



January 9, 2015

# Consolidated Financial Results for the Nine Months ended November 30, 2014 Seven & i Holdings Co., Ltd.

(URL <http://www.7andi.com/en>)

Securities Code No. 3382

President and COO: Noritoshi Murata

The Company's shares are listed on the First Section of the Tokyo Stock Exchange.

Submission date of quarterly securities report scheduled: January 14, 2015

Starting date of paying dividend: -

Preparation of brief summary materials for quarterly financial results: Yes

Holding of quarterly financial results presentation: Yes

Note: All amounts less than one million yen have been disregarded.

## 1. Business Results for the Nine Months ended November 30, 2014 (from March 1, 2014 to November 30, 2014)

### (1) Results of Operations (cumulative)

(Millions of yen, except per share amounts)

	Revenues from Operations		Operating Income		Ordinary Income	
Nine Months ended November 30, 2014	4,501,751	7.5%	249,455	0.1%	249,287	0.1%
Nine Months ended November 30, 2013	4,186,598	13.8%	249,143	15.1%	248,969	15.1%

	Net Income		Net Income per Share		Diluted Net Income per Share	
Nine Months ended November 30, 2014	127,310	(0.6)%	144.01	(yen)	143.88	(yen)
Nine Months ended November 30, 2013	128,015	32.0%	144.88	(yen)	144.77	(yen)

Notes: 1. Comprehensive income:

Nine Months ended November 30, 2014: 161,651 million yen [(16.0)%]

Nine Months ended November 30, 2013: 192,442 million yen [77.3%]

2. Percentages represent increase (decrease) from the corresponding period in the prior fiscal year.

\*Group's total sales include the sales of Seven-Eleven Japan and 7-Eleven, Inc. franchisees:

Nine Months ended November 30, 2014: 7,648,730 million yen [6.5%]

Nine Months ended November 30, 2013: 7,181,647 million yen [13.6%]

### (2) Financial Position

(Millions of yen, except per share amounts)

	Total Assets	Net Assets	Owners' Equity Ratio	Owners' Equity per Share
As of November 30, 2014	5,145,464	2,315,927	42.5%	2,474.92 (yen)
As of February 28, 2014	4,811,380	2,221,557	43.6%	2,371.92 (yen)

Note: Owners' equity (net assets excluding minority interests in consolidated subsidiaries and subscription rights to shares) :

As of November 30, 2014: 2,187,997 million yen

As of February 28, 2014: 2,095,746 million yen

## 2. Dividends

Record Date	Dividends per Share (yen)				
	First Quarter	Second Quarter	Third Quarter	Year-end	Annual
Year ended February 28, 2014	-	33.00	-	35.00	68.00
Year ending February 28, 2015	-	36.50	-		
Year ending February 28, 2015 (forecast)				36.50	73.00

Note: Revision of dividends forecast during the current quarterly period: None

### 3. Forecast of Business Results for the Fiscal Year ending February 28, 2015 (from March 1, 2014 to February 28, 2015)

(Millions of yen, except per share amounts)

	Revenues from Operations		Operating Income		Ordinary Income		Net Income		Net Income per Share	
<b>Entire Year</b>	6,130,000	8.8%	356,000	4.8%	354,000	4.4%	184,000	4.7%	208.13	(yen)

Notes:

1. Percentages represent increase (decrease) from the corresponding period in the prior fiscal year.

2. Revision of business results forecast during the current quarterly period: None

\* The forecast of Group's total sales include the sales of Seven-Eleven Japan and 7-Eleven, Inc. franchisees:

Entire Year: 10,200,000 million yen [6.3%]

### 4. Others

(1) Changes in significant subsidiaries during the period: Yes

(changes in specific subsidiaries accompanying change in scope of consolidation):

Added: none

Excluded: one company (Seven Net Shopping Co., Ltd.)

Seven Net Shopping Co., Ltd., which was a specific subsidiary of Seven & i Holdings Co., Ltd., merged on March 1, 2014. This is an absorption-type merger with Seven & i Net Media Co., Ltd., being the surviving entity.

(2) Application of specific accounting for preparing the quarterly consolidated financial statements: None

(3) Changes in accounting policies, accounting estimates or restatements

1. Changes due to amendment of accounting standards: None

2. Changes due to other reasons: None

3. Changes in accounting estimates: None

4. Restatements: None

(4) Number of shares outstanding (common stock)

1. Number of shares outstanding at the end of period (including treasury stock)

As of November 30, 2014: 886,441,983 shares As of February 28, 2014: 886,441,983 shares

2. Number of treasury stock at the end of period

As of November 30, 2014: 2,373,970 shares As of February 28, 2014: 2,876,349 shares

3. Average number of shares during the period (cumulative quarterly consolidated period)

As of November 30, 2014: 884,063,363 shares As of November 30, 2013: 883,563,997 shares

### NOTICE REGARDING QUARTERLY REVIEW PROCEDURES FOR THE QUARTERLY FINANCIAL RESULTS

This quarterly financial results statement is exempt from the quarterly review procedures based upon the Financial Instruments and Exchange Act. At the time of disclosure of this quarterly financial results statement, the quarterly review procedure based upon the Financial Instruments and Exchange Act has not been completed.

### FORWARD LOOKING STATEMENTS

1. The forecast for the year ending February 28, 2015 is based on Seven & i Holdings' hypotheses, plans and estimates at the date of publication. It is possible that some uncertain factors will cause the Company's future performance to differ significantly from the contents of the forecast.

2. Brief summary for the third quarter of FY2015 is posted on the Company's website

(<http://www.7andi.com/en/ir/library/kh/201502.html>). The presentation materials related to financial results which will be used on financial results presentation planned to be held on January 9, 2015, will be posted as soon as possible after the presentation.

## Attached Materials

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**5. Consolidated Quarterly Financial Statements**  
**(1) Consolidated Quarterly Balance Sheets**

(Millions of yen)

	February 28, 2014	November 30, 2014
	Amount	Amount
<b>ASSETS</b>		
<b>Current assets</b>	<b>1,899,556</b>	<b>2,131,556</b>
Cash and bank deposits	792,986	928,238
Notes and accounts receivable, trade	327,072	366,264
Trade accounts receivable - financial services	66,230	70,545
Marketable securities	150,000	30,000
Merchandise and finished goods	198,847	217,195
Work in process	210	32
Raw materials and supplies	3,060	3,059
Prepaid expenses	42,984	52,358
Deferred income taxes	40,812	44,136
Other	282,880	425,456
Allowance for doubtful accounts	(5,529)	(5,731)
<b>Non-current assets</b>	<b>2,911,623</b>	<b>3,013,785</b>
<b>Property and equipment</b>	<b>1,709,990</b>	<b>1,814,484</b>
Buildings and structures, net	749,201	800,233
Furniture, fixtures and equipment, net	232,991	259,873
Land	681,651	712,030
Lease assets, net	18,491	14,065
Construction in progress	25,171	26,443
Other, net	2,482	1,838
<b>Intangible assets</b>	<b>467,947</b>	<b>471,217</b>
Goodwill	277,943	272,469
Software	43,428	51,149
Other	146,576	147,598
<b>Investments and other assets</b>	<b>733,685</b>	<b>728,083</b>
Investments in securities	189,102	190,842
Long-term loans receivable	17,868	16,636
Prepaid pension cost	31,822	33,006
Long-term leasehold deposits	402,878	396,437
Advances for store construction	591	1,064
Deferred income taxes	32,836	30,461
Other	65,552	65,841
Allowance for doubtful accounts	(6,966)	(6,206)
<b>Deferred assets</b>	<b>200</b>	<b>122</b>
New organization costs	14	3
Business commencement expenses	186	119
<b>TOTAL ASSETS</b>	<b>4,811,380</b>	<b>5,145,464</b>

(Millions of yen)

	February 28, 2014	November 30, 2014
	Amount	Amount
<b>LIABILITIES</b>		
<b>Current liabilities</b>	<b>1,628,167</b>	<b>1,872,636</b>
Notes and accounts payable, trade	383,972	458,775
Short-term loans	116,147	134,710
Current portion of long-term loans	100,775	47,225
Current portion of bonds	20,000	59,999
Income taxes payable	62,625	15,775
Accrued expenses	97,543	129,844
Deposits received	154,795	248,427
Allowance for sales promotion expenses	16,909	22,168
Allowance for bonuses to employees	14,773	4,266
Allowance for bonuses to Directors and Audit & Supervisory Board Members	372	207
Allowance for loss on future collection of gift certificates	2,932	2,493
Provision for sales returns	205	172
Deposits received in banking business	403,062	428,015
Other	254,051	320,556
<b>Non-current liabilities</b>	<b>961,656</b>	<b>956,900</b>
Bonds	364,987	304,991
Long-term loans	332,485	383,542
Deferred income taxes	51,220	54,204
Allowance for accrued pension and severance costs	6,853	7,259
Allowance for retirement benefits to Directors and Audit & Supervisory Board Members	2,019	2,040
Deposits received from tenants and franchised stores	55,046	56,952
Asset retirement obligations	60,376	63,551
Other	88,666	84,357
<b>TOTAL LIABILITIES</b>	<b>2,589,823</b>	<b>2,829,536</b>
<b>NET ASSETS</b>		
<b>Shareholders' equity</b>	<b>2,081,295</b>	<b>2,147,315</b>
Common stock	50,000	50,000
Capital surplus	526,850	527,470
Retained earnings	1,511,555	1,575,721
Treasury stock, at cost	(7,109)	(5,875)
<b>Total accumulated other comprehensive income</b>	<b>14,450</b>	<b>40,681</b>
Unrealized gains (losses) on available-for-sale securities, net of taxes	10,672	16,689
Unrealized gains (losses) on hedging derivatives, net of taxes	(6)	76
Foreign currency translation adjustments	3,785	23,915
<b>Subscription rights to shares</b>	<b>1,944</b>	<b>2,427</b>
<b>Minority interests in consolidated subsidiaries</b>	<b>123,866</b>	<b>125,502</b>
<b>TOTAL NET ASSETS</b>	<b>2,221,557</b>	<b>2,315,927</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>4,811,380</b>	<b>5,145,464</b>

**(2) Consolidated Quarterly Statements of Income and Consolidated Quarterly  
Statements of Comprehensive Income  
Consolidated Quarterly Statements of Income**

(Millions of yen)

	Nine Months ended November 30, 2013	Nine Months ended November 30, 2014
	Amount	Amount
<b>Revenues from operations</b>	<b>4,186,598</b>	<b>4,501,751</b>
Net sales	3,472,906	3,720,559
Cost of sales	2,745,399	2,929,268
<b>Gross profit on sales</b>	<b>727,507</b>	<b>791,290</b>
Operating revenues	713,692	781,192
<b>Gross profit from operations</b>	<b>1,441,199</b>	<b>1,572,482</b>
Selling, general and administrative expenses	1,192,056	1,323,027
<b>Operating income</b>	<b>249,143</b>	<b>249,455</b>
<b>Non-operating income</b>	<b>10,187</b>	<b>8,385</b>
Interest income	4,201	4,423
Equity in earnings of affiliates	2,685	476
Other	3,300	3,485
<b>Non-operating expenses</b>	<b>10,361</b>	<b>8,552</b>
Interest expenses	4,914	4,880
Interest on bonds	2,118	1,997
Other	3,328	1,674
<b>Ordinary income</b>	<b>248,969</b>	<b>249,287</b>
<b>Special gains</b>	<b>2,566</b>	<b>3,184</b>
Gain on sales of property and equipment	624	2,004
Subsidy income	1,881	-
Compensation income for expropriation	-	686
Other	60	493
<b>Special losses</b>	<b>19,969</b>	<b>24,601</b>
Loss on disposals of property and equipment	6,406	11,070
Impairment loss on property and equipment	6,698	8,602
Special expenses related to consumption tax rate change	-	2,030
Other	6,864	2,897
<b>Income before income taxes and minority interests</b>	<b>231,566</b>	<b>227,871</b>
<b>Total income taxes</b>	<b>93,731</b>	<b>92,897</b>
Income taxes - current	93,139	94,943
Income taxes - deferred	591	(2,046)
Income before minority interests	137,835	134,973
Minority interests in net income of consolidated subsidiaries	9,820	7,663
<b>Net income</b>	<b>128,015</b>	<b>127,310</b>

## Consolidated Quarterly Statements of Comprehensive Income

(Millions of yen)

	Nine Months ended November 30, 2013	Nine Months ended November 30, 2014
	Amount	Amount
<b>Income before minority interests</b>	<b>137,835</b>	<b>134,973</b>
Other comprehensive income		
Unrealized gains (losses) on available-for-sale securities, net of taxes	5,510	6,055
Unrealized gains (losses) on hedging derivatives, net of taxes	0	199
Foreign currency translation adjustments	49,013	20,338
Share of other comprehensive income of associates accounted for using equity method	82	85
<b>Total other comprehensive income</b>	<b>54,606</b>	<b>26,677</b>
<b>Comprehensive income</b>	<b>192,442</b>	<b>161,651</b>
Comprehensive income attributable to Shareholders of the parent	181,258	153,541
Minority interests	11,183	8,109

### (3) Consolidated Quarterly Statements of Cash Flows

(Millions of yen)

	Nine Months ended November 30, 2013	Nine Months ended November 30, 2014
	Amount	Amount
<b>Cash flows from operating activities:</b>		
Income before income taxes and minority interests	231,566	227,871
Depreciation and amortization	108,498	126,690
Impairment loss on property and equipment	6,698	8,602
Amortization of goodwill	13,896	14,085
Interest income	(4,201)	(4,423)
Interest expenses and interest on bonds	7,033	6,878
Equity in losses (earnings) of affiliates	(2,685)	(476)
Gain on sales of property and equipment	(624)	(2,004)
Loss on disposals of property and equipment	6,406	11,070
Subsidy income	(1,881)	-
Decrease (increase) in notes and accounts receivable, trade	(45,603)	(38,264)
Decrease (increase) in trade accounts receivable, financial services	(2,940)	(4,314)
Decrease (increase) in inventories	(22,948)	(16,953)
Increase (decrease) in notes and accounts payable, trade	67,351	72,424
Increase (decrease) in deposits received	53,231	60,274
Net increase (decrease) in loans in banking business	3,100	3,000
Net increase (decrease) in corporate bonds in banking business	55,000	(20,000)
Net increase (decrease) in deposits received in banking business	46,720	24,953
Net decrease (increase) in call loan in banking business	(11,500)	(5,000)
Net increase (decrease) in call money in banking business	(48,900)	12,000
Net change in ATM-related temporary accounts	(43,458)	(63,985)
Other	32,374	33,919
Sub-total	447,133	446,347
Interest and dividends received	2,681	3,059
Interest paid	(6,997)	(6,915)
Income taxes paid	(88,397)	(141,460)
<b>Net cash provided by operating activities</b>	<b>354,419</b>	<b>301,031</b>
<b>Cash flows from investing activities:</b>		
Acquisition of property and equipment	(226,245)	(220,546)
Proceeds from sales of property and equipment	3,460	7,551
Acquisition of intangible assets	(11,428)	(20,852)
Payment for purchase of investments in securities	(98,687)	(22,552)
Proceeds from sales of investments in securities	99,355	29,740
Payment for purchase of investments in subsidiaries	(446)	(351)
Proceeds from sales of investments in subsidiaries resulting in change in scope of consolidations	-	377
Payment for long-term leasehold deposits	(20,390)	(19,119)
Refund of long-term leasehold deposits	29,992	27,803
Proceeds from deposits from tenants	2,712	3,925
Refund of deposits from tenants	(2,805)	(1,793)
Payment for acquisition of business	(8,088)	(274)
Payment for time deposits	(6,671)	(7,119)
Proceeds from withdrawal of time deposits	10,414	10,237
Other	(4,192)	(3,250)
<b>Net cash used in investing activities</b>	<b>(233,023)</b>	<b>(216,223)</b>



(Millions of yen)

	Nine Months ended November 30, 2013	Nine Months ended November 30, 2014
	Amount	Amount
<b>Cash flows from financing activities:</b>		
Net increase (decrease) in short-term loans	(17,200)	8,562
Proceeds from long-term debts	66,100	83,650
Repayment of long-term debts	(44,430)	(85,193)
Proceeds from commercial paper	193,638	12,659
Payment for redemption of commercial paper	(200,997)	(12,659)
Proceeds from issuance of bonds	99,700	-
Payment for redemption of bonds	(40,000)	-
Capital contribution from minority interests	0	26
Dividends paid	(58,025)	(62,910)
Dividends paid for minority interests	(3,240)	(3,209)
Other	(11,117)	(11,747)
<b>Net cash provided by (used in) financing activities</b>	<b>(15,573)</b>	<b>(70,821)</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>5,507</b>	<b>4,107</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>111,330</b>	<b>18,093</b>
<b>Cash and cash equivalents at beginning of period</b>	<b>800,087</b>	<b>921,432</b>
<b>Cash and cash equivalents at end of period</b>	<b>911,418</b>	<b>939,526</b>

#### (4) Doubts on the Premise of Going Concern

None

#### (5) Segment Information

##### 1. Information on Revenues from Operations and Income (Loss) by Reportable Segment

Nine Months ended November 30, 2013 (From March 1, 2013 to November 30, 2013)

(Millions of yen)

	Reportable segments						Total	Adjustments (Note 1)	Consolidated total (Note 2)
	Convenience store operations	Superstore operations	Department store operations	Food services	Financial services	Others			
Revenues from operations									
<b>Revenues</b>									
1. Customers	1,910,935	1,476,769	624,270	58,699	100,074	15,849	4,186,598	-	4,186,598
2. Intersegment	357	6,802	1,092	634	18,455	22,205	49,548	(49,548)	-
<b>Total</b>	<b>1,911,293</b>	<b>1,483,572</b>	<b>625,363</b>	<b>59,333</b>	<b>118,529</b>	<b>38,055</b>	<b>4,236,146</b>	<b>(49,548)</b>	<b>4,186,598</b>
<b>Segment income (loss)</b>	<b>197,596</b>	<b>17,062</b>	<b>(1,673)</b>	<b>237</b>	<b>34,451</b>	<b>2,029</b>	<b>249,703</b>	<b>(559)</b>	<b>249,143</b>

Notes:

1. The adjustments on segment income (loss) of (559) million yen are eliminations of intersegment transactions and certain expense items that are not allocated to reportable segments.
2. Segment income (loss) is reconciled with the operating income in the Consolidated Quarterly Statements of Income.

Nine Months ended November 30, 2014 (From March 1, 2014 to November 30, 2014)

(Millions of yen)

	Reportable segments							Total	Adjustments (Note 1)	Consolidated total (Note 2)
	Convenience store operations	Superstore operations	Department store operations	Food services	Financial services	Mail order services	Others			
Revenues from operations										
<b>Revenues</b>										
1. Customers	2,074,675	1,481,196	625,460	60,158	110,322	132,083	17,852	4,501,751	-	4,501,751
2. Intersegment	518	5,977	1,695	570	23,444	154	22,942	55,303	(55,303)	-
<b>Total</b>	<b>2,075,194</b>	<b>1,487,174</b>	<b>627,156</b>	<b>60,729</b>	<b>133,766</b>	<b>132,238</b>	<b>40,794</b>	<b>4,557,054</b>	<b>(55,303)</b>	<b>4,501,751</b>
<b>Segment income (loss)</b>	<b>209,637</b>	<b>9,452</b>	<b>(1,721)</b>	<b>(398)</b>	<b>36,966</b>	<b>(5,228)</b>	<b>2,805</b>	<b>251,512</b>	<b>(2,057)</b>	<b>249,455</b>

Notes:

1. The adjustments on segment income (loss) of (2,057) million yen are eliminations of intersegment transactions and certain expense items that are not allocated to reportable segments.
2. Segment income (loss) is reconciled with the operating income in the Consolidated Quarterly Statements of Income.

##### 2. Impairment of Fixed Assets and Goodwill by Reportable Segment

No significant items to be reported.

#### (Reference)

Revenues from operations and operating income by geographic area segments are as described below.

Nine Months ended November 30, 2013 (From March 1, 2013 to November 30, 2013)

(Millions of yen)

	Japan	North America	Others	Total before eliminations	Eliminations	Consolidated total
Revenues from operations						
<b>Revenues</b>						
1. Customers	2,715,401	1,384,560	86,636	4,186,598	-	4,186,598
2. Intersegment	583	97	-	681	(681)	-
<b>Total</b>	<b>2,715,985</b>	<b>1,384,658</b>	<b>86,636</b>	<b>4,187,280</b>	<b>(681)</b>	<b>4,186,598</b>
<b>Operating income (loss)</b>	<b>218,416</b>	<b>31,576</b>	<b>(872)</b>	<b>249,121</b>	<b>22</b>	<b>249,143</b>

Nine Months ended November 30, 2014 (From March 1, 2014 to November 30, 2014)

(Millions of yen)

	Japan	North America	Others	Total before eliminations	Eliminations	Consolidated total
Revenues from operations						
<b>Revenues</b>						
1. Customers	2,906,518	1,501,501	93,731	4,501,751	-	4,501,751
2. Intersegment	783	127	834	1,745	(1,745)	-
<b>Total</b>	<b>2,907,301</b>	<b>1,501,629</b>	<b>94,565</b>	<b>4,503,497</b>	<b>(1,745)</b>	<b>4,501,751</b>
<b>Operating income (loss)</b>	<b>214,293</b>	<b>36,943</b>	<b>(1,781)</b>	<b>249,455</b>	<b>(0)</b>	<b>249,455</b>

Notes:

1. The classification of geographic area segments is determined according to geographical distances.
2. "Others" consists of the business results in the People's Republic of China, etc.

#### (6) Notes on Significant Changes in the Amount of Shareholders' Equity

None