

Settlement of Accounts Meeting for the Fiscal Year Ended March 31, 2017

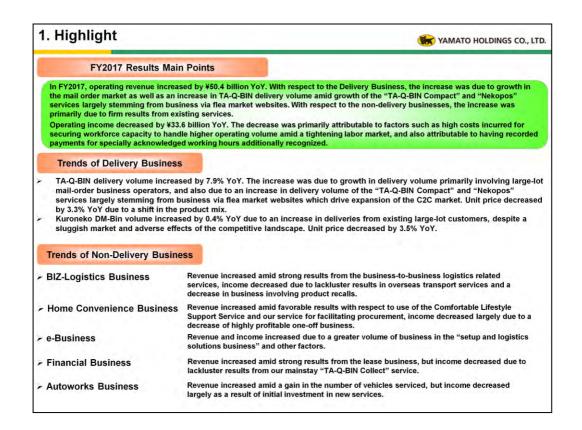


May 1, 2017

YAMATO HOLDINGS CO., LTD.

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[Results main points]

- In FY2017, revenue increased but income decreased substantially; operating revenue and operating income amounted to ¥1,466.8 billion and ¥34.8 billion, respectively.
- (2) Operating revenue (YoY ↑ ¥50.4 billion)

Delivery Business: Delivery volume involving large-lot mail-order business operators

increased, and delivery volume of the "TA-Q-BIN Compact" and

"Nekopos" services also increased largely stemming from

business via flea market websites which drive expansion of the

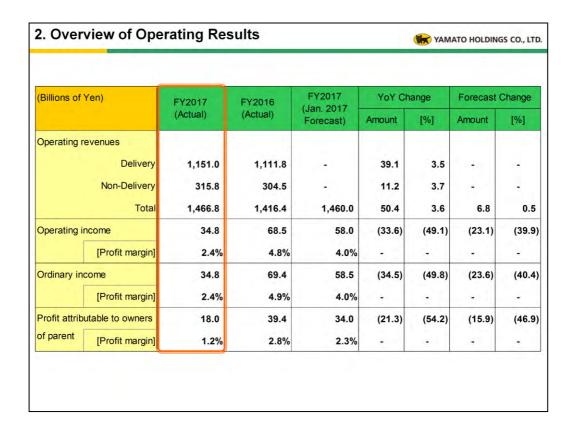
C2C market.

Non-delivery businesses: Results were firm primarily from existing services such as

business-to-business logistics services which are essential to our "Value Networking" design, despite lackluster performance in

overseas transport services such as trading logistics.

- (3) Operating income (YoY ↓ ¥33.6 billion)
 - Costs relating to external factors incurred in the form of higher size-based enterprise tax, increased retirement benefit expenses, and expanded eligibility for social insurance have been largely in line with forecasts.
 - The Company recorded payments for specially acknowledged working hours additionally recognized as the result of a fact-finding investigation carried out with the aim of implementing the "reforming working styles."
 - Costs increased for securing workforce capacity such as outsourcing due to the tightening labor market.



[Overview of FY2017 operating results]

- (1) Nothing noteworthy has emerged in terms of non-operating income, non-operating loss, extraordinary income and extraordinary loss.
- (2) Profit attributable to owners of parent was ¥18.0 billion.

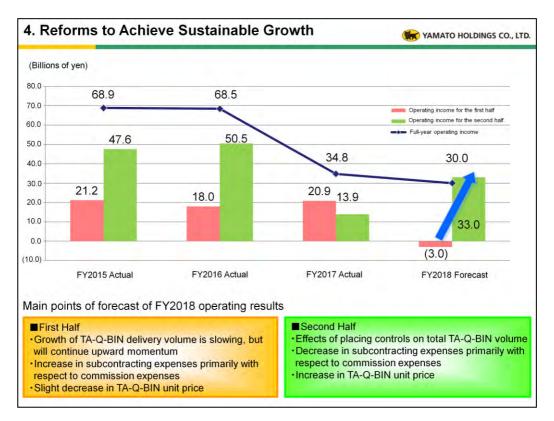
(Billi	ons of Yen)	FY2018	FY2017	YoY Change		
		Forecast	Actual	Amount	[%]	
Ope	rating revenues	1,470.0	1,466.8	3.1	0.2 (14.0)	
Ope	rating income	30.0 2.0%	34.8	(4.8)		
	[Profit margin]		2.4%			
Ordi	nary income	30.0	34.8	(4.8)	(14.0)	
	[Profit margin]	2.0%	2.4%	C.		
	attributable to	17.0	18.0	(1.0)	(5.8)	
[Profit margin]		1.2%	1.2%			

[Forecast of FY2018 operating results]

(1) Consolidated operating revenues: YoY ↑ 0.2%

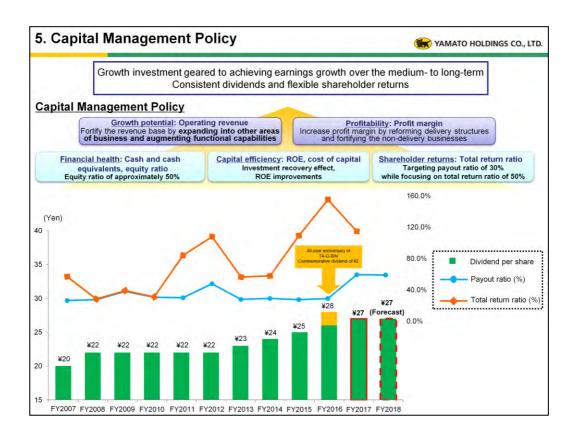
(2) Consolidated operating expenses: YoY \uparrow 0.6%

(3) Consolidated operating income: YoY ↓ 14.0%



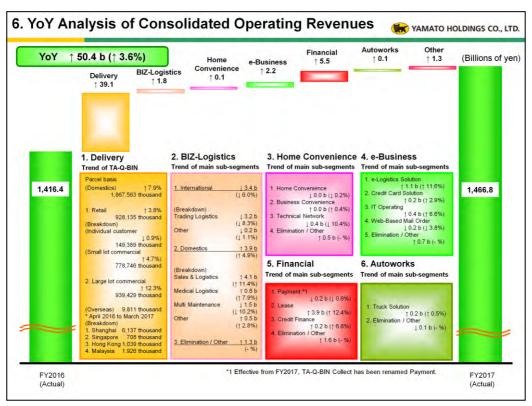
[Breakdown of first half and second half operating results forecasts and anticipated growth]

- (1) In the first half, severe business conditions continuing
 - Growth of TA-Q-BIN delivery volume is slowing, but will continue upward momentum (delivery volume ↑ 2.0%)
 - $\rightarrow \text{Higher subcontracting expenses (commission expenses and vehicle hiring expenses) in comparison with prior first half}$
 - Period of time required for negotiations with customers and laying the groundwork regarding total delivery volume and pricing
 - → Measures begin taking effect in the second half and beyond
 - → Slight decrease in unit pricing
 - Costs incurred for implementing the "reforming working styles"
 - ightarrow Higher personnel expenses in comparison with prior first half
- (2) In the second half, trend of recovering earnings likely as various initiatives begin to take effect
 - Decrease in TA-Q-BIN delivery volume
 - → Lower subcontracting expenses (commission expenses and vehicle hiring expenses) in comparison with prior second half
 - Increase in TA-Q-BIN unit price
 - · Continue incurring costs for implementing the "reforming working styles"
 - → Higher personnel expenses in comparison with the prior second half, excluding the lump-sum payments
- (3) In the first half, we expect a substantial decrease in operating income in comparison with the prior first half. Operating expenses will increase mainly due to continuance of an operating structure in the Group's core Delivery Business such that incurs mounting variable costs (subcontracting expenses, etc. mainly consisting of commission expenses and vehicle hiring expenses) linked to delivery volume as had been the case in the previous fiscal year, and higher costs incurred for promoting the "reforming working styles" on a Group-wide basis.
- (4) In the second half, although personnel expenses are likely to increase, we will steadily forge ahead in developing and enhancing in-house operations by carrying out the "reforming working styles." In addition, we expect to see a decrease in delivery volume brought about by negotiations with customers, and to thereby make progress in reducing subcontracting expenses (commission expenses and vehicle hiring expenses) and other costs which have increased in tandem with delivery volume. Profitability is likely to improve amid a scenario of emerging upward momentum in unit pricing brought about by increases in basic fees for TA-Q-BIN deliveries and progress made in negotiations with corporate clients. Although operating income has held at ¥33.0 billion in the current second half, recovery in earnings is in sight and we are poised for setting the foundations for growth next fiscal year and beyond.
- (5) We will monitor progress made in carrying out various initiatives, and report on developments when the timing is right.



[Capital management policy]

Despite profit having briefly dipped in FY2017 largely due to the tightening labor market and payments for specially acknowledged working hours additionally recognized, our fundamental approach regarding capital management policy remains unchanged in terms of providing consistent dividends and flexible shareholder returns, and undertaking ongoing growth investment.



[Major factors of changes in revenues by segment]

Positive: Factors underpinning revenue gains; Negative: Factors underpinning revenue losses

(1) Delivery Business (Revenue increase, income decrease)

Positive: TA-Q-BIN delivery volume: ↑ 7.9%

(Retail: ↑ 3.8%; Large lot commercial: ↑ 12.3%); operating revenue: ↑ 4.2%

Negative: Kuroneko DM-Bin volume: ↑ 0.4%; operating revenue: ↓ 2.5%

(2) BIZ-Logistics Business (Revenue increase, income decrease)

Positive: Favorable results in use of sales & logistics and medical logistics services by existing customers

Negative:Overseas transport services (Sluggish freight movement mainly among automotive customers in trading logistics)

Multi Maintenance business (Lack of revenues sufficient to cover revenue gains of business involving product recalls achieved in the previous fiscal year)

(3) Home Convenience Business (Revenue increase, income decrease)

Positive: Favorable results mainly from Comfortable Lifestyle Support Service and service for facilitating procurement

Negative:Technical Network business (Shrinking market for energy equipment for home use, in addition to a lack of revenues sufficient to cover revenue gains of business involving product recalls in the previous fiscal year)

(4) e-Business (Revenue and income increase)

business)

Positive: Setup and Logistics services (Continued favorable results of services geared toward mobile virtual network operators)
e-Logistics Solution (Growth of mail-order business and intra-warehouse logistics support

(5) Financial Business (Revenue increase, income decrease)

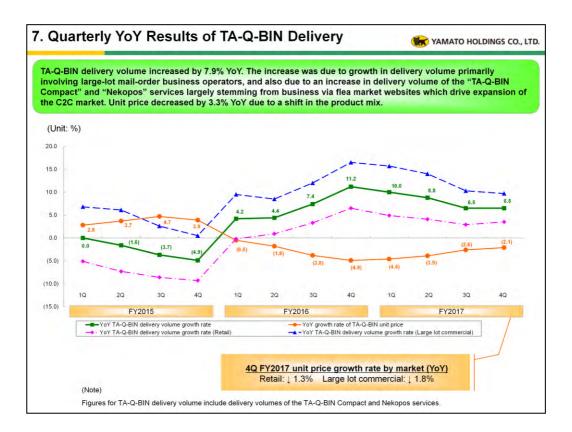
Positive: Lease business (Steady results generated from financial leases primarily involving trucks and installment sales)

Negative: Lackluster results of the Payment business (formerly referred to as the TA-Q-BIN Collect business) due to a shrinking market for cash-on-delivery settlements

(6) Autoworks Business (Revenue increase, income decrease)

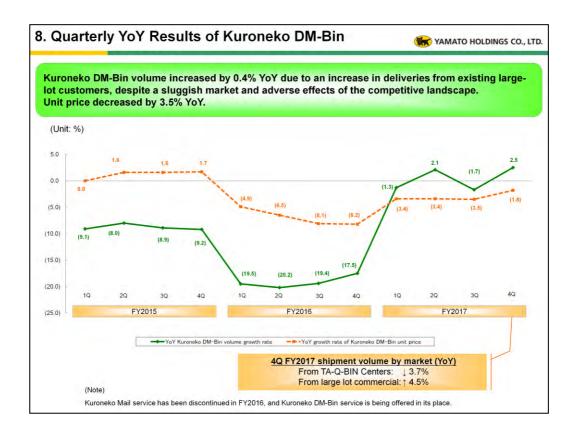
Positive: Number of vehicles serviced increased

Negative: Incurred initial investment in new services, in addition to lower unit prices on fuel sales



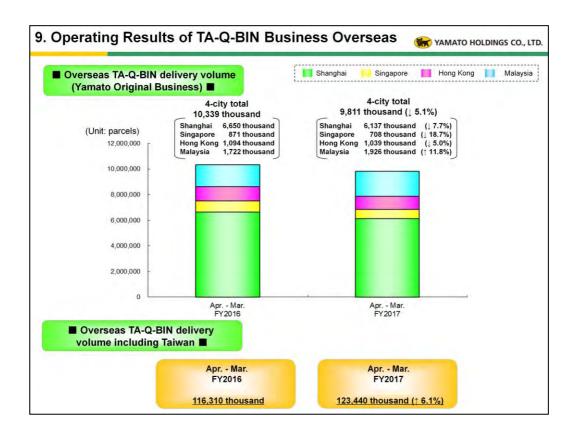
[Trends of TA-Q-BIN]

- (1) TA-Q-BIN delivery volume up 7.9% YoY
 - Business involving large-lot mail-order customers continued to grow.
 - Sales of "TA-Q-BIN Compact" and "Nekopos" services were expanded.
 - Shipments for small-lot commercial have been heading higher (delivery volume up 4.7% YoY)
- (2) The unit price was down 3.3% YoY
 - The decrease was due to a shift in the product mix associated with an increase in shipments primarily for large-lot mail-order customers and increasing sales of "TA-Q-BIN Compact" and "Nekopos" services.
 - However, the rate of unit price decrease has been diminishing as a result of efforts such as collecting adequate fees in proportion to parcel.
- (3) Trends with "TA-Q-BIN Compact" and "Nekopos" services
 - · Greater delivery volume against a backdrop of growth in the C2C market
 - Promoting more sales also in the B2B market



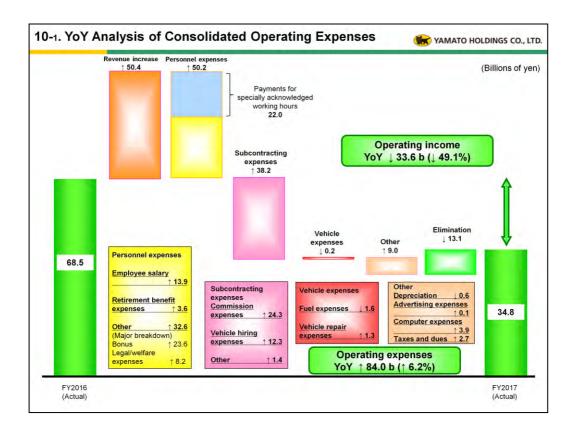
[Trends of Kuroneko DM-Bin]

- (1) Kuroneko DM-Bin volume up 0.4% YoY
 - Volume has been on par with previous year levels despite a sluggish market and persisting price offensives being mounted by competitors, largely due to increased sales to existing large-lot customers.
- (2) Unit price: YoY ↓ 3.5%
 - The unit price has decreased as a result of the increase in deliveries among large-lot customers.



[Progress achieved by the TA-Q-BIN business overseas]

- (1) With the exception of Malaysia and Taiwan, delivery volume continued to decrease as a result of efforts to review unprofitable transactions.
- (2) Operating income has been improving as we promote adequate pricing.



[Major changes in consolidated operating expenses (overall)]

- (1) Operating revenue increased by 3.6% YoY while operating expenses increased by 6.2% YoY.
- (2) Lower crude oil prices → Fuel expenses decreased by ¥1.6 billion YoY, however, showing an upward trend.
- (3) Impact of payments for specially acknowledged working hours on personnel expenses
 - Bonus payment: ↑ approx. ¥19.0 billion
 - Legal welfare expenses: ↑ approx. ¥3.0 billion
- (4) Company operating in a business environment that is becoming less favorable
 - Tightening labor market → Rising costs associated with securing labor capacity, including
 recruitment costs and per unit labor costs
 Moreover, trend of further increases in labor costs incurred to
 secure labor capacity and maintain service quality, amid increases
 in operating volumes, and not-at-home rate due to growth in the
 mail order market.
 - Tax increase in size-based enterprise tax (↑ approx. ¥3.1 billion) → Increase of taxes and dues
 - Increase in retirement benefit expenses (↑ approx. ¥3.1 billion due to shift in the discount rate)
 - Increase in expenses due to expanded scope of social insurance eligibility from the second half (↑ approx. ¥1.0 billion) → Increase of legal welfare expenses
- (5) We will aggressively promote measures to improve productivity, but we realize we have entered a challenging phase with respect to absorbing cost increases on the basis of our own efforts.

(Millions of Yen)	FY2017	FY2016	FY2017 (Jan. 2017	YoY Cha	ange	Forecast Change		
	Actual	Actual	Forecast)	Amount	[%]	Amount	[%]	
Operating revenues	1,466,852	1,416,413	1,460,000	50,439	3.6	6,852	0.8	
Operating expenses	1,431,966	1,347,872	1,402,000	84,093	6.2	29,966	2.	
Personnel expenses	769,260	718,980	743,500	50,279	7.0	25,760	3.	
Employee salary	513,656	499,660	511,000	13,995	2.8	2,656	0.	
Retirement benefit expenses	17,024	13,404	17,000	3,619	27.0	24	0.	
Other personnel expenses	238,580	205,915	215,500	32,664	15.9	23,080	10.	
Subcontracting expenses	588,388	550,188	583,000	38,200	6.9	5,388	0.	
Commission expenses	241,888	217,524	236,000	24,364	11.2	5,888	2.	
Vehicle hiring expenses	189,272	176,885	186,000	12,387	7.0	3,272	1,8	
Other subcontracting expenses	157,227	155,778	161,000	1,448	0.9	(3,772)	(2.	
Vehicle expenses	40,634	40,924	41,500	(290)	(0.7)	(865)	(2.	
Fuel expenses	19,333	20,987	21,500	(1,654)	(7.9)	(2,166)	(10.	
Other operating expenses	308,385	299,296	309,000	9,088	3.0	(614)	(0.2	
Depreciation	46,114	46,739	45,000	(624)	(1.3)	1,114	2.5	
Elimination	(274,702)	(261,517)	(275,000)	(13,184)	5.0	297	(0.	

[Major changes in consolidated operating expenses (in detail)]

(1) Personnel expenses:

Other personnel expenses: YoY ↑ ¥32.6 billion

- Short-span part timer wages...YoY ↑ ¥0.7 billion
- (2) Subcontracting expenses: YoY ↑ ¥38.2 billion (↑6.9%)

Commission expenses: YoY ↑ ¥24.3 billion (↑11.2%)

• Delivery Business......YoY ↑ ¥20.2 billion

Outsourcing of TA-Q-BIN deliveries increased as a consequence of increased TA-Q-BIN delivery volume and tight labor markets.

Non-delivery businesses......YoY ↑ ¥4.1 billion

Primarily in the e-Business segment, there was increased use of subcontracting and other such services associated with higher revenues due to greater numbers of development projects.

Vehicle hiring expenses: YoY ↑ ¥12.3 billion (↑7.0%)

In line with accounting item reclassification taking effect this fiscal year, expressway tolls incurred by hired vehicles, which were previously recorded under "expressway tolls," are now recorded under "vehicle hiring expenses" (¥5.3 billion). Vehicle hiring expenses increased by 4.0% (↑ ¥7.0 billion) excluding effects of this change, which reflects efforts to keep such expenses appropriately under control relative to delivery volume increases.

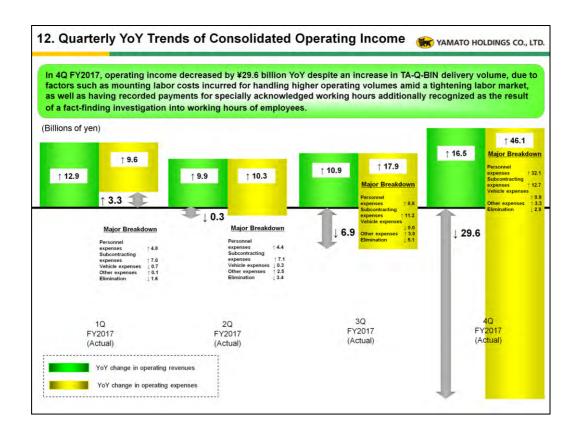
Other subcontracting expenses: YoY ↑ ¥1.4 billion (↑0.9%)

- → · Cost of sales increased due to robust results in the lease business (↑ ¥2.8 billion)
 - Cost of purchases decreased due to lower crude oil prices
 - Decrease in mixed freightage expenses associated with downturn in revenues of overseas transport services (\pm \frac{1}{2} \text{ 1.8 billion})
- (3) Vehicle expenses: YoY ↓ ¥0.2 billion (↓0.7% Fuel expenses decreased by ¥1.6 billion due to lower crude oil prices, however, vehicle repair expenses increased by ¥1.3 billion)
- (4) Other operating expenses: YoY ↑ ¥9.0 billion (↑3.0%)
 - Size-based enterprise tax...... ↑ ¥3.1 billion (taxes and dues)
 - Depreciation...... ↓ ¥0.6 billion

(Millions of Yen)	FY2017	FY2016	YoY Change		
	Actual	Actual	Amount	[%]	
Operating revenues	1,151,028	1,111,875	39,152	3.5	
Operating expenses	1,145,390	1,073,699	71,691	6.7	
Personnel expenses	669,019	622,529	46,489	7.5	
Employee salary	444,790	432,345	12,444	2.9	
Retirement benefit expenses	14,142	11,103	3,038	27.4	
Other personnel expenses	210,086	179,080	31,006	17.3	
Subcontracting expenses	352,741	320,549	32,192	10.0	
Commission expenses	136,530	116,302	20,228	17.4	
Vehicle hiring expenses	180,647	168,255	12,392	7.4	
Other subcontracting expenses	35,563	35,991	(428)	(1.2)	
Vehicle expenses	35,783	35,732	50	0.1	
Fuel expenses	15,886	17,209	(1,322)	(7.7)	
Other operating expenses	212,169	213,674	(1,504)	(0.7)	
Depreciation	31,273	32,784	(1,510)	(4.6)	
Elimination	(124,324)	(118,786)	(5,537)	4.7	

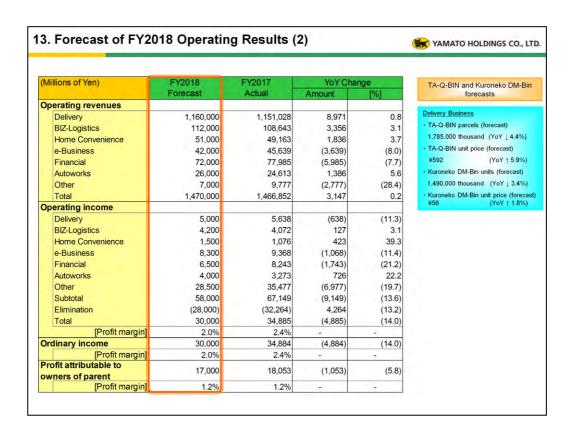
[YoY analysis of operating expenses in Delivery Business]

For this slide, refer to explanation given in relation to the previous slide.



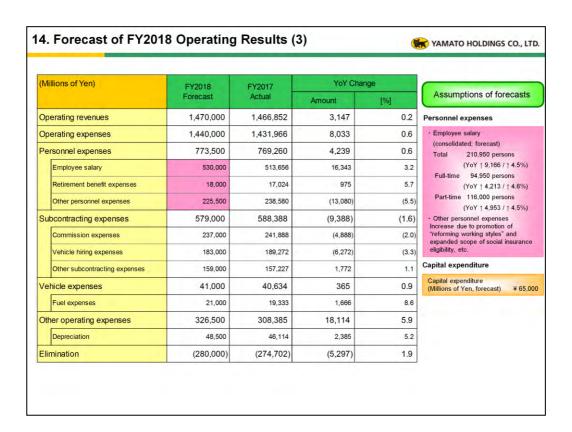
[Quarterly trends of operating income]

- (1) Bar chart of a YoY comparison of operating revenues and operating expenses
- (2) In 4Q, operating income decreased by ¥29.6 billion YoY due to effects of payments for specially acknowledged working hours.
- (3) The cost environment remains severe amid the tightening labor market and other such factors



[Operating results forecast by business segment]

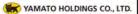
For this slide, refer to explanation given in relation to Slide 4.



[Forecast of operating expenses]

For this slide, refer to explanation given in relation to Slide 4.

15. Structural Reforms in the Delivery Business



1. Objectives regarding "structural reforms in the Delivery Business" for FY2018

We are carrying out structural reforms in the Delivery Business so that we will be able to keep providing high-quality services to our customers well into the future. To that end, we aim to redesign the business model of the Delivery Business so that it is better aligned with the coming era, with our focus primarily on "reforming working styles" that enable a more upbeat working environment for employees who form the cornerstone of our operations.

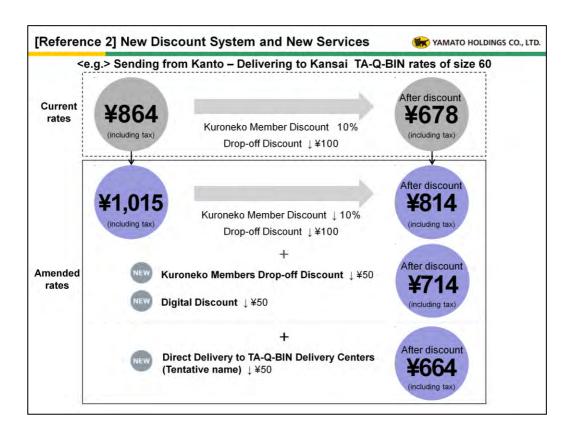
2. Outline of "structural reforms in the Delivery Business" for FY2018

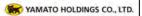
- (1) Improving and developing employee working environment
- (2) Placing controls on total TA-Q-BIN volume
- (3) Optimizing the entire TA-Q-BIN delivery network
- (4) Boosting efficiency by enhancing the "last mile" network
- (5) Revising TA-Q-BIN basic fees and respective service standards

[Structural reforms in the Delivery Business]

Explanation given on the basis of details provided in the press release ["Structural reforms in the Delivery Business" for FY2018] of April 28, 2017.

	Size	Kanto	Southern Tohoku	Shinetsu	Chubu	Hokuriku	Northern Tohoku	Kansai	Chugoku	Shikoku	Hokkaido	Kyushu	Okinawa	
Tokyo 1.	60	700	700	700	700	700	800	800	900	1,000	1,100	1,100	1,200	↑¥140
	80	900	900	900	900	900	1,000	1,000	1,100	1,200	1,300	1,300	1,700	+140
	100	1,100	1,100	1,100	1,100	1,100	1,200	1,200	1,300	1,400	1,500	1,500	2,200	* V400
	120	1,300	1,300	1,300	1,300	1,300	1,400	1,400	1,500	1,600	1,700	1,700	2,700	↑¥160
	140	1,500	1,500	1,500	1,500	1,500	1,600	1,600	1,700	1,800	1,900	1,900	3,200	. V400
	160	1,700	1,700	1,700	1,700	1,700	1,800	1,800	1,900	2,000	2,100	2,100	3,700	↑¥180





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