

November 10, 2017

Summary of Financial Results for the Second Quarter of the Fiscal Year Ending March 31, 2018 (Six Months Ended September 30, 2017)

[Japanese GAAP]

Company name: Nippon Commercial Development Co., Ltd.

Listing: TSE/NSE, First Sections
Securities code: 3252

URL: http://www.ncd-jp.com

Representative: Tetsuya Matsuoka, President

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Scheduled date of filing of Quarterly Report: November 13, 2017

Scheduled date of payment of dividend:

Preparation of supplementary materials for quarterly financial results: Yes

Holding of quarterly financial results meeting:

Yes (for institutional investors and analysts)

(All amounts are rounded down to the nearest million yen)

1. Consolidated Financial Results for the Six Months Ended September 30, 2017 (April 1, 2017 – September 30, 2017)

(1) Consolidated results of operations

(Percentages represent year-on-year changes)

| | Net sales | | Operating profit | | Ordinary profit | | Profit attributable to owners of parent | |
|--------------------------------|-------------|--------|------------------|--------|-----------------|--------|---|------|
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % |
| Six months ended Sep. 30, 2017 | 5,436 | (43.2) | 198 | (88.5) | (246) | - | (202) | - |
| Six months ended Sep. 30, 2016 | 9,575 | (20.9) | 1,714 | (69.2) | 2,020 | (62.4) | 4,150 | 16.5 |

Note: Comprehensive income (million yen) Six months ended Sep. 30, 2017: (297) (-%)
Six months ended Sep. 30, 2016: 3,691 (up 3.7%)

 Net income per share
 Diluted net income per share

 Yen
 Yen

 Six months ended Sep. 30, 2017
 (11.36)

 Six months ended Sep. 30, 2016
 237.37
 233.23

(2) Consolidated financial position

| | Total assets | Net assets | Equity ratio | |
|---------------------|--------------|-------------|--------------|--|
| | Million yen | Million yen | % | |
| As of Sep. 30, 2017 | 67,601 | 18,508 | 24.1 | |
| As of Mar. 31, 2017 | 56,792 | 19,878 | 30.8 | |

Reference: Shareholders' equity (million yen) As of Sep. 30, 2017: 16,273 As of Mar. 31, 2017: 17,493

2. Dividends

| | | Dividend per share | | | | | |
|--|--------|-------------------------------|-----|-------|-------|--|--|
| | 1Q-end | 1Q-end 2Q-end 3Q-end Year-end | | | | | |
| | Yen | Yen | Yen | Yen | Yen | | |
| Fiscal year ended Mar. 31, 2017 | - | 0.00 | - | 55.00 | 55.00 | | |
| Fiscal year ending Mar. 31, 2018 | - | 0.00 | | | | | |
| Fiscal year ending Mar. 31, 2018 (forecasts) | | | - | 55.00 | 55.00 | | |

Note: Revisions to the most recently announced dividend forecast: None

3. Consolidated Forecast for the Fiscal Year Ending March 31, 2018 (April 1, 2017 – March 31, 2018)

(Percentages represent year-on-year changes)

| | | | | | | | (1 creemages i | сртевени | year on year change | 10) |
|-----------|-------------|--|-------------|----------------------------------|-------------|--------|--------------------|----------|---------------------|-----|
| | Net sales | Net sales Operating profit Ordinary profit Profit attributable to owners of parent | | Operating profit Ordinary profit | | | Net income per sha | ire | | |
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % | Yen | |
| Full year | 31,100 | 16.9 | 2,600 | (46.3) | 2,000 | (61.4) | 1,400 | (78.3) | 78. | .37 |

Note: Revisions to the most recently announced consolidated forecast: None

* Notes

| (1) Changes in significant subsidiaries | during the period (c | changes in specified | subsidiaries resultin | g in changes in the |
|---|----------------------|----------------------|-----------------------|---------------------|
| scope of consolidation): None | | | | |

Newly added: -

Excluded: -

- (2) Application of special accounting methods for presenting quarterly consolidated financial statements: None
- (3) Changes in accounting policies and accounting estimates, and restatements
 - 1) Changes in accounting policies due to revisions in accounting standards, others: None
 - 2) Changes in accounting policies other than 1) above:

None

3) Changes in accounting estimates:

None

4) Restatements:

None

- (4) Number of outstanding shares (common shares)
 - 1) Number of shares outstanding at the end of the period (including treasury shares)

As of Sep. 30, 2017:

17,865,200 shares

As of Mar. 31, 2017:

17,862,800 shares

2) Number of treasury shares at the end of the period

As of Sep. 30, 2017:

141 shares As of Mar. 31, 2017:

141 shares

3) Average number of shares outstanding during the period

Six months ended Sep. 30, 2017:

17,864,272 shares

Six months ended Sep. 30, 2016:

17,486,839 shares

The current quarterly financial report is not subject to the quarterly review procedures.

Cautionary statement with respect to forward-looking statements, and other special items

Earnings forecasts regarding future performance in this material are based on assumptions judged to be valid and information currently available to the Company. Actual results may differ significantly from these forecasts for a number of factors. Please refer to "1. Qualitative Information on Quarterly Consolidated Financial Performance, (3) Explanation of Consolidated Forecast and Other Forward-looking Statements" on page 3 of the attachments for assumptions for forecasts and notes of caution for usage.

How to view presentation materials

The Company plans to hold a financial results meeting for institutional investors and analysts on Wednesday, December 6, 2017. Materials to be distributed at this event will be available on the Company's website immediately thereafter.

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1. Qualitative Information on Quarterly Consolidated Financial Performance

(1) Explanation of Results of Operations

In the first half of the fiscal year ending March 31, 2018 (hereinafter, "the period under review"), the Japanese economy remained on a modest recovery trend as corporate activities picked up in a wide range of industries. Looking across the world, the U.S. economy remained strong both in manufacturing and non-manufacturing sectors and the euro zone economy also stayed solid driven primarily by domestic demand. This was despite the possibility of the U.S. government's policy trends and geopolitical risks exerting downward pressures on global markets.

In the Japanese real estate and real estate finance industries, a rise in the standard land price in 2017 spread to local cities. In particular, the rise in prices of commercial land was driven primarily by the government ordinance designated cities (seirei shitei toshi) to the extent that the growth rates exceeded those for the three major metropolitan areas. Demand for office space also remained strong, especially in urban areas.

Under these circumstances, the Nippon Commercial Development Group (hereinafter, "the Group") during the period under review has focused on the purchase of real estate for sale in a wide range of areas with a view to strengthening our future earnings against a backdrop of an increased workforce, enhanced brand recognition and other positive effects that were triggered by the operations of "JINUSHI Private REIT Investment Corporation (hereinafter, "JINUSHI REIT")," and expanded market of the JINUSHI business.

As a result, net sales for the period under review decreased 43.2% year on year to 5,436 million yen, operating profit decreased 88.5% year on year to 198 million yen, ordinary loss was 246 million yen (compared with an ordinary profit of 2,020 million yen during the same period of the previous fiscal year) and loss attributable to owners of parent was 202 million yen (compared with profit attributable to owners of parent of 4,150 million yen for the same period of the previous fiscal year). These results are generally in line with our plan.

The main reasons for the year-on-year decreases in sales and profits are summarized as follows:

- i) Net sales and operating profit: As we make projections to sell real estate for sale mainly to JINUSHI REIT in the current fiscal year, the timing of recognizing sales and profits for accounting purposes is expected to concentrate in the fourth quarter.
- ii) Ordinary profit or loss: In the period under review, we reported share of loss of entities accounted for using equity method of 133 million yen (compared with share of profit of entities accounted for using equity method of 648 million yen for the same period of the previous fiscal year). This was because an overseas subsidiary (in Australia), New Real Property Corporation (hereinafter, "NRP") recognized a valuation loss due to a rise in borrowing interest rates.
- iii) Profit or loss attributable to owners of parent: There are no factors other than those mentioned above for the period under review, as contracted with the same period of the previous fiscal year when profit attributable to owners of parent was affected by the event of making NRP a consolidated subsidiary, which led to the Company reporting a net gain of 2,790 million yen consisting of a gain on bargain purchase of 4,577 million yen (extraordinary income) and a loss on step acquisitions of 1,787 million yen (extraordinary losses).

Results by business segment were as follows:

- 1) Real Estate Investment Business
 - The segment reported sales of 5,021 million yen (down 43.5% year on year) with segment profit of 1,439 million yen (down 42.5% year on year).
- 2) Subleasing, Leasing and Fund Fee Business
 - The segment reported sales of 192 million yen (up 20.2% year on year) with segment profit of 63 million yen (up 57.2% year on year).
- 3) Planning and Brokerage Business
 - The segment reported sales of 19 million yen (compared with 277 thousand yen for the same period of the previous fiscal year) with segment profit of 18 million yen (compared with 277 thousand yen for the same period of the previous fiscal year).

4) Other Businesses

The segment (*) reported sales of 231 million yen (down 58.9% year on year) with segment profit of 183 million yen (down 63.6% year on year).

(*) In the Other Businesses segment, we are engaged in the overseas PFI business and entertainment business (golf course management).

(2) Explanation of Financial Position

Total assets increased 10,808 million yen from the end of the previous fiscal year to 67,601 million yen at the end of the period under review. This increase was attributable mainly to an increase of 14,935 million yen in real estate for sale as a result of the steady progress in purchase of high-quality properties, which was partially offset by a decrease of 4,041 million yen in cash and deposits as a result of the purchase of real estate for sale and payment of dividends.

Total liabilities increased 12,178 million yen from the end of the previous fiscal year to 49,092 million yen. This increase was attributable mainly to an increase of 13,055 million yen in loans payable as a result of the purchase of real estate for sale.

Net assets decreased 1,370 million yen from the end of the previous fiscal year to 18,508 million yen, primarily due to a decrease of 1,185 million yen in retained earnings, which was resulted from the resolution of dividend payment of 982 million yen and booking of loss attributable to owners of parent of 202 million yen.

Consequently, the equity ratio at the end of the period under review was 24.1%, compared with 30.8% at the end of the previous fiscal year.

(3) Explanation of Consolidated Forecast and Other Forward-looking Statements

Both of net sales and profits for the period under review have progressed as planned. We forecast that net sales and profits will remain at the same level presented in "3. Consolidated Forecast for the Fiscal Year Ending March 31, 2018 (April 1, 2017 - March 31, 2018)" in Summary of Consolidated Financial Results for the Fiscal Year Ended March 31, 2017 [Japanese GAAP] that was announced on May 10, 2017. For these reasons, there are no revisions to the above consolidated forecast.

As we make projections to sell real estate for sale mainly to JINUSHI REIT in the current fiscal year, the timing of recognizing sales and profits for accounting purposes is expected to concentrate on the fourth quarter. Please refer to "Materials for Financial Results for the Second Quarter of the Fiscal Year Ending March 31, 2018," which is the supplementary materials for Summary of Financial Results for the Second Quarter of the Fiscal Year Ending March 31, 2018 (available on our website (*)).

* http://www.ncd-jp.com/ (IR Information, IR News) (Japanese version only)

2. Quarterly Consolidated Financial Statements and Notes

(1) Quarterly Consolidated Balance Sheet

| | | (Thousands of yen) |
|---|-----------------------|--------------------------|
| | FY3/17 | Second quarter of FY3/18 |
| Assata | (As of Mar. 31, 2017) | (As of Sep. 30, 2017) |
| Assets | | |
| Current assets | 12 704 754 | 0.752.125 |
| Cash and deposits | 13,794,754 | 9,753,125 |
| Operating accounts receivable | 77,448 | 188,786 |
| Real estate for sale | 31,639,283 | 46,574,833 |
| Advance payments-trade | 235,000 | 238,247 |
| Prepaid expenses | 131,749 | 83,439 |
| Other | 143,783 | 164,424 |
| Total current assets | 46,022,019 | 57,002,857 |
| Non-current assets | | |
| Property, plant and equipment | | |
| Buildings and structures, net | 150,838 | 178,181 |
| Tools, furniture and fixtures, net | 25,838 | 22,346 |
| Land | 3,758 | 3,758 |
| Leased assets, net | 50,688 | 70,438 |
| Total property, plant and equipment | 231,123 | 274,724 |
| Intangible assets | | |
| Other | 11,249 | 9,816 |
| Total intangible assets | 11,249 | 9,816 |
| Investments and other assets | | |
| Investment securities | 2,453,456 | 2,424,399 |
| Shares of subsidiaries and associates | 7,083,153 | 6,906,895 |
| Investments in capital of subsidiaries and associates | 4,000 | 4,000 |
| Investments in capital | 505,161 | 505,161 |
| Lease and guarantee deposits | 291,418 | 292,408 |
| Long-term prepaid expenses | 89,385 | 81,021 |
| Other | 454,083 | 451,390 |
| Allowance for doubtful accounts | (352,409) | (351,562) |
| Total investments and other assets | 10,528,248 | 10,313,714 |
| Total non-current assets | 10,770,621 | 10,598,255 |
| Total assets | 56,792,641 | 67,601,112 |
| Liabilities | 30,772,011 | 07,001,112 |
| Current liabilities | | |
| Operating accounts payable | 121,511 | 167,809 |
| Short-term loans payable | 540,000 | 1,218,400 |
| Current portion of long-term loans payable | 614,992 | 996,453 |
| Accounts payable-other | 227,468 | 52,005 |
| Income taxes payable | 1,112,481 | 45,110 |
| Accrued consumption taxes | | |
| | 33,510 | 7,500 |
| Current portion of guarantee deposits received | 963,286 | 1,138,206 |
| Provision for bonuses | 11,516 | 14,031 |
| Other | 443,780 | 518,751 |
| Total current liabilities | 4,068,548 | 4,158,269 |

| | | (Thousands of yen) |
|---|-----------------------|--------------------------|
| | FY3/17 | Second quarter of FY3/18 |
| | (As of Mar. 31, 2017) | (As of Sep. 30, 2017) |
| Non-current liabilities | | |
| Long-term loans payable | 32,057,893 | 44,053,672 |
| Long-term lease and guarantee deposited | 182,555 | 179,555 |
| Net defined benefit liability | 68,570 | 73,006 |
| Other | 536,654 | 628,254 |
| Total non-current liabilities | 32,845,674 | 44,934,488 |
| Total liabilities | 36,914,223 | 49,092,757 |
| Net assets | | |
| Shareholders' equity | | |
| Capital stock | 2,794,183 | 2,795,626 |
| Capital surplus | 2,772,628 | 2,774,071 |
| Retained earnings | 12,132,529 | 10,947,197 |
| Treasury shares | (79) | (79) |
| Total shareholders' equity | 17,699,262 | 16,516,816 |
| Accumulated other comprehensive income | | |
| Valuation difference on available-for-sale securities | (29,476) | 1,325 |
| Foreign currency translation adjustment | (176,446) | (245,122) |
| Total accumulated other comprehensive income | (205,923) | (243,797) |
| Subscription rights to shares | 25,097 | 25,030 |
| Non-controlling interests | 2,359,982 | 2,210,305 |
| Total net assets | 19,878,418 | 18,508,354 |
| Total liabilities and net assets | 56,792,641 | 67,601,112 |

(2) Quarterly Consolidated Statements of Income and Comprehensive Income Quarterly Consolidated Statement of Income (For the Six-month Period)

| | | (Thousands of yen) |
|---|--------------------------------|--------------------------------|
| | First six months of FY3/17 | First six months of FY3/18 |
| | (Apr. 1, 2016 – Sep. 30, 2016) | (Apr. 1, 2017 – Sep. 30, 2017) |
| Net sales | 9,575,988 | 5,436,599 |
| Cost of sales | 6,528,240 | 3,758,928 |
| Gross profit | 3,047,748 | 1,677,671 |
| Selling, general and administrative expenses | 1,332,755 | 1,479,668 |
| Operating profit | 1,714,992 | 198,002 |
| Non-operating income | | |
| Interest income | 3,656 | 3,254 |
| Interest on securities | 2,866 | 3,020 |
| Share of profit of entities accounted for using equity method | 648,453 | - |
| Gain on bad debts recovered | 88,280 | 18,200 |
| Fiduciary obligation fee | 46,619 | 53,431 |
| Other | 33,366 | 19,170 |
| Total non-operating income | 823,242 | 97,076 |
| Non-operating expenses | | |
| Interest expenses | 313,317 | 270,558 |
| Financing expenses | 106,810 | 68,281 |
| Share of loss of entities accounted for using equity method | - | 133,579 |
| Other | 97,776 | 69,095 |
| Total non-operating expenses | 517,904 | 541,513 |
| Ordinary profit (loss) | 2,020,330 | (246,434) |
| Extraordinary income | | |
| Gain on bargain purchase | 4,577,713 | - |
| Total extraordinary income | 4,577,713 | - |
| Extraordinary losses | | |
| Loss on step acquisitions | 1,787,271 | - |
| Total extraordinary losses | 1,787,271 | - |
| Profit (loss) before income taxes | 4,810,772 | (246,434) |
| Income taxes-current | 213,105 | 2,698 |
| Income taxes-deferred | 213,442 | (6,714) |
| Total income taxes | 426,548 | (4,016) |
| Profit (loss) | 4,384,224 | (242,418) |
| Profit (loss) attributable to non-controlling interests | 233,401 | (39,532) |
| Profit (loss) attributable to owners of parent | 4,150,823 | (202,886) |

Quarterly Consolidated Statement of Comprehensive Income (For the Six-month Period)

| | | (Thousands of yen) |
|--|--------------------------------|--------------------------------|
| | First six months of FY3/17 | First six months of FY3/18 |
| | (Apr. 1, 2016 – Sep. 30, 2016) | (Apr. 1, 2017 – Sep. 30, 2017) |
| Profit (loss) | 4,384,224 | (242,418) |
| Other comprehensive income | | |
| Valuation difference on available-for-sale securities | (32,526) | 40,355 |
| Foreign currency translation adjustment | (659,891) | (95,269) |
| Total other comprehensive income | (692,418) | (54,914) |
| Comprehensive income | 3,691,806 | (297,332) |
| Comprehensive income attributable to: | | |
| Comprehensive income attributable to owners of parent | 3,646,901 | (240,759) |
| Comprehensive income attributable to non-controlling interests | 44,905 | (56,572) |

(3) Notes to Quarterly Consolidated Financial Statements

Going Concern Assumption

Not applicable.

Significant Changes in Shareholders' Equity

Not applicable.

Segment and Other Information

Segment information

- I. First six months of FY3/17 (Apr. 1, 2016 Sep. 30, 2016)
- 1. Information related to net sales and profit or loss for each reportable segment

(Thousands of yen)

| | | Re | eportable segme | ent | | | Amounts shown |
|---------------------------------------|---------------------------------------|--|---------------------------------------|---------------------|-----------|-------------|--|
| | Real Estate Investment Business | Subleasing, Leasing and Fund Fee Business | Planning and Brokerage Business | Other Businesses | Total | Adjustments | on the quarterly consolidated statement of income |
| Net sales | | | | | | | |
| (1) Sales to external customers | 8,852,591 | 160,207 | 277 | 562,911 | 9,575,988 | - | 9,575,988 |
| (2) Inter-segment sales and transfers | 28,000 | - | - | - | 28,000 | (28,000) | - |
| Total | 8,880,591 | 160,207 | 277 | 562,911 | 9,603,988 | (28,000) | 9,575,988 |
| Segment profit (loss) | 2,505,560 | 40,213 | 277 | 503,016 | 3,049,067 | (1,334,075) | 1,714,992 |

2. Information related to assets for each reportable segment

Significant change in assets due to acquisition of subsidiaries

As NRP, which had been the Group's associate accounted for under the equity method, repurchased some of its own issued shares as treasury shares during the first quarter of FY3/17, the Group consequently held the majority of its voting rights and added NRP, as well as its 10 subsidiaries and two associates accounted for under the equity method, to our subsidiaries and associates.

Meanwhile, Wakasa Kanko Kaihatsu K.K., which had been one of our associates accounted for under the equity method until the end of the first quarter of FY3/17, has been excluded from the scope of application of the equity method effective from the second quarter of FY3/17 because its materiality has been reduced.

As a result, the assets of the Real Estate Investment Business segment and the Other Businesses segment have increased by 3,042 million yen and 8,758 million yen, respectively, at the end of the period under review from the end of FY3/17.

3. Reconciliation of reported quarterly consolidated statement of income with total profit or loss for reportable segments (Thousands of yen)

| Profit | Amounts |
|--|-------------|
| Total reportable segment | 3,049,067 |
| Elimination of inter-segment transactions | (28,000) |
| Corporate expenses (Note) | (1,306,075) |
| Operating profit in the quarterly consolidated statement of income | 1,714,992 |

Note: Corporate expenses mainly include selling, general and administrative expenses that cannot be attributed to any reportable segments.

4. Information related to impairment losses on non-current assets or goodwill, etc. for each reportable segment Not applicable.

- II. First six months of FY3/18 (Apr. 1, 2017 Sep. 30, 2017)
- 1. Information related to net sales and profit or loss for each reportable segment

(Thousands of yen)

| | Reportable segment | | | | | | Amounts shown |
|---------------------------------------|---------------------------------------|--|---------------------------------------|---------------------|-----------|-------------|--|
| | Real Estate Investment Business | Subleasing, Leasing and Fund Fee Business | Planning and Brokerage Business | Other Businesses | Total | Adjustments | on the quarterly consolidated statement of income |
| Net sales | | | | | | | |
| (1) Sales to external customers | 4,993,056 | 192,577 | 19,524 | 231,441 | 5,436,599 | - | 5,436,599 |
| (2) Inter-segment sales and transfers | 28,000 | - | - | - | 28,000 | (28,000) | - |
| Total | 5,021,056 | 192,577 | 19,524 | 231,441 | 5,464,599 | (28,000) | 5,436,599 |
| Segment profit (loss) | 1,439,794 | 63,199 | 18,539 | 183,177 | 1,704,711 | (1,506,708) | 198,002 |

2. Reconciliation of reported quarterly consolidated statement of income with total profit or loss for reportable segments

(Thousands of yen)

| Profit | Amounts | |
|--|-------------|--|
| Total reportable segment | 1,704,711 | |
| Elimination of inter-segment transactions | (28,000) | |
| Corporate expenses (Note) | (1,478,708) | |
| Operating profit in the quarterly consolidated statement of income | 198,002 | |

Note: Corporate expenses mainly include selling, general and administrative expenses that cannot be attributed to any reportable segments.

3. Information related to impairment losses on non-current assets or goodwill, etc. for each reportable segment Not applicable.

This financial report is solely a translation of "Kessan Tanshin" (in Japanese, including attachments), which has been prepared in accordance with accounting principles and practices generally accepted in Japan, for the convenience of readers who prefer an English translation.