

The Translation of Japanese Original Document



1st Quarter, Business Results for the Fiscal Year Ending

May 11, 2018
December 31, 2018

- 1 Summary of Consolidated Financial Results**
- 2 Four Turning Points**
- 3 Group Business: Introduction of OPT Inc.**
- 4 References**



1 Consolidated Financial Results

Marketing Business

- Further expanded broad range of clients from large corporations in metropolitan area to SMEs in local areas.
- Increased clients' store traffic by using **teSTORE**^{ad.}
 - (※) leveraging GPS information
- Won IBM Geography Excellence Awards 2018

Synergy Investment Business

- Listing of "Raksul" on TSE Mothers approved: OPT HD is a major investor. (scheduled for listing on May 31, 2018)
- Fully started AI business by establishing 100% sub of "SIGNATE"
- China EC business is steadily growing

HR Investment (Hiring/Education)

- Established "OPT HR Development Center," R&D organization of digital marketing talent
- Increased headcounts of sales and consultants, etc
- Roll-out restricted stock incentive plan in 2H 2018
- Establish employee stock ownership system in 2H 2018

Reinforcement of Group Management Foundation

- Consolidating corporate functions of group companies
- Roll-in the common IT system for group companies: the roll-in project fully starts in 2H 2018

(unit : JPY million)

	2018Q1	2017Q1	YoY		2017Q1	YoY	
			Amount of Increase/Decrease	Growth Rate		Amount of Increase/Decrease	Growth Rate
Revenue	22,773	20,886	1,886	9.0%	19,158	3,615	18.9%
Gross Profit	4,640	4,356	284	6.5%	4,060	580	14.3%
Operating Income	1,007	1,093	(85)	(7.8)%	1,030	(22)	(2.2)%
EBITDA ※1	1,258	1,604	(345)	(21.5)%	1,532	(273)	(17.9)%
EBIT ※2	893	1,187	(294)	(24.8)%	1,121	(228)	(20.4)%
Net income attributable to owners of parent	515	666	(151)	(22.7)%	637	(121)	(19.1)%
ROE(LTM)※3,4	5.8%	8.1%	(2.3)pts	—			
Adjusted free cash flow ※5	79	188	(109)	(58.0)%			
EPS	22.79	27.56	(4.77)	(17.3)%			
Diluted EPS	22.60	27.38	(4.78)	(17.5)%			

※1 EBITDA= EBIT + Other finance-related profits (losses) + Depreciation + Amortization of intangible assets + Amortization of long-term prepaid expenses + Non-cash gain and loss

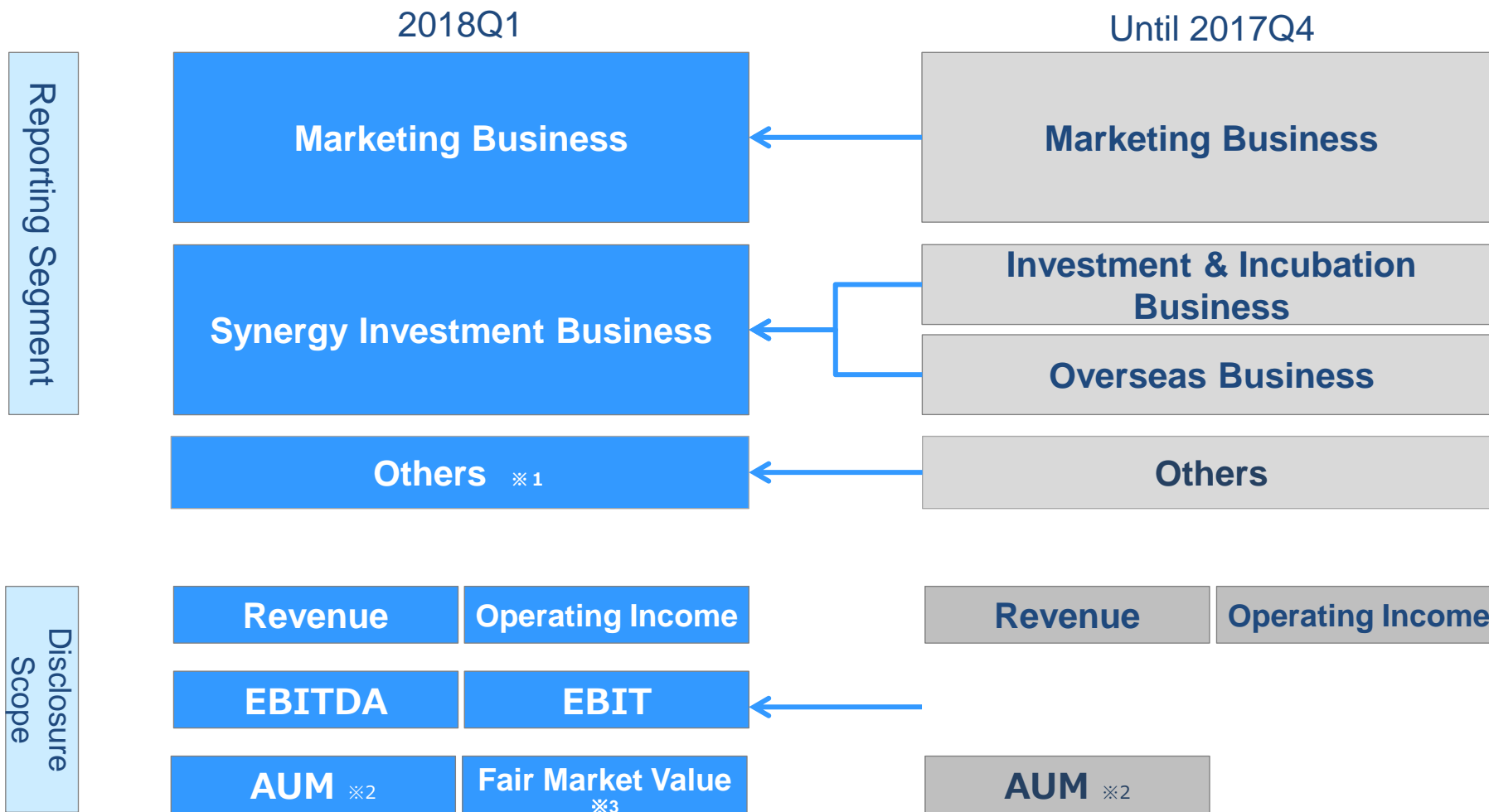
※2 EBIT=Net income before taxes and other adjustment + interest paid – interest received

※3 LTM= Last twelve months

※4 ROE= Net income attributable to owners of parent(LTM) ÷ (Average shareholders' equity as of March 31, 2017 and as of March 31, 2018)

※5 Adjusted free cash flow=Operating cash flow + Investment cash flow± Temporary cash flow items (amount deposited for forward stock transaction of company shares and amount returned + derivative gains)

※6 The adjusted figure excludes the impact of Classified Inc. that was sold at the end of last consolidated fiscal year (December 2017)



※1 "Others" outside of the reporting segments include elimination of inter-segment transaction and HQ management cost which is not allocated to each reporting segment.

※2 Total book value of operating investment securities, subsidiary shares, affiliate stocks and investment securities (started to disclose from consolidated FY2017)

※3 Fair market value = The amount in the case where voluntary parties with knowledge of transactions exchange assets or settle their liabilities in independent third-party transaction (scheduled to start disclosure from 2018 Q2)

(Unit: JPY million)

	Reporting Segment			Others	<u>Consolidated</u>
	Marketing Business	Synergy Business	<u>Reporting Segment Total</u>		
Revenue	21,255	1,546	22,801	(28)	22,773
Gross Profit	3,867	773	4,640	—	4,640
SG&A	(2,453)	(741)	(3,194)	(438)	(3,632)
Operating Income	1,413	32	1,446	(438)	1,007
EBITDA	1,676	39	1,716	(457)	1,258
EBIT	1,415	(40)	1,374	(481)	893
Finance income and expenses					(7)
Net income before taxes and other adjustments					886
Total income taxes					(244)
Income taxes – current					(263)
Income taxes – deferred					18
Net income attributable to non-controlling interests					(125)
Net income attributable to owners of parent					515

(Unit: JPY million)

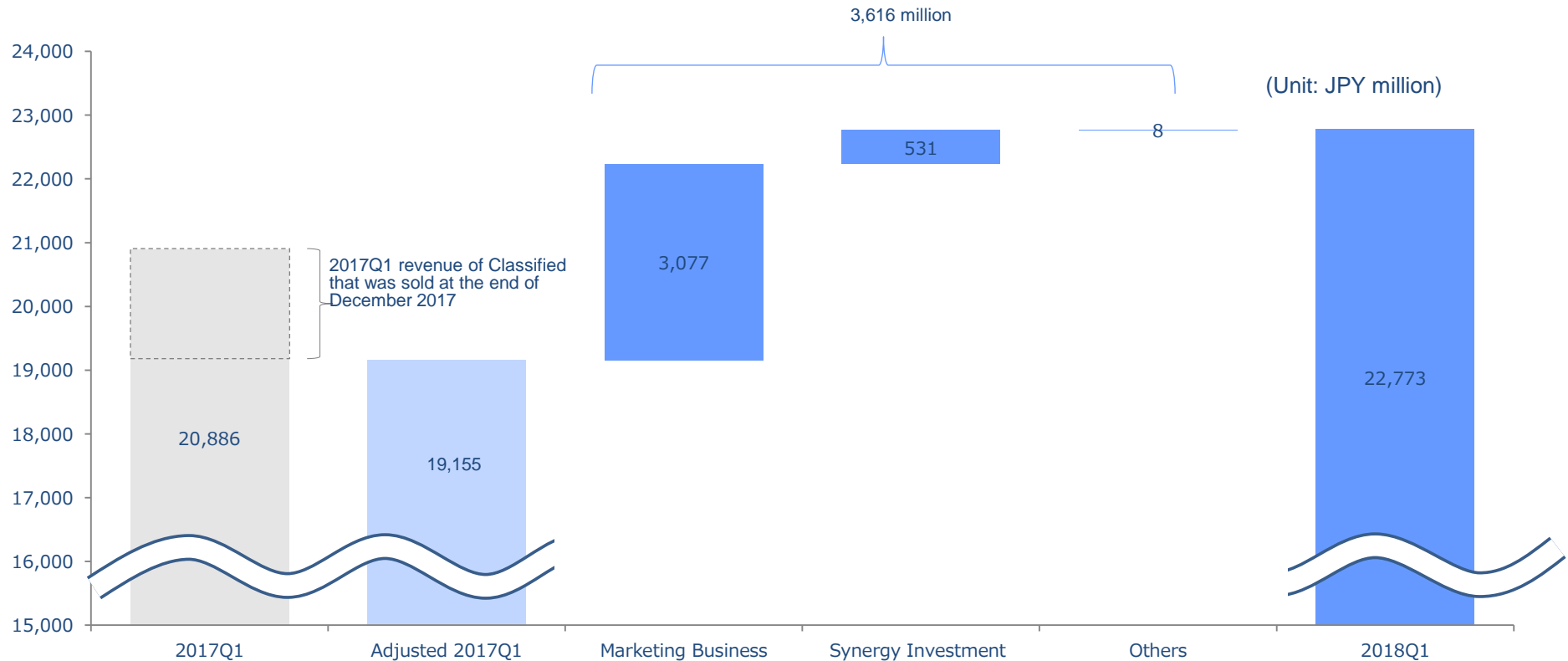
	Reporting Segment					Others	Consolidated
	Marketing Business		Synergy Investment Business	Reporting Segment Total			
	Before Adjustment	After Adjustment		Before Adjustment	After Adjustment		
Revenue	19,908	18,177	1,014	20,923	19,192	(36)	20,886
Gross Profit	3,722	3,425	647	4,369	4,072	(12)	4,356
SG&A	(2,393)	(2,162)	(570)	(2,946)	(2,732)	(298)	(3,262)
Operating Income	1,328	1,263	76	1,405	1,339	(311)	1,093
EBITDA	1,531	1,459	59	1,590	1,519	13	1,604
EBIT	1,341	1,275	(118)	1,223	1,157	(35)	1,187
Finance income and expenses							(7)
Net income before taxes and other adjustments							1,180
Total income taxes							(436)
Income taxes – current							(347)
Income taxes – deferred							(89)
Net income attributable to non-controlling interests							(76)
Net income attributable to owners of parent							666

2018Q1 vs 2017Q1: Variance Analysis

(Unit: JPY million)

	Reporting Segment Difference					Others	<u>Consolidated</u>
	<u>Marketing Business</u>		Synergy Investment Business	<u>Reporting Segment Total</u>			
	Before Adjustment	After Adjustment		Before Adjustment	After Adjustment		
Revenue	1,346	3,077	531	1,878	3,609	8	1,886
Gross Profit	144	441	126	271	568	(12)	284
SG&A	(60)	(291)	(170)	(230)	(461)	(139)	(369)
Operating Income	84	150	(43)	40	106	(126)	(85)
EBITDA	145	216	(19)	125	197	(470)	(345)
EBIT	74	139	77	151	217	(445)	(294)
Finance income and expenses							0
Net income before taxes and other adjustments							(293)
Total income taxes							191
Income taxes – current							83
Income taxes – deferred							107
Net income attributable to non-controlling interests							(48)
Net income attributable to owners of parent							(151)

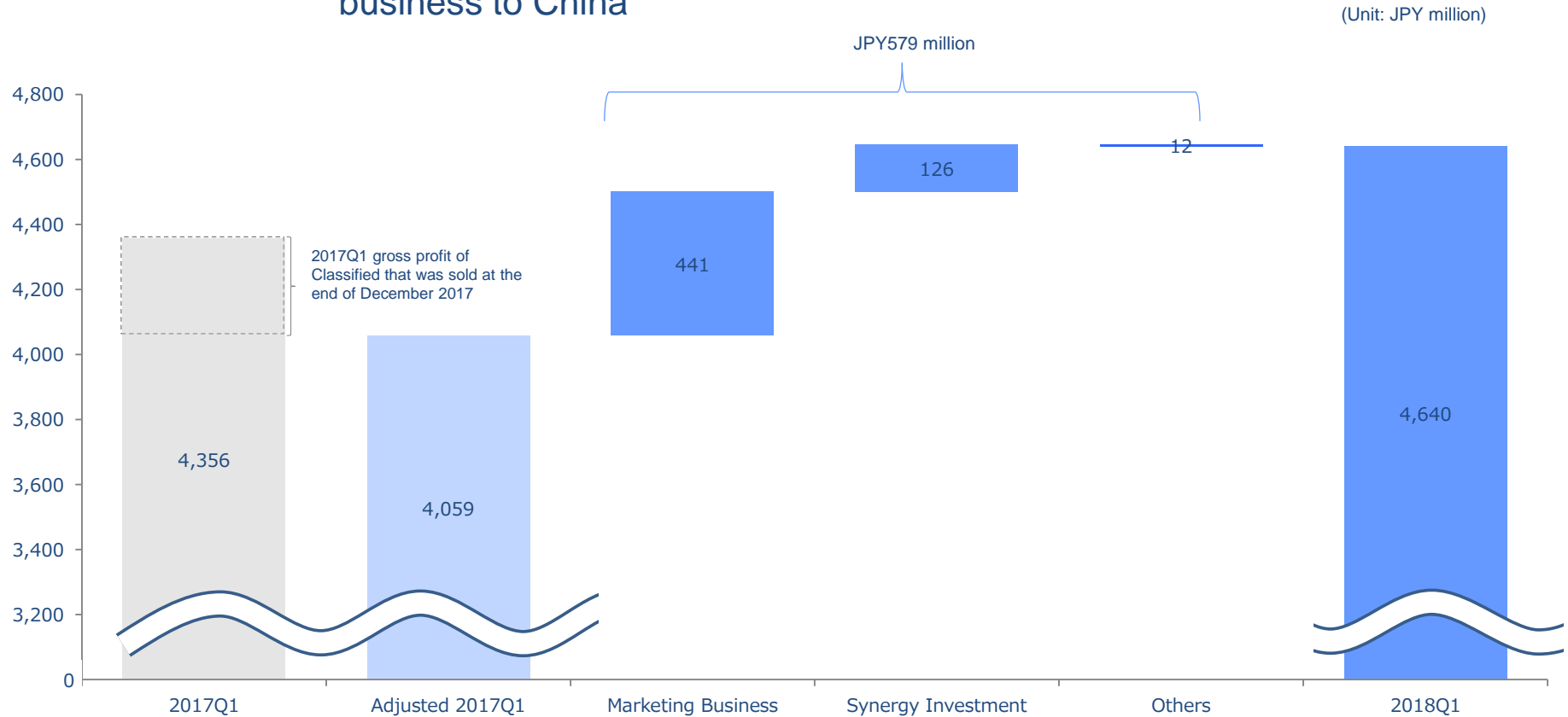
- Marketing Business** Existing customers and acquisition of new customers promoted the growth adjusted YoY +JPY3,077 million (+16.9%) ※
- Synergy Investment** YoY +JPY531million (+52.4%) mainly due to an increased cross-border EC business to China



※ Figures exclude the impact of Classified Inc. that was sold at the end of last consolidated fiscal year

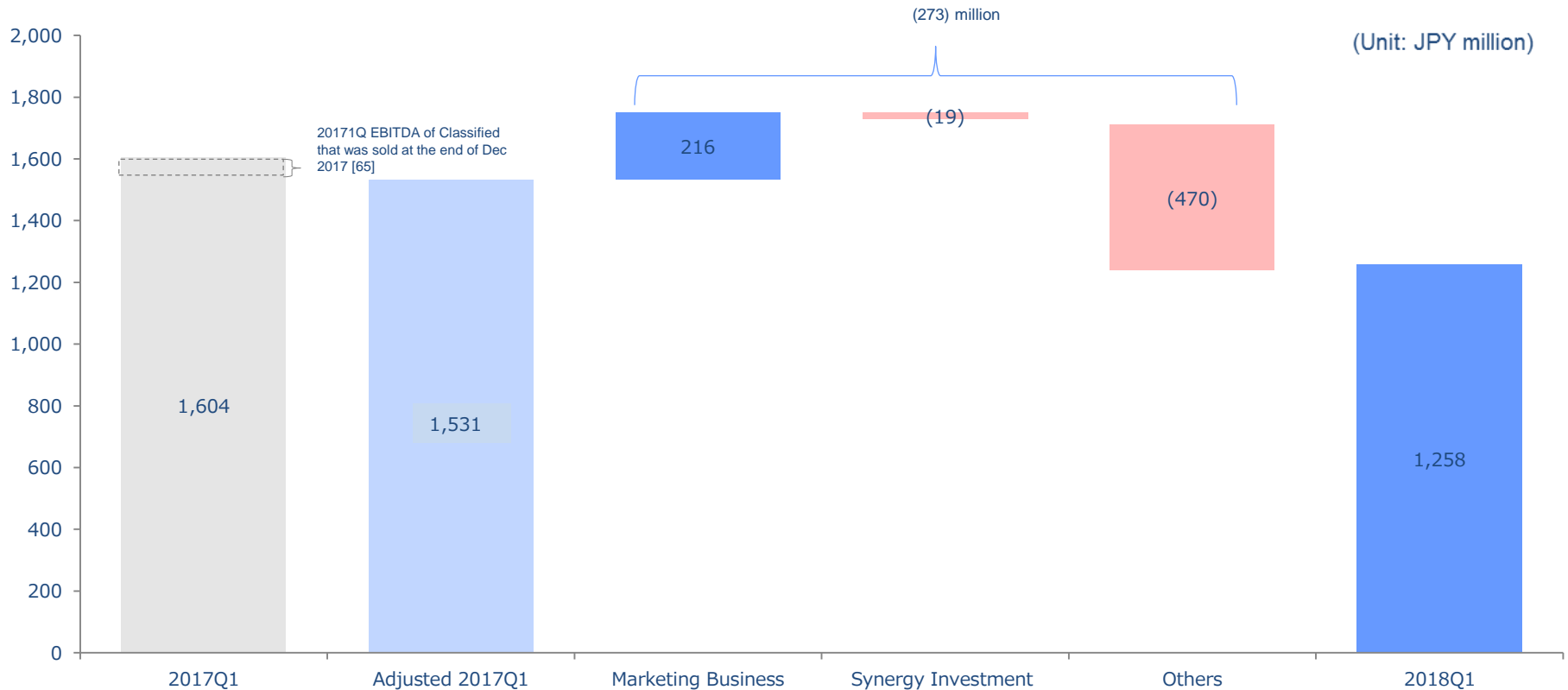
Marketing Business Existing customers and acquisition of new customers promoted the growth adjusted YoY +JPY441 million (+12.9%) ※

Synergy Investment +JPY126 million (+19.6%) mainly due to an increased cross-border EC business to China

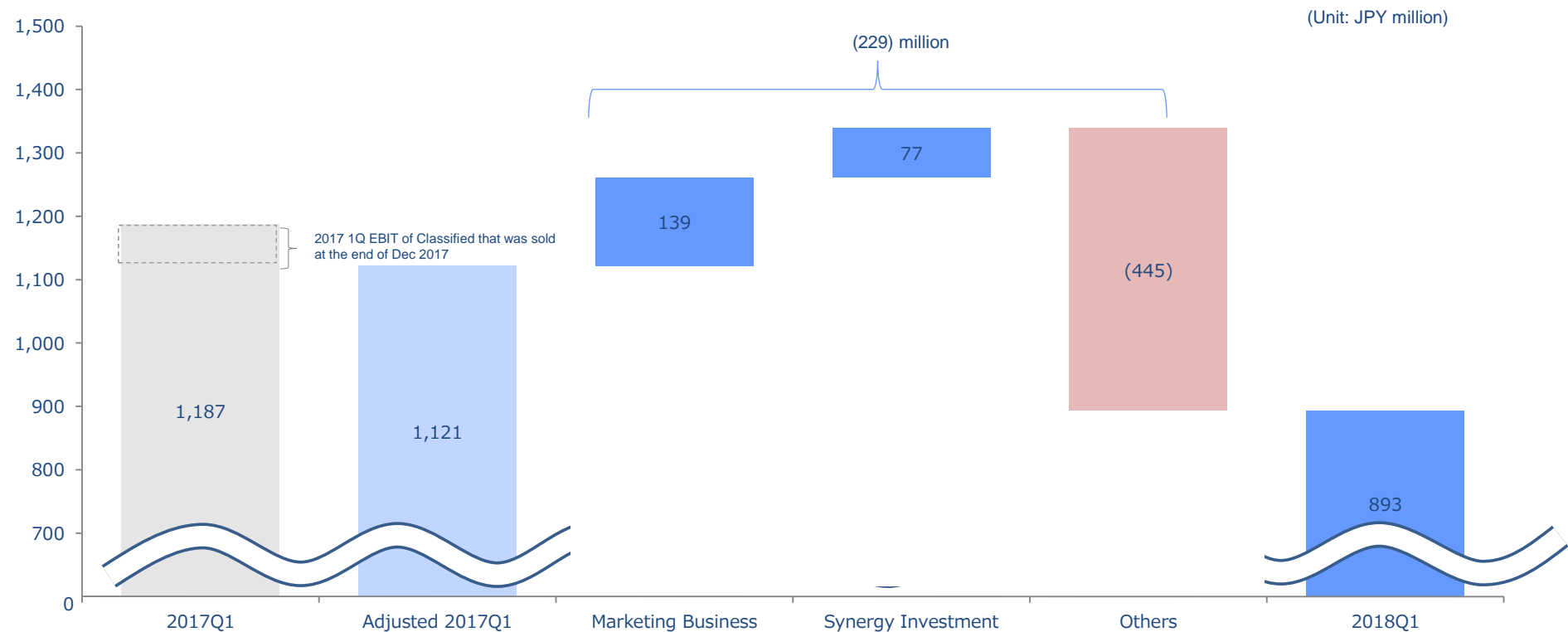


※ Figures exclude the impact of Classified Inc. that was sold at the end of last consolidated fiscal year

- Marketing Business** Adjusted EBITDA 14.9% YoY increase, +JPY216 million due to robust business with large corporation
- Synergy Investment** EBITDA (JPY19 million) YoY due to an increase in SG&A, etc., by addition of consolidated companies
- Others** Expense increased due to investment into reinforcement of management system YoY (JPY116) million and a decrease in on valuation of derivative YoY (JPY207) million



Marketing Business	Adjusted EBIT YoY: + JPY139 million, or 10.9% increase※
Synergy Investment	Reduction of losses at equity method affiliate companies, etc. YoY + JPY77 million
Others	Expense increase with the aim of reinforcement of management system: YoY (JPY116) million Decreased gain on derivatives : YoY (JPY206) million



※ Growth excluding the impact of Classified Inc. that was sold at the end of last consolidated fiscal year

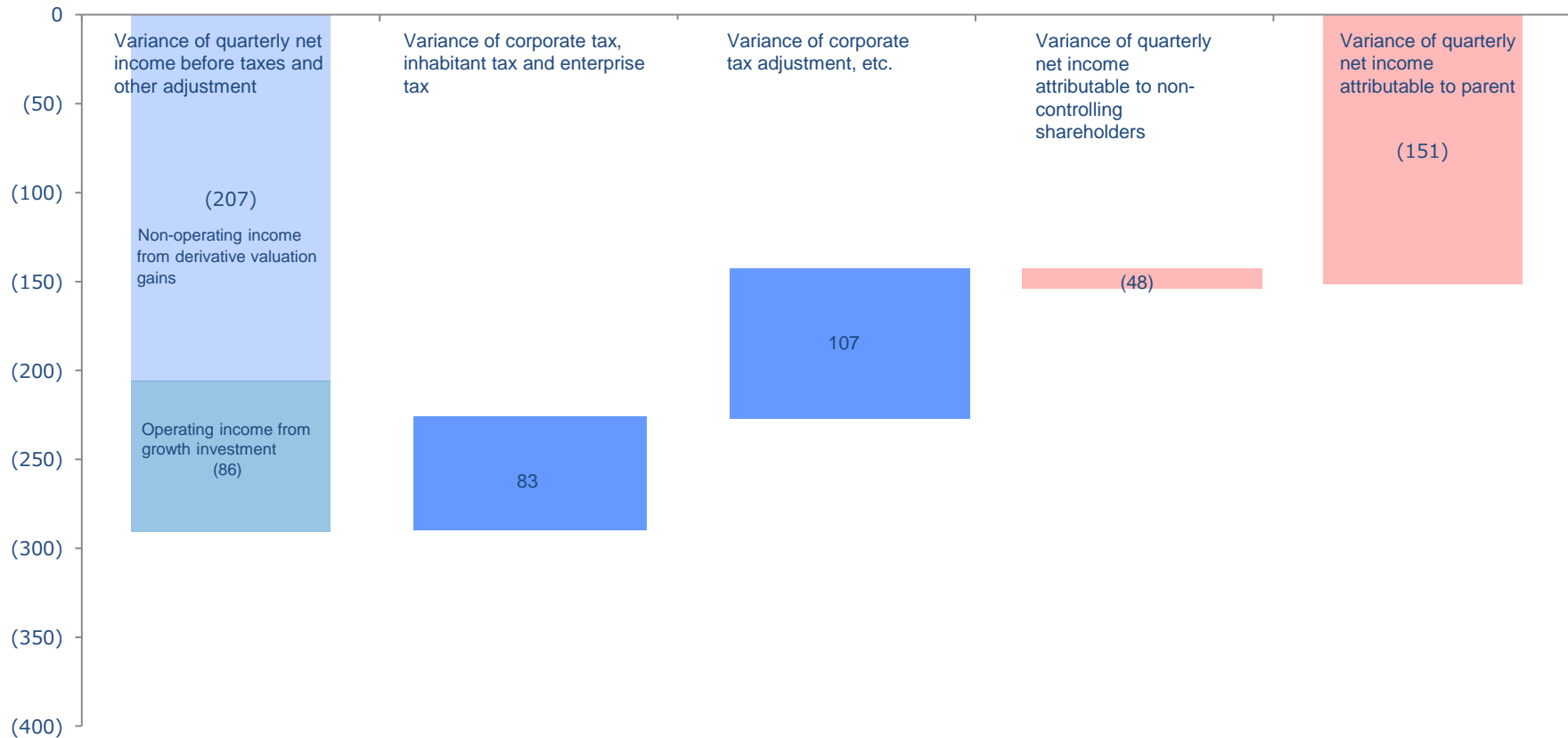
Quarterly Net Profit Difference

Quarterly net income before taxes and other adjustments: YoY (293) million
 Net income attributable to owners of parent: YoY (151) million

Effective tax rate on quarterly net income before taxes and other adjustments

2017Q1: 37.0%
 2018Q1: 27.6%

(Unit: JPY million)



Free Cash Flow

(Unit : JPY million)

	2018Q1	2017Q1	Amount of increase/decrease	Growth rate
Operating Cash Flow	486	613	(126)	(20.6)%
Investment Cash Flow	878	(1,185)	2,063	—
Free Cash Flow	1,364	(572)	1,937	—
Adjustment ※	(1,285)	761	(2,046)	—
Adjusted Free Cash Flow	79	188	(109)	(58.0)%

※Adjustment=Temporary Cash Flow Items (amount deposited for forward stock transaction of company shares and amount returned + derivative balance)

EBITDA

	2018Q1	2017Q1	Amount of increase/decrease	Rate of increase/decrease
EBIT	886	1,114	(228)	(20.5)%
Interest Paid (+)	8	9	(1)	(10.9)%
Interest Received (-)	(1)	(2)	0	37.7%
EBIT	893	1,121	(228)	(20.4)%
Depreciation (+)	157	132	25	19.1%
Amortization of intangible assets (+)	127	121	5	4.2%
Amortization of long-term prepaid expenses (+)	0	1	(1)	(64.4)%
Non-cash losses and gains(+)	80	154	(74)	(48.1)%
EBITDA	1,258	1,532	(273)	(17.9)%



② Four Turning Points

~OPT Holding: Why Now?~

What's happening now at OPT Group

- 【Management】
1 Independent again
- 【Marketing business for large corporations】
2 No.1 growth rate in industry
- 【Marketing business for local/SME clients】
3 Overwhelming No.1 market share
- 【Synergy investment】
4 Listing of Raksul and full-scale start of AI business

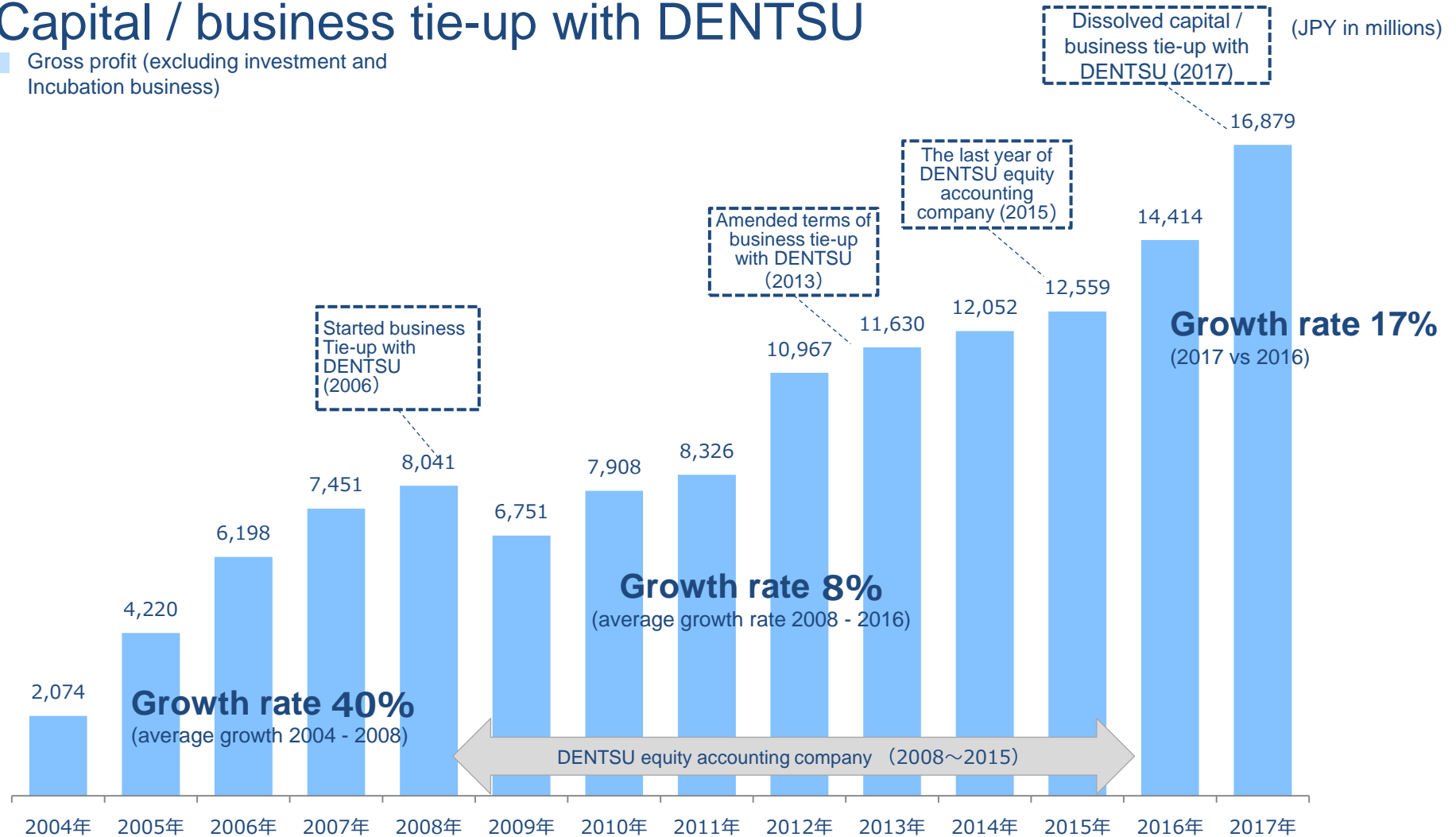


【Management】
1 Independent Again



Back on strong growth after dissolution of Capital / business tie-up with DENTSU

Gross profit (excluding investment and Incubation business)





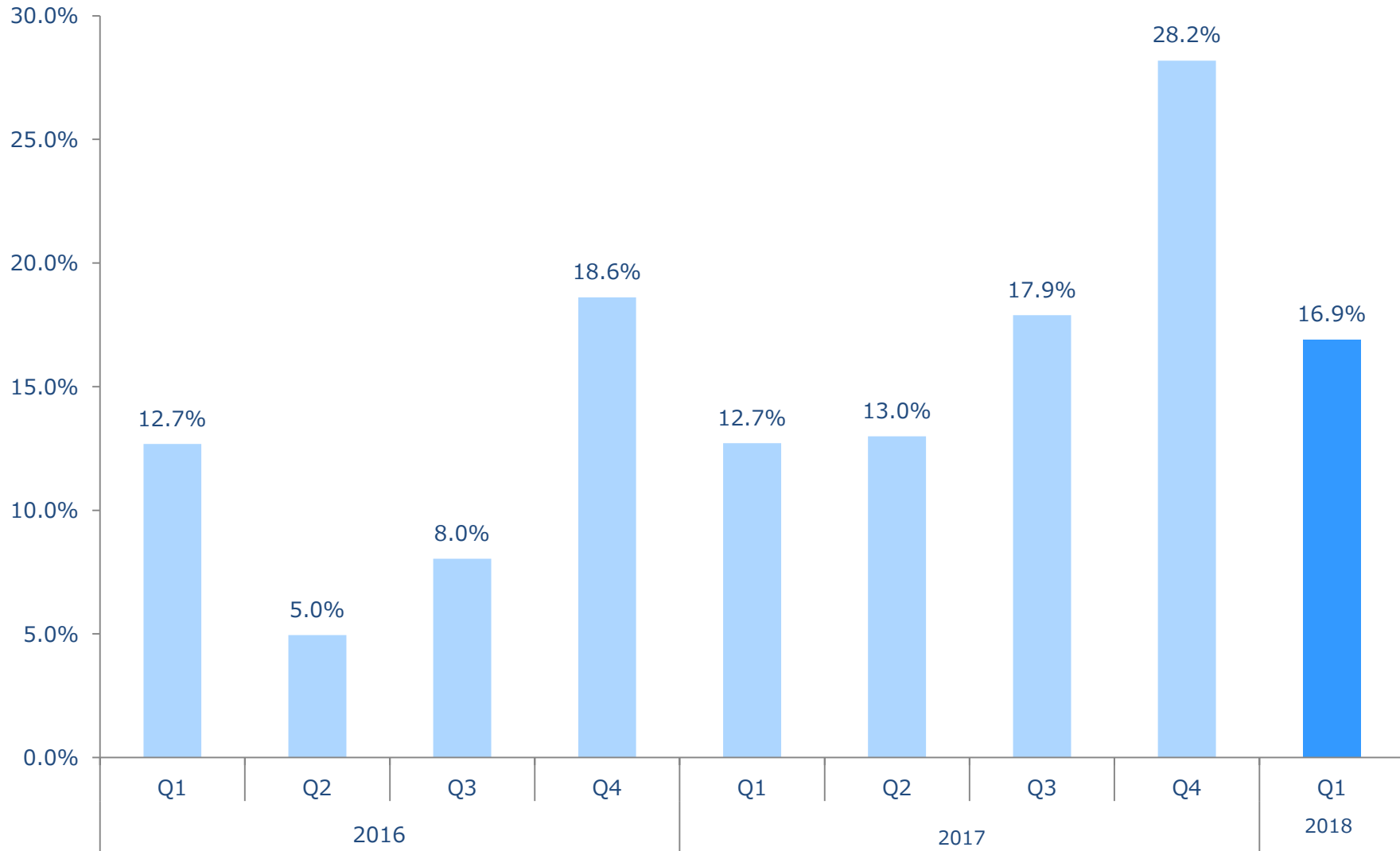
【 Marketing Business for Large Corporations 】

2

Back On Industry's Top Class Growth



2. 【Marketing for Large Corporations】 Back on Industry's Top Class Growth Rate



※Figures exclude the impact of Classified Inc. that was sold at the end of last consolidated fiscal year



2. 【Marketing for Large Corporations】

What is happening in Internet advertisement market

-Expansion of business opportunities due to changes in the market environment-

1. TV is Losing Ground

→ **Brand advertisers are shifting to Internet advertising**

2. Decline of Newspapers/Flyers

→ **Retail stores are shifting to Internet advertising**

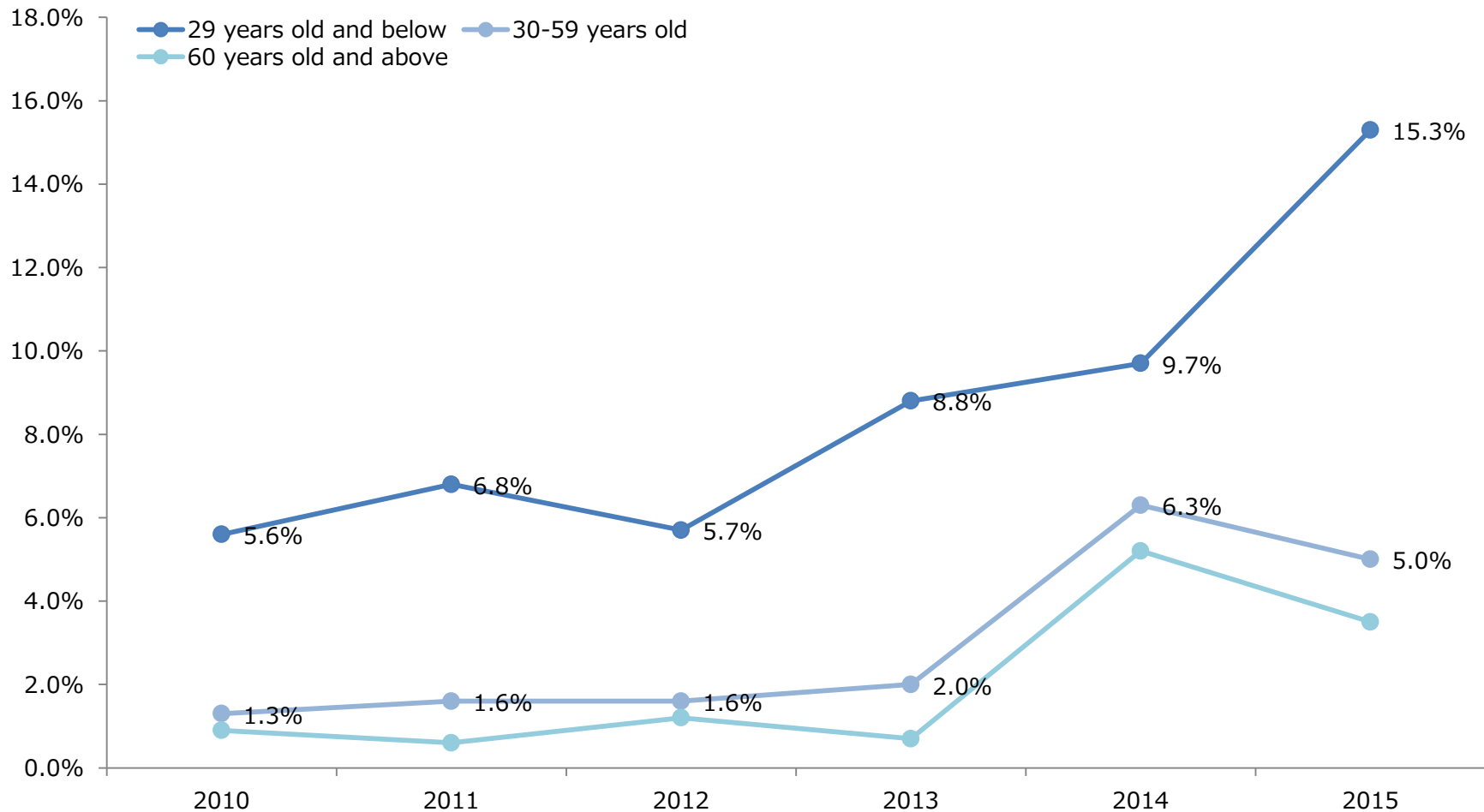


2-1. [Marketing for Large Corporations]

TV is losing ground at dramatically accelerated pace

Brand advertisers shift budgets to Internet advertising; consumers who cannot be reached via TV are growing

[Ratio of households that do not own TV set]



2-1. 【Marketing for Large Corporations】 ADPLAN Research Simulator

Brand advertisers can optimize the budget allocation between TV and Internet by utilizing our own tool "ADPLAN Reach Simulator."

As a result, transaction volume of brand advertisers are dramatically increasing.



**Maximize return on investment by
TVCM X Internet advertisement**

**Set target value based on
campaign information and delivers
industry's first frequency and
distribution analysis**

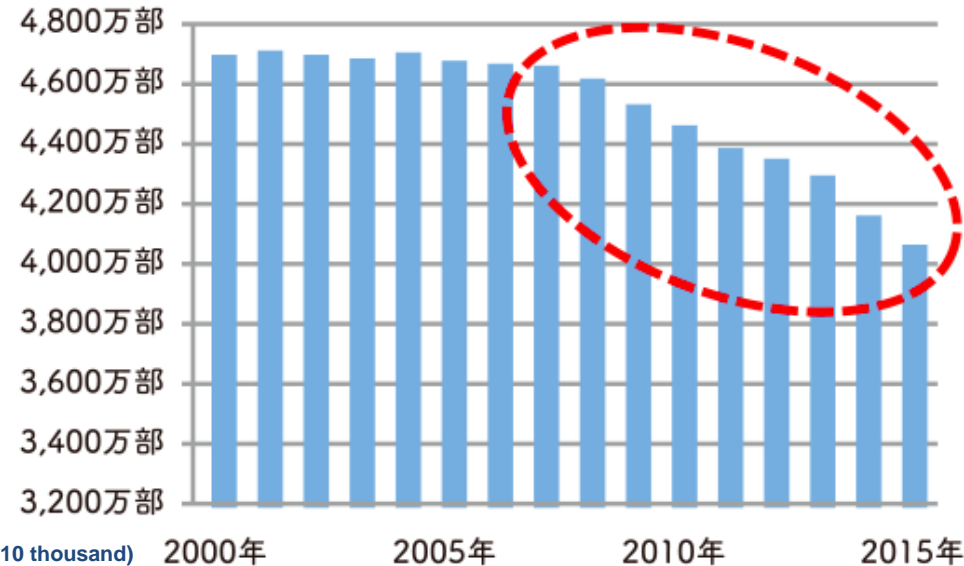
Newspaper flyers also losing at dramatically accelerated pace

Sharp decline of newspaper subscription, consequent decline of flyer ad effectiveness as a tool to increase store traffic.

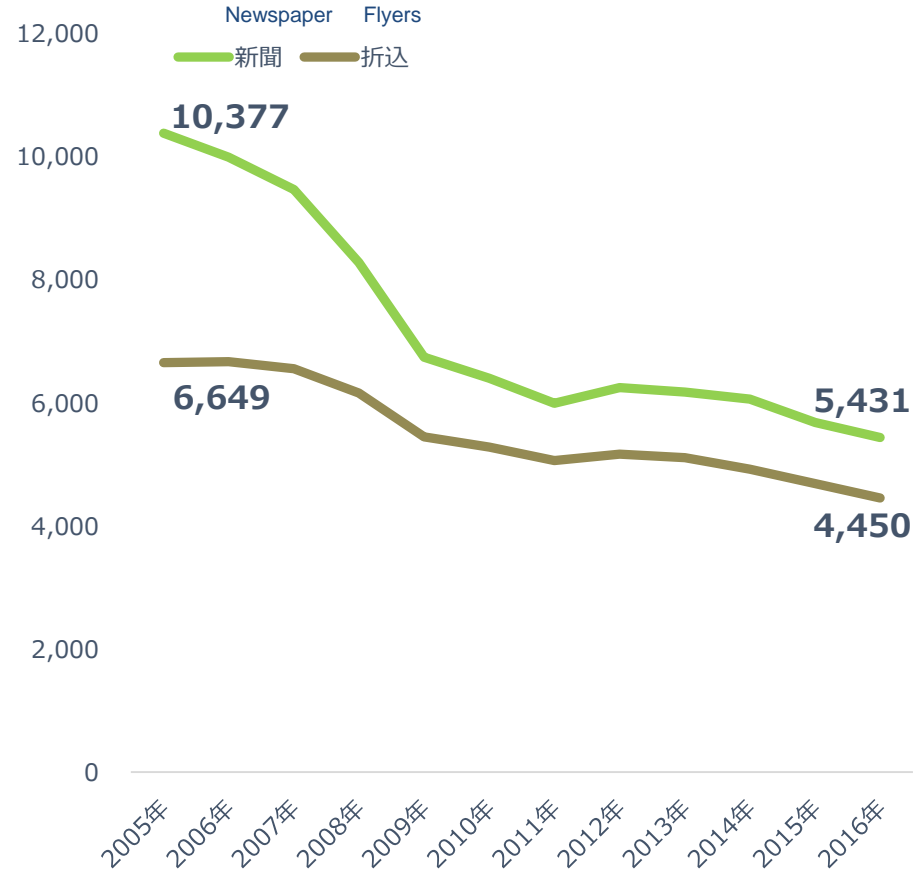
Launch of smartphone tool leveraging GPS information; the ad budget is shifting to Internet.

新聞購読者の減少 Decline of newspaper readers

新聞購読部数の推移 Transition of newspaper subscription



(JPY in 100 million)



※Source: Changes in the newspaper circulation and the number of households, 2015 Nihon Shinbun Kyokai

※Source: Prepared by the Company based on "Advertising in Japan" Dentsu 2016



2-2. Smartphone Solution: Substitute of Flyers

Strong support from customers in the retail industry on delivery of adverts leveraging GPS information and measurement of effectiveness

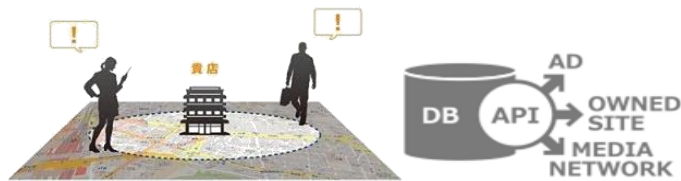


~ Turn potential customers into real customers by providing the last mile fulfilment~

Analysis of trading area and store traffic
(For higher project accuracy)

Target adverts delivery
(Support for increasing store traffic)

Consumer behavior data
(200 million smartphone geolocation data points per day)



Cross-channel geo-behavior history / area characteristics

External data

Store data



Weather /word of mouth/ demographics

Store / product/ inventory/ sales

Project



Measure effectiveness





3 【Marketing Business for Local/SME Clients】
Overwhelming No.1 Market Share



【Marketing Business for Local/SME Clients】

Overwhelming No.1 Market Share and 4 Strengths

SoldOut is the only company whose revenues exceeded JPY10 billion among web marketing companies with business focus on local SMEs

Face-to-Face support at 20 sales offices nationwide

Sales capabilities



Training Support
Use of external resources

Supply capacity



SOLDOUT

SoldOut Inc.
(Spun off from OPT Inc. in December 2009)

Solid customer base

Transactional track record

(as of March 31, 2017)

about 3,243 companies

Based on 44 thousand accounts (automatic bidding)

Analytical capabilities



Over 200 inquiries per month

Marketing capabilities





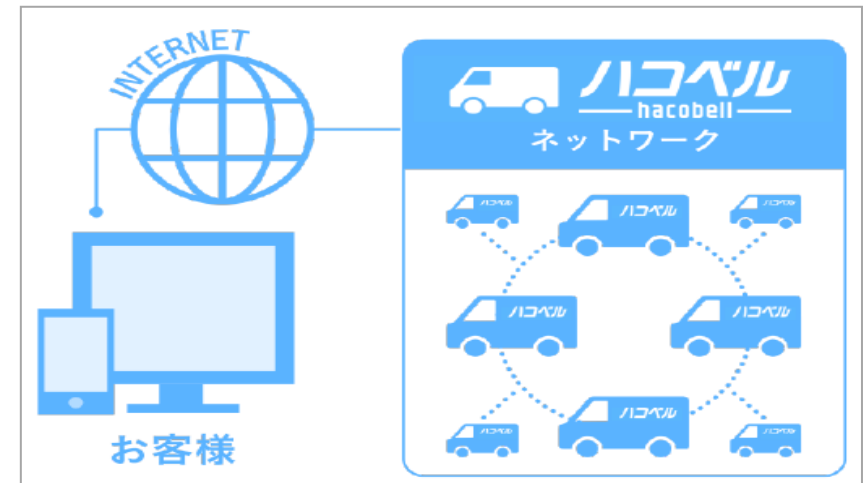
【Synergy Investment】

4 Listing of Raksul and Full-scale Start of AI Business

4-1.【Synergy Investment】 Listing of Raksul

Our biggest investment, “Raksul”(sec code 4384), will be listed on Tokyo Stock Exchange Mothers Market on May 31, 2018.

Our holding ratio is about 17% at the time of listing and is the second largest after founders. Raksul represents sharing economy with two brands “Raksul” for printing and “hacobell” for transportation.

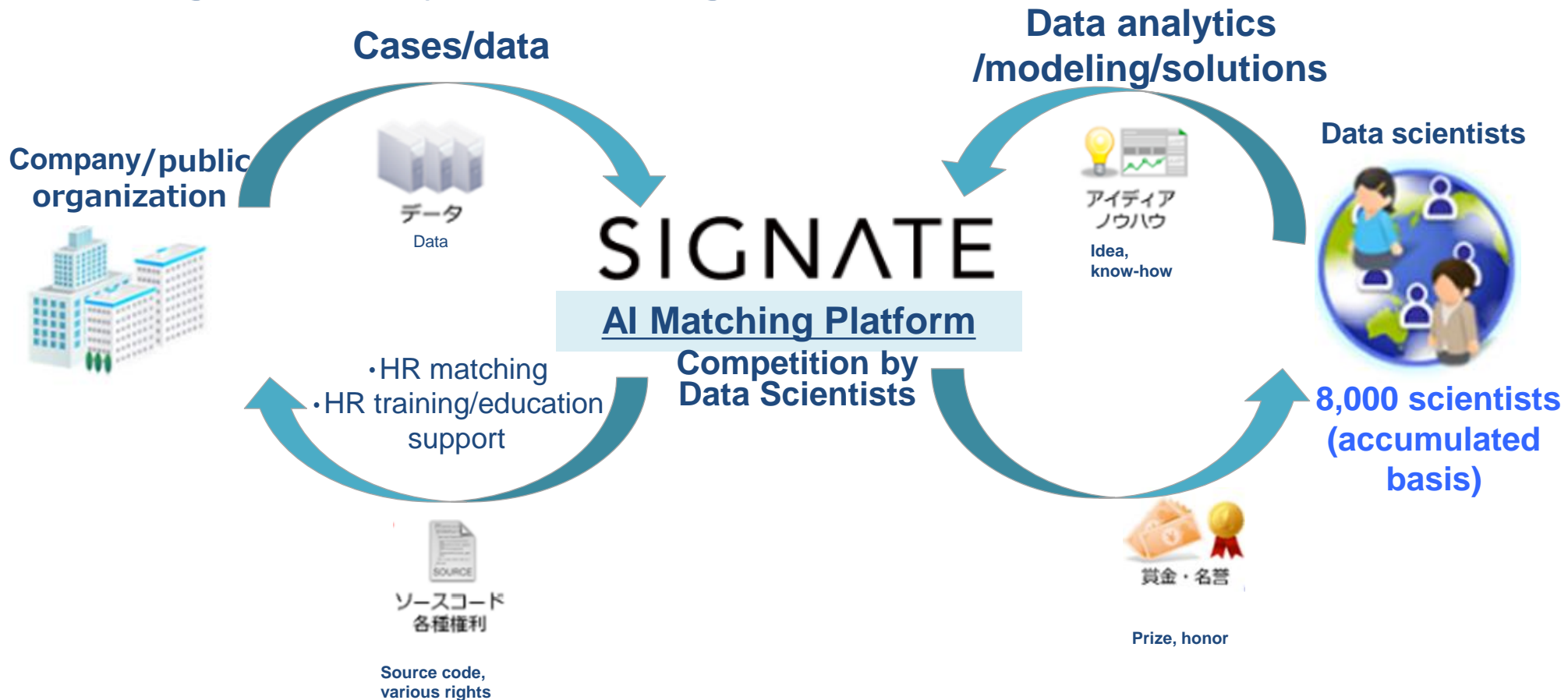


Raksul provides inexpensive printing services using surplus capacity of printing companies nationwide. In addition to printing, Raksul provides design and distribution of printing materials using Internet. Raksul matches operation of designer and distribution, representing sharing economy.

Hacobell is the service that allows you to book baggage delivery "quickly" and "easy" on PC/smartphone application. Hacobell makes it possible for high quality and low price delivery by utilizing surplus capacity of transportation companies.

【Business Development】 Full-scale Start of AI Business

Established “SIGNATE,” 100% owned by OPT Holding.
Japan’s largest AI matching platform with 8,000 data scientists,
providing data analysis/modeling/solutions.





4-2.【Business Development】 Major AI Ventures

Company	PKSHA Technology (Securities code 3993)	Preferred Networks	<p style="text-align: center;">OPT HD's 100% subsidiary</p> <p style="text-align: center;">SIGNATE</p>
Characteristics	Solution development and license offering using algorithms (machine learning / deep learning・natural language processing・image recognition)	Focus on IoT R&D / product development・distribution of natural language processing with the aim of business utilization of real time opportunity learning technology	<ul style="list-style-type: none"> • AI development by competition and recruiting / training AI talents • Accumulated 8,000 data scientists
Monetization Method	<ul style="list-style-type: none"> • Solution development • License fees 	<ul style="list-style-type: none"> • R&D • Product development /distribution 	<ul style="list-style-type: none"> • Development of competition-type AI algorithm • Executive search of AI talents
Market Cap.	200 billion yen (as of January 16, 2018)	Unlisted 232.6 billion yen (Article on NEXT Unicorn, Nikkei Shinbun, November 20, 2017)	Unlisted

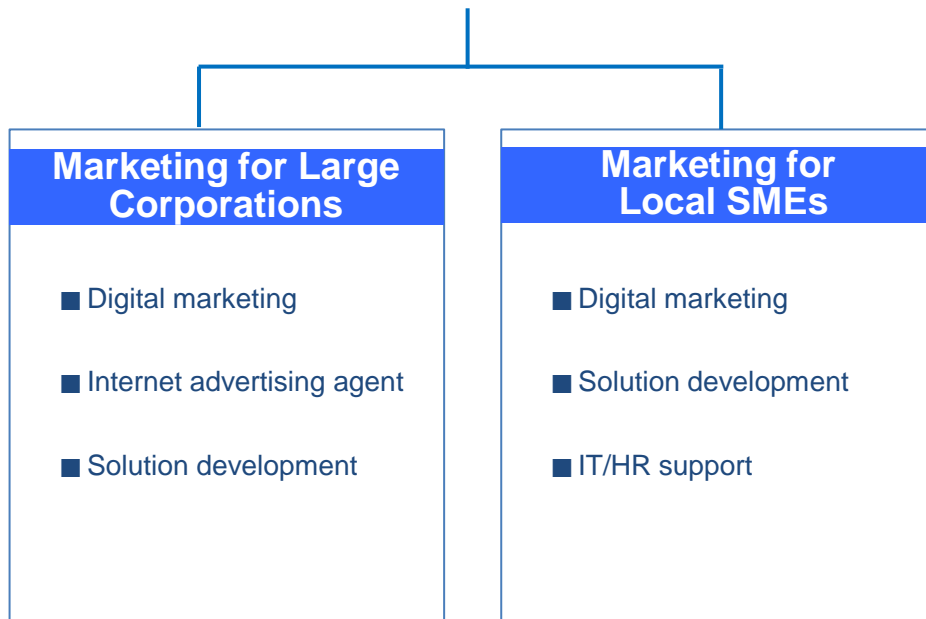


3 Introduction of OPT

Marketing Segment for Large Corporations

Group senior executives will discuss our business at quarterly earnings conference.

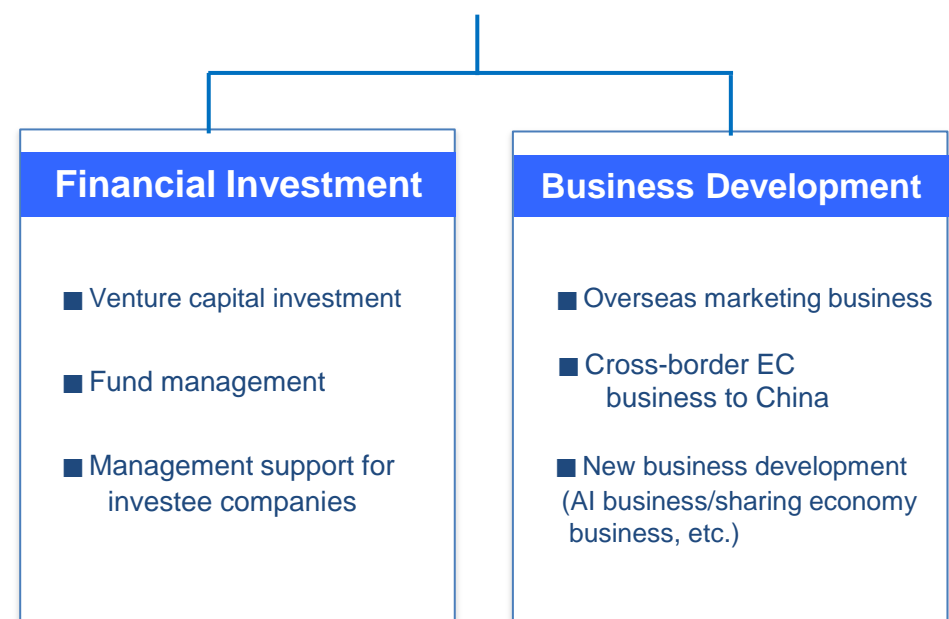
Marketing Business



Discussion about OPT Inc. at 1st quarter earnings conference by CEO Kanazawa

Discussion about SoldOut inc. by CEO Ogiwara at 3rd quarter earnings conference

Synergy Investment



Discussion about Synergy Investment by Group COO Nouchi at 2nd quarter earnings conference

Born in 1980 (37 years old), millennial, and youngest CEO in the industry

2005: Started working for OPT Inc. as a part-timer

2008: Head of the Sales

2010: General Manager of the Sales

2013: Marketing Executive Officer

2015: President & CEO of OPT Inc.

2017: Head of Marketing for Large Corporations,
OPT Holding Inc.

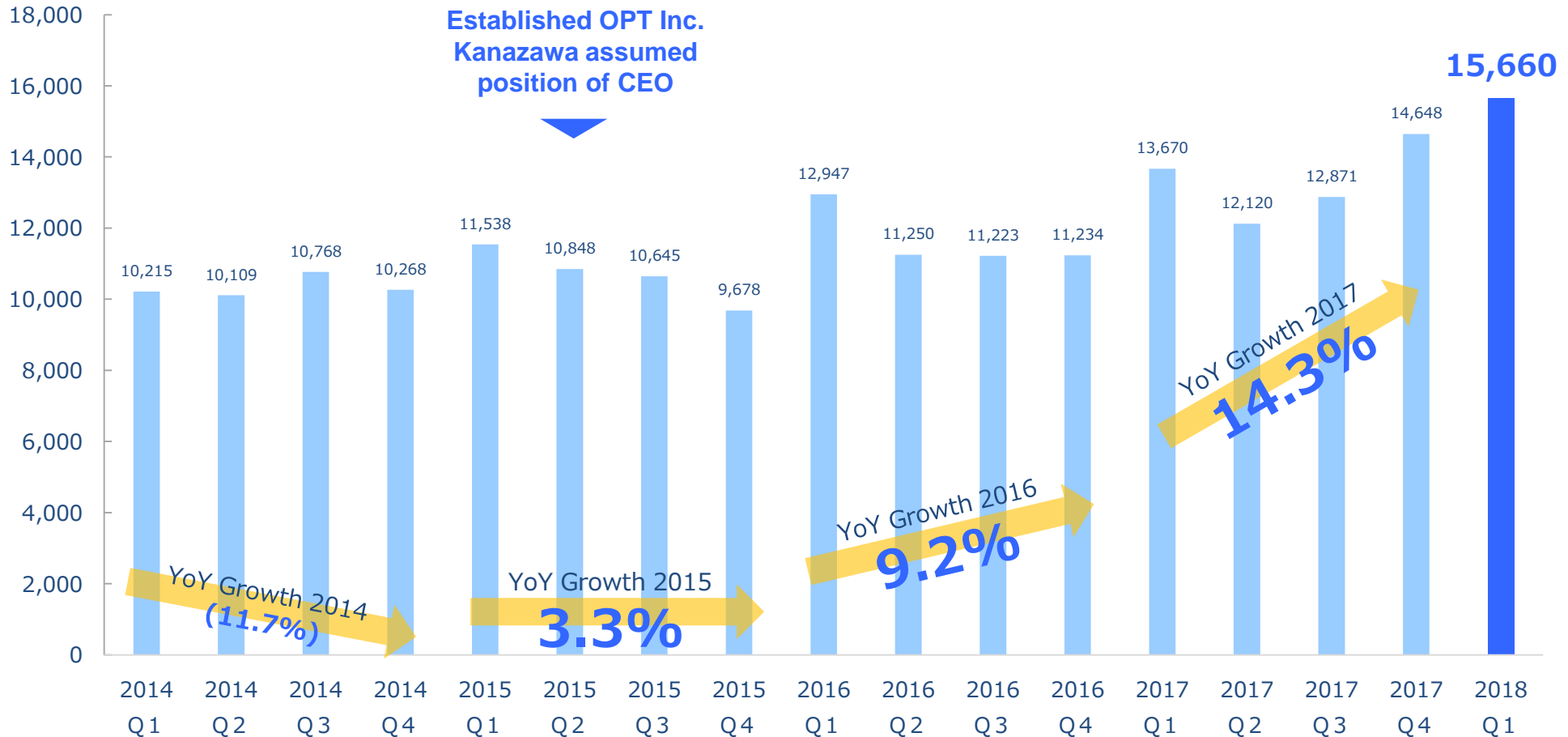
- Formulated company-wide vision
- Consistently over-achieved budget
- Built a strong leadership team with diverse background



※Reference: Interview President Kanazawa of OPT on what is “middle up-down management” that made V shape recovery possible
<https://www.sbbit.jp/article/cont1/34855>

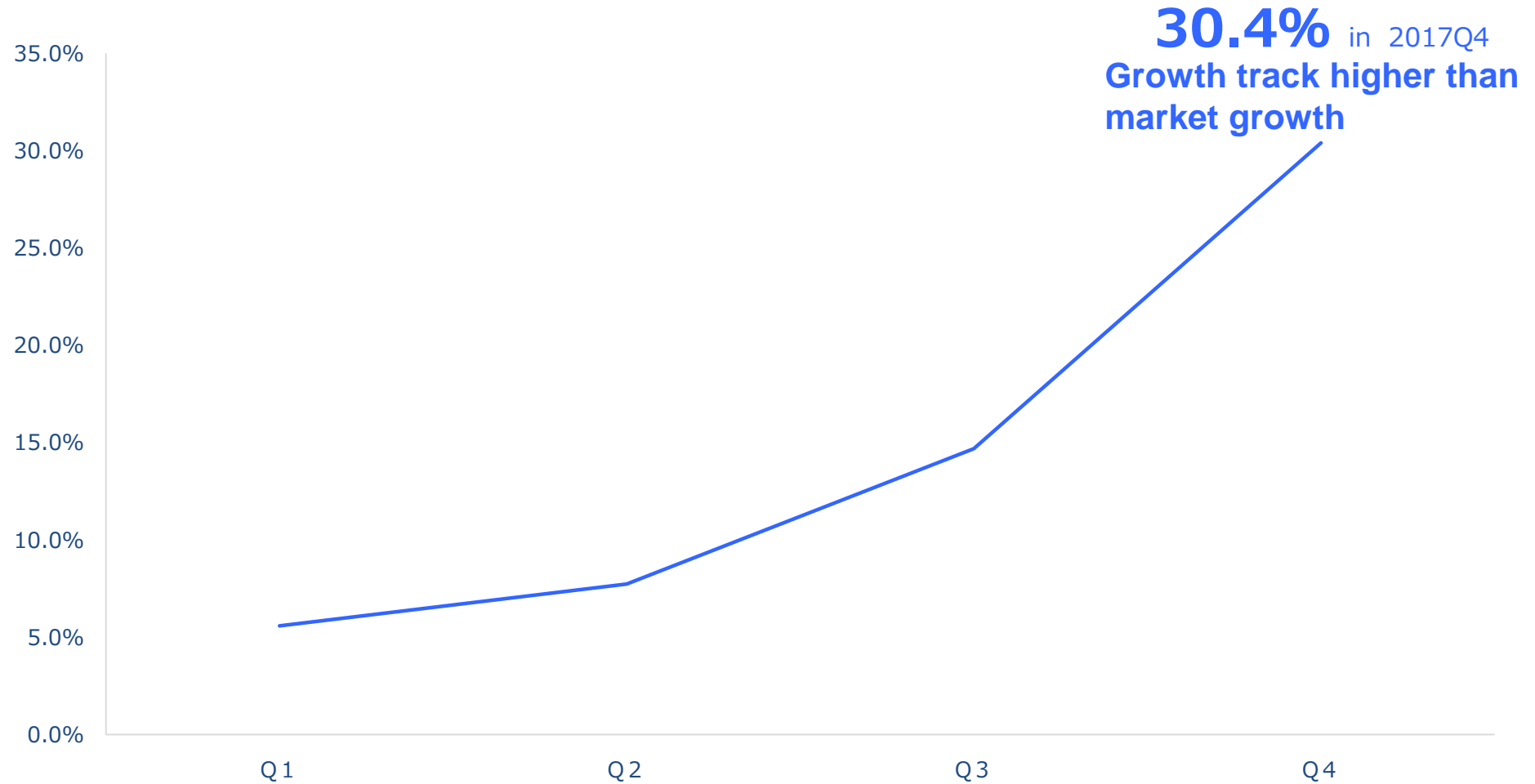
Step-changed strategy/company structure; the company has been on robust growth.
 Posted another record-high revenue in 1st Q 2018.

(unit: JPY million)



※ Revenue of OPT Inc. : Until FY2014, out of sales of former OPT Inc. excludes sales of non-advertising business such as Investment Incubation Business, etc.
 After FY2015, revenue of current OPT Inc.

Strategic changes have produced robust growth from 2017;
Achieved 30% growth in 4th Q 2017, higher than market growth.



Put management resources* at the right time in the specific growth areas.

▼ **Before establishing OPT Inc.**

Understood clients' businesses through industry specific organization

▼ **After establishment**

Expansion of customer base

Approached large corporations with big market size

Formulation of specialized organization

Pioneered to develop specialized organization

Original product development

Developed products catering to customer needs

Development of service in non-advert area

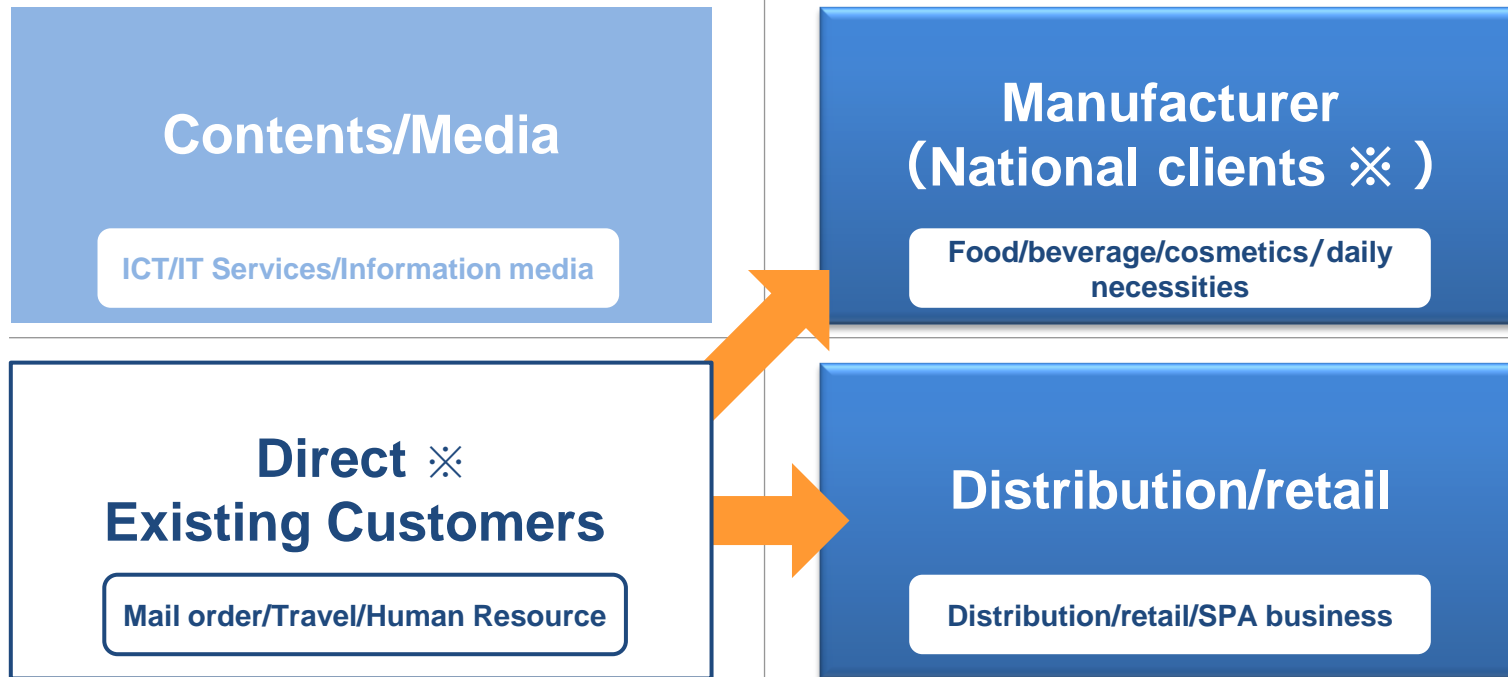
Expanded marketing management service

※Management resources: people, things, money, information, time, intellectual property

In addition to direct existing customers, accelerated approach to large corporations with big market size (manufacturers/retailers).

Advertising Expense (Brand)

Growth Companies



Large Corporations

Sales Promotion Expense (Direct)

*National client: Major advertisers selling their own brand products / services nationwide/overseas

*Direct: Promotional activities aimed for sales promotion

Pioneered to create specialized organization focusing on growing business segments/growing services ahead of competition.

Target Clients

Specialized Organization

Manufacturers (National clients)

Food/beverage/cosmetics/daily necessities

**In 2015, created brand advertising organization with 50 staff.
In 2015, expanded organization focusing on video advertising.**

Distribution/Retail

Distribution/retail/SPA business

**In 2016, created specialized organization focusing on “LINE.”
In 2016, created specialized organization for distribution/retail channel.**

Hugely increased a number of engineers from 6 to 100, and developed original products catered to clients' needs with group companies.

Target Customers

Original Products

Manufacturers (National clients)

Food/beverage/cosmetics/daily necessities

Distribution/Retail

Distribution/retail/SPA business

ADPLAN Reach Simulator



-Planning tool to maximize return on investment by forecasting optimal volume of placing ads between TV commercials and Internet ads

ULIZA



-Japan's one of largest video ad distribution network owned by SkillUP Video Technologies

TSUNAGARU

TSUNAGARU

- LINE Business Connect delivery tool

toSTORE



- Solution for promoting and measuring store traffic leveraging GPS information (owned by ConnectOM, OPT HD's 100% subsidiary)

Strategic Action-4: Service Development in Non-Advertising Area

Not only managing internet advertising, provided the end-to-end marketing support from strategic planning to PDCA management by OPT marketing professionals.



※ STP : Segmentation, Targeting, Positioning
 ※ LTV : Life Time Value (Life time value of customers)

Put Management Resources at the Right Time in the Growth Areas

Actions		Result
Expansion of customer base	Approached large corporations with big market size	Brand Advertisers YoY Revenue growth 2018Q1 +108%
Formulation of specialized organization	Pioneered in formulating specialized organization	O2O Actual of Distribution/Retail client YoY Revenue growth 2018Q1 +709%
Original product development	Developed products catered to specific customer needs	Total number of in-house engineers 6 → about 100
Development of service in non-advert area	Expanded marketing management service	Non-advertising YoY Revenue growth 2017 +29%

※ Management resources: people, things, money, information, time, intellectual property
 ※ O2O : Abbreviation of Online to Offline, promotion with the aim to increase store traffic

Further to the industry specialized organizations, strengthen the expertise of Product Team.

Continue to invest management resources in the growth areas.

Advertisers

**Manufacturers (National client)
Retail-related**

Products

Develop and expand sales of video advert solution and the advert solution with GPS information.

Services

Provide comprehensive value chain in non-advert segment by leveraging marketing management services.

※ Management resources: people, things, money, information, time, intellectual property

We are the
Innovation Agency





4

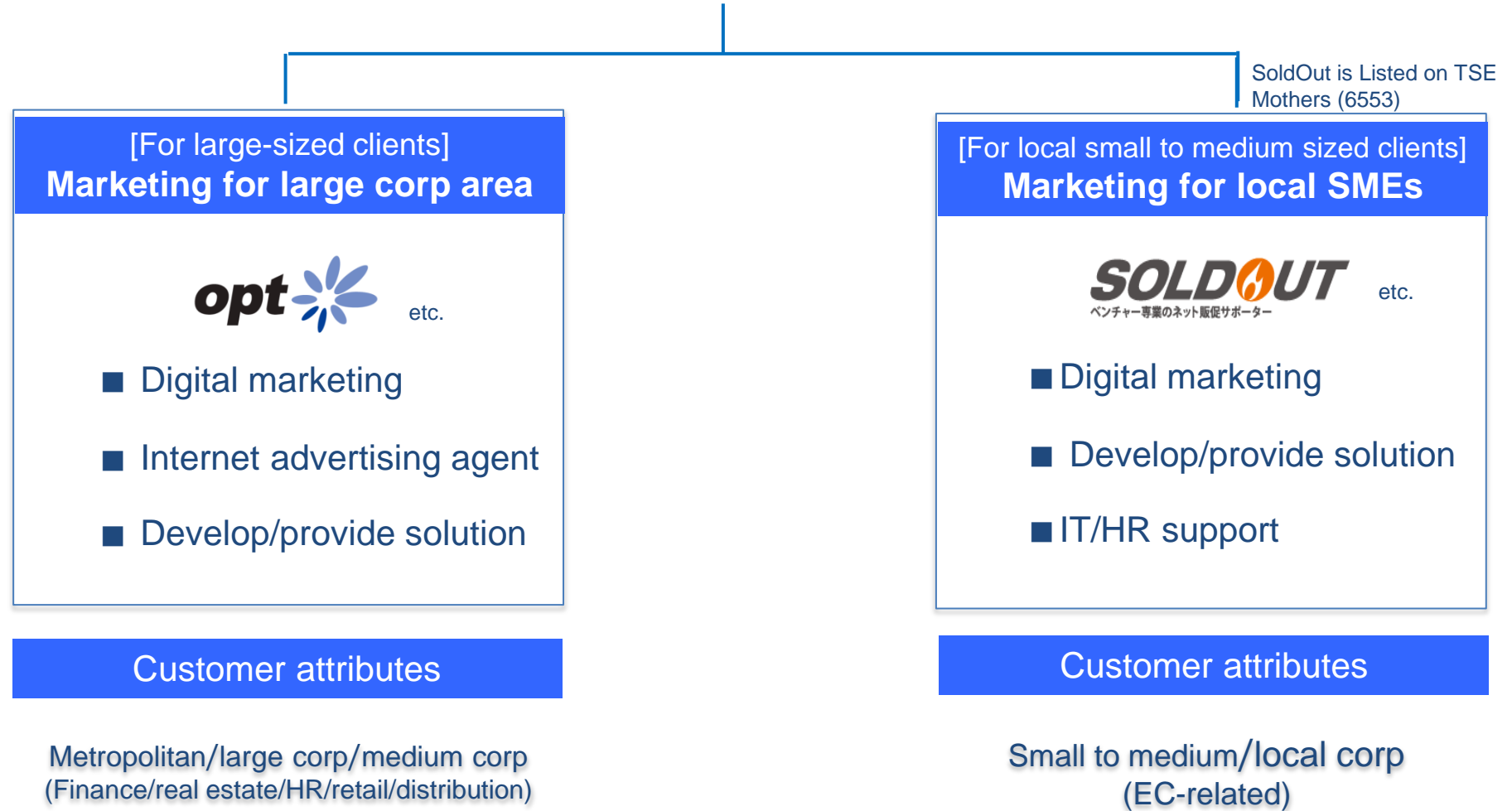
References



Summary by Segment

Marketing Business
Synergy Investment Business

Marketing Business that Supports Digital Shift of Business Corporations Nationwide





Decomposition of Revenue Growth of Marketing Business

Marketing Business

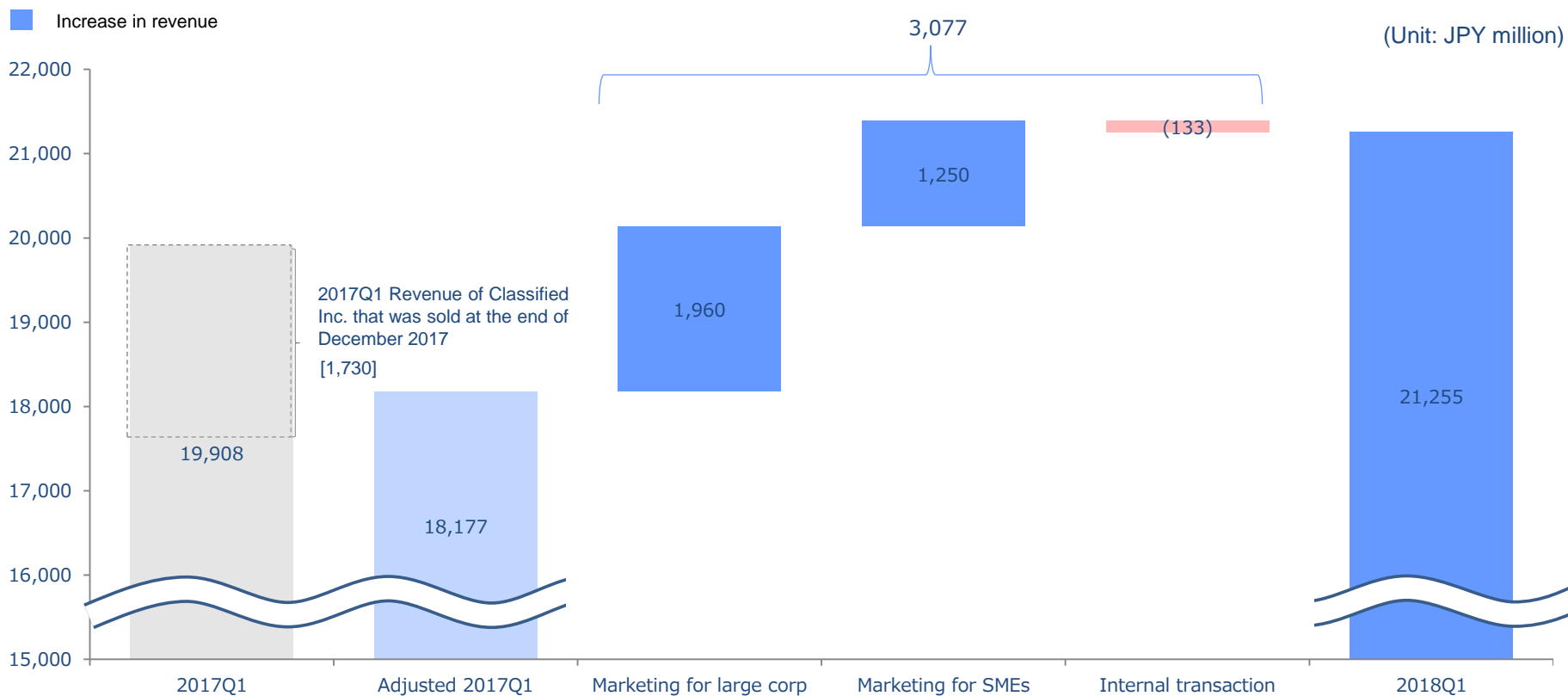
Adjusted* Revenue YoY + JPY3,077 million (+ 16.9%)

Area for large corp

Increased business with brand advertisers and existing clients + JPY1,960million (+12.6%)

Area for local SMEs

Strong support from existing clients and increasing business with EC-related customers YoY +JPY1,250 million (+ 46.0%)

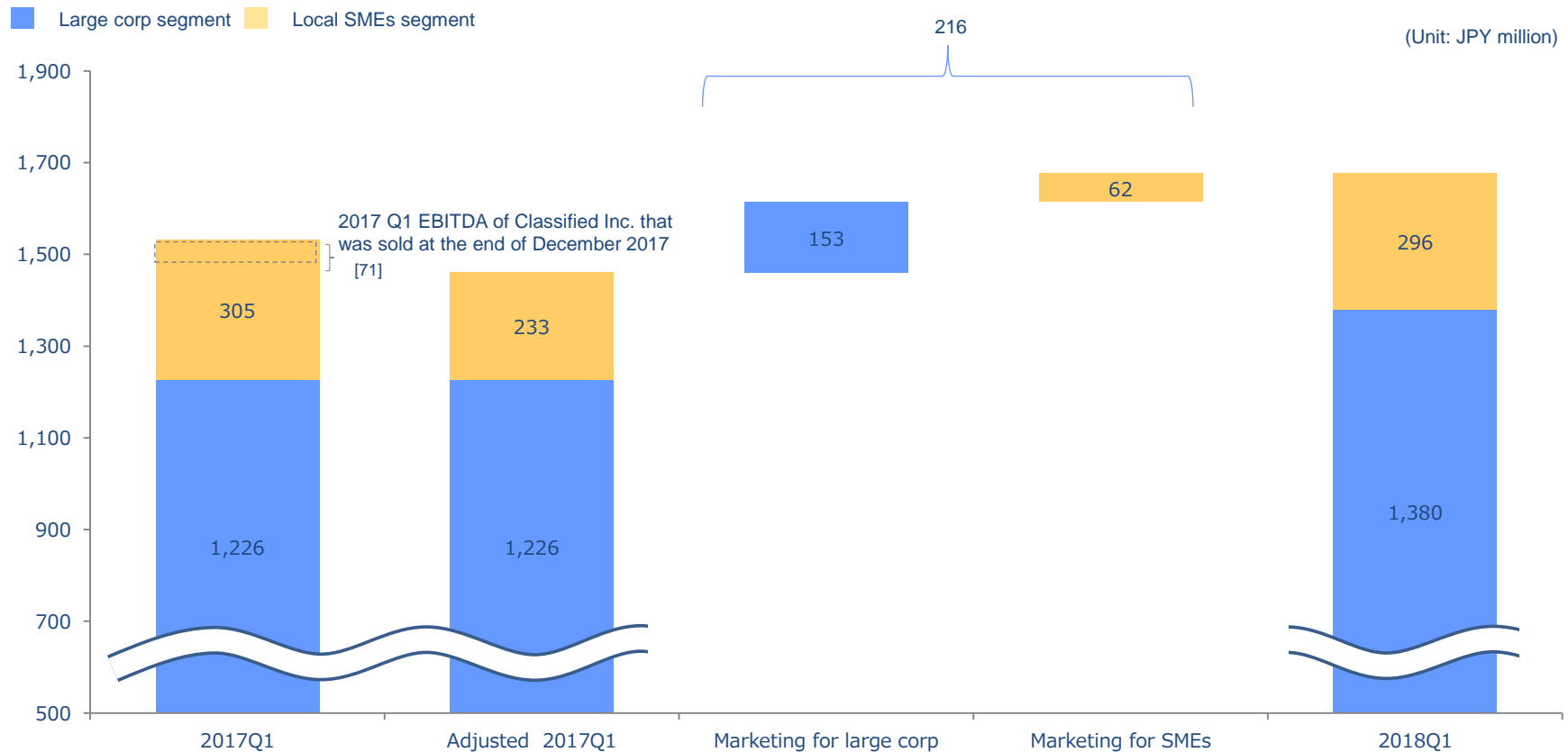


* Figures exclude the impact of Classified Inc. that was sold at the end of last consolidated fiscal year

Marketing Business Adjusted EBITDA ※ YoY + JPY216 million (+14.9%)

Area for large corp Increased business with brand advertisers and existing clients
YoY + JPY153 million (+12.6%)

Area for local SMEs Strong support from existing clients and increasing business with EC-related customers
YoY + JPY62 million (+27.0%)



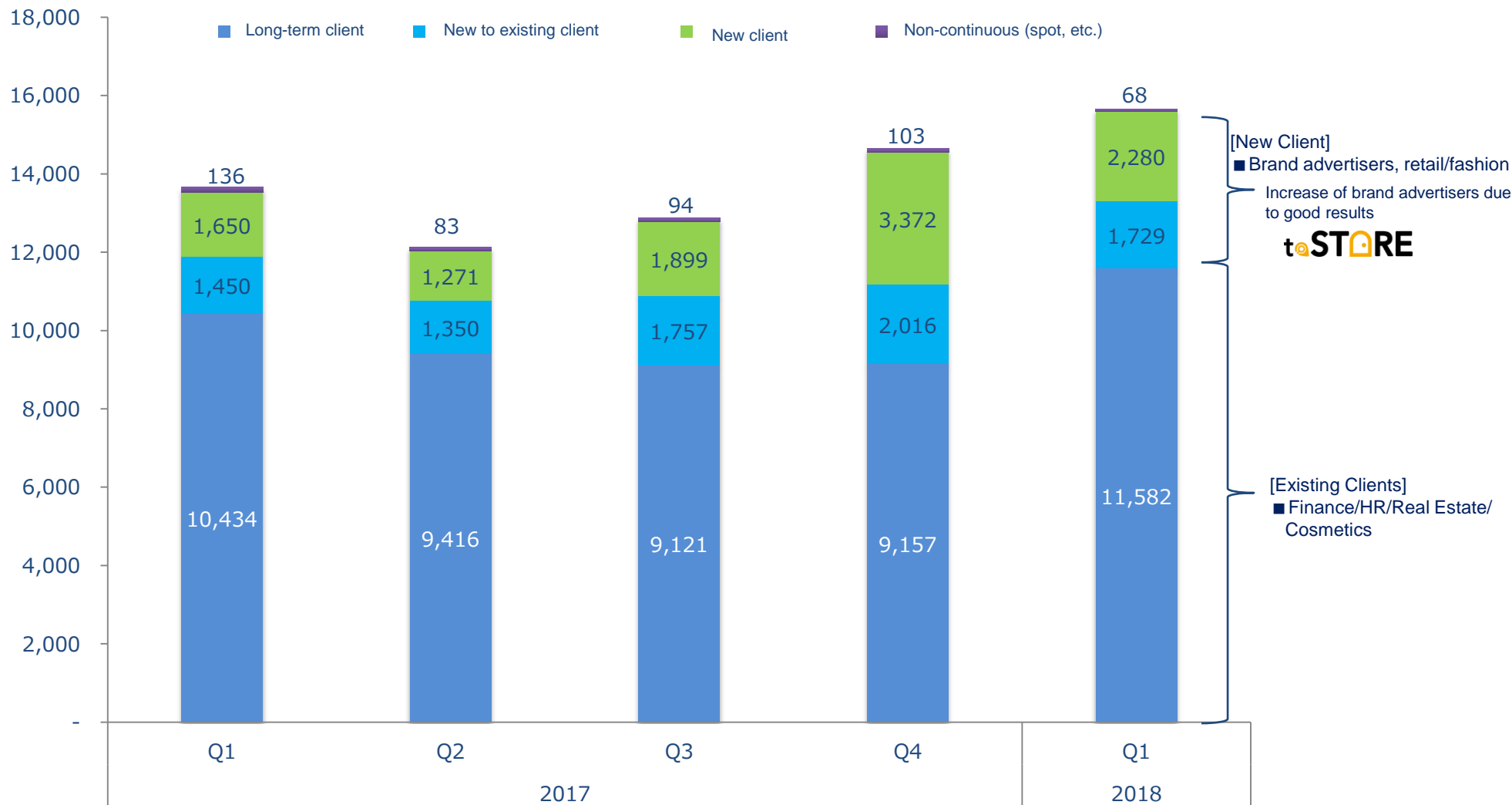
※ Figures exclude the impact of Classified Inc. that was sold at the end of last consolidated fiscal year



Break-down of OPT Inc revenue shows a strong support by existing clients and acquisition of new clients.



• Revenue YoY 14.6% increase, supported by both existing and new clients.



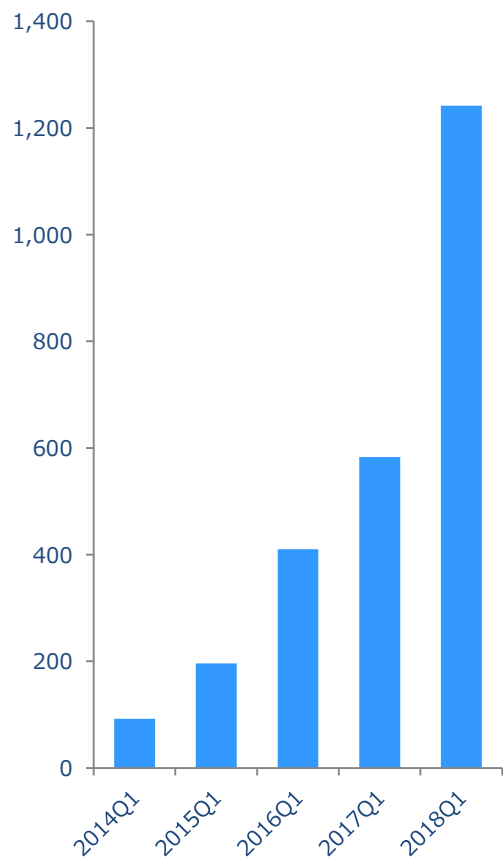
※Long-term client: Client who continue to have transaction for more than 24 month, New to existing client: Client who has transaction for longer than 12 months and less than 24 months
 New client: Client who has transaction for longer than 1 month and less than 12 months, Non-continuous (spot, etc.): Client who has continuous transaction for less than 3 months

• Cross-Sell / Acquisition of New Clients

(Unit: JPY million)

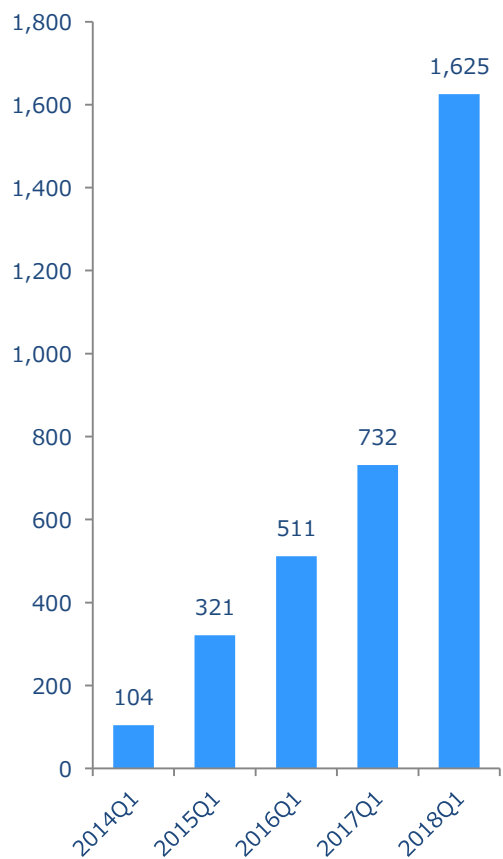
Video Advertising

YoY: 113.0% increase



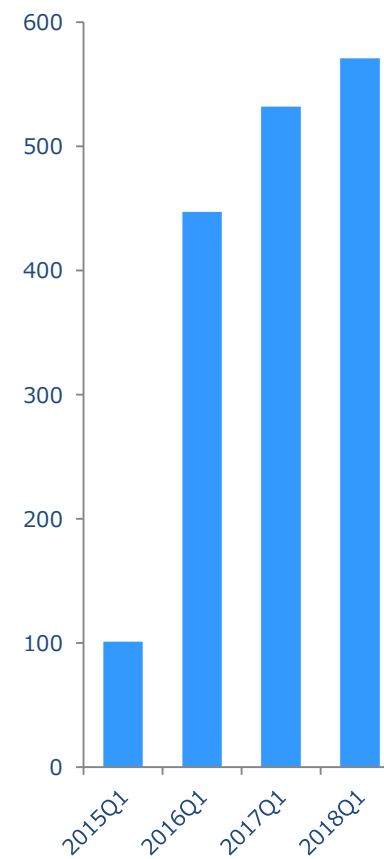
SNS Advertising

YoY: About twice increase



LINE Advertising

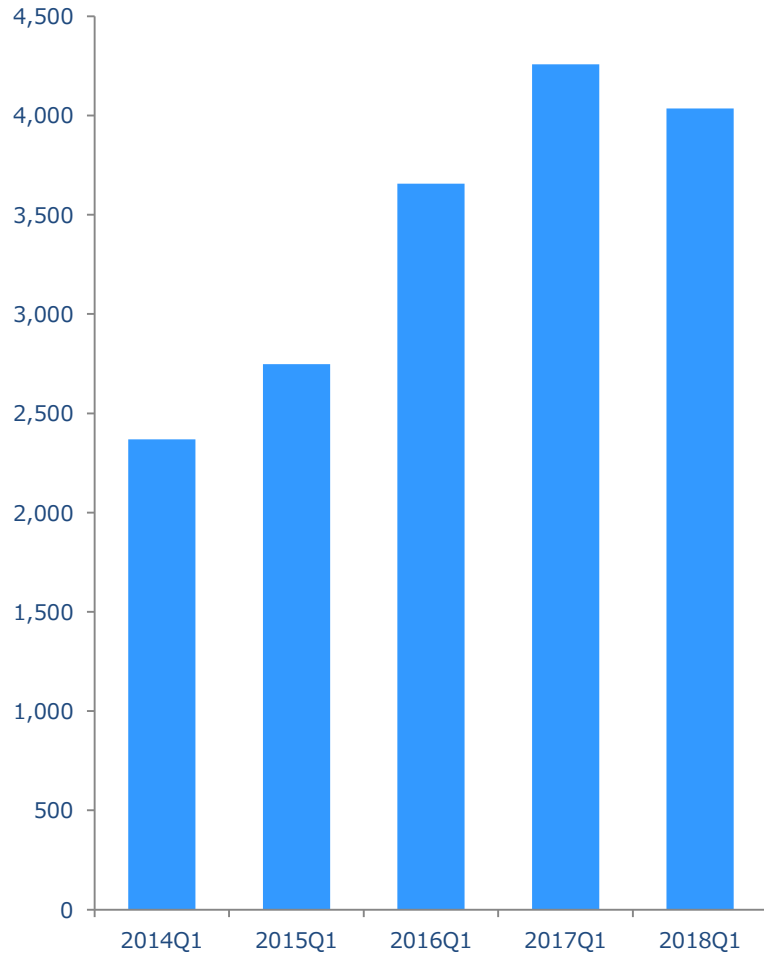
YoY: 7.3% increase





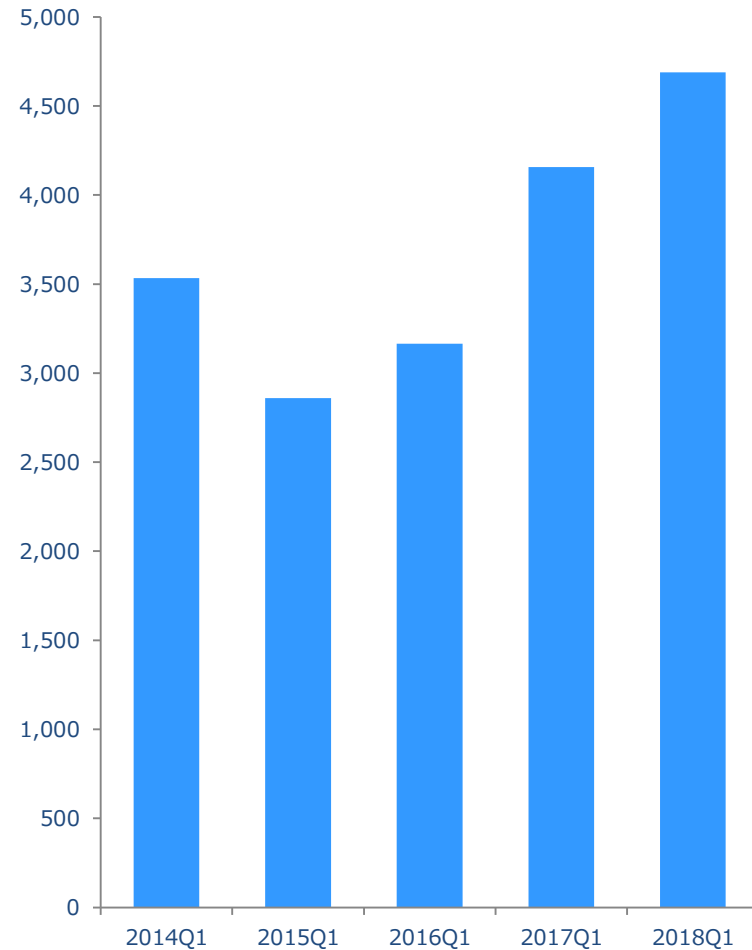
Ad Network Advertising

YoY: 5.3% decrease



Listing Advertising

YoY: 12.8% increase



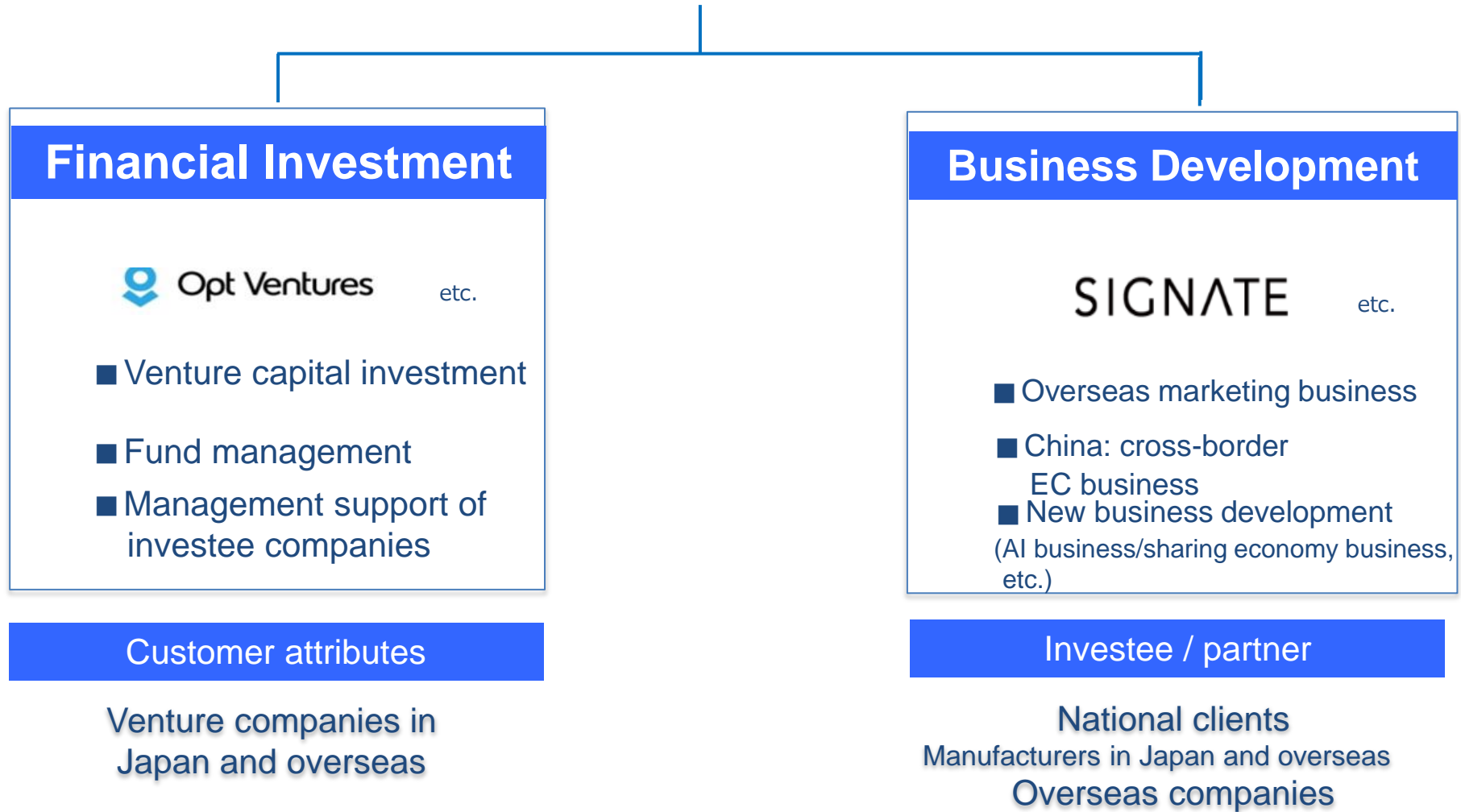
(Unit: JPY million)



③ Summary by Segment

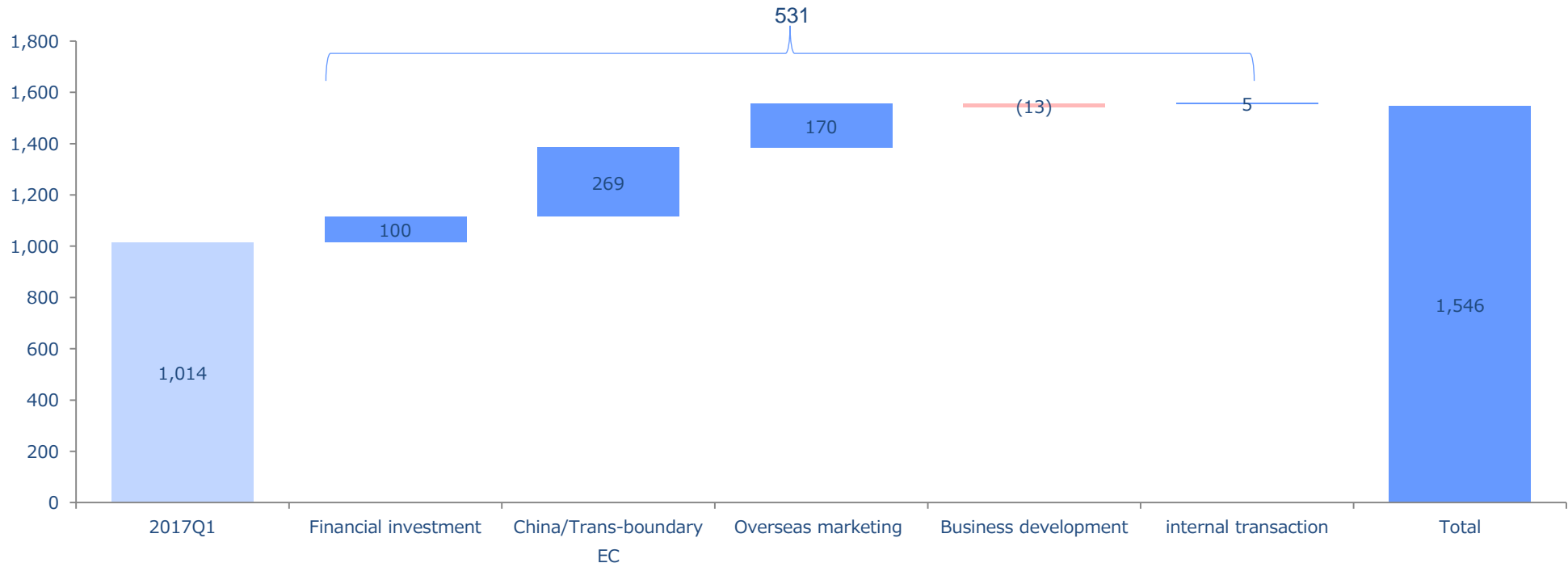
Marketing Business
Synergy Investment Business

Synergy Investment Business

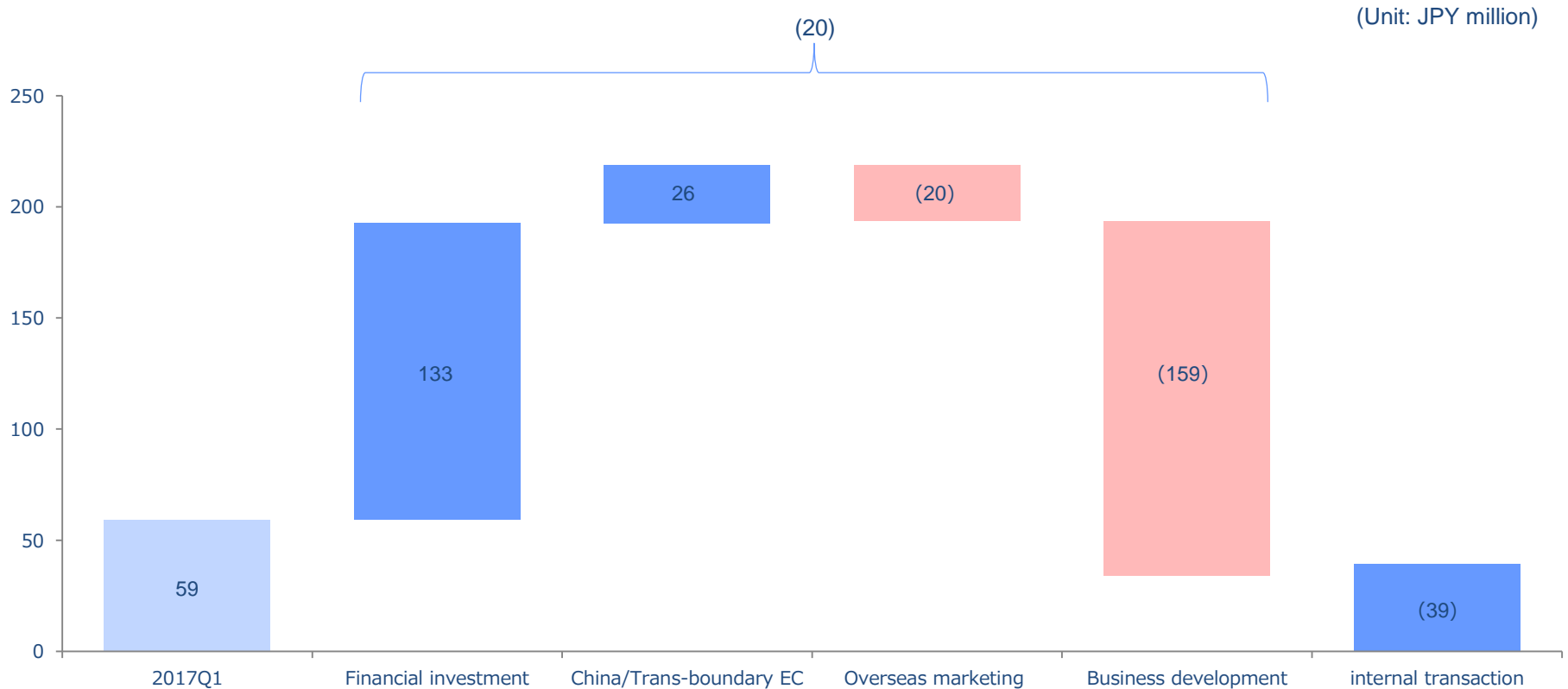


- Financial Investment** Sale of investment: YoY + JPY100 million, 23.9% increase
- China/Cross-Border EC** Increased cross-border EC business
YoY +JPY269 million, approximately 72 times
- Overseas Marketing** Increase of revenues of overseas consolidated companies, etc.
+JPY170 million, 35.9% increase
- New Business Development** Decrease of consolidated subsidiary companies, etc. : YoY JPY(13) million

(Unit: JPY million)



- Financial investment** Partial sale of investment, etc. : YoY +JPY133 million
- China/trans-boundary EC** Increase of revenues of cross-border EC business: YoY +JPY26 million
- New business development** Increase of new consolidated companies, full-scale start of AI business: YoY JPY(20) million
- Overseas marketing** Increase of overseas consolidated companies: YoY JPY(159) million



Investment area

Investee companies (Partial investee companies that include direct investment and fund management)

Sharing Economy

System where goods, services, places are shared, exchanged and utilized with many people



Direct Trading

System that enhances consumers' convenience by shortening information communication flow on Internet



Disruptive Technology

Technologies/companies that destroy existing market and network and create new value network

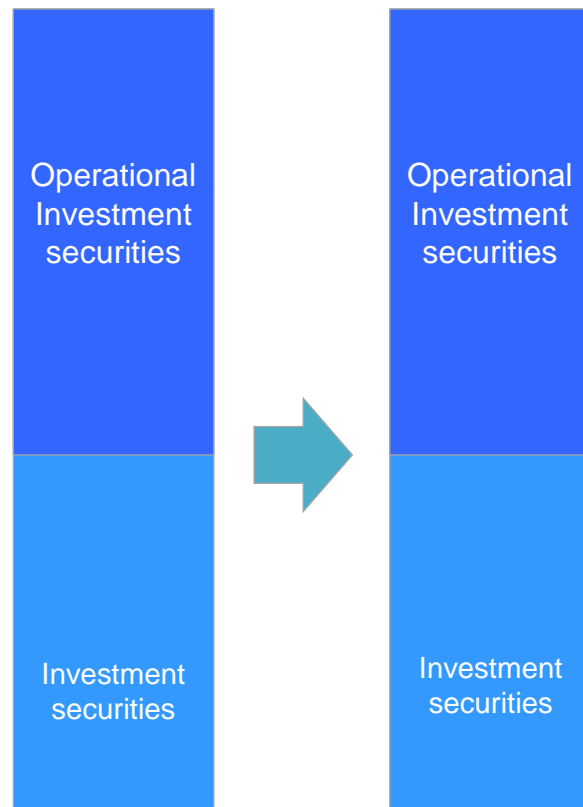


Others



AUM JPY9.6billion

AUM JPY9.6billion



End of December 2017

End of March 2018

✓ Raksul AUM: JPY2.6 billion
Scheduled for listing on May 31, 2018



✓ New investment: VAZ Inc.



Influencer marketing business and employment support service business
non-university graduates

✓ Partial sale: Allm Inc.



Medical / Nursing Care Mobile ICT / Regional Medical Network Business

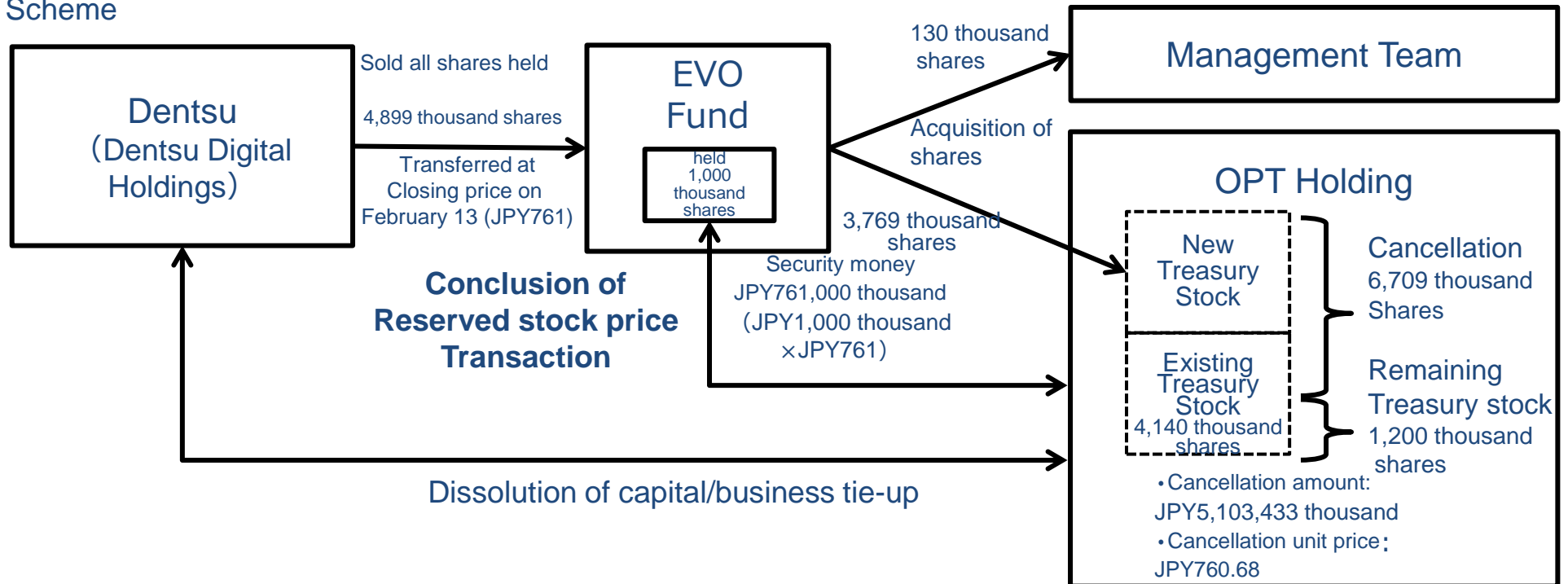
■ Background

1. Dissolution of capital/business tie-up with Dentsu on Feb 13, 2017.
2. Dentsu sold 4,899 thousand shares of our company to EVOFund.
3. Purchased back our own shares of 3,769 thousand shares from EVOFund and retired 6,709 thousand treasury stocks.
4. Entered into the derivative stock transaction with EVOFund based on 1,000 shares owned by EVOFund.

■ Derivative contract with EVOFund

Signed on February 13, 2017 (Starting date of settlement: December 12, 2017, Ending date: February 12, 2018)

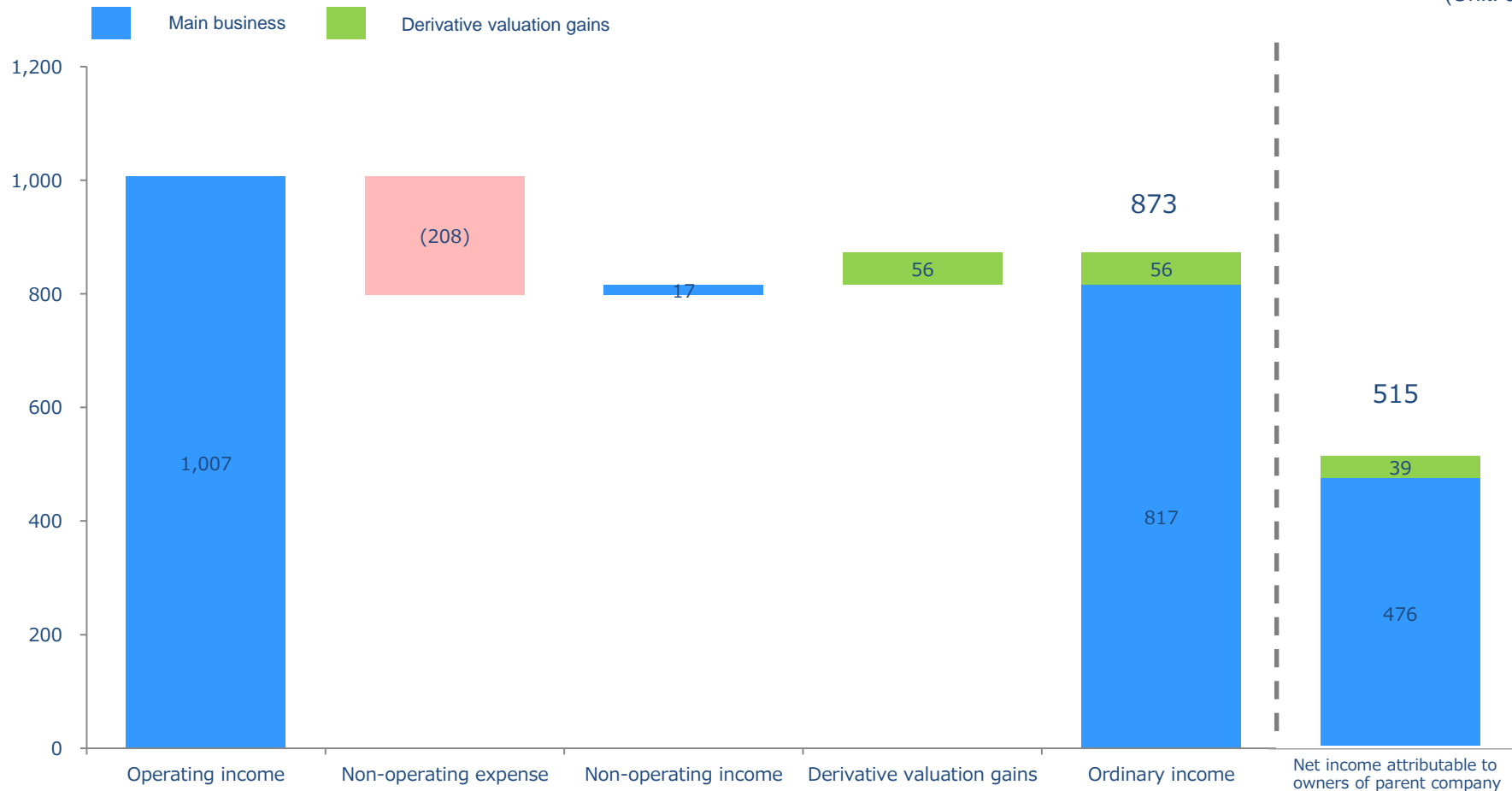
■ Scheme



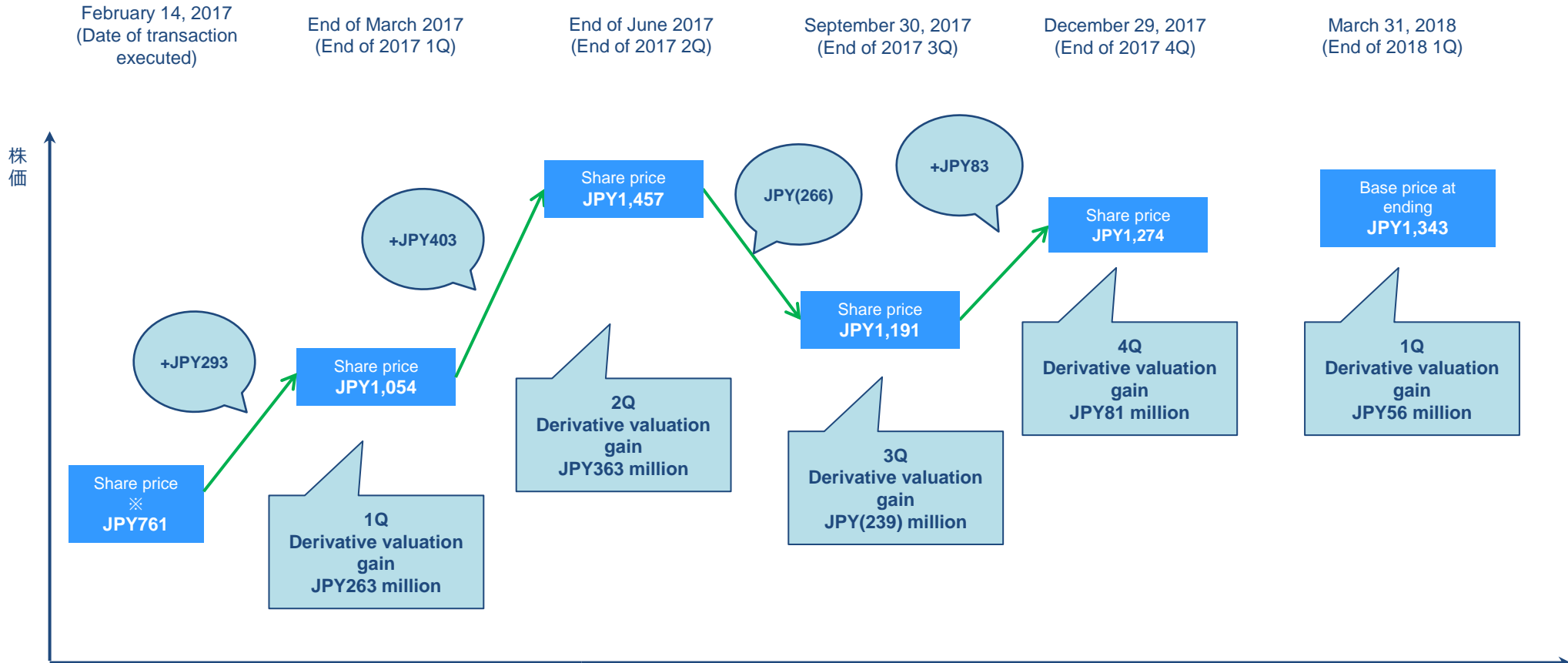
Derivative valuation gains and losses due to derivative stock transaction with EVOFund
Ended on February 12, 2018

Decomposition of ordinary income

(Unit: JPY million)



Historical Derivative Valuation Gains and Losses



※ Base price of reserved transaction of stock price of own shares

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None of the information herein is prepared to solicit investment. The final decision on investing should be made by you, under your own responsibility. We will not be responsible or liable for any consequences resulting from investments made by you in reference to, or by use of, the information.

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