To the Shareholders

# Items Posted on Internet Concerning Notice of the 14th Ordinary General Meeting of Shareholders

May 29, 2018

SEGA SAMMY HOLDINGS INC.

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Pursuant to the provisions of laws and regulations and the Article 16 of the Articles of Incorporation, the above information shall be deemed to be provided to all shareholders by posting it on the website of SEGA SAMMY HOLDINGS INC. (the "Company"):

(https://www.segasammy.co.jp/japanese/ir/event/meeting.html).

Information in English will be posted on our English website

(https://www.segasammy.co.jp/english/ir/event/meeting.html).

### 1. Company's Share Subscription Rights

(1) Outline of Share Subscription Rights Issued to the Company's Directors and Audit & Supervisory Board Members as Remuneration for Their Services as of the End of the Fiscal Year Ended March 31, 2018

Date of Resolutions of the Ordinary General Meeting of Shareholders	August 2, 2016
Number of individuals with rights Company Directors	5
Number of share subscription rights (Note 1)	2,500
Class of shares for share subscription rights	Common stock
Number of shares for share subscription rights	250,000
Payment on exercise of share subscription rights	There is no need of delivering payment to exchange with the share subscription rights.
Capital contribution upon exercise of share subscription rights (per share)	¥1,413
Period for exercise of share subscription rights	September 2, 2018 – September 1, 2020
Terms and conditions for exercise of share subscription rights	(Note 2)
Matters concerning the transfer of share subscription rights	When transferring share subscription rights, approval must be obtained from the Board of Directors

Notes: 1. Number of shares of share subscription rights is 100 per the right.

2. Terms and conditions for exercise of share subscription rights are as follows:

The grantee shall be Director, Audit & Supervisory Board Member, Executive Officer, Consultant, Counsel, or employee of the Company or any of its subsidiaries when he or she exercises the rights. However, the following cases are treated as exceptions.

- a. Where the loss of such position is due to expiration of the term of office or amendment of law or Articles of Incorporation of the Company or any of its subsidiaries;
- b. Where the loss of such position is due to company regulations, including mandatory retirement or termination on account of business contraction;
- c. Where, immediately after the loss of such position due to the reasons held by the Company, the grantee becomes Director, Audit & Supervisory Board Member, Executive Officer, Consultant, Counsel, or employee of the Company, any of its Group companies, any of its business partners or any other company sanctioned by the Company.
- (2) Outline of Share subscription rights Issued to Company Employees or Subsidiary Directors, Audit & Supervisory Board Members, or Employees as Remuneration for Their Services During the Fiscal Year Ended March 31, 2018

Not applicable.

### 2. Independent Auditors

### (1) Name

KPMG AZSA LLC

### (2) Liability Limitation Agreement with Independent Auditors

Although, the Company amended its articles of incorporation and established regulations regarding liability limitation agreements with independent auditors at the Second Ordinary General Meeting of Shareholders on June 20, 2006, the Company has not entered into the liability limitation agreement with KPMG AZSA LLC.

### (3) Remuneration, etc.

	Remuneration, etc.
Remuneration, etc., related to the fiscal year ended March 31, 2018	¥142 million
Total of cash and other profits that should be paid to independent auditors by the Company and its subsidiaries (together, the "Group")	¥343 million

Notes: 1. The Company's subsidiaries, Sega Europe Ltd., etc. are audited by auditors that differ from the Company's.

- 2. As a result of checking and reviewing the independent auditor's audit plan and record of remuneration for the last year, the Audit & Supervisory Board of the Company gave consent to the remuneration etc. for the independent auditor pursuant to Article 399, Paragraph 1 of the Companies Act.
- 3. The non-audit services for which the Company paid remuneration to auditing certified public accountants and other accountants include contracted business research, which are outside the scope of the services stipulated in Article 2, Paragraph 1 of the Certified Public Accountants Law.

### (4) Policy Regarding Determination of Termination or Not Reappointing

The Company will include in objectives of the General Meeting of Shareholders the dismissal of the independent auditor prescribed in any clause within Article 340, Section 1 of the Companies Act as well as the dismissal or non-reappointment of the independent auditor if it is deemed difficult for the independent auditor to perform its duty appropriately.

# 3. Outline of Resolutions Regarding Preparation of Internal Control System and so forth to Ensure Appropriate Business Execution

Based on the Companies Act, the Company made the following resolutions regarding the "Basic Policy on Preparation of Internal Controls System" and has worked to prepare this system.

(1) System to Ensure the Efficient Implementation of the Duties of the Company's Directors and Compliance with Laws and the Articles of Incorporation

In accordance with the Group Mission, establish a Group CSR Charter, Group Code of Conduct, Group Management Policies, and Guidelines (hereinafter, collectively referred to as "Group Philosophy and Code") and President (Representative Director) will repeatedly communicate the spirit of Group Philosophy and Code to employees in administrative post, in order to thoroughly establish compliance with laws, etc., as a condition for all corporate activities. These efforts will reflect the Company's fundamental policy of fulfilling its social responsibility as a member of society and provide a basis for establishing a compliance system that comprises such policy.

In addition, in the interest of further strengthening corporate governance, the Board of Directors will make efforts to build an effective internal controls system and to secure a system for compliance with laws for the Company as a whole, based on the Group Management Policies stipulated for a unified management of the entire Group and the Guidelines that show the standard for operation and management of the entire Group so that the Company's business execution is appropriate and sound. Also, the Audit & Supervisory Board will audit the effectiveness and functionality of this internal controls system, and make efforts to identify and correct issues early through regular inspection.

In order to prevent participation in management by anti-social forces, it will be specified that all

relations with anti-social forces are removed in the Group Code of Conduct. Moreover, the Group will contain so-called "Bo-hi jyoko" (terms and clauses concerning exclusion of organized crime groups) in contracts, establish a system to check whether or not our business partners correspond to anti-social forces, and establish a system to address systematically in corporation with outside organizations including the police and lawyers appropriately when anti-social forces approach the Group.

(2) System Related to the Retention and Management of Information Related to the Implementation of the Duties of the Company's Directors

President (Representative Director) will appoint the Director in charge of the Administrative Division as the person in charge of the entire Company with respect to preservation and management of information related to execution of Directors' duties. Information related to execution of Directors' duties will be recorded in writing or electronic media based on the Company regulations etc., and preserved and managed so that the Directors and Audit & Supervisory Board Members are able to appropriately view such information and also so that such information is easy to search.

In order to manage trade secrets and other information, etc., properly, policies concerning information management and IT security, as well as guidelines for IT security will be established, and it is planned that they will be fully informed of and complied with.

(3) Regulations and Other Systems Regarding Risk Management for Losses of the Company

With respect to risks related to the Company's business, each relevant division and department will analyze and identify anticipated risks and clarify the risk management system. The Internal Audit Department will audit each division's and department's risk management and report the results regularly to the management decision-making body and executive and supervisory management organization.

In order to capture and manage properly important risks underlying inside and outside the management including emergency responses, policies concerning risk management and crisis management guidelines will be established as one of the Group Management Policies and Guidelines, and in the event of a situation likely to have a severe impact on the Group, crisis management teams of the Company and the Group companies shall cooperate to discuss about countermeasures for prompt and effective actions.

- (4) System to Ensure that the Duties of the Company's Directors are Implemented Efficiently Adopt an Audit & Supervisory Board Member system for efficient execution of Directors' duties, as well as for Company Directors and Audit & Supervisory Board Members to be well-informed about the Group's businesses and promptly and appropriately make decisions for the Group. The system should also enable appropriate and efficient execution of duties under rules related to authorities and decision-making based on the Regulations of the Board of Directors, etc.
- (5) System to Ensure Appropriate Compliance with Laws and the Articles of Incorporation Concerning the Implementation of the Duties of the Company's Employees

The Company will promote the group compliance measures for employees to act appropriately in compliance with laws, the Articles of Incorporation, Company regulations, and social norms. These measures must be based on the Group Philosophy and Code as code of conduct.

Establish a "Hot Line" system that enables an employee to report as a whistle-blowing any violation of laws, the Articles of Incorporation, Company regulations, or conduct in violation of social norms that they learn. Also establish a system that enables the person in charge promptly to report any material matters to the Board of Directors and the Audit & Supervisory Board.

Such a whistle-blower will be kept in secret, and will not receive any disadvantageous treatments due to the report. Establish an internal reporting contact offices comprised of outside counsel, etc. as recipients of an informant's report other than the ordinary reporting line, as part of a system that maintains transparency and accurately addresses relevant issues.

(6) System Shown Below and Other Systems to Ensure that the Businesses of the Group, Comprised of the Company, its Parent, and its Subsidiaries, are Implemented Properly

① System to report to the Company matters related to the execution of the duties by the directors, the Statutory Executive Officers, officers executing the duties, and people who should execute the duties of Article 598, Section 1 of the Companies Act of the Company's subsidiaries (referred to as "the directors, etc." in ③ and ④ below)

By having the Company's employees in administrative post concurrently serve as the directors or the Audit & Supervisory Board members of its Group companies, a system will be established to report and share information of the Group companies to and with the Company through such officers.

At the same time, a system will be established to communicate important matters, report, share information on matters of whistle-blowing, report and share information on matters of accounting wrongdoings and errors based on the vertical chain of the Regulations of Management of Related Companies between the Company and its Group companies. However, the whistle-blower will be kept in secret, and will not receive any disadvantageous treatments due to the report.

Hold meetings, etc. for the Group's Compliance and the Group's Audit & Supervisory Board Members, where various problems in the Group or governance matters with material risks are addressed. The Company's department in charge of internal audit will conduct audits for the benefit of the Group as a whole, and efforts will be made to ensure to the extent possible that information is shared among members of the Group and businesses are properly executed.

- ② System regarding risk management for losses of the Company's subsidiaries Regarding common priority items and measures of the Group that the Company has stipulated, while they will be addressed by each of its Group companies, specific risks of each subsidiary will be managed in consideration of scale, nature, business category, etc. of each of its Group companies.
- ③ System to ensure that the duties of the directors, etc. of the Company's subsidiaries are executed efficiently
  - As with the Company, in its Group companies, adopt an Audit & Supervisory Board member system for efficient execution of directors' duties, as well as for Company Directors and Audit & Supervisory Board members to be well-informed about the Group's businesses and promptly and appropriately make decisions for the Group. The system should also enable appropriate and efficient execution of duties under rules related to authorities and decision-making based on the Regulations of the Board of Directors, etc. However, the system will be established in consideration of scale, nature, business category, etc. of each of its Group companies.
- ④ System to ensure appropriate compliance with laws and the Articles of Incorporation concerning execution of the duties of the directors, etc. and employees of the Company's subsidiaries As with the Company, the Board of Directors of its Group companies will establish a compliance system in order to fulfill Group Philosophy and Code based on importance of compliance with laws, etc. and of fundamental policy of fulfilling social responsibilities as a member of a society.
- (7) Matters Regarding Employees whom Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members Request to Assist Them in Their Duties, Matters Related to the Independence of the Employees from the Directors of the Company with Audit & Supervisory Board Members, and Matters Related to Ensuring Effectiveness of Instructions to the Employees by Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members Establish an Audit & Supervisory Board Member's Office as an organization that reports directly to the Audit & Supervisory Board and employees in such office will assist the Audit & Supervisory Board Members' duties under their direction and order.

  Employees who assist the Audit & Supervisory Board Members in their duties will be dedicated employees in principle and will not be directed or supervised by the Directors. However, under unavoidable circumstances, employees who serve concurrently in a position of the executive side will be assigned. Concerning such concurrent employees, independence will be especially considered. Appointment, dismissal, personnel transfer, evaluation, disciplinary action, revision of wages, etc. of the employees will require a prior agreement of the Audit & Supervisory Board.
- (8) System Shown Below and Other Systems Related to Reporting to Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members

- ① System to enable Directors, Accounting Advisors, and employees of the Company with Audit & Supervisory Board Members to report to Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members

  The Directors and employees of the Company must report promptly to the Audit & Supervisory Board on material violations of laws and the Articles of Incorporation or a fact of illegal conduct related to execution of the duties or a fact that might cause conspicuous harm to the Company that they learn. Decisions that materially affect the Company's business or organization and results of internal audits will be treated in the same way.
- ② System to enable directors, Accounting Advisors, Audit & Supervisory Board members, Statutory Executive Officers, officers executing the duties, people who should execute the duties of Article 598, Section 1 of the Companies Act of subsidiaries of the Company with Audit & Supervisory Board members and other people equivalent to these people and employees or people who received reports from these people to report to the Audit & Supervisory Board Members

  The directors the Audit & Supervisory Board Members

The directors, the Audit & Supervisory Board members, the Executive Officers, employees, etc. of the Group companies or people who received reports from these people must report promptly to the Audit & Supervisory Board of the Company on material violations of laws and the Articles of Incorporation or a fact of illegal conduct related to execution of the duties or a fact that might cause conspicuous harm to the Company that they learn. Decisions that materially affect the Company's business or organization and results of internal audits will be treated in the same way.

The Audit & Supervisory Board Members of the Company will make efforts to maintain systems from the perspective of focusing on so-called group management so that the Audit & Supervisory Board Members of the Group companies are able to become receivers of report from the business execution side and to become mediators.

- (9) System to Ensure that People Who Made the Report Described in the Previous Clause Will Not Receive Disadvantageous Treatments Because of Making Such Report The reporter described in the previous clause will not receive disadvantageous treatments because of making such report. Such disadvantageous treatments will be subject to punitive action.
- (10) Matters Concerning Policies Related to Procedures of Prepayment or Reimbursement of Expenses Arising from Implementation of the Duties of the Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members and Other Treatments of Expenses or Liabilities Arising from Implementation of Such Duties

  The Company will bear expenses arising from the execution of the duties of the Audit & Supervisory Board Members in accordance with the Company regulations, responding to requests from the Audit & Supervisory Board or Standing Audit & Supervisory Board Members. This includes expenses incurred in using outside advisors, etc., as prescribed in the clause (11).
- (11) Systems Established to Ensure the Efficacious Performance of Auditing Responsibilities by Audit & Supervisory Board Members of the Company with Audit & Supervisory Board Members Representative Directors regularly will meet with Audit & Supervisory Board Members, exchange opinions related to Company management, in addition to business reports, and otherwise communicate effectively with them.

  The Board of Directors will ensure Audit & Supervisory Board Members' participation in important work-related meetings to ensure that the Company's business is executed properly.

  The Audit & Supervisory Board will use attorneys, certified public accountants, and other outside advisors, as necessary for itself, and its opportunities to receive advice related to audit work will be guaranteed.

(Outline of implementation status of internal control system to ensure appropriate business execution)

The implementation status of the foregoing Basic Policy of the Company is as outlined below:

- (1) Compliance
  - ① Compliance training is held every fiscal year for the officers of the Company and the Group,

- divided into separate groups of new officers and existing officers. For Directors of the Company, officer training is held (one session on health and productivity management was held during the current fiscal year).
- ② As a place to share important issues and relevant measures for internal controls such as compliance and risk management, the Group compliance liaison meeting is in place and took place twice during the current fiscal year. The main contents of the meeting are presented as feedback to the Board of Directors, etc. of major Group companies.
- ③ In an effort to enhance the compliance system, the Company designates priority compliance matters each fiscal year that are common across the Group, from among all social requirements and issues affecting the Group, and implements group training (one session was held during the current fiscal year). The Company also engages in "compliance promotion activities" on a continual basis for the purpose of boosting compliance awareness and knowledge among the Group employees.
- ④ As an initiative to eliminate anti-social forces, the Company has introduced a Group-wide checking system to detect if business partners apply as anti-social forces and supports its implementation.
- ⑤ For the purpose of early detection and preventing misconduct such as violations of laws and regulations, the Company has established a whistle-blowing system (alias "Corporate Ethics Hot Line"). While providing contact points internally and externally, the Company is actively involved in informing employees of the system.
- ⑥ The Company's internal audit department conducts internal audits of the Company and the Group companies and strives to further enhance the internal audit system by sharing audit information and strengthening mutual cooperation with the internal audit departments of the Group companies.

### (2) Risk management

By identifying significant risks underlying inside and outside management and clarifying issues to be addressed, the Company and the Group companies are committed to business executions and mitigating loss of management resources and recurrence thereof.

### (3) Effectiveness of audits by Audit & Supervisory Board Members

- ① In order to complement enhanced information provision to Audit & Supervisory Board Members for internal control purposes, the meetings of "Holdings Audit Liaison Committee" consisting of Audit & Supervisory Board Members and the Independent Auditor, "Auditors and Office of Corporate Auditors Liaison Committee" where Audit & Supervisory Board Members and the internal audit department discuss progress in audits and exchange information, and "Group Audit Liaison Committee" consisting of all Standing Audit & Supervisory Board Members of the Group are held (4 meetings, 10 meetings, and 3 meetings were held respectively during the current fiscal year).
- ② The Company assigns employees dedicatedly serving as an assistant to Audit & Supervisory Board Members to provide support for Audit & Supervisory Board Members in executing their duties.

## 4. Consolidated Statement of Changes in Net Assets

(From April 1, 2017 To March 31, 2018)

(Unit: millions of yen)

	Shareholders' equity				
	Capital	Capital	Retained	Treasury	Total shareholders'
	stock	surplus	earnings	stock	equity
Balances as of April 1, 2017	29,953	117,521	207,639	(54,769)	300,345
Changes of items during the period					
Dividends from surplus			(9,375)		(9,375)
Profit attributable to owners of parent			8,930		8,930
Effect of changes in accounting period of consolidated subsidiaries			(20)		(20)
Purchase of treasury stock				(13)	(13)
Disposal of treasury stock		(0)		0	0
Purchase of shares of consolidated subsidiaries		(175)			(175)
Total changes of items during the period	-	(175)	(465)	(12)	(654)
Balances as of March 31, 2018	29,953	117,345	207,174	(54,781)	299,691

	Accumulated other comprehensive income					
	Valuation difference on available - for - sale securities	Deferred gains or losses on hedges	Revaluation reserve for land	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income
Balances as of April 1, 2017	11,041	(71)	340	(4,479)	588	7,419
Changes of items during the period						
Dividends from surplus						
Profit attributable to owners of parent						
Effect of changes in accounting period of consolidated subsidiaries						
Purchase of treasury stock						
Disposal of treasury stock						
Purchase of shares of consolidated subsidiaries						
Net changes of items other than shareholders' equity	(512)	89	_	2,331	(1,067)	840
Total changes of items during the period	(512)	89	_	2,331	(1,067)	840
Balances as of March 31, 2018	10,528	17	340	(2,147)	(479)	8,259

(Unit: millions of yen)

	Subscription	Non-controlling	Total
	rights to shares	interests	net assets
Balances as of April 1, 2017	303	3,428	311,497
Changes of items during the period			
Dividends from surplus			(9,375)
Profit attributable to owners of			8,930
parent			0,750
Effect of changes in accounting period of consolidated subsidiaries			(20)
Purchase of treasury stock			(13)
Disposal of treasury stock			0
Purchase of shares of consolidated subsidiaries			(175)
Net changes of items other than shareholders' equity	515	(1,742)	(386)
Total changes of items during the period	515	(1,742)	(1,040)
Balances as of March 31, 2018	819	1,685	310,456

Note: Figures shown in millions of yen have been rounded down to the nearest million.

### 5. Notes to Consolidated Financial Statements

### I Significant Accounting Policies Used in Preparation of Consolidated Financial Statements

### (1) Scope of Consolidation

Number of consolidated subsidiaries

75

For a complete list of major consolidated subsidiaries, refer to the section "I Outline of the Group's Business" under "7. Material Parent Company and Subsidiaries" of "(2) Relationships with subsidiaries".

From the fiscal year ended March 31, 2018, the followings were included in the Company's consolidated subsidiaries; J-NEXT Career Co., Ltd. (Oceanize Career Co., Ltd changed its name in July 2017), because of additional acquisition of shares.

From the fiscal year ended March 31, 2018, the followings have been excluded from the scope of consolidation; J-NEXT Career Co., Ltd. (described above), because of merger with J-NEXT Co.,Ltd.; Atlus Holding, Inc., because of merger with Atlus U.S.A., Inc.; iDarts Group Limited, because of merger with DARTSLIVE ASIA LIMITED.

Number of non-consolidated subsidiaries 16 Major non-consolidated subsidiaries: GO GAME PTE. LTD. etc.

Non-consolidated subsidiaries are excluded from the scope of consolidation because the combined amount of each of assets, net sales and net income corresponding to the percentage of equity interest held by the Company, and the combined amount of retained earnings corresponding to the percentage of equity interest held by the Company, do not have significant effect on the consolidated financial statements.

### (2) Application of the Equity Method

Number of non-consolidated subsidiaries accounted for under the equity-method 6
Major non-consolidated subsidiaries accounted for under the equity-method: GO GAME PTE.
LTD. etc.

The following have been included in the scope of application of equity-method; GO GAME MALAYSIA SDN. BHD., because of acquisition of shares.

Number of affiliated companies accounted for under the equity method 11 Major equity-method affiliates: PARADISE SEGASAMMY Co., Ltd. and INTERLIFE HOLDINGS CO., LTD. etc.

Number of non-consolidated subsidiaries and affiliated companies which are not accounted for under the equity method 11

Major non-consolidated subsidiaries and affiliated companies which are not accounted for under the equity method: CHARA-WEB.CO., LTD. etc.

Some of the Company's non-consolidated subsidiaries and affiliates are not accounted for under the equity method because the combined amount of net income corresponding to the percentage of equity interest held by the Company, and the combined amount of retained earnings corresponding to the percentage of equity interest held by the Company do not have significant effect on the consolidated financial statements even if they are excluded from the scope of equity method, and have no significance as a whole.

### (3) Fiscal Year for Consolidated Subsidiaries

Consolidated subsidiaries whose fiscal year-ends differ from the consolidated balance sheet date are listed below. Necessary adjustments are made on consolidation for material transactions that occurred between the end of the fiscal years of these subsidiaries and the end of the consolidated balance sheet date.

From the fiscal year ended March 31, 2018, Play Heart, Inc., a consolidated subsidiary whose previous fiscal year-end was December 31, changed its fiscal year-end to March 31 to provide more appropriate disclosure of the consolidated financial statements. In line with the change in fiscal year-end, profits and losses in the three months between January 1, 2017 and March 31, 2017 are accounted for as changes in retained earnings.

Consolidated subsidiary	Fiscal year-end
Sega Amusements Taiwan Ltd.	December 31
Beijing SEGA Mobile Entertainment Technology Co., Ltd.	December 31
Dartslive China Ltd.	December 31
Sega Black Sea Ltd.	December 31

### (4) Accounting Policies

- ① Valuation standards and accounting treatment for important assets
  - a. Held-to-maturity debt securities

Held-to-maturity debt securities are stated at amortized cost (the straight - line method).

b. Available-for-sale securities

Securities with fair market value

Securities with fair market value are stated at fair market value. The difference between acquisition cost and market value is accounted for as valuation difference on available-for-sale securities in net assets, with cost of sales determined by the moving-average method.

With respect to compound financial instruments whose fair values cannot be categorized and measured for each embedded derivative, the entire compound financial instruments are appraised by fair value, and unrealized gains or losses are reported as income or expenses for the fiscal year ended March 31, 2018.

Securities without quoted market prices

Securities without quoted market prices are carried at cost, which is determined by the moving-average method.

The net amount of equity included in the Company's financial statements from limited liability investment partnerships and similar investments, regarded as marketable securities under Article 2-2 of the Financial Investment and Exchange Law of Japan, is calculated based on the relevant financial statements for the partnership available as of the reporting date stipulated in the partnership agreement.

### c. Derivatives

Derivatives are stated at fair market value.

### d. Inventories

Inventories are stated at cost, cost being determined mainly by the gross-average method (or at the net realizable value (NRV) calculated by writing down the book value to reflect a decrease in the NRV).

Work in process is also stated at cost, cost being determined by the specific identification method (or at the NRV calculated by writing down the book value to reflect a decrease in the NRV).

### ② Depreciation and amortization for important assets

a. Property, plant and equipment (excluding lease assets):

Depreciation is calculated primarily using the straight-line method.

Range of useful life for the assets is as follows:

Buildings and Structures: 2-50 years

Machinery, equipment and vehicles: 2-16 years

Amusement machines and facilities: 2-5 years

b. Intangible assets (excluding lease assets):

Amortization is calculated using the straight-line method. The software used in the Company is amortized by the straight-line method based on the useful lives within the Company (less than 5 years).

c. Lease assets

Finance leases which transfer ownership:

Depreciation method for such assets is the same as that which applies to property, plant and equipment owned by the Company.

Finance leases which do not transfer ownership:

Depreciated, using the straight-line method over a useful life equal to the lease period with a residual value of zero.

### 3 Accounting for deferred assets

Bond issue cost: All expenses are expensed when incurred.

### 4 Accounting for allowances and provisions

### a. Allowance for doubtful accounts

Allowance for doubtful accounts is provided in the amount sufficient to cover possible losses based on a historical write-off of general receivables. Receivables with default possibility and bankrupt receivables are calculated based on an individual assessment of the possibility of collection.

### b. Provision for bonuses

The estimated amount of bonuses was recorded to meet the payment of employee bonuses, an amount corresponding to the current fiscal year.

c. Provision for directors' bonuses

The estimated amount of bonuses was recorded to meet the payment of Directors and Audit & Supervisory Board Members bonuses, an amount corresponding to the current fiscal year.

d. Provision for point card certificates

In order to provide for the usage of points granted to customers under the point system, the estimated future usage amount for the end of the fiscal year ended March 31, 2018 has been recorded.

e. Provision for dismantling of fixed assets

To provide for expenses for dismantling unused decrepit buildings, estimated future expenses are recorded.

### (5) Accounting method for retirement benefits

a. Attribution method for projected retirement benefits

In calculating retirement benefits obligations, benefit formula attribution is adopted for the purpose of attributing projected retirement benefits to the period up to the end of the fiscal year ended March 31, 2018.

b. Treatment of actuarial gains and losses and prior service costs

Prior service costs are amortized equally over a certain number of years (10 years in principle) within the average remaining years of service for the employees at the time of accrual, or are charged to income collectively at the time of accrual. Actuarial gains and losses are amortized by the straight-line method over a certain number of years (10 years in principle) within average remaining years of service for the employees at the time of accrual in each fiscal year, commencing from the following fiscal year after the accrual for each employee, or are charged to income collectively in the following fiscal year after the accrual.

### 6 Accounting for significant hedge

a. Hedge accounting

The Group adopts deferred hedge accounting. However, special treatment is used for qualifying interest rate swap transactions. Moreover, allocation hedge accounting is applied to qualifying currency swap transactions and forward exchange contracts.

b. Hedging instruments and hedged items

Hedging instrument: Currency swaps, interest rate swaps, and forward exchange contracts Hedged item: Interest on loans payable, receivables and payables denominated in foreign currencies

c. Hedge policy

Derivative instruments are used to mitigate risks associated with foreign exchange and interest rate fluctuations.

As a rule, hedging is only used for items in which actual demand exists, and not for

speculative purposes.

### d. Evaluation of hedge effectiveness

Hedge effectiveness is evaluated through comparative analysis of the cumulative fluctuations in the market between the hedged item and the hedging instrument. Evaluation of hedge effectiveness at fiscal year-end is omitted for currency swap transactions, as material conditions for the notional principal of hedging instruments and those for hedged items are the same and these transactions are deemed to offset the market fluctuations. Evaluation of hedge effectiveness at fiscal year-end is omitted also for interest rate swap transactions applied to special treatment.

### 7 Amortization method and period of goodwill

If the duration of the effect of goodwill can be rationally estimated, amortization is made over the estimated number of years by the straight-line method. In other cases, amortization is made over a five-year-period by the straight-line method.

### Accounting method for consumption taxes

Consumption taxes and local consumption taxes are accounted using the net-of-tax method, and non-deductible consumption taxes and local consumption taxes on assets are posted mainly as expenses when incurred.

### Application of the Consolidated Taxation System

The Company and certain domestic consolidated subsidiaries applied the Consolidated Taxation System.

### (5) Additional information

① Impact of the change of the useful lives of the noncurrent assets

At a meeting of the Board of Directors held on March 31, 2017, the Company resolved to relocate the headquarters of the Company and some of the companies of the SEGA SAMMY Group located in the Tokyo metropolitan area. As a result, at the end of the previous fiscal year, the Company and certain subsidiaries had shortened the useful lives of the noncurrent assets that will become unable to use as a result of the relocation, and the effects of this change are accounted for prospectively.

Comparing results with the previous method, operating income, ordinary income and income before income taxes were decreased by ¥1,816 million, respectively, for the fiscal year ended March 31, 2018.

② Dissolution of employees' pension fund and transition of retirement benefit plan

Regarding "The Pension Fund of Japan Electronics Information Technology Industry" which the Company and some consolidated subsidiaries are members of, a representatives meeting held on December 5, 2017 resolved to dissolve the said Fund, and the Minister of Health, Labour and Welfare approved of the dissolution on March 31, 2018. Regarding the regulatory revision of the defined benefit pension plan that will be the succeeding plan for the Company and one of the consolidated subsidiaries after the dissolution of the said Fund, an agreement has been reached between the management and the employees on January 23, 2018.

In line with this dissolution and the transition to a new plan, the "Accounting Treatment for Transfer between Plans concerning Multiple Employer Plans" (Q&A 9) in "Practical Solution on Accounting for Transfer between Retirement Benefit Plans" (PITF No. 2) were adopted, and the Group recorded ¥156 million as loss due to transfer of retirement benefit plan under extraordinary losses for the fiscal year ended March 31, 2018.

### **II** Changes in Presentation

"Sales discounts" (¥3 million in the current fiscal year) and "Penalty payment for cancellation of game center lease agreement" (¥25 million in the current fiscal year) which were presented separately under "Non-operating expenses" in the previous fiscal year, are included in "Other" for the fiscal year, because the amount became immaterial.

### **III** Notes to Consolidated Balance Sheet

- (1) Accumulated depreciation of property, plant and equipment ¥146,719 million
- (2) Assets pledged

Shares of subsidiaries and affiliates (Note) ¥25,973 million

(Note) For loans from financial institutions to the equity-method affiliate PARADISE SEGASAMMY Co., Ltd. at the end of the current fiscal year ¥74,448 million (KR₩705,000 million), the shares of this company were provided as a pledge.

### (3) Revaluation reserve for Land

Consolidated subsidiary SEGA Holdings Co., Ltd. has revalued land for business, pursuant to Japan's Law Concerning Revaluation of Land (Law No. 34, March 31, 1998) and Amendments to the Law Concerning Revaluation of Land (Law No. 19, March 31, 2001). Accordingly, SEGA Holdings Co., Ltd. has recorded an item for the revaluation reserve for land under net assets.

### Revaluation method

SEGA Holdings Co., Ltd. computed the value of land based on the methodology regarding rational adjustments to valuation of fixed assets stipulated in Article 2-3, and appraisals by licensed real estate appraisers prescribed in Article 2-5 of the Enforcement Ordinance No. 119 (March 31, 1998) pertaining to the Law Concerning Revaluation of Land.

Date of the revaluation

March 31, 2002

(5) Accounting treatment of notes expiring as of consolidated fiscal year-end

Notes matured at the end of the consolidated fiscal year were settled as of the note exchange date. Because the end of the consolidated fiscal year ended March 31, 2018 was a holiday, the fiscal year-end balances of the following notes that matured as of the consolidated fiscal year-end were included:

Notes receivable-trade: ¥749 million Notes payable-trade: ¥341 million

### IV Notes to Consolidated Statement of Income

(1) The book value devaluation of inventories held for normal sales purpose based on decline in profitability.

Cost of sales ¥5,860 million

- (2) R&D expenses included in general and administrative expenses and the manufacturing cost for the current fiscal year ¥43,525 million
- (3) Breakdown of major extraordinary items

   Propledown of gain on sales of noncurrent assets

$\bigcirc$	Breakdown of gain on sales of noncurrent assets		
	Buildings and structures	¥31	million
	Machinery, equipment and vehicles	¥0	million
	Land	¥27	million
	Other property plant and equipment	¥4	million

Total ¥64 million

② Breakdown of loss on sales of noncurrent assets

Machinery, equipment and vehicles	¥0 million
Amusement machines and facilities	¥220 million
Total	¥220 million

### ③ Breakdown of impairment loss

(Unit: millions of yen)

Use	Location	Туре	Impairment loss
		Buildings and structures	155
Amusement facilities and 2 other locations  Shinagawa -ward, Tokyo and 15		Other property, plant and equipment, etc.	19
		Buildings and structures	448
	China carro yrand	Machinery, equipment and vehicles	155
A sasta for business		Amusement machines and facilities	98
Assets for business		Other property, plant and equipment	556
		Other intangible assets	335
		Construction in progress	69
Unutilized assets	Nanyo -shi, Yamagata	Land	11
Other	The United States of America and 1 other location	Goodwill	620
		Total	2,474

For each business segment, the Group classifies assets or asset groups based on whether their cash flows can be estimated independently. The book values of assets or asset groups whose market values declined significantly or that are projected to consistently generate negative cash flows are reduced to their recoverable value. The amount of this reduction is deemed an impairment loss and is recorded under extraordinary loss.

### V Notes to Consolidated Statement of changes in Net Assets

### (1) Issued Stock

(Unit: shares)

Type of stock	As of April 1, 2017	Increase	Decrease	As of March 31, 2018
Common stock	266,229,476	_	_	266,229,476

### (2) Treasury Stock

(Unit: shares)

Type of stock	As of April 1, 2017	Increase	Decrease	As of March 31, 2018
Common stock	31,841,869	9,029	394	31,850,504

(Outline of Causes of Change)

The causes of the increase are as follows:

Increase due to purchase of odd-lot stock

9,029 shares

The causes of the decrease are as follows:

Decrease due to sales of odd-lot stock

394 shares

### (3) Dividends

### (1) Dividend Amount

Dividend / finount					
	Type of	Total	Dividend		
Resolution	Stock	dividend	per share	Record date	Effective date
	Stock	(¥ million)	(¥)		
Board of Directors'	Common				
Meeting held on	stock	4,687	20	March 31, 2017	June 2, 2017
May 12, 2017	Stock				
Board of Directors'	Common			September 30,	
Meeting held on	stock	4,687	20	2017	December 1, 2017
November 2, 2017	SIOCK			2017	

② Of the dividends of which the record date is in the fiscal year ended March 31, 2018, but the effective date is in the following fiscal year

Resolution	Type of Stock	Resource of dividend	Total dividend (¥ million)	Dividend per share (¥)	Record date	Effective date
Board of Directors' Meeting held on May 11, 2018	Common Stock	Retained Earnings	4,687	20	March 31, 2018	June 1, 2018

(4) Number and type of shares to be issued upon exercise of subscription rights to shares (except for the ones before the first day of the exercisable period) as of the end of the fiscal year ended March 31, 2018

Not applicable.

### VI Notes on the Financial Instruments

(1) Matters regarding the current status of financial instruments

The Group's signed an agreement concerning commitment lines with financial institutions, such as securing medium- to long-term fund liquidity with the Company as a holding company, as a safety net for the entire Group. In addition, capital for each business is financed based on the financial plan as needed, through bank borrowing or bond issue applying Cash Management System for the purpose of the efficient utilization of the Group funds. Most funds are invested primarily in low-risk and high-liquidity financial assets, while some are invested in compound financial instruments such as bonds etc. for the purpose of efficiently managing funds. Derivatives are mainly used, not for speculative purposes, but to manage exposure to financial risks as described later.

Credit risks of the clients in terms of notes and accounts receivable - trade are mitigated under the credit management rules, etc. at each Group company.

Short-term investment securities are mainly negotiable certificates of deposit. The Group's credit risk exposure is minimal as these transactions are restricted to highly rated financial institutions in accordance with the capital management rules etc. of each Group company. Investment securities are mainly stocks and the relevant information such as market prices of these stocks and financial conditions of the issuers (business partners) is reviewed and reported to the Board of Directors of each Group company, etc. on a regular basis. Shareholding status is also continually reviewed in view of the relationship with business partners that issue these stocks. With certain compound financial instruments etc., the Group is exposed to risks associated with market price fluctuations etc. in the stock markets but periodically evaluates them on a mark-to-market basis.

Borrowings as well as bonds is intended to secure funds necessary for the purpose of working capital and capital expenditures etc. and diversify means for procuring funds. Each Group company reviews its own actual and projected cash position on a monthly basis, which is eventually verified collectively by the Company as part of the Group's liquidity risk management.

The Group's derivative transactions are restricted to forward exchange contracts and currency swap transactions as hedges against currency fluctuation risks on its foreign currency-denominated operating receivables and debt as well as foreign currency-denominated loans payable, and interest rate swap transactions etc. to mitigate interest rate risks on some of the Group's variable interest rate loans payable. These transactions are executed and managed mainly by the financial department or the accounting department upon obtaining internal approvals in compliance with the derivative transactions management rules, etc. of each Group company. Furthermore, reports on the status of the derivative transactions are made to the Board of Directors at each company as appropriate.

(2) Matters regarding the market value etc. of financial instruments

Consolidated balance sheet amounts and market values of the Group's financial instruments and the difference between the two as of the end of the fiscal year ended March 31, 2018 are as follows. Market values of financial instruments named in Note 2 below are extremely difficult to grasp, thus are not included in the following list.

(Unit: millions of yen)

	Consolidated balance sheet amount	Market value	Difference
(1) Cash and deposits	157,896	157,896	_
(2) Notes and accounts receivable - trade	29,339	29,339	(0)
(3) Short-term investment securities and			
investment securities			
1) Held-to-maturity debt securities	2,114	2,124	9
2) Available-for-sale securities (*1)	51,987	51,987	1
3) Stocks of affiliates	839	1,112	273
(4) Notes and accounts payable - trade	21,716	21,716	1
(5) Short-term loans payable	15,838	15,838	1
(6) Long-term loans payable	38,661	38,885	(224)
(7) Current portion of bonds	10,000	10,000	1
(8) Bonds payable	22,500	22,591	(91)
(9) Derivative transactions (*2)			
Transactions outside the scope of hedge accounting	_	1	1
Transactions subject to hedge accounting	17	17	_

<sup>(\*1)</sup> Since market values of embedded derivatives cannot be reasonably categorized and measured, those of the entire compound financial instruments are evaluated, and included in investment securities.

Notes: 1. Matters regarding the methods to calculate the market values of financial instruments and securities and derivative transactions

- (1) Cash and deposits; and (2) Notes and accounts receivable trade
  Of these, items that are settled in the short term (within a year) are recorded using
  book values, as their market values approximate book values. In addition, of
  notes and accounts receivable trade, those which more than a year to the payment
  date from the end of the fiscal year ended March 31, 2018 are stated at the present
  values by discounting the amount of claim for each receivable with the interest rate
  calculated by the payment period and credit risk.
- (3) Short-term investment securities and investment securities

  The market values of stocks are determined using the quoted price at the stock
  exchange, and those of debt securities are determined using the quoted price at the
  stock exchange or the quoted price obtained from the financial institutions. In
  addition, negotiable certificates of deposit included in available-for-sale securities
  are recorded using book values, as they are settled in the short term (within a year)
  and their market values approximate book values.
- (4) Notes and accounts payable trade; (5) Short-term loans payable; and (7) Current portion of bonds

  Of these, items that are settled in the short term (within a year) are recorded using book values, as their market values approximate book values. Of the short-term loans payable, market values of the loans hedged by interest rate swap contracts meeting certain conditions are calculated applying the special treatment by

combining them with the relevant interest rate swap.

<sup>(\*2)</sup> Receivables and payables incurred by derivative transactions are presented in net amount.

### (6) Long-term loans payable; and (8) Bonds payable

These are stated with the present values calculated by discounting the aggregated values of the principal and interest using an assumed interest rate if loans are newly made. Of the long-term loans payable, fair values of the loans hedged by interest rate swap contracts with special treatment applied and by interest rate and currency swap contracts with combined treatment applied (subject to special treatment and allocation hedge accounting) are calculated by combining them with the relevant interest rate swap or interest rate and currency swap.

### (9) Derivative transactions

Market values of these are the prices quoted by the counterparty financial institutions.

### 2. Financial instruments whose market values are not readily determined

	Consolidated balance sheet
Category	amount
	(Millions of yen)
Investments in unlisted stocks, etc.	2,599
Investments in investment limited partnerships, etc.	8,661
Stocks of non-consolidated subsidiaries	339
Stocks of affiliates	26,767
Investments in capital of subsidiaries and affiliates	1,601

Items above are not included in "(3) Short-term investment securities and investment securities," because there is no market price, future cash flows cannot be estimated and it is very difficult to identify market values.

### VII Note Regarding Investment and Rental Property

Status and market value of investment and rental property

This disclosure is omitted due to the immateriality of the total amount of the investment and rental property.

### **VIII** Note Regarding Per Share Information

Net assets per share \$1,313.90 Net income per share \$38.10

### IX Note Regarding Significant Subsequent Events

Dissolution of specified subsidiary

At a meeting of the Board of Directors held on April 6, 2018, the Company resolved to dissolve and liquidate the specified subsidiary SEGA SAMMY BUSAN INC.

### (1) Reasons for dissolution

At a meeting of the Board of Directors held on December 22, 2016, the Company resolved discontinuance of its complex development project in Busan Metropolitan City, South Korea. Following the resolution, the Company reached an agreement with Busan Metropolitan City, South Korea on the return of acquired land. Since related procedures including the receipt of the land cost were completed in March 2018, the Company has determined to dissolve and liquidate the subsidiary.

### (2) Overview of the dissolution subsidiary

① Name SEGA SAMMY BUSAN INC.

② Head office 233, Jungang-daero, Dong-gu, Busan, Republic of

Korea

3 Title and name of representative Naoya Tsurumi, President(Representative Director)

④ Capital KR₩124,000 million

⑤ Business description Development and operation of a complex comprised of

hotel, entertainment facilities, commercial facilities,

etc.

6 Major shareholders and SEGA SAMMY HOLDINGS INC. 100.0% ownership percentage (including rights of indirectly owned shares)

(3) Schedule

Resolution of dissolution of the subsidiary : April 6, 2018

Completion of liquidation : by the end of July, 2018 (tentative)

(4) Financial situation of the dissolution subsidiary, as of March 31, 2018

Total assets KR₩94,431 million (¥9,452 million)
Total liabilities KR₩18,913 million (¥1,893 million)

### (5) Estimated amount of profit (loss) by this dissolution

The impact of this dissolution and liquidation on consolidated financial results for the fiscal year ended March 31, 2018 is slight and for the fiscal year ending March 31, 2019 is currently under detailed examination.

(6) Significant impact of this dissolution on operating activities, etc.

The impact of this dissolution and liquidation on operating activities, etc. is expected to be slight.

### 6. Non-Consolidated Statement of Changes in Net Assets

(From April 1, 2017 To March 31, 2018)

(Unit: millions of yen)

	(emi: miners of yen)			
	Shareholders' equity			
		Capital surplus		
	Capital stock	Legal capital surplus	Other capital surplus	Total capital surplus
Balances as of April 1, 2017	29,953	29,945	162,299	192,244
Changes of items during the period				
Dividends from surplus				
Net income				
Purchase of treasury stock				
Disposal of treasury stock			(0)	(0)
Total changes of items during the period	_	_	(0)	(0)
Balances as of March 31, 2018	29,953	29,945	162,299	192,244

	Shareholders' equity			
	Retained earnings			
	Other retained earnings Retained earnings brought forward	Total retained earnings	Treasury stock	Total shareholders' equity
Balances as of April 1, 2017	129,172	129,172	(55,054)	296,316
Changes of items during the period				
Dividends from surplus	(9,375)	(9,375)		(9,375)
Net income	5,370	5,370		5,370
Purchase of treasury stock			(13)	(13)
Disposal of treasury stock			0	0
Total changes of items during the period	(4,004)	(4,004)	(12)	(4,017)
Balances as of March 31, 2018	125,167	125,167	(55,066)	292,298

	Valuation and translation adjustments			
	Valuation difference on available - for - sale securities	Total valuation and translation adjustments	Subscription rights to shares	Total net assets
Balances as of April 1, 2017	7,606	7,606	303	304,226
Changes of items during the period				
Dividends from surplus				(9,375)
Net income				5,370
Purchase of treasury stock				(13)
Disposal of treasury stock				0
Net changes of items other than shareholders' equity	(397)	(397)	515	117
Total changes of items during the period	(397)	(397)	515	(3,899)
Balances as of March 31, 2018	7,209	7,209	819	300,326

Note: Figures shown in millions of yen have been rounded down to the nearest million.

### 7. Notes to Non-Consolidated Financial Statements

### I Notes Regarding Material Matters Related to Accounting Policies

### 1. Valuation standards and accounting treatment for assets

- (1) Valuation standards and methods for securities
  - ① Shares of subsidiaries and affiliates are stated at moving-average cost.

### ② Available-for-sale securities

Securities with fair market value are stated at fair market value. The difference between acquisition cost and market value is accounted for as valuation difference on available-for-sale securities, with cost of sales determined by the moving average method.

With respect to compound financial instruments whose fair values cannot be categorized and measured for each embedded derivative, the entire compound financial instruments are appraised by fair value, and unrealized gains or losses are reported as income or expenses for the fiscal year ended March 31, 2018.

Securities without fair market value are stated at moving-average cost.

The net amount of equity included in the Company's financial statements from limited liability investment partnerships and similar investments, regarded as marketable securities under Article 2-2 of the Financial Investment and Exchange Law of Japan, is calculated based on the relevant financial statements for the partnership available as of the reporting date stipulated in the partnership agreement.

### (2) Derivatives

Derivatives are stated at fair market value

### 2. Depreciation and amortization of noncurrent assets

### (1) Property, plant and equipment

Depreciation is calculated by the straight-line method.

Range of useful life for the assets is as follows:

Buildings : 2 - 50 years
Structures : 2 - 47 years
Aircraft : 8 years
Tools, furniture and fixtures : 2 - 15 years

### (2) Intangible assets

Amortization is calculated using the straight-line method. The software used in the Company is amortized by the straight-line method based on the useful lives within the Company (less than 5 years).

### 3. Accounting for deferred assets

Bond issue cost: All expenses are expensed when incurred.

### 4. Accounting for provisions

### (1) Allowance for doubtful accounts

The reserve for doubtful accounts is provided in amount sufficient to cover possible losses. Allowance for doubtful accounts is calculated on an individual assessment of the possibility of collection.

### (2) Provision for bonuses

The estimated amount of bonuses was recorded to meet the payment of employee bonuses, an amount corresponding to the current fiscal year.

### (3) Provision for directors' bonuses

The estimated amount of bonuses was recorded to meet the payment of Directors and Audit & Supervisory Board Members bonuses, an amount corresponding to the current fiscal year.

### (4) Provision for retirement benefits

a. Attribution method for projected retirement benefits

In calculating retirement benefits obligations, benefit formula attribution is adopted for the

purpose of attributing projected retirement benefits to the period up to the end of the fiscal year ended March 31, 2018.

b. Treatment of actuarial gains and losses and prior service costs

Actuarial gains and losses are charged to income collectively in the following fiscal year after the accrual. Prior service costs are charged to income collectively at the time of accrual.

### 5. Accounting for hedge

(1) Accounting for hedge

Allocation hedge accounting is used for qualifying currency swap transactions, while special treatment is applied to qualifying interest rate swap transactions.

### (2) Hedging instruments and hedged items

Hedging instrument: Currency swaps, Interest rate swaps

Hedged item: Foreign currency-denominated loans payable and associated interest

### (3) Hedge policy

The Company engages in currency swap transactions with the purpose to avoid risks associated with foreign exchange fluctuations of loans payable, along with interest rate swap transactions with the purpose to avoid risks associated with interest rate fluctuations of loans payable. The Company has a policy not to engage in speculative derivative transactions.

### (4) Evaluation of hedge effectiveness

Evaluation of hedge effectiveness at fiscal year-end is omitted for currency swap transactions, as material conditions for the notional principal of hedging instruments and those for hedged items are the same and these transactions are deemed to offset the market fluctuations. Evaluation of hedge effectiveness at fiscal year-end is omitted also for interest rate swap transactions as they adopt special treatment.

### 6. Other material matters that form the basis of accounting documents

(1) Accounting method for consumption taxes

Consumption taxes and local consumption taxes are accounted using the net-of-tax method, and non-deductible consumption taxes and local consumption taxes on assets are posted mainly as expenses when incurred.

(2) Application of the Consolidated Taxation System

The Company applied the Consolidated Taxation System.

### 7. Additional information

a. Impact of the change of the useful lives of the noncurrent assets

At a meeting of the Board of Directors held on March 31, 2017, the Company resolved to relocate the headquarters of the Company and some of the companies of the SEGA SAMMY Group located in the Tokyo metropolitan area. As a result, at the end of the previous fiscal year, the Company and certain subsidiaries had shortened the useful lives of the noncurrent assets that will become unable to use as a result of the relocation, and the effects of this change are accounted for prospectively. Comparing results with the previous method, operating income, ordinary income and income before income taxes decreased by \mathbf{1}42 million, respectively, for the fiscal year ended March 31, 2018.

### b. Changes in calculation method of retirement benefits obligations

The Company has newly introduced a defined benefit pension plan, and in line with the integration with the defined benefit pension plans of a domestic consolidated subsidiary, the calculation method of retirement benefits has been changed from the simplified method to the principle method from the end of the fiscal year ended March 31, 2018.

The impact of this obligations on profit and loss for the fiscal year ended March 31, 2018 is slight.

### **II** Notes to Balance Sheet

(1) Accumulated depreciation of property, plant and equipment ¥4,100 million

### (2) Assets pledged

Shares of subsidiaries and affiliates (Note) ¥26,121 million (Note) For loans from financial institutions to the affiliated company PARADISE SEGASAMMY Co., Ltd. at the end of the current fiscal year ¥74,448 million (KR₩705,000 million), the shares of this company were provided as a pledge.

### (3) Guaranteed obligation

Guarantee	Amount	Description
SEGA Holdings Co., Ltd.	¥212 million (US \$2 million)	Accounts payable - other

### (4) Receivables from and payables to affiliates

Short-term receivables from affiliates	¥3,621 million
Short-term payables to affiliates	¥17,637 million
Long-term payables to affiliates	¥8,000 million

### **III** Notes to Statement of Income

Transactions with affiliates

Consulting fee income	¥6,080 million
Dividends income (Operating revenue)	¥7,971 million
SG&A expenses	¥223 million
Non-operating transactions	¥694 million

### IV Notes to Statement of Changes in Net Assets

Number and type of Treasury stock as of the end of the fiscal year ended March 31, 2018 Common stock 31,850,504 shares

### V Notes Regarding Tax Effect Accounting

(1) Significant components of deferred tax assets and deferred tax liabilities

(Unit: millio	ons of yen)
Deferred tax assets	
Loss carried forward	1,468
Exclusion from the deductible expenses of provision for	34
bonuses	34
Exclusion from the deductible expenses of provision of	1 007
allowance for doubtful accounts	1,997
Exclusion from the deductible expenses of loss on	7.546
valuation of shares of subsidiaries and affiliates	7,546
Valuation difference on available-for-sale securities	75
Other	583
Subtotal deferred tax assets	11,705
Valuation allowance	(10,927)
Offset against deferred tax liabilities	(679)
Total deferred tax assets	98
Deferred tax liabilities	
Valuation difference on available-for-sale securities	(3,289)
Other	(118)
Subtotal deferred tax liabilities	(3,408)
Offset against deferred tax assets	679
Total deferred tax liabilities	(2,729)
Deferred tax liabilities, net	(2,630)
•	( ) )

(2) Breakdown by major causes of the significant difference between the statutory tax rate and the effective tax rate for financial statement purposes, if any, by item.

Normal effective statutory tax rate	30.9%
(Adjustment)	
Permanently non-deductible expenses including	7 2%
entertainment expenses	1.270
Changes in valuation allowance	(2.0%)
Amount excluded from gross revenue such as dividend	(59.2%)
income	(39.270)
Other	(0.1%)
Effective tax rate after tax effect accounting	(23.2%)

### Notes Regarding Transactions with Related Parties (1) Subsidiaries and Affiliates VI

(Unit: millions of yen)

	1	(Cint. minions					is or yell)
Туре	Name of the company	Voting rights (%)	Relationship	Description of the	Transaction amount	Accounts	Balance at end of
				transactions	(Note 1)	Accounts	fiscal year
Subsidiary	Sammy Corporation	100.0	Management guidance to the company, interlocking directorate	Consulting fee income (Note 2)	3,465	Accounts receivable - trade	311
				Consolidated taxation system	_	Accounts receivable - other	1,557
				Reception of deposits (Note 3)	_	Deposits received	7,503
						Long-term deposits received	7,500
				Payment of interests (Note 4)	212	Interest payable	78
Subsidiary	SEGA Holdings Co., Ltd.	100.0	Management guidance to the company, interlocking directorate	Consulting fee income (Note 2)	2,614	Accounts receivable - trade	235
				Consolidated taxation system	_	Accounts receivable - other	254
				Reception of interests (Note 4)	2	-	_
				Reception of deposits (Note 3)	_	Deposits received	
						Long-term deposits received	500
				Payment of interests (Note 4)	19	Interest payable	8
Subsidiary	SEGA SAMMY CREATION INC.	100.0	-	Lending of funds	1,200	Long-term loans receivable from subsidiaries and affiliates (Note 5)	7,400
				Reception of interests (Note 4)	98	Deferred interest	2

(Unit: millions of yen)

						`	
Туре	Name of the company	Voting rights (%)	Relationship	Description of the transactions	Transaction amount (Note 1)	Accounts	Balance at end of fiscal year
Subsidiary	PHOENIX RESORT CO., LTD.	100.0	Interlocking directorate	Lending of funds	2,274	Short-term loans receivable from subsidiaries and affiliates	2,554
				Collection of loans receivable	2,965	Long-term loans receivable from subsidiaries and affiliates	4,950
				Reception of interests (Note 4)	122	_	_
				Underwriting of capital increase (Note 6)	1,520	-	_
Affiliate	PARADISE SEGASAMMY Co., Ltd.	45.0	Interlocking directorate	Underwriting of capital increase (Note 6)	5,383	5,383 —	
				Provision of security (Note 7)	26,121	_	_

Notes: 1. Consumption taxes are not included in transaction amounts.

- 2. The amount of the Consulting fee income is decided based on the Company's necessary expenses.
- Cash management system transactions are used for the purpose of uniformly and efficiently procuring and managing funds within the Group. Lending and borrowing of funds is executed at any time between the Group companies, thus the transaction amount is omitted.
- 4. Interest is determined with consideration to market interest rates.
- 5. For long-term loans receivable from subsidiaries and affiliates from SEGA SAMMY CREATION INC., the Company recorded provision of allowance for doubtful accounts of ¥6,515 million while recorded allowance for doubtful accounts of ¥1,299 million for the fiscal year ended March 31, 2018.
- 6. The Company underwrote a capital increase through allotment to shareholders.
- 7. For part of the loans from financial institutions to PARADISE SEGASAMMY Co., Ltd., the shares of the company were provided as a pledge.

### (2) Directors, Key Individual Shareholders, etc.

(Unit: millions of yen)

						Omt. mm	ons or yen
Туре	Name of related individual and company	Voting rights (%)	Relationship	Description of the transactions	Transaction amount (Note 1)	Accounts	Balance at end of fiscal year
Company in which Directors or their relatives own majority voting rights	FSC Co., Ltd. (Note 2)	5.82	Insurance representative	Payment of insurance premium Receipt and remittance of insurance monies (Note 3)	7	Prepaid expenses Long-term prepaid expenses	3
			Lending of real-estate and equipment	Rental income from real-estate and equipment (Note 3)	3	-	_

Notes: 1. Consumption taxes are not included in transaction amounts.

- Hajime Satomi, Chairman and CEO (Representative Director), and Haruki Satomi, President and COO (Representative Director), directly hold a majority of the shares of FSC Co., Ltd.
- 3. Transaction prices are determined in the same way as for general transactions and with reference to market prices.

### **VII** Note Regarding Per Share Information

### VIII Notes Regarding Significant Subsequent Events

Dissolution of specified subsidiary

This note is omitted as the contents are the same as that stated in "Notes Regarding Significant Subsequent Events" under the Notes to Consolidated Financial Statements.