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## Summary of Financial Statements For the Interim Period of Fiscal 2009

May 8, 2009

Company Name: FinTech Global Incorporated (Code Number: 8789 TSE Mothers)  
 (URL: <http://www.fgi.co.jp/>) TEL: +81-3-5733-2121  
 Responsible President and Chief Executive Officer Name: Nobumitsu Tamai  
 for Inquiries: Executive officer, Name: Seigo Washimoto  
 Head of Finance Department  
 Scheduled reporting date for the second quarter of Fiscal 2009: May 15, 2009

1. Overview of the financial conditions and business results for the interim period of fiscal 2009.  
 (October 1, 2008 – March 31, 2009)

(1) Business results (The percentage in the table indicates YOY changes.)

	Revenue		Operating income		Ordinary profit		Net income/(loss)	
	Million Yen	%	Million Yen	%	Million Yen	%	Million Yen	%
Interim Period of fiscal 2009	2,047	—	(19,625)	—	(20,484)	—	(14,169)	—
Interim Period of fiscal 2008	8,961	45.7	2,312	(11.6)	1,636	(32.7)	(415)	—

	Net income/(loss) per share	Net income/(loss) per share (diluted)
Interim Period of fiscal 2009	Yen (11,728.11)	Yen —
Interim Period of fiscal 2008	Yen (345.13)	Yen —

(2) Consolidated financial position

	Total assets	Net assets	Shareholders' equity ratio	Net assets per share
Interim Period of fiscal 2009	Million Yen 22,643	Million Yen 3,213	% 11.6	Yen 2,176.58
Full-fiscal 2008	79,021	17,426	21.3	13,911.77

(Reference) Shareholders' equity: 2,629 million yen for the interim period of fiscal 2009  
 16,807 million yen for the fiscal 2008

2. Dividends

Record date	Dividends per share				
	The end of the first quarter	The end of the second quarter	The end of the third quarter	The end of the fiscal year	Total
Fiscal 2008 (Actual)	Yen —	Yen 165.00	Yen —	Yen —	Yen 165.00
Fiscal 2009 (Actual)	—	—	—	—	—
Fiscal 2009 (Estimates)	—	—	—	—	—

(Note) Revision of the dividends forecast for this quarter: None

### 3. Performance forecasts for the full-fiscal 2009 (October 1, 2008 – September 30, 2009)

With the business climate still so unsettled, it is difficult to predict with any degree of accuracy the medium- to long-term trends that may develop in the finance industry, to which FGI belongs, or in the real estate market where the impact of the financial upheaval has been greatest. More than a few investors at home and abroad view the manifestation of non-performing loan write-offs, especially among megabanks, as a sign that the market downturn has bottomed out, however a great deal of uncertainty remains.

Against this backdrop, the Group has embraced major reforms. The Group will rebuild, sharpening its ability to respond quickly and accurately to whatever changes the operating environment brings. These reforms will pave the way for a return to profitability in fiscal 2010 and put the Group back on a growth track.

Management feels the Group is properly addressing the three priority issues of fiscal 2009—*profitability*, *risk assets* and *cash flow*—but is not yet able to estimate the impact on full-year results for fiscal 2009. Management will carefully track the Group's progress and announce full-year performance forecasts as soon as is practicable.

### 4. Others

(1) Transfer of the principal consolidated subsidiary during the term

(Transfer of specified subsidiary with change of scope of consolidation.): N/A

(2) Adoption of simplified and special accounting policies for quarterly financial statements; Applicable

(3) Changes in accounting policies: Applicable

1. Changes due to changes in accounting standard: Applicable

2. Other changes: Applicable

(4) Number of shares issued

1. Number of shares issued (including treasury stocks): 1,208,135 shares for the interim period of fiscal 2009  
1,208,135 shares for the fiscal 2008

2. Number of treasury shares: — shares for the interim period of fiscal 2009  
— shares for the fiscal 2008

3. The average number of shares issued during the interim period (accumulated):  
1,208,135 shares for the interim period of fiscal 2009  
1,203,904 shares for the interim period of fiscal 2008

#### \* Information concerning proper use of forward-looking statements and other special instructions

1. Forward-looking statements in this material are based on data available to management as of May 8, 2009 and certain assumptions which are believed to be rational. Actual results may differ from these estimates due to unforeseen factors.

2. Effective from October 1, 2008, the Company adopted the Accounting Standard for Quarterly Financial Statements (ASBJ Statement No. 12) and the Implementation Guidance for Accounting Standards for Quarterly Financial Statements (ASBJ Guidance No. 14). The consolidated financial statements of the Company are prepared in accordance with "Regulation for the Quarterly Consolidated Financial Statements."

## Pertinent Data - Financial Statements

### 1. Pertinent data regarding status of consolidated performance

During the second quarter—January 1, 2009, to March 31, 2009—of FGI's current fiscal year, ending September 30, 2009, production and export activity in Japan decreased considerably against the backdrop of deteriorating overseas economic conditions brought on by continued turbulence in financial markets worldwide. Personal spending weakened amid growing concerns over unemployment and reduced personal income, and business conditions became considerably more disconcerting.

In the finance industry, to which the Group belongs, and the real estate industry, to which major clients of the Group belong, the persistent credit crunch had repercussions. Financial institutions took a tougher stance on lending to real estate companies, private funds and Japanese real estate investment funds (J-REITs), thereby hindering access to new fund procurement and refinancing opportunities. In turn, this lowered the convertibility of property and the resulting sluggish movement of real estate prevented the gloomy clouds over the real estate market from lifting.

Under these conditions, FGI found it extremely difficult to execute standard financial arrangements, which find investors to carry client debt. To cope, management endeavored to pinpoint current market needs and build a new business model appropriate for the times. The focus is on existing markets, new markets and next-generation platforms for growth.

First off, FGI is taking a proactive approach to developments in existing markets—that is, clients served by the existing marketing platform—where conditions have fueled demand for financing to support business rehabilitation efforts. Efforts are being directed toward requests for debt restructuring and refinancing as well as interest adjustment among arrangement participants.

Next, while prevailing challenges are frustrating in many respects, they have also created derivative business opportunities. Management is keen to apply the Group's accumulated know-how and resources to new pursuits, including participation in bids on rehabilitation projects with domestic and overseas investors as well as corporate acquisitions related to these projects.

Furthermore, management is aggressively promoting activities in the realm of public finance, particularly for local governments, where subsidiary Public Management Consulting Corporation has considerable expertise. FGI has also accelerated efforts to cultivate activities, such as asset management operations, especially joint investment fund formation with overseas investors, into next-generation pillars of corporate growth.

FGI has already launched activities to purchase and sell completed condominium unit inventory in an effort to secure short-term profit.

To expedite the aforementioned business expansion and build a robust corporate structure, the Company initiated steps to reinforce the internal structure and review personnel policy. Priority measures included the introduction of a project team structure for each activity, a cut in directors' compensation, a change in the salary structure of employees—hinging on a reduction in regular pay and greater weight on performance-linked remuneration—and a call for voluntary retirement candidates.

Of subsidiaries, Entrust Inc. and Crane Reinsurance Limited warrant special mention. Entrust, a provider of rent guarantee services, formed more tie-ups with rental housing management companies, which underpinned a huge increase in the number of guarantee contracts signed in the first half of fiscal 2009. Combined, the number of contracts signed with new and repeat clients hit 13,439, up 4.7 times over the corresponding period a year ago, and contributed to a healthy revenue jump. Meanwhile, Crane Re completed more reinsurance policies, which led to higher premium income.

As for the Group's second-quarter performance, consolidated net revenue tumbled 59.2%, to ¥1,204 million, owing to decreases in financial arrangements and principal finance operations.

The lengthy slump in the real estate market prompted FGI to get rid of the silent partnership (*tokumei kumiai*) investment stake it held in a special purpose company (SPC) with property that is part of a large-scale development project. The Company also disposed of related loan credits, and wrote off all outstanding claims associated with the development project under loss on the sale of investments in securities, trade. The Company also booked additional allowance for doubtful accounts and valuation loss on investments in securities, trade, to cover loans extended to other projects. As a result, the Group's operating loss turned a deeper shade of red, expanding from a deficit of ¥333 million in the second quarter of fiscal 2008 to a deficit of ¥17,825 million in the corresponding quarter of fiscal 2009.

Compounding the operating loss, Stellar Capital AG incurred losses on its investments in marketable securities, which were booked under non-operating expenses and widened the Group's ordinary loss to ¥18,165 million for the second quarter, from ¥817 million a year earlier.

The Group suffered a second-quarter net loss of ¥12,061 million, compared with a net loss of ¥1,114 million a year earlier, largely owing to the write-down of deferred tax assets. The result could have been worse were it not for a ¥7,018 million gain on redemption of bonds under extraordinary profit, following the purchase and cancellation of euroyen convertible bonds with stock acquisition rights due in 2012.

Aggregate results for the first two quarters of fiscal 2009—that is, the first half—from October 1, 2008, to March 31, 2009, are as follows.

On a consolidated basis, net revenue tumbled 77.2% over the corresponding period a year earlier, to ¥2,047 million. On the income front, red was the defining color, with an operating loss of ¥19,625 million replacing operating income of ¥2,312 million, an ordinary loss of ¥20,484 million supplanting ordinary profit of ¥1,636 million, and the net loss deepening from ¥415 million to ¥14,169 million.

For pertinent data regarding the consolidated business results posted in the first quarter of fiscal 2009, please refer to Summary of Financial Statements for the First Quarter of Fiscal 2009, dated February 10, 2009.

## **2. Pertinent data regarding changes in consolidated financial position**

### (Total Assets)

At March 31, 2009, total assets amounted to ¥22,643 million, down 71.3% from a year earlier. This change reflects a ¥3,735 million decrease in cash and deposits, a ¥4,003 million drop in trading securities through disposal, a ¥29,770 million erosion of inventory, which is due to the elimination of an SPC with property for development from the scope of consolidation following the transfer of FGI's stake in the silent partnership that operated the SPC to a third party, a ¥7,653 million reduction in loans receivable, trade, through recovery of funds, a ¥7,388 million drop in accrued accounts, largely for transfer payments for shares in FXO, and a ¥4,055 increase in allowance for doubtful accounts.

### (Liabilities)

Total liabilities settled at ¥19,430 million, as of March 31, 2009, down 68.5%. This change stems largely from a ¥32,728 million reduction in short-term debt through the repayment of borrowings to financial institutions, elimination of an SPC with nonrecourse loans from the scope of consolidation, and a ¥10,010 million decrease in bonds with stock acquisition rights through purchase and cancellation.

### (Net Assets)

Total net assets came to ¥3,213 million, as of March 31, 2009, down 81.6% year-on-year, owing to a major level of accumulated deficits connected to the first-half net loss of ¥14,169 million.

## **3. Pertinent data regarding consolidated performance forecasts**

With the business climate still so unsettled, it is difficult to predict with any degree of accuracy the medium- to long-term trends that may develop in the finance industry, to which FGI belongs, or in the real estate market where the impact of the financial upheaval has been greatest. More than a few investors at home and abroad view the manifestation of non-performing loan write-offs, especially among megabanks, as a sign that the market downturn has bottomed out, however a great deal of uncertainty remains.

Against this backdrop, the Group has embraced major reforms, as outlined earlier. The Group will rebuild, sharpening its ability to respond quickly and accurately to whatever changes the operating environment brings. These reforms will pave the way for a return to profitability in fiscal 2010 and put the Group back on a growth track.

Management feels the Group is properly addressing the three priority issues of fiscal 2009—*profitability*, *risk assets* and *cash flow*—but is not yet able to estimate the impact on full-year results for fiscal 2009. Management will carefully track the Group's progress and announce full-year performance forecasts as soon as is practicable.

## **4. Other**

### **(1) Change in the status of principal subsidiaries during the second quarter**

(Change in the status of specified companies following change in scope of consolidation)

Not applicable.

**(2) Application of simplified accounting treatment and accounting treatment specific to the preparation of consolidated quarterly financial statements**

Depreciation for tangible fixed assets, which are depreciated by the fixed-rate method, is computed by proportionally allocating estimated depreciation for the fiscal year to the quarter under review.

**(3) Changes in accounting treatment principles and procedures, and presentation related to the preparation of consolidated quarterly financial statements**

(i) Effective from the current consolidated fiscal year, the Company has adopted “Accounting Standard for Quarterly Financial Reporting” (ASBJ Statement No.12) and “Guidance on Accounting Standard for Quarterly Financial Reporting” (ASBJ Guidance No.14). The quarterly consolidated financial statements have been prepared in accordance with the “Regulation on Quarterly Consolidated Financial Reporting.”

(ii) Previously, inventories held for the purpose of sale were stated at cost according to the specific identification method. From the first quarter of the current fiscal year, the Company applies the cost method (book value devaluation based on decline in profitability), in accordance with “Accounting Standards for Measurement of Inventories” (ASBJ Report No. 9, July 5, 2006). The effect of this change on profits is insignificant.

(iii) The Group undertakes investment in silent partnerships (*tokumei kumiai*), and used to record a portion of net income (loss), realized by each silent partnership (*tokumei kumiai*)—equivalent to equity stake—under net revenue and adjust investments in securities, trade by the same amount. From the first quarter of fiscal 2009, the Group records such amounts under operating income (loss) and adjusts investments in securities, trade by the same amount. This effect of this change on profits is insignificant.

**Quarterly Consolidated Financial Statements**  
**FinTech Global Incorporated and Consolidated Subsidiaries**  
**As of and for the six months ended March 31, 2009**

**(1) Quarterly Consolidated Balance Sheets**

(Unit: Thousand of yen)

	Second Quarter of Fiscal 2009 (As of March 31, 2009)	Full-fiscal Year 2008 (As of September 30, 2008)
<b>(Assets)</b>		
<b>Current assets</b>		
Cash and time deposits	*3 5,864,782	9,600,189
Accounts receivable, trade	647,372	211,058
Trading securities	115,888	4,119,244
Investments in securities, trade	5,595,942	5,828,400
Inventory	*2, *3 6,573,711	*2, *3 36,344,528
Loans receivable, trade	11,707,744	*3 19,361,400
Deferred tax assets	1,039	823,502
Accrued income	157,085	7,545,342
Other current assets	1,327,378	2,151,468
Allowance for doubtful assets	(11,884,991)	(7,829,785)
<b>Total current assets</b>	<b>20,105,954</b>	<b>78,155,349</b>
<b>Fixed assets</b>		
Property, plant and equipment	*1 259,516	*1 275,997
<b>Intangible fixed assets</b>		
Goodwill	510,176	133,853
Other intangible fixed assets	170,012	107,304
<b>Total intangible fixed assets</b>	<b>680,189</b>	<b>241,157</b>
Investments and other assets	1,597,644	348,688
<b>Total fixed assets</b>	<b>2,537,351</b>	<b>865,843</b>
<b>Total assets</b>	<b>22,643,306</b>	<b>79,021,192</b>

	Second Quarter of Fiscal 2009 (As of March 31, 2009)	Full-fiscal Year 2008 (As of September 30, 2008)
<b>(Liabilities)</b>		
Current liabilities		
Accounts payable, trade	133,913	57,725
Short-term debt	885,125	33,613,647
Long term debt due within one year	845,000	1,818,300
Accrued liabilities	203,537	720,769
Accrued expenses	169,577	106,226
Income taxes payable	40,477	5,445
Accrued employee bonuses	80,153	134,480
Reserve for guarantee losses	1,162,351	38,292
Other current liabilities	949,310	904,495
<b>Total current liabilities</b>	<b>4,469,446</b>	<b>37,399,383</b>
Long-term liabilities		
Bonds with stock acquisition rights	12,160,000	22,170,000
Long-term debt	2,475,000	1,612,600
Deferred tax liabilities	27,800	2,081
Accrued retirement benefits	73,189	37,652
Other long-term liabilities	224,574	373,216
<b>Total long-term liabilities</b>	<b>14,960,564</b>	<b>24,195,549</b>
<b>Total liabilities</b>	<b>19,430,010</b>	<b>61,594,933</b>
<b>(Net assets)</b>		
Shareholders' equity		
Common stock	10,764,317	10,764,317
Additional paid-in capital	10,351,900	10,351,900
Retained earnings	(18,429,619)	(4,260,972)
<b>Total shareholders' equity</b>	<b>2,686,598</b>	<b>16,855,245</b>
Valuation and translation adjustments		
Net unrealized gain/(loss) on other securities	96	(7,346)
Translation adjustments	(57,092)	(40,599)
<b>Total valuation and translation adjustments</b>	<b>(56,996)</b>	<b>(47,945)</b>
Stock acquisition rights	24,296	17,659
Minority interests	559,396	601,301
<b>Total net assets</b>	<b>3,213,295</b>	<b>17,426,259</b>
<b>Total liabilities and net assets</b>	<b>22,643,306</b>	<b>79,021,192</b>

(2) *Quarterly Consolidated Statements of Income (Accumulated)*

(Unit: Thousand of yen, %)

	Interim Period of Fiscal 2009 (From October 1, 2008 To March 31, 2009)
Revenue	2,047,287
Cost of revenue	10,682,779
Gross profit	(8,635,491)
Selling, general and administrative expenses	*1 10,990,484
Operating income/(loss)	(19,625,976)
Other income	
Interest income	29,052
Interest on refund	15,501
Amortization of negative goodwill	10,385
Others	12,588
Total other income	67,527
Other expenses	
Interest expense	23,243
Loss on trading securities	768,861
Loss from effect of exchange rate	20,541
Others	113,175
Total other expenses	925,822
Ordinary profit/(loss)	(20,484,271)
Extraordinary profit	
Gain on sales of shares of subsidiaries and affiliates	68,668
Profit from redemption of bonds	7,018,650
Total extraordinary profit	7,087,318
Extraordinary loss	
Total extraordinary loss	102,418
Unrealized loss on investments in securities	25,000
Loss on liquidation of investments in capital	12,325
Special retirement benefits	52,832
Loss from the prior-term adjustments	1,127
Others	11,132
Income/(Loss) before income taxes	(13,499,371)
Income taxes	5,649
Income taxes adjustment	824,285
Total Income taxes	829,934
Minority Interests/(loss)	(160,160)
Net income/(loss)	(14,169,145)

### (3) Quarterly Consolidated Statements of Income

(Unit: Thousand of yen, %)

	Second Quarter of Fiscal 2009 (From January 1, 2009 To March 31, 2009)
Revenue	1,204,626
Cost of revenue	10,163,578
Gross profit	(8,958,952)
Selling, general and administrative expenses	*1 8,866,197
Operating income/(loss)	(17,825,150)
Other income	
Total other income	52,645
Interest income	6,264
Profits from effect of exchange rate	13,146
Profits from derivative transactions	22,303
Others	10,930
Other expenses	
Total other expenses	393,444
Interest expense	4,229
Commission paid	39,501
Loss on trading securities	335,002
Others	14,710
Ordinary profit/(loss)	(18,165,949)
Extraordinary profit	
Profit from redemption of bonds	7,018,650
Gain on sales of shares of subsidiaries and affiliates	11,794
Total extraordinary profit	7,030,444
Extraordinary loss	
Total extraordinary loss	101,031
Unrealized loss on investments in securities	25,000
Loss on liquidation of investments in capital	12,066
Special retirement benefits	52,832
Others	11,132
Income/(Loss) before income taxes	(11,236,536)
Income taxes	3,232
Income taxes adjustment	824,997
Total Income taxes	828,230
Minority Interests/(loss)	2,989
Net income/(loss)	(12,061,777)

#### (4) Consolidated Cash Flow Statement

(Thousands of yen)

	First Half of Fiscal 2009 (From October 1, 2008 To March 31, 2009)
Cash flows from operating activities	
Income (loss) before income taxes	(13,499,371)
Depreciation and amortization	70,605
Increase (decrease) in allowance for doubtful accounts	4,054,764
Increase (decrease) in provision for employee bonuses	(60,009)
Increase (decrease) in guarantee loss allowance	1,124,058
Interest income	(29,065)
Cost of funds and interest expenses	35,383
(Profit) loss on marketable securities	768,861
(Profit) loss on redemption of bonds with stock acquisition rights	(7,018,650)
(Profit) loss on investments in securities and trade	8,375,280
(Gain) loss on investments in shares of subsidiaries and affiliates	(68,668)
(Increase) decrease in trade receivables	(393,820)
(Increase) decrease in investments in securities, trade	200,515
(Increase) decrease in inventory	(387,481)
(Increase) decrease in loans receivable, trade	10,653,655
Increase (decrease) in accrued liabilities	(463,180)
Increase (decrease) in accrued expenses	249,610
(Increase) decrease in accrued income	(214,129)
Others	(179,839)
Sub total	3,218,520
Interest income received	23,832
Interest expense paid	(59,813)
Income taxes (paid) refunded	1,188,871
Cash flows from operating activities	4,371,410
Cash flows from investing activities	
(Increase) decrease in trading securities	3,234,494
Expense for sale of equity interests in subsidiaries resulting in change in scope of consideration	(562,685)
Proceeds from sale of equity interests in subsidiaries resulting in change in scope of consolidation	7,626,292
Expense for acquisition of new subsidiaries subject to consolidation	(1,967,915)
(Increase) decrease in short-term loans receivable	(110,252)
Others	(6,285)
Cash flows from investing activities	8,213,648
Cash flows from financing activities	
Increase (decrease) in short-term debt	(9,428,522)
Repayment of long-term debt	(2,570,900)
Dividends paid	(2,051)
Bond redemption	(4,208,082)
Cash flows from financing activities	(16,209,555)
Effect of exchange rate changes on cash and cash equivalents	(10,910)
Decrease in cash and cash equivalents	(3,635,406)

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	First Half of Fiscal 2009 (From October 1, 2008 To March 31, 2009)
Cash and cash equivalents at beginning of period	9,500,189
Cash and cash equivalents at end of period	5,864,782

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## Factors Raising Substantial Doubt about the Going-Concern Assumption

Fiscal second quarter (January 1 – March 31, 2009)

Both the finance industry, to which the Group belongs, and the real estate industry, to which many of the Group's major clients belong, has been impacted by deleveraging triggered by the global credit crunch, which has made financial institutions, particularly foreign-owned, significantly reduce the volume of real estate related loans. In this context, real estate transactions are stagnated and the real estate market still remains in a correction phase. In this environment, the Company posted a consolidated operating loss of ¥8,240,303 thousand in the fiscal year ended September 30, 2008 (fiscal 2008). This mainly reflects valuation loss on investments in securities, trade issued by a special-purpose company set up to run real estate development projects (reported in cost of revenue) as well as losses on and provisions against trade loan receivables (reported in selling, general and administrative expenses). In the first half of fiscal 2009, the Group posted a consolidated operating loss of ¥19,625,974 thousand, mainly due to valuation and trade loss on investments in securities and provisions against loans.

These events have raised doubts about the long term viability of the Group as a going concern.

The Group will seek to erase doubt about its future viability through the business strategies, risk management practices, management efficiency measures and financial strategies described below.

To buoy revenue, the Group will promote business expansion geared to corporate / REIT restructuring activities and fund-procurement needs specific to this period of correction in the real estate industry. The Group plans to expand its business in asset management projects such as public finance for municipal entities and joint investment fund with oversea investors. The Group will enhance earnings by utilizing accumulated know-how in structured financing, a network of investors characterized by diversity, and a direct pipeline to insurance guarantees, and by providing sophisticated financial services to client companies.

To reinforce risk management, the Group has already taken a dramatically more conservative approach to principal finance operations with tighter screening standard. Such efforts brought about a significant reduction in new investments in fiscal 2008 and the first half of fiscal 2009, as the business emphasis shifted toward the collection of outstanding loans rather than extending loans. The Group will maintain this perspective, seeking to shrink risk assets while improving liquidity in hand. As part of plans to enhance profitability, the Group is implementing various revisions to selling, general and administrative and other expenses, including reduction in compensation to the officers, change in the employee salary structure (trim down the base salary and extend comprehensive commission structure), and voluntary retirement packages.

Based on these measures, the Group intends to turn around its operation into profit.

Some of the interest-bearing liabilities have already been reduced. The Company used the sales proceeds of the shares of FX Online Japan Co., Ltd. (total amount of ¥12.8 billion) to repay loans originally obtained to purchase those shares. The consolidated balance of loans from financial institutions was considerably lower at the end of the fiscal second quarter (March 31, 2009) compared with the end of fiscal 2008 (September 30, 2008). The Company plans to reduce its loans from financial institutions (other than the non recourse loans to its consolidated subsidiaries in conjunction with the operating transactions) in

the agreed term. The Company does not therefore face any financing concern. As for the euro-yen-denominated convertible bonds of ¥22.17 billion, the Company bought back ¥14.07 billion in face value in the second quarter of fiscal 2009, ¥10.01 billion of which was retired by March 31, 2009 and ¥4.06 billion by April 17, 2009, resulting in the aggregate face value of ¥8.1 billion outstanding. Looking ahead, in using proceeds from the repayment of operating loans and other funds, the Group will seek a balance between efforts to strengthen its financial condition and efforts to expand business. While investing in deals considered vital to expanding its business, the Group will also set aside funds for voluntarily redemption of such euro-yen-denominated convertible bonds maturing February 2010.

Accordingly, the consolidated financial statements for the second quarter of fiscal 2009 have been prepared on the basis of a going concern.

## Changes in Important Items relevant to Preparation of Quarterly Consolidated Financial Statements

Six months ended March 31, 2009

### 1. Change in scope of consolidation

In the six months ended March 31, 2009, Yugen Kaisha Hibiki, RF Funding One Incorporated and FGI Medical Finance Co., Ltd. were excluded from the scope of consolidation because the liquidation of both companies has been completed. Yugen Kaisha NJ Steel Beta, Godo Kaisha TSM Sixty Four Alpha and Godo Kaisha TSM Sixty Four Beta were excluded from the scope of consolidation due to disposition. In the six months ended March 31, 2009, Better Life Support Co., Ltd.(BELS) was included in the scope of consolidation because the Company acquired its voting rights. Antares Asset Godo Kaisha is included in the scope of consolidation because the Company assumes practically most of the risks in Antares Asset Godo Kaisha, including its rights, obligations, profit and loss.

### 2. Changes in accounting standards and procedures

#### (1) Change in inventory valuation method

The Company previously valued ordinary held-for-sale inventories mainly at cost by the specific identification method. Effective the three months ended December 31, 2008, the Company switched to valuing inventories mainly at the lower of cost or market (i.e., writing down inventories' carrying value to reflect impairment of utility) by the specific identification method in conjunction with adoption of the Accounting Standard for Measurement of Inventories (ASBJ Statement No. 9, July 5, 2006). This change had no material impact on earnings.

#### (2) Change in accounting for Investments in Silent Partnership (Tokumei-Kumiai) included in investments in securities, trade.

Investments in silent partnerships (Tokumei-Kumiai) were previously disclosed as "investments in securities, trade" and adjusted for equity in earnings and losses of the partnerships, while the adjustments were recognized as "revenue" in the consolidated statements of income. Effective the three months ended December 31, 2008, these adjustments are recognized as "operating income/loss" and "investments in securities, trade." This change had no impact on earnings.

## Simplified Accounting

Six months ended March 31, 2009

### Fixed assets depreciation method:

For fixed assets depreciated by the declining-balance method, the Company calculates quarterly depreciation expense by prorating annual depreciation expense.

## Accounting Procedures Specific to Preparation of Quarterly Consolidated Financial Statements

Six months ended March 31, 2009

Not applicable

## Notes to Quarterly Consolidated Balance Sheets

March 31, 2009	September 30, 2008
*1 Accumulated depreciation of property, plant and equipment: 163,336 thousand yen	*1 Accumulated depreciation of property, plant and equipment 123,376 thousand yen
*2 Breakdown of inventory  (thousands of yen)	*2 Breakdown of inventory  (thousands of yen)
Supplies 357	Supplies 515
Work in process 1,931	Work in process 6,712
Real estate for sale 6,571,422	Real estate for sale 36,337,300
<u>Total 6,573,711</u>	<u>Total 36,344,528</u>
3. Pledged Assets The following indicates the amount of the pledged assets material to the Group's operation and significantly fluctuated compared to as of September 30, 2008.	3. Pledged Assets The following indicates the pledged assets:
(thousands of yen)	(thousands of yen)
Cash and time deposits 100,000	Inventory 23,892,400
Inventory 600,000	Loans receivable, trade 4,270,000
<u>Total 700,000</u>	<u>Total 28,162,400</u>
	Of which, the assets secured for the non recourse loans:
	Inventory 23,300,000
	<u>Total 23,300,000</u>
4. Contingent Liabilities	4. Contingent Liabilities
(1) Guarantee liabilities	(1) Guarantee liabilities
(thousands of yen)	(thousands of yen)
Duplex Fifty-Fourth Ltd. 517,500	Duplex Forty-Fifth Ltd. 500,000
Akimura CIX Incorporated 1,258,840	Duplex Forty-Ninth Ltd. 300,000
Other 57,443	Duplex Fifty-Fourth Ltd. 1,000,000
<u>Total 1,833,783</u>	Akimura CIX Incorporated 2,057,000
	Other 402,707
	<u>Total 4,259,707</u>
(2) Joint guarantee liabilities	(2) Joint guarantee liabilities
Equivalent to the maximum amount of guarantee for late rent payments incurred by Entrust, Inc.	Equivalent to the maximum amount of guarantee for late rent payments incurred by Entrust, Inc.
116,537,672 thousand yen	54,797,704 thousand yen
(Calculation: number of tenants multiplied by the average rent and the term of guarantee)	(Calculation: number of tenants multiplied by the average rent and the term of guarantee)

## Notes to Quarterly Consolidated Statements of Income

Six months ended March 31, 2009	
*1. Major selling, general and administrative expenses	
	(thousands of yen)
Commission paid	431,293
Directors' bonuses	193,982
Employees' salaries	435,764
Provision for doubtful accounts	4,101,755
Bad debts loss	3,932,719
Provision for accrued debt guarantee loss	1,131,216
Provision for accrued employee bonuses	47,432
Retirement benefit expenses	12,841
Depreciation and amortization	58,465
Rent	137,270

Three months ended March 31, 2009	
*1. Major selling, general and administrative expenses	
	(thousands of yen)
Commission paid	214,003
Directors' bonuses	87,170
Employees' salaries	217,588
Provision for doubtful accounts	2,909,526
Bad debts loss	3,932,719
Provision for accrued debt guarantee loss	1,131,216
Provision for accrued employee bonuses	27,286
Retirement benefit expenses	7,104
Depreciation and amortization	30,029
Rent	67,416

## Notes to Quarterly Consolidated Statements of Cash Flows

Six months ended March 31, 2009	
*1. Reconciliation of the amounts of cash and cash equivalents at March 31, 2009, with the amounts stated in the Consolidated Balance Sheets.	
	(thousands of yen)
Cash and time deposits	<u>5,864,782</u>
Cash and cash equivalents	<u>5,864,782</u>

## Shareholders' equity

As of March 31, 2009 and for six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)

### 1. Type of issued stock

Type of stock	March 31, 2009
Common stock	1,208,135 shares

### 2. Treasury stock

Not applicable

### 3. Stock acquisition rights

Name of company	Details	Type of stock to be issued	Number of shares to be issued for the stock acquisition rights (shares)	Balance at March 31, 2009 (thousands of yen)
FinTech Global Incorporated	Stock acquisition rights on the euro-yen denominated bonds issued in February 2007	Common stock	76,670	—
	Stock acquisition rights (stock options)	—	—	24,296
Total			76,670	24,296

Note: The fifth stock acquisition rights and sixth stock acquisition rights issued have not yet vested.

### 4. Dividends

Not applicable

## Derivative Transactions

The Group's derivative transactions are not material to its business operation.

## Stock Options

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)

### 1. Amount and account used to recognize expenses

Cost of revenue:	Stock compensation expense	69 thousand yen
Selling, general and administrative expenses:	Stock compensation expense	3,330 thousand yen

### 2. Outline of stock options and treasury stock options granted during the period

Not applicable.

## Segment Information

### 1. Segment information by business

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)

(Thousands of yen)

	Investment banking business	Reinsurance / financial guarantee business	Real estate related business	Other business	Total	Elimination or corporate	Consolidated total
Revenue							
(1) Revenue from third parties	303,224	390,414	417,684	93,303	1,204,626	—	1,204,626
(2) Inter-segment revenue	(57,526)	—	—	—	(57,526)	57,526	—
Total	245,698	390,414	417,684	93,303	1,147,099	57,526	1,204,626
Operating income	(17,127,020)	(831,762)	(88,070)	(4,551)	(18,051,404)	226,254	(17,825,150)

- Note:
1. Business segments are grouped according to the market similarities.
  2. Principal business activities in each segment
    - (1) Investment banking business: Arrangement operations, principal finance operations, and other investment banking operations
    - (2) Reinsurance/financial guarantee business: Credit enhancement, rent guarantees, and reinsurance underwriting
    - (3) Real estate related business: Real estate development and trade, leasing and brokerage
    - (4) Other business: Development and sales of public-sector accounting software; consulting services

Six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)

(Thousands of yen)

	Investment banking business	Reinsurance / financial guarantee business	Real estate related business	Other business	Total	Elimination or corporate	Consolidated total
Revenue							
(1) Revenue from third parties	612,695	706,784	575,535	152,272	2,047,287	—	2,047,287
(2) Inter-segment revenue	6,000	—	—	—	6,000	(6,000)	—
Total	618,695	706,784	575,535	152,272	2,053,287	(6,000)	2,047,287
Operating income (loss)	(19,066,000)	(792,628)	(117,777)	(12,948)	(19,989,354)	363,377	(19,625,976)

- Note:
1. Business segments are grouped according to the market similarities.
  2. Principal business activities in each segment
    - (1) Investment banking business: Arrangement operations, principal finance operations, and other investment banking operations
    - (2) Reinsurance/financial guarantee business: Credit enhancement, rent guarantees, and reinsurance underwriting
    - (3) Real estate related business: Real estate development and trade, leasing and brokerage
    - (4) Other business: Development and sales of public-sector accounting software; consulting services

### 2. Segment information by geographical areas

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009) and six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)

Segment information by geographical area has been omitted as revenue from Japan accounts for more than 90% of total revenue from all segments.

### **3. Overseas Sales**

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009) six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)

Information regarding overseas sales has been omitted as sales overseas account for less than 10% of consolidated net sales.

## Per Share Information

### 1. Net assets per share

March 31, 2009	September 30, 2008
Net assets per share 2,176.58 yen	Net assets per share 13,911.77 yen

### 2. Net profit per share and net loss per share fully diluted

Six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)

Six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)	
Net loss per share	11,728.11 yen
Although there exists residual securities outstanding, net loss per share fully diluted has been omitted here as the Company posted a net loss for the six months ended March 31, 2009.	

Note: Basis of calculation of net loss per share

	Six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)
Net loss reported on quarterly consolidated Statements of Income (thousands of yen)	14,169,145
Net loss applicable to common stock (thousands of yen)	14,169,145
Average number of common stock during the period (shares)	1,208,135
Outline of changes from September 30, 2008, in residual securities that were not included in the calculation of fully diluted net income/loss per share because they have no potential dilution effect on income/loss.	<p>FinTech Global Incorporated:</p> <p>Subscription rights (stock options) approved by a special resolution at the shareholders' meeting held on December 25, 2001 Common stock: 725 shares</p> <p>Stock acquisition rights (stock options), issued on December 1, 2004 and December 14, 2004, approved by a special resolution at the shareholders' meeting held on June 16, 2004 490 units (common stock: 36,750 shares)</p> <p>Stock acquisition rights (stock options), issued on December 2, 2005, approved by a special resolution at the shareholders' meeting held on December 3, 2004 143 units (common stock: 10,725 shares)</p> <p>Stock acquisition rights (stock options), issued on April 27, 2006, approved by a special resolution at the shareholders' meeting held on December 20, 2005 90 units (common stock: 450 shares)</p> <p>Stock acquisition rights on the euro-yen denominated bonds issued on February 8, 2007 1,216 units (common stock: 76,670 shares)</p> <p>Stock acquisition rights (stock options), issued on June 4, 2007, approved by a special resolution at the shareholders' meeting held on December 20, 2006 1,017 units (common stock: 1,017 shares)</p> <p>Stock acquisition rights (stock options), issued on December 29, 2008, approved by a special resolution at the shareholders' meeting held on December 19, 2008 352 units (common stock: 352 shares)</p>

	Six months ended March 31, 2009 (October 1, 2008 to March 31, 2009)
	Consolidated subsidiary: Entrust, Inc.
	Stock acquisition rights (stock options) 76 units (common stock: 76 shares)
	Stock acquisition rights (stock options) 101 units (common stock: 101 shares)

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)
Net loss per share 9,983.80 yen
Although there exists residual securities outstanding, net loss per share fully diluted has been omitted here as the Company posted a net loss for the three months ended March 31, 2009.

Note: Basis of calculation of net loss per share

	Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)
Net loss reported on quarterly consolidated Statements of Income (thousands of yen)	12,061,777
Net loss applicable to common stock (thousands of yen)	12,061,777
Average number of common stock during the period (shares)	1,208,135
Outline of changes from September 30, 2008, in residual securities that were not included in the calculation of fully diluted net income/loss per share because they have no potential dilution effect on income/loss.	<p>FinTech Global Incorporated:</p> <p>Subscription rights (stock options) approved by a special resolution at the shareholders' meeting held on December 25, 2001 Common stock: 725 shares</p> <p>Stock acquisition rights (stock options), issued on December 1, 2004 and December 14, 2004, approved by a special resolution at the shareholders' meeting held on June 16, 2004 490 units (common stock: 36,750 shares)</p> <p>Stock acquisition rights (stock options), issued on December 2, 2005, approved by a special resolution at the shareholders' meeting held on December 3, 2004 143 units (common stock: 10,725 shares)</p> <p>Stock acquisition rights (stock options), issued on April 27, 2006, approved by a special resolution at the shareholders' meeting held on December 20, 2005 90 units (common stock: 450 shares)</p> <p>Stock acquisition rights on the euro-yen denominated bonds issued on February 8, 2007 1,216 units (common stock: 76,670 shares)</p> <p>Stock acquisition rights (stock options), issued on June 4, 2007, approved by a special resolution at the shareholders' meeting held on December 20, 2006 1,017 units (common stock: 1,017 shares)</p> <p>Stock acquisition rights (stock options), issued on December 29, 2008, approved by a special resolution at the shareholders' meeting</p>

	Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)
	<p>held on December 19, 2008 352 units (common stock: 352 shares)</p> <p>Consolidated subsidiary: Entrust, Inc.</p> <p>Stock acquisition rights (stock options) 76 units (common stock: 76 shares)</p> <p>Stock acquisition rights (stock options) 101 units (common stock: 101 shares)</p>

### Material Subsequent Events

Three months ended March 31, 2009 (January 1, 2009 to March 31, 2009)

At the board meeting of directors of the Company held on March 19, 2009, it was resolved the Euro-yen convertible bonds with stock acquisition rights due in 2012 (the "Bond") to be cancelled. ¥14,070,000 thousand of the Bond was purchased in the second quarter of fiscal 2009, ¥10,010,000 thousand of which was cancelled in the second quarter of fiscal 2009 and the remaining 4,060,000 thousand was cancelled on April 17, 2009.

(1) Purpose

In light of the Group's financial status and future business expansion, it was determined in a comprehensive manner and cancellation was undertaken.

(2) Description, method, amount and timing of cancellation

Description : Euro-yen convertible bonds with stock acquisition rights due in 2012

Method: The Group purchases and cancels unredeemed amount in part.

Amount and timing: ¥14,070,000 thousand (March 19, 2009 to March 26, 2009)

Cancellation from March 27, 2009 to March 31, 2009: ¥10,010,000 thousand

Cancellation on April 17, 2009: ¥4,060,000 thousand

(3) Funding for cancellation

Cancellation will be made by principal fund.

(4) Estimated decrease in interest paid due to decrease in bonds

No decrease is estimated as the Bond is a zero coupon bond.

(5) Impact to the Company's operation

¥2,825,760 thousand is expected to be recognized as a profit on bond redemption for the third quarter of fiscal 2009.