Consolidated Six-Year Summary

AUTOBACS SEVEN Co., Ltd. and Subsidiaries

Finant was and at an Month Of far such 11 to 1	2002		Millions of yen, except	•	0011	0040
Fiscal year ended on March 31 for each displayed year	2007	2008	2009	2010	2011	2012
Net sales:						
Tires and wheels	¥50,878	¥52,485	¥52,587	¥47,954	¥51,416	¥55,348
	÷50,878 68,904	÷52,485 66,900	÷52,587 63,708	£47,954	59,849	58,135
Car electronics Oil and batteries	17,686	25,456	26,334	24,246	24,566	24,406
	23,644	30,538	28,458	24,240	23,868	24,400
Car exterior goods	23,686	25,070	23,674	22,330	23,500	23,000
Car interior goods	20,109	19,733	17,383	15,377	14,451	13,516
Motor sports goods	14,344	18,065	18,472	16,856	17,506	18,462
Services						
Others	23,281	28,182	28,528	21,089	23,155	22,736
Total	242,532	266,430	259,144	232,937	236,351	237,343
Operating income	12,220	6,937	5,090	10,171	11,989	13,721
ncome (loss) before income taxes and minority nterests	16,549	4,972	(3,938)	10,575	11,501	15,217
Net income (loss)	9,165	1,467	(3,398)	5,866	6,180	8,403
	0,100	.,	(0,000)	0,000	0,100	0,100
Dividends paid	¥2,075	¥2,294	¥4,547	¥4,023	¥4,555	¥4,706
Consolidated dividend payout ratio	24.3%	260.6%	-	77.2%	75.9	57.3
Return (loss) on sales	3.8%	0.6%	(1.3%)	2.5%	2.6%	3.5%
Return (loss) on equity	5.6%	0.9%	(2.1%)	3.8%	4.1%	5.7%
Return (loss) on assets	3.9%	0.6%	(1.5%)	2.7%	3.0%	3.9%
Per share data (Yen): Basic net income (loss) Cash dividends	¥239.01 58.00	¥38.37 100.00	¥(90.29) 100.00	¥161.97 125.00	¥177.97 135.00	¥252.85 145.00
	V17 016	V(646)	V7 029	V18 040	V1E 07E	¥20.94
Net cash provided by (used in) operating activities	¥17,216	¥(646)	¥7,028	¥18,949	¥15,375	¥20,845
Net cash (used in) provided by investing activities	(7,102)	(7,993)	4,543	(4,694)	(5,002)	(10,156
Net cash (used in) provided by financing activities	(4,698)	(729)	(9,259)	(12,187)	(11,790)	(11,574
Capital expenditures	10,356	9,753	4,870	3,061	3,187	7,692
Depreciation and amortization	6,471	7,463	6,347	5,207	4,798	4,644
	0,471	7,403	0,047	5,207	4,730	-,0
AT YEAR-END						
Cash and cash equivalents	¥59,227	¥49,637	¥51,749	¥53,786	¥52,317	51,402
Current assets	119,265	117,407	136,968	133,883	133,031	141,612
Current liabilities	48,882	43,571	44,842	41,521	40,649	55,650
Current ratio	244.0%	269.5%	305.4%	322.4%	327.3%	254.5%
Fotal assets	240,628	234,126	224,168	210,652	207,795	217,949
Equity	167,995	164,336	154,763	151,397	147,505	145,620
Equity ratio	69.8%	70.2%	69.0%	71.9%	71.0%	66.8%
Total number of stores	538	640	634	537	538	557
Of which, overseas stores	21	117	116	26	25	27
Number of employees	4,621	6,492	5,933	4,483	4,459	4,469

Review of Fiscal 2012

OPERATIONAL REVIEW

THE AUTOBACS CONSOLIDATED GROUP

The AUTOBACS Consolidated Group ("the Group") consists of AUTOBACS SEVEN Co., Ltd. ("the Company"), 36 subsidiaries, and 7 affiliates accounted for by the equity method. The Group is mainly engaged in the wholesale and retail sales of automotive goods and accessories in Japan and other countries, as well as safety inspection and maintenance services, purchase and sales of automobiles, and loan and credit services. The Group also provides services for franchisee companies, including money-lending, store equipment leasing, consulting, back-office agency work, and IT support, as well as casualty insurance services.

In the automotive goods business, the Group's main store brands are AUTOBACS, Super AUTOBACS, AUTO HELLOES, AUTOBACS Secohan *Ichiba*, and AUTOBACS EXPRESS. In the automobile purchase and sales business, its brand is AUTOBACS CARS.

Sales by Business Category

The Group generates revenue through three business categories: wholesale operations, retail operations, and others.

Wholesale Operations

In wholesale operations, the Group generates revenue primarily from wholesale of automotive goods to franchisees and royalties paid by franchisees.

Retail Operations

In retail operations, revenue is generated primarily through the sale of goods and services at stores that are managed directly by the Company or by its consolidated subsidiaries.

• Others

Revenue in this segment includes rental income from the lease of real estate and equipment to franchisees.

		Stores			
	2011		2012		
Stores included in consolidation (retail operations)					
Directly managed stores	12		12		
Consolidated subsidiaries (of which, overseas)	150	(16)	155	(18)	
Subtotal	162	(16)	167		
Stores not included in consolidation					
Stores managed by franchisees, including stores of affiliates (of which, overseas)	376	(9)	390	(9)	

Stores managed by franchisees, including stores of affiliates (of which, overseas)	376	(9)	390	(9)
Total stores (of which, overseas)	538	(25)	557	(27)

Franchise System

Franchise Contracts

As the headquarters for franchisees, the Company grants franchisees the rights to use its trade name and corporate image and provides management know-how and infrastructure needed for store operations. In return, franchisees pay the Company royalties. Franchisees manage operations based on support and guidance from the headquarters. The aim of the franchise contracts is to ensure the mutual prosperity of the Company and franchisees. • Royalties

Franchisees pay a fixed portion of their store sales to the Company. The fixed rate is 1.0% for main formats AUTOBACS, Super AUTOBACS, and AUTO HELLOES.

Store Land and Buildings

Much of the land and buildings occupied by the entire AUTOBACS Chain ("the Chain") are not owned by the Company. In many cases, the franchisee or the landowner constructs a building on the land, and the property is then rented by the franchisee or the Company under a rental agreement. In cases where the landowner constructs the building, the Company provides a rental deposit to the landowner. This is because buildings constructed to AUTOBACS' specifications cannot easily be adapted for other purposes. (For more details, please see Rental Deposits on page 9.)

Sales of Three Main Store Types

	¥ million; St	ores
	2011	2012
Sales	189, 665	194, 136
Stores	404	430
Sales	83, 406	81, 649
Stores	76	76
Sales	1, 507	350
Stores	5	1
Sales	274, 578	276, 136
Stores	485	507
	Stores Sales Stores Stores Stores Sales	2011 Sales 189, 665 Stores 404 Sales 83, 406 Stores 76 Sales 1,507 Stores 5 Sales 274,578

Analysis of Operating Environment

Japan's market for automotive goods and services has been shrinking since around fiscal 1997. It is estimated that retail sales in this market totaled ¥3,057 billion in fiscal 1997. In the year ended March 31, 2012, retail sales fell to ¥1,838.4 billion*. This market shrinkage has stemmed mainly from increased efforts by automakers to offer new vehicles with various equipment and accessories as standard features, as well as falling sales prices of car electronics goods. In recent years, moreover, the market for after-market wheels and motor sports goods has been declining, due mainly to young people losing interest in cars.

* Reference: AM+NETWORK, August 2001 and August 2012 issues

FISCAL 2012—OVERVIEW AND ACHIEVEMENTS

Performance Overview

Domestic consumption of automotive goods and services during fiscal 2012, the fiscal year ended March 31, 2012, was affected by the numerous and diverse events over the course of the year that had seasonal and regional impacts on the Group's business results. From the beginning of the fiscal year until the second quarter, there was a decline in automobile and car navigation unit production attributable to supply chain disruptions and other issues following the Great East Japan Earthquake, although the shift to digital terrestrial broadcasting in July increased demand for digital terrestrial tuners. In the third quarter and fourth quarters, production of some car navigation devices was halted due to flood damage in Thailand, but because of the recovery of the supply chain and government subsidies for the purchase of fuel efficient vehicles, automobile unit sales and sales of automotive goods and services recovered. In addition, unusually heavy snowfall increased demand for snow tires. Further, in the Tohoku region, demand for automobiles and automotive goods and services continued to be high, supported by earthquake recovery activity.

In this business environment, the Company focused its efforts on measures guided by the AUTOBACS 2010 Medium-Term Business Plan. The plan aims to increase store profitability and market share as the core of its business strategy.

Overview of the Domestic AUTOBACS Chain Business

Overall sales of the businesses of the Chain in Japan increased 0.1% year on year on a same-store basis and 0.9% on a total-store basis.

In "automotive goods," the Chain focused on sales of automobile maintenance merchandise such as tires, oil, and batteries through the use of newspaper advertisements, television commercials, and circulars along with an improved selection of merchandise at the stores and an upgraded sales system. Sales of tires rose, reflecting a delay in the timing for changing snow tires to normal tires until April or later due to the effect of the weather and the earthquake, price hikes for national brand tires, and heavier than normal snowfall, largely along the Japan Sea coast. In car electronics, the earthquake and flooding in Thailand had an impact on the product lineup for car navigation devices, although unit sales of terrestrial digital broadcasting tuners for automobiles and in-dash car navigation devices were positive due to the shift to terrestrial digital television broadcasting. However, because unit prices declined due to changes in strong-selling items, the value of sales declined year on year. Sales of car accessories and interior merchandise declined up to the second quarter, due to sluggish new automobile sales. However, sales of new automobiles recovered after that, and from the third quarter, sales of interior accessories and interior merchandise recovered to exceed last year's levels. As a result, sales of automotive goods (excluding statutory safety inspections and maintenance) increased 0.2% year on year to ¥262,500 million.

Sales in "safety inspections and maintenance services" were sluggish in the first quarter due to the earthquake and the Group's self-restraint in sales promotional activities, but from the second quarter, a telephone sales promotion campaign and continuous promotional activities at the Group's stores led to a recovery. Consequently, the number of automobiles receiving a safety inspection rose by 7.3% year on year to approximately 535,000 units (for all store formats combined).

In "the automobile purchase and sales business," unit sales of new automobiles declined through the second quarter, but the used vehicle market benefited from an increasing demand in the areas affected by the disaster. Consequently, purchasing through stores and retail sales mainly in the Tohoku region were strong. New automobile sales recovered from the third quarter as government subsidies for eco-friendly automobiles were re-introduced. As a result, unit sales during the consolidated fiscal year under review increased by 10.1% year on year to 18,000 units.

The opening and closure of stores in Japan included the opening of 23 new AUTOBACS stores; the closure of one AUTOBACS store, three AUTOBACS *Secohan Ichiba* stores and two AUTOBACS EXPRESS stores; and the opening and closure of 10 AUTOBACS through relocation and store format conversion. As a result, the total number of stores in the Chain in Japan increased by 17 stores from the end of the previous fiscal year to 530 stores.

Domestic Store Consolidation

		Stores							
	Year Ended March 2012								
			First Half			Second Half			
	-		S&B*			S&B*			
	March 31, 2011	New stores	relocation	Stores closed	New stores	relocation	Stores closed	March 31, 2012	
AUTOBACS	404	+6	+2	2	+17	+2	-1	430	
Super AUTOBACS	76							76	
AUTO HELLOES	5		-4	ļ				1	
AUTOBACS Secohan Ichiba	21						-3	18	
AUTOBACS EXPRESS	7			-2				5	
Total (Japan)	513	+6	-2	-2	+17	+2	-4	530	

* S&B: scrap and build

Progress of the AUTOBACS 2010 Medium-Term Business Plan

The Company has executed a number of initiatives including business and financial strategies, and CSR and governance activities under the AUTOBACS 2010 Medium-Term Business Plan, which was announced in May 2010.

The Group pursued several important policies for radically strengthening the domestic business. In "existing store reform," the Group completed store remodeling according to the original schedule, and in "human resources reform," customer treatment training for store staff has exceeded the original plan. As a result of these reforms the Group has created a base for further growth. Under a further policy, "new store openings" the Group has opened new stores just about in line with the plan due to the strengthened organizational structure.

<Business Strategy>

As it did in the previous year, the Group emphasized strengthening of the domestic franchise business as a business strategy and sought to improve the profitability of the existing AUTOBACS stores.

With respect to existing store reform, the remodeling of AUTOBACS stores progressed, with 217 stores being remodeled. As a result, a cumulative total of 358 stores have been remodeled, completing the plan for remodeling all of the AUTOBACS stores. An important policy within store reform is sales floor renovation. Here, the Company installs merchandise displays and POP (point of purchase) displays that facilitate comparison and selection of merchandise and services. Meanwhile, for car maintenance merchandise, sales floor renovation includes setting up consultation reception counters and general maintenance counters to create a sales floor based on the customer's perspective. Most of the stores that have been remodeled have seen an improvement in business results and efficiency. Going forward, the Group will endeavor to make reforms to improve customer convenience and to improve profitability at stores.

With regard to human resources reform, the Company continued, as in the previous year, to implement customer service education designed to provide customers with a safe, reliable and comfortable shopping experience. In addition to group training by a special team, in-store training for all employees raised the efficiency of the training. During fiscal 2012, 8,856 employees completed the training, nearly 100% of all registered employees. Going forward, continuous measures will be taken to firmly establish an awareness of customer service.

In efforts to open new stores, the Group launched 23 new stores to improve customer convenience and attract more customers. Moreover, the development of a low cost, smaller store model by reviewing store fixtures and service bay equipment has strengthened the Group's ability to open stores in small commercial zones or to fill in gaps between other stores where it had not been possible to open stores before. The Group has strengthened the Land Use & Development Department in preparation for an acceleration of new store openings from fiscal 2013.

One of the new stores is a pilot store that specializes in maintenance merchandise centering on tires and wheels, and also oil and batteries, called AUTOBACS Tire Specialty Shop Ogori Store (Yamaguchi City, Yamaguchi Prefecture). Going forward, as this store is tested and improved, the Group will develop stores that can meet customers' various needs more conveniently.

The Group has also been preparing to begin "CRM Strategy Implementation," which will be formally introduced during fiscal 2013. The Group will start by taking a fresh look at its relationship with its customers, at changes in customers' feelings about cars, and focusing on the future market environment in order to strengthen customer ties. By getting to know the Group's existing customers even better, relationships can be built to turn them into repeat customers, and as new customers get to know the Group, new relationships can be built on mutual trust. In seeking to build better customer relationships, the Group has been studying specific issues from the customer's perspective. By taking these steps and creating stores that meet customers' needs in each region, the Group is making AUTOBACS Chain stronger, store by store.

The Group has also been taking other measures, such as strengthening of safety inspections and automobile sales to enhance merchandise and services offered to customers; reducing the cost of purchases through supplier reform aiming to improve store profitability to enable the Group to offer merchandise at affordable prices; and, reinforcing e-commerce to improve convenience for customers.

Overseas, the Group has opened two stores in China, where it has been testing the business model. The Company will continue to conduct market research and test marketing with a view to expanding its business in China and other Asian countries.

To improve the execution capabilities of headquarters, the Group is taking important steps to reform head office personnel by optimally allocating management resources, and at the same time improving management by developing key personnel and providing training for different levels of management.

<Financial Strategy>

Based on its financial strategies, the Group worked to increase future operating cash flows by opening 23 new stores and relocating 6 stores in Japan, while opening three new stores overseas. The Group plans to actively invest in businesses during fiscal 2013 and beyond.

The Group's financial strategy is aimed at improving capital efficiency. In fiscal 2012, the Company purchased a total of 1.6 million shares of its own stock for approximately ¥5.4 billion based on a policy of increasing shareholder returns. At the same time, it decided to retire approximately 1.6 million shares of treasury stock and buy back up to a further 1.8 million shares of its own stock. In distributing profits, the Company aimed to maintain a dividend on equity (DOE) ratio of at least 3%, while considering business performance during the fiscal year under review. The dividend per share was ¥145, a ¥10 year-on-year increase.

<CSR Activities>

The Group has positioned CSR activities as an important management issue and has acquired the ISO 14001 certification at its Toyosu Headquarters as part of its aim to pursue environmentally friendly business operations. Going forward, the Group will continue activities to raise environmental awareness, and at the same time, each regional office and the Eastern and Western Logistics Centers are making progress toward getting certified. During the summer, when there were concerns about a shortage of electric power, the head office and the regional offices worked to conserve electricity, while the Group's stores nationwide turned off wall-mounted signage and reduced in-store lighting. Further, the head office and stores established "AUTOBACS"

Day" to conduct clean up activities in their neighborhoods as a contribution to local communities.

In response to the enforcement of the Organized Crime Exclusion Ordinance in all prefectures nationwide in October 2011, the Company formulated the Manual for Responding to Antisocial Forces and reinforced risk management awareness by conducting training sessions for all employees.

FINANCIAL REVIEW

1. INCOME AND EXPENSES

Net Sales

In fiscal 2012, ended March 31, 2012, consolidated net sales amounted to ¥237,342 million, approximately the same level as fiscal 2011.

	¥ Million (Percentage of net sales)					
	2011		2012		Increase (Decrease)	
Wholesale operations	134, 690	(57.0%)	135, 571	(57. 1%)	880	
Retail operations	98, 162	(41.5%)	98, 313	(41.4%)	151	
Others	3, 499	(1.5%)	3, 459	(1.5%)	(39)	
Total	236, 351	(100.0%)	237, 343	(100. 0%)	992	

• Wholesale Operations

Most of the revenue in the wholesale operations segment derives from sales to franchisees. In fiscal 2012, segment sales increased by 0.7% year on year to ¥135,571 million. Overall segment sales rose in line with higher sales for tires and higher prices and digital terrestrial TV tuners, despite falling prices for car navigation systems and lower demand for ETC devices.

Retail Operations

The retail operations category consists of retail sales of stores that are managed directly by the Company or its consolidated subsidiaries. In fiscal 2012, sales of retail operations increased by 0.2% year on year to ¥98,313 million. This increase was mainly due to increases in sales for tires in line with higher prices, digital terrestrial TV tuners, and services including safety inspections and maintenance. However, the increase was partially offset by falling prices for car navigation systems and lower demand for ETC devices.

Others

Sales from other businesses declined by 1.1% to ¥3,459 million, due mainly to decreases in real estate rental income and store equipment lease income from domestic franchise operators.

Gross Profit

Gross profit was ¥77,037 million, up by 1.7% from a year earlier as a result of efforts to improve gross profit, such as reducing the costs of goods purchased and reviewing sales prices. Gross margin improved from 32.0% to 32.5%

SG&A Expenses

Selling, general and administrative (SG&A) expenses declined by 0.7% year-on-year to ¥63,316 million as a consequence of reducing promotional activities after the earthquake and costs as a whole, although expenses related to new store openings and sales floor renovations increased.

	+ 141111011			
2011	2012	Increase (Decrease)		
29, 089	29, 650	560		
23, 463	23, 835	371		
11, 484	11, 415	(69)		
12, 602	12, 592	(10)		
6, 088	6, 104	16		
3, 906	3, 937	30		
10, 576	9, 659	(918)		
115	43	(73)		
63, 751	63, 316	(436)		
	29, 089 23, 463 11, 484 12, 602 6, 088 3, 906 10, 576 115	2011 2012 29, 089 29, 650 23, 463 23, 835 11, 484 11, 415 12, 602 12, 592 6, 088 6, 104 3, 906 3, 937 10, 576 9, 659 115 43		

Personnel expenses increased by 1.9% to ¥29,649 million, and constituted 46.8% of SG&A expenses. This change was mainly because of an increase in bonuses to employees and an increase in personnel in line with the merger with BRAIN-ING Co., Ltd.

Sales promotion expenses decreased by 0.6% to ¥11,415 million, or 18.0% of SG&A expenses. This was mainly due to reductions in advertising expenses, despite an increase in expenses to support sales floor renovation.

Equipment expenses fell by 0.1% to ¥12, 592 million, or 19.9% of SG&A expenses. This was primarily due to a decrease in utility costs associated with energy saving efforts, despite an increase in repair and maintenance costs and depreciation costs in line with new store openings and sales floor renovation.

Administration expenses fell by 8.7% to ¥9,658 million, representing 15.3% of SG&A expenses. This was mainly due to decreases in costs related to lawsuits in the U.S. and consulting-related costs.

As a result of the above factors, operating income increased by 14.5% to ¥13,721 million.

¥ Million

Number of Employees by Segment

Number of Employees by Segment	Number of Employees						
	20	11	20	2012			
The Company	1,067	(90)	1, 060	(90)	(7)		
Domestic Store Subsidiaries	2, 588	(1, 034)	2, 558	(1,069)	(30)		
Overseas Subsidiaries	613	(-)	651	(-)	38		
Subsidiaries for Car Goods Supply and Other	124	(11)	128	(9)	4		
Subsidiaries for Supporting Functions	67	(15)	72	(18)	5		
Total	4, 459	(1, 150)	4, 469	(1, 186)	10		

Note: These figures show the number of regurar full-time employees.

Other Income and Expenses

In other items, other income—net was ¥1,496 million, a turnaround from other expenses–net of ¥488 million in the previous fiscal year. The main factors behind this were the recording of other expenses in fiscal 2011 that were not recorded in fiscal 2012. Specifically, the expenses booked in fiscal 2011 were ¥286 million in loss on arrangement of stores, ¥1,166 million in effect of application of revised accounting standard for asset retirement obligations, ¥387 million in loss on disaster, owing to the Great East Japan Earthquake, and ¥461 million in additional retirement benefits for the merger with BRAIN-ING Co., Ltd.

Income Taxes

Income taxes for the period were ¥6,812 million. Deferred income tax was negative ¥122 million due to reversal of deferred tax assets as a result of changes in the corporate income tax rate. The income tax burden decreased from 45.9% in the previous period to 44.8%.

Net Income

Net income increased by 36.0% from the previous year to ¥8,403 million, bringing basic net income per share to ¥252.85. Financial indicators all improved, with the return on sales increasing from 2.6% in the previous year to 3.5%, ROA improved from 3.0% to 3.9%, and ROE increased from 4.1% in the previous year to 5.7%.

2. SEGMENT INFORMATION

The Group's segments are as follows:

The Company: The Company operates wholesale trade, selling of automobile-related goods, etc., (major products include tires and wheels and car electronics) to franchisees, and retail trade, selling and providing installation services for automobile-related goods, primarily to general consumers (major store brands are AUTOBACS, Super AUTOBACS, AUTO HELLOES, and AUTOBACS *Secohan Ichiba*). It also operates a leasing business providing real estate for stores mainly to franchisees.

Domestic Store Subsidiaries: Domestic Store Subsidiaries mainly sell and provide installation services for automobile-related goods, primarily to general consumers.

Overseas Subsidiaries: Overseas Subsidiaries operate wholesale trade, selling automobile-related goods, etc., to franchisees, and retail trade, selling and providing installation services for automobile-related goods primarily to general consumers.

Subsidiaries for Car Goods Supply and Others: Subsidiaries for Car Goods Supply and Others operate wholesale trade, selling mainly automobile-related goods, etc., and engine oil.

Subsidiaries for Supporting Functions: Subsidiaries for Supporting Functions mainly operate money-lending business and leasing business, supplying loans and providing store equipment and facilities to franchisees, as well as the loan and credit business, non-life insurance agency services and office support business.

Relationship between Segments and Segmental Sales

The Company's reportable segments are the constituents of the Company for which financial information is separately available and which are subject to the board of directors' periodic review to determine allocation of managerial resources and evaluate their performance.

The Group is developing AUTOBACS franchise chains both domestically and overseas mainly for sales of automotive goods, safety inspection and maintenance services, and automobile purchase and sales, and consists of segments of Group companies engaging in these businesses in wholesale and retail operations.

Based on the above, the Group has five reportable segments: the Company, Domestic Store Subsidiaries, Overseas Subsidiaries, Subsidiaries for Car Goods Supply and Others and Subsidiaries for Supporting Functions.

The context of each segment's operations is as follows:

	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Others	Subsidiaries for Supporting Functions
Automotive goods	Wholesale-Retail	Retail	Wholesale-Retail	Wholesale	-
Safety inspection and maintenance services	Wholesale-Retail	Retail	Retail	-	-
Automobile purchase and sales business	Wholesale-Retail	Retail	-	-	-
Other	Lease business	-	-	-	Lease business-Others

Note: 'Other' of subsidiaries for supporting functions are loan credit business, non-life insurance agency and office support business.

Profits and Losses by Segments

<Non-Consolidated>

Sales increased by 0.5% from a year earlier to ¥195,601 million. In wholesale operations for franchisees, sales increased by 0.6% thanks to increases in sales of tires and wheels and store fixtures to stores in association with renovations, which were partially offset by declines in sales of car electronics, car exterior goods, and motor sports goods. In retail operations, sales declined by 2.9% from a year earlier, reflecting the closure of directly managed second-hand automotive goods stores and the suspension of operations for renovation at certain stores. Gross profit increased by 2.8% from the previous fiscal year to ¥41,746 million, reflecting an increase in tire sales volume compared to last year and efforts to control the gross margin on car navigation systems. Selling, general, and administrative expenses were down by 2.5% from a year earlier, to ¥28,156 million, reflecting fewer promotion activities following the earthquake, a revision of sales promotions compared to a year ago and a decline in attorney's fees paid in relation to a lawsuit in the U.S. These factors were partially offset by increased bonus payments to employees resulting from improved business results and store remodeling expenses. As a result of these factors, operating income increased by 15.7% year on year to ¥13,590 million.

<Domestic Store Subsidiaries>

Sales in this segment increased by 0.6% year on year to ¥81,714 million and operating income increased by 14.0% to ¥435 million. Sales of tires and wheels, tuners for digital terrestrial broadcasting, and automobile sales drove the increase in sales, and the gross margin improved. Further, nine new stores opened by the domestic store subsidiaries contributed to the increase in sales. Selling, general and administrative expenses increased by 1.4% year on year due to higher personnel and sales expenses in line with store renovation and new store openings.

<Overseas Subsidiaries>

Sales increased by 3.3% to ¥9,098 million while operating income improved by ¥209 million to a profit of ¥86 million. France was affected by economic instability in Europe beginning in the second quarter and by a comparatively mild winter. However, sales promotions featuring tires and Christmas sales of car electronics contributed to an improvement in store sales and gross margins, while selling, general and administrative expenses were brought under control, improving profitability. In China, a local franchisee closed one of the stores it was operating, and in Shanghai, the Group's local subsidiary opened its second directly managed store in May 2011. The Company is continuing to construct its business model, looking for ways to improve customer recognition and operations at directly managed stores. Sales in China increased due to increased exports to Japan and stores in Asia and the operating loss was smaller than the previous fiscal year. The Group opened AUTOBACS LOYANG Store, its third store in Singapore, in December 2011. Due to overwhelming competitive advantages in the local market, sales and operating income increased. In Thailand, the impact of political unrest and flooding resulted in a slight decline of sales and earnings.

Opening and closing of stores overseas were as follows:

Opening and Closing of Stores Overseas

		Stores Year Ended March 2012					
	March 31, 2011	First Half	Second Half	March 31, 2012			
France	11			11			
China	4			4			
Taiwan	4	+1		5			
Thailand	4			4			
Singapore	2		+1	3			
Total	25	+1	+1	27			

<Subsidiaries for Car Goods Supply and Others>

Sales decreased by 3.3% year on year to ¥12,604 million, reflecting a decrease in wholesale sales of oil. Operating income declined by 51.9% year on year, to ¥112 million.

<Subsidiaries for Supporting Functions>

Sales decreased by 45.3% to ¥3,383 million and operating income fell by 11.6% year on year to ¥431 million. These declines primarily resulted from the merger with BRAIN-ING Co., Ltd., the Company's subsidiary, in August 2010. Excluding the impact of this merger, sales and operating income in this segment were almost level with those in the previous fiscal year.

Information about Sales and Profit (Loss)

	¥ Milion							
	Year Ended March 2012							
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Others	Subsidiaries for Supporting Functions	Total		
Sales								
Sales to external customers	140, 755	80, 785	8, 850	5, 973	980	237, 343		
Intersegment sales or transfers	54, 846	929	248	6, 631	2, 403	65, 057		
Total	195, 601	81, 714	9, 098	12, 604	3, 383	302, 400		
Segment profit	13, 590	435	86	112	431	14, 654		

Details of Adjustments to Consolidated Operating Income

The value of the adjustment to derive consolidated operating income from the sum of the operating income of each segment was ¥933 million, a change of ¥193 million compared to last year. Major changes from last year were as follows: 1) Until last fiscal year, the Company (non-consolidated) posted credit commissions from the Chain as non-operating income but due to the transfer of the credit business, this is now posted as sales of AUTOBACS Management Service Co., Ltd., a subsidiary for supporting functions (This is noted in the table below, "Reconciliation of Published Figures and Aggregate of Reportable Segments" in the item titled "Elimination of intersegment transactions."); 2) The increase in unrealized profit on sales of merchandise by the Company (non-consolidated) to retail store subsidiaries that is attributable to the increase of new stores (same table, item titled "Inventories"); and 3) Increase in the valuation loss on merchandise at subsidiary stores where shares of the subsidiary or the store has been transferred to a franchisee (same table, item titled "Inventories").

Reconciliation of Published Figures and Aggregate of Reportable Segments

	+ NIIIIOT		
Net sales	2011	2012	
Total reportable segments	303, 947	302, 400	
Elimination of intersegment transactions	(67, 596)	(65, 057)	
Net sales in consolidated financial statements	236, 351	237, 343	

	¥ Millior	1
Income	2011	2012
Total reportable segments	12, 728	14, 654
Elimination of intersegment transactions	(344)	(477)
Inventories	(66)	(325)
Allowance for point cards	(25)	(83)
Amortization of goodwill	(152)	(77)
Fixed assets	(60)	8
Others	(92)	21
Income in consolidated financial statements	11, 989	13, 721

FINANCIAL POSITION

1. BALANCE SHEET ITEMS

Current Assets

Current assets increased by ¥8,580 million year on year to ¥141,612 million. This was attributable in part to a decrease in marketable securities due to redemptions and an increase in cash and cash equivalents and other receivables.

Property and Equipment, Investments and Other Assets

Net property and equipment was ¥39,524 million, up by ¥2,592 million year on year. The main factors were increases in buildings and structures and land in line with new store openings.

Total investments and other assets declined by ¥1,019 million from the previous period to ¥36,813 million. The change was largely attributable to decreases in investment securities, deferred tax assets, and rental deposits and long-term loans, despite an increase in software.

Current Liabilities

Total current liabilities were up by ¥15,001 million to ¥55,650 million. The main factors in this were increases in trade notes and accounts payables, short-term borrowings, other payables and accrued income tax.

Long-term Liabilities

Total long-term liabilities decreased by ¥3,078 billion to ¥16,105 million. The main factor behind this was repayment of long-term debt.

¥ Million

Equity

Total equity including minority interests fell by ¥1,769 million to ¥146,194 million. We recorded net income of ¥8,403 million and cash dividends of ¥4,706 million, and purchased our own shares at a cost of ¥5,464 million.

2. SPECIAL ITEMS ON THE BALANCE SHEET

Investments in Lease

We lease store buildings and equipment to some franchisees, and record finance leases that are deemed not to transfer ownership to the lessee as investments in lease. Investments in lease for fiscal 2012 increased by ¥17 million year on year to ¥13,413 million.

Rental Deposits

The Chain's stores are built to the specifications of AUTOBACS business and leased for periods of 15 or 20 years under an irrevocable lease. The Company pays the lessor part or all of the construction cost for a store as a rental deposit. Rental deposits at March 31, 2012 were down by ¥776 million from the previous year-end to ¥19,221 million.

CASH FLOWS

Cash Flows from Operating Activities

Net cash provided by operating activities was ¥20,845 million. The main factors for increasing cash were income before income taxes and minority interests of ¥15,217 million, increase in other payables and accruals of ¥9,109 million, and depreciation and amortization of ¥4,644 million. The main factor decreasing cash was an increase in receivables of ¥6,223 million.

Cash Flows from Investing Activities

Net cash used in investing activities was ¥10,156 million. The main factors were capital expenditures of ¥7,691 million, increase in time deposits of ¥3,608 million and the net use of ¥2,036 million for acquisition and disposition of investment securities.

Free cash flow, the sum of cash flows from operating activities and cash flows from investing activities, was a net inflow of ¥10,689 million.

Capital Expenditures

In fiscal 2012, capital expenditures amounted to ¥7,691 million. These investments were associated mainly with acquisition of land and buildings for stores, store renovations, refurbishment of logistics centers, and investments in the Company's internal information systems. A breakdown of capital expenditures (including intangible fixed assets) in fiscal 2012 is shown below.

Major Capital Expenditures in Fiscal 2012

	¥ Million
Opening new stores	1, 550
Scrap-and-build or relocation	1, 363
Purchase of land for store locations	1, 250
POS system development and IT investments	2, 282
Other	1, 244
Total	7, 691

Capital Expenditures by Segments

		¥ Million				
	2011	2012	Increase (Decrease)			
The Company	2, 068	6, 255	4, 187			
Domestic Store Subsidiaries	338	439	101			
Overseas Subsidiaries	106	127	21			
Subsidiaries for Car Goods Supply and Others	8	16	8			
Subsidiaries for Supporting Functions	665	852	187			
Total	3, 187	7, 691	4, 503			

Note: Amounts shown do not include cosumption tax, etc.

Cash Flows from Financing Activities

Net cash used in financing activities was ¥11,574 million. This was mainly due to ¥5,464 million used for purchase of treasury stock and ¥4,706 million used for dividends paid, as well as ¥2,753 million used for repayment of long-term debt.

As a result of the above, cash and cash equivalents at the fiscal year-end stood at ¥51,402 million, down by ¥915 million from a year earlier. This includes adjustments for the effect of exchange rate changes on cash and cash equivalents; and represents net cash provided by operating activities of ¥20,845 million, net cash used in investing activities of ¥10,156 million, and net cash used in financing activities of ¥11,574 billion.

Basic Policy on Distribution of Profits, Dividends for Fiscal 2012 and Fiscal 2013

The Company views the return of profits to shareholders as an important management issue. Our fundamental stance on distribution of profits is to secure the necessary liquidity on hand to continue business operations while maintaining consolidated DOE of at least 3%. We intend to pay stable and consistent dividends as deemed appropriate, giving due consideration to our business results and financial stability.

For fiscal 2012, we paid an annual dividend of ¥145 per share, comprising a year-end dividend of ¥75 (up by ¥5 year on year) and an interim dividend of ¥70. This resulted in a DOE of 3.3%. Also the Company repurchased 1.6 million of its own shares for ¥5.5 billion in accordance with a resolution by the Board of Directors at a meeting on May 11, 2011.

In fiscal 2013, we plan to pay interim and year-end dividends of ¥75 per share, for an annual dividend of ¥150 per share, an increase of ¥5 from fiscal 2012. The Company also plans to repurchase up to 1.8 million of its own shares shares for a maximum of ¥8.1 billion from May 11, 2012 to December 20, 2012.

BUSINESS RISKS

The following are issues contained in this annual report concerning the Group's operating and financial conditions that are likely to have a significant bearing on the decisions of investors.

(1) Competition

It is possible that competitors in the automotive goods and accessories market could influence the Group's business performance. These competitors include not only franchisees and rival companies currently operating in the same line of business, but also automakers and dealers making a full-scale entry into the market, as well as specialty tire stores, second-hand goods stores, and outlet stores.

(2) Unusual Weather Conditions

Merchandise sold by the Chain includes seasonal products, for which the number of units sold is significantly affected by weather conditions. Accordingly, in the event of unusual weather conditions, such as cool summers and/or warm winters, the Group's business performance could be affected by lower sales for seasonal products or a shift in demand season.

(3) Future Overseas Expansion

The Chain is operating in Europe and Asia, including China. In the event that the Chain fails to respond in a timely manner to various problems and risks in these regions, its business performance could be affected. Such problems include but are not limited to the following: the local culture with respect to cars and car-related goods; competition from existing local retailers; the economic situation; the level of information infrastructure; a lack of protection for intellectual property; an unstable political situation; and outbreaks of infectious disease.

(4) Regulations Governing Opening of New Stores

The Chain's development of stores is under the regulation of the Law Concerning the Measures by Large-Scale Retail Stores for Preservation of the Living Environment. This law applies to the opening of all new stores with sales floor areas exceeding 1,000 square meters and to the expansion of existing stores that will result in sales floor areas exceeding the limit. The law's purpose is to maintain the living environment of local residents. A local prefecture or a designated city office carries out predetermined checks on noise levels, traffic congestion, waste disposal, and other factors. In opening new stores larger than 1,000 square meters, the Chain's policy is to consider the local environment from the initial planning stage and to work closely with nearby residents and the local government. Due to the aforementioned regulations and other factors, however, the Group may not be able to open new stores as planned, which could have a negative impact on its business results.

(5) Observance of Laws and Regulations

With respect to the observance of laws and regulations, the Chain is working to enhance its internal control system. The Company established the Compliance Department to enhance internal control, and set a Code of Conduct and Guidelines to ensure ethical business conduct by its directors, officers and employees. However, in the unlikely event that a director, an officer or an employee violates laws or regulations, either intentionally or unintentionally, this could result in claims for compensation, which could affect the Group's business performance. In addition, the Chain holds a huge volume of consumer information. While careful attention is paid to the handling of such information, in the event of an external leakage of customer information due to unauthorized actions or other reasons, the Group could lose credibility and its business performance could be negatively affected.

(6) Fluctuations in Product Selling and Procurement Prices, and Raw Materials Prices

Due to various factors, merchandise sold by the Chain could be subject to unexpected fluctuations in procurement prices and raw materials prices. Also, sales prices of its merchandise could rise or fall sharply due to changes in the market environment. As a result, the Group's business performance could be affected by such developments as the selling price falling below the procurement price or declines in demand due to higher prices.

(7) Natural Disasters

In regions where the Chain has stores and operational facilities, natural disasters, such as earthquakes and typhoons, could cause damage to Company facilities or harm to directors, officers, and employees. In such an event, the Group's business results could be affected by such factors as reduced sales and costs required to restore operations and recruit human resources.

(8) Franchisees

The Company operates as a franchisor for stores that principally provide sales of automotive goods, safety inspection and maintenance services, and automobile purchase and sales. In the event that a franchisee violates the franchise contract or laws and regulations, the business performance of the Group could be affected, irrespective of the Group's holding of equity in the franchisee.

(9) Store Operations

The Chain operates retail stores that provide sales of automotive goods, safety inspection and maintenance services, and automobile purchase and sales. These operations have risks associated with the processing of waste generated by store operations, the handling of dangerous substances, and accidents in service bays and other places on the store grounds. The occurrence of these types of events could affect the Group's business performance directly or indirectly through a reduction in customer numbers due to a deterioration of the image of the stores.

(10) Exchange Rate Fluctuations

The Group extends loans denominated in foreign currencies to its overseas subsidiaries. Because foreign currency-denominated amounts are translated into yen for preparation of financial statements, changes in exchange rates could affect the Group's business performance.

(11) Lawsuits

The Group faces many and varied risks of lawsuits arising in the course of its operations in Japan and other countries. Although internal management has been established through the preparation of an internal control system, this cannot completely eliminate risk, and there is a possibility that the Group may be named in a lawsuit filed by a concerned party. If the Group is named in a lawsuit, the outcome of the lawsuit may have an effect on the business performance of the Group.

The following lawsuits have been filed against the Company. On December 11, 2009 (United States time), AUTOBACS STRAUSS INC. (hereinafter, "AB Strauss"), 1945 Route 23 Associates, Inc. and R&S Parts and Service, Inc. filed a lawsuit against the Company in the United States Bankruptcy Court for the District of Delaware (the "Delaware Action"), while on December 17, 2009 (United States time), these three companies filed a lawsuit against the Company in the United States District Court for the District of New Jersey (the "New Jersey Action").

Delaware Action

The plaintiffs object to the \$44 million proof of claim filed by the Company against AB Strauss in its bankruptcy proceeding in accordance with Chapter 11 of the US Bankruptcy Code ("the bankruptcy proceeding") and claim for (i) compensatory damages, including the amount owed by AB Strauss to all its creditors' claims (other than those of the Company) in the bankruptcy proceeding, damages for loss of value of AB Strauss's business, and other losses including the costs of the bankruptcy proceedings, and (ii) punitive damages. The damage amounts are not specified in the complaint, but the compensatory damages are at least \$100 million, while punitive damages are at least \$250 million.

New Jersey Action

The lawsuit involves claims for (i) compensatory damages, including the amount owed by AB Strauss to all of its creditors' claims (other than those of the Company) in the bankruptcy proceedings, damages for loss of the value of AB Strauss's business, and other losses including the costs of the bankruptcy proceedings, (ii) treble damages, (iii) punitive damages and (iv) declaration of abandonment and cancellation of certain trademark registrations of the Company in the United States. The damage amounts are not specified in the complaint, but the treble damages are at least \$300 million (compensatory damages are at least \$100 million), and punitive damages will be at least \$250 million. After the lawsuit in its entirety was referred from the United States District Court for the District of New Jersey to the United States Bankruptcy Court for the District of New Jersey to the United States Bankruptcy Court for the District of New Jersey to the United States Bankruptcy Court for the District of Delaware.

With respect to both lawsuits, the Company believes that both the claims being asserted by the plaintiffs and the claims for damages are groundless and without evidence, and the Company plans to fight the charges, and defend itself in court.

Consolidated Balance Sheet

AUTOBACS SEVEN Co., Ltd. and Subsidiaries March 31, 2012

			Thousands of U.S. dollars	
	Millions	of yen	(Note 1)	
ASSETS	2012	2011	2012	
CURRENT ASSETS:				
Cash and cash equivalents (Note 17)	¥51,402	¥52,317	\$626,854	
Time deposits with an original maturity over three months (Note 17)	5,057	1,449	61,671	
Marketable securities (Notes 3 and 17)	3,423	3,350	41,744	
Receivables (Note 17):				
Trade notes and accounts	25,675	22,016	313,110	
Associated companies	1,157	1,007	14,110	
Other	20,096	18,328	245,073	
Allowance for doubtful receivables	(102)	(243)	(1,244)	
Investments in lease (Notes 2.0, 4 and 17)	13,413	13,396	163,573	
Inventories	17,084	17,461	208,341	
Deferred tax assets (Note 15)	2,327	1,937	28,378	
Prepaid expenses and other current assets	2,080	2,013	25,366	
Total current assets	141,612	133,031	1,726,976	

PROPERTY AND EQUIPMENT:

22,793	21,695	277,964
37,183	35,865	453,451
18,941	18,250	230,988
299	277	3,646
323	104	3,939
79,539	76,191	969,988
(40,015)	(39,259)	(487,988)
39,524	36,932	482,000
	37,183 18,941 299 323 79,539 (40,015)	37,183 35,865 18,941 18,250 299 277 323 104 79,539 76,191 (40,015) (39,259)

INVESTMENTS AND OTHER ASSETS:

Investment securities (Notes 3 and 17)	4,400	4,704	53,659
Investments in associated companies (Note 17)	1,353	1,285	16,500
Rental deposits and long-term loans (Notes 7 and 17)	19,498	20,184	237,781
Goodwill (Notes 5 and 6)	764	914	9,317
Deferred tax assets (Note 15)	4,169	4,501	50,841
Other (Note 5)	6,629	6,244	80,841
Total investments and other assets	36,813	37,832	448,939
OTAL	¥217,949	¥207,795	\$2,657,915

See notes to consolidated financial statements.

	Millions of yen		Thousands of U.S. dollars (Note 1)
LIABILITIES AND EQUITY	2012	2011	2012
CURRENT LIABILITIES:			
Short-term borrowings (Notes 8 and 17)	¥432	¥457	\$5,268
Current portion of long-term debt (Notes 8 and 17)	4,837	2,840	58,988
Payables (Note 17):			
Trade notes and accounts	24,299	15,254	296,329
Associated companies	1,727	1,247	21,061
Other	11,631	9,892	141,842
Income taxes payable (Note 17)	4,958	3,506	60,463
Accrued expenses	4,237	3,582	51,671
Allowance for business restructuring	1,090	1,101	13,293
Other current liabilities	2,439	2,770	29,744
Total current liabilities	55,650	40,649	678,659
LONG-TERM LIABILITIES:			·
Long-term debt (Notes 8 and 17)	6,567	9,443	80,085
Liability for retirement benefits (Note 9)	325	381	3,963
Rental deposits received (Note 7):			
Associated companies	1,135	1,190	13,841
Other	6,194	6,282	75,537
Deferred tax liabilities (Note 15)	37	90	451
Other liabilities	1,847	1,797	22,525
Total long-term liabilities	16,105	19,183	196,402
Total liabilities	71,755	59,832	875,061
COMMITMENTS AND CONTINGENT LIABILITIES (Notes 8 and 17)			`
EQUITY (Note 11): Common stock, authorized, 109,402 thousand shares; issued, 34,252 thousand shares in 2012 and 37,454 thousand shares in 2011	33,999	33,999	414,622
Capital surplus	34,278	34,278	418,024
Retained earnings	83,074	89,985	1,013,098
Treasury stock at cost:1,610 thousand shares in 2012 and 3,210 thousand shares in 2011	(5,496)	(10,637)	(67,024)
Accumulated other comprehensive income:			
Unrealized gain on available-for-sale securities (Note 3)	52	22	634
Foreign currency translation adjustments	(281)	(142)	(3,427)
Total	145,626	147,505	1,775,927
		150	6 0 2 7
Minority interests	568	458	6,927
Minority interests Total equity	568 146,194	458	1,782,854

Consolidated Statement of Income and Comprehensive Income

AUTOBACS SEVEN Co., Ltd. and Subsidiaries Year Ended March 31, 2012

		Millions of yen		Thousands of U.S. dollars (Note 1)
	2012	2011	2010	2012
NET SALES (Note 12)	¥237,343	¥236,351	¥232,937	\$2,894,427
COST OF GOODS SOLD	160,306	160,611	158,941	1,954,951
Gross profit	77,037	75,740	73,996	939,476
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES (Note 13)	63,316	63,751	63,825	772,147
Operating income	13,721	11,989	10,171	167,329
OTHER INCOME (EXPENSES):				
Interest and dividend income	197	203	230	2,402
Interest expense	(163)	(190)	(241)	(1,988)
Commission income	434	749	689	5,293
Impairment losses on fixed assets (Note 5)	(51)	(350)	(631)	(622)
Loss on business restructuring			(610)	
Loss on arrangement of stores	(74)	(286)	(92)	(902)
Loss on revaluation of investment securities			(127)	
Foreign exchange loss, net	(51)	(414)	(97)	(622)
Lease revenue—system equipment	1,230	1,164	1,246	15,000
Lease cost—system equipment	(1,266)	(1,273)	(1,459)	(15,439)
Provision of allowance for doubtful accounts			(3,745)	
Effect of application of revised accounting standard for asset retirement obligations (Note 2.M)		(1,166)		
Loss on disaster (Note 14)		(387)		
Additional retirement benefits		(461)		
Reversal of allowance for business restructuring	11	137	3,436	134
Other—net	1,229	1,786	1,805	14,988
Other income (expenses)—net	1,496	(488)	404	18,244
INCOME BEFORE INCOME TAXES AND MINORITY INTERESTS	15,217	11,501	10,575	185,573
INCOME TAXES (Note 15):				
Current	6,934	4,370	2,273	84,561
Deferred	(122)	906	2,345	(1,488)
Total	6,812	5,276	4,618	83,073
NET INCOME BEFORE MINORITY INTERESTS	8,405	6,225	5,957	102,500
MINORITY INTERESTS IN NET INCOME	2	45	91	24
NET INCOME	¥8,403	¥6,180	¥5,866	\$102,476
MINORITY INTERESTS IN NET INCOME	2	45	91	24
NET INCOME BEFORE MINORITY INTERESTS	8,405	6,225	5,957	102,500
OTHER COMPREHENSIVE INCOME (LOSS):	-,	-,	-,	
Unrealized gain (loss) on available-for-sale securities	27	(87)	325	330
Foreign currency translation adjustments	(136)	(169)	(175)	(1,659)
Share of other comprehensive income of associates	(100)	3	2	49
Total other comprehensive (loss) income	(105)	(253)	152	(1,280)
	8,300		6,109	
	8,300	5,972	0,109	101,220
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the parent	8,293	5,937	6,033	101,135
Minority interests	7	35	76	85
				U.S. dollars
PER SHARE OF COMMON STOCK (Notes 2. S and 19):		Yen		(Note 1)
Basic net income	¥252.85	¥177.97	¥161.97	\$3.08
Cash dividends applicable to the year	145.00	135.00	125.00	1.77
Cash dividends applicable to the year	145.00	133.00	120.00	1.77

See notes to consolidated financial statements.

Consolidated Statement of Changes in Equity

AUTOBACS SEVEN Co., Ltd. and Subsidiaries Year Ended March 31, 2012

	Thou	sands					Millions of yen				
							Accumula comprehens				
	Issued Number of Shares of Common Stock	Number of Shares of Treasury Stock	Common Stock	Capital Surplus	Retained Earnings	Treasury Stock	Unrealized (Loss) Gain on Available- for-Sale Securities	Foreign Currency Translation Adjustments	Total	Minority Interests	Total Equity
BALANCE, APRIL 1, 2009	39,255	1,807	¥33,999	¥34,512	¥94,298	¥(8,001)	¥(218)	¥173	¥154,763	¥716	¥155,479
Net income					5,866				5,866		5,866
Retirement of treasury stock	(1,801)	(1,801)		(234)	(7,741)	7,975					
Purchase of treasury stock		1,602				(5,376)			(5,376)		(5,376)
Appropriations:											
Cash dividends, ¥110.00 per share					(4,024)				(4,024)		(4,024)
Net changes of items							326	(158)	168	(260)	(92)
BALANCE, MARCH 31, 2010	37,454	1,608	33,999	34,278	88,399	(5,402)	108	15	151,397	456	151,853
Net income					6,180				6,180		6,180
Purchase of treasury stock		1,602				(5,235)			(5,235)		(5,235)
Appropriations:											
Cash dividends, ¥130.00 per share					(4,557)				(4,557)		(4,557)
Change in consolidation scope					(37)				(37)		(37)
Net changes of items							(86)	(157)	(243)	2	(241)
BALANCE, MARCH 31, 2011	37,454	3,210	33,999	34,278	89,985	(10,637)	22	(142)	147,505	458	147,963
Net income					8,403				8,403		8,403
Retirement of treasury stock	(3,202)	(3,202)			(10,607)	10,607					
Purchase of treasury stock		1,602				(5,466)			(5,466)		(5,466)
Appropriations:											
Cash dividends, ¥140.00 per share					(4,707)				(4,707)		(4,707)
Net changes of items							30	(139)	(109)	110	1
BALANCE, MARCH 31, 2012	34,252	1,610	¥33,999	¥34,278	¥83,074	¥(5,496)	¥52	¥(281)	¥145,626	¥568	¥146,194

Net changes of items					366	(1,695)	(1,329)	1,341	12
Cash dividends, \$1.71 per share			(57,402)				(57,402)		(57,402)
Appropriations:									
Purchase of treasury stock				(66,659)			(66,659)		(66,659)
Retirement of treasury stock			(129,354)	129,354					
Net income			102,476				102,476		102,476
BALANCE, MARCH 31, 2011	\$414,622	\$418,024	\$1,097,378	\$(129,719)	\$268	\$(1,732)	\$1,798,841	\$5,586	\$1,804,427
	Common Stock	Capital Surplus	Retained Earnings	Treasury Stock	Accumula comprehens Unrealized Gain on Available- for-Sale Securities	ted other sive income Foreign Currency Translation Adjustments	- Total	Minority Interests	Total Equity

See notes to consolidated financial statement.

Consolidated Statement of Cash Flows

AUTOBACS SEVEN Co., Ltd. and Subsidiaries Year Ended March 31, 2012

		Millions of yen		U.S. dollars (Note 1)
OPERATING ACTIVITIES:	2012	2011	2010	2012
Income before income taxes and minority interests	¥15,217	¥11,501	¥10.575	\$185,573
Adjustments for:	,	,		
Income taxes (paid) refunded	(5,625)	(2,565)	407	(68,598)
Depreciation and amortization	4,644	4,798	5,207	56,634
Impairment losses on fixed assets	51	349	631	622
Reversal of provision for business restructuring	(11)	(224)	(3,502)	(134)
Loss on revaluation of investment securities		(-)	127	
Gain on sale of investment securities	(71)	(8)	(213)	(866)
Reversal of retirement benefit	(8)	(44)	(78)	(98)
Effect of application of revised accounting standard for asset retirement obligations		1,166		
Changes in operating assets and liabilities:	(6.222)	160	1,852	(75 900)
(Increase) decrease in receivables Decrease in investments in lease	(6,223) 484	1,365	1,079	(75,890) 5,902
Decrease (increase) in inventories	135	(487)	1,808	1,646
Increase (decrease) in other payables and accruals	9,109	(676)	(331)	111,086
Other	3,143	40	1,387	38,330
Net cash provided by operating activities	20,845	15,375	18,949	254,207
INVESTING ACTIVITIES:	20,045	15,575	10,949	234,207
Capital expenditures	(7,691)	(3,187)	(3,061)	(93,793)
Proceeds from sales of fixed assets	80	1,431	599	976
Acquisition of investment securities	(2,391)	(2,575)	(396)	(29,159)
Disposition of investment securities	355	2,157	1,188	4,329
Proceeds from sales of marketable securities	6,840	2,009	2,000	83,415
Payments for marketable securities	(4,544)	(5,292)	(1,997)	(55,415)
Acquisition of business	(4,044)	(0,202)	(593)	(00,410)
Payments for advances and rental deposits	(843)	(1,094)	(1,530)	(10,280)
Collection of advances and rental deposits	1,084	871	1,166	13,220
Proceeds from sales of investments in subsidiaries resulting in change in scope of consolidation	233	0/1	1,100	2,841
Payments for acquisition of subsidiaries' stock resulting from change in consolidation scope		(258)		
Payments for sales of subsidiaries' stock resulting from change in consolidation scope		(9)	(834)	
Other	(3,279)	945	(1,236)	(39,988)
Net cash used in investing activities	(10,156)	(5,002)	(4,694)	(123,854)
FINANCING ACTIVITIES:	(10,100)	(0,00=)	(1)001/	
(Increase) decrease in short-term borrowings	(25)	78	(81)	(305)
Repayment of long-term debt	(2,753)	(5,278)	(2,943)	(33,573)
Proceeds from long-term debt	1,380	3,180	350	16,829
Purchase of treasury stock	(5,464)	(5,233)	(5,373)	(66,634)
Proceeds from issuance of subsidiary stock	138	(-,,	(-//	1,683
Dividends paid	(4,706)	(4,555)	(4,023)	(57,390)
Other	(144)	18	(117)	(1,756)
Net cash used in financing activities	(11,574)	(11,790)	(12,187)	(141,146)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	(30)	(52)	(31)	(365)
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(915)	(1,469)	2,037	(11,158)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	52,317	53,786	51,749	638,012
CASH AND CASH EQUIVALENTS, END OF YEAR	¥51,402	¥52,317	¥53,786	\$626,854
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION—				
ACQUISITION OF BUSINESS:				
Assets acquired			¥843	
Liabilities assumed			(250)	
Acquisition cost			593	
Cash paid			¥593	
ACQUISITION OF SUBSIDIARIES:				
Fair value of assets acquired		¥1,053		
Liabilities assumed		(783)		
Goodwill		102		
Acquisition cost		372		
Cash and cash equivalents held by subsidiaries		114		
Cash paid for capital		¥(258)		
SALES OF SUBSIDIARIES:		()		
Assets by sales	¥425	¥48	¥6,951	\$5,183
Liabilities by sales	+423 (251)	+40 (49)	(7,299)	(3,061)
	24	(43)	(1,233)	293
Goodwill	47		130	233
Goodwill Foreign currency translation adjustments			100	
Foreign currency translation adjustments	63		219	769
Foreign currency translation adjustments Gain on sales of subsidiaries' stocks	63	2	219	768
Foreign currency translation adjustments Gain on sales of subsidiaries' stocks Reversal of allowance for business restructuring		2		
Foreign currency translation adjustments Gain on sales of subsidiaries' stocks	63 261 (28)	2 1 (10)	219 1 (835)	768 3,183 (342)

See notes to consolidated financial statements.

Notes to Consolidated Financial Statements

AUTOBACS SEVEN Co., Ltd. and Subsidiaries

1. BASIS OF PRESENTING FINANCIAL STATEMENTS

The accompanying consolidated financial statements of AUTOBACS SEVEN Co., Ltd. (the "Company") and subsidiaries (together the "Companies") have been prepared in accordance with the provisions set forth in the Japanese Financial Instruments and Exchange Act and its related accounting regulations and in conformity with generally accepted accounting principles in Japan ("Japanese GAAP"), which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards (IFRS).

In preparing the consolidated financial statements, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically, in order to present them in a form which is more familiar to readers outside Japan. In accordance with Japanese GAAP, certain comparative disclosures are not required to be, and have not been, presented herein. In addition, the accompanying note information, some of which is not required under Japanese GAAP, is presented herein as additional information.

Certain reclassifications and rearrangements have been made in the consolidated financial statements for the years ended March 31, 2011 and 2010, to conform to the classifications and presentations used in the consolidated financial statements for the year ended March 31, 2012.

The consolidated financial statements are stated in Japanese yen, the currency of the country in which the Company is incorporated and principally operates. The translation of Japanese yen amounts into U.S. dollar amounts is included solely for the convenience of readers outside Japan and has been made at the rate of ¥82 to U.S. \$1.00, the approximate free rate of exchange on March 31, 2012. Such translation should not be construed as representation that the Japanese yen amounts could be converted into U.S. dollars at the above or any other rate.

2. SIGNIFICANT ACCOUNTING POLICIES

A. CONSOLIDATION POLICY

The consolidated financial statements of March 31, 2012 include the accounts of the Company and all subsidiaries (36 in 2012, 38 in 2011, and 42 in 2010).

Under the control or influence concept, those companies in which the Company, directly or indirectly, is able to exercise control over operations are fully consolidated, and those companies over which the Company has the ability to exercise significant influence are accounted for by the equity method.

Investments in all associated companies are accounted for by the equity method. The cost in excess of net assets of the subsidiaries and associated companies at the time of acquisition, which cannot be specifically assigned to individual assets, is amortized on the straight-line basis over 20 years.

All significant intercompany balances and transactions have been eliminated in consolidation. All material unrealized profit included in assets resulting from transactions between the Companies is also eliminated.

B. UNIFICATION OF ACCOUNTING POLICIES APPLIED TO FOREIGN SUBSIDIARIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

In May 2006, the Accounting Standards Board of Japan (ASBJ) issued ASBJ Practical Issues Task Force (PITF) No. 18, "Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements." PITF No. 18 prescribes: (1) the accounting policies and procedures applied to a parent company and its subsidiaries for similar transactions and events under similar circumstances should in principle be unified for the preparation of the consolidated financial statements, (2) financial statements prepared by foreign subsidiaries in accordance with either IFRS or the generally accepted accounting principles in the United States of America tentatively may be used for the consolidation process, (3) however, the following items should be adjusted in the consolidation process so that net income is accounted for in accordance with Japanese GAAP unless they are not material: 1) amortization of goodwill; 2) scheduled amortization of actuarial gain or loss of pensions that has been directly recorded in the equity; 3) expensing capitalized development costs of R&D; 4) cancellation of the fair value model accounting for property, plant, and equipment and investment properties and incorporation of the cost model accounting; and 5) exclusion of minority interests from net income, if contained in net income.

C. UNIFICATION OF ACCOUNTING POLICIES APPLIED TO FOREIGN ASSOCIATED COMPANIES FOR THE EQUITY METHOD

In March 2008, the ASBJ issued ASBJ Statement No.16, "Accounting Standard for Equity Method of Accounting for Investments". The new standard requires adjustments to be made to conform the associate's accounting policies for similar transactions and events under similar circumstances to those of the parent company when the associate's financial statements are used in applying the equity method unless it is impracticable to determine adjustments. In addition, financial statements prepared by foreign associated companies in accordance with either IFRS or the generally accepted accounting principles in the United States of America tentatively may be used in applying the equity method if the following items are adjusted so that net income is accounted for in accordance with Japanese GAAP unless they are not material: (1) amortization of goodwill; (2) scheduled amortization of actuarial gain or loss of pensions that has been directly recorded in the equity; (3) expensing capitalized development costs of R&D; (4) cancellation of the fair value model accounting for property, plant, and equipment and investment properties and incorporation of the cost model accounting; and (5) exclusion of minority interests from net income, if contained in net income. This standard was applicable to the equity method of accounting for fiscal years beginning on or after April 1, 2010.

The Company applied this accounting standard effective April 1, 2010.

D. BUSINESS COMBINATIONS

In October 2003, the Business Accounting Council (BAC) issued a Statement of Opinion, "Accounting for Business Combinations," and in December 2005 the ASBJ issued ASBJ Statement No. 7, "Accounting Standard for Business Divestitures" and ASBJ Guidance No. 10, "Guidance for Accounting Standard for Business Combinations and Business Divestitures."

The accounting standard for business combinations allows companies to apply the pooling-of-interests method of accounting only when certain specific criteria are met such that the business combination is essentially regarded as a uniting-of-interests.

For business combinations that do not meet the uniting-of-interests criteria, the business combination is considered to be an acquisition and the purchase method of accounting is required. This standard also prescribes the accounting for combinations of entities under common control and for joint ventures.

In December 2008, the ASBJ issued a revised accounting standard for business combinations, ASBJ Statement No. 21, "Accounting Standard for Business Combinations." Major accounting changes under the revised accounting standard are as follows: (1) The revised standard requires accounting for business combinations only by the purchase method. As a result, the pooling-of-interests method of accounting is no longer allowed. (2) The previous accounting standard required research and development costs to be charged to income as incurred. Under the revised standard, in-process research and development costs (IPR&D) acquired in the business combination is capitalized as an intangible asset. (3) The previous accounting standard provided for a bargain purchase gain (negative goodwill) to be systematically amortized over a period not exceeding 20 years. Under the revised standard, the acquirer recognizes the bargain purchase gain in profit or loss immediately on the acquisition date after reassessing and confirming that all of the assets acquired and all of the liabilities assumed have been identified after a review of the procedures used in the purchase allocation. The revised standard was applicable to business combinations undertaken on or after April 1, 2010.

E. CASH EQUIVALENTS

Cash equivalents are short-term investments that are readily convertible into cash and that are exposed to insignificant risk of changes in value. Cash equivalents include time deposits, certificates of deposit, commercial paper and mutual funds investing in bonds that represent short-term investments, all of which mature or become due within three months of the date of acquisition.

F. MARKETABLE AND INVESTMENT SECURITIES

Marketable and investment securities are classified and accounted for, depending on management's intent, as follows:

i) trading securities, which are held for the purpose of earning capital gains in the near term, are reported at fair value, and the related unrealized gains and losses are included in earnings, ii) held-to-maturity debt securities, which are expected to be held to maturity with the positive intent and ability to hold to maturity, are reported at amortized cost and iii) available-for-sale securities, which are not classified as either of the aforementioned securities, are reported at fair value, with unrealized gains and losses, net of applicable taxes, reported in a separate component of equity.

All marketable securities held by the Companies are classified as held-to-maturity debt securities or available-for-sale securities.

The cost of securities sold is determined based on the average method.

Non-marketable available-for-sale securities are stated at cost determined by the average method. For other-than-temporary declines in fair value, securities are reduced to net realizable value by a charge to income.

The Company reviews the fair value of its investment securities on a regular basis to determine if the fair value of any individual security has declined below its cost and if such decline is other than temporary. If the decline in value is judged to be other than temporary, the cost basis of the security is written down to fair value. The resulting realized loss is included in the consolidated statements of income in the period in which the decline was deemed to be other than temporary.

Hybrid financial instruments, from which an embedded derivative cannot be separated, are stated at fair value and gains or losses are recognized in the consolidated statements of income.

G. INVENTORIES

Inventories before distribution to stores or franchisees are stated at the lower of cost, determined by the average method, or net selling value. Inventories held at stores are stated at the lower of cost, determined by the retail method, or net selling value.

H. PROPERTY AND EQUIPMENT

Property and equipment are stated at cost.

Depreciation is principally computed by the declining-balance method over the estimated useful lives of the assets. Equipment held for lease is depreciated by the straight-line method over the respective lease periods.

Estimated useful lives are as follows:

Buildings and structures: 3 to 45 years

- Furniture and equipment: 2 to 20 years
- Equipment held for lease: 5 to 50 years

I. LONG-LIVED ASSETS

The Companies review their long-lived assets for impairment whenever events or changes in circumstance indicate the carrying amount of an asset or asset group may not be recoverable. An impairment loss would be recognized if the carrying amount of an asset or asset group exceeds the sum of undiscounted future cash flows expected to result from the continued use and eventual disposition of the asset or asset group. The impairment loss would be measured as the amount by which the carrying amount of the asset or asset group exceeds its recoverable amount, which is the higher of the discounted cash flows from the continued use and eventual disposition of the asset or the net selling price at disposition.

J. GOODWILL

Goodwill is amortized on a straight-line basis over twenty years.

K. PURCHASED SOFTWARE

Purchased software was recorded as other assets and is amortized over two to five years.

L. RETIREMENT AND PENSION PLAN

The Company has alternative plans consisting of a non-contributory defined contribution pension plan and a plan in which employees receive a retirement payment portion in cash. Subsidiaries have various retirement payment plans for employees, such as non-contributory defined contribution pension plans, non-contributory defined benefit pension plans, smaller enterprise retirement allowance plans and unfunded employee retirement payment plans.

The Companies recorded expenses for the defined contribution pension plan when the contribution was made. Some subsidiaries accounted for the liability for retirement benefits based on projected benefit obligations and plan assets at each balance sheet date.

In some subsidiaries, retirement allowances for directors and corporate auditors are recorded to state the liability at the amount that would be required if all directors and corporate auditors retired at each balance sheet date. Certain subsidiaries revised their compensation plan in April 2005 and no additional provisions have been recorded for retirement benefits to be paid to those directors and corporate auditors since April 2005.

M. ASSET RETIREMENT OBLIGATIONS

In March 2008, the ASBJ published the accounting standard for asset retirement obligations, ASBJ Statement No.18 "Accounting Standard for Asset Retirement Obligations" and ASBJ Guidance No. 21 "Guidance on Accounting Standard for Asset Retirement Obligations". Under this accounting standard, an asset retirement obligation is defined as a legal obligation imposed either by law or contract that results from the acquisition, construction, development and the normal operation of a tangible fixed asset and is associated with the retirement of such tangible fixed asset. The asset retirement obligation is recognized as the sum of the discounted cash flows required for the future asset retirement and is recorded in the period in which the obligation is incurred if a reasonable estimate can be made. If a reasonable estimate of the asset retirement obligation cannot be made in the period the asset retirement obligation of a liability for an asset retirement obligation, an asset retirement cost is capitalized by increasing the carrying amount of the related fixed asset by the amount of the liability. The asset retirement cost is subsequently allocated to expense through depreciation over the remaining useful life of the asset. Over time, the liability is accreted to its present value in each period. Any subsequent revisions to the timing or the amount of the original estimate of undiscounted cash flows are reflected as an increase or a decrease in the carrying amount of the liability and the capitalized amount of the related asset retirement cost. This standard was effective for fiscal years beginning on or after April 1, 2010.

Overview of the asset retirement obligations:

For the most part, these comprise obligations to return land used for stores to its original condition under real estate lease contracts. Method of calculating amounts of asset retirement obligations:

The amount of asset retirement obligations is calculated using either the period of an applicable real estate lease contract or the useful life of property and equipment as the expected period of use, and the interest rate of government bonds for that period on the date of calculation as the discount rate.

The Company applied this accounting standard effective April 1, 2010. The effect of this change was to decrease operating income by ¥90 million and income before income taxes and minority interests by ¥1,256 million for the fiscal year ended March 31, 2011.

N. ALLOWANCE FOR BUSINESS RESTRUCTURING

The allowance for business restructuring is stated in amounts based on the estimation of potential losses from the Company's previous investments.

O. LEASE ACCOUNTING

In March 2007, the ASBJ issued ASBJ Statement No. 13, "Accounting Standard for Lease Transactions," which revised the previous accounting standard for lease transactions issued in June 1993. The revised accounting standard for lease transactions was effective for fiscal years beginning on or after April 1, 2008.

Lessee

Under the previous accounting standard, finance leases that were deemed to transfer ownership of the leased property to the lessee were capitalized. However, other finance leases were permitted to be accounted for as operating lease transactions if certain "as if capitalized" information was disclosed in the note to the lessee's financial statements. The revised accounting standard requires that all finance lease transactions be capitalized to recognize lease assets and lease obligations in the balance sheet. In addition, the revised standard permits leases which existed at the transition date and do not transfer ownership of the leased property to the lessee to continue be accounted for as operating lease transactions.

Lessor

Under the previous accounting standard, finance leases that were deemed to transfer ownership of the leased property to the lessee were treated as sales. However, other finance leases were permitted to be accounted for as operating lease transactions if certain "as if sold" information was disclosed in the note to the lessor's financial statements. The revised accounting standard requires that all finance leases that deem to transfer ownership of the leased property to the lessee be recognized as lease receivables, and all finance leases that deem not to transfer ownership of the leased property to the lessee be recognized as investments in lease.

Recognition of revenues

Revenue and cost of finance leases are recognized when each lease payment becomes due.

P. INCOME TAXES

The provision for income taxes is computed based on the pretax income included in the consolidated statements of income. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. Deferred taxes are measured by applying currently enacted tax laws to the temporary differences.

Q. FOREIGN CURRENCY ITEMS

All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the current exchange rates in effect at each balance sheet date.

The foreign exchange gains and losses from those translations are recognized in the consolidated statements of income to the extent that they are not hedged by forward exchange contracts. Other exchange gains and losses are recognized in the fiscal periods in which they occur.

R. FOREIGN CURRENCY FINANCIAL STATEMENTS

The balance sheet accounts of the consolidated overseas subsidiaries are translated into Japanese yen at the current exchange rates as of the balance sheet date except for equity, which is translated at the historical exchange rates. Differences arising from such translations were shown as "Foreign currency translation adjustments" in a separate component of equity. Revenue and expense accounts of the consolidated overseas subsidiaries are translated into Japanese yen at the average exchange rate.

S. PER SHARE INFORMATION

Basic net income per share (EPS) is computed by dividing net income available to common shareholders by the weighted-average number of common shares outstanding for the period.

Diluted net income per share is not disclosed because the effect of potential common shares is anti-dilutive.

Cash dividends per share presented in the accompanying consolidated statements of income and comprehensive income are dividends applicable to the respective years including dividends to be paid after the end of the year.

T. DERIVATIVES AND HEDGING ACTIVITIES

The Companies use derivative financial instruments to manage their exposure to fluctuations in foreign exchange and interest rates. Currency swap contracts, currency options and interest rate swap contracts are utilized by the Companies to reduce foreign currency exchange and interest rate risks. The Companies do not enter into derivatives for trading or speculative purposes.

Derivative financial instruments and foreign currency transactions are classified and accounted for as follows:

- a) all derivatives are recognized as either assets or liabilities and measured at fair value, and gains or losses on derivative transactions are recognized in the income statement and
- b) for derivatives used for hedging purposes, if derivatives qualify for hedge accounting because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions.

The currency swap contracts employed to hedge foreign exchange exposures for import transactions and the currency options employed to hedge foreign exchange exposures for foreign currency loans are measured at fair value and the unrealized gains/losses are recognized in income.

The interest rate swaps which qualify for hedge accounting and meet specific matching criteria are not remeasured at market value but the differentials paid or received under the swap agreements are recognized and included in interest expense or income.

U. ACCOUNTING CHANGES AND ERROR CORRECTIONS

In December 2009, the ASBJ issued ASBJ Statement No. 24 "Accounting Standard for Accounting Changes and Error Corrections" and ASBJ Guidance No. 24 "Guidance on Accounting Standard for Accounting Changes and Error Corrections." Accounting treatments under this standard and guidance are as follows:

(1) Changes in Accounting Policies:

When a new accounting policy is applied with revision of accounting standards, the new policy is applied retrospectively unless the revised accounting standards include specific transitional provisions. When the revised accounting standards include specific transitional provisions, an entity shall comply with the specific transitional provisions.

(2) Changes in Presentations:

Debt securities

Held-to-maturity

When the presentation of financial statements is changed, prior-period financial statements are reclassified in accordance with the new presentation.

(3) Changes in Accounting Estimates:

A change in an accounting estimate is accounted for in the period of the change if the change affects that period only, and is accounted for prospectively if the change affects both the period of the change and future periods.

(4) Corrections of Prior-Period Errors:

When an error in prior-period financial statements is discovered, those statements are restated.

This accounting standard and the guidance are applicable to accounting changes and corrections of prior-period errors which are made from the beginning of the fiscal year that begins on or after April 1, 2011.

3. MARKETABLE AND INVESTMENT SECURITIES

Marketable and investment securities as of March 31, 2012 and 2011 consisted of the following:

Millions of	Millions of yen		
2012	2011	2012	
¥3,423	¥3,350	\$41,744	
¥1,534	¥1,797	\$18,708	
2,866	2,907	34,951	
¥4,400	¥4,704	\$53,659	
	2012 ¥3,423 ¥1,534 2,866	2012 2011 ¥3,423 ¥3,350 ¥1,534 ¥1,797 2,866 2,907	

The carrying amounts and aggregate fair values of marketable and investment securities for which market quotations were available at March 31, 2012 and 2011 were as follows:

		Millions o	f yen	
March 31, 2012	Cost	Cost Unrealized Gains Unrealized Losses		
Securities classified as:				
Available-for-sale:				
Equity securities	¥1,357	¥225	¥154	¥1,428
Debt securities	5,288	11	10	5,289
Held-to-maturity	1,000		2	998
		Millions o	f yen	
March 31, 2011	Cost	ost Unrealized Gains Unrealized Losses		Fair Value
Securities classified as:				
Available-for-sale:				
Equity securities	¥1,652	¥211	¥176	¥1,687
Debt securities	2,969	3	3	2,969
Held-to-maturity	3,288		2	3,286
		Thousands of U.S. dollars		
March 31, 2012	Cost	Cost Unrealized Gains Unrealized Losses		Fair Value
Securities classified as:				
Available-for-sale:				
Equity securities	\$16,549	\$2,744	\$1,878	\$17,415

134

122

24

64,500

12,171

64,488

12,195

Available-for-sale and held-to-maturity securities whose fair value is not readily determinable as of March 31, 2012 and 2011 were as follows:

	Carrying amount		
	 Millions of yen		Thousands of U.S. dollars
	2012	2011	2012
Securities classified as:			
Available-for-sale:			
Equity securities	¥106	¥110	\$1,293
	 		(* · - · · · · · · · · · · · · · · ·

Proceeds from sales of available-for-sale securities for the years ended March 31, 2012, 2011 and 2010, were ¥291 million (\$3,549 thousand), ¥163 million and ¥0 million, respectively. Gross realized gains on these sales, computed on the moving average cost basis, for the years ended March 31, 2012, 2011 and 2010, were ¥6 million (\$73 thousand), ¥11 million and ¥0 million, respectively. Gross realized losses on these sales for the years ended March 31, 2012, and 2011 were ¥8 million (\$98 thousand) and ¥0 million, respectively.

4. INVESTMENTS IN LEASE

A breakdown of investments in lease as of March 31, 2012 and 2011 were as follows:

	Millions of yen		Thousands of U.S. dollars	
	2012	2011	2012	
Gross lease receivables	¥16,333	¥16,312	\$199,183	
Unearned interest income	(3,103)	(3,119)	(37,842)	
Asset retirement obligations	183	203	2,232	
Investments in lease	¥13,413	¥13,396	\$163,573	

The Company leases store buildings, which are constructed by the Company, to its franchisees under noncancelable lease terms generally over 20 years. In certain cases, the Company receives non-interest-bearing rental deposits from the lessees and such rental deposits are refunded to the lessees when the lease term expires.

A finance subsidiary of the Company also leases equipment to the franchisees under noncancelable lease agreements over five to six years. Maturities of investment in lease for finance leases that deem not to transfer ownership of the leased property to the lessee as of March 31, 2012 were as follows:

Year Ending March 31	Millions of yen	Thousands of U.S. dollars
2013	¥2,061	\$25,134
2014	1,960	23,903
2015	1,850	22,561
2016	1,747	21,305
2017	1,503	18,329
2018 and thereafter	7,212	87,951
Total	¥16,333	\$199,183

5. LONG-LIVED ASSETS

The Companies reviewed their long-lived assets for impairment for the years ended March 31, 2012, 2011 and 2010, and, as a result, recognized an impairment loss of ¥51 million(\$622 thousand), ¥350 million, and ¥631 million, respectively, on rental assets, stores, idle assets and goodwill. The carrying amount of the relevant fixed assets was written down to the recoverable amount. The recoverable amount of those fixed assets was measured at the net selling price determined by quotations from real estate appraisers and their value in use and the discount rate used for computation of the present value of future cash flows was the Company's weighted-average cost of capital.

Impairment losses of long-lived assets and the weighted-average cost of capital for the years ended March 31, 2012, 2011 and 2010 were as follows:

	Millions of yen		Thousands of U.S. dollars	
	2012	2011	2010	2012
Land	¥31	¥135	¥378	\$378
Buildings and structures	20	105	96	244
Goodwill			151	
Furniture and equipment		69	6	
Other		41		
Total	¥51	¥350	¥631	\$622
	2012	2011	2010	
Weighted-average cost of capital	11.06%	7.28%	7.49%	

6. GOODWILL

Goodwill at March 31, 2012 and 2011 consisted of the following:

	Millions	Millions of yen	
	2012	2011	2012
Consolidation goodwill	¥61	¥107	\$744
Purchased goodwill	703	807	8,573
Total	¥764	¥914	\$9,317

7. RENTAL DEPOSITS AND LONG-TERM LOANS

A breakdown of rental deposits and long-term loans as of March 31, 2012 and 2011 was as follows:

Millions of 2012	,	U.S. dollars
	2011	2012
¥8,862	¥9,855	\$108,073
9,059	8,839	110,476
1,300	1,304	15,854
19,221	19,998	234,403
	-	
460	314	5,610
1	1	12
461	315	5,622
(184)	(129)	(2,244)
¥19,498	¥20,184	\$237,781
	¥8,862 9,059 1,300 19,221 460 1 461 (184)	¥8,862 ¥9,855 9,059 8,839 1,300 1,304 19,221 19,998 460 314 1 1 461 315 (184) (129)

The Companies' operations are conducted in freestanding buildings, a substantial portion of which have been constructed to the Company's specifications and are leased to the Company under noncancelable lease terms generally over 20 years. The lease terms are renewable upon expiration. Usually, the Company provides funds to the lessors in whole or in part for the construction costs of the leased buildings in the form of rental deposits which are non-interest-bearing.

Rental deposits are refundable over the lease term or are refundable upon expiration of the lease term. If the Company cancels the lease agreements during the lease term, the outstanding rental deposits are not refunded. The Company has not experienced significant loss from the forfeiture of rental deposits as a result of cancellation of the lease agreements before expiration.

The Company has leased certain store buildings for which the Company has made rental deposits to lessors and subleased such stores to franchisees. The Company also receives non-interest-bearing rental deposits from the sublessees. Such rental deposits received are presented in long-term liabilities in the consolidated balance sheets. Some of the above-mentioned leases were accounted for as operating leases and rent expense paid to the lessors and rental income from sublessees have been set off in the consolidated statements of income.

8. SHORT-TERM BORROWINGS AND LONG-TERM DEBT

Short-term borrowings at March 31, 2012 and 2011 consisted of notes to banks and other. The annual interest rates applicable to the short-term borrowings at March 31, 2012 and 2011 ranged from 1.0% to 1.5% and from 1.0% to 1.6%, respectively.

Long-term debt and lease obligations at March 31, 2012 and 2011 consisted of the following:

	Millions of yen		Thousands of U.S. dollars
	2012	2011	2012
Bonds	¥205	¥275	\$2,500
Loans from banks and other, due serially to 2016 with interest rates ranging from 0.6% to 2.3% (2012) and from 0.8% to 2.7% (2011) and other:			
Unsecured	9,816	11,189	119,707
Lease obligations	1,383	819	16,866
Total	11,404	12,283	139,073
Less current portion	4,837	2,840	58,988
Long-term debt, less current portion	¥6,567	¥9,443	\$80,085
Annual maturities of long-term debt and lease obligations at March 31, 2012 were as foll	ows:		
Year Ending March 31		Millions of yen	Thousands of U.S. dollars
2013		¥4,837	\$58,988
2014		1,539	18,768
2015		3,066	37,390
2016		943	11,500
2017		90	1,098
2018 and thereafter		929	11,329
Total		¥11,404	\$139,073

At March 31, 2012, land of ¥242 million (\$2,951 thousand) was pledged as collateral for payables, short-term borrowings and long-term debt. As is customary in Japan, the Companies maintain substantial deposit balances with banks with which they have borrowings. Such deposit balances are not legally or contractually restricted as to withdrawal.

General agreements with respective banks provide, as is customary in Japan, that additional collateral must be provided under certain circumstances if requested by such banks, and that certain banks have the right to offset cash deposited with them against any long-term or short-term debt or obligation that becomes due and, in case of default and certain other specified events, against all other debt payable to the banks. The Companies have never been requested to provide any additional collateral.

9. RETIREMENT AND PENSION PLAN

The Company has alternative plans consisting of a non-contributory defined contribution pension plan and a plan in which employees receive a retirement payment portion in cash as of March 31, 2012. Subsidiaries have non-contributory defined contribution pension plans, unfunded employee retirement payment plans, non-contributory defined benefit pension plans and smaller enterprise retirement allowance plans for employees as of March 31, 2012

Under most circumstances, employees terminating their employment are entitled to retirement benefits determined based on the rate of pay at the time of termination, years of service and certain other factors. Such retirement benefits are made in the form of a lump-sum retirement payment from certain subsidiaries and annuity payments from a trustee. Employees are entitled for larger payments if the termination is involuntary, compared with termination by retirement at the mandatory retirement age, by death, or by voluntary retirement at certain specific ages prior to the mandatory retirement age.

The Companies have a retirement payment plan for directors and corporate auditors. The liability for retirement benefits for directors and corporate auditors at March 31, 2012 and 2011 is ¥206 million (\$2,512 thousand) and ¥253 million, respectively. The retirement benefits for directors and corporate auditors are paid subject to the approval of the shareholders.

The Company also sponsors a domestic contributory welfare pension plan of an automobile-related company group covering substantially all of its Japanese employees. The benefits of the welfare pension plan are based on years of service and on the average compensation during years of service and subject to governmental regulations. The welfare plan consists of a basic component, which has been specified by the Japanese government's welfare pension regulations, and an additional component established by the automobile-related company group. Details of the welfare plan under which required contribution amounts were treated as retirement benefit expenses were as follows:

The funded status of the entire plan:

	N 4111	(Thousands of
	Millions of yen Most recent period Previous period		U.S. dollars Most recent period
Plan assets	¥26,503	¥30,036	\$323,207
Retirement benefit obligations under the welfare plan	36,140	36,939	440,731
Difference	¥(9,637)	¥(6,903)	\$(117,524)

The main factors for the difference were prior service costs (¥6,541 million (\$79,768 thousand) in the most recent period; ¥6,867 million in the previous period), and losses carried forward (¥3,096 million (\$37,756 thousand) in the most recent period; ¥36 million in the previous period). The Company has paid special contributions as prior service cost over twenty years. The amounts of special contributions made and charged to income were ¥166 million (\$2,024 thousand), ¥162 million and ¥158 million, for the years ended March 31, 2012, 2011 and 2010, respectively.

Ratio of the Company's payment contributions for the entire plan:

Most recent ratio	24.0% (April 1, 2010 to March 31, 2011)
Previous ratio	23.2% (April 1, 2009 to March 31, 2010)
The ratio of payment	contributions does not correspond with the Company's actual share of plan assets.

The liability (asset) for employees' retirement benefits at March 31, 2012 and 2011 consisted of the following:

	Millions	Millions of yen	
	2012	2011	2012
Projected benefit obligation	¥164	¥209	\$2,000
Fair value of plan assets	(45)	(81)	(549)
Net liability	¥119	¥128	\$1,451

The components of net periodic benefit costs for the years ended March 31, 2012, 2011 and 2010 were as follows:

	Millions of yen			Thousands of U.S. dollars
	2012	2011	2010	2012
Service cost	¥27	¥27	¥36	\$329
Contribution of contributory welfare pension plan	371	360	350	4,524
Contribution pension plan and other	240	248	243	2,927
Additional retirement benefits		461		
Net periodic retirement benefit costs	¥638	¥1,096	¥629	\$7,780

Assumptions used for the computation of liability for retirement benefits are not presented because the simplified method is applied.

Thousands of

10. ASSET RETIREMENT OBLIGATIONS

The changes in asset retirement obligations for the years ended March 31, 2012 and 2011 were as follows:

	Millions of yen		I housands of U.S. dollars	
	2012	2011	2012	
Balance at beginning of year	¥1,740	¥1,737	\$21,220	
Additional provisions associated with the acquisition of property, plant, and equipment	91	10	1,110	
Reconciliation associated with passage of time	33	32	402	
Reduction associated with settlement of asset retirement obligations	(22)	(36)	(268)	
Other	(18)	(3)	(220)	
Balance at end of year	¥1,824	¥1,740	\$22,244	

11. EQUITY

Since May 1, 2006, Japanese companies have been subject to the Companies Act of Japan (the "Companies Act"), which reformed and replaced the Commercial Code of Japan. The significant provisions in the Companies Act that affect financial and accounting matters are summarized below:

(a) Dividends

Under the Companies Act, companies can pay dividends at any time during the fiscal year in addition to the year-end dividend upon resolution at the shareholders meeting. For companies that meet certain criteria, such as (1) having the Board of Directors, (2) having independent auditors, (3) having the Board of Corporate Auditors, and (4) the term of service of the directors is prescribed as one year rather than two years of normal term by its articles of incorporation, the Board of Directors may declare dividends (except for dividends in kind) at any time during the fiscal year if the company has prescribed so in its articles of incorporation. The Company meets all the above criteria. The Companies Act permits companies to distribute dividends-in-kind (non-cash assets) to shareholders subject to a certain limitation and additional requirement.

Semiannual interim dividends may also be paid once a year upon resolution by the Board of Directors if the articles of incorporation of the company so stipulate. The Companies Act provides certain limitations on the amounts available for dividends or the purchase of treasury stock. The limitation is defined as the amount available for distribution to the shareholders, but the amount of net assets after dividends must be maintained at no less than ¥3 million.

(b) Increases/decreases and transfer of common stock, reserve and surplus

The Companies Act requires that an amount equal to 10% of dividends must be appropriated as a legal reserve (a component of retained earnings) or as additional paid-in capital (a component of capital surplus) depending on the equity account charged upon the payment of such dividends until the total of aggregate amount of legal reserve and additional paid-in capital equals 25% of common stock. Under the Companies Act, the total amount of additional paid-in capital and legal reserve may be reserved without limitation of such threshold. The Companies Act also provides that common stock, legal reserve, additional paid-in capital, other capital surplus and retained earnings can be transferred among the accounts under certain conditions upon resolution of the shareholders.

(c) Treasury stock and treasury stock acquisition rights

The Companies Act also provides for companies to purchase treasury stock and dispose of such treasury stock by resolution of the Board of Directors. The amount of treasury stock purchased cannot exceed the amount available for distribution to the shareholders which is determined by specific formula.

Under the Companies Act, stock acquisition rights, which were previously presented as a liability, are now presented as a separate component of equity.

The Companies Act also provides that companies can purchase both treasury stock acquisition rights and treasury stock. Such treasury stock acquisition rights are presented as a separate component of equity or deducted directly from stock acquisition rights.

12. SALES

The Companies sell automobile-related products primarily to domestic customers directly or to franchisees, including certain affiliates with which the Companies have franchise agreements.

Net sales made to franchisees for the years ended March 31, 2012, 2011 and 2010 aggregated to approximately 57%, 57% and 57% of the consolidated net sales, respectively.

13. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

The main components of "Selling, general and administrative expenses" for the fiscal years ended March 31, 2012, 2011, and 2010 were as follows:

		Millions of yen				
Year Ending March 31	2012	2011	2010	2012		
Employee salaries and allowances	¥23,835	¥23,463	¥23,342	\$290,671		
Provision for retirement allowance	638	635	629	7,780		
Rent payment	6,104	6,088	6,296	74,439		
Depreciation	3,937	3,906	4,236	48,012		
Provision for allowance for doubtful receivables	43	115	8	524		

14. LOSS ON DISASTER

The components of "Loss on disaster" caused by the Great East Japan Earthquake for the fiscal year ended March 31, 2011 were as follows:

	Millions of yen
I, 2011	2011
on of allowance for loss on disaster	¥171
n abandonment of goods	158
ase cost of relief supplies	22
n abandonment of noncurrent assets	19
er compensation to franchisees, Others	17
	¥387

15. INCOME TAXES

The Company and its domestic subsidiaries are subject to Japanese national and local income taxes which, in the aggregate, resulted in a normal effective statutory tax rate of approximately 41.0% for the years ended March 31, 2012, 2011 and 2010.

The tax effects of significant temporary differences and loss carryforwards which resulted in deferred tax assets and liabilities at March 31, 2012 and 2011 were as follows:

	Milliono o	Millions of yen		
	2012	2011	U.S. dollars 2012	
DEFERRED TAX ASSETS:				
Receivables	¥1,318	¥1,330	\$16,073	
Accrued enterprise taxes	366	289	4,464	
Accrued bonuses	299	329	3,646	
Inventories	1,077	1,099	13,134	
Property and equipment	4,465	5,302	54,451	
Pension and severance costs	72	101	878	
Provision for business restructuring	413	439	5,037	
Investments	564	656	6,878	
Other accounts payable	1,148	1,096	14,000	
Tax loss carryforwards	2,006	2,112	24,463	
Other	1,159	1,125	14,134	
Less valuation allowance	(4,855)	(5,490)	(59,207)	
Deferred tax assets	8,032	8,388	97,951	
DEFERRED TAX LIABILITIES:				
Property and equipment	402	525	4,902	
Undistributed earnings of associated companies	280	307	3,415	
Effect of application of accounting standard for leased assets	572	891	6,975	
Unrealized gains on available-for-sale securities	24	15	293	
Other	297	302	3,622	
Deferred tax liabilities	1,575	2,040	19,207	
Net deferred tax assets	¥6,457	¥6,348	\$78,744	

A reconciliation between the normal effective statutory tax rate for the years ended March 31, 2012, 2011 and 2010, and the actual effective tax rate reflected in the accompanying consolidated statements of income is as follows:

	2012	2011	2010
Normal effective statutory tax rate	41.0%	41.0%	41.0%
Expenses not deductible for income tax purposes	0.6	0.7	0.7
Per-capita inhabitants' tax	0.5	0.7	0.7
Changes in valuation allowance	(0.3)	2.8	0.5
Amortization of goodwill	0.1	0.4	0.6
Effect of tax rate reduction	3.4		
Other—net	(0.5)	0.3	0.2
Actual effective tax rate	44.8%	45.9%	43.7%

Change of deferred tax assets and deferred tax liability by the change of effective statutory tax rate;

The "Law for Partial Revision to the Income Tax, etc., in Order to Construct a Tax System Addressing Changes in the Socio-economic Structure" (Law No. 114 of 2011) and "Act on Special Measures for Securing Necessary Financial Resources to Implement Measures for the Restoration of Damage Following the Great East Japan Earthquake" (Law No. 117 of 2011) were promulgated on December 2, 2011, which resulted in a reduction of corporate tax rates in future and the imposition of special recovery tax as of the consolidated fiscal year starting on or after April 1, 2012. In conjunction with these changes, the effective statutory tax rates used to calculate deferred tax assets and deferred tax liabilities, are changed from the former 41.0% to 38.0% for temporary differences, etc., expected to be eliminated from the consolidated fiscal year beginning on April 1, 2012 to the consolidated fiscal year beginning on April 1, 2014, and to 36.0% for temporary differences, etc., that are

expected to be eliminated in the consolidated fiscal year beginning on or after April 1, 2015.

As a result of these tax rate changes, the amount of deferred tax assets (after deduction of deferred tax liabilities) decreased ¥514 million (\$6,268 thousand), the adjustment amount for income taxes increased ¥517 million (\$6,305 thousand), and Unrealized (loss) gain on available-for-sale securities increased ¥3 million (\$37 thousand).

At March 31, 2012, certain subsidiaries have tax loss carryforwards aggregating approximately ¥9,308 million (\$113,512 thousand) which are available to be offset against taxable income of such subsidiaries in future years. These tax loss carryforwards, if not utilized, will expire as follows:

Year Ending March 31	Millions of yen	Thousands of U.S. dollars
2013	¥421	\$5,134
2014	198	2,414
2015	178	2,171
2016	345	4,207
2017	86	1,049
2018	138	1,683
2019 and thereafter	7,942	96,854
Total	¥9,308	\$113,512

16. LEASES

The Companies lease certain machinery, computer equipment, office space and other assets.

Total rental expense for the years ended March 31, 2012, 2011 and 2010 was ¥6,462 million (\$78,805 thousand), ¥6,484 million and ¥6,679 million, respectively, including ¥368 million (\$4,488 thousand), ¥394 million and ¥396 million of lease payments under finance leases.

Pro forma information of leased property that do not transfer ownership of the leased property to the lessee on an "as if capitalized" basis for the years ended March 31, 2012 and 2011 is as follows:

	As	of March 31, 201	2		As of March	31, 2011	
		Millions of yen			Millions	of yen	
		Building and				Building and	
	Equipment	Land	Total	Equipment	Furniture	Land	Total
Acquisition cost	¥84	¥4,552	¥4,636	¥84	¥8	¥4,818	¥4,910
Accumulated depreciation	73	2,733	2,806	62	7	2,623	2,692
Net leased property	¥11	¥1,819	¥1,830	¥22	¥1	¥2,195	¥2,218

	As	As of March 31, 2012			
	Thou	Thousands of U.S. dollars Building and			
	Equipment	Land	Total		
Acquisition cost	\$1,024	\$55,512	\$56,536		
Accumulated depreciation	890	33,329	34,219		
Net leased property	\$134	\$22,183	\$22,317		

Obligations under finance lease contracts:

	Millions	Millions of yen		
	2012	2011	U.S. dollars 2012	
Due within one year	¥252	¥258	\$3,073	
Due after one year	2,094	2,506	25,537	
Total	¥2,346	¥ 2,764	\$28,610	

Depreciation expense and interest expense under finance lease contracts:

		Thousands of U.S. dollars		
	2012	2011	2010	2012
Depreciation expense	¥225	¥245	¥248	\$2,744
Interest expense	128	148	161	1,561
Total	¥353	¥393	¥409	\$4,305

Depreciation expense and interest expense, which were not reflected in the accompanying consolidated statements of income and

comprehensive income, were computed by the straight-line method and the interest method, respectively.

The minimum rental commitments under noncancelable operating leases at March 31, 2012 and 2011 were as follows:

	Millions	of yen	Thousands of U.S. dollars
	2012	2011	2012
Due within one year	¥3,470	¥3,590	\$42,317
Due after one year	26,142	27,318	318,805
Total	¥29,612	¥ 30,908	\$361,122

17. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURE

On March 10, 2008, the ASBJ revised ASBJ Statement No. 10 "Accounting Standard for Financial Instruments" and issued ASBJ Guidance No. 19 "Guidance on Accounting Standard for Financial Instruments and Related Disclosures." The Companies applied the revised accounting standard and the new guidance effective March 31, 2010.

(1) Companies' policy for financial instruments

The Companies procure their funds mainly through loans from banks, as necessary, in accordance with a capital investment plan. Temporary reserve funds are invested mainly in highly safe financial assets.

(2) Nature and extent of risks arising from financial instruments

Trade notes and accounts receivable, which are operating receivables, are exposed to the credit risks of the customers.

Marketable and investment securities are mainly composed of held-to-maturity debt securities and available-for-sale securities, including listed stocks, and they are exposed to market risks.

Long-term loans are provided for franchisees and are exposed to the credit risks of the franchisees.

Most of the Companies' store buildings are based on its unique specifications. They are leased and subleased to franchisees. Rental deposits are mainly composed of deposits provided to the lessors as contractually agreed and are exposed to the credit risks of the lessors. Investments in lease are mainly the portion of the above-mentioned store buildings that are company-owned assets leased to the franchisees, and they are exposed to the credit risks of the franchisees.

Trade notes and accounts payable, which are operating liabilities, are mostly due within one month.

Borrowings and bonds are made mainly in order to finance operating capital and capital investment, and the redemption dates fall within a period of five years after the balance sheet date.

(3) Risk management for financial instruments

Credit risk management (risk relating to default of agreements of the counterparties)

The Company aims to quickly recognize or mitigate any concerns over the collection of operating receivables and loans resulting from the deterioration of financial positions and other factors, as defined in the Management Regulations for Receivables. Specifically, each business division regularly monitors the financial positions of the main counterparties and manages the due dates and the balances on a counterparty-by-counterparty basis. Similar management is also conducted at subsidiaries in accordance with the Company's Management Regulations for Receivables.

As for held-to-maturity debt securities and debt securities such as bonds in available-for-sale securities, the credit risk is insignificant since the Company only holds debt securities with high ratings in accordance with the Fund Management Policy.

Market risk management (foreign exchange risk and interest rate risk)

For marketable and investment securities, the Company confirms the fair values and the financial positions of the issuers (counterparties) on a regular basis and continuously reviews the holding status by taking the financial position and market condition into consideration.

The foreign currency and interest rate exposures are not presented herein as the amounts are immaterial.

Liquidity risk management relating to financing (default risk on due date)

The Company manages liquidity risk by securing necessary liquidity and ensuring that cash flow plans are formulated and updated in a timely fashion by the divisions in-charge based on the reports made by each division. For the subsidiaries, financing is mostly made by the Companies' financing system under which the funds are provided from the Company.

(4) Fair values of financial instruments

Fair values of financial instruments are based on quoted price in active markets. If quoted price is not available, other rational valuation techniques are used instead.

(a)Fair values of financial instruments

	Millions of yen			Thousands of U.S. dollars		
March 31, 2012	Carrying amount	Fair value	Unrealized gain/(loss)	Carrying amount	Fair value	Unrealized gain/(loss)
Cash and cash equivalents	¥51,402	¥51,400	¥(2)	\$626,854	\$626,829	\$(25)
Time deposits with an original maturity over three months	5,057	5,057		61,671	61,671	
Receivables	46,928	46,802	(24)	572,293	570,756	(293)
Allowance for doubtful receivables	(102)			(1,244)		
Investments in lease	13,230	15,683	2,453	161,341	191,256	29,915
Marketable securities	3,423	3,421	(2)	41,744	41,719	(25)
Investment securities	4,294	4,294		52,366	52,366	
Investments in associated companies	963	331	(632)	11,743	4,036	(7,707)
Rental deposits and long-term loans	19,682	17,898	(1,600)	240,024	218,269	(19,512)
Allowance for doubtful receivables	(184)			(2,243)		
Total	¥144,693	¥144,886	¥193	\$1,764,549	\$1,766,902	\$2,353
Payables	37,657	37,657		459,232	459,232	
Short-term borrowings and current portion of						
long-term debt	5,269	5,438	169	64,256	66,317	2,061
Income taxes payable	4,958	4,958		60,463	60,463	
Long-term debt	6,567	6,978	411	80,085	85,098	5,013
Total	¥54,451	¥55,031	¥580	\$664,036	\$671,110	\$7,074

Note. The difference of the above investments in lease and the amount of consolidated balance sheets is asset retirement obligations.

	Millions of yen				
March 31, 2011	Carrying amount	Fair value	Unrealized gain/(loss)		
Cash and cash equivalents	¥52,317	¥52,315	¥(2)		
Time deposits with an original maturity over three					
months	1,449	1,449			
Receivables	41,351	41,079	(29)		
Allowance for doubtful receivables	(243)				
Investments in lease	13,194	15,455	2,261		
Marketable securities	3,350	3,349	(1)		
Investment securities	4,593	4,593			
Investments in associated companies	934	299	(635)		
Rental deposits and long-term loans	20,313	18,090	(2,094)		
Allowance for doubtful receivables	(129)				
Total	¥137,129	¥136,629	¥(500)		
Payables	26,343	26,343			
Short-term borrowings and current portion of					
long-term debt	3,297	3,482	185		
Income taxes payable	3,506	3,506			
Long-term debt	9,443	9,705	262		
Total	¥42,589	¥43,036	¥447		
Derivatives	(4)	(4)			

Note. The difference of the above investments in lease and the amount in the consolidated balance sheets is asset retirement obligations.

The net balance of claims and obligations arising from derivative transactions is shown as a net amount, with net obligations shown in brackets ().

Cash and cash equivalents, time deposits with an original maturity over three months

The fair value of cash and time deposits with an original maturity over three months approximates their carrying amount because of their short-term nature. Thus, the carrying amount of these items is used as fair value. Cash equivalents are measured based on market prices at the exchange or by the prices obtained from financial institutions.

Receivables, investments in lease, rental deposits and long-term loans

The fair value of these accounts is measured at the present values of their future cash flows classified by a specified length of term and by risk category as per credit risk management, at a rate, which has the credit spread added to appropriate indices such as government bond yields.

Please see Note 7 for a breakdown of rental deposits and long-term loans.

Marketable securities, investment securities, and investments in associated companies

While the fair values of equity securities, etc. are measured by market prices at exchange, the fair values of debt securities are measured based on market prices at the exchange or by the prices obtained from financial institutions. Please refer to Note 3 for matters regarding securities by holding purposes.

Payables and income taxes payable

The fair value of these items approximates their carrying amount because of their short-term nature. Thus, the carrying amount is used as fair value.

Short-term borrowings and long-term debt

The fair value of these accounts is measured at the present values calculated by discounting the combined total of principal and interest by an assumed interest rate for similar new borrowings or lease transactions.

(b) Financial instruments whose fair values cannot be reliably determined

	Carrying amount			
	Millions of	Millions of yen		
	2012	2011	2012	
Investments in equity instruments that do not have a quoted market price				
in an active market	¥497	¥463	\$6,061	

(5) Maturity analysis for financial assets and securities with contractual maturities

	Millions of yen					
March 31, 2012	Due in one year or less	Due after one year through five years	Due after five years through ten years	Due after ten years		
Cash and cash equivalents	¥51,402					
Time deposits with an original maturity over three months	5,057					
Receivables	41,964	¥4,848	¥116			
Investments in lease	1,539	5,540	4,152	¥1,999		
Marketable securities	1,000					
Investment securities	2,400	2,800		64		
Rental deposits and long-term loans	3,274	5,793	4,169	6,446		
Total	¥106,636	¥18,981	¥8,437	¥8,509		

	Millions of yen					
March 31, 2011	Due in one year or less	Due after one year through five years	Due after five years through ten years	Due after ten years		
Cash and cash equivalents	¥52,318					
Time deposits with an original maturity over three months	1,449					
Receivables	36,280	¥4,976	¥95			
Investments in lease	1,631	5,144	4,317	¥2,102		
Marketable securities	3,290					
Investment securities	62	2,800	49			
Rental deposits and long-term loans	2,879	5,790	5,182	6,462		
Total	¥97,909	¥18,710	¥9,643	¥8,564		

	Thousands of U.S. dollars					
March 31, 2012	Due in one year or less	Due after one year through five years	Due after five years through ten years	Due after ten years		
Cash and cash equivalents	\$626,854					
Time deposits with an original maturity over three months	61,671					
Receivables	511,756	\$59,122	\$1,415			
Investments in lease	18,768	67,561	50,634	\$24,378		
Marketable securities	12,195					
Investment securities	29,268	34,146		780		
Rental deposits and long-term loans	39,927	70,646	50,841	78,610		
Total	\$1,300,439	\$231,475	\$102,890	\$103,768		

Please see Note 8 for annual maturities of short-term borrowings and long-term debt.

18. COMPREHENSIVE INCOME

The components of other comprehensive income for the year ended March 31, 2012 were as follows:

		Thousands of
	Millions of yen	U.S. dollars
	2012	2012
Unrealized gain on available-for-sale securities:		
Gains arising during the year	¥22	\$269
Reclassification adjustments to profit or loss	15	183
Amount before income tax effect	37	452
Income tax effect	(10)	(122)
Total	¥27	\$330
Foreign currency translation adjustments:		
Adjustments arising during the year	¥(138)	\$(1,683)
Reclassification adjustments to profit or loss	2	24
Total	¥(136)	\$(1,659)
Share of other comprehensive income in associates—		
Gains arising during the year	¥4	\$49
Total other comprehensive income	¥(105)	\$(1,280)

The corresponding information for the years ended March 31, 2011 and 2010 was not required under the accounting standard for presentation of comprehensive income as an exemption for the first year of adopting that standard and not disclosed herein.

19. NET INCOME PER SHARE

EPS for the years ended March 31, 2012, 2011 and 2010 is as follows:

,,, _,, _	Millions of yen	Thousands	Yen	U.S. dollars
		Weighted-average		
For the year ended March 31, 2012	Net income	shares	EP	S
Basic EPS:				
Net income available to common shareholders	8,403	33,233	¥252.85	\$3.08
	Millions of yen	Thousands	Yen	
		Weighted-average		
For the year ended March 31, 2011	Net income	shares	EPS	
Basic EPS:				
Net income available to common shareholders	¥6,180	34,724	¥177.97	
	Millions of yen	Thousands	Yen	
		Weighted-average		
For the year ended March 31, 2010	Net income	shares	EPS	
Basic EPS:				
Net income available to common shareholders	¥5,866	36,215	¥161.97	

20. SEGMENT INFORMATION

Under ASBJ Statement No. 17 "Accounting Standard for Segment Information Disclosures" and ASBJ Guidance No. 20 "Guidance on Accounting Standard for Segment Information Disclosures", an entity is required to report financial and descriptive information about its reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components of an entity about which separate financial information is available and such information is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. Generally, segment information is required to be reported on the same basis as is used internally for evaluating operating segment performance and deciding how to allocate resources to operating segments. This accounting standard and the guidance are applicable to segment information disclosures for the fiscal years beginning on or after April 1, 2010.

1. Description of reportable segments

The Company's reportable segments are the components of the Company about which separate financial information is available. These segments are subject to periodic examination to enable the Company's Board of Directors to decide how to allocate resources and assess performance. The Companies operate the AUTOBACS franchise chain consisting of businesses in automotive goods, safety inspections and maintenance services, and automobile purchase and sales business. The Companies comprise segments made up of groups of companies based on wholesale division and retail division functions for these businesses. The Companies have five reportable segments: "the Company," "domestic store subsidiaries," "overseas subsidiaries," "subsidiaries for car goods supply and others," and "subsidiaries for supporting functions."

The main business lines of each segment are described below.

	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Others	Subsidiaries for Supporting Functions
Automotive goods	Wholesale-Retail	Retail	Wholesale-Retail	Wholesale	-
Safety inspection and maintenance services	Wholesale-Retail	Retail	Retail	-	
The automobile purchase and sales business	Wholesale-Retail	Retail	-	-	-
Others	Lease business	-	-	-	Lease business -Others

Note: Others of subsidiaries for supporting functions are loan credit business, nonlife insurance agency and office work representation business.

2. Methods of measurement for the amounts of sales, profit (loss), assets and other items for each reportable segment.

Segment income for each reportable segment is presented on an operating income basis. Internal sales and transfers between segments are based, for the most part, on prevailing market prices. Among the assets of the reportable segments, the goodwill associated with overseas subsidiaries is tested for impairment as a nonamortized asset in the overseas subsidiary's financial statements, while in the consolidated financial statements it is amortized using the straight-line method. In addition, some store buildings, POS systems and other items are subject to lease transactions between segments. The asset and expense items of the reportable segments and their amounts are adjusted as shown below.

	The Company	Domestic Store Subsidiaries	Subsidiaries for Supporting Functions	Consolidated Financial Statement
Assets	Investments in Lease	-	Investments in Lease	Property, Equipment and Intangible assets
Cost	Cost of goods sold	Rent payment and Lease payment	Cost of goods sold	Depreciation
Amortized method	Interest method	-	Interest method	Declining balance method and Straight-line method

The accounting policies of each reportable segment are consistent with those disclosed in Note 2, "Summary of Significant Accounting Policies". Revenue of support to stores from the Company has been included in Segment profit of Domestic Store Subsidiaries and Overseas Subsidiaries, since April 1, 2011. Segment profit (loss) of the years ended March 31, 2011 and 2010 have been reclassified.

3. Information about sales, profit (loss), assets and other items is as follows:

			Million	is of Yen		
			2	012		
			Reportable segmen	t		
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total
Sales						
Sales to external customers	¥140,755	¥80,785	¥8,850	¥5,973	¥980	¥237,343
Intersegment sales or transfers	54,846	929	248	6,631	2,403	65,057
Total	195,601	81,714	9,098	12,604	3,383	302,400
Segment profit	13,590	435	86	112	431	14,654
Segment assets	208,931	23,772	9,007	3,907	27,787	273,404
Other:						
Depreciation	1,825	353	240	33	14	2,465
Amortization of goodwill		15			7	22
Share of associates accounted for using						
equity method	505					505
Increase in property, equipment and intangible						
assets	5,178	497	127	16	30	5,848

	Millions of Yen 2011						
			Reportable segmen	t			
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total	
Sales							
Sales to external customers	¥140,232	¥80,512	¥8,656	¥5,977	¥974	¥236,351	
Intersegment sales or transfers	54,484	695	154	7,057	5,206	67,596	
Total	194,716	81,207	8,810	13,034	6,180	303,947	
Segment profit (loss)	11,749	382	(123)	233	487	12,728	
Segment assets	207,298	22,094	9,282	3,650	16,570	258,894	
Other:							
Depreciation	1,847	332	267	31	20	2,497	
Amortization of goodwill		19			7	26	
Share of associates accounted for using							
equity method	505					505	
Increase in property, equipment and intangible							
assets	1,336	388	107	9	14	1,854	

	Millions of Yen 2010					
			- Reportable segmen			
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total
Sales						
Sales to external customers	¥139,258	¥78,494	¥8,308	¥5,817	¥1,060	¥232,937
Intersegment sales or transfers	51,681	572	167	7,160	11,551	71,131
Total	190,939	79,066	8,475	12,977	12,611	304,068
Segment profit (loss)	10,539	129	(602)	284	743	11,093
Segment assets	209,133	21,696	9,706	3,758	18,381	262,674
Other:						
Depreciation	2,164	313	257	38	40	2,812
Amortization of goodwill		19			7	26
Share of associates accounted for using						
equity method	858					858
Increase in property, equipment and intangible						
assets	1,952	531	252	8	20	2,763

	Reportable segment					
				Subsidiaries for	Subsidiaries for	
		Domestic Store	Overseas	Car Goods Supply	Supporting	Total
	The Company	Subsidiaries	Subsidiaries	and Other	Functions	Total
Sales Sales to external customers	\$1,716,524	\$985,183	\$107,927	\$72,842	\$11,951	\$2,894,427
Intersegment sales or transfers	668,854	11,329	3,024	80,866	29,305	793,378
Total	2,385,378	996,512	110,951	153,708	41,256	3,687,805
Segment profit	165,731	5,305	1,049	1,366	5,256	178,707
Segment assets	2,547,939	289,902	109,842	47,646	338,866	3,334,195
Other:						
Depreciation	22,256	4,305	2,927	402	171	30,061
Amortization of goodwill		183			85	268
Share of associates accounted for using equity method	6,159					6,159
Increase in property, equipment and intangible assets	63,146	6,061	1,549	195	366	71,317

4. Reconciliation of published figures and aggregate of reportable segment.

		Thousands of U.S. dollars		
Net sales	2012	2011	2010	2012
Total reportable segments	¥302,400	¥303,947	¥304,068	\$3,687,805
Elimination of intersegment transaction	(65,057)	(67,596)	(71,131)	(793,378)
Net sales of consolidated financial statements	¥237,343	¥236,351	¥232,937	\$2,894,427

		Millions of yen					
Income	2012	2011	2010	2012			
Total reportable segments	¥14,654	¥12,728	¥11,093	\$178,707			
Amortization of goodwill	(77)	(152)	(320)	(939)			
Inventories	(325)	(66)	(83)	(3,964)			
Fixed assets	8	(60)	192	98			
Allowance for point card	(83)	(25)	92	(1,012)			
Elimination of intersegment transaction	(477)	(344)	(639)	(5,817)			
Others	21	(92)	(164)	256			
Income of consolidated financial statements	¥13,721	¥11,989	¥10,171	\$167,329			

	Thousands of U.S. dollars		
2012	2011	2010	2012
¥273,404	¥258,894	¥262,674	\$3,334,195
(48,199)	(43,937)	(44,630)	(587,793)
(3,787)	(3,886)	(3,560)	(46,183)
(3,141)	(3,354)	(3,532)	(38,305)
(1,570)	(1,256)	(1,222)	(19,146)
848	780	782	10,342
394	554	140	4,805
¥217,949	¥207,795	¥210,652	\$2,657,915
	¥273,404 (48,199) (3,787) (3,141) (1,570) 848 394	¥273,404 ¥258,894 (48,199) (43,937) (3,787) (3,886) (3,141) (3,354) (1,570) (1,256) 848 780 394 554	2012 2011 2010 ¥273,404 ¥258,894 ¥262,674 (48,199) (43,937) (44,630) (3,787) (3,886) (3,560) (3,141) (3,354) (3,532) (1,570) (1,256) (1,222) 848 780 782 394 554 140

	Millions of yen									
-	Total r	eportable seg	ments		Adjustment		C	Consolidated total		
Other items	2012	2011	2010	2012	2011	2010	2012	2011	2010	
Depreciation	¥2,465	¥2,497	¥2,812	¥1,471	¥1,409	¥1,424	¥3,936	¥3,906	¥4,236	
Amortization of goodwill	22	26	26	77	210	320	99	236	346	
Investments in associates accounted for using the equity method	505	505	858	848	780	782	1,353	1,285	1,640	
Increase in property, equipment and intangible assets	5,848	1,854	2,763	1,843	1,333	298	7,691	3,187	3,061	

(Note) The adjustment amounts for other items are as follows:

1. Depreciation and the increase in property and equipment and intangible assets, is principally the adjustment amount for intersegment lease transactions on the consolidated financial statements.

The adjustment amount for amortization of goodwill is principally the amount for amortization of goodwill recorded for overseas subsidiaries (see Note 2.B).
 The adjustment amount for investments in associates accounted for using the equity method is the adjustment amount according to the equity method (see Note 2.C).

	Thousands of U.S. dollars					
Other items	Total reportable segments 2012	Adjustment 2012	Consolidated total 2012			
Depreciation	\$30,061	\$17,939	\$48,000			
Amortization of goodwill	268	939	1,207			
Investments in associates accounted for using the equity method	6,159	10,341	16,500			
Increase in property, equipment and intangible assets	71,317	22,476	93,793			

Related Information

(A) Information by product and service

The Companies have omitted this information since external sales of the Group's main business of automotive goods and service sales account for more than 90% of the net sales recorded in the consolidated statements of income and comprehensive income.

(B) Information by geographic region

The Companies have omitted this information because sales to external customers within Japan account for more than 90% of the net sales recorded in the consolidated statements of income and comprehensive income and property and equipment within Japan accounts for more than 90% of the property and equipment reported in the consolidated balance sheets.

(C) Information by major customer

The Companies have omitted this information because no sales to any specific external customer represented 10% or more of net sales reported on the consolidated statements of income and comprehensive income.

			Millions of Yen 2012 Subsidiaries for Subsidiaries for						
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total			
Impairment losses of assets	¥15			¥36		¥51			
	Millions of Yen								
	2011								
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total			
Impairment losses of assets	¥207	¥133			¥10	¥350			
			Millio	ns of Yen					
			2	2010					
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total			
Impairment losses of assets	¥150	¥5	Cassidianos	¥476	1 41101010	¥631			

		Thousands of U.S. Dollars 2012					
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total	
Impairment losses of assets	\$183			\$439		\$622	
				ns of Yen 2012			
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total	
Amortization of goodwill		¥48	¥51			¥99	
Goodwill at March 31, 2012		61	703			764	

				ns of Yen			
		2011					
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total	
Amortization of goodwill		¥108	¥128			¥236	
Goodwill at March 31, 2011		107	807			914	

	Millions of Yen 2010							
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Subsidiaries for Car Goods Supply and Other	Subsidiaries for Supporting Functions	Total		
Amortization of goodwill		¥250	¥61	¥2	¥33	¥346		
Goodwill at March 31, 2010		112	916			1,028		

		Thousands of U.S. Dollars						
				2012 Subsidiaries for	Subsidiaries for			
	The Company	Domestic Store Subsidiaries	Overseas Subsidiaries	Car Goods Supply and Other	Supporting Functions	Total		
Amortization of goodwill		\$585	\$622			\$1,207		
Goodwill at March 31, 2012		744	8,573			9,317		

21. RELATED PARTY DISCLOSURES

Transactions of the Company with AB System Solutions Ltd. for the year ended March 31, 2012 were as follows:

(AB System Solutions Ltd.)

	Millions of yen	Thousands of U.S. dollars
	2012	2012
Purchase of software	¥2,160	\$26,341
Note 1. AB System Solutions Ltd. was affiliate and was owned 14.9% of its voting rights by the Company.		
2. The Company have entrusted the development of software to AB System Solutions Ltd.		

The balances due to or from AB System Solutions Ltd. at March 31, 2012 were as follows:

	Millions of yen	Thousands of U.S. dollars
	2012	2012
Accounts payable-Associated company	¥822	\$10,024

22. SUBSEQUENT EVENTS

a. The general shareholders' meeting held on June 26, 2012 resolved the following appropriations of retained earnings as of March 31, 2012:

			Thousands of
Year ending March 31		Millions of yen	U.S. dollars
Year-end cash dividends, ¥75	(\$0.9) per share	¥2,449	\$29,866

b. At the Board of Directors meeting held on May 10, 2012, the Board approved the repurchase of common stock up to a maximum of 1,800,000 shares to the aggregate amount of ¥8,100 million (\$98,780 thousand).

By June 27, 2012, the Company repurchased 1,480,000 shares of common stock for ¥5,928 million (\$72,293 thousand) in the market. The above figures include own shares acquired through J-NET Market of Osaka Securities Exchange in May 14, 2012 (Total number of shares purchased: 1,000,000 shares; total purchase price of shares: ¥4,025 million (\$49,085 thousand)). c. At the Board of Directors meeting held on May 10, 2012, the Board approved the cancellation 1,601,570 shares of treasury stock and carried it out on May 17, 2012.



Deloitte Touche Tohmatsu LLC MS Shibaura Building 4-13-23, Shibaura Minato-ku, Tokyo 108-8530 Japan

Tel:+81 (3) 3457 7321 Fax:+81(3)3457 1694 www.deloitte.com/jp

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders of AUTOBACS SEVEN Co., Ltd.:

We have audited the accompanying consolidated balance sheet of AUTOBACS SEVEN Co., Ltd. and subsidiaries as of March 31, 2012, and the related consolidated statements of income and comprehensive income, changes in equity, and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in conformity with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in conformity with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of AUTOBACS SEVEN Co., Ltd. and subsidiaries as of March 31, 2012, and the consolidated results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in Japan.

Emphasis of Matter

As discussed in Notes 2.D, 2.M and 2.U to the consolidated financial statements, AUTOBACS SEVEN Co., Ltd. adopted new accounting standards for Business Combinations and Asset Retirement Obligations, both effective April 1, 2010, and Accounting Changes and Error Corrections, effective April 1, 2011. Our opinion is not qualified with respect to such matters.

Convenience Translation

Our audit also comprehended the translation of Japanese ven amounts into U.S. dollar amounts and, in our opinion, such translation has been made in conformity with the basis stated in Note 1. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

Deloitte Touche Tohmatau Lhc

June 26, 2012

Member of **Deloitte Touche Tohmatsu Limited**





AUTOBACS SEVEN CO., LTD.

AUTOBACS SEVEN Co., Ltd. IR & PR Department NBF Toyosu Canal Front, 6-52, Toyosu 5-chome, Koto-ku, Tokyo, 135-8717 PHONE: 03-6219-8718 FAX: 03-6219-8762 E-mail: investors@autobacs.com URL: http://www.autobacs.co.jp/