



July 7, 2015

Consolidated Financial Results for the Three Months ended May 31, 2015

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: July 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 Three Months ended May 31, 2015 (from March 1, 2015 to May 31, 2015)

(1) Results of Operations (cumulative)

(Millions of yen, except per share amounts)

	Revenues from Operations		Operating Income		Ordinary Income	
Three Months ended May 31, 2015	1,440,782	(2.1)%	81,856	5.6%	81,181	5.0%
Three Months ended May 31, 2014	1,472,114	7.9%	77,478	5.1%	77,294	4.9%

	Net Income		Net Income per Share		Diluted Net Income per Share	
Three Months ended May 31, 2015	42,228	6.9%	47.77	(yen)	47.72	(yen)
Three Months ended May 31, 2014	39,520	5.6%	44.70	(yen)	44.67	(yen)

Notes: 1. Comprehensive income:

Three Months ended May 31, 2015: 43,004 million yen [49.4%]

Three Months ended May 31, 2014: 28,790 million yen [(62.4)%]

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:

Three Months ended May 31, 2015: 2,545,189 million yen [3.3%]

Three Months ended May 31, 2014: 2,463,440 million yen [8.1%]

(2) Financial Position

(Millions of yen, except per share amounts)

	Total Assets	Net Assets	Owners' Equity Ratio	Owners' Equity per Share
As of May 31, 2015	5,442,277	2,438,462	42.4%	2,610.66 (yen)
As of February 28, 2015	5,234,705	2,430,917	43.9%	2,601.23 (yen)

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

As of May 31, 2015: 2,308,193 million yen

As of February 28, 2015: 2,299,662 million yen

2. Dividends

Record Date	Dividends per Share (yen)				
	First Quarter	Second Quarter	Third Quarter	Year-end	Annual
Year ended February 28, 2015	-	36.50	-	36.50	73.00
Year ending February 29, 2016	-				
Year ending February 29, 2016 (forecast)		38.50	-	38.50	77.00

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

3. Forecast of Business Results for the Fiscal Year ending February 29, 2016 (from March 1, 2015 to February 29, 2016)

(Millions of yen, except per share amounts)

	Revenues from Operations		Operating Income		Ordinary Income		Net Income		Net Income per Share	
Interim Period	3,160,000	5.2%	179,000	7.0%	177,000	5.8%	93,000	10.8%	105.20	(yen)
Entire Year	6,400,000	6.0%	373,000	8.6%	368,000	7.8%	193,000	11.6%	218.31	(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 includes the sales of Seven-Eleven Japan and 7-Eleven, Inc. franchisees:

Interim Period: 5,350,000 million yen [5.3%]

Entire Year: 10,800,000 million yen [5.5%]

4. Others

(1) Changes in significant subsidiaries during the period:

(changes in specific subsidiaries accompanying change in scope of consolidation): None

Added: none

Excluded: none

(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: Yes

(Application of Accounting Standard for Retirement Benefits, etc.)

For the Accounting Standard for Retirement Benefits (ASBJ Statement No. 26, May 17, 2012) and Guidance on Accounting Standard for Retirement Benefits (ASBJ Guidance No. 25, May 17, 2012), the Company and its domestic consolidated subsidiaries have additionally applied the provisions set forth in the main clauses of paragraph 35 of the Accounting Standard for Retirement Benefits and paragraph 67 of the Guidance on Accounting Standard for Retirement Benefits effective from the beginning of the first quarter of this consolidated fiscal year. Accordingly, the Company and its domestic consolidated subsidiaries reviewed the calculation of retirement benefit obligations and current service cost and changed the method of attributing expected benefits to periods from the point basis and straight-line basis to the benefit formula basis as well as amended the determination of discount rate from that determined based on bonds with a maturity period approximate to the expected average remaining working lives of employees to one that is a single weighted average discount rate reflecting the estimated timing of retirement benefit payment and the estimated amount of each retirement benefit payment.

The application of the Accounting Standard for Retirement Benefits and its Guidance is in accordance with the transitional measures provided in paragraph 37 of the Accounting Standard for Retirement Benefits.

Accordingly, the effect of the change in the calculation of retirement benefit obligations and current service cost has been added to or deducted from retained earnings as of the beginning of the first quarter of this consolidated fiscal year.

As a result of this application, as of the beginning of this consolidated fiscal year, net defined benefit asset decreased by 3 million yen, and retained earnings decreased by 3 million yen. The effect of this application on operating income, ordinary income and income before income taxes and minority interests during this consolidated fiscal year is immaterial.

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 May 31, 2015: 886,441,983 shares As of February 28, 2015: 886,441,983 shares

2. Number of treasury stock at the end of period

As of May 31, 2015: 2,299,662 shares As of February 28, 2015: 2,375,681 shares

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

As of May 31, 2015: 884,077,346 shares As of May 31, 2014: 884,050,849 shares

(5) Supplementary information

The Act for Partial Revision of the Income Tax Act, etc. (Act No.9 of 2015) and the Act for Partial Revision of Local Taxes, etc.(Act No.2 of 2015) were promulgated on March 31, 2015, and as a result, the corporate tax rate, etc. will be lowered from the consolidated fiscal years beginning on or after April 1, 2015.

Accordingly, the effective statutory tax rates used to measure deferred tax assets and deferred tax liabilities will be changed from 35.6% to 33.1% for temporary differences expected to be settled or realized in the fiscal year beginning on March 1, 2016. Additionally, the effective statutory tax rate used to measure deferred tax assets and deferred tax liabilities will be changed to 32.3% for temporary differences expected to be settled or realized in the fiscal years beginning on or after March 1, 2017.

As a result of this change in the tax rate, the amount of deferred tax assets (after deducting deferred tax liabilities) decreased by 1,990 million yen, the amount of income taxes-deferred increased by 2,978 million yen and unrealized gains (losses) on available-for-sale securities increased by 735 million yen, and remeasurements of defined benefit plan increased by 252 million yen.

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 29, 2016 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 first quarter of FY2016 will be posted on the Company's website (<http://www.7andi.com/en/ir/library/kh/201602.html>). The presentation materials related to financial results which will be used on financial results presentation planned to be held on July 7, 2015, will be posted as soon as possible after the presentation.

Attached Materials

Contents

Consolidated Quarterly Financial Statements

- (1) Consolidated Quarterly Balance Sheets 2
- (2) Consolidated Quarterly Statements of Income
and Consolidated Quarterly Statements of Comprehensive Income 4
- (3) Consolidated Quarterly Statements of Cash Flows 6
- (4) Doubts on the Premise of Going Concern 8
- (5) Segment Information 8
- (6) Notes on Significant Changes in the Amount of Shareholders' Equity 9

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

(Millions of yen)

	February 28, 2015	May 31, 2015
	Amount	Amount
ASSETS		
Current assets	2,133,185	2,317,469
Cash and bank deposits	933,959	1,005,397
Notes and accounts receivable, trade	340,792	356,858
Trade accounts receivable - financial services	71,198	79,021
Marketable securities	100,001	130,001
Merchandise and finished goods	208,927	215,420
Work in process	71	77
Raw materials and supplies	3,170	4,045
Prepaid expenses	48,585	53,071
ATM-related temporary payments	166,686	188,873
Deferred income taxes	41,499	40,101
Other	223,653	250,291
Allowance for doubtful accounts	(5,361)	(5,690)
Non-current assets	3,101,424	3,124,732
Property and equipment	1,876,941	1,902,270
Buildings and structures, net	825,831	846,160
Furniture, fixtures and equipment, net	271,327	279,132
Land	725,553	728,137
Lease assets, net	13,229	13,846
Construction in progress	39,369	33,536
Other, net	1,629	1,456
Intangible assets	507,004	511,690
Goodwill	297,233	292,127
Software	57,150	65,225
Other	152,620	154,337
Investments and other assets	717,478	710,771
Investments in securities	168,738	167,788
Long-term loans receivable	16,361	16,233
Long-term leasehold deposits	401,206	399,678
Advances for store construction	1,210	888
Net defined benefit asset	40,889	42,071
Deferred income taxes	28,382	23,921
Other	65,673	65,083
Allowance for doubtful accounts	(4,984)	(4,895)
Deferred assets	96	74
New organization costs	0	0
Business commencement expenses	96	74
TOTAL ASSETS	5,234,705	5,442,277

(Millions of yen)

	February 28, 2015	May 31, 2015
	Amount	Amount
LIABILITIES		
Current liabilities	1,826,791	2,024,164
Notes and accounts payable, trade	412,504	462,388
Short-term loans	130,780	136,770
Current portion of long-term loans	70,013	68,895
Current portion of bonds	59,999	59,999
Income taxes payable	42,979	15,735
Accrued expenses	104,284	111,447
Deposits received	149,610	272,740
ATM-related temporary advances	66,977	66,669
Allowance for sales promotion expenses	20,408	20,425
Allowance for bonuses to employees	12,893	23,503
Allowance for bonuses to Directors and Audit & Supervisory Board Members	375	108
Allowance for loss on future collection of gift certificates	2,532	2,399
Provision for sales returns	188	137
Deposits received in banking business	475,209	478,361
Other	278,035	304,582
Non-current liabilities	976,997	979,650
Bonds	319,992	319,992
Long-term loans	367,467	372,048
Deferred income taxes	63,536	65,659
Allowance for retirement benefits to Directors and Audit & Supervisory Board Members	2,060	1,991
Net defined benefit liability	8,669	8,604
Deposits received from tenants and franchised stores	56,779	56,253
Asset retirement obligations	67,068	67,885
Other	91,424	87,214
TOTAL LIABILITIES	2,803,788	3,003,814
NET ASSETS		
Shareholders' equity	2,193,677	2,203,845
Common stock	50,000	50,000
Capital surplus	527,470	527,473
Retained earnings	1,622,090	1,632,071
Treasury stock, at cost	(5,883)	(5,699)
Total accumulated other comprehensive income	105,985	104,347
Unrealized gains (losses) on available-for-sale securities, net of taxes	21,571	25,791
Unrealized gains (losses) on hedging derivatives, net of taxes	557	365
Foreign currency translation adjustments	80,342	74,178
Remeasurements of defined benefit plan	3,512	4,012
Subscription rights to shares	2,427	2,230
Minority interests in consolidated subsidiaries	128,827	128,038
TOTAL NET ASSETS	2,430,917	2,438,462
TOTAL LIABILITIES AND NET ASSETS	5,234,705	5,442,277

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

(Millions of yen)

	Three Months ended May 31, 2014	Three Months ended May 31, 2015
	Amount	Amount
Revenues from operations	1,472,114	1,440,782
Net sales	1,224,535	1,166,295
Cost of sales	963,580	900,618
Gross profit on sales	260,955	265,677
Operating revenues	247,578	274,486
Gross profit from operations	508,534	540,163
Selling, general and administrative expenses	431,055	458,307
Operating income	77,478	81,856
Non-operating income	2,796	2,755
Interest income	1,495	1,471
Equity in earnings of affiliates	155	341
Other	1,146	942
Non-operating expenses	2,980	3,430
Interest expenses	1,619	1,761
Interest on bonds	670	670
Other	690	999
Ordinary income	77,294	81,181
Special gains	600	973
Gain on sales of property and equipment	351	405
Gain on sales of investments in securities	242	6
Compensation income for expropriation	3	394
Other	3	166
Special losses	6,945	5,332
Loss on disposals of property and equipment	2,299	2,673
Impairment loss on property and equipment	1,055	1,464
Special expenses related to consumption tax rate change	2,029	-
Other	1,561	1,194
Income before income taxes and minority interests	70,950	76,822
Total Income taxes	29,344	32,101
Income taxes - current	23,267	25,001
Income taxes - deferred	6,076	7,099
Income before minority interests	41,606	44,720
Minority interests in net income of consolidated subsidiaries	2,085	2,492
Net income	39,520	42,228

Consolidated Quarterly Statements of Comprehensive Income

(Millions of yen)

	Three Months ended May 31, 2014	Three Months ended May 31, 2015
	Amount	Amount
Income before minority interests	41,606	44,720
Other comprehensive income		
Unrealized gains (losses) on available-for-sale securities, net of taxes	1,609	4,351
Unrealized gains (losses) on hedging derivatives, net of taxes	(375)	(382)
Foreign currency translation adjustments	(14,011)	(6,203)
Remeasurements of defined benefit plan	-	522
Share of other comprehensive income of entities accounted for using equity method	(38)	(4)
Total other comprehensive income	(12,816)	(1,716)
Comprehensive income	28,790	43,004
Comprehensive income attributable to		
Shareholders of the parent	27,239	40,591
Minority interests	1,550	2,412

(3) Consolidated Quarterly Statements of Cash Flows

(Millions of yen)

	Three Months ended May 31, 2014	Three Months ended May 31, 2015
	Amount	Amount
Cash flows from operating activities:		
Income before income taxes and minority interests	70,950	76,822
Depreciation and amortization	41,344	45,984
Impairment loss on property and equipment	1,055	1,464
Amortization of goodwill	4,772	5,102
Interest income	(1,495)	(1,471)
Interest expenses and interest on bonds	2,289	2,431
Equity in losses (earnings) of affiliates	(155)	(341)
Gain on sales of property and equipment	(351)	(405)
Loss on disposals of property and equipment	2,299	2,673
Decrease (increase) in notes and accounts receivable, trade	(12,550)	(16,138)
Decrease (increase) in trade accounts receivable, financial services	(1,915)	(7,822)
Decrease (increase) in inventories	1,560	(7,514)
Increase (decrease) in notes and accounts payable, trade	52,325	50,015
Increase (decrease) in deposits received	119,046	122,968
Net increase (decrease) in loans in banking business	(4,000)	-
Net increase (decrease) in deposits received in banking business	4,391	3,152
Net decrease (increase) in call loan in banking business	3,000	(8,000)
Net increase (decrease) in call money in banking business	46,000	31,100
Net change in ATM-related temporary accounts	(28,463)	(22,495)
Other	4,371	(18,120)
Sub-total	304,476	259,404
Interest and dividends received	898	920
Interest paid	(2,308)	(2,439)
Income taxes paid	(70,902)	(52,470)
Net cash provided by operating activities	232,164	205,415
Cash flows from investing activities:		
Acquisition of property and equipment	(69,871)	(71,132)
Proceeds from sales of property and equipment	1,605	1,312
Acquisition of intangible assets	(6,412)	(10,913)
Payment for purchase of investments in securities	(12,002)	(14,306)
Proceeds from sales of investments in securities	290	20,478
Payment for purchase of investments in subsidiaries	(256)	(0)
Payment for long-term leasehold deposits	(6,601)	(5,181)
Refund of long-term leasehold deposits	11,281	7,865
Proceeds from deposits from tenants	819	590
Refund of deposits from tenants	(1,034)	(1,133)
Payment for acquisition of business	(6)	(3,463)
Payment for time deposits	(832)	(1,396)
Proceeds from withdrawal of time deposits	2,554	1,169
Other	(615)	(786)
Net cash used in investing activities	(81,081)	(76,896)

(Millions of yen)

	Three Months ended May 31, 2014	Three Months ended May 31, 2015
	Amount	Amount
Cash flows from financing activities:		
Net increase (decrease) in short-term loans	(237)	5,990
Proceeds from long-term debts	17,400	15,700
Repayment of long-term debts	(13,321)	(11,818)
Proceeds from commercial paper	9,557	-
Payment for redemption of commercial paper	(9,557)	-
Dividends paid	(30,494)	(31,743)
Dividends paid for minority interests	(365)	(375)
Other	(1,695)	(3,035)
Net cash provided by (used in) financing activities	(28,713)	(25,281)
Effect of exchange rate changes on cash and cash equivalents	(2,266)	(1,970)
Net increase (decrease) in cash and cash equivalents	120,101	101,267
Cash and cash equivalents at beginning of period	921,432	1,000,762
Cash and cash equivalents at end of period	1,041,534	1,102,029

(4) Doubts on the Premise of Going Concern

None

(5) Segment Information

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

Three Months ended May 31, 2014 (From March 1, 2014 to May 31, 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										
Revenues										
1. Customers	644,972	506,726	216,310	20,137	36,359	41,670	5,938	1,472,114	-	1,472,114
2. Intersegment	177	1,707	517	57	7,535	43	7,264	17,302	(17,302)	-
Total	645,149	508,433	216,827	20,195	43,895	41,713	13,202	1,489,417	(17,302)	1,472,114
Segment income (loss)	59,284	7,492	1,538	41	10,902	(2,192)	809	77,876	(397)	77,478

Notes:

1. The adjustments on segment income (loss) of (397) 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.

Three Months ended May 31, 2015 (From March 1, 2015 to May 31, 2015)

(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										
Revenues										
1. Customers	605,989	514,501	211,996	21,140	38,642	37,625	10,885	1,440,782	-	1,440,782
2. Intersegment	225	2,157	640	203	8,426	175	5,796	17,624	(17,624)	-
Total	606,214	516,659	212,636	21,344	47,068	37,801	16,682	1,458,407	(17,624)	1,440,782
Segment income (loss)	66,126	6,031	(92)	423	11,552	(2,793)	1,353	82,602	(745)	81,856

Notes:

1. The adjustments on segment income (loss) of (745) 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.

Three Months ended May 31, 2014 (From March 1, 2014 to May 31, 2014) (Millions of yen)

	Japan	North America	Others	Total before eliminations	Eliminations	Consolidated total
Revenues from operations						
Revenues						
1. Customers	975,165	462,224	34,724	1,472,114	-	1,472,114
2. Intersegment	225	38	225	489	(489)	-
Total	975,391	462,262	34,950	1,472,604	(489)	1,472,114
Operating income (loss)	74,829	3,132	(485)	77,475	2	77,478

Three Months ended May 31, 2015 (From March 1, 2015 to May 31, 2015) (Millions of yen)

	Japan	North America	Others	Total before eliminations	Eliminations	Consolidated total
Revenues from operations						
Revenues						
1. Customers	995,569	408,183	37,030	1,440,782	-	1,440,782
2. Intersegment	235	48	259	543	(543)	-
Total	995,804	408,231	37,289	1,441,325	(543)	1,440,782
Operating income (loss)	74,670	7,185	(1)	81,853	2	81,856

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