

## Consolidated Financial Results Announcement for the Second Quarter of the Term Ending December 2012 [Japanese Standards] (Consolidated)

Company name: Fullcast Holdings Co., Ltd.  
 Stock exchange listing: First Section of the Tokyo Stock Exchange  
 Stock code: 4848  
 URL: <http://www.fullcastholdings.co.jp>  
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 Date of submission of quarterly report (Planned): May 15, 2012  
 Date of commencements of divided payments (planned):-  
 Preparation of supplementary references regarding quarterly results: Yes (Shown on our homepage)  
 Briefing for quarterly results: Yes (for institutional investors and security analysts)

(Figures are rounded to the nearest million yen.)

### 1. Consolidated Financial Results for the Second Quarter of the Fiscal Year Ending December 31, 2012 (October 1, 2011 – March 31, 2012)

#### (1) Consolidated business results (aggregate)

(Figures in percentages denote the year-on-year change.)

	Net sales		Operating income		Ordinary income		Net income	
	Million yen	%	Million yen	%	Million yen	%	Million yen	%
For the second quarter ended								
March 31, 2012	16,274	-12.7	982	11.4	1,015	15.9	928	24.0
March 31, 2011	18,651	3.4	881	112.7	875	141.7	748	—

Note: Comprehensive income

As of March 31, 2012: 936 million yen (54.4%) As of March 31, 2011: 606 million yen (-%)

	Net income per share	Diluted net income per share
	Yen	Yen
For the second quarter ended		
March 31, 2012	2,410.46	-
March 31, 2011	1,943.90	-

#### (2) Consolidated financial conditions

	Total assets	Net assets	Equity ratio
	Million yen	Million yen	%
As of			
March 31, 2012	9,034	4,867	53.9
September 30, 2011	8,747	3,931	44.9

(Reference) Equity:

As of March 31, 2012: 4,867 million yen As of September 30, 2011: 3,931 million yen

### 2. Dividend Status

(Base date)	Dividend per share (yen)					
	End of 1Q	End of 2Q	End of 3Q	End of 4Q	End of FY	Annual
Fiscal year ended September 2011	—	0.00	—	—	0.00	0.00
Fiscal year ending December 2012	—	—	—	—	—	—
Fiscal year ending December 2012 (forecast)			0.00	—	0.00	0.00

(Note) 1. Revision of the expected dividends in the second quarter under review: No

2. The company changed its accounting period to the year through December 31 every year from the year through September 30 every year. As a result, the transitional term ending December 31, 2012 irregularly has 15 months.

**3. Forecast for Consolidated Financial Results for the Year Ending December 31, 2012**  
(October 1, 2011 – December 31, 2012)

(Percentage figures denote the increase or decrease from the previous period.)

	Net sales		Operating income		Ordinary income		Net income		Net income per share
	Million yen	%	Million yen	%	Million yen	%	Million yen	%	Yen
Fourth quarter (aggregate)	32,874	-4.2	1,803	17.1	1,822	23.1	1,534	-28.4	3,985.82
Full year	41,576	—	2,335	—	2,357	—	1,945	—	5,053.73

(Note) 1. Revision of the consolidated forecast in the second quarter under review: No

2. The fiscal year ending December 2012 is a transitional one for the change of accounting period. As a result, the forecast of its full year is for 15 months (October 1, 2011 – December 31, 2012); therefore, change from the previous period is not shown above.

**4. Others (For details, please see “2. Summary information (other information)” on page 5 of “appendix.”)**

(1) Important changes of subsidiaries during the current quarterly consolidated aggregate period: No

(Changes in specific subsidiaries involving changes in the scope of consolidation)

(2) Application of special accounting treatment to the production of quarter consolidated financial statements: No

(3) Changes in accounting principles, accounting estimation, and re-presentation of changes

1) Changes in accounting policy associated with the revision of accounting principles, etc.: No.

2) Change in accounting policy other than 1) above: No

3) Changes in accounting estimation: No

4) Re-presentation of changes: No

(4) Number of shares issued (common stock)

1) Number of shares issued at the end of the term (including treasury stock)

As of March 31, 2012:	395,964	As of September 30, 2011:	395,964
As of March 31, 2012:	11,100	As of September 30, 2011:	11,100
For the second quarter of term ending December 31, 2012:	384,864	For the second quarter of term ended September 30, 2011:	384,864

2) Number of treasury stock at the end of the term

3) Average number of shares outstanding during the term (consolidated aggregate quarter period)

\* Presentation concerning implementation status of quarterly review procedures

These quarterly financial results are not the subject of a quarterly review procedure based upon the Financial Instruments and Exchange Act, and at the point in time when these financial quarterly results were disclosed, review procedures for quarterly financial statements based on the Financial Instruments and Exchange Act were not yet completed.

\* Explanation about the proper use of financial forecasts and other important notes

Of all plans, forecasts, strategies and other information provided within this document, those which are not historical facts are future outlooks based upon certain conditions and our management’s judgment based upon currently available data.

Therefore, we warn against relying solely on these outlooks in assessing our business results, corporate value and other factors. Please also be informed that actual financial results may vary widely from our forecasts due to various factors.

Important factors that may have an impact upon our actual financial results include: (1) The economic and the financial conditions surrounding our Company and changes in the employment situation, (2) Damage to infrastructure arising from disasters including earthquakes, and (3) Changes in the relevant laws, including the Labor standards law and the Worker Dispatching Law, and in interpretations of thereof. However, these factors that affect our financial results are not limited to only these.

Furthermore, please bear in mind that notwithstanding new data, future events or any other results whatsoever, we may choose not to reexamine our forecasts.

For the assumptions underlying business forecasts and related issues, please see Page 4, “1-(3) Qualitative Information Concerning Consolidated Forecast” of “appendix.”

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## 1. Qualitative Information Concerning Performance for the Current Quarter

### (1) Qualitative Information Concerning Consolidated Operating Results

During this second consolidated aggregate quarter, the Japanese economy is showing movements of picking up as a whole with private consumption increasingly holding firm and business investment on an increasing trend, while emerging from difficulties after the Great East Japan Earthquake. Going forward, the economy is expected to come back to a slow recovery trend, as overseas economic growth is expected to speed up led by emerging economies and resource-rich countries, and demand from reconstruction after the Earthquake is expected to gradually gain strength, while there remain downside risks for the Japanese economy stemming from the influence of the European sovereign debt crisis, oil price hikes, and the consequent slowing down of overseas economies. In the environment surrounding human resource services, the overall situation remained severe as companies were still feeling the employment surplus, despite gradual improvement in some sectors: for example the jobs-to-applicants ratio has improved, and the overall unemployment rate is on a declining trend with monthly fluctuations.

Under such conditions, our Group strove to further improve productivity during the consolidated aggregate second quarter by carrying out Group operations centered on our “short-term operational support business,” which is our original business, in order to strengthen our business base.

Consolidated net sales of 16,274 million yen (a 12.7% decrease compared to the same period in the previous year) were recorded, due mainly to the performances of some subsidiaries which were removed from the scope of consolidation in the previous consolidated fiscal year.

In terms of profits, consolidated operating income of 982 million yen (a 11.4% increase compared to the same quarter in the previous year) and consolidated ordinary income of 1,015 million yen (a 15.9% increase compared to the same period in the previous year) were recorded, due to restraint on costs of sales and general administration, in addition to the removal of sales support business and the technician dispatch business – which were in deficit in the aggregate second quarter of the previous fiscal year – from the consolidation scope, and earnings growth in the short term operational support business in the current second quarter.

In the current consolidated aggregate second quarter, we recorded a consolidated quarterly net income of 928 million yen (a 24.0% increase compared to the same period in the previous year), mainly due to the extraordinary profit from a gain on the change in equity of 26 million yen with income taxes, etc. of 109 million yen.

Results for each segment were as follows.

#### 1) Short-term operational support business

Net sales of 15,161 million yen (a 13.5% increase compared to the same period in the previous year) were recorded in the consolidated aggregate second quarter, due to the continued efforts to improve productivity and the strategy of increasing the number of active client companies.

In terms of profits, an operating income of 1,192 million yen (an 19.3% increase over the same period in the previous year) was recorded in the consolidated aggregate second quarter, as the success in the consolidated second quarter of attempts to raise the asking unit prices which started in November 2011, following the year-on-year operating income decrease in the consolidated first quarter due to the drop in gross profit margin.

## 2) Security business

In the consolidated aggregate second quarter, while net sales for the security business were down to 1,113 million yen (a 2.5% decrease from the same period in the previous year), in terms of profits, operating income increased to 56 million yen (a 56.0% increase over the same period in the previous year) due to the effects of restructuring efforts at the end of the fiscal year ended September 2011, including revision of sales strategy, consolidation and closing of offices, and personnel reduction.

## (2) Qualitative Information Concerning Consolidated Financial Position

### 1) Assets, Liabilities and Net Assets

At the end of this consolidated second quarter, total assets stood at 9,034 million yen, representing an increase of 287 million yen from the end of the previous fiscal year. Equity increased by 936 million yen to 4,867 million yen (the equity ratio was 53.9%), and net assets increased by 936 million yen to 4,867 million yen.

Major fluctuations in the assets and liabilities sections were as follows.

In the assets section, current assets increased by 237 million yen from the end of the previous consolidated fiscal year, to 7,738 million yen. This was mainly due to notes and accounts receivable-trade increasing by 877 million yen to 4,456 million yen with March being busy month as the last month of the current second quarterly consolidated accounting period, and other items in current assets increased by 79 million yen to 688 million yen, although cash and deposits were down by 731 million yen to 2,597 million yen.

Noncurrent assets increased by 50 million yen from the end of the previous fiscal year, to 1,296 million yen. This was mainly due to intangible noncurrent assets increasing by 63 million yen to 250 million yen.

In the liabilities section, current liabilities decreased by 648 million yen from the end of the previous fiscal year, to 3,896 million yen. This was mainly due to the decreases by 350 million yen of short-term loans payable to 1,431 million yen and by 655 million yen of long-term loans payable within one year to 15 million yen, while accounts payable increased by 238 million yen to 1,457 million yen and accrued expenses increasing by 94 million yen to 596 million yen.

Noncurrent liabilities decreased by 1 million yen from the end of the previous fiscal year, to 271 million yen. This was mainly due to provision for retirement benefits decreasing by 4 million yen to 209 million yen.

### 2) Cash Flows

At the end of this consolidated aggregate second quarter, the outstanding cash and cash equivalents (hereinafter referred to as “funds”) decreased by 731 million yen from the end of the previous fiscal year to 2,597 million yen.

(Cash flows from operating activities)

Funds provided by operating activities were 386 million yen (524 million yen was provided in the consolidated aggregate second quarter of the previous fiscal year), mainly due to income before tax and other adjustments in the second quarter of 1,037 million yen, an increase in trade payables of 186 million yen, increase in accrued expenses of 95 million yen, with an increase in trade receivables of 863 million yen.

(Cash flows from investing activities)

Funds used by investing activities were 112 million yen (96 million yen was used in the consolidated aggregate second quarter of the previous fiscal year), mainly due to expenditure on the acquisition of intangible fixed assets of 100 million yen, disbursement of loans of 100 million yen, and expenditure on the acquisition of tangible fixed assets of 72 million yen, with revenue from the collection of loans of 160 million yen.

(Cash flows from financing activities)

Funds used by financing activities were 1,005 million yen (998 million yen was used in the consolidated aggregate second quarter of the previous fiscal year), mainly due to a net decrease of short-term loans payable by 350 million yen and expenditure on repayment long-term loans of 655 million yen.

### **(3) Qualitative Information Concerning Consolidated Forecast**

Regarding full-year consolidated earnings forecasts for the year to December 2012, while there is some contrast in each segment in the current quarter, because progress is generally within the range of plans on the level of overall consolidation, no changes have been made from the consolidated earnings forecasts for the year ending December 2012 (for the first half and the full year) that were announced on November 11, 2011.

It should be noted that the impact of the revised Worker Dispatching Act—which was issued on April 6, 2012—is not taken into account in the earnings forecasts for the full fiscal year ending December 2012. As the Revised Act is expected to be implemented in October 2012 and specific details are yet to be determined, we will report immediately on any necessary changes in earnings forecasts in the future.

## **2. Summary and Other Information**

### **(1) Significant Changes in Subsidiaries in this quarterly consolidated aggregate accounting period**

Not applicable.

### **(2) Application of Special Accounting Treatment to the Production of Quarterly Consolidated Financial Statements**

Not applicable.

### **(3) Changes in Accounting Principles, Accounting Estimation, and Re-presentation of Changes**

Not applicable.

### **(4) Additional Information**

Application of accounting standards and the like to accounting changes and error corrections

For accounting changes and error corrections in the past to take place, since the start of this first quarterly consolidated accounting period, we have been applying the "Accounting Standard for Accounting Changes and Error Corrections (Accounting Standards Board of Japan Statement No. 24, December 4, 2009)" and the "Guidance on Accounting Standards for Accounting Changes and Error Corrections (ASBJ Guidance No. 24, December 4, 2009)."

**3. Quarterly Consolidated Financial Statements****(1) Quarterly Consolidated Balance Sheet**

	(Million yen)	
	End of consolidated accounting period for the previous fiscal year (September 30, 2011)	End of consolidated accounting period for the current second quarter under review (March 31, 2012)
<b>ASSETS</b>		
Current assets		
Cash and deposits	3,328	2,597
Notes and accounts receivable-trade	3,579	4,456
Merchandise	10	13
Supplies	7	14
Other	610	688
Allowance for doubtful accounts	-32	-30
Total current assets	7,501	7,738
Noncurrent assets		
Property, plant and equipment		
Buildings and structures, net	158	154
Tools, furniture and fixtures, net	155	140
Other, net	16	36
Total property, plant and equipment	329	331
Intangible assets	187	250
Investments and other assets		
Guarantee deposits	230	236
Other	551	517
Allowance for doubtful accounts	-52	-38
Total investments and other assets	730	715
Total noncurrent assets	1,247	1,296
Total assets	8,747	9,034



	(Million yen)	
	End of consolidated accounting period for the previous fiscal year (September 30, 2011)	End of consolidated accounting period for the current second quarter under review (March 31, 2012)
<b><u>LIABILITIES</u></b>		
Current liabilities		
Notes and accounts payable-trade	46	25
Short-term loans payable	1,781	1,431
Current portion of long-term loans payable	670	15
Accounts payable-other	1,219	1,457
Accrued expenses	502	596
Income taxes payable	127	78
Provision for bonuses	93	115
Other	106	178
Total current liabilities	4,544	3,896
Noncurrent liabilities		
Provision for retirement benefits	213	209
Other	59	62
Total noncurrent liabilities	272	271
Total liabilities	4,816	4,167
<b><u>NET ASSETS</u></b>		
Shareholders' equity		
Capital stock	2,780	2,780
Capital surplus	2,013	2,013
Retained earnings	1,921	2,849
Treasury stock	-2,747	-2,747
Total shareholders' equity	3,968	4,896
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	-36	-28
Total accumulated other comprehensive income	-36	-28
Total net assets	3,931	4,867
Total liabilities and net assets	8,747	9,034

**(2) Quarterly Consolidated Profit and Loss Statement and Consolidated Comprehensive Income Statement****Quarterly Consolidated Profit and Loss Statement**

[Aggregate Second Quarter Period of the Current Consolidated Fiscal Year]

	(Million yen)	
	Aggregate second quarter period of the previous consolidated fiscal year (From October 1, 2010 To March 31, 2011)	Aggregate second quarter period of the current consolidated fiscal year (From October 1, 2011 To March 31, 2012)
Net sales	18,651	16,274
Cost of sales	14,179	12,664
Gross profit	4,472	3,610
Selling, general and administrative expenses	3,590	2,628
Operating income	881	982
Non-operating income		
Dividends income	0	0
Real estate rent	—	6
Equity in earnings of affiliates	—	19
Reversal of accounts payable	10	14
Trademark fee income	—	14
Other	40	24
Total non-operating income	51	77
Non-operating expenses		
Interest expenses	43	13
Rent cost of real estate	—	6
Other	14	25
Total non-operating expenses	57	44
Ordinary income	875	1,015
Extraordinary income		
Gain on sales of investment securities	22	—
Reversal of allowance for doubtful accounts	4	—
Gain on change in equity	—	26
Government subsidy received	26	—
Reversal of costs for business structure improvement expenses	37	—
Other	0	0
Total extraordinary income	88	26
Extraordinary loss		
Loss on retirement of noncurrent assets	14	1
Impairment loss	18	—
Loss on adjustment for changes of accounting standard for asset retirement obligations	15	—
Allowance for employment adjustment	38	—
Loss on disaster	81	—
Loss on abolishment of retirement benefit plan	—	2
Other	0	0
Total extraordinary losses	167	4
Income before income taxes and minority interests	797	1,037
Income taxes-current	74	73
Income taxes-deferred	56	36
Total income taxes	130	109
Income before minority interests	667	928
Minority interests in income (loss)	-81	—
Net income	748	928

**Quarterly Consolidated Comprehensive Income Statement****[Aggregate Second Quarter Period of the Current Consolidated Fiscal Year]**

(Million yen)

	Aggregate second quarter period of the previous consolidated fiscal year (From October 1, 2010 To March 31, 2011)	Aggregate second quarter period of the current consolidated fiscal year (From October 1, 2011 To March 31, 2012)
Income before minority interests	667	928
Other comprehensive income		
Valuation difference on available-for-sale securities	-61	2
Share of other comprehensive income of associates accounted for using equity method	—	6
Total other comprehensive income	-61	8
Comprehensive income	606	936
Comprehensive income attributable to		
Comprehensive income attributable to owners of the parent	715	936
Comprehensive income attributable to minority interests	-109	—

**(3) Quarterly Consolidated Cash Flow Statements**

(Million yen)

	Aggregate second quarter period of the previous consolidated fiscal year (From October 1, 2010 To March 31, 2011)	Aggregate second quarter period of the current consolidated fiscal year (From October 1, 2011 To March 31, 2012)
Net cash flows from operating activities		
Quarterly income before tax and other adjustments	797	1,037
Depreciation charges	114	95
Impairment loss	18	—
Loss on adjustment for changes of accounting standard for asset retirement obligations	15	—
Increase (decrease -) in allowance for bad debts	-13	-16
Increase (decrease -) in allowance for employees' bonuses	41	22
Increase (decrease -) in reserve for employee severance benefits	2	-2
Receipt of interests and dividends	-1	-3
Payment of interests	43	13
Losses (gains -) on sale and of investment securities	-22	—
Equity in losses (earnings -) of affiliates	—	-19
Losses (gains -) on change in equity	—	-26
Loss on sale of fixed assets	14	1
Decrease (increase -) in trade receivables	-442	-863
Decrease (increase -) in inventories	-37	-10
Increase (decrease -) in notes and accounts payable	-104	186
Decrease (increase -) in accounts receivable, other	-62	1
Increase (decrease -) in expenses payable	83	95
Increase (decrease -) in accrued consumption taxes, etc.	55	46
Other	218	28
Subtotal	718	585
Interests and dividends received	1	3
Interests paid	-44	-9

Income taxes, etc. paid	-184	-259
Refunds of income taxes, etc. received	32	66
Net cash flows by operating activities	<u>524</u>	<u>386</u>
Net cash flows by investing activities		
Proceeds from withdrawal of time deposits	100	—
Expenditure on acquisition of tangible fixed assets	-167	-72
Expenditure on acquisition of intangible fixed assets	-54	-100
Disbursement of loans	-0	-100
Collection of loans	—	160
Income from sale of investment securities	28	—
Other	-3	-0
Cash flows by investing activities	<u>-96</u>	<u>-112</u>
Net cash flows from financing activities		
Net increase (decrease -) in short-term loans payable	—	-350
Expenditure on repayment of long-term debt	-993	-655
Other	-4	—
Net Cash flows from financing activities	<u>-998</u>	<u>-1,005</u>
Net increase (decrease -) in cash and cash equivalents	<u>-569</u>	<u>-731</u>
Cash and cash equivalents, beginning of period	<u>4,867</u>	<u>3,328</u>
Cash and cash equivalents, end of period	<u>4,298</u>	<u>2,597</u>

**(4) Concerning Notes About Going Concern Assumption**

Not applicable.

**(5) Segment Information and Others****1. Information Concerning Sales, Profits and Losses for Each Reporting Segment**

Second quarterly aggregate period of the previous consolidated fiscal year

(from October 1, 2010 to March 31, 2011)

(Million yen)

	Reporting Segment				Total	Adjustment amount *1	Consolidated quarterly income statement amount *2
	Short-term operational support business	Sales support business	Technician dispatch business	Security business			
Net sales							
Sales to external customers	13,357	2,001	2,152	1,142	18,651	—	18,651
Inter-segment sales or transfers	3	39	8	1	51	-51	—
Total	13,360	2,039	2,160	1,143	18,702	-51	18,651
Segment income or loss (-)	999	-36	79	36	1,078	-197	881

Notes: 1. 35 million yen in intersegment eliminations and -232 million yen in corporate expenses not allocated to any reporting segment are included in the -197 million yen segment income adjustment amount. Corporate expenses are mainly general administrative expenses that do not belong to any reporting segment.

2. Segment income or loss (-) is adjusted with operating income as listed in quarterly consolidated profit and loss statement.

Second quarterly aggregate period of the current consolidated fiscal year

(from October 1, 2011 to March 31, 2012)

(Million yen)

	Reporting Segment		Total	Adjustment amount *1	Consolidated quarterly income statement amount *2
	Short-term operational support business	Security business			
Net sales					
Sales to external customers	15,161	1,113	16,274	—	16,274
Inter-segment sales or transfers	—	0	0	-0	—
Total	15,161	1,113	16,274	-0	16,274
Segment income or loss (-)	1,192	56	1,248	-266	982

Notes: 1. 10 million yen in intersegment eliminations and -276 million yen in corporate expenses not allocated to any reporting segment are included in the -266 million yen segment income adjustment amount. Corporate expenses are mainly general administrative expenses that do not belong to any reporting segment.

2. Segment income or loss (-) is adjusted with operating income as listed in consolidated quarterly statements of income.

**2. Changes in Reporting Segments, etc.**

During the previous third quarter consolidated accounting period, partial stocks of Fullcast Marketing Co., Ltd., which was a consolidated subsidiary engaged in sales support business segment, were assigned to a third party, and they also allocated new stocks to a third party. As a result, Fullcast Marketing Co., Ltd. became an equity method affiliate. In addition, Telecom Marketing Co., Ltd., East Communication Inc., and EKO-SYSTEM Inc., which are subsidiaries of Fullcast Marketing Co., Ltd., were eliminated from the consolidation scope.

All stocks of Fullcast Technology Co., Ltd. (currently YUME TECHNOLOGY CO., LTD.) were assigned to a third party, so it was eliminated from the consolidation scope, and we withdrew from the technician dispatch business.

As a result, the reporting segments for the current second quarterly aggregate period of the current consolidated fiscal year consist of the short-term operational support business and the security business, while the reporting segments for the current second quarterly aggregate period of the previous consolidated fiscal year consisted of the short-term operational support business, the sales support business, the technician dispatch business, and the security business.

## (6) Concerning Significant Change of Shareholders' Equity

Not applicable.

## (7) Important Events after the Reporting Period

Second quarterly aggregate period of the current consolidated fiscal year

(from October 1, 2011 to March 31, 2012)

Subsidiary through Stock Acquisition

On April 27, 2012, the Company completed the acquisition of all the stocks of OtetsudaiNetworks Inc., after having entered into a contract for the stock transfer with Location Value Inc. on March 30, 2012.

### 1. Reasons for the stock acquisition

OtetsudaiNetworks Inc. is operating the “OtetsudaiNetworks” (<http://otet.jp>) which assists matching—within a few hours of the very day of work for the shortest—of short-term part time jobs with a unit of a few hours. This is possible by sending e-mails about real-time job information to job seekers in the neighborhood of the requesting companies in need of workers by utilizing the location information of mobile phones.

The service above has a high synergy with the human resources service business by the day—the main business area of our Company group—and therefore, is expected to provide various services to client companies and the registered staffs of both the OtetsudaiNetworks Inc. and our Company group. Specifically, it can supply the client companies of our Company group with workers for a shorter unit—i.e., by the hour rather than by the day, while providing the registered staffs with job opportunities by the hour.

In addition, through utilization of OtetsudaiNetworks’ service by our Company group, we will be able to offer continuous service in the matching segment when the revised Worker Dispatching Act is implemented.

### 2. Acquisition of stocks

#### (1) Summary of the seller

(a) Seller	Location Value Inc.
(b) Business	Planning, development and operation of services using the location information of mobile phones
(c) Address	1-12-3 Uchi-Kanda, Chiyoda-ku, Tokyo
(d) Representative	Masaru Sunagawa, President and Representative Director, CEO
(e) Capital	466 million yen
(f) Relationship with the Company	The company concerned is not a related party of our Company; nor are the staffs and affiliates of the company concerned with the relevant parties.

#### (2) Summary of the acquired subsidiary

(a) Trade name	OtetsudaiNetworks Inc.
(b) Business	Operation of the “OtetsudaiNetworks” ( <a href="http://otet.jp">http://otet.jp</a> ) – short-term personnel service utilizing location information
(c) Address	8-9-5 Nishi-Gotanda, Shinagawa-ku, Tokyo (Moved from 1-12-3 Uchi-Kanda, Chiyoda-ku, Tokyo, as of April 27, 2012)

(d) Representative                      Hiroyuki Tokiwa, President and Representative Director  
(Changed as of April 27, 2012)

(e) Scale                                  Capital              30 million yen  
    Total assets      49 million yen  
(as of January 31, 2012)

(f) Business Relations  
with the Company                      No business relations.

(3) Dates of transfer

March 30, 2012      Conclusion of the contract for stock transfer  
April 27, 2012      Acquisition of stocks

(4) Number of acquired stocks, acquisition value and ownership ratio

(a) Number of acquired stocks              16,070  
(b) Acquisition value                          80 million yen  
(c) Ownership ratio after acquisition      100.0 %