

# Information Meeting Materials for the First Two Quarters of the Fiscal Year ending March 31, 2012

**November 2, 2011** 

**IT Holdings Corporation** 

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# Fiscal 2012 Performance Highlights: First Two Quarters

**Fiscal 2012 Full-Year Performance Forecasts** 

**Update on Key Strategies** 

Note: Fiscal 2011 segment results contained some calculation errors, which have since been addressed. Please refer to our supplementary materials for corrected consolidated performance figures.

# Fiscal 2012 Performance Highlights: First Two Quarters



- Despite concerns, particularly lackluster economic conditions in Europe and accelerating yen appreciation, we saw signs of a change for the better, precipitated by a more positive client perspective toward IT investment.
- Net sales, operating income and recurring profit exceeded initial expectations, thanks to favorable ordering activity and a concerted effort to cut costs.
- We implemented structural reforms to establish a more resilient management structure. The measures taken will certainly produce good results in the end but caused temporary expenses during the period in review, which were booked as an extraordinary loss.

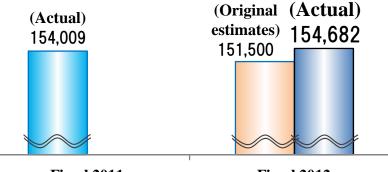
ITHD, Consolidated (Millions of yen)	Fiscal 2012 First Two Quarters	YOY Change	Difference from Original Estimate
Net sales	154,682	+0.4%	+2.1%
Operating income	4,683	+0.3%	+56.1%
Recurring income	4,679	<b>— 1.7%</b>	+67.1%
Net income	(1,469)	_	_
New order volume during the term	89,188	+13.5%	The revised forecasts for the first two quarters of fiscal 2012 was announced on October 4, 2011.
Order backlog at the end of the term	60,589	+17.5%	

## Fiscal 2012 Performance Results: First Two Quarters (Millions of yen)



#### **▶** Net Sales

Demand for industrial IT services got a boost from favorable interest by the manufacturing and distribution sectors in particular. This offset sluggish demand for financial IT services and pushed net sales higher than in the corresponding period a year ago and above initial expectations as well.



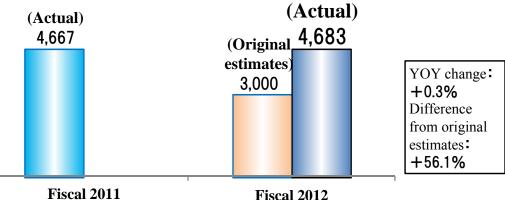
YOY change: +0.4% Difference from original estimates: +2.1%

Fiscal 2011 First Two Quarters

Fiscal 2012 First Two Quarters

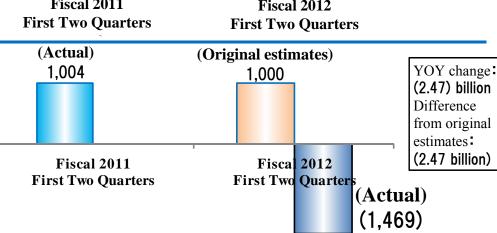
### **➢** Operating Income

The increase in net sales was complemented by successful cost-reduction efforts, which compensated for start-up investment at GDC Gotenyama. Operating income grew over the corresponding period a year ago and exceeded earlier expectations as well.



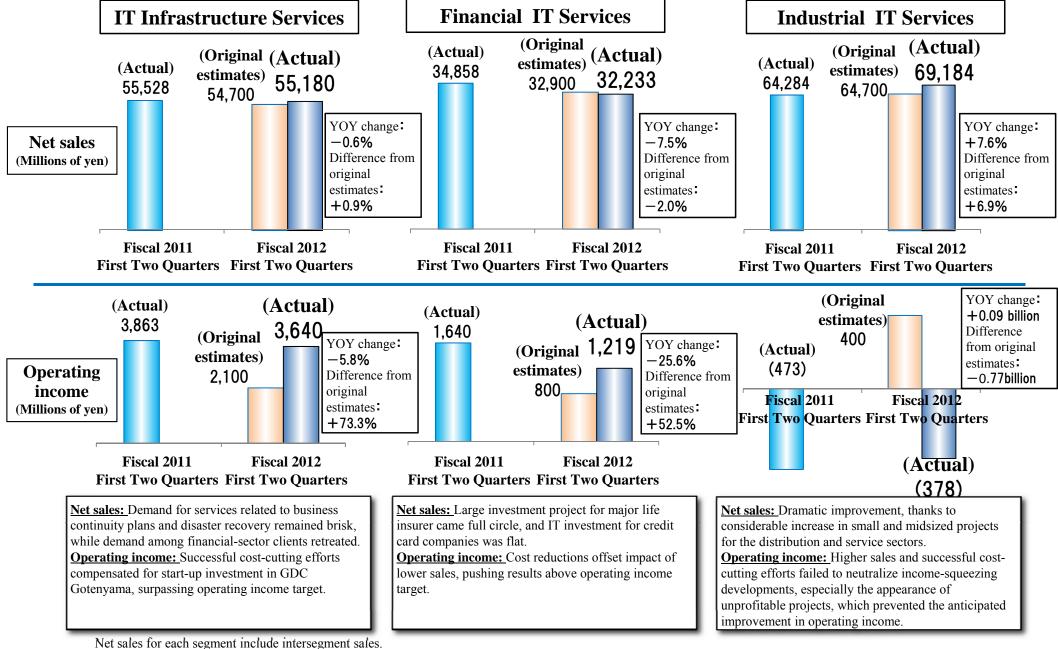
#### **➤** Net Income

Several Group companies relocated their offices to a central point, generating an extraordinary loss of about ¥1.8 billion. The implementation of a special career-change support program paralleling corporate structural reforms at TIS led to an extraordinary loss of about ¥4.4 billion. These events significantly eroded net income.



# Fiscal 2012 Sales and Income by Principal Segment, First Two Quarters

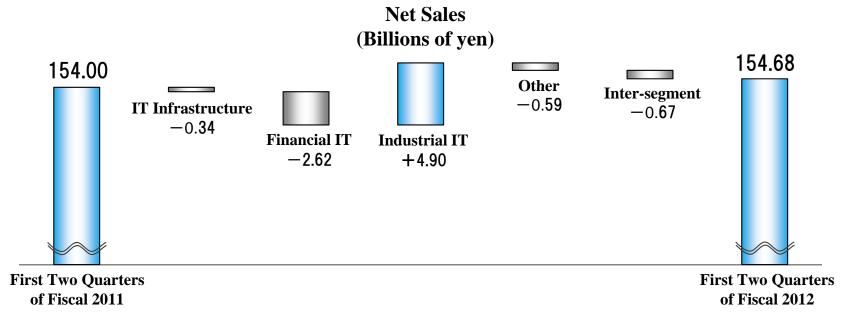


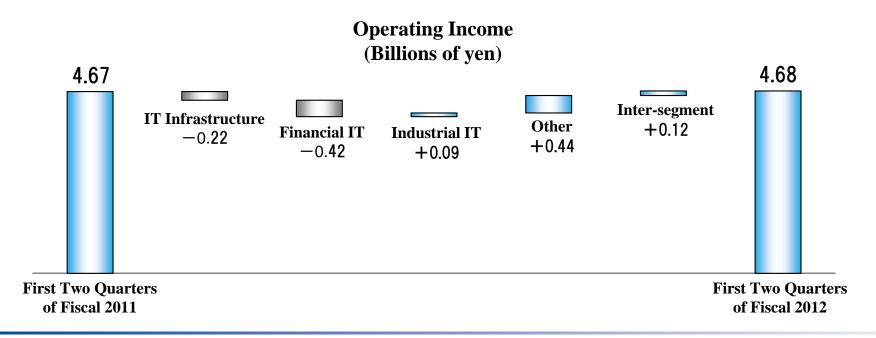


# Fiscal 2012 Net Sales and Operating Income Analysis, First

Two Quarters (YOY Comparison)







# Fiscal 2012 Two-Quarter Order Status



An increase in demand for industrial IT services, especially for the manufacturing and distribution sectors, buoyed orders during the first two quarters of fiscal 2012 and expanded the order backlog as of September 30, 2011.

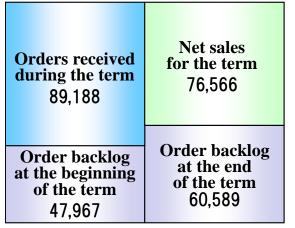
→ Progressive shift away from emphasis on existing financial-sector clients and large projects in favor of newly cultivated clients in industrial sectors and more small and midsized projects.

### First Two Quarters of Fiscal 2011

(Millions of yen)

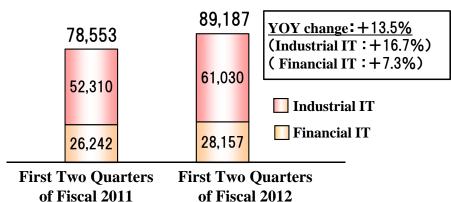
Orders received during the term 78,553	Net sales for the term 76,551
Order backlog	Order backlog
at the beginning	at the end
of the term	of the term
49,569	51,571

# First Two Quarters of Fiscal 2012 (Millions of yen)



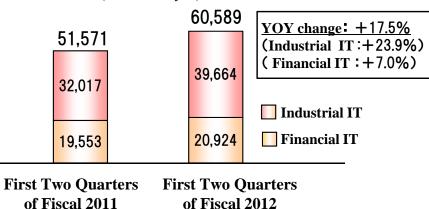
### Corders received during the term>

(Millions of yen)



### < Order backlog at the end of the term >

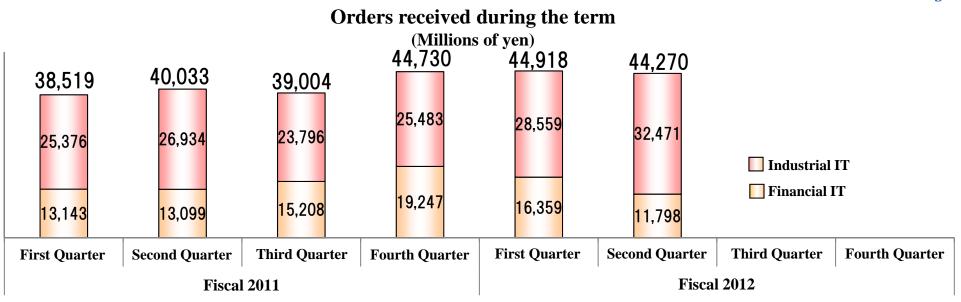
(Millions of yen)

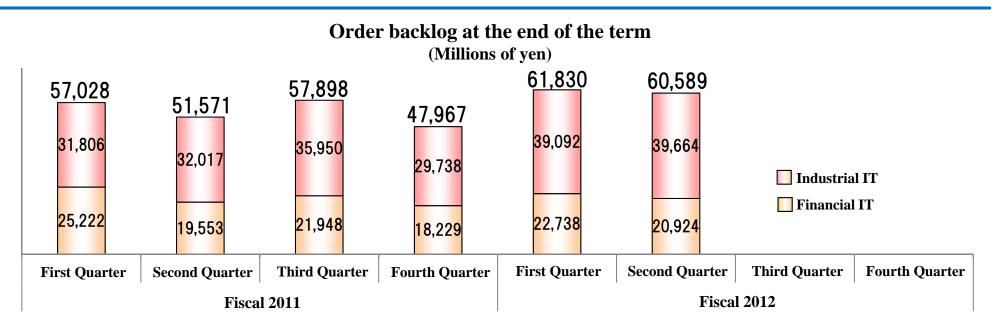


Order volume, end-of-order backlog and net sales apply to Software Development only.

# **Quarterly Order Status (From Fiscal 2011 to Fiscal 2012)**







Quarterly order volume, end-of-quarter backlog and quarterly net sales apply to Software Development only.



Fiscal 2012 Performance Highlights: First Two Quarters

**Fiscal 2012 Full-Year Performance Forecasts** 

**Update on Key Strategies** 

# **Understanding the External Environment: Business Conditions and IT Investment Trends by Industry Sector**



> Clients' attitude toward IT investment appears to be recovering, with an emphasis on enterprise resource planning.

### **[Financial Sectors]**

• In the credit card and consumer finance sectors, clients remain reluctant to apply funds for IT investment, since they have already addressed their need for IT services required to meet new laws and budgets have been squeezed by lackluster personal spending. But we anticipate higher demand for services to enhance the efficiency of existing systems after the second half of the current fiscal year.



• IT investment by banks is generally favorable. Existing clients continue to ask for peripheral systems following system integration. Also attracting new clients.

Remain cloudy

### [Industrial Sectors]

• IT investment is acquiring a forward-looking aspect, as several years of restraint give way to new interest in upgrades, especially in the processing-based manufacturing sector and service sector, and demand for ERP-related services rebounds.



• The number of projects seems to be growing, but scale is decreasing. Efforts are being directed into a new kind of business model designed to maintain profitability.

**Sunny** 

### [Public Sectors]

• Demand will increase from national and local government offices for emergency preparedness systems, particularly contingency planning and disaster prevention information platforms.



Sunny breaks

Reduced budgets will likely exacerbate price competition.

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.

# Fiscal 2012 Full-Year Performance Forecast Highlights



- Considering such factors as the favorable order volume and backlog as well as first-half performance, we have raised expectations for net sales, operating income and recurring profit.
- Net income reflects the booking of extraordinary losses on temporary expenses accompanying measures designed to establish a more resilient management structure.

  (About ¥6.2 billion booked in first half; about ¥1.4 billion to be booked in second half)
- No change to the dividend forecast (¥18 per share at year-end).

ITHD, Consolidated (Millions of yen)	Fiscal 2012 Full year (Revised Forecasts)	YOY Change	Difference from Original Estimates
Net sales	325,000	+0.6%	+5.5%
<b>Operating income</b>	14,000	+9.2%	+27.3%
<b>Recurring income</b>	13,500	+6.9%	+28.6%
Net income	2,000	-66.6%	<b>-42.9%</b>

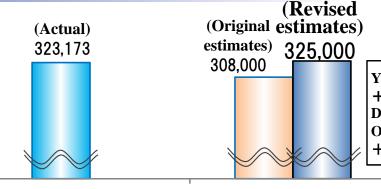
## Fiscal 2012 Full-Year Performance Forecasts

(Millions of yen)



#### **▶** Net Sales

As in the first half, favorable demand for industrial IT services will probably buoy net sales overall. Demand for financial IT services is also likely to rally.



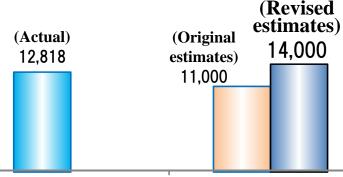
YOY Change: +0.6% Difference from Original Estimates: +5.5%

Fiscal 2011 Full Year

Fiscal 2012 Full Year

### **➤** Operating Income

Higher-than-expected operating income in the first half and a string of reductions in personnel costs following structural reforms should lead to operating income that is not only better than originally forecast but also an improvement over the previous fiscal year.



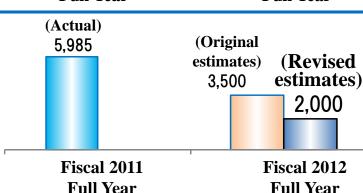
YOY Change: +9.2% Difference from Original Estimates: +27.3%

Fiscal 2011 Full Year

Fiscal 2012 Full Year

#### **➤** Net Income

Drastic measures designed to establish a more resilient management structure will cause the Company to post an extraordinary loss (about ¥4.4 billion on a special career-change support program and about ¥3.2 billion on office relocation and centralization).

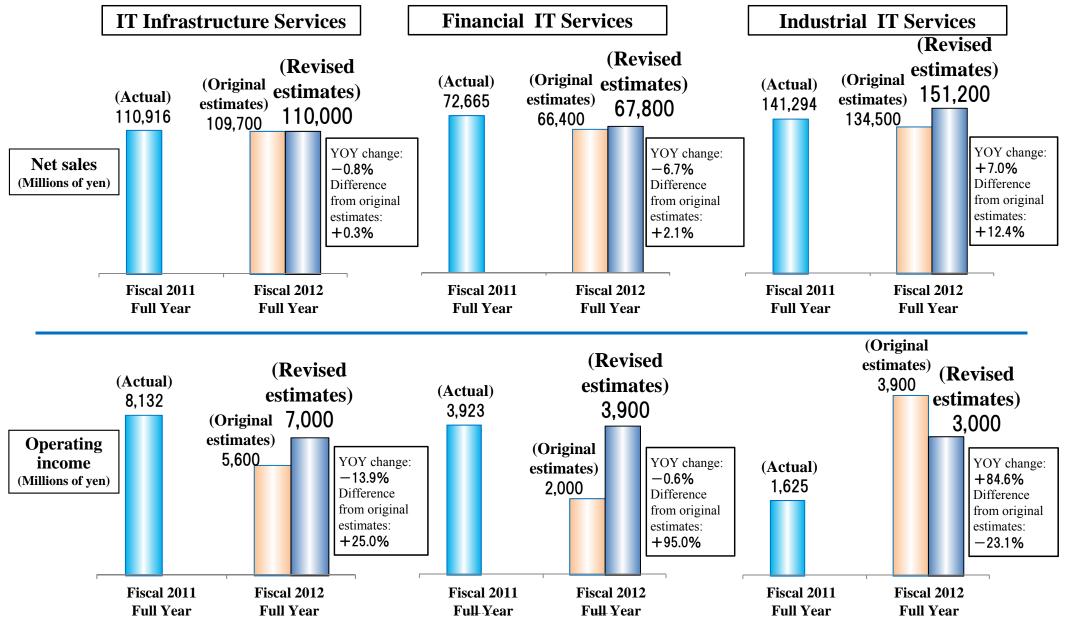


YOY Change:
-66.6%
Difference from
Original Estimates:
-42.9%

IT Holdings Group

# Fiscal 2012 Full-Year Performance Forecasts: Sales and Income by Principal Segment





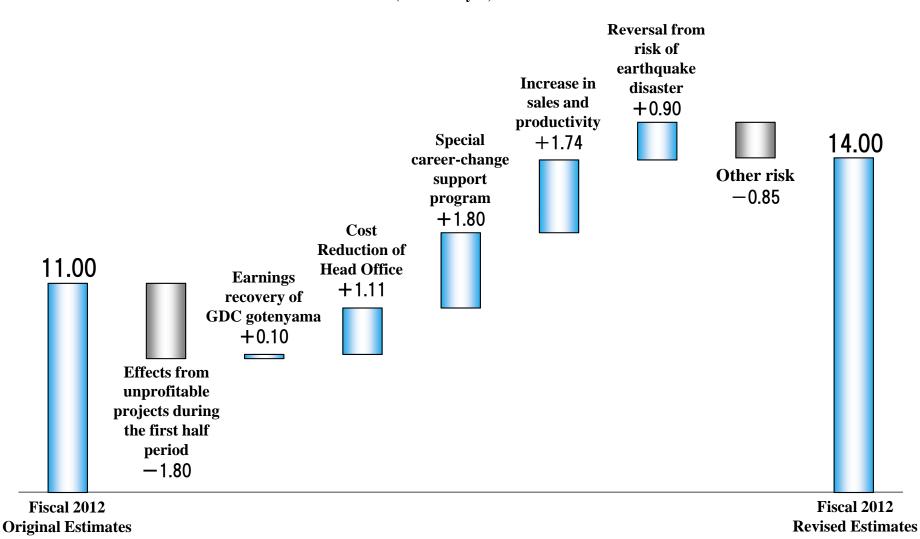
Net sales for each segment include intersegment sales.

## **Revisions to Fiscal 2012 Full-Year Forecasts**



### **Operating Income**

(Billions of yen)



# **Thoughts on Fiscal 2012 Dividends**



### Basic Policy

ITHD makes the long-term, comprehensive return of profits to shareholders a top management priority.

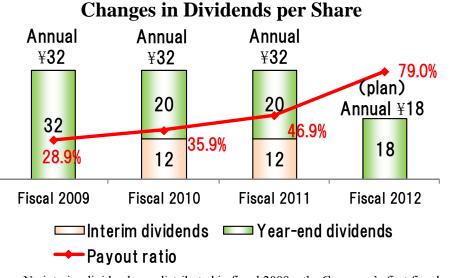
Management seeks to enrich internal reserves given performance results and financial status and ensure the Company's ability to pursue business expansion opportunities.

We aim to maintain a stable return of profits to shareholders and target a consolidated payout benchmark of 30%.

### Thoughts on Fiscal 2012 Dividends

- In accordance with basic policy, management intends to pay a yearend dividend of ¥18 per share.
- Because of the extraordinary loss caused by unplanned structural reforms, a huge disparity between the expected payout ratio and basic policy will emerge, but the situation atypical.
- •Anticipating positive effects from structural reforms, management predicts a quantum leap in performance results from fiscal 2013 onward, and will therefore retain the original dividend plan.

Year-end dividend per share: ¥18 (planned)



No interim dividend was distributed in fiscal 2009—the Company's first fiscal year—because the books for this inaugural term had not yet closed. The yearend dividend included a ¥5 per share bonus.



Fiscal 2012 Performance Highlights: First Two Quarters

**Fiscal 2012 Full-Year Performance Forecasts** 

**Update on Key Strategies** 

# **Fiscal 2012 ITHD Group Management Policy**



### 1. Redefine Group structure

- Quickly establish a business foundation for the new TIS created through the three-company merger.
- Restructure INTEC subsidiaries.
- Achieve a smooth start for the new shared services company and deliver results.

### 2. Strengthen Group business foundation and revenue structure

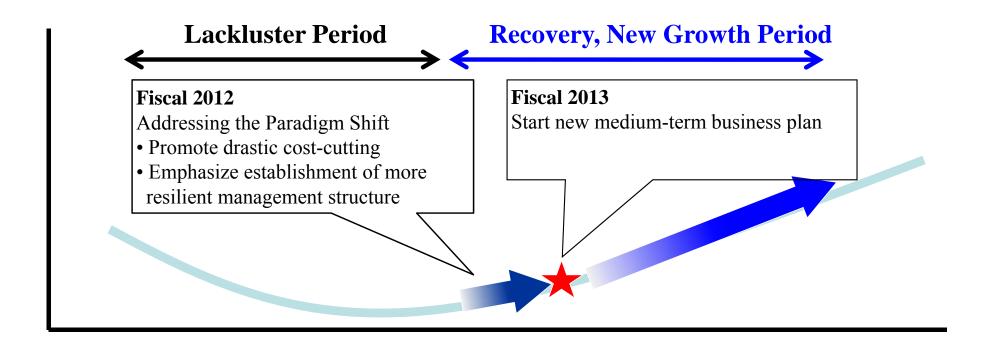
- Eliminate projects in the red.
- Reinforce revenue management and pinpoint profitability status more quickly.
- Promote business practices laterally within the Group through application of new management approaches.

### 3. Extend top lines and expand stock business

- Reinforce marketing capabilities and build a wider client base.
- Utilize cloud business and data centers to underpin development and growth of business continuity plan (BCP) business.
- 4. Build a presence—invest—in activities with the potential to become services and solutions in the medium term

# **Medium- to Long-term Growth Forecast**





# Drafting Medium-term Business Plan to Run from April 2012 through March 2015 Key Points:

- (1) Switch to a business model matched to the paradigm shift in the industry.
- (2) Establish a strong financial platform to sustain start-up investment.
- (3) Demonstrate comprehensive capabilities through optimum deployment of Group resources.
- (4) Implement a resilient revenue structure that facilitates new business and customer development even the operating environment is less than inviting.

# Fiscal 2012 Update on ITHD Group Management Policy (1/10)



**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

Extend top lines and expand stock business

Build a presence—invest—in activities with the potential to become services and solutions in the medium term

Promote function-specific streamlining, integration and realignment of Group companies from a perspective of sharper competitive capabilities matched to major changes in the operating environment

**Operating companies** 

Centralize common functions within the Group from an efficiency perspective

Special function companies (Services for the Group)

ITHD **Shared services company IT Service Force** TIS **INTEC** Web Office Realignment hinging on TIS and INTEC subsidiaries Merger Apr 2011 NTEC Systems Nippon Systen **SORUN** UFIT Special subsidiary nstitute, Inc. Gijutsu Co. I **Business transfer** Oct 2011 Merger Apr 20111 Merger Apr 2011 **Sorun Pure** Management **Reinforce business TIS Solution Link** TIS System **System** tie-ups (Previous CST) **Support** Service **On-site outsourcing NEXWAY** Merger Apr 2012 (planned) services at client sites

**BPO** focus

**Agrex** 

Strive to leave unprofitable projects behind and focus on redefining Group structure.

**NEOAXIS** 

Chuo

**System** 

**IUK** 

AJS

**Merger Oct 2011** 

**AJS** 

**Software** 

Focus on specific large- account clients

**Oualica** 

Other group

companies

# Fiscal 2012 Update on ITHD Group Management Policy (2/10)



**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

Extend top lines and expand stock business

Build a presence—invest—in activities with the potential to become services and solutions in the medium term

#### **Relocate Group Offices to Central Point**

Nine Group companies, with about 7,000 employees—60% of which work in the Tokyo area—relocated in a move that cuts office space by 25%.

#### **Objective**

To promote more efficient, more effective Group operations

- Enhance contact by making communication processes smoother and proactive.
- Strengthen Group governance.
- Reduce overall costs

#### **Companies Involved in the Move**

ITHD, TIS, Qualica, AJS, IUK, Chuo System, TIS Leasing, SorunPure, BM Consultants

#### Schedule

Gradual relocation of offices beginning December 2011 and running through February 2012.

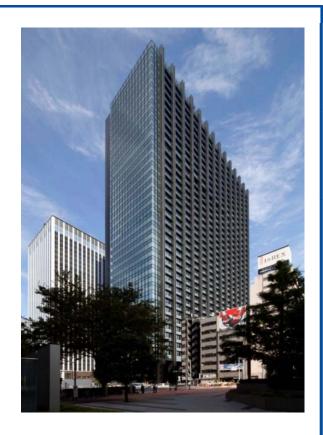
#### Address

17-1, Nishi-Shinjuku 8-chome, Shinjuku-ku, Tokyo Sumitomo Fudosan Shinjuku Grand Tower, 14th to 26th floors

Relocation-related expenses of about ¥3.2 billion will be booked as extraordinary loss, with about ¥1.8 billion in the first half and about ¥1.4 billion in the second half of fiscal 2012.

The relocation will have a reduction effect of about ¥900 million on fixed costs.

Extraordinary loss About ¥3.2 billion (fiscal 2012) Fixed cost reduction About ¥900 million/year (from fiscal 2013 onward)



# Fiscal 2012 Update on ITHD Group Management Policy (3/10)



**Redefine Group structure** 

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TIS has accelerated implementation of merger steps and is accomplishing the integration process faster than originally planned.

	April 1, 2011		April 1, 2012
Organization al structure	<ul> <li>Organizational structures of the three head offices merged.</li> <li>In principle, organizational structures of divisions also combined, but some corporate lines remain separate.</li> </ul>	Implemented Oct. 2011 Moved up	Divisional organizational structures will be completely merged.
Personnel system	<ul> <li>Office rules, health insurance plans and hiring practices consolidated.</li> <li>Personnel and retirement/pension systems used by each company prior to merger still in force until new TIS versions are formulated.</li> </ul>	Basic design of new personnel system completed in first half	New personnel system will be in place.
Offices	Offices in the Tokyo area reorganized and personnel reassigned inall divisions—namely, head office administration, financial IT services and industrial and public sector IT services business segments.     Offices in the Osaka area consolidated.	Gradual relocation/centralization beginning Dec. 2011  * Coinciding with office integration of other ITHD Group companies	<ul> <li>Offices in the Tokyo area will be consolidated.</li> <li>Offices in the Nagoya area will be consolidated.</li> </ul>
Administrati on	Practices and approaches used by merging companies integrated into TIS' accounting system and business procedures.		Begin transition to systems and services conforming to the next ITHD group system will commence.
Internal systems	All internal systems of merging companies integrated into TIS' existing systems.	<ul><li>Integrate salary systems</li><li>Planned communication tool renovation</li></ul>	Begin transition to new systems hinging on the next ITHD group system will commence.
Procurement	Procurement methods used by each company prior to merger, including those for partners, suppliers and indirect material buyers, remain separate.	Gradually being integrated Moved up	Procurement methods will be integrated under centralized procurement structure.
Subsidiaries	Recently merged shared services company and special subsidiary under ITHD control are realigned.	Oct. 2011 On-site outsourcing services transferred to subsidiary  Apr. 2012 System operation subsidiaries merge	Integration of system operation subsidiaries will commence.

# Fiscal 2012 Update on ITHD Group Management Policy (4/10)



**Redefine Group structure** 

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#### TIS is moving forward on structural reforms to draw out and maximize the merger effect.

#### **Accelerating post-merger fusion measures**

The divisional headquarters structure that the three merged companies had started was revamped six months ahead of schedule. Divisional headquarters defined by industry are in place, effective October 2011.

Efforts are being directed toward maximizing the reinvigorated client base now comprising about 3,000 companies and working to extend top lines as quickly as possible.

#### Transfer on-site services to TIS Solution Link

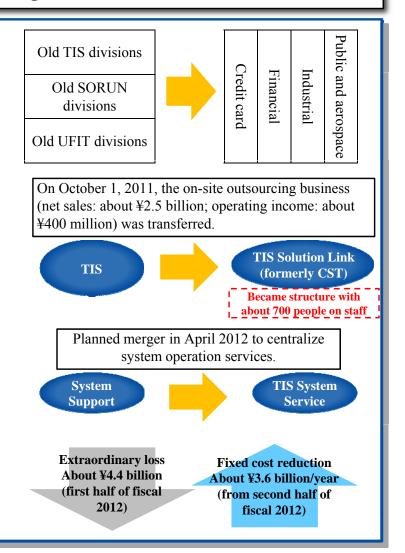
TIS transferred its on-site services, in which a provider resides permanently with the client, to a subsidiary, formerly CST Co., Ltd., which was subsequently renamed to better reflect its centralization of functions.

# Decision made to merge TIS System Service Inc. and System Support Co., Ltd.

The merger of these two companies responsible for the Group's system operation services will centralize capabilities.

### Implementing drastic review of personnel system and deployment

A special career-change support program—essentially, early retirement—attracted 514 employees. The program prompted an extraordinary loss of about ¥4.4 billion, mainly for special retirement allowances and rehiring support services, but will eventually have the effect of cutting fixed costs by about ¥3.6 billion per year.



# Fiscal 2012 Update on ITHD Group Management Policy (5/10)



**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

Extend top lines and expand stock business

Build a presence—invest—in activities with the potential to become services and solutions in the medium term

#### **Corporate Themes**

- Progressive shift away from emphasis on existing financial-sector clients and large projects.
- Focus on newly cultivated clients in industrial sectors and more orders for small and midsized projects.

#### Measures to Strengthen Group's Key Business Capabilities

#### TIS

- Established a sales innovation committee, under the direct supervision of the president. Project teams\* formed to tackle important themes and quickly act on suggestions. (\*Emphasis on cross-sales promotion, solution business promotion, data center business promotion and consideration of business roles and capabilities.)
- Reinforced data center projects. Drive business promotion activities forward through a companywide system hinging on a data center business promotion committee.

#### INTEC

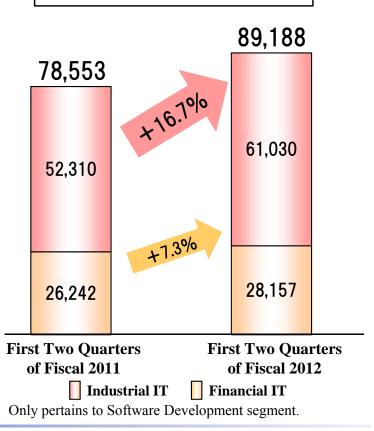
- By order of the president, a concerted effort was made to visit customers more often, whether for marketing or development purposes, and an emphasis was placed on securing a steady flow of projects.
- Efforts were directed toward recovering new products and services for which development or investment had wrapped up. This includes F<sup>3</sup>, Kaisoku Searcher, CIVION-7th and MCFrame.
- Formed alliances with manufacturers and took a companywide approach to marketing data center operations as a disaster response method.

#### **Oualica**

- Consolidated corporate marketing capabilities, rotated staff and added more sales representatives to the marketing force.
- Hired more local staff at offices in China and established an indirect sales network.

# Two-Quarter Order Volume (Millions of yen)

**Year-on-year change:** +13.5%



# Fiscal 2012 Update on ITHD Group Management Policy (6/10)



**Redefine Group structure** 

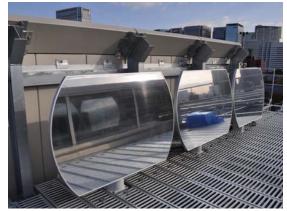
Strengthen Group business foundation and revenue structure

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Heightened interest in disaster recovery and business continuity plans spurring inquiries about energy-saving, newly built data centers.

	GDC Gotenyama	INTEC Manyo Square
Location	Shinagawa-ku, Tokyo	Takaoka, Toyama Prefecture
Construction	Hybrid aseismic isolation structure	Base-isolation structure
Energy-saving, enhanced energy efficiency	Use of outside air for cooling, geothermal energy use, use of rainwater, solar power generation, green power procurement, LED lights, highefficiency equipment, sensor-controlled automatic lighting, rooftop garden, exterior greenery	Power supplied to lighting equipment through solar power generation, sensor-controlled automatic lighting, optimized lighting using bright-light sensors, LED lights, well water use, rainwater use for rooftop garden, exterior matched to neighborhood, noise and insulating sashes
Other features	Power usage efficiency of 1.36 (design value)	Within Hokuriku Electric Power service area, adjacent to Hokuriku Shinkansen Shin-Takaoka Station (provisional name)



GDC Gotenyama: Natural light (solar tracking panels)



GDC Gotenyama: Solar power generation monitor



INTEC Manyo Square: Rooftop garden, solar panels

# Fiscal 2012 Update on ITHD Group Management Policy (7/10)



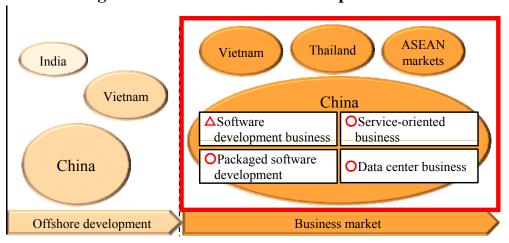
**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

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### Asia Taking on New Status for ITHD Group



- China, the core geography of our overseas development activities, has already shifted away from its status as a hub for offshore development and is increasingly a market for our services.
- Packaged software development and service-oriented businesses are becoming easier to promote than system development in the market.

### Examples of ITHD Group's business development in China

• AToMsQube (Cloud-oriented production control system)

China's manufacturing industry (Komatsu-affiliated factory, general customers)

- → In six months, two companies have put the system on line and seven are introducing it into their operations.
- TastyQube (Business support system for restaurant sector)

Localization completed. One customer has tentatively committed to test use.

→ In Japan, the system has been adopted by 130 companies covering more than 3,000 shops.

Packaged software business

My Home Designer series (Home and office design tool)

Shacho no Migite ("President's Right Hand") (Sales control system, ideal for wholesale sector)

- → Cumulative sales in Japan exceed 70 packages; Chinese version on sale now.
- Tianjin Data Center customers

Chinese companies: Members of finance sector, public-sector organizations Japan-affiliated companies: Mostly service providers.

# Fiscal 2012 Update on ITHD Group Management Policy (8/10)



**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

Extend top lines and expand stock business

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### Solution in the Spotlight

### SkyWare: Solution using augmented reality

Generic name of information platform that distributes contents to mobile devices with augmented reality technology and global position system locator data capabilities.

Adopted by City of Saku, Nagano Prefecture; NTT Docomo, Inc.; Fukushima Prefecture Gokusho Community Promotion Council; and others

#### **Features**

Using augmented reality technology, which adds icons to the map screen and digital data to scenery shots captured through the mobile device's camera, this solution provides sightseeing information, such as historical background and insider's perspectives.

Pictures in the public domain at http://www.tis.jp/service solution/skyware

#### **MAP** screen



#### AR screen



# Fiscal 2012 Update on ITHD Group Management Policy (9/10)



**Redefine Group structure** 

Strengthen Group business foundation and revenue structure

Extend top lines and expand stock business

Build a presence—invest—in activities with the potential to become services and solutions in the medium term

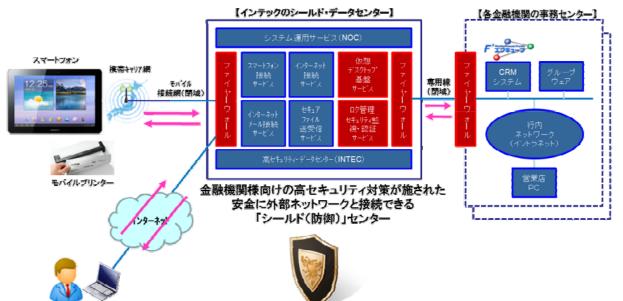
### Solution in the Spotlight

#### F<sup>3</sup> (F Cube) Mobile Shield Center Service

This service enables financial institutions to utilize customer information, including personal information, outside its branches and not only facilitates proposal activities that have to date only been available to customers visiting a branch but also allows access to information outside the confines of a branch. This capability reduces the weight of administrative work.

Adopted by The Hokkoku Bank, Ltd.

## F<sup>3</sup> (F Cube) Mobile Shield Center Service



### F3 (F Cube) Series

This integrated customer relationship management (CRM) solution for financial institutions makes it possible to achieve scalability and streamlined system implementation by turning systems, such as those for CRM, safes force management and call center operations, into service functions and creating components out of service units.

The series has sold to more than 90 financial institutions, and holds a majority share of the regional bank market.

# Fiscal 2012 Update on ITHD Group Management Policy (10/10)



**Redefine Group structure** 

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### Solution in the Spotlight

Call Crayons: Cloud service that shows where on the website the customer is when he/she makes a call Uses PhoneCookie® technology, patent pending, to fuse the Internet and phone.

Adopted by Rakuten Travel, Inc.; major personnel-based media companies; major online service providers; and others

#### **Features**

When a customer contacts a call center, Call Crayons identifies the area of the website where the caller has called from. This enables the client company to fine-tune improvements in service efficiency and proposal-making capabilities.



### **Merits of the Internet**

Convenient, efficient, dataoriented, super-fast



An integrated Internet and phone solution that enhances the customer-company relationship

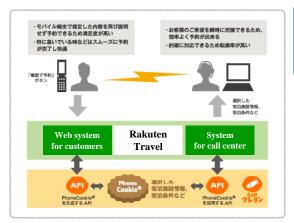




# Merits of the Phone

Friendly, comfortable, familiar





The operator and the user share a screen, so the conversation can start on the assumption of an topic presented there.

- **Stress-free conversation.**
- Facilitates response to lots of calls at the same time—enhanced efficiency.
- Improves call turnover through smoother guidance process—higher sales.
- \* Rakuten Travel example http://callcrayons.jp/project/case/index.html



### **Cautionary Statements**

- In these materials, ITHD 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 reflect somewhat objective assumptions deemed reasonable at this time. Various factors may cause future results to be substantially different from the assumptions presented in these materials.