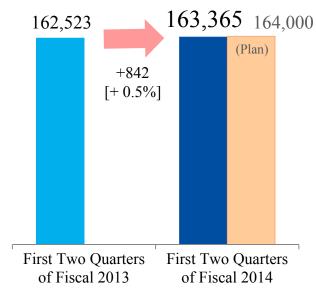
YOY change: + ¥842 million [+0.5%] Comparison to estimates: - ¥635 million [-0.4%]

Operating income \(\xi\) 7,652^{million}

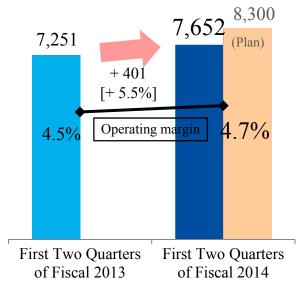
YOY change: +¥401 million [+5.5%] Comparison to estimates: -¥648 million [-7.8%]

Net income ¥ 3,857^{million}

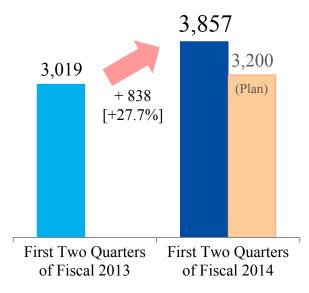
YOY change: + \fomega838 million [+27.7%] Comparison to estimates: + \fooeq4657million [+20.5%]



IT infrastructure services and financial IT services segments delivered solid results that offset a drop in the industrial IT services segment stemming from a sales and successful reactionary decline in large development projects in the previous fiscal year. Overall, net sales were up, year-on-year.



Operating income was below target, mainly due to the impact of unprofitable projects. But the effect of higher sales and successful efforts to cut costs led to a year-on-year improvement.

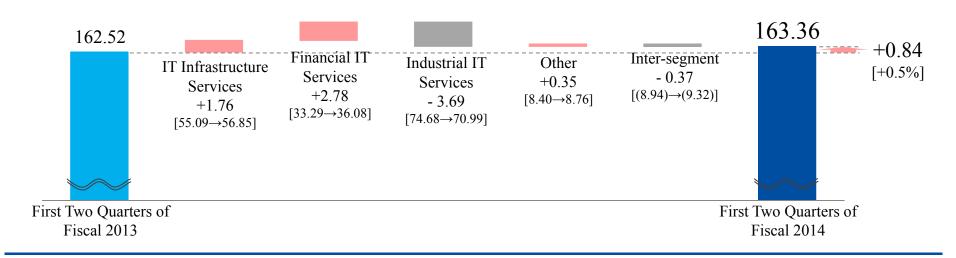


Net income rose year-on-year, paralleling higher operating income. Also, extraordinary loss was lighter, lifting net income above expectations.

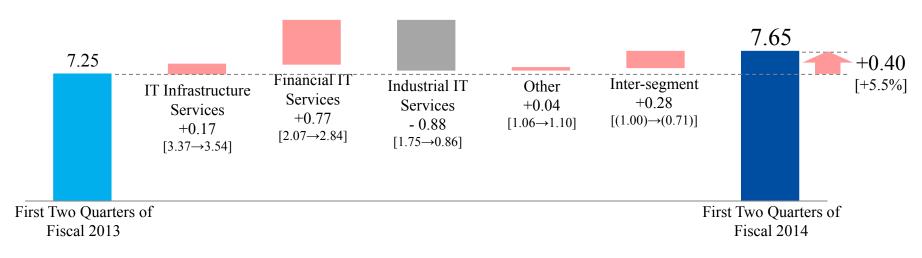




Net Sales



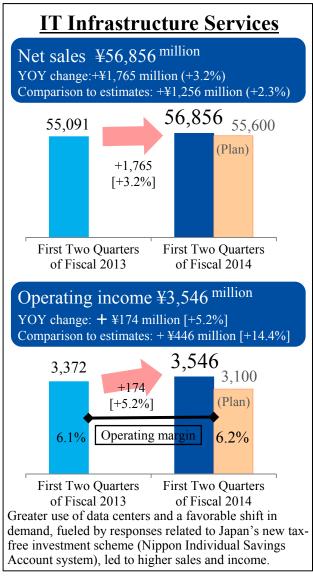
Operating Income

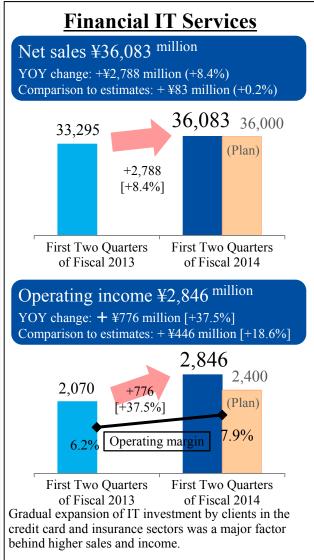


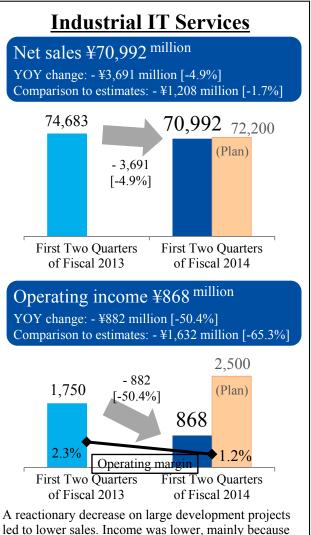
Fiscal 2014 First Two Quarters: Sales and Income for Key Segments

(Millions of yen)









additional expenses were booked on some development

projects and measures to strengthen the sales structure

pushed up cost of sales.

^{*}Segment sales include intersegment sales.

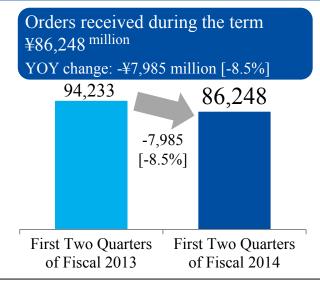
Fiscal 2014 First Two Quarters: Order Status

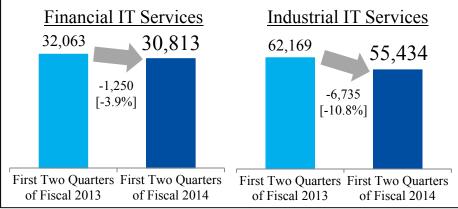
(Millions of yen)

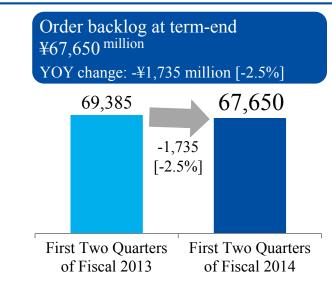


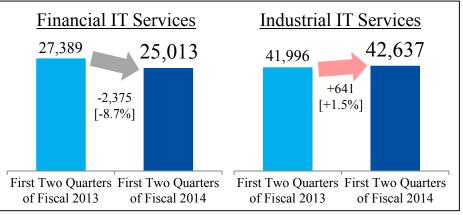
Inquiries were brisk, but order volume decreased due to the impact of project changeover periods. Backlog at end of second quarter was slightly down from the corresponding period a year ago but still within acceptable levels.

⇒ The first quarter did not deliver good order results, mainly due to the impact of project changeover periods, but the second quarter made up for this, underpinned by solid results from the financial IT services segment.



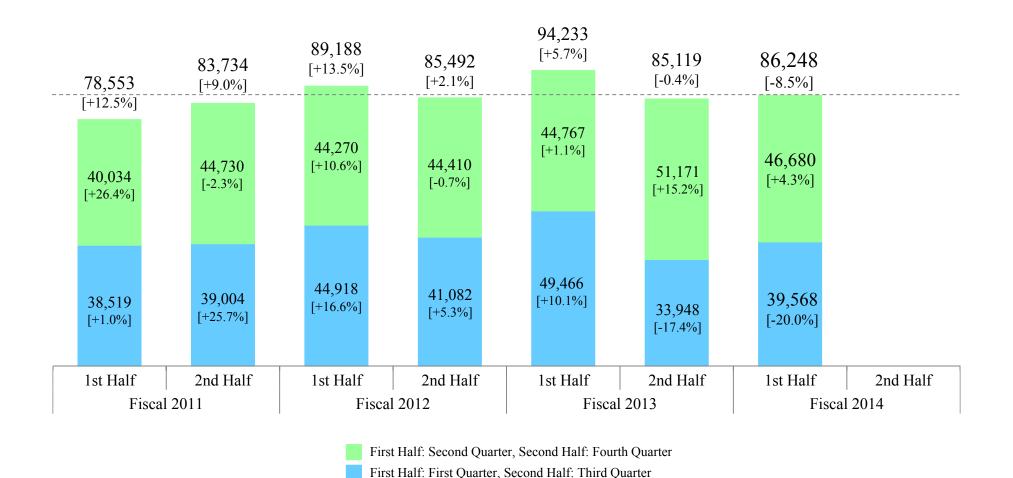






^{*} Order volume and backlog at term-end and net sales apply to Software Development only.

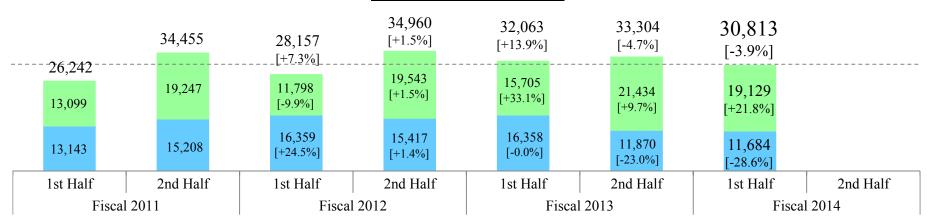




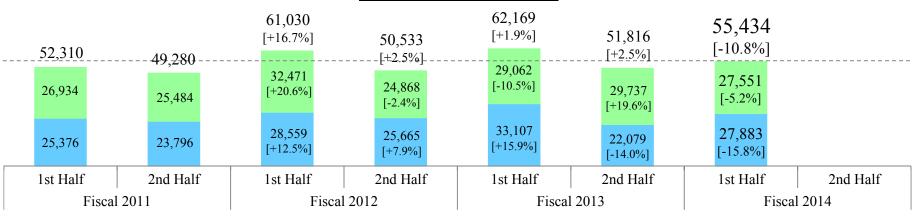
Orders received during the term, term-end backlog and net sales apply to Software Development only. Percentage figures in columns indicate increase or decrease from the previous term.



Financial IT Services



Industrial IT Services



First Half: Second Quarter, Second Half: Fourth Quarter

First Half: First Quarter, Second Half: Third Quarter

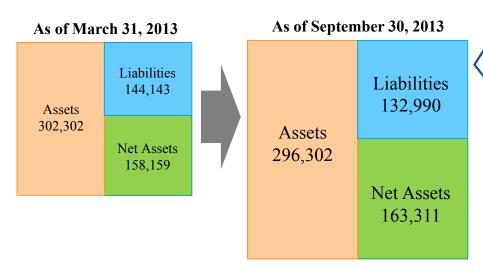
Orders received during the term, term-end backlog and net sales apply to Software Development only.

Percentage figures in columns indicate increase or decrease from the previous term. However, order volume by segment is disclosed from fiscal 2011, so no percentage change is available for fiscal 2011.

Fiscal 2014 First Two Quarters: Balance Sheet and Cash Flows



➤ Balance Sheets (Millions of yen)



➤ Total assets: Change - ¥6,000 million

- •Current assets:-\frac{\pmathbb{4}}{11,480} million (including notes and accounts receivable:-\frac{\pmathbb{4}}{11,248} million)
- •Fixed assets: +¥5,479 million (including investment securities: +¥6,784 million, and Goodwill: -¥558 million)

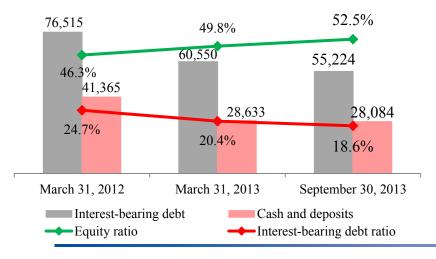
► <u>Liabilities</u>: Change -¥11,243 million

- Current liabilities: -¥9,308 million (including short-term borrowings: -¥2,222 million, and notes and accounts payable: -¥2,036 million)
- Non-current liabilities: Change -\(\frac{4}{1}\),844 million (including long-term debt: -\(\frac{4}{3}\),104 million)

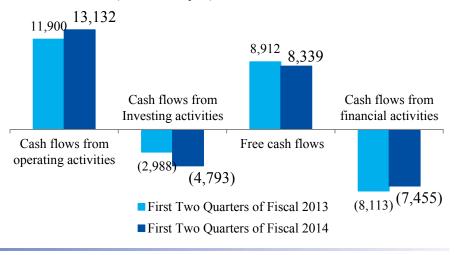
Net assets: Change +5,152 million

- •Shareholders' equity: +2,626 million
- •Accumulated other comprehensive income:+\(\frac{4}{2}\),286 million
- **Equity ratio: 52.5% [+2.7%]**
- ➤ Interest-bearing debt: ¥55,224 million [-¥5,326 million]

➤ Interest-bearing Debt (Millions of yen)



➤ Cash Flows (Millions of yen)





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Understanding the External Environment



Expect better external environment, as favorable conditions continue to characterize the financial sector and the business outlook improves in the industrial sector

IT Infrastructure Services

- Inquiries about use of data centers remain brisk among companies thinking of business continuity planning and disaster recovery strategies. But competition is becoming increasingly stiffer, paralleling the shift toward cloud-style services and standardization.
- ➤ Brisk tone for business process outsourcing associated with new tax-free individual savings system in Japan (NISA) and integration of insurance companies.



Financial IT Services

- ➤ Credit card companies moving to resume IT investment, complemented by trend toward diversification in settlement methods.
- Among megabanks and insurers, system integration and complete reform of platform systems will be keys to sustained high level of IT investment. Among regional banks as well, IT investment is also strong, underpinned mainly by the need for system sharing and better customer management practices.
- Positive attitude toward IT investment continues in the securities sector, supported by measures to address NISA.



Industrial IT Services

- ➤ Backdrop for manufacturing sector characterized primarily by low yen and improving business results, prompting heightened expectation that companies will resume IT investment.
- ➤In the service and distribution sectors, companies are still increasingly keen on IT investment to achieve sharper competitive edge.
- ➤ In the communications sector, a strong impact from a reactionary decrease in investment in communication networks/systems for smartphones is likely.
- ➤In the public sector, high hopes that the "My Number" law will prompt greater investment in the necessary systems.



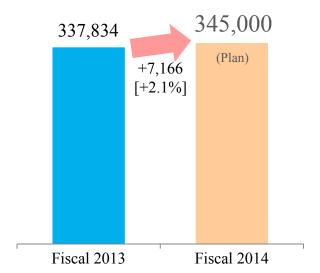
^{*} These trends may differ from general industry trends since management's assumptions also take into consideration the status of IT investment by clients of the ITHD Group.



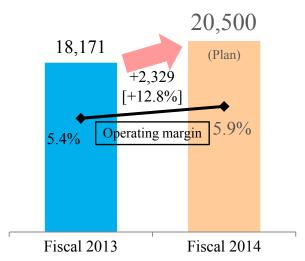


- No change from original plan, expect year-on-year growth in sales and income.
- >Operating income is not expanding as well as expected but the effect of a better business environment and successful cost-cutting exercises will cover the gap and yield a year-on-year increase.

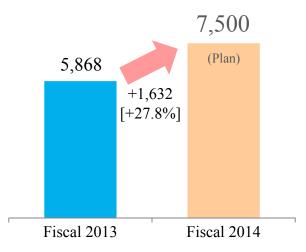
Operating income \(\pm\) 20,500 million YOY change: +2,329 million (+12.8%) Net income \(\frac{\pma}{7,500}\) million
YOY change: \(+\frac{\pma}{1,632}\) million (+27.8%)



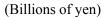
The reactionary decrease in large development projects experienced by the industrial IT services segment in the previous fiscal year will be covered, thereby leading to higher net sales.



The effect of higher net sales as well as improved productivity and successful cost reduction will be key in realizing higher operating income.

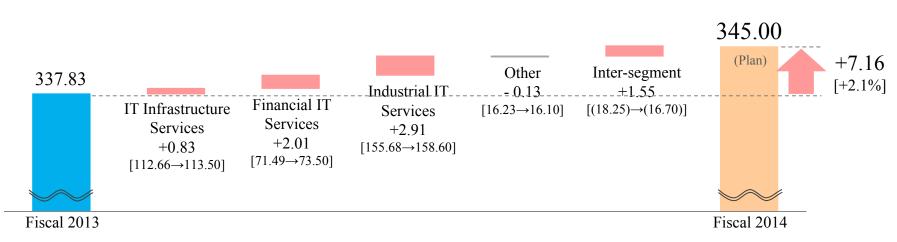


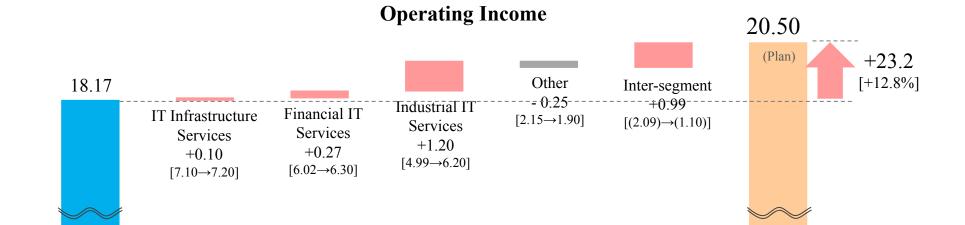
The boost from operating income, along with a decrease in extraordinary expenses should lead to higher net income.





Net Sales

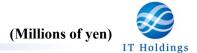


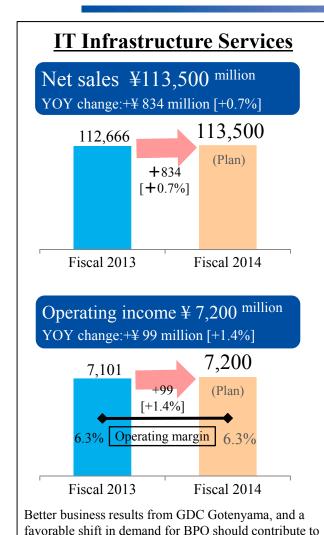


Fiscal 2014

Fiscal 2013

Fiscal 2014: Key Segment Performances (Plan)



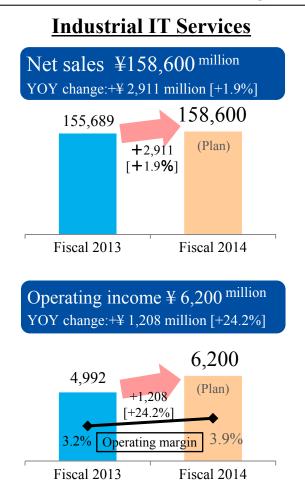


Financial IT Services Net sales ¥73,500 million YOY change: +¥ 2,001 million [+ 2.8%] 73,500 71.499 (Plan) +2,001[**+**2.8**%**] Fiscal 2013 Fiscal 2014 Operating income ¥ 6,300 million YOY change:+¥ 279 million [+4.6%] 6,300 6.021 +279(Plan) [+4.6%] 8.6% Operating margin

Rising demand from banks and credit card companies should lead to higher segment sales and operating income.

Fiscal 2014

Fiscal 2013



The reactionary drop in large development projects will be covered by project backlog, and with lower expenses, mainly through successful cost-cutting, the segment should achieve higher sales and operating income.

higher segment sales and operating income.



^{*}Segment sales include intersegment sales.

(Yen)



Dividend Policy

- ➤ Long-term, comprehensive return to shareholders
- ➤ Performance trends, financial position
- ➤ Need to enrich retained earnings to underpin business development



- Maintain stable dividends
- Seek consolidated payout ratio of 30%

Annual dividend per share

Fiscal 2013 dividend ¥21

(Interim ¥7, Term-end ¥14)

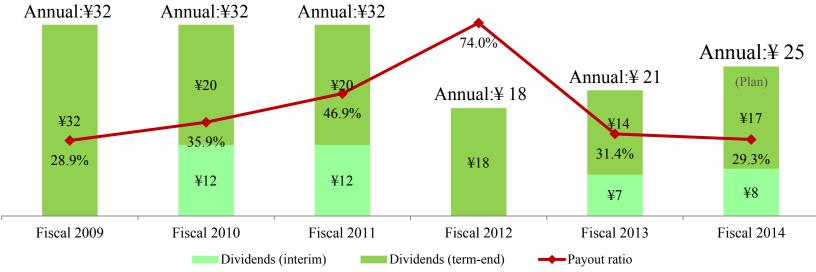


Fiscal 2014 dividend (Plan)

¥25

(Interim ¥8, Term-end ¥17)

Dividends per share



Fiscal 2009 was the Company's first year of business and no interim dividend was paid because the books had not yet closed. Only a Term-end dividend was paid, and it included a commemorative dividend of ¥5 per share.



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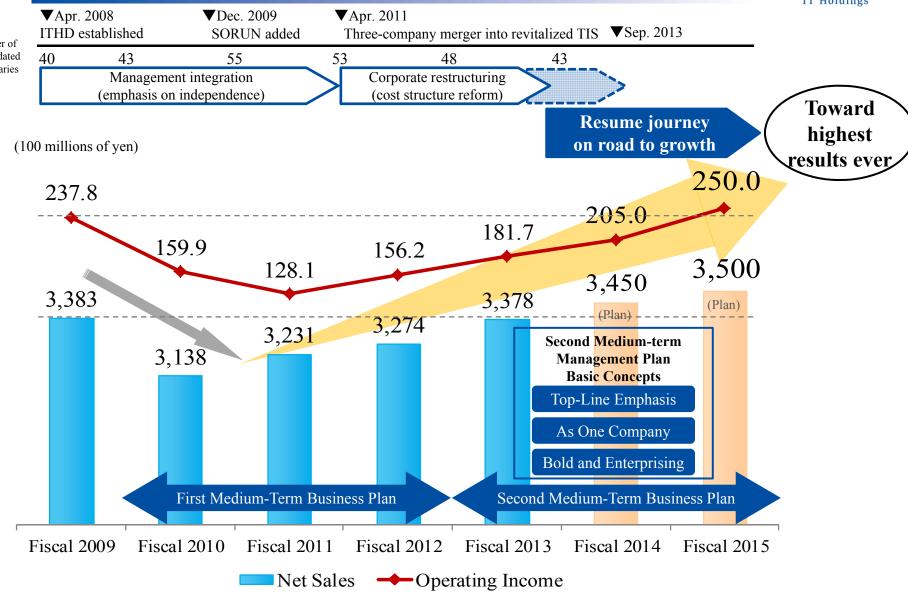
New Management Direction

Reference Materials

ITHD Group Management Transitions and Current Status



Number of consolidated subsidiaries





Mission

Establish a firmer footing for the Group as the top-brand in the industry.



Establish a firmer footing as the top-brand in the industry

With a customer and market perspective, we will build greater influence with client management and

- become a true business partner to provide solutions matched to market needs,
- while strengthening the unity of the ITHD Group and further demonstrating our overall capabilities.

Create and interconnect distinctively recognizable strengths

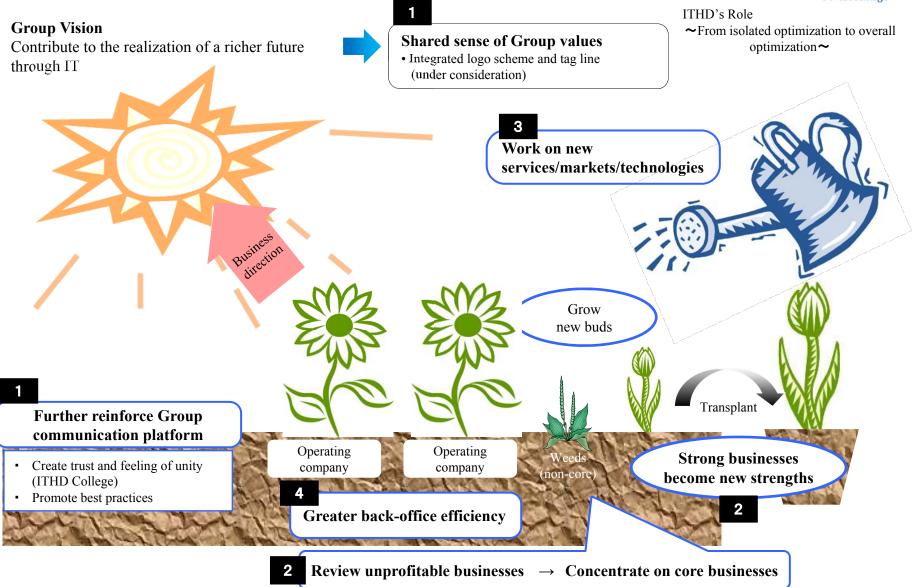
Overall Optimization of ITHD Group

Key Strategies

- 1. Further reinforce Group communication platform
- 2. Create and interconnect distinctively recognizable strengths
- 3. Intensify efforts to realize globalization and the evolution of services
- 4. Improve back-office efficiency and introduce shared IT systems within the Group

Overall Image of New Management Direction









New ITHD Management Structure: Top management at principal Group companies concurrently sit as ITHD directors.

⇒Participate in Group management from shared management perspective, reinforce cooperation throughout the Group to promote growth.

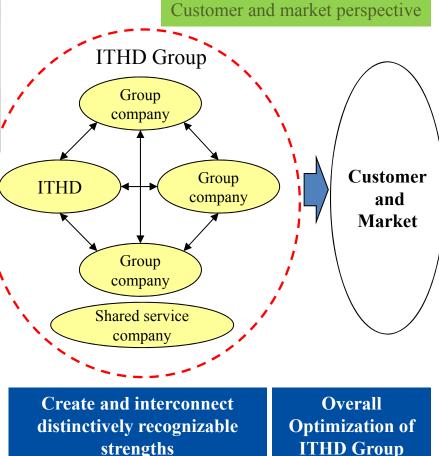


ITHD Board of Directors

Front row, from the left, Shigeo Morita, Katsuki Kanaoka, Norio Maenishi, Toru Kuwano, and Koju Takizawa; back row, from the left, Shingo Oda, Kazunori Kawasaki, Akira Kato, and Yoshinobu Ishigaki.

Position	Name	Remark						
Chairman	Katsuki Kanaoka							
President	Norio Maenishi							
Director (Part-time)	Toru Kuwano	TIS Chairman and President (concurrent)						
Director (Part-time)	Shigeo Morita	INTEC Chairman (concurrent)						
Director (Part-time)	Koju Takizawa	INTEC President (concurrent)						
Director (Part-time)	Kazunori Kawasaki	AJS President (concurrent)						
Director (Part-time)	Akira Kato	Qualica Representative Director, President (concurrent)						
Director (Outside)	Shingo Oda							
Director (Outside)	Yoshinobu Ishigaki							

To better demonstrate capabilities as a corporate group





Overall Optimization of ITHD Group

Organic growth of each operating company

⇒ Build new strengths (growth engines) Growth through business connections among Group companies

- ⇒ Cooperate within a single business domain
- ⇒ Transfer/centralize business domains

Growth through M&A and alliances

⇒ Accelerate domestic and overseas business development

Concentrate on core businesses

⇒ Withdraw from unprofitable businesses





Overall Optimization of ITHD Group

TIS

All-round, metropolitancentered, global, capital base

Credit card companies

- ★ Platform system configuration
- ⇒ Provide broadly defined settlement systems (debit card, prepaid card)

Marketing support business

★ O2O solution TECHMONOS EC/CMS × mobile × Big Data analysis/CI ⇒ "Sales scheme innovation"

Service integration

- ★ Cloud businesses, such as Cloud x Vision
- \Rightarrow Global expansion

INTEC

All-round, regionally rooted, global, capital base

Regional banks

- ★ Integrated CRM system F³ (F cube)
- **⇒** Cloud-style development

Local governments

- ★ Integrated information administration system CIVION-7th
- \Rightarrow My Number response

Mid-sized manufacturers

★ SCM system configuration based on MCFrame

QUALICA

AJS

Domain-specific expertise

Assembly-based manufacturers

- ★ Production management system AToMsQube
- ★ Preventative maintenance support system CareQube

Multi-store developers

(distribution, services)

★ Marketing support systems TastyQube and SpecialtyQube

Processing-based manufacturers

★ ERP system configuration based on SAP/GRANDIT

Home/condominiu m management companies

★Management systems

AGREX

BPO specialization

Industry-specific entry-style BPO

(finance, including insurance; pharmaceuticals (clinical studies and sales))

High-quality ★ AGREX BPO Methodology ★ low-cost operation (F-AGREX GLOBAL, near-shore, telework)

Contact center operations

 \Rightarrow Helpdesk

Back-office BPO

⇒ Middle-office BPO (marketing platform center)

Examples of coordinated strengths

Finance (credit card company/regional bank)

industry-specific entry-style BPO

Manufacturer-oriented system/multi-store developer system

×

TIS/INTEC (\Rightarrow Develop for clients)

Marketing support

middle-office BPO





QUALICA's Achievements

First Perspective on Growing Services Business

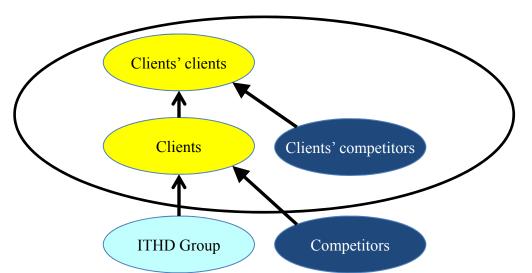
In developing a global presence—in emerging countries, particularly in Asia—the provision of services is effective.

Advantages: Small start-up investment for clients, easy to execute trial operation, quickly up-and-running

Example: AToMsQube

⇒ Coordinate balanced approach to globalization and evolution of services and move ahead at an accelerated

pace

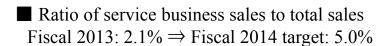


Second Perspective on Growing Services Business

Plan and propose IT utilization, anticipating the needs of clients' clients as a business partner supporting each client's business expansion and competitive excellence.

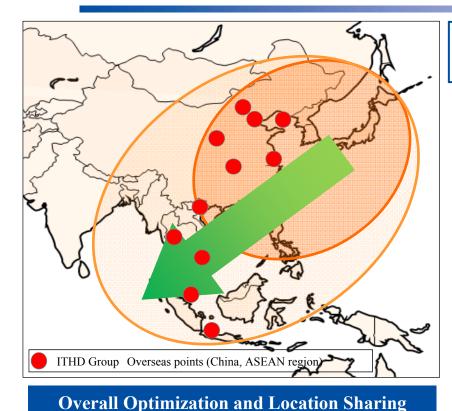
⇒Make this a universal approach and promote in a service format or as a package Example: CareQube

⇒Utilize client contact as way to create services as a system integrator.









Promote structure to support business expansion in ASEAN region as well as in China.

■ Develop and expand presence not with locations for offshore development but also for business activities



■ Expand presence (localization, service introduction, maintenance, inquiry response, etc) matched to entry of Japanese companies in manufacturing, finance and services sectors



■ Emerging markets better structured for introduction and development of service-style business, namely, cloud-based services.



■ Percentage of overseas sales to total sales (excluding offshore development)

Fiscal 2013: 1.0% Fiscal 2014 target: 1.5%

Hub Function	United States	China					Gim ann ann	Vietnam		Thailand	Indonesia	
		Tianjin	Beijing	Shanghai	Dalian	Xian	Wuhan	Singapore	Hanoi	Ho Chi Minh	Bangkok	Jakarta
Research	•							•			•	
Sales		•	•	•	•			•		•	•	
System development and maintenance		•	•	•	•	•	•	•		•		
Animation/computer graphics		•										
Data center/cloud		•										•
BPO									•		•	•
Representative offices			•							•	•	•



Combining accumulated know-how from services for credit card companies and consumer finance companies to reinforce application to broadly defined settlement systems

- Expanding business reach beyond configuration of credit card systems to include broadly defined settlement systems, paralleling diversification of settlement methods.
- Will provide one-stop access to required services, such as issuance and operation of debit card and prepaid card systems under international brands, demand for which is expect to grow as consumers are drawn to these purchase payment options.

International Brand Debit Card Processing Services

View of Service Use Inquiries and reference Customers Card production, Overseas ATM Acquirer bank Card-issuing Card applications International ATM network Issuer (bank) Cash withdrawal (local currency) Printing company Outsourced processing operations Affiliated merchants International worldwide. Debit card credit In-bound call center settlement processing services Members-only website network Shopping

International Brand Prepaid Cards Processing Services

Service Overview

Issuer = fund transfer service provider (International brand card, principal)

New revenue sources

- Foreign exchange fee
- Interchange reimbursement fee
- Other fees incurred at time of card use

Providing value

- New form of gift card
- Overseas remittance method
- Simplified expense settlement (internal administration for employees on overseas business trips or sent to overseas office)
- Alternative to travelers' checks



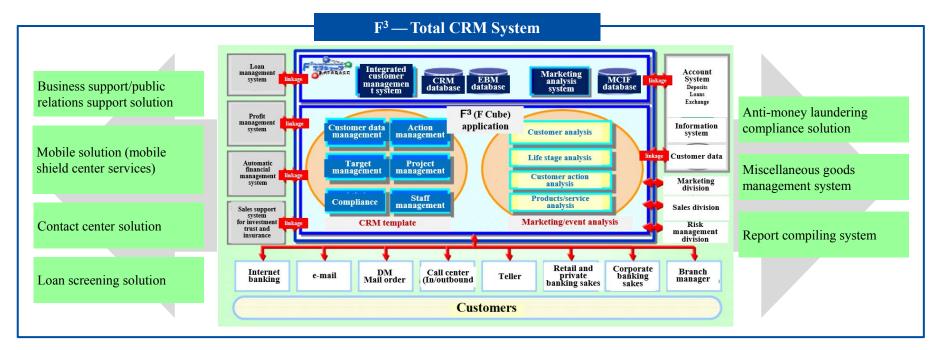


Applying customer management know-how gained through services for financial institutions to expand business highlighting CRM solutions

F³(F Cube: Flexible Financial Frontier)

In business activities directed toward regional banks, we have established a strategy highlighting the field of CRM where proprietary strengths can be utilized and are rigorously enhancing product functions.

High share—system introduced at 44 banks—and enjoying industry platform status



Plan to develop activities in two directions

Enhance advanced functions: Add on event-based marketing function. Realize one-to-one marketing to cross-sell and up-sell to individual clients. Expand client base: Cultivate new client segments, including Tier 2 regional banks and credit associations, by providing cloud version.



^{*}A private cloud version is already being provided to The Bank of Yokohama (first domestic regional bank)



Applying know-how and techniques accumulated as best partner to Komatsu to extend beyond manufacturing-centered production control with broader after-market capabilities



Cloud-compatible production control system for assembly-based manufacturers

Develop AToMsQube capabilities, anticipating installation and upgrade needs for production control systems paralleling increased production activity, particularly in China and the ASEAN region. Offering multi-language compatibility.

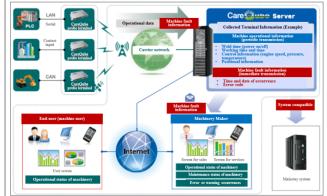
⇒ Working to strengthen structure at Singapore subsidiary and promote AToMsQube interest in Southeast Asia.





Preventative maintenance support system that visualizes equipment operating status

Extend business reach beyond the "making products" realm to encompass the aftermarket realm, which is becoming increasingly more important. Offering industry's first cloud response.



CareQube probe device (external image)





Parts supply risk management system suited for business continuity planning



Designed to ensure parts supply in times of disaster or emergency, system consolidates supplier management, identifies status in times of disaster and supports quick responses.

Geographical scope of





Took step into global BPO business by utilizing strength in high-quality BPO services. Formed joint venture with FPT Group.

- •Fused high-quality BPO services accumulated by AGREX with abundant human resources and vast offshore development experience of FPT Software
- •Began with BPO services for Japan-affiliated companies. Future plans call for providing varied BPO-related services matched to client needs as one-stop solutions in Vietnam—a promising growth market—as well as other countries in ASEAN region.

Global BPO operations kicked off in Hanoi, Vietnam, in October 2013!

—AGREX and FPT Software established a joint venture to provide BPO services—



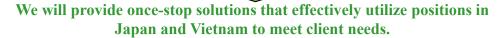






High-quality BPO underpinned primarily by AGREX's expertise in the financial industry

FPT Software brings abundant human resources and vast offshore development experience



Provide lateral support through BPO for companies entering ASEAN region!

Offer high-quality, reasonably priced BPO services to Japanese companies!

Develop BPO in ASEAN countries where growth is expected to be high!







Outline of Joint Venture

Name: F-AGREX GLOBAL COMPANY LIMITED

Headquarters: Hanoi, Vietnam Established: October 13, 2013

Shareholding: FPT Corporation, 10%; FPT Software, 41%;

ITHD, 10%; AGREX, 39%



- Established BPO center in Hanoi, Vietnam. Training has already begun for about 150 employees on how to input the Japanese kana alphabet and kanji characters. The creation of practical business structure is moving along.
- In April 2013, AGREX and FPT Software's office in Japan—FPT Japan—began joint operations in Japan. Numerous inquires have already been received.



Fiscal 2014: Group Management Direction



> Second Medium-term Management Plan: Basic Concepts and ITHD Group Management Direction

Fiscal 2013

Set fiscal year as time for full-fledged

V-shaped recovery and worked to

expand net sales.

Solid strides toward performance recovery

• Net sales growth: Up 3.2% year-on-year.

- Withdrew from unprofitable projects (three companies).
- Realigned companies, redirected resources adapted to business models.

Fiscal 2014

Get top line on a growth track to ensure performance recovery

- Cultivate new markets/clients and devise new techniques
- Improve approaches to management at client companies
- Utilize project synergies to create business domain/strategy synergies and make strong points even stronger
- Promote engineering aspect of development business, primarily through development center and productivity reform office

on core businesses and growth fields. • Rebuilt client base and reinforce approaches

• Established structure that facilitates emphasis

- to better serve growth fields.
- Revamped marketing activities.

Fiscal 2013

Cultivated a stronger sense of unity to optimize Group capabilities.

- Streamlined and consolidated corporate functions.
- · Created robust financial base.
- Reinforced brands and corporate image.
- Began activities at ITHD College.

as One Company

Top-Line Emphasis

Steady introduction of measures for overall optimization

- Group selling, general and administrative expenses down ¥2.9 billion.
- · Organized brand committee, kicked off meetings.
- · Opened ITHD College.

Fiscal 2014

Further reinforce Group communication platform and cultivate open and dynamic atmosphere

- Enrich programs at ITHD College: Promote unity and best practices
- Group brand: Introduce brand guidelines
- Back-office efficiency: Expand administrative scope of shared office company

Fiscal 2013

Executed reforms on the business front. Took steps to turn business activities into marketable services and take those services worldwide.

- Enhanced marketing capabilities.
- Accelerated globalization, with focus on ASEAN region.
- Established investment committee.

Bold and Enterprising

Steps to promote evolution of services and globalize operations

- Globalization: Established new points, expanded existing points
- Services: Introduction of lead-off services progressing favorably

Fiscal 2014

Turn more business activities into marketable services and establish a wider global presence

- Globalization: Consider adding more points to corporate map, launch businesses in China and ASEAN region and turn into revenue sources
- Evolution of services: Reinforce service menu, enhance existing services, especially cloud services



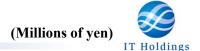
Fiscal 2014 First Two Quarters: Financial Highlights

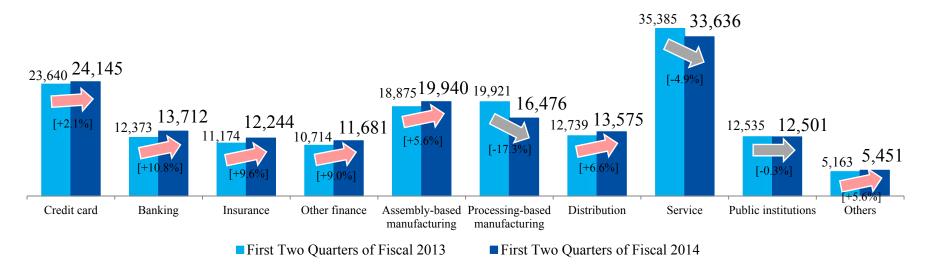
Fiscal 2014 Full-Year Performance Forecasts

New Management Direction

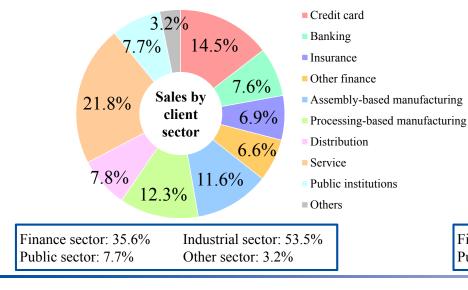
Reference Materials

Fiscal 2014 First Two Quarters: Sales by Client Sector

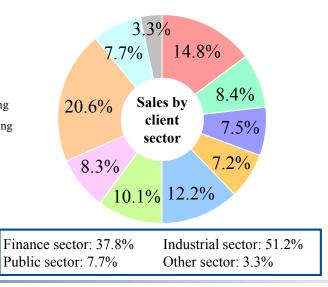




Fiscal 2013 First Two Quarters



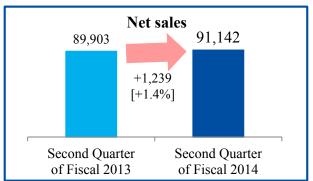
Fiscal 2014 First Two Quarters

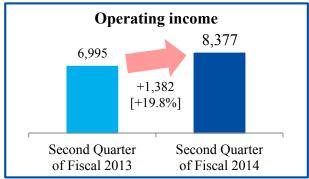


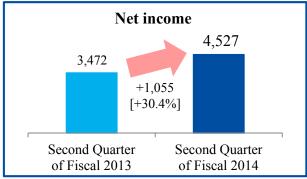
Fiscal 2014 First Two Quarters: Sales and Income for Key Segments

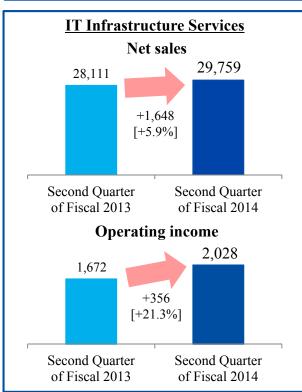


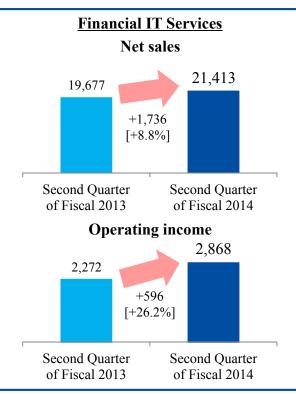


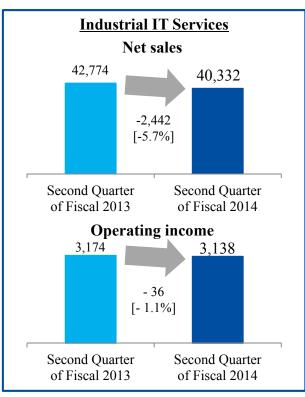










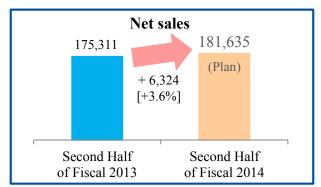


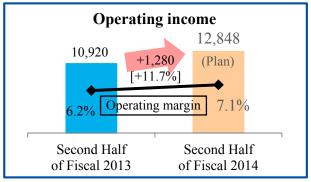
^{*}Segment sales include intersegment sales.

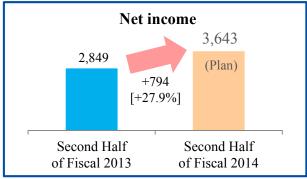
Fiscal 2014 Second Half: Sales and Income for Key Segments (Plan)

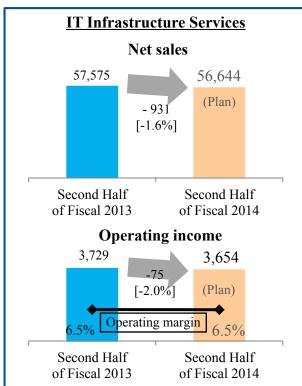


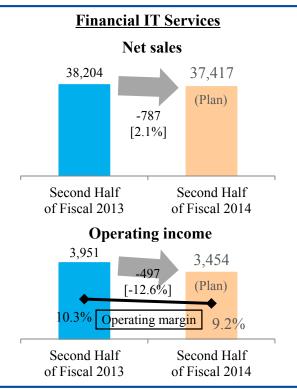


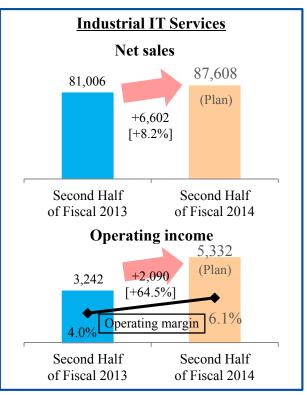












^{*}Segment sales include intersegment sales. Amounts for second-half estimates are calculated by subtracting first-half results from the annual estimates.





Cautionary Statements

- In these materials, IT Holdings is abbreviated ITHD.
- All statements described in these materials are based on information available to management regarding the ITHD Group—that is, ITHD and the subsidiaries under its umbrella—as of the presentation date and certain assumptions deemed reasonable at this time. No intent is implied of promise by the Company to achieve such forward-looking statements. Indeed, various factors may cause future results to be substantially different from the assumptions presented in these materials.
- •Amounts for each three-month quarter are calculated by subtracting data for the respective period from the cumulative total.