# Consolidated Financial Statements for the Third Quarter of the Fiscal Year Ending March 31, 2019 

April 1, 2018 to December 31, 2018

## Calbee, Inc.

This document has been translated from the original Japanese as a guide for non-Japanese investors. It contains forward-looking statements based on a number of assumptions and beliefs made by management in light of information currently available. Actual financial results may differ materially depending on a number of factors, including changing economic conditions, legislative and regulatory developments, delay in new product launches, and pricing and product initiatives of competitors.

## SUMMARY OF FINANCIAL STATEMENTS (consolidated)

Third Quarter Results for the Fiscal Year Ending March 31, 2019

Calbee, Inc.
February 5, 2019
URL: https://www.calbee.com
Stock exchange listings: Tokyo $1^{\text {st }}$ section, code number 2229
Contact: Koichi Kikuchi
Managing Executive Officer / Chief Financial Officer
Telephone: +81-3-5220-6222
Representative: Shuji Ito, President \& CEO, Representative Director
Scheduled date for submission of the third quarter financial report: February 8, 2019
Scheduled date for distribution of dividends: --
Availability of supplementary explanatory material for the third quarter results: Available
Quarterly results presentation meeting: Yes (for institutional investors and analysts)

1) Consolidated results for the first nine months (April 1, 2018 to December 31, 2018) of the fiscal year ending March

31, 2018
(1) Consolidated Operating Results Millions of yen, rounded down


Notes: 1. The percentages shown above are a comparison with the same period in the previous fiscal year.
2. Comprehensive income: Nine months ended December 31, 2018: $¥ 15,459$ million ( $9.0 \%$ )

Nine months ended December 31, 2017: $¥ 13,893$ million ( $-8.9 \%$ )
(2) Consolidated Financial Position

Millions of yen, rounded down

|  | As of December 31, 2018 | As of March 31, 2017 |
| :---: | :---: | :---: |
| Total assets ................................................. | 197,360 | 192,034 |
| Net assets ................................................... | 155,569 | 146,667 |
| Shareholders' equity/total assets (\%)................ | 75.5 | 72.6 |

Shareholders' equity: As of December 31, 2018: $¥ 148,980$ million
As of December 31, 2017: $¥ 139,375$ million

## 2) Dividends

|  |  | Yen |
| :---: | :---: | :---: |
|  | FY ended <br> March 31, 2018 | FY ending March 31, 2019 (forecast) |
| Interim period per share ................................. | 0.00 | 0.00 |
| Year-end dividend per share ........................... | 42.00 | 48.00 |
| Annual dividend per share............................... | 42.00 | 48.00 |

Note: Changes from the most recently announced dividend forecast: None
3) Consolidated forecasts for the fiscal year ending March 31, 2019 (April 1, 2018 to March 31, 2019)

|  | Millions of yen |  |
| :---: | :---: | :---: |
|  | Fiscal year ending March 31, 2019 |  |
|  |  | \% change |
| Net sales . | 249,000 | -1.0 |
| Operating profit.......................................... | 26,900 | 0.3 |
| Ordinary profit.............................................. | 27,000 | 3.1 |
| Profit attributable to owners of parent................ | 19,000 | 9.6 |
| Earnings per share ( $¥$ )................................... | 142.16 |  |

Notes: 1. The percentages shown above are a comparison with the same period in the previous fiscal year.
2. Changes from the most recently announced results forecast: Yes

## Notes

(1) Transfers of important subsidiaries during the period (transfers of specified subsidiaries resulting in changes in the scope of consolidation): Yes
One company removed from scope of consolidation: Calbee-URC, Inc.
(2) Use of special accounting procedures: None
(3) Changes in accounting policy, changes in accounting estimates, and restatements:

1. Changes in accounting policies following revisions of accounting standards: None
2. Changes in accounting policies other than 1.: None
3. Changes in accounting estimates: None
4. Restatements: None
(4) Number of outstanding shares (common stock)

|  | As of December 31, 2018: | As of March 31, 2018: |
| :--- | :--- | :--- |
| 1. Number of outstanding shares | $133,919,800$ shares | $133,875,800$ shares |
| (including treasury shares) |  |  |$\quad$| 267,747 shares | 292,997 shares |
| :--- | :--- |
| 2. Number of treasury shares | Nine months to December 31, <br> $2018:$ |
|  | Nine months to December <br> $31,2017:$ |
| 3. Average number of shares during the period | $133,632,228$ shares |
| $133,611,015$ shares |  |

Note: Regarding Calbee stock held in trust as treasury stock within shareholders' equity, the number of treasury shares includes 266,915 of these shares as of December 31, 2018 and 292,165 of these shares as of March 31, 2018, and the average number of shares excludes 277,940 treasury shares in the nine months to December 31, 2018, and 228,396 treasury shares in the nine months to December 31, 2017.

## Financial Statements are not subject to audit by a certified public accountant or audit firm

## Appropriate use of financial forecasts and other items

1. Forecasts, etc., recorded in this document include forward-looking statements that are based on management's estimates, assumptions and projections at the time of publication. A number of factors could cause actual results to differ materially from expectations. For details of forecasts please see Page 9, 1. Summary of Business Performance (3) Consolidated forecasts.
2. The earnings per share forecast for the fiscal year ending March 31, 2019 is calculated using 133,652,053 shares as the expected average number of shares for the period.
3. Calbee, Inc. has scheduled a financial results phone conference for institutional investors and analysts for February 5,2019 . An audio recording of the conference will be made available on our Japanese website after the conference.

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## 1. Operating results

## (1) Summary of business performance

(All comparisons are with the same period of the previous fiscal year, unless stated otherwise.)

Net sales during the nine-month period under review (April 1, 2018 to December 31, 2018) increased $0.2 \%$ to $¥ 187,022$ million driven by increased sales of snack foods in the domestic business and of cereal foods and snack foods in the overseas business. For domestic snack foods, sales increased, due in part to higher sales of Potato Chips following sales adjustments made in the first quarter of the previous fiscal year caused by a potato shortage stemming from typhoon damage. For overseas cereals, sales increased due to the expansion of Frugra sales channels to China. Overseas snack foods sales increased, primarily due to sales growth in Indonesia and Australia, as well as the business acquisition of UK confectionery company Seabrook Crisps Limited in October.
Operating profit increased $6.5 \%$ to $¥ 20,441$ million and the operating profit ratio was $10.9 \%$, a year on year increase of 0.6 percentage points. Factors contributing to higher profit in the domestic business were increased sales of Potato Chips and improved costs on recovery of factory utilization under the condition that the raw material and distribution costs are seen rising, while factors that contributed in the overseas business were efforts to reduce costs, including reducing losses from disposal and improved productivity in the North America and increased sales of Frugra in China. Ordinary profit increased $7.3 \%$ to $¥ 20,840$ million, including foreign exchange gains of $¥ 292$ million. Profit attributable to owners of parent increased $14.9 \%$ to $¥ 15,019$ million.

|  | Q3 FY ending <br> March 31, 2019 |  | Q3 FY ended March 31, 2018 |  | Growth in yen (\%) | Growth on local currency basis (\%) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Amount | \% | Amount | \% |  |  |
| Domestic sales | 157,290 | 84.1 | 161,492 | 86.5 | -2.6 | -2.6 |
| Overseas sales | 29,731 | 15.9 | 25,198 | 13.5 | +18.0 | +19.4 |
| Total | 187,022 | 100.0 | 186,691 | 100.0 | +0.2 | +0.4 |

Results by business are as follows.

| Millions of yen, rounded down |  |  |  |
| :---: | :---: | :---: | :---: |
| Sales | Q3 FY ending March 31, 2019 |  | Q3 FY ended March 31, 2018 |
|  | Amount | Growth (\%) | Amount |
| 1) Production and sale of snack and other foods business | 184,810 | +0.6 | 183,709 |
| Domestic production and sale of snack and other foods business | 155,079 | -2.2 | 158,510 |
| Domestic snack foods | 135,757 | +4.9 | 129,374 |
| Domestic cereals | 18,322 | -0.5 | 18,409 |
| Other domestic foods | 998 | -90.7 | 10,726 |
| Overseas production and sale of snack and other foods business | 29,731 | +18.0 | 25,198 |
| Overseas snack foods | 25,734 | +9.3 | 23,541 |
| Overseas cereals | 3,997 | +141.3 | 1,656 |
| 2) Other businesses | 2,211 | -25.8 | 2,982 |
| Total | 187,022 | +0.2 | 186,691 |

1) Production and sale of snack and other foods business

Domestic production and sale of snack and other foods business

- Domestic snack foods:

Sales of domestic snack foods increased year on year. Sales growth of Potato Chips on strong demand and increased sales of new products utilizing new ingredients contributed to this outcome; however, sales for flour-based snacks and corn- and bean-based snacks decreased due to a weak recovery from a negative effect by increased demand for Potato Chips.

Sales of domestic snack foods by product are as follows.

| Sales | Millions of yen, rounded down |  |  |
| :---: | :---: | :---: | :---: |
|  | Q3 FY ending <br> March 31, 2019 |  | Q3 FY ended March 31, 2018 |
|  | Amount | Growth (\%) | Amount |
| Potato-based snacks | 99,790 | +8.6 | 91,914 |
| Potato Chips | 63,063 | +14.9 | 54,880 |
| Jagarico, etc. | 28,044 | +5.7 | 26,536 |
| Jagabee/ Jaga Pokkuru | 8,681 | -17.3 | 10,498 |
| Flour-based snacks | 15,632 | -8.3 | 17,052 |
| Kappa Ebisen | 7,295 | -9.5 | 8,060 |
| Sapporo Potato, etc. | 8,337 | -7.3 | 8,991 |
| Corn- and bean-based snacks | 12,155 | -6.2 | 12,954 |
| Other snacks | 8,178 | +9.7 | 7,452 |
| Domestic snack foods total | 135,757 | +4.9 | 129,374 |

- Sales of potato-based snacks increased year on year. Sales of Potato Chips increased on the effect of having made adjustments to sales items in the first quarter of the previous fiscal year due to a potato shortage, and the implementation of an increased volume promotional campaign in the first quarter, which succeeded in expanding sales of products including regular items such as Usu-Shio-Aji and strong sales of Kata-Age Potato. Sales also increased for Jagarico, due to sales of Tomorico and Edamarico, individual portion snacks, which were launched nationwide with a TV commercials. However, Jagabee/Jaga Pokkuru sales decreased, despite firm sales of Jaga Pokkuru, due to weak sales of Jagabee regular products.
- Sales of flour-based snacks decreased year on year, unreached the strong demand last year, despite a limited-time promotional campaign for Kappa Ebisen.
- Sales of corn- and bean-based snacks decreased year on year as products such as Cheetos made a weak recovery from a negative effects by increased demand for Potato Chips, despite contributions to sales from Japan Frito-Lay brand Dragon Potato,launched during the current period.
- Sales of other snacks increased year on year due to the contribution to sales from new individual portion snacks miino and Kiwajaga, .
- Domestic cereals:

Sales of domestic cereals were flat year on year. Sales are recovering due to increased demand from Chinese retail stores and the enhancement of the Frugra product line-up, including S size and individual portion size-which are the purpose of generating domestic new customers-the renewal of Frugra Less Carbohydrates, and continuous investment in limited time products.

- Other domestic foods:

Sales of other domestic foods decreased significantly year on year due to the transfer of the bakery business in April.

## Overseas production and sale of snack and other foods business

- Overseas snack foods:

Sales of overseas snack foods increased year on year. In Europe, sales increased significantly on the business acquisition of UK confectionery company Seabrook Crisps Limited in October. In Australia, sales of bean-based snack Harvest Snaps have continued to grow firmly since market launch. In Indonesia, sales increased driven by the contribution of Krisbee Krunchy, a corn-based snack launched in March, and higher sales of Potabee potato chips due to aggressive sales promotional activities. Sales in North America increased due to the launch and growth of Harvest Snaps made using organic beans, as well as the strengthening of sales promotional activities for existing product Harvest Snaps. However, in South Korea revenue declined year on year, due to continued weak sales.

- Overseas cereals:

Sales of overseas cereals increased significantly year on year. Sales of Frugra to China increased due to via cross-border e-commerce following its launch in the previous fiscal year, as well as Chinese domestic e-commerce launched in this first quarter with the expansion of Frugra production facility in Japan.

Regional breakdown of sales performance by overseas businesses engaged in production and sale of snack and other foods.

| Sales | Millions of yen, rounded down |  |  |
| :---: | :---: | :---: | :---: |
|  | Q3 FY ending March 31, 2019 |  | Q3 FY ended March 31, 2018 |
|  | Amount | Growth (\%) | Amount |
| North America | 7,323 | +1.2 | 7,239 |
| Greater China* | 8,755 | +38.7 | 6,313 |
| $\stackrel{>}{\infty}$ South Korea | 3,398 | -16.9 | 4,089 |
| $\stackrel{\omega}{ }{ }^{\circ}$ Other Asian regions and Australia** | 7,741 | +19.1 | 6,501 |
| Europe | 2,513 | +138.4 | 1,054 |
| Overseas production and sale of snack and other foods business total | 29,731 | +18.0 | 25,198 |

*Greater China: China, Taiwan and Hong Kong.
**Other Asian regions and Australia: Thailand, Philippines, Singapore, Indonesia and Australia.
2) Other businesses

Other businesses include logistics and promotional tool sales.
Sales of other businesses decreased year on year due to consolidated subsidiary CalNeCo, Inc., which sale and production of sales promotional tools, having been removed from the scope of consolidation on the transfer of all its shares in September.
(2) Analysis of financial position
(All comparisons are with the end of the previous fiscal year, unless stated otherwise.)
The partial amendment to the "Accounting Standard on Tax Effect Accounting" (Accounting Standards Board of Japan Statement No. 28, February 16, 2018) has been applied from the first day of the first quarter of the consolidated accounting period, and figures for the previous year have been restated accordingly to enable year-on-year comparison.

1. Overview of assets, liabilities and net assets

Total assets as of December 31, 2018 were $¥ 197,360$ million, an increase of $¥ 5,326$ million. The primary factor contributing to this outcome was the acquisition of securities due for investment purposes.
Liabilities decreased $¥ 3,575$ million to $¥ 41,791$ million, primarily due to a decrease in income taxes payable. Net assets increased $¥ 8,901$ million to $¥ 155,569$ million due to factors including an increase in retained earnings.
As a result, the shareholders' equity ratio increased 2.9 percentage points from the end of the previous fiscal year to $75.5 \%$.
2. Overview of cash flows

Cash and cash equivalents as of December 31,2018 were $¥ 31,157$ million, $¥ 11,037$ million lower than at the end of the previous fiscal year.

## Cash flows from operating activities

Operating activities during the period under review resulted in a net cash inflow of $¥ 11,380$ million, an increase in cash inflow of $¥ 18,147$ million compared to the first nine months of the previous fiscal year, due to factors including a decrease of increased amount in notes and accounts receivable - trade.

## Cash flows from investing activities

Investing activities during the period under review resulted in a net cash outflow of $¥ 19,170$ million, an increase in cash outflow of $¥ 8,664$ million, due to a decrease in inflow from proceeds from redemption of securities and an increase in outflow from the purchase of shares of subsidiaries resulting in change in scope of consolidation.

## Cash flows from financing activities

Financing activities during the period under review resulted in a net cash outflow of $¥ 3,393$ million, an increase in cash outflow of $¥ 1,667$ million, primarily due to a decrease of net increased amount in shortterm loans payable.
(3) Consolidated forecasts for the fiscal year ending March 31, 2019

Taking into account our business performance during the nine months under review and latest performance, the consolidated forecasts for the fiscal year ending March 31, 2019 have been revised as follows.
The full year forecasts for net sales are expected to underperform the previously announced forecast. This is due to delays in sales expansion in North America and Indonesia, where had been expected in increase significantly in overseas business, and to sluggish growth in sales of the cereal foods Frugra in domestic business.
Operating profit and ordinary profit are expected to underperform the previous forecast due to the aforementioned effect of sales not meeting targets, as well as increased distribution costs and a sharp increase in the price of raw materials such as edible oils and packaging. Profit attributable to owners of parent has not changed from the previous forecast due to the recordings of extraordinary income from the transfer of all the shares of a consolidated subsidiary in the second quarter.
The exchange rate used as a basis for this announcement is US\$1 $=¥ 110.82$.

|  | Net sales | Operating income | Ordinary income | Profit attributable <br> to owners of <br> parent |
| :--- | ---: | ---: | ---: | ---: |
| Revised forecast (A) | 249,500 | 26,900 | 27,000 | 19,000 |
| Previous forecast (B) | 255,000 | 29,500 | 29,000 | 19,000 |
| Change (A - B) | $-6,000$ | $-2,600$ | $-2,000$ | - |
| Change (\%) | -2.4 | -8.8 | -6.9 | - |

## 2. Consolidated financial statements and key notes

(1) Consolidated balance sheets

Millions of yen, rounded down
As of December 31, 2018 As of March 31, 2018

| Assets |  |  |
| :---: | :---: | :---: |
| Current assets |  |  |
| Cash and deposits | 10,518 | 23,559 |
| Notes and accounts receivable trade | 42,582 | 41,749 |
| Securities | 33,728 | 22,998 |
| Inventories | 12,441 | 10,748 |
| Other | 7,109 | 5,323 |
| Allowance for doubtful accounts | (7) | (23) |
| Total current assets | 106,372 | 104,356 |
| Non-current assets |  |  |
| Property, plant and equipment |  |  |
| Buildings and structures, net | 28,489 | 27,423 |
| Machinery, equipment and vehicles, net | 29,699 | 28,171 |
| Land | 11,376 | 11,556 |
| Construction in progress | 1,767 | 4,523 |
| Other, net | 1,280 | 1,421 |
| Total property, plant and equipment | 72,613 | 73,096 |
| Intangible assets |  |  |
| Goodwill | 5,749 | 922 |
| Other | 2,097 | 2,468 |
| Total intangible assets | 7,846 | 3,391 |
| Investments and other assets |  |  |
| Investments and other assets, gross | 10,585 | 11,316 |
| Allowance for doubtful accounts | (58) | (126) |
| Total investments and other assets | 10,527 | 11,190 |
| Total non-current assets | 90,988 | 87,678 |
| Total assets | 197,360 | 192,034 |


| Liabilities |  |  |
| :---: | :---: | :---: |
| Current liabilities |  |  |
| Notes and accounts payable - trade | 10,072 | 9,728 |
| Short-term loans payable | 3,823 | 1,129 |
| Income taxes payable | 2,654 | 5,252 |
| Provision for bonuses | 2,708 | 3,863 |
| Provision for directors' bonuses | 57 | 117 |
| Provision for stocks payment | - | 53 |
| Other | 13,117 | 15,260 |
| Total current liabilities | 32,433 | 35,405 |
| Non-current liabilities |  |  |
| Provisions for directors' retirement benefits | 287 | 491 |
| Provision for management board incentive plan trust | 52 | 90 |
| Net defined benefit liability | 7,376 | 7,674 |
| Asset retirement obligations | 521 | 659 |
| Other | 1,120 | 1,045 |
| Total non-current liabilities | 9,357 | 9,961 |
| Total liabilities | 41,791 | 45,366 |
| Net assets |  |  |
| Shareholders' equity |  |  |
| Capital stock | 12,043 | 12,033 |
| Capital surplus | 4,786 | 4,775 |
| Retained earnings | 133,044 | 123,647 |
| Treasury shares | (981) | $(1,073)$ |
| Total shareholders' equity | 148,893 | 139,383 |
| Accumulated other comprehensive income |  |  |
| Valuation difference on available-for-sales securities | 581 | 680 |
| Foreign currency translation adjustment | 88 | 57 |
| Remeasurements of defined benefit plans | (583) | (745) |
| Total accumulated other comprehensive income | 87 | (7) |
| Share acquisition rights | 3 | 7 |
| Non-controlling interests | 6,585 | 7,284 |
| Total net assets | 155,569 | 146,667 |
| Total liabilities and net assets | 197,360 | 192,034 |

(2) Consolidated statements of income and comprehensive income Consolidated statements of income

Millions of yen, rounded down
April 1, 2018 to December April 1, 2017 to December 31, 2018 31, 2017

| Net sales | 187,022 | 186,691 |
| :---: | :---: | :---: |
| Cost of sales | 103,449 | 106,614 |
| Gross profit | 83,572 | 80,076 |
| Selling, general and administrative expenses | 63,130 | 60,886 |
| Operating profit | 20,441 | 19,190 |
| Non-operating income |  |  |
| Interest income | 108 | 62 |
| Dividend income | 42 | 40 |
| Share of profit of entities accounted for using equity method | 3 | - |
| Foreign exchange gains | 292 | 183 |
| Other | 249 | 225 |
| Total non-operating income | 697 | 512 |
| Non-operating expenses |  |  |
| Interest expenses | 50 | 58 |
| Depreciation | 71 | 27 |
| Loss on valuation of inventories | 64 | - |
| Other | 111 | 190 |
| Total non-operating expenses | 298 | 276 |
| Ordinary profit | 20,840 | 19,426 |
| Extraordinary income |  |  |
| Gain on sales of non-current assets | 25 | 6 |
| Gain on sales of investment securities | 33 | - |
| Gain on sales of shares of subsidiaries and associates | 2,378 | - |
| Gain on liquidation of business | 468 | - |
| Total extraordinary income | 2,905 | 6 |
| Extraordinary losses |  |  |
| Loss on sales of non-current assets | 10 | 0 |
| Loss on retirement of non-current assets | 131 | 117 |
| Impairment loss | 813 | - |
| Directors' retirement benefits | 350 | - |
| Loss on sales of shares of subsidiaries and associates | 24 | - |
| Other | 222 | 13 |
| Total extraordinary losses | 1,554 | 131 |
| Profit before income taxes | 22,191 | 19,301 |
| Income taxes - current | 6,800 | 5,671 |
| Income taxes - deferred | 386 | 648 |
| Total income taxes | 7,187 | 6,319 |
| Profit | 15,004 | 12,981 |
| Lloss attributable to non-controlling interests | (14) | (86) |
| Profit attributable to owners of parent | 15,019 | 13,067 |


|  | April 1, 2018 to December <br> 31,2018 | April 1, 2017 to December <br> 31,2017 |
| :--- | ---: | ---: | ---: |
| Profit | 15,004 | 12,981 |
| Other comprehensive income |  |  |
| Valuation difference on <br> available-for-sale securities | $(99)$ | 151 |
| Foreign currency translation adjustment | 77 | 541 |
| Remeasurements of defined benefit <br> plans, net of tax | 162 | 219 |
| Total other comprehensive income | 141 | 912 |
| Comprehensive income | 15,146 | 13,893 |
| Comprehensive income attributable to: | 15,114 |  |
| Owners of parent | 31 | 13,766 |
| Non-controlling interests |  | 126 |

Millions of yen, rounded down
April 1, 2018 to December April 1, 2017 to December 31, 2018 31, 2017

| Cash flows from operating activities |  |  |
| :---: | :---: | :---: |
| Profit before income taxes | 22,191 | 19,301 |
| Depreciation | 5,936 | 5,921 |
| Impairment loss | 813 | - |
| Amortization of goodwill | 520 | 450 |
| Increase (decrease) in allowance for doubtful accounts | (16) | (26) |
| Increase (decrease) in provision for bonuses | $(1,008)$ | $(1,010)$ |
| Increase (decrease) in provision for directors' bonuses | (41) | (46) |
| Increase (decrease) in provision for stocks payment | (2) | (5) |
| Increase (decrease) in net defined benefit liability | 106 | 271 |
| Decrease (increase) in net defined benefit asset | 23 | 29 |
| Increase (decrease) in provision for directors' retirement benefits | (145) | (41) |
| Interest and dividend income | (150) | (103) |
| Interest expenses | 50 | 58 |
| Foreign exchange losses (gains) | (10) | (329) |
| Gain on liquidation of business | (468) | - |
| Share of loss (profit) of entities accounted for using equity method | (3) | - |
| Loss (gain) on sales of investment securities | $(2,387)$ | - |
| Loss (gain) on sales of non-current assets | (14) | (5) |
| Loss on retirement of non-current assets | 131 | 117 |
| Decrease (increase) in notes and accounts receivable - trade | $(1,978)$ | $(15,233)$ |
| Decrease (increase) in inventories | $(1,668)$ | $(2,540)$ |
| Increase (decrease) in notes and accounts payable - trade | 593 | 193 |
| Increase (decrease) in accounts payable - other | (542) | (986) |
| Other, net | $(1,364)$ | $(3,464)$ |
| Subtotal | 20,563 | 2,549 |
| Interest and dividend income received | 125 | 108 |
| Interest expenses paid | (44) | (59) |
| Income taxes paid | $(9,264)$ | $(9,364)$ |
| Net cash provided by (used in) operating activities | 11,380 | $(6,766)$ |

April 1, 2018 to December April 1, 2017 to December 31, 2018 31, 2017

| Cash flows from investing activities |  |  |
| :---: | :---: | :---: |
| Purchase of property, plant and equipment | $(7,404)$ | $(9,234)$ |
| Proceeds from sales of property, plant and equipment | 225 | 39 |
| Purchase of intangible assets | (463) | (318) |
| Proceeds from sales of intangible assets | 0 |  |
| Purchase of securities | $(23,825)$ | $(23,998)$ |
| Proceeds from redemption of securities | 14,827 | 23,000 |
| Purchase of investment securities | (42) | (13) |
| Proceeds from sales of investment securities | 47 |  |
| Payments of loans receivable | (980) | (120) |
| Collection of loans receivable | 2,378 | 120 |
| Payments into time deposits | - | $(1,599)$ |
| Proceeds from withdrawal of time deposits | 264 | 1,599 |
| Payments for guarantee deposits | (69) | (66) |
| Proceeds from collection of guarantee deposits | 124 | 85 |
| Purchase of shares of subsidiaries resulting in change in scope of consolidation | $(7,351)$ | - |
| Payments for sales of shares of subsidiaries resulting in change in scope of consolidation | (460) | - |
| Proceeds from sales of shares of subsidiaries resulting in change in scope of consolidation | 3,169 | - |
| Other, net | 389 | 0 |
| Net cash provided by (used in) investing activities | $(19,170)$ | $(10,505)$ |
| Cash flows from financing activities |  |  |
| Net increase (decrease) in short-term loans payable | 2,296 | 4,083 |
| Purchase of treasury shares | - | (599) |
| Proceeds from exercise of share options | 17 | 17 |
| Proceeds from share issuance to noncontrolling interests | - | 502 |
| Cash dividends paid | $(5,618)$ | $(5,617)$ |
| Dividends paid to non-controlling interests | (10) | (16) |
| Repayments of lease obligations | (79) | (95) |
| Net cash provided by (used in) financing activities | $(3,393)$ | $(1,726)$ |
| Effect of exchange rate change on cash and cash equivalents | 145 | 271 |
| Net increase (decrease) in cash and cash equivalents | $(11,037)$ | $(18,726)$ |
| Cash and cash equivalents at beginning of period | 42,195 | 44,627 |
| Cash and cash equivalents at end of period | 31,157 | 25,900 |

## (4) Notes to consolidated financial statements

(Notes related to going concern assumption)
No applicable items.
(Notes on occurrence of significant changes to shareholders' equity) No applicable items.
(Business combinations and other related matters)
Business combination resulting from acquisition
Calbee consolidated subsidiary Calbee (UK) Ltd. acquired all shares of Pacific Shelf 1809 Limited from UK private equity fund Lloyds Development Capital (Holdings) Limited and individual shareholders for the purpose of acquiring the business of UK confectionery company Seabrook Crisps Limited. A stock purchase agreement was concluded and the acquisition of $100 \%$ of the shares completed on October 2, 2018.
(1) Overview of the transaction

1. Name and business description of the acquired company

Name of acquired company: Pacific Shelf 1809 Limited
Description of business: Holding company
2. Reason for business combination

Seabrook Crisps Limited, a subsidiary of Pacific Shelf 1809 Limited, is a UK savory snack manufacturer with a long history (founded in 1945) that owns the Seabrook brand. Calbee Group aims to bolster the Calbee brand and expand its business in Europe through the acquisition of this brand in the major potato chips category in the UK, the largest market for snacks in Europe.
3. Date of business combination

October 2, 2018 (Date of acquisition of stock)
October 1, 2018 (Deemed acquisition date)
4. Legal form of business combination

Acquisition of stock
5. Name of company after business combination No change
6. Ratio of voting rights 100\%
7. Major reasons for acquisition

Acquisition paid in cash by Calbee consolidated subsidiary Calbee (UK) Ltd.
(2) Period for inclusion of business results of acquired company in quarterly consolidated financial statements
October 1, 2018 to December 31, 2018
(3) Purchase price and its breakdown

Purchase price of equity interest paid by cash: $¥ 1,361$ million
(4) Details and amount of main purchase related costs

Advisory fees, etc.: $¥ 140$ million
(5) Goodwill arising from the acquisition, reason for its recognition, and amortization method and period

1. Goodwill arising from the acquisition $¥ 5,843$ million
2. Reason for the recognition of goodwill Expectation of future excess earning power due to business development.
3. Amortization method and period Goodwill is being amortized by the straight-line method over 15 years.
(Additional information)
Third quarter consolidated cumulative accounting period
(April 1, 2018 - December 31, 2018)
The partial amendment to the "Accounting Standard on Tax Effect Accounting" (Accounting Standards Board of Japan Statement No. 28, February 16, 2018) has been applied from the first day of the first quarter of the consolidated accounting period, and deferred tax assets are presented in the other assets category and deferred tax liabilities in the fixed liabilities category.
