

 **AIR WATER INC.**

PLOTTING OUT FURTHER GROWTH



ANNUAL REPORT 2014
Year Ended March 31, 2014
Financial Section

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(1) Business Overview

The business environment surrounding the Air Water Group was characterized by solid domestic demand and a continuing gradual recovery in the economy owing to correction of the excessive yen appreciation and improvement in the export environment, against a backdrop of aggressive economic policies by the Japanese government. Entering the second half of the year, a trend towards increased capital investment in the manufacturing industry coupled with the support of a favorable domestic demand attributable to strong demand prior to the consumption tax hike left a strong sense of recovery throughout the domestic manufacturing sector.

Within this context, Industrial Gas Business improved from the third quarter, despite leaving behind spotty customer capacity utilization, and gas demand recovered gradually. However, the situation became harsh due to the impact of rising electricity costs and other costs. Nevertheless, Air Water fully utilized the results of its unique All-Weather Management System and Order Rodentia Style of Business strategies, resulting in solid growth of consumer-oriented business in such areas as the Medical Business, the Energy Business and the Agriculture and Food Products Business that drove profits.

As a result, for the consolidated results for the current period, our sales were ¥641,256 million (118.7% year-on-year), operating income was ¥35,077 million (125.7% year-on-year), ordinary income was ¥36,275 million (103.2% year-on-year), and net income was ¥19,219 million (104.6% year-on-year).

(2) Financial Condition

Assets

Current assets increased by ¥15,502 million from the end of the previous fiscal year to ¥216,618 million due in part to an increase in notes and accounts receivable-trade.

Fixed assets also saw an increase of ¥28,261 million from the end of the previous fiscal year, due primarily to increases in tangible fixed assets and investment securities, reaching ¥311,474 million.

These changes produced an increase in total assets of ¥43,763 million from the end of the previous fiscal year, to ¥528,092 million.

Liabilities

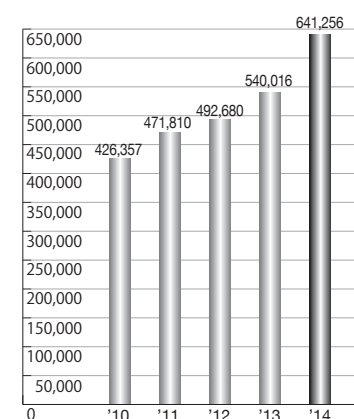
Total liabilities increased by ¥23,353 million from the end of the previous fiscal year to ¥308,470 million due in part to an increase in notes payable, accounts payable and loans payable.

Net Assets

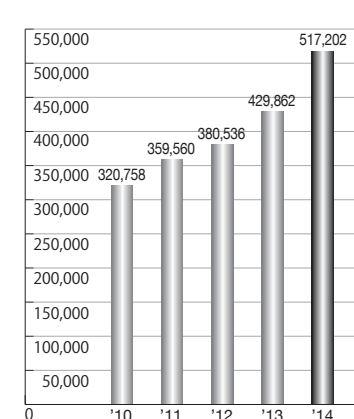
Net assets saw an increase of ¥20,410 million from the end of the previous fiscal year mainly due to increases in shareholders' equity, reaching ¥219,622 million.

Net assets per share grew to ¥1,040.94 from ¥949.63 at the end of the previous fiscal year, and the equity ratio changed to 38.6% from 38.3% at the end of the previous fiscal year.

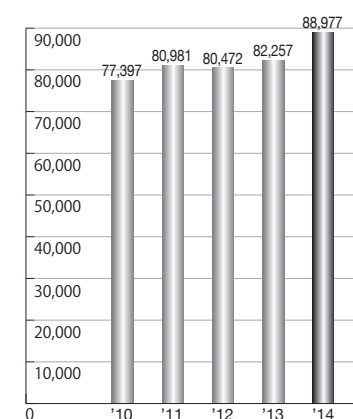
Net Sales (million JPY)



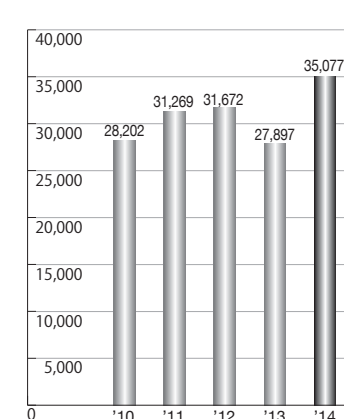
Cost of Sales (million JPY)



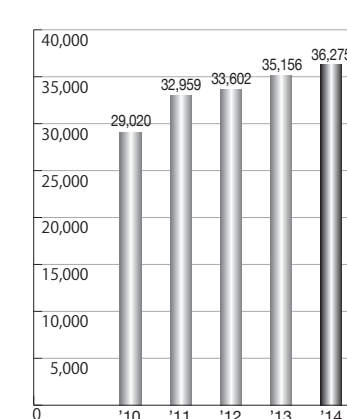
Selling, General and Administrative Expenses (million JPY)



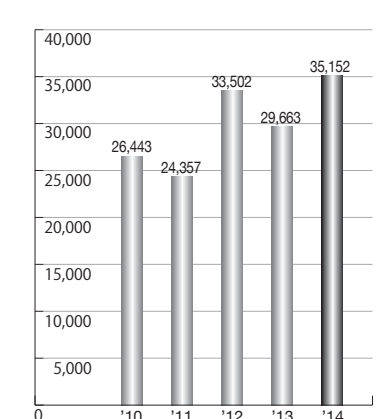
Operating Income (million JPY)



Ordinary Income (million JPY)



Income before Income Taxes and Minority Interests (million JPY)



(3) Cash Flow

Deposits of cash and cash equivalents at the end of the consolidated fiscal year stood at ¥20,751 million, an increase of ¥1,281 million compared to the end of the previous consolidated fiscal year.

(Cash flow from operating activities)

Cash flow from operating activities was ¥18,192 million higher in this consolidated fiscal year than the previous year as a result of deduction of corporation tax, etc. arising from income before taxes and other adjustments and depreciation costs, producing a net positive cash flow of ¥48,249 million.

(Cash flow from investing activities)

Cash flow from investing activities in this consolidated fiscal year was an outflow of ¥52,187 million, an increase of ¥9,686 million in expenditures from the previous consolidated fiscal year. This was primarily due to an increase in acquisitions of property, plant and equipment. Free cash flow was therefore negative, at ¥3,938 million, an increase of ¥8,506 million from the previous consolidated fiscal year.

(Cash flow from financing activities)

Cash flow from financing activities in this consolidated fiscal year was an inflow of ¥4,620 million, a decrease of ¥5,634 million from the previous consolidated fiscal year despite increased borrowings for investment, mainly due to such factors as repayment of debt.

[Risk Factors]

The following are the primary risk factors which may influence the Air Water Group in conducting its business, bring about fluctuations in business, accounting, or other sectors, or have a material influence on judgments to be made by investors.

Forward-looking statements in the following discussion are based on judgments at the close of the fiscal year ended March 31, 2014.

(1) Market

The oxygen, nitrogen and other industrial gases produced and sold by the Air Water Group are used by major customers in the steel, electronics, automobile, and shipbuilding sectors. Consequently, industrial gas sales can be affected by demand in these sectors.

If electricity costs rise as a result of higher crude oil prices or other factors, the production cost of oxygen, nitrogen and other industrial gases produced and sold by the Air Water Group will increase. In the event such increased costs cannot be passed on to the customer, profits from the sale of industrial gases may be affected.

The LP gas and kerosene sold by the Air Water Group may be affected by such factors as contract prices and crude oil prices, and, if fluctuation in supply costs cannot be promptly passed on to the customer, profits from the sale of LP gas and kerosene may be affected.

(2) Rising Fuel Costs

If the prices of light oil and other fuels increase as a result of higher crude oil prices or other factors, shipping expenses, including the costs of light oil, fuel oil, ocean freight, and air freight, will increase. If such increased costs cannot be passed on to the customer, profits may be affected.

(3) Drug Reimbursement Prices

The Air Water Group supplies medical gases and provides services to medical institutions, and sales of such products and services may be affected by revision of the national insurance drug reimbursement prices.

(4) Safety and Quality

The Air Water Group produces and sells high-pressure gases and other products in compliance with the High Pressure Gas Safety Act and the LPG Act, and the Group's business performance or financial condition could be affected in the event of an industrial accident or similar event. The Air Water Group produces, imports and sells medical gases and medical equipment in compliance with the Pharmaceutical Affairs Act, and the Group's business performance or financial condition could be affected in the event of a product defect resulting in a recall or a liability compensation. The Air Water Group produces and sells frozen foods and ham and delicatessen products in compliance with the Food Sanitation Act, the JAS Act (Japan Agricultural Standards for proper labeling), and other relevant laws and regulations, and the Group's business performance or financial condition could be affected by a loss of consumer confidence in the event of issues with quality.

(5) Business Investment

The Air Water Group has been actively expanding its business in recent years through mergers and acquisitions, and the Group's business performance and financial condition could be affected in the event that such investments do not perform as anticipated.

(6) Competitors

Each business field in the Air Water Group competes with a variety of other companies and there is potential competition risk from new companies entering our fields of business. Consequently, the Group's business performance and financial condition could be affected if measures such as business expansion or cost reductions are not implemented in a timely manner in response to such competition.

(7) Environmental Regulations

The Air Water Group's operations are subject to environmental laws and regulations in Japan and in other countries, and while all operations are conducted in full compliance with such laws and regulations, in the event that stricter requirements are enforced as a result of revised or new environmental laws and regulations, the Group's business performance or financial conditions could be affected due to the increased cost of compliance.

(8) Natural Disasters

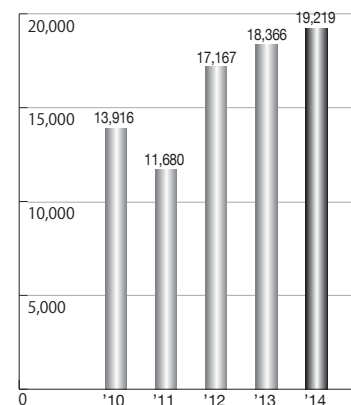
In the event that a natural disaster such as an earthquake causes significant damage to the Air Water Group's production facilities and results in a significant loss of production capacity or a delay to production, the Group's business performance or financial condition may be affected.

(9) Litigation, Measures Taken by Regulatory Authorities, and Other Legal Procedures

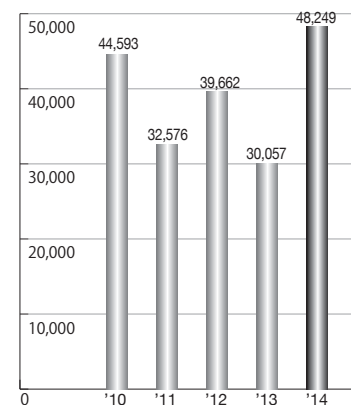
There is a risk inherent in the execution of the Air Water Group's business pertaining to litigation, measures taken by regulatory authorities, and other legal procedures. Such procedures may lead to compensation claims against the Group, monetary levies imposed on the Group by regulatory authorities, or constraints on the execution of business. Such litigation, measures taken by regulatory authorities, and other legal procedures could affect the business, performance or financial condition of the Group.

1. All indicators are calculated using financial figures.
 2. Market capitalization is calculated by multiplying the stock closing price at the end of the fiscal year by the number of shares outstanding on that date.
 3. The figures for cash flows from operating activities use the figures from the Consolidated Statements of Cash Flows.
 The figure for interest-bearing debt represents all debt on which interest is paid from among the liabilities recorded in the Consolidated Balance Sheets.
 The figure for interest paid uses the figure for interest paid from the Consolidated Statements of Cash Flows.

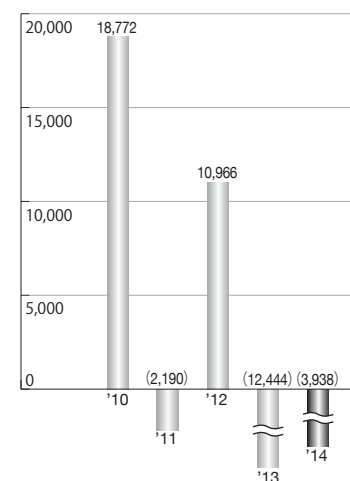
Net Income (million JPY)



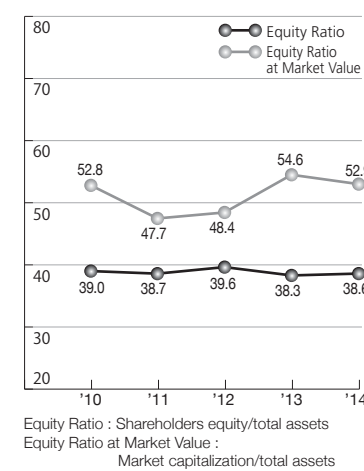
Cash Flow from Operating Activities (million JPY)



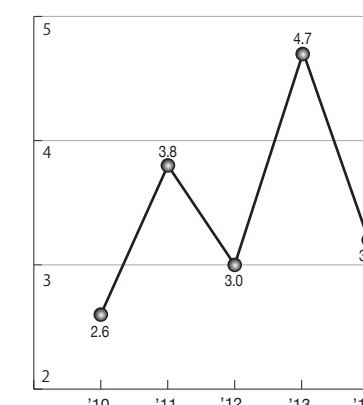
Free Cash Flow (million JPY)



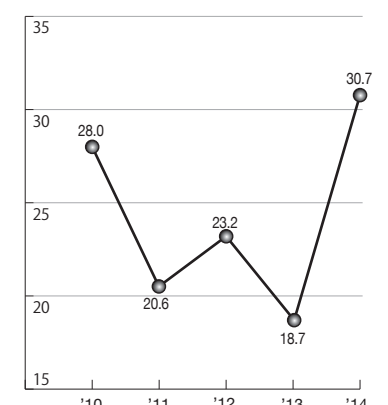
Equity Ratio & Equity Ratio at Market Value (%)



Debt Repayment Period (Years)
Interest bearing loans/operating cash flow



Interest Coverage Ratio (Times)
Operating cash flow/interest payments



Consolidated Balance Sheets

AIR WATER INC.
As of March 31, 2014 and 2013

	Millions of yen		Thousands of U.S. dollars (Note 1)
	2014	2013	2014
ASSETS			
Current assets:			
Cash and deposits (Note 3 and 7)	¥21,458	¥19,880	\$208,492
Notes and accounts receivable - trade	142,417	125,852	1,383,764
Inventories (Note 4)	35,579	33,097	345,696
Short-term loans receivable	8,304	12,746	80,684
Deferred tax assets (Note 9)	3,710	3,653	36,047
Other current assets (Note 3)	7,743	7,881	75,233
Allowance for doubtful accounts	(2,593)	(1,993)	(25,194)
Total current assets	216,618	201,116	2,104,722
Property, plant and equipment (Note 7):			
Land (Note 6)	54,427	53,196	528,828
Buildings and structures	118,205	109,644	1,148,513
Machinery, equipment and vehicles	233,622	218,910	2,269,938
Lease assets	26,232	25,809	254,878
Construction in progress	12,707	6,242	123,465
Other	31,450	32,324	305,577
	476,643	446,125	4,631,199
Less accumulated depreciation	269,190	248,438	2,615,527
Total property, plant and equipment	207,453	197,687	2,015,672
Investments and other assets:			
Investment securities (Note 5 and 7)	61,375	47,448	596,337
Investments in capital	4,155	4,829	40,371
Net defined benefit asset (Note 21)	3,850	-	37,408
Deferred tax assets (Note 9)	3,623	3,893	35,202
Deferred tax assets for land revaluation (Note 6 and 9)	55	-	534
Goodwill	13,961	13,639	135,649
Other assets (Note 7)	17,757	16,758	172,532
Allowance for doubtful accounts	(755)	(1,041)	(7,335)
Total investments and other assets	104,021	85,526	1,010,698
Total assets	¥528,092	¥484,329	\$5,131,092

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Consolidated Balance Sheets

	Millions of yen		Thousands of U.S. dollars (Note 1)
	2014	2013	2014
LIABILITIES			
Current liabilities:			
Notes and accounts payable:			
Trade	¥93,913	¥87,745	\$912,486
Construction	4,550	9,754	44,209
Short-term borrowings, including current portion of long-term debt (Note 7)	41,558	53,701	403,789
Lease obligations (Note 7)	2,248	2,442	21,842
Accrued expenses	17,844	17,646	173,377
Income taxes payable (Note 9)	7,732	4,390	75,126
Provision for directors' bonuses	156	223	1,516
Other current liabilities	8,336	6,207	80,995
Total current liabilities	176,337	182,108	1,713,340
Noncurrent liabilities:			
Long-term debt (Note 7)	95,796	67,353	930,781
Lease obligations (Note 7)	15,877	17,800	154,266
Deferred tax liabilities (Note 9)	5,616	4,433	54,567
Deferred tax liabilities for land revaluation (Note 6 and 9)	1,131	1,131	10,989
Provision for retirement benefits (Note 21)	-	7,787	-
Provision for directors' retirement benefits	834	847	8,103
Net defined benefit liability (Note 21)	8,788	-	85,387
Other noncurrent liabilities	4,091	3,658	39,749
Total noncurrent liabilities	132,133	103,009	1,283,842
Contingent liabilities (Note 13)			
Total liabilities	308,470	285,117	2,997,182
NET ASSETS (Note 10)			
Shareholders' equity:			
Capital stock			
Authorized - 480,000,000 shares			
Issued	- 195,631,721 shares in 2014 and 195,442,888 shares in 2013	32,264	32,264
			313,486
Capital surplus			
		34,560	34,455
			335,795
Retained earnings			
		144,164	129,974
			1,400,739
Treasury stock, at cost			
		(3,121)	(3,281)
			(30,324)
3,073,336 shares in 2014 and 3,262,169 shares in 2013			
Accumulated other comprehensive income			
Valuation difference on available-for-sale securities	4,750	1,166	46,153
Deferred gains or losses on hedges	(294)	(332)	(2,857)
Revaluation reserve for land (Note 6)	(8,732)	(8,792)	(84,843)
Foreign currency translation adjustments	436	145	4,236
Remeasurements of defined benefit plans (Note 21)	(387)	-	(3,760)
Total accumulated other comprehensive income	(4,227)	(7,813)	(41,071)
Subscription rights to shares (Note 22)			
		348	290
			3,381
Minority interests			
		15,634	13,323
			151,904
Total net assets	219,622	199,212	2,133,910
Total liabilities and net assets	¥528,092	¥484,329	\$5,131,092

Consolidated Statements of Income

AIR WATER INC.
Years ended March 31, 2014 and 2013

	Millions of yen		Thousands of U.S. dollars (Note 1)
	2014	2013	2014
Net sales	¥641,256	¥540,016	\$6,230,626
Cost of sales	517,202	429,862	5,025,282
Gross profit	124,054	110,154	1,205,344
Selling, general and administrative expenses	88,977	82,257	864,526
Operating income	35,077	27,897	340,818
Non operating profit:			
Interest and dividends income	792	911	7,695
Equity in earnings of nonconsolidated subsidiaries and affiliates	1,402	7,010	13,622
Other - net	2,541	2,378	24,689
	4,735	10,299	46,006
Non operating loss:			
Interest expenses	1,571	1,616	15,264
Other - net	1,966	1,424	19,102
	3,537	3,040	34,366
Ordinary income	36,275	35,156	352,458
Special profit:			
Gain on sales of noncurrent assets	131	95	1,273
Compensation income (Note 14)	1,669	2,025	16,216
Other - net	578	807	5,616
	2,378	2,927	23,105
Special loss:			
Loss on sales and retirement of noncurrent assets	2,064	2,617	20,054
Impairment loss (Note 15)	852	3,430	8,278
Loss on disaster (Note 16)	-	10	-
Loss on compensations (Note 17)	-	898	-
Other - net	585	1,465	5,684
	3,501	8,420	34,016
Income before income taxes and minority interests	35,152	29,663	341,547
Income taxes (Note 9):			
Current	13,938	11,164	135,426
Deferred	(6)	(1,705)	(58)
	13,932	9,459	135,368
Income before minority interests	21,220	20,204	206,179
Minority interests in income	(2,001)	(1,838)	(19,442)
Net income	¥19,219	¥18,366	\$186,737

	Yen	U.S. dollars (Note 1)
Per share of common stock:		
Net income - basic	¥98.29	¥94.04
Net income - diluted	98.08	93.87
Cash dividends applicable to the year	26.00	24.00

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Consolidated Statements of Comprehensive Income

AIR WATER INC.
Years ended March 31, 2014 and 2013

	Millions of yen		Thousands of U.S. dollars (Note 1)
	2014	2013	2014
Income before minority interests	¥21,220	¥20,204	206,179
Other comprehensive income			
Valuation difference on available-for-sale securities	3,329	1,008	32,346
Deffered gains or losses on hedges	44	(55)	428
Revaluation reserve for land	55	-	534
Foreign currency translation adjustments	249	18	2,419
Share of other comprehensive income of associates accounted for using equity method	254	22	2,468
Other comprehensive income (Note 18)	3,931	993	38,195
Comprehensive income	25,151	21,197	244,374
Comprehensive income attributable to			
Owners of the parent	23,101	19,374	224,456
Minority interests	2,050	1,823	19,918

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Consolidated Statements of Changes in Net Asset

AIR WATER INC.
Year ended March 31, 2013

	Millions of yen				
	Owners' equity				Shareholders' equity
	Capital stock	Capital surplus	Retained earnings	Treasury stock	
Balance at April 1, 2012	¥32,264	¥34,460	¥116,207	¥(3,653)	¥179,278
Changes in items during the period					
Dividends from surplus			(4,294)		(4,294)
Reversal of revaluation reserve for land			(9)		(9)
Net income			18,366		18,366
Change in scope of consolidation			(314)		(314)
Increase by merger			18		18
Purchase of treasury stock				(32)	(32)
Disposal of treasury stock		(5)		404	399
Net changes in items other than shareholders' equity					-
Total changes in items during the period	-	(5)	13,767	372	14,134
Balance at March 31, 2013	¥32,264	¥34,455	¥129,974	¥(3,281)	¥193,412

	Millions of yen								
	Valuation and translation adjustments						Subscription rights to shares	Minority interests	Total net assets
	Valuation difference on available-for-sale securities	Deferred gains on hedges	Revaluation reserve for land	Foreign currency translation adjustments	Remeasurements of defined benefit plans	Total valuation and translation adjustments			
Balance at April 1, 2012	¥143	¥(299)	¥(8,801)	¥128	¥-	¥(8,829)	¥261	¥11,990	¥182,700
Changes in items during the period									
Dividends from surplus									(4,294)
Reversal of revaluation reserve for land									(9)
Net income									18,366
Change in scope of consolidation									(314)
Increase by merger									18
Purchase of treasury stock									(32)
Disposal of treasury stock									399
Net changes in items other than shareholders' equity	1,023	(33)	9	17	-	1,016	29	1,333	2,378
Total changes in items during the period	1,023	(33)	9	17	-	1,016	29	1,333	16,512
Balance at March 31, 2013	¥1,166	¥(332)	¥(8,792)	¥145	¥-	¥(7,813)	¥290	¥13,323	¥199,212

Consolidated Statements of Changes in Net Asset

AIR WATER INC.
Year ended March 31, 2014

	Millions of yen				
	Owners' equity				Shareholders' equity
	Capital stock	Capital surplus	Retained earnings	Treasury stock	
Balance at April 1, 2013	¥32,264	¥34,455	¥129,974	¥(3,281)	¥193,412
Changes in items during the period					
Dividends from surplus			(4,887)		(4,887)
Reversal of revaluation reserve for land			(6)		(6)
Net income			19,219		19,219
Change in scope of consolidation			9		9
Merger of non-consolidated subsidiaries by affiliates			36		36
Change in scope of equity method by affiliates			(181)		(181)
Purchase of treasury stock				(93)	(93)
Disposal of treasury stock		105		253	358
Net changes in items other than shareholders' equity					-
Total changes in items during the period	-	105	14,190	160	14,455
Balance at March 31, 2014	¥32,264	¥34,560	¥144,164	¥(3,121)	¥207,867

	Millions of yen								
	Valuation and translation adjustments						Subscription rights to shares	Minority interests	Total net assets
	Valuation difference on available-for-sale securities	Deferred gains on hedges	Revaluation reserve for land	Foreign currency translation adjustments	Remeasurements of defined benefit plans	Total valuation and translation adjustments			
Balance at April 1, 2013	¥1,166	¥(332)	¥(8,792)	¥145	¥-	¥(7,813)	¥290	¥13,323	¥199,212
Changes in items during the period									
Dividends from surplus									(4,887)
Reversal of revaluation reserve for land									(6)
Net income									19,219
Change in scope of consolidation									9
Merger of non-consolidated subsidiaries by affiliates									36
Change in scope of equity method by affiliates									(181)
Purchase of treasury stock									(93)
Disposal of treasury stock									358
Net changes in items other than shareholders' equity	3,584	38	60	291	(387)	3,586	58	2,311	5,955
Total changes in items during the period	3,584	38	60	291	(387)	3,586	58	2,311	20,410
Balance at March 31, 2014	¥4,750	¥(294)	¥(8,732)	¥436	¥(387)	¥(4,227)	¥348	¥15,634	¥219,622

Consolidated Statements of Changes in Net Asset

AIR WATER INC.
Year ended March 31, 2014

	Thousands of U.S. dollars (Note 1)				
	Capital stock	Capital surplus	Retained earnings	Treasury stock	Shareholders' equity
Balance at April 1, 2013	\$313,486	\$334,775	\$1,262,864	\$(31,879)	\$1,879,246
Changes in items during the period					
Dividends from surplus			(47,484)		(47,484)
Reversal of revaluation reserve for land			(58)		(58)
Net income			186,737		186,737
Change in scope of consolidation			87		87
Merger of non-consolidated subsidiaries by affiliates			351		351
Change in scope of equity method by affiliates			(1,758)		(1,758)
Purchase of treasury stock				(903)	(903)
Disposal of treasury stock		1,020		2,458	3,478
Net changes in items other than shareholders' equity					-
Total changes in items during the period	-	1,020	137,875	1,555	140,450
Balance at March 31, 2014	\$313,486	\$335,795	\$1,400,739	\$(30,324)	\$2,019,696

	Thousands of U.S. dollars (Note 1)									
	Valuation difference on available-for-sale securities	Deferred gains on hedges	Valuation and translation adjustments			Remeasurements of defined benefit plans	Total valuation and translation adjustments	Subscription rights to shares	Minority interests	Total net assets
Revaluation reserve for land			Foreign currency translation adjustments							
Balance at April 1, 2013	\$11,329	\$(3,226)	\$(85,426)	\$1,409	\$-	\$(75,914)	\$2,817	\$129,451	\$1,935,600	
Changes in items during the period										
Dividends from surplus										(47,484)
Reversal of revaluation reserve for land										(58)
Net income										186,737
Change in scope of consolidation										87
Merger of non-consolidated subsidiaries by affiliates										351
Change in scope of equity method by affiliates										(1,758)
Purchase of treasury stock										(903)
Disposal of treasury stock										3,478
Net changes in items other than shareholders' equity	34,824	369	583	2,827	(3,760)	34,843	564	22,453		57,860
Total changes in items during the period	34,824	369	583	2,827	(3,760)	34,843	564	22,453		198,310
Balance at March 31, 2014	\$46,153	\$(2,857)	\$(84,843)	\$4,236	\$(3,760)	\$(41,071)	\$3,381	\$151,904		\$2,133,910

Consolidated Statements of Cash Flows

AIR WATER INC.
Years ended March 31, 2014 and 2013

	Millions of yen		Thousands of U.S. dollars (Note 1)
	2014	2013	2014
Cash flows from operating activities:			
Income before income taxes and minority interests	¥35,152	¥29,663	\$341,547
Depreciation and amortization	24,338	22,059	236,475
Impairment loss	852	3,430	8,278
Amortization of goodwill	2,033	1,780	19,753
Increase (decrease) in allowance for doubtful accounts	264	(214)	2,565
Increase (decrease) in provision for retirement benefits	-	285	-
Increase (decrease) in net defined benefit liability	(292)	-	(2,837)
Interest and dividend income	(792)	(911)	(7,695)
Interest expenses	1,571	1,616	15,264
Equity in earnings of nonconsolidated subsidiaries and affiliates	(1,402)	(7,010)	(13,622)
Gain on sales of noncurrent assets	(131)	(95)	(1,273)
Loss on sales and retirement of noncurrent assets	2,063	2,617	20,045
Loss on disaster	-	10	-
Loss on compensations	-	898	-
Compensation income	(1,669)	(2,025)	(16,217)
Decrease (increase) in notes and accounts receivable	(9,264)	(2,021)	(90,012)
Decrease (increase) in inventories	(55)	(2,451)	(534)
Increase (decrease) in notes and accounts payable	1,458	(4,364)	14,166
Other - net	2,253	976	21,891
Subtotal	56,379	44,243	547,794
Interest and dividends income received	1,854	1,707	18,014
Interest expenses paid	(1,574)	(1,607)	(15,294)
Proceeds from compensation	2,631	1,745	25,564
Payments for loss on compensations	(453)	(445)	(4,401)
Income taxes paid	(10,588)	(15,586)	(102,876)
Net cash provided by (used in) operating activities	¥48,249	¥30,057	\$468,801
Cash flows from investing activities:			
Purchase of property, plant and equipment	(36,762)	(24,727)	(357,190)
Proceeds from sales of property, plant and equipment	635	530	6,170
Purchase of intangible assets	(510)	(335)	(4,955)
Purchase of investment securities	(9,904)	(4,344)	(96,230)
Proceeds from sales of investment securities	142	309	1,380
Purchase of investments in subsidiaries resulting in change in scope of consolidation (Note 3)	(5,339)	(14,775)	(51,875)
Proceeds from purchase of investments in subsidiaries resulting in change in scope of consolidation (Note 3)	-	2,068	-
Payments for investments in capital	-	(2,103)	-
Payments of loans receivable	(12,679)	(5,341)	(123,193)
Collection of loans receivable	12,217	6,156	118,704
Other - net	13	61	126
Net cash provided by (used in) investing activities	¥(52,187)	¥(42,501)	\$(507,063)
Cash flows from financing activities:			
Net increase (decrease) in short-term loans payable	(4,152)	1,164	(40,342)
Proceeds from long-term debt	39,584	26,826	384,609
Repayment of long-term debt	(23,302)	(11,625)	(226,409)
Redemption of bonds	(48)	(38)	(466)
Proceeds from sale-leaseback transactions	-	900	-
Repayment of lease obligations	(2,540)	(2,630)	(24,679)
Purchase of treasury stock	(94)	(32)	(913)
Proceeds from sales of treasury stock	359	399	3,488
Purchase of treasury stock of subsidiaries in consolidation	-	(58)	-
Cash dividends paid	(4,887)	(4,294)	(47,484)
Cash dividends paid to minority shareholders	(300)	(358)	(2,915)
Net cash provided by (used in) financing activities	¥4,620	¥10,254	\$44,889
Effect of exchange rate changes on cash and cash equivalents	222	3	2,157
Net increase (decrease) in cash and cash equivalents	904	(2,187)	8,784
Cash and cash equivalents at beginning of year	19,470	21,562	189,176
Increase in cash and cash equivalents resulting from merger	5	13	49
Increase in cash and cash equivalents from newly consolidated subsidiary	372	82	3,614
Cash and cash equivalents at end of year (Note 3)	¥20,751	¥19,470	\$201,623

The accompanying notes to the consolidated financial statements are an integral part of these statements.

1. Basis of presenting consolidated financial statements

The accompanying consolidated financial statements of AIR WATER Inc. ("the Company") and its consolidated subsidiaries have been prepared in accordance with the provisions set forth in the Japanese Financial Instruments and Exchange Law and its related accounting regulations and in conformity with accounting principles generally accepted in Japan ("Japanese GAAP"), which are different in certain respects as to application and disclosure requirements from International Financial Reporting Standards. The financial statements of the Company's consolidated overseas subsidiaries for consolidation purposes have been prepared in conformity with IFRS or generally accepted accounting principles in the United States of America ("US GAAP"), and partially reflect the adjustments which are necessary to conform with Japanese GAAP.

The accompanying consolidated financial statements have been

2. Summary of significant accounting policies

(1) Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its significant subsidiaries (together "the Companies") over which the Company has power of control through majority voting rights or the existence of other conditions evidencing control by the Company. Investments in affiliates over which the Company has the ability to exercise significant influence on operating and financial policies are accounted for using the equity method and stated at cost adjusted for the equity in the undistributed earnings and losses from the date of acquisition.

There were 75 consolidated subsidiaries for the year ended March 31, 2014 (68 for the year ended March 31, 2013) and 16 companies accounted for using the equity method for the year ended March 31, 2014 (16 for the year ended March 31, 2013).

Changes in the scope of consolidation during the year ended March 31, 2014 were as follows:

- Due to new acquisitions, five subsidiaries became consolidated subsidiaries.
- Due to an increase in materiality, three subsidiaries became consolidated subsidiaries.
- Due to dissolution and extinction because of merger, one subsidiary was excluded from the scope of consolidation.

Changes in the scope of consolidation during the year ended March 31, 2013 were as follows:

- Due to new acquisitions, four subsidiaries became consolidated subsidiaries.
- Due to an increase in materiality, two subsidiaries became consolidated subsidiaries.
- Due to dissolution and extinction because of merger, three subsidiaries were excluded from the scope of consolidation.

Changes in the scope of entities accounted for by the equity method during the year ended March 31, 2013 were as follows:

- Due to obtaining the ability to exercise significant influence, one affiliate became an affiliate accounted for by the equity method.

For the purposes of preparing the consolidated financial statements, all significant intercompany transactions, account balances and unrealized profits among the Companies have been eliminated, and the portion attributable to minority interests has been recorded in minority interests.

In the elimination of investments in subsidiaries, the assets and liabilities of the subsidiaries, including the portion attributable to minority shareholders, are evaluated using the fair value at the time the Company acquired control of the respective subsidiary.

(2) Accounting changes

For the year 2014

Effective from the year ended March 31, 2014, the Company and its consolidated domestic subsidiaries have applied the Accounting Standard for Retirement Benefits (ASBJ Statement No. 26, May 17, 2012 (hereinafter, the "Statement No. 26")) and Guidance on Accounting Standard for Retirement Benefits (ASBJ Guidance No. 25, May 17, 2013 (hereinafter, the "Guidance No. 25")) except the article 35 of the Statement No. 26 and the article 67 of the Guidance No. 25 and actuarial gains and losses and past service costs that are yet to be recognized have been recognized and the difference between retirement benefit obligations and plan assets has been

compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Act of Japan. Some supplementary information included in the statutory Japanese language consolidated financial statements, but not required for fair presentation, is not presented in the accompanying consolidated financial statements.

The translation of the Japanese yen amounts into U.S. dollar amounts was included solely for the convenience of readers outside Japan, using the prevailing exchange rate at March 31, 2014, which was ¥102.92 to U.S. \$1.00. The translations should not be construed as a representations that the Japanese yen amounts have been, could have been or could in the future be converted into U.S. dollars at this or any other rate of exchange.

recognized as a liability for retirement benefits.

In accordance with the article 37 of the Statement No. 26, the effect of the change in accounting policies arising from initial application has been recognized in accumulated adjustments for retirement benefit in accumulated other comprehensive income.

As a result of the application, an asset and a liability for retirement benefits in the amount of ¥3,850 million (\$37,408 thousand) and ¥8,788 million (\$85,387 thousand) have been recognized, and accumulated other comprehensive income has decreased by ¥387 million (\$3,760 thousand), at the end of the current fiscal year. This change had no material impact on net assets per share.

For the year 2013

(Change in accounting policies with amendment of respective law or regulation that are not distinguishable from change in accounting estimates)

From the year ending March 31, 2013, in accordance with the amendment in corporate tax law, part of our domestic subsidiaries have changed its depreciation method for property, plant and equipments. Assets acquired on or after April 1, 2012 are depreciated using the method prescribed in amended corporate tax law. This change had no material impact on the consolidated financial statements for the year ended March 31, 2013.

(3) Securities

Equity securities issued by subsidiaries and affiliated companies not consolidated or accounted for using the equity method are stated at moving average cost.

Available-for-sale securities with available fair market values are stated principally at fair market value based on the average market price in the month before the balance sheet date.

Unrealized gains and losses on available-for-sale securities with available market prices are reported, net of applicable income taxes, as a separate component of net assets. Realized gains and losses on the sale of such securities are computed using moving average cost.

Available-for-sale securities with no available fair market values are stated at moving average cost.

If the fair market value of available-for-sale securities is not readily available, the securities are written down to net asset value with a corresponding charge in the income statement in the event net asset value declines significantly and is not expected to recover.

(4) Inventories

Inventories are principally stated at the lower of cost or net realizable value and costed using the average cost method. Each valuation at cost means to write-down the book value using the decreased profitability method for the amount on the consolidated balance sheet.

(5) Derivatives and hedge accounting

The Companies state derivative financial instruments at fair value and recognize changes in the fair value as gain or loss, unless the derivative financial instruments are used for hedging purposes. If derivative financial instruments are used as hedges and meet certain hedging criteria, the Companies defer recognition of gain or loss resulting from changes in the fair value of the derivative financial instruments until the related loss or gain on the hedged items are realized.

However, in cases where forward foreign exchange contracts are used as hedges, meet certain hedging criteria and are executed to hedge a future transaction denominated in a foreign currency, the future transaction will be recorded using the contracted forward rate, and no gain or loss on the forward foreign exchange contract will be recognized.

Interest rate swaps meeting the requirement of exceptional treatment under Japanese GAAP are not measured at fair value, but the difference between the payment amount and the receipt amount is included in the interest expense occurred on the borrowings as the hedged item.

(6) Property, plant and equipment

Property, plant and equipment are carried at cost. Depreciation is computed principally by the straight-line method.

(7) Lease assets

Property, plant and equipment capitalized under finance lease arrangements are depreciated over the estimated useful life of the asset or the lease term. The residual value is the guaranteed residual value if such value is set forth in the lease contract, otherwise the residual value is zero.

Finance leases, except for certain immaterial leases, are capitalized and depreciated over the estimated useful life of the asset or lease term, as applicable. However, the Companies account for finance leases commenced prior to April 1, 2008 and which do not transfer ownership of the leased property to the lessee as operating leases with disclosure of certain "as if capitalized" information.

(8) Amortization of goodwill

Goodwill is amortized using the straight-line method within 20 years. A limited amount of goodwill is recognized as income directly when incurred.

(9) Allowance for doubtful accounts

The allowance for doubtful accounts is provided in an amount sufficient to cover possible losses on collection. With respect to normal trade accounts receivable, it is stated at an amount based upon the actual rate of historical bad debts, and for certain doubtful receivables, the uncollectible amount is individually estimated.

(10) Directors' and statutory auditors' bonuses

The provision for directors' and statutory auditors' bonuses is provided in the amount of the expected payment for each fiscal year to those directors and statutory auditors serving at the end of the fiscal year.

(11) Directors' retirement benefits

Certain consolidated subsidiaries provide for directors' and statutory auditors' retirement benefits based on internal regulations in the estimated amount to be paid if all directors and statutory auditors retired at the balance sheet date.

(12) Accounting treatment for retirement benefits

Straight-line attribution was adopted for attributing the amount of expected retirement benefit in each period in calculating projected obligation. Actuarial gains and losses are recognized in expenses using the straight-line method within the average of the estimated remaining service years of employees commencing with the following period. Prior service cost is recognized in expenses using the straight-line method within the average of the estimated remaining service years commencing with the period incurred. Some of the consolidated subsidiaries have adopted the simplified method for micro enterprises to calculate the amount of net defined benefit liability and retirement benefit expenses.

(13) Standards for recognition of construction revenue

When the outcome of individual contracts can be estimated reliably, the domestic companies apply the percentage-of-completion method; otherwise the completed contract method is applied. The percent, or portion, of the contract completed as of the end of the reporting period is measured by the proportion of the cost incurred to the estimated total cost.

(14) Research and development expenses

Research and development expenses, which were ¥2,864 million (\$27,827 thousand) and ¥2,968 million for the years ended March 31, 2014 and 2013, respectively, are recognized when paid and are included in general and administrative expenses.

(15) Translation of foreign currencies

Receivables and payables denominated in foreign currencies are

translated into Japanese yen at the exchange rates prevailing at the balance sheet date.

(16) Income taxes

The asset and liability approach is used to recognize deferred tax assets and liabilities for loss carryforwards and the expected future tax consequences of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes.

(17) Cash and cash equivalents

Cash and cash equivalents include cash on hand, readily available deposits placed with banks on demand and highly liquid investments with insignificant risk of changes in value which have maturities of three months or less when purchased.

(18) Per share of common stock

The computations of net income per share are based on the weighted average number of shares of common stock outstanding during the period.

Diluted net income per share is based on the assumption that dilutive convertible bonds were converted and all stock options were exercised to the extent that each is not antidilutive at the beginning of the period.

Cash dividends per share presented in the statements of income represent the applicable cash dividends declared for each period.

(Accounting standards issued but not yet applied)

- Accounting Standard for Retirement Benefits (ASBJ Statement No. 26, May 17, 2012)
- Guidance on Accounting Standard for Retirement Benefits (ASBJ Guidance No. 25, May 17, 2012)

(a) Summary

Under the amended rule, actuarial gains and losses and past service costs that are yet to be recognized in profit or loss would be recognized within the net asset section, after adjusting for tax effects, and the deficit or surplus would be recognized as a liability or asset without any adjustments. For determining method of attributing expected benefit to periods, the Standard now allows to choose benefit formula basis, as well as straight-line basis. Method for determination of discount rate has also been amended.

(b) Effective dates

Amendments relating to determination of retirement benefit obligations and current service costs are effective from the beginning of annual periods ending on or after March 31, 2015.

(c) Effect of application of the standard

The Company and its consolidated domestic subsidiaries are currently in the process of determining the effects of these new standards on the consolidated financial statements.

- Practical Solution on Transactions of Delivering the Company's Own Stock to Employees etc. through Trusts (ASBJ Practical Solution No. 30, Dec 25, 2013)

(a) Summary

For transactions of delivering the Company's own stock to employees and employee stock ownership, a practical solution was defined.

(b) Effective dates

Effective for the beginning of annual periods ending on or after March 31, 2015.

(c) Effect of application of the standard

The Company and its consolidated domestic subsidiaries are currently in the process of determining the effects of these new standards on the consolidated financial statements.

3. Statements of cash flows

The reconciliations of cash and time deposits in the consolidated balance sheets and cash and cash equivalents in the consolidated statements of cash flows as of March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Cash on hand and in banks in the consolidated balance sheets	¥21,458	¥19,880	\$208,492
Time deposits with maturities exceeding 3 months	(707)	(410)	(6,869)
Cash and cash equivalents on the consolidated statements of cash flows	¥20,751	¥19,470	\$201,623

The assets and liabilities of the main subsidiaries acquired newly were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Current assets	¥12,005	¥19,587	\$116,644
Noncurrent assets	5,041	11,548	48,980
Current liabilities	(8,837)	(20,693)	(85,863)
Noncurrent liabilities	(1,509)	(1,121)	(14,662)
Goodwill	1,493	1,865	14,506
Minority interests	(517)	(60)	(5,023)
Acquisition cost	7,676	11,126	74,582
Cash and cash equivalents of acquired companies	(2,337)	(3,057)	(22,707)
Net expenditure (revenue)	¥5,339	¥8,069	\$51,875

4. Inventories

Inventories as of March 31, 2014 and 2013 consisted of the following:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Merchandise and finished goods	¥21,653	¥20,280	\$210,387
Work-in-process	5,231	5,102	50,826
Raw materials and supplies	8,695	7,715	84,483
	¥35,579	¥33,097	\$345,696

5. Securities

Available-for-sale securities with available fair market values at March 31, 2014 and 2013 were as follows:

	Millions of yen						Thousands of U.S. dollars		
	Book value	Acquisition cost	Difference gain (loss)	Book value	Acquisition cost	Difference gain (loss)	Book value	Acquisition cost	Difference gain (loss)
	2014			2013			2014		
Securities with book values exceeding acquisition costs:									
Stocks	¥21,004	¥12,035	¥8,969	¥8,621	¥4,709	¥3,912	\$204,081	\$116,936	\$87,145
Subtotal	21,004	12,035	8,969	8,621	4,709	3,912	204,081	116,936	87,145
Securities with book values not exceeding acquisition costs:									
Stocks	6,403	7,475	(1,072)	6,480	7,789	(1,309)	62,213	72,629	(10,416)
Subtotal	6,403	7,475	(1,072)	6,480	7,789	(1,309)	62,213	72,629	(10,416)
Total	¥27,407	¥19,510	¥7,897	¥15,101	¥12,498	¥2,603	\$266,294	\$189,565	\$76,729

6. Land revaluation

On March 31, 2002, in accordance with "The Enforcement Ordinance for the Law Concerning Revaluation Reserve for Land," the Company and a subsidiary revalued land. The decrease in value, net of the income tax effects, was directly charged to net assets.

The difference between the book value and the fair value of the revalued land as of March 31, 2014 and 2013 was as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Revalued land	¥(3,399)	¥(3,256)	\$(33,026)

7. Short-term borrowings and long-term debt

The weighted average interest rate of short-term borrowings as of March 31, 2014 and 2013 was 0.22% and 0.52%, respectively.

Long-term debt as of March 31, 2014 and 2013 comprised the following:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Loans from banks and insurance companies due 2030 (weighted average interest rates - 0.21%)	¥96,568	¥78,922	\$938,282
0.54% unsecured bonds due 2015	10,000	10,000	97,163
0.48% unsecured bonds due 2015	57	95	554
Lease obligations through 2028	18,125	20,242	176,108
	124,750	109,259	1,212,107
Less amount due within one year	13,077	24,106	127,060
	¥111,673	¥85,153	\$1,085,047

The aggregate annual maturities of short-term debt and long-term debt as of March 31, 2014 were as follows:

Years ending March 31	Millions of yen	Thousands of U.S. dollars
2015	¥13,077	\$127,060
2016	26,303	255,567
2017	10,317	100,243
2018	19,511	189,575
2019	15,375	149,388
2020 and thereafter	40,167	390,274

As of March 31, 2014, assets were pledged as collateral for short-term debt of ¥2,087 million (\$20,278 thousand), long-term debt of ¥7,989 million (\$77,623 thousand) and others of ¥1,010 million (\$9,813 thousand) as follows:

	Millions of yen	Thousands of U.S. dollars
Land	¥11,850	\$115,138
Buildings and structures	6,834	66,401
Machinery and equipment	4,936	47,960
Cash and deposits (time deposits)	10	97
Investment securities	72	699
Property, plant and equipment	40	389
Investments and other assets	185	1,798
	¥23,927	\$232,482

As of March 31, 2013, assets were pledged as collateral for short-term bank loans of ¥1,595 million, long-term bank loans of ¥11,356 million and others of ¥1,404 million as follows:

	Millions of yen
Land	¥17,196
Buildings and structures	7,519
Machinery and equipment	3,677
Cash and deposits (time deposits)	10
Investment securities	410
Property, plant and equipment	45
Investments and other assets	176
	¥29,033

8. Derivative financial instruments and hedging transactions

Derivative financial instruments and hedging transactions were as follows:

(1) Derivatives transactions for which hedge accounting does not apply
For the years 2014 and 2013
None

(2) Derivatives transactions for which hedge accounting applies

① Currency related

For the year 2014			Millions of yen			Thousands of U.S. dollars		
Hedge accounting method	Type of transaction	Hedged items	Contract amount	Portion over 1 year	Fair value	Contract amount	Portion over 1 year	Fair value
Deferral hedge accounting	Forward exchange contracts:							
	Purchased option to sell							
	U.S. dollars	Accounts receivable – trade	¥1,527	¥20	¥1	\$14,837	\$194	\$10
	Euro	Accounts receivable – trade	307	55	(7)	2,983	535	(68)
	Purchased option to buy							
	U.S. dollars	Accounts Payable – trade	2,285	-	35	22,202	-	340
Gain (loss) resulting from forward foreign exchange contracts is allocated over the applicable period	Purchased option to buy							
	Euro	Accounts Payable – trade	107	-	3	1,040	-	29
	Chinese yuan	Accounts Payable – trade	1,058	-	(25)	10,280	-	(243)
	Forward exchange contracts:							
	Purchased option to sell							
	U.S. dollars	Accounts receivable – trade	83	-	(Note 2)	806	-	(Note 2)
Total	Euro		120	-	(Note 2)	1,166	-	(Note 2)
	Purchased option to buy							
	U.S. dollars	Accounts Payable – trade	419	-	(Note 2)	4,071	-	(Note 2)
	Chinese yuan	Accounts Payable – trade	90	-	(Note 2)	874	-	(Note 2)
	Other							
	U.S. dollars	Short-term loans receivable	103	-	(Note 2)	1,001	-	(Note 2)
Total			¥6,099	¥75	¥7	\$59,260	\$729	\$68

For the year 2013			Millions of yen		
Hedge accounting method	Type of transaction	Hedged items	Contract amount	Portion over 1 year	Fair value
Deferral hedge accounting	Forward exchange contracts:				
	Purchased option to sell				
	U.S. dollars	Accounts receivable – trade	¥816	¥-	¥(33)
	Euro	Accounts receivable – trade	299	-	9
	Purchased option to buy				
	U.S. dollars	Accounts Payable – trade	2,303	19	98
Gain (loss) resulting from forward foreign exchange contracts is allocated over the applicable period	Euro		17	-	13
	Chinese yuan		739	-	(15)
	Forward exchange contracts:				
	Purchased option to sell				
	U.S. dollars	Accounts receivable – trade	93	-	(Note 2)
	Euro	Accounts receivable – trade	115	-	(Note 2)
Total	Purchased option to buy				
	U.S. dollars	Accounts Payable – trade	393	-	(Note 2)
	Chinese yuan	Accounts Payable – trade	72	-	(Note 2)
	Total			¥4,847	¥19

Notes: 1. Fair value is based on information provided by financial institutions at the end of the fiscal year.

2. For certain accounts receivable – trade and accounts payable – trade denominated in foreign currencies and for which foreign exchange forward contracts are used to hedge the foreign currency fluctuations, the fair value of the derivative financial instrument is included in the fair value of the accounts receivable – trade and accounts payable – trade as hedged items.

② Interest rate related

For the year 2014			Millions of yen			Thousands of U.S. dollars		
Hedge accounting method	Type of transaction	Hedged item	Contract amount	Portion over 1 year	Fair value	Contract amount	Portion over 1 year	Fair value
Deferral hedge accountings	Interest rate swap:							
	Receive floating rate and pay fixed rate	Long-term loans payable	¥12,747	¥9,983	¥(469)	\$123,854	\$96,998	\$(4,557)
Special treatment of interest rate swaps	Interest rate swap:							
	Receive floating rate and pay fixed rate	Long-term loans payable	36,980	38,527	(Note 2)	359,308	374,339	(Note 2)
Total			¥49,727	¥48,510	¥(469)	\$483,162	\$471,337	\$(4,557)

For the year 2013			Millions of yen		
Hedge accounting method	Type of transaction	Hedged item	Contract amount	Portion over 1 year	Fair value
Deferral hedge accountings	Interest rate swap:				
	Receive floating rate and pay fixed rate	Long-term loans payable	¥13,905	¥12,392	¥(600)
	Interest rate option:	Long-term loans payable	800	-	1
Special treatment of interest rate swaps	Interest rate swap:				
	Receive floating rate and pay fixed rate	Long-term loans payable	16,896	16,211	(Note 2)
Total			¥31,601	¥28,603	¥(599)

Notes: 1. Fair value is based on information provided by financial institutions at the end of the fiscal year.

2. The fair value of interest rate swaps subject to special treatment embedded in long-term loans subject to hedging is included in the fair value of the corresponding long-term loan.

9. Income taxes

The Companies are subject to a number of taxes based on income, which, in aggregate, indicate a statutory tax rate in Japan of approximately 38.0% for the years ended March 31, 2014 and 2013.

The following table summarizes the significant differences between the statutory tax rate and the Companies' effective tax rate for financial statement purposes for the years ended March 31, 2014 and 2013.

	2014	2013
Statutory tax rate	-	38.0%
Nondeductible expenses	-	1.5
Amortization of goodwill	-	1.4
Equity in earnings of nonconsolidated subsidiaries and affiliates	-	(9.0)
Per capita inhabitants taxes	-	0.7
Effect of changes in tax rate	-	-
Increase (decrease) in valuation allowance	-	(0.7)
Other	-	0.0
Effective tax rate	-	31.9%

(Note) Because the difference in the statutory tax rate and the income tax after the application of tax effect accounting was less than five per cent of the statutory tax rate, notes for the year ended March 31, 2014 have been omitted.

Significant components of the Companies' deferred tax assets and liabilities as of March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Deferred tax assets:			
Retirement benefits	¥-	¥3,071	\$-
Net defined benefit liability	3,585	-	34,833
Impairment loss	2,132	2,188	20,715
Loss on business of subsidiaries and affiliates	1,956	1,876	19,005
Excess bonuses accrued	1,804	1,820	17,528
Net operating losses carried forward for tax purposes	1,704	2,163	16,557
Loss on valuation of investment securities	809	785	7,860
Accrued enterprise taxes	639	510	6,209
Other	4,799	2,998	46,628
Total deferred tax assets	17,428	15,411	169,335
Valuation allowance	(6,290)	(5,719)	(61,115)
Net deferred tax assets	11,138	9,692	108,220
Deferred tax liabilities:			
Retained earnings appropriated for allowable tax reserves	(3,696)	(3,716)	(35,912)
Net unrealized holding gains on securities	(2,829)	(404)	(27,487)
Variance of estimate of capital consolidation	(1,375)	(1,245)	(13,360)
Gain on contribution of securities to retirement benefit trust	(1,048)	(1,048)	(10,183)
Other	(473)	(166)	(4,596)
Total deferred tax liabilities	(9,421)	(6,579)	(91,538)
Net deferred tax assets (net deferred tax liabilities)	¥1,717	¥3,113	\$16,682

Deferred tax assets and liabilities for land revaluation difference as of March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Deferred tax assets	¥3,783	¥3,785	\$36,757
Valuation allowance	(3,719)	(3,776)	(36,135)
Net deferred tax assets	64	9	622
Deferred tax liabilities	¥(1,140)	¥(1,140)	\$ (11,077)

(Adjustment of deferred tax assets and liabilities for enacted changes in tax laws and rates)

On March 31, 2014, amendments to the Japanese tax regulation were enacted into law. As a result of these amendments, the statutory income tax rate for the Company will be reduced to 35.6% for years beginning on or after April 1, 2014. Based on the amendments, the statutory income tax rate utilized for the measurement of deferred tax assets and liabilities expected to be settled or realized after April 1, 2014 is 35.6% as of March 31, 2014. Due to these changes in statutory income tax rates, net deferred tax assets decreased by ¥278 million (\$2,701 thousand), and deferred income tax expense recognized for the year ended March 31, 2014 increased by ¥278 million (\$2,701 thousand).

10. Net assets

Under the Japanese Corporate Law ("the Law"), the entire amount paid for new shares is required to be designated as common stock. However, a company may, by a resolution of the Board of Directors, designate an amount not exceeding one half of the price of the new shares as additional paid-in capital, which is included in capital surplus.

In cases in which a dividend distribution of surplus is made, the smaller of an amount equal to 10% of the dividend or the excess, if any, of 25% of common stock over the total of additional paid-in capital and legal earnings reserve must be set aside as additional paid-in capital or legal earnings reserve. Legal earnings reserve is included in retained earnings in the accompanying consolidated balance sheets.

In addition, legal earnings reserve and additional paid-in capital could be used to eliminate or reduce a deficit or could be capitalized. Under the Law, both of these appropriations generally require a resolution of the shareholders' meeting.

Moreover, additional paid-in capital and legal earnings reserve may not be directly distributed as dividends. However, additional paid-in capital and the legal earnings reserve may be transferred to other capital surplus and retained earnings, respectively, which are potentially available for dividends.

The maximum amount that the Company can distribute as dividends is calculated based on the non-consolidated financial statements of the Company in accordance with Japanese laws and regulations.

At the Board of Directors meeting held on May 14, 2014, the Company resolved the following year-end appropriation of non-consolidated retained earnings:

	Millions of yen	Thousands of U.S. dollars
Year-end cash dividends (¥14.00 = U.S. \$0.14 per share)	¥2,746	\$26,680

The above mentioned appropriation has not been reflected in the consolidated financial statements as of March 31, 2014. Such appropriations are recognized in the period in which they are approved.

11. Information regarding business combinations

For the year ended March 31, 2013
Business combination through acquisition

1. Overview of business combination

a. Name and business description of acquired company

Name of acquired company: Gold-Pak Co., Ltd.

Business description: Manufacturing and sales of beverages and concentrated juice made from fruits, vegetables or tea

b. Main reason for business combination

To expand the Company's business and increase earning capacity by a greater synergetic effect between the agriculture business, which is identified as The Company's strategic growth area, and the home-delivered drinking water business, and also by enhancement of business combines in the Matsumoto district.

c. Date of business combination

September 28, 2012

d. Legal form of business combination

Acquisition of shares for cash

e. Name of company after business combination

Unchanged

f. Percentage of voting rights acquired

100%

g. Basis of determination of acquiring company

Acquisition of shares for cash by the Company

2. Business term of the acquired company included in the consolidated statement of income for the year ended March 31, 2013
From August 1, 2012 through March 31, 2013

3. Acquisition cost

¥9,607 million

(This acquisition cost includes the costs directly incurred in the acquisition.)

4. Amount of goodwill incurred, reasons and amortization method

a. Amount of goodwill: ¥898 million

b. Reason for goodwill:

Reasonable estimate of extra earning capacity expected to be delivered through the future development of the business.

c. Amortization method:

Straight-line method over 5 years

5. Assets and liabilities assumed on the date of business

combination were as follows:

	Millions of yen
Current assets	¥10,021
Fixed assets	12,450
Total assets	¥22,471
Current liabilities	¥11,572
Long-term liabilities	372
Total liabilities	¥11,944

12. Segment information

1. General information about reportable segments

Reportable segments of the Company are the components of an entity about which separate financial information is available and which is evaluated regularly by the Board of Directors in deciding how to allocate resources and in assessing performance.

With the segment information, the Company develops comprehensive business strategies for the products and services and undertakes business activities.

Accordingly, the Company's business is separated based on its products and services into 6 segments: Industrial Gas Business, Chemical Business, Medical Business, Energy Business, Agriculture and Food Products Business and Other Businesses, all treated as reportable segments.

The Industrial Gas Business segment provides manufacturing and sales of industrial gas such as oxygen, nitrogen and argon. In addition, this business segment provides manufacturing and installation related to high pressure gas and gas generators. The Chemical Business segment provides manufacturing and sales of basic chemical products and fine chemical products. The Medical Business segment provides manufacturing and sales of medical gas such as oxygen and nitrogen. In addition, this business segment provides various medical equipments and the hospital facility construction business. The Energy Business segment provides sales

of petrochemical products such as LP gas and kerosene and other products. The Agriculture and Food Products Business segment provides manufacturing and sales of fruit and vegetables, frozen foods, processed meat products and beverages. The Other Businesses segment consists of the Logistics Business, Seawater Business and Aerosol Business. The Seawater Business provides manufacturing and sales of salt, salt by-products, electro fused magnesia and magnesia oxide.

2. Basis of measurement about reported segment sales, segment profit or loss, segment assets, and other material items

The accounting method for reportable segments is the same as that used for the preparation for the consolidated financial statements. Profits for reportable segments are ordinary income. Profits and transfer sums for intersegment sales and transactions within the Group are based on market prices.

(Changes in calculation methods for reportable segment profit or loss)

The Company allocates R&D cost to each segment for business performance management. In the year ended March 31, 2013, the method of R&D cost allocation was changed with the conversion of the R&D section.

3. Information about reported segment profit or loss, segment assets and other material items

Segment information as of and for the fiscal year ended March 31, 2014 is as follows:

For 2014	Reportable Segment							Adjustment (Note 2)	Amounts reported on consolidated financial statements (Note 1)
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Millions of yen									
Net sales:									
Customers	¥189,456	¥95,161	¥120,018	¥57,279	¥68,857	¥110,485	¥641,256	¥-	¥641,256
Intersegment	3,585	48	470	1,955	93	16,860	23,011	(23,011)	-
Total	193,041	95,209	120,488	59,234	68,950	127,345	664,267	(23,011)	641,256
Segment profit	13,119	2,892	7,694	3,238	2,643	6,952	36,538	(263)	36,275
Segment assets	184,009	51,240	66,182	31,967	41,907	107,801	483,106	44,986	528,092
Other items:									
Depreciation and amortization	12,397	2,566	1,297	1,992	1,519	4,567	24,338	-	24,338
Amortization of goodwill	701	-	325	525	395	87	2,033	-	2,033
Interest income	5	0	4	2	1	8	20	216	236
Interest expenses	456	10	53	4	52	122	697	874	1,571
Equity in earnings of nonconsolidated subsidiaries and affiliates	141	499	-	30	-	498	1,168	234	1,402
Investment amounts to equity method companies	904	758	-	547	-	4,964	7,173	-	7,173
Increase in amounts of fixed assets and intangible fixed assets	9,738	832	1,433	2,949	2,624	14,114	31,690	659	32,349

For 2014	Reportable Segment							Adjustment (Note 2)	Amounts reported on consolidated financial statements (Note 1)
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Thousands of U.S. dollars									
Net sales:									
Customers	\$1,840,809	\$924,611	\$1,166,129	\$556,539	\$669,034	\$1,073,504	\$6,230,626	\$-	\$6,230,626
Intersegment	34,833	466	4,567	18,995	904	163,816	223,581	(223,581)	-
Total	1,875,642	925,077	1,170,696	575,534	669,938	1,237,320	6,454,207	(223,581)	6,230,626
Segment profit	127,468	28,099	74,757	31,461	25,680	67,548	355,013	(2,555)	352,458
Segment assets	1,787,884	497,862	643,043	310,601	407,180	1,047,425	4,693,995	437,097	5,131,092
Other items:									
Depreciation and amortization	120,453	24,932	12,602	19,355	14,759	44,374	236,475	-	236,475
Amortization of goodwill	6,811	-	3,158	5,101	3,838	845	19,753	-	19,753
Interest income	48	0	39	19	10	78	194	2,099	2,293
Interest expenses	4,431	97	515	39	505	1,185	6,772	8,492	15,264
Equity in earnings of nonconsolidated subsidiaries and affiliates	1,370	4,848	-	291	-	4,839	11,348	2,274	13,622
Investment amounts to equity method companies	8,783	7,365	-	5,315	-	48,232	69,695	-	69,695
Increase in amounts of fixed assets and intangible fixed assets	94,617	8,084	13,923	28,653	25,496	137,136	307,909	6,403	314,312

Notes: 1. Segment profit is adjusted to be consistent with ordinary income reported on the consolidated statements of income.

2. Adjustments are as follows:

- (1) The adjustment to intersegment of -¥23,011 million (-\$223,581 thousand) is the elimination of intersegment transactions.
- (2) The adjustment to segment profit of -¥263 million (-\$2,555 thousand) is the sum of corporate expenses, research and development department expenses, profit or loss related to financing and equity in earnings and losses of nonconsolidated subsidiaries and affiliates.
- (3) The adjustment to segment assets of ¥44,986 million (\$437,097 thousand) is the sum of eliminated intersegment assets of -¥14,424 million (-\$140,147 thousand) and corporate assets of ¥59,410 million (\$577,244 thousand) that cannot be assigned to any particular segment.
- (4) The adjustment to interest income of ¥216 million (\$2,099 thousand) is interest income that cannot be assigned to any particular segment.
- (5) The adjustment to interest expenses of ¥874 million (\$8,492 thousand) is interest expense that cannot be assigned to any particular segment.
- (6) The adjustment to equity in earnings of nonconsolidated subsidiaries and affiliates of ¥234 million (\$2,274 thousand) is investment by corporate that cannot be assigned to any particular segment.
- (7) The adjustment to increase in amounts of fixed assets and intangible fixed assets of ¥659 million (\$6,403 thousand) is mostly corporate assets that cannot be assigned to any particular segment.

Segment information as of and for the fiscal year ended March 31, 2013 is as follows:

For 2013	Reportable Segment							Adjustment (Note 2)	Amounts reported on consolidated financial statements (Note 1)
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Millions of yen									
Net sales:									
Customers	¥173,356	¥93,353	¥78,904	¥54,090	¥45,712	¥94,601	¥540,016	¥-	¥540,016
Intersegment	2,814	31	454	1,685	51	16,832	21,867	(21,867)	-
Total	176,170	93,384	79,358	55,775	45,763	111,433	561,883	(21,867)	540,016
Segment profit	13,632	3,143	6,480	3,116	1,355	5,588	33,314	1,842	35,156
Segment assets	176,512	46,887	62,005	30,169	40,203	93,916	449,692	34,637	484,329
Other items:									
Depreciation and amortization	11,203	2,053	1,201	2,082	1,351	4,169	22,059	-	22,059
Amortization of goodwill	650	25	132	513	318	142	1,780	-	1,780
Interest income	3	0	6	2	1	6	18	226	244
Interest expenses	507	3	65	32	65	196	868	748	1,616
Equity in earnings of nonconsolidated subsidiaries and affiliates	241	1,620	-	42	-	47	1,950	5,060	7,010
Investment amounts to equity method companies	904	758	-	547	-	4,968	7,177	-	7,177
Increase in amounts of fixed assets and intangible fixed assets	14,113	1,560	1,302	3,233	1,931	10,248	32,387	1,724	34,111

Notes: 1. Segment profit is adjusted to be consistent with ordinary income reported on the consolidated statements of income.

2. Adjustments are as follows:

- (1) The adjustment to intersegment of -¥21,867 million is the elimination of intersegment transactions.
- (2) The adjustment to segment profit of ¥1,842 million is the sum of corporate expenses, research and development department expenses, profit or loss related to financing, expenses related to improving the constitution of the Company and equity in earnings and losses of nonconsolidated subsidiaries and affiliates.
- (3) The adjustment to segment assets of ¥34,637 million is the sum of eliminated intersegment assets of -¥10,284 million and corporate assets of ¥44,921 million that cannot be assigned to any particular segment.
- (4) The adjustment to interest income of ¥226 million is interest income that cannot be assigned to any particular segment.
- (5) The adjustment to interest expenses of ¥748 million is interest expense that cannot be assigned to any particular segment.
- (6) The adjustment to equity in earnings of nonconsolidated subsidiaries and affiliates of ¥5,060 million is investment by corporate that cannot be assigned to any particular segment.
- (7) The adjustment to increase in amounts of fixed assets and intangible fixed assets of ¥1,724 million is mostly corporate assets that cannot be assigned to any particular segment.

(Related information)**1. Information by Area****For the year 2014 and 2013****(1) Net sales**

This information was omitted as sales to external customers in Japan exceeded 90% of net sales on the consolidated statements of income.

(2) Property, plant and equipment

This information was omitted as property, plant and equipment in Japan exceeded 90% of property, plant and equipment on the consolidated balance sheets.

2. Information by Major Customer**For the year 2014**

Customer	Sales (Millions of yen)	Sales (Thousands of U.S. dollars)	Related segments
NIPPON STEEL & SUMITOMO METAL CORPORATION	¥97,237	\$944,782	Industrial Gas, Chemical, Other

For the year 2013

Customer	Sales (Millions of yen)	Related segments
NIPPON STEEL & SUMITOMO METAL CORPORATION	¥97,729	Industrial Gas, Chemical, Other

NIPPON STEEL & SUMITOMO METAL CORPORATION was founded by a merger between NIPPON STEEL CORPORATION and Sumitomo Metal Industries, Ltd. on October 1, 2012. The sales amount to NIPPON STEEL & SUMITOMO METAL CORPORATION includes the amount to NIPPON STEEL CORPORATION and Sumitomo Metal Industries, Ltd. during April 1, 2012 through September 30, 2012.

3. Information on impairment loss in noncurrent assets for each reportable segment**For the year 2014**

	Reportable Segment							Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Impairment loss	¥103	¥-	¥-	¥-	¥-	¥253	¥356	¥496	¥852

Thousands of U.S. dollars

	Reportable Segment							Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Impairment loss	\$1,001	\$-	\$-	\$-	\$-	\$2,458	\$3,459	\$4,819	\$8,278

For the year 2013

	Reportable Segment							Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Impairment loss	¥348	¥-	¥568	¥-	¥99	¥688	¥1,703	¥1,727	¥3,430

4. Information on amortization of goodwill and the amortized balance for each reportable segment**For the year 2014**

	Reportable Segment							Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Amortization of goodwill	¥701	¥-	¥325	¥525	¥395	¥87	¥2,033	¥-	¥2,033
Balance at end of period	¥5,694	¥-	¥2,227	¥1,302	¥3,417	¥1,321	¥13,961	¥-	¥13,961

Thousands of U.S. dollars

	Reportable Segment							Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other	Total		
Amortization of goodwill	\$6,811	\$-	\$3,158	\$5,101	\$3,838	\$845	\$19,753	\$-	\$19,753
Balance at end of period	\$55,324	\$-	\$21,638	\$12,651	\$33,201	\$12,835	\$135,649	\$-	\$135,649

For the year 2013

	Reportable Segment						Total	Eliminations and Corporate	Total
	Industrial gas	Chemical	Medical	Energy	Agriculture and Food Products	Other			
Amortization of goodwill	¥650	¥25	¥132	¥513	¥318	¥142	¥1,780	¥-	¥1,780
Balance at end of period	¥6,023	¥-	¥1,879	¥1,614	¥3,454	¥669	¥13,639	¥-	¥13,639

5. Information on gain on negative goodwill for reportable segment**For the year 2014**

The Companies acquired additional shares of a consolidated subsidiary in the Other Business segment. Therefore, gain on negative goodwill of ¥98 million (\$952 thousand) was recorded.

For the year 2013

The Companies acquired additional shares of a consolidated subsidiary in the Other Business segment. Therefore, gain on negative goodwill of ¥84 million was recorded.

13. Contingent liabilities

As of March 31, 2014, the Companies were contingently liable with respect to notes receivable discounted in the amount of ¥1,010 million (\$9,813 thousand). As of the same date, the Companies were also contingently liable as guarantors for loans of other companies and employees in the amount of ¥2,272 million (\$22,075 thousand).

As of March 31, 2013, the Companies were contingently liable with respect to notes receivable discounted in the amount of ¥271 million. As of the same date, the Companies were also contingently liable as guarantors for loans of other companies and employees in the amount of ¥680 million.

14. Compensation income

Compensation income is mainly the income arose from the Tohoku Region Pacific Coast Earthquake on March 11, 2011.

15. Impairment loss

Impairment loss on noncurrent assets for the year ended March 31, 2014 and 2013 was as follows:

For the year 2014

Use	Type of assets	Place	Millions of yen	Thousands of U.S. dollars
Industrial Gas assets	Land, others	Minami-ku, Kumamoto-city	¥103	\$1,001
Others assets	Buildings, others	Nagano-city, Nagano Prefecture	¥253	\$2,458
Idle assets, others	Buildings, others	Nomi-city, Ishikawa Prefecture, others	¥496	\$4,819

For the year 2013

Use	Type of assets	Place	Millions of yen
Industrial Gas assets	Machinery, others	Nishi-ward, Sakai-city	¥348
Agriculture and Food Products assets	Land	Otaru-city, Hokkaido Prefecture, others	¥99
Others assets	Machinery, others	Kikukawa-city, Shizuoka Prefecture	¥126
Idle assets, others	Land, others	Ono-city, Hyogo Prefecture, others	¥1,727
-	Goodwill	-	¥1,130

The Companies grouped their fixed assets based on operating activities, and idle assets and goodwill were considered individually.

Industrial Gas, Agriculture and Food Products and Others assets and other assets have continuously experienced a decrease in profit from operating activities, and it is predicted that future cash flow will fall below the book value of the related facilities. The book value of those assets were written down to the recoverable amounts.

As for idle assets, impairment loss was recognized because the recoverable amount was below the book value and there were no prospects for future use.

The recoverable amounts of the assets are the greater of the net selling price or the present value of the expected cash flows from on-going utilization and the subsequent disposal of the assets based on a discount rate of 7%. When goodwill was not able to earn the profit that the Companies estimated at first, the Companies reduced the book value of the goodwill to the Companies recoverable amounts.

16. Loss on disaster

Loss on disaster for the year ended March 31, 2013 was as follows:

Loss on disaster was recorded due to the constant costs of the Kashima Chemical factory during the close down after the fire accident on March 2012.

17. Loss on compensations

Loss on compensations for the year ended March 31, 2013 was as follows:

Loss on compensations was recorded due to the loss related to the operation trouble of the Utsunomiya Industrial Gas factory in August 2012.

18. Comprehensive income

Amounts reclassified to net income (loss) in the current period that were recognized in other comprehensive income in the current or previous periods and the tax effects for each component of other comprehensive income were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Valuation difference on available-for-sale securities			
Increase(decrease) during the year	¥5,156	¥1,385	\$50,097
Reclassification adjustments	12	153	117
Sub-total, before tax	5,168	1,538	50,214
Tax (expense) or benefit	(1,839)	(530)	(17,878)
Sub-total, net of tax	¥3,329	¥1,008	\$32,346
Deferred gains or losses on hedges			
Increase(decrease) during the year	¥(94)	¥(241)	\$(913)
Reclassification adjustments	159	153	1,545
Sub-total, before tax	65	(88)	632
Tax (expense) or benefit	(21)	33	(204)
Sub-total, net of tax	¥44	¥(55)	\$428
Revaluation reserve for land			
Increase(decrease) during the year	¥-	¥-	\$-
Reclassification adjustments	-	-	-
Sub-total, before tax	-	-	-
Tax (expense) or benefit	55	-	534
Sub-total, net of tax	¥55	¥-	\$534
Foreign currency translation adjustment			
Increase(decrease) during the year	¥249	¥18	\$2,419
Reclassification adjustments	-	-	-
Sub-total, before tax	249	18	2,419
Tax (expense) or benefit	-	-	-
Sub-total, net of tax	¥249	¥18	\$2,419
Share of other comprehensive income of associates accounted for using equity method			
Increase(decrease) during the year	¥254	¥22	\$2,468
Reclassification adjustments	-	-	-
Sub-total, net of tax	¥254	¥22	\$2,468
Total other comprehensive income	¥3,931	¥993	\$38,195

19. Finance leases

Information on finance leases commenced prior to April 1, 2008 that do not transfer ownership of the leased assets to the lessee and were accounted for as operating leases for the year ended March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
(1) Future minimum lease payments, including financing charges:			
Due within one year	¥1,605	¥2,052	\$15,595
Due after one year	4,676	6,207	45,433
	¥6,281	¥8,259	\$61,028

Allowance for impairment loss on leased property of ¥17 million (\$165 thousand) as of March 31, 2014 was not included in obligations under finance leases.

Allowance for impairment loss on leased property of ¥64 million as of March 31, 2013 was not included in obligations under finance leases.

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
(2) Original lease obligation, payments made, accumulated impairment loss and remaining balance:			
Original lease obligation	¥11,117	¥13,446	\$108,016
Payments made	7,811	8,590	75,894
Accumulated impairment loss	30	73	291
Remaining balance	¥3,276	¥4,783	\$31,831

(3) Lease payments for the period ¥1,356 ¥4,145 \$13,175

If the above finance leases had been capitalized, depreciation of ¥1,107 million (\$10,756 thousand), reversal of allowance for impairment loss on leased property of ¥4 million (\$39 thousand), interest of ¥143 million (\$1,389 thousand), and impairment loss of ¥17 million (\$165 thousand) would have been recorded for the year ended March 31, 2014.

If the above finance leases had been capitalized, depreciation of ¥3,299 million, reversal of allowance for impairment loss on leased property of ¥13 million, interest of ¥372 million and impairment loss of ¥43 million would have been recorded for the year ended March 31, 2013.

20. Operating leases

Obligations under non-cancelable operating leases as of March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Due within one year	¥110	¥127	\$1,069
Due after one year	596	706	5,791
	¥706	¥833	\$6,860

21. Employees' severance and pension benefits

For the year 2014

1. Summary of adopted retirement benefit plan

The Companies have funded or unfunded defined benefit pension plans and funded or unfunded defined contribution pension plans to provide retirement and severance benefits to substantially all employees. Under the defined benefit pension plans, employees are entitled to lump-sum payments or pension payments based on their earnings and the length of service at retirement or termination of employment. The Company and certain subsidiaries adopted cash balance plans. Under the cash balance plans, each employee has a notional account which represents pension benefits. The balance in the notional account is based on principal credits, which

are accumulated as employees render services, and interest credits, which are determined based on the market interest rates. Certain defined benefit pension plans have a pension trust. Under lump-sum pension plans (some of these plans are funded by pension trust), employees are entitled to lump-sum payments based on their earnings and the length of service at retirement or termination of employment. In addition, the Company and certain subsidiaries use the simplified method to determine pension benefit obligations.

Certain subsidiaries have adopted defined contribution pension plan or Smaller Enterprise Retirement Allowance Mutual Aid System as a defined contribution plan.

2. Defined benefit plans

(1) Movement in retirement benefit obligations, except plan applied simplified method	Millions of yen	Thousands of U.S. dollars
Balance at April 1, 2013	¥28,718	\$279,032
Service cost	1,159	11,261
Interest cost	289	2,808
Actuarial loss (gain)	(2,014)	(19,568)
Benefits paid	(605)	(5,878)
Other	(4)	(39)
Balance at March 31, 2014	27,543	267,616

(2) Movements in plan assets, except plan applied simplified method

(2) Movements in plan assets, except plan applied simplified method	Millions of yen	Thousands of U.S. dollars
Balance at April 1, 2013	¥23,931	\$232,521
Expected return on plan assets	187	1,817
Actuarial loss (gain)	825	8,016
Contributions paid by the employer	1,431	13,904
Benefits paid	(160)	(1,555)
Other	(11)	(107)
Balance at March 31, 2014	26,203	254,596

(3) Movement in net defined benefit liability of plan applied simplified method

(3) Movement in net defined benefit liability of plan applied simplified method	Millions of yen	Thousands of U.S. dollars
Balance at April 1, 2013	¥3,299	\$32,054
Retirement benefit cost	527	5,120
Benefits paid	(465)	(4,518)
Contributions paid by the employer	(146)	(1,419)
Other	382	3,712
Balance at March 31, 2014	3,597	34,949

(Note) "Other" is an increase because of new acquisitions.

(4) Reconciliation from retirement benefit obligations and plan assets to liability (asset) for retirement benefits

(4) Reconciliation from retirement benefit obligations and plan assets to liability (asset) for retirement benefits	Millions of yen	Thousands of U.S. dollars
Funded retirement benefit obligations	¥28,398	\$275,923
Plan assets	(27,443)	(266,644)
	955	9,279
Unfunded retirement benefit obligations	3,983	38,700
Total Net liability (asset) for retirement benefits at March 31, 2014	4,938	47,979
Liability for retirement benefits	8,788	85,387
Asset for retirement benefits	(3,850)	(37,408)
Total Net liability (asset) for retirement benefits at March 31, 2014	4,938	47,979

(Note) Includes plan applied simplified method

(5) Retirement benefit costs

(5) Retirement benefit costs	Millions of yen	Thousands of U.S. dollars
Service cost	¥1,159	\$11,261
Interest cost	289	2,808
Expected return on plan assets	(186)	(1,807)
Net actuarial loss amortization	1,420	13,798
Past service costs amortization	(356)	(3,459)
Retirement benefit cost calculated with simplified method	527	5,120
Total retirement benefit costs for the fiscal year ended March 31, 2014	2,853	27,721

(6) Accumulated other comprehensive income comprises

(6) Accumulated other comprehensive income comprises	Millions of yen	Thousands of U.S. dollars
Unrecognized prior service costs	¥ (1,118)	\$ (10,863)
Unrecognized actuarial differences	1,723	16,741
Total balance at March 31, 2014	605	5,878

(7) Plan assets

1. Plan assets comprise:

(7) Plan assets	Percentage
Bonds	21.7%
Equity securities	55.1%
General accounts	17.2%
Other	6.0%
Total	100.0%

(Note) The pension trust set up for corporate pension plans and lump-sum plan was 26.2 percent of total plan assets.

2. Long-term expected rate of return

Current and target asset allocations, historical and expected returns on various categories of plan assets have been considered in determining the long-term expected rate of return.

(8) Actuarial assumptions

The principal actuarial assumptions at March 31, 2014 follow:

(8) Actuarial assumptions	Assumption	Rate
Discount rate	mainly	1.0%
Long-term expected rate of return	mainly	1.0%

3. Defined contribution plan

Contributions to the plan from the Company and consolidated subsidiaries are ¥230 million (\$2,235 thousand).

For the year 2013

The liability for employees' severance and pension benefits included in the liability section of the consolidated balance sheets as of March 31, 2013 consisted of the following:

(3) Defined contribution plan	Millions of yen
	2013
Projected benefit obligation	¥33,951
Prepaid pension costs	4,210
Unrecognized prior service costs	1,473
Unrecognized actuarial differences	(5,981)
Less fair value of pension assets	(25,866)
Liability for severance and pension benefits	¥7,787

Included in the consolidated statements of income for the years ended March 31, 2013 were severance and retirement benefit expenses that comprised the following:

(3) Defined contribution plan	Millions of yen
	2013
Service costs - benefits earned during the year	¥1,898
Interest costs on projected benefit obligation	501
Expected return on plan assets	(246)
Amortization of actuarial differences	1,381
Amortization of prior service costs	(380)
Severance and retirement benefit expenses	¥3,154

The discount rate and the rate of expected return on plan assets used by the Companies were approximately 1.0% and mainly 1.5%, respectively. The estimated amount of all retirement benefits to be paid at future retirement dates is allocated equally to each service year using the estimated number of total service years. Actuarial gains and losses were principally recognized in the income statement using the straight-line method over 12 years. Prior service cost was recognized in the income statement using the straight-line method over 12 years.

22. Stock options

(1) Expenses recorded were ¥60 million (\$583 thousand) in the year ended March 31, 2014 and ¥65 million in the year ended March 31, 2013 and were included in selling, general and administrative expenses.

(2) Details, number, movement and price of stock options

The following table summarizes the details of stock options:

Company name	AIR WATER INC.	AIR WATER INC.
Date of resolution	August 8, 2007	July 30, 2008
Persons granted	18 directors	17 directors
Number of options granted	60,100 shares of common stock	67,300 shares of common stock
Date of grant	August 31, 2007	September 1, 2008
Vesting conditions	Holder relinquishes the position as a director of the Company	Holder relinquishes the position as a director of the Company
Eligible employment period	-	-
Exercise period	From September 1, 2007 to August 31, 2027	From September 2, 2008 to September 1, 2028
Company name	AIR WATER INC.	AIR WATER INC.
Date of resolution	August 12, 2009	August 13, 2010
Persons granted	20 directors	19 directors
Number of options granted	80,100 shares of common stock	88,700 shares of common stock
Date of grant	September 1, 2009	September 1, 2010
Vesting conditions	Holder relinquishes the position as a director of the Company	Holder relinquishes the position as a director of the Company
Eligible employment period	-	-
Exercise period	From September 2, 2009 to September 1, 2029	From September 2, 2010 to September 1, 2030
Company name	AIR WATER INC.	AIR WATER INC.
Date of resolution	August 12, 2011	August 14, 2012
Persons granted	18 directors	17 directors
Number of options granted	94,700 shares of common stock	85,400 shares of common stock
Date of grant	September 1, 2011	August 31, 2012
Vesting conditions	Holder relinquishes the position as a director of the Company	Holder relinquishes the position as a director of the Company
Eligible employment period	-	-
Exercise period	From September 2, 2011 to September 1, 2031	From September 1, 2012 to August 31, 2032
Company name	AIR WATER INC.	Nihonkaisui Co., Ltd.
Date of resolution	August 14, 2013	September 28, 2007
Persons granted	17 directors	5 directors and 5 employees
Number of options granted	54,000 shares of common stock	408,991 shares of common stock
Date of grant	August 30, 2013	September 29, 2007
Vesting conditions	Holder relinquishes the position as a director of the Company	-
Eligible employment period	-	-
Exercise period	From August 31, 2013 to August 30, 2033	From September 29, 2009 to September 28, 2017

The following table summarizes number of stock options

Company name	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.
Date of resolution	August 8, 2007	July 30, 2008	August 12, 2009	August 13, 2010
Before vesting options (number of shares)				
April 1, 2013	30,700	40,600	62,100	71,100
Granted	-	-	-	-
Forfeited	-	-	-	-
Vested	-	-	-	-
March 31, 2014	30,700	40,600	62,100	71,100
After vesting options (number of shares)				
April 1, 2013	-	-	-	-
Vested	-	-	-	-
Exercised	-	-	-	-
Forfeited	-	-	-	-
March 31, 2014	-	-	-	-

Company name	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.	Nihonkaisui Co., Ltd.
Date of resolution	August 12, 2011	August 14, 2012	August 14, 2013	September 28, 2007
Before vesting options (number of shares)				
April 1, 2013	85,700	85,400	-	-
Granted	-	-	54,000	-
Forfeited	-	-	-	-
Vested	3,100	-	-	-
March 31, 2014	82,600	85,400	54,000	-
After vesting options (number of shares)				
April 1, 2013	-	-	-	245,391
Vested	3,100	-	-	-
Exercised	3,100	-	-	-
Forfeited	-	-	-	21,800
March 31, 2014	-	-	-	223,591

The following table summarize price per shares

Company name	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.
Date of resolution	August 8, 2007	July 30, 2008	August 12, 2009	August 13, 2010
Exercise price (yen)	¥1	¥1	¥1	¥1
Average stock price at exercise(yen)	-	-	-	-
Fair value price at grant date (yen)	1,001	1,104	868	746
Company name	AIR WATER INC.	AIR WATER INC.	AIR WATER INC.	Nihonkaisui Co., Ltd.
Date of resolution	August 12, 2011	August 14, 2012	August 14, 2013	September 28, 2007
Exercise price (yen)	¥1	¥1	¥1	¥540
Average stock price at exercise(yen)	1,423	-	-	-
Fair value price at grant date (yen)	741	715	1,100	-

23. Related party transactions

The Company directly owned 49% of Sakai Gases Center Co. Ltd.

Significant transactions between the Company and related parties for the years ended March 31, 2014 and 2013 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Payments of short-term loans receivable	¥-	¥1,400	\$-
Payments of long-term loans receivable	7,000	1,250	68,014
Interest income	170	190	1,652

The balance of the Company due to related parties for the year ended March 31, 2014 and 2013 was as follows:

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Short-term loans receivable	¥2,150	¥8,158	\$20,890
Long-term loans receivable	7,359	2,509	71,502

24. Financial instruments

Financial instruments were as follows:

(1) Qualitative information on financial instruments**① Policies for using financial instruments**

The Companies restrict its funds management to time deposits and other short-term investments. Also, the Companies' policy is to raise funds mainly by borrowing from banks and issuing bonds. The Companies' policy is to use derivatives strictly as hedges to avoid the risks of interest rate fluctuations and foreign currency exchange fluctuations that arise in export and import transactions. The Companies do not conduct any speculative transactions.

② Financial instruments, associated risks and the risk management system

Operating receivables, including notes and accounts receivable — trade, are exposed to the credit risk of customers. To minimize the credit risk, the Companies perform due date controls and balance controls for each customer in accordance with internal regulations and regularly screen the credit status of major customers.

The Companies are exposed to market price fluctuation risk in relation to investment securities. However, those are primarily the shares of companies with which the Companies have operational relationships. The Companies assess the fair values on a quarterly basis.

Trade liabilities, including notes and accounts payable — trade are mostly current with due dates within a year.

Short-term loans payable are primarily used for short-term fund raising related to operations. Bonds payable, long-term loans payable and lease obligations are used mainly for capital investment and are exposed to the risk of interest rate fluctuations.

③ Supplemental information on the fair value of financial instruments

The fair value of financial instruments is based on market prices or a reasonable estimate of fair value for instruments for which market prices are not available. Estimates of fair value are subject to fluctuation because they employ variable factors and assumptions. In addition, the contractual amounts of the derivatives transactions described below in the note "Derivative financial instruments and hedging transactions" do not represent the market risk of the derivative transactions themselves.

(2) Fair value of financial instruments

(For the year 2014)

Fair value, the carrying value reported in the balance sheets and any difference as of March 31, 2014 are set forth in the table below. Financial instruments for which it is extremely difficult to measure the fair value are not included.

	Millions of yen			Thousands of U.S. dollars		
	Carrying value reported in the balance sheets (※1)	Fair value (※1)	Difference	Carrying value reported in the balance sheets (※1)	Fair value (※1)	Difference
(1) Cash and deposits	¥21,458	¥21,458	¥-	\$208,492	\$208,492	\$-
(2) Notes and accounts receivable — trade	142,417	142,417	-	1,383,764	1,383,764	-
(3) Short-term loans receivable	8,304	8,304	-	80,684	80,684	-
(4) Investment securities						
Other securities	27,406	27,406	-	266,285	266,285	-
(5) Long-term loans receivable (※2)	9,252	-	-	89,895	-	-
Allowance for doubtful accounts	(125)	-	-	(1,214)	-	-
	9,127	9,197	70	88,681	89,361	680
(6) Notes and accounts payable — trade	(93,913)	(93,913)	-	(912,486)	(912,486)	-
(7) Short-term loans payable	(30,729)	(30,729)	-	(298,572)	(298,572)	-
(8) Current portion of long-term loans payable	(10,791)	(10,791)	-	(104,848)	(104,848)	-
(9) Current portion of bonds	(38)	(38)	-	(369)	(369)	-
(10) Current portion of lease obligations	(2,248)	(2,248)	-	(21,842)	(21,842)	-
(11) Bonds	(10,019)	(10,022)	(3)	(97,347)	(97,377)	(30)
(12) Long-term loans payable	(85,777)	(85,865)	(88)	(833,434)	(834,289)	(855)
(13) Lease obligations	(15,877)	(16,023)	(146)	(154,266)	(155,684)	(1,418)
(14) Derivative transactions (※3)	(462)	(462)	-	(4,489)	(4,489)	-

Notes:

※1 Figures shown in parentheses are liabilities.

※2 Allowance for doubtful accounts separately recorded in long-term loans is excluded.

※3 The value of assets and liabilities arising from derivatives is shown at net value, and a net liability position is shown in parentheses.

(For the year 2013)

Fair value and the carrying value reported in the balance sheets and any difference as of March 31, 2013 are set forth in the table below. Financial instruments for which it is extremely difficult to measure the fair value are not included.

	Millions of yen		
	Carrying value reported in the balance sheets (※1)	Fair value (※1)	Difference
(1) Cash and deposits	¥19,880	¥19,880	¥-
(2) Notes and accounts receivable — trade	125,852	125,852	-
(3) Short-term loans receivable	12,746	12,746	-
(4) Investment securities			
Other securities	15,102	15,102	-
(5) Long-term loans receivable (※2)	3,934	-	-
Allowance for doubtful accounts	(266)	-	-
	3,668	3,726	58
(6) Notes and accounts payable — trade	(87,745)	(87,745)	-
(7) Short-term loans payable	(32,038)	(32,038)	-
(8) Current portion of long-term loans payable	(21,625)	(21,625)	-
(9) Current portion of bonds	(38)	(38)	-
(10) Current portion of lease obligations	(2,442)	(2,442)	-
(11) Bonds	(10,057)	(10,059)	(2)
(12) Long-term loans payable	(57,296)	(57,387)	(91)
(13) Lease obligations	(17,800)	(17,860)	(60)
(14) Derivative transactions (※3)	(527)	(527)	-

Notes:

※1 Figures shown in parentheses are liabilities.

※2 Allowance for doubtful accounts separately recorded in long-term loans is excluded.

※3 The value of assets and liabilities arising from derivatives is shown at net value, and a net liability position is shown in parentheses.

Note 1. valuation approach for fair value of financial instruments, securities and derivative transactions

(1) Cash and deposits, (2) Notes and accounts receivable – trade and (3) Short-term loans receivable

The fair value of these amounts is stated at the carrying amount, which is approximate to it.

(4) Investment securities

The fair value of equity securities equals quoted market price, if available. The fair value of debt securities is equal to the quoted market price or the price provided by financial institutions. Marketable and investment securities classified by the purpose for which they are held are described in "Notes to securities."

(5) Long-term loans receivable

The fair value is determined by the present value of future cash flows discounted using the assumed current lending rate for similar loans receivable of a comparable maturity. Doubtful receivables are valued with consideration for any possibility of collection based on guarantees or the existence of collateral.

(6) Notes and accounts payable – trade, (7) Short-term loans payable, (8) Current portion of long-term loans payable, (9) Current portion of bonds and (10) Current portion of lease obligations

The fair value of these amounts is stated at the carrying amount which is approximate to it.

(11) Bonds

The fair value is determined by the present value of future cash flows discounted using the assumed current interest rate for similar bonds of comparable maturities and contract conditions.

(12) Long-term loans payable

The fair value is determined by the present value of future cash flows discounted using the assumed current interest rate for similar loans payable of comparable maturities.

Interest rate swaps subject to special treatment are used for long-term floating-rate loans. "Derivative transactions" provides additional explanation. Principal and interest of the loans in which these interest rate swaps are embedded are discounted using a reasonable estimate of the interest rate on the loan at the time of issue.

(13) Lease obligations

The fair value is determined by the present value of future cash flows discounted using the assumed current interest rate for similar lease contracts of comparable maturities and contract conditions.

(14) Derivative transactions

Hedge accounting was applied to derivative transactions. The fair value of derivatives transactions is determined by quoted prices provided by financial institutions. The fair value of interest rate swaps subject to special treatment embedded in long-term loans subject to hedging is included in the fair value of the corresponding long-term loan. The fair value of gain or loss resulting from forward foreign exchange contracts embedded in a payable and receivable subject to hedging is included in the fair value of the corresponding payable or receivable.

Note 2. Financial instruments cannot be estimated, which makes it extremely difficult to assess the fair value.

	Millions of yen		Thousands of U.S. dollars
	2014	2013	2014
Unlisted shares	¥33,969	¥32,346	\$330,052

Unlisted shares are not included in "(4) Investment securities - Other securities" because these securities are without market values and their future cash flows cannot be estimated, which makes it extremely difficult to assess the fair value.

Note 3. The redemption schedule for receivables and marketable securities with maturity dates after the close of the fiscal year

(For the year 2014)	Millions of yen				Thousands of U.S. dollars			
	Within 1 year	From 1 year to 5 years	From 5 years to 10 years	Over 10 years	Within 1 year	From 1 year to 5 years	From 5 years to 10 years	Over 10 years
Cash and deposits	¥21,458	¥-	¥-	¥-	\$208,492	\$-	\$-	\$-
Notes and accounts receivable – trade	142,417	-	-	-	1,383,764	-	-	-
Short-term loans receivable	8,304	-	-	-	80,684	-	-	-
Long-term loans receivable	-	8,930	172	150	-	86,766	1,671	1,458
Total	¥172,179	¥8,930	¥172	¥150	\$1,672,940	\$86,766	\$1,671	\$1,458

(For the year 2013)	Millions of yen			
	Within 1 year	From 1 year to 5 years	From 5 years to 10 years	Over 10 years
Cash and deposits	¥19,880	¥-	¥-	¥-
Notes and accounts receivable – trade	125,852	-	-	-
Short-term loans receivable	12,746	-	-	-
Long-term loans receivable	-	3,635	111	188
Total	¥158,478	¥3,635	¥111	¥188

Note 4. The redemption schedule for short-term loans payable, bonds, long-term loans payable and lease obligations

(For the year 2014)	Millions of yen					
	Within 1 year	From 1 year to 2 years	From 2 years to 3 years	From 3 years to 4 years	From 4 years to 5 years	Over 5 years
Short-term loans payable	¥30,729	¥-	¥-	¥-	¥-	¥-
Bonds	38	10,019	-	-	-	-
Long-term loans payable	10,791	14,004	8,608	18,111	14,083	30,971
Lease obligations	2,248	2,280	1,709	1,400	1,292	9,196
Total	¥43,806	¥26,303	¥10,317	¥19,511	¥15,375	¥40,167

(For the year 2014)	Thousands of U.S. dollars					
	Within 1 year	From 1 year to 2 years	From 2 years to 3 years	From 3 years to 4 years	From 4 years to 5 years	Over 5 years
Short-term loans payable	\$298,572	\$-	\$-	\$-	\$-	\$-
Bonds	369	97,347	-	-	-	-
Long-term loans payable	104,848	136,067	83,638	175,972	136,834	300,923
Lease obligations	21,842	22,153	16,605	13,603	12,554	89,351
Total	\$425,631	\$255,567	\$100,243	\$189,575	\$149,388	\$390,274

(For the year 2013)	Millions of yen					
	Within 1 year	From 1 year to 2 years	From 2 years to 3 years	From 3 years to 4 years	From 4 years to 5 years	Over 5 years
Short-term loans payable	¥32,038	¥-	¥-	¥-	¥-	¥-
Bonds	38	38	10,019	-	-	-
Long-term loans payable	21,625	9,113	11,482	8,391	16,069	12,241
Lease obligations	2,442	2,045	2,244	1,682	1,399	10,430
Total	¥56,143	¥11,196	¥23,745	¥10,073	¥17,468	¥22,671

To the Board of Directors of AIR WATER INC.:

We have audited the accompanying consolidated financial statements of AIR WATER INC. and its consolidated subsidiaries, which comprise the consolidated balance sheets as at March 31, 2014 and 2013, and the consolidated statements of income, statements of comprehensive income, statements of changes in net assets and statements of cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, while the objective of the financial statement audit is not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of AIR WATER INC. and its consolidated subsidiaries as at March 31, 2014 and 2013, and their financial performance and cash flows for the years then ended in accordance with accounting principles generally accepted in Japan.

Convenience Translation

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2014 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 1 to the consolidated financial statements.

KPMG AZSA LLC

KPMG AZSA LLC
June 26, 2014
Osaka, Japan