



September 5, 2014

Consolidated Financial Results
For the Six Months Ended July 31, 2014
 (Japanese Accounting Standards)

Name of the Listed Company: **Poletowin Pitcrew Holdings, Inc.**

Listing: First Section of Tokyo Stock Exchange

Stock code: 3657

URL: <http://www.poletowin-pitcrew-holdings.co.jp>

Representative: Naoto Konishi, President

Contact Person: Joji Yamauchi, Chief Financial Officer

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Scheduled date to file Securities Report: September 11, 2014

Scheduled date to commence dividend payments: —

Supplementary explanatory materials prepared: Yes

Explanatory meeting: Yes (For analysts and institutional investors)

(Millions of yen with fractional amounts discarded, unless otherwise noted.)

1. Consolidated financial results for the six months ended July 31, 2014
(from February 1, 2014, to July 31, 2014)

(1) Consolidated operating results (cumulative) (Percentages indicate year-on-year changes.)

	Net sales		Operating income		Ordinary income		Net income	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
Six months ended								
July 31, 2014	7,293	5.7	977	(13.2)	975	(20.7)	495	(28.5)
July 31, 2013	6,898	37.2	1,125	31.3	1,229	42.4	693	54.0

(Note) Comprehensive income

Six months ended July 31, 2014: ¥ 466 million (-27.8%)

Six months ended July 31, 2013: ¥ 646 million (44.1%)

	Net income per share	Diluted net income per share
Six months ended	Yen	Yen
July 31, 2014	26.07	25.67
July 31, 2013	36.55	35.49

(Note) The Company conducted stock splits on January 9, 2014, at a ratio of two shares of common stock per share of common stock. However, the figures for net income per share and diluted net income per share have been calculated on the assumption that this stock split was conducted at the beginning of the previous fiscal year.

(2) Consolidated financial position

	Total assets	Net assets	Equity ratio
	Millions of yen	Millions of yen	%
As of			
July 31, 2014	9,648	7,661	79.4
January 31, 2014	9,228	7,494	81.2

(Reference) Equity

As of July 31, 2014: ¥ 7,661 million

As of January 31, 2014: ¥ 7,494 million

2. Cash dividends

	Cash dividends per share				
	First quarter	Second quarter	Third quarter	Fiscal year-end	Annual
	Yen	Yen	Yen	Yen	Yen
Fiscal year ended January 31, 2014	–	0.00	–	16.00	16.00
Fiscal year ending January 31, 2015	–	0.00			
Fiscal year ending January 31, 2015 (Forecasts)			–	16.00	16.00

(Notes) Change in dividend forecasts for the fiscal year ending January 31, 2015, during the six months ended July 31, 2014: No

3. Consolidated financial forecasts for the fiscal year ending January 31, 2015

(from February 1, 2014, to January 31, 2015)

(Percentages indicate year-on-year changes.)

	Net sales		Operating income		Ordinary income		Net income		Net income per share
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen
Fiscal year ending January 31, 2015	14,961	7.8	2,183	1.8	2,186	(4.5)	1,211	0.5	63.74

(Note) Change in financial forecasts for the fiscal year ending January 31, 2015, during the six months ended July 31, 2014: No

* Notes:

(1) Changes in significant subsidiaries during the six months ended July 31, 2014 (changes in specified subsidiaries resulting in a change in the scope of consolidation): No

(2) Use of particular accounting treatments in preparation of quarterly consolidated financial statements: Yes

(Note) For details, please refer to (2) Use of particular accounting treatments in preparation of quarterly consolidated financial statements, under 2. Notes to the Summary Information, on page 7 of the attachment materials to this report.

(3) Changes in accounting policies, changes in accounting estimates, and restatement of revisions

a. Changes in accounting standards due to revisions to accounting standards and other guidelines: No

b. Changes in accounting policies due to reasons other than a. above: No

c. Changes in accounting estimates: No

d. Restatement of revisions: No

(4) Number of common shares issued

a. Total number of issued shares at the end of the period (including treasury stock)

As of July 31, 2014 19,039,200 shares

As of January 31, 2014 19,007,200 shares

b. Number of shares of treasury stock at the end of the period

As of July 31, 2014 – shares

As of January 31, 2014 – shares

c. Average number of shares (Cumulative)

For the six months ended July 31, 2014 19,018,161 shares

For the six months ended July 31, 2013 18,960,162 shares

(Note) The Company conducted stock splits on January 9, 2014, at a ratio of two shares of common stock per share of common stock. However, the figures for the number of shares issued have been calculated on the assumption that this stock split was conducted at the beginning of the previous fiscal year.

* Disclosure of status of quarterly review procedures

This report falls outside the scope of quarterly review procedures as laid out in the Financial Instruments and Exchange Act. As of the time of the release of this report, the review procedures of the consolidated financial statements outlined in the Act had not been concluded.

* Proper use of earnings forecasts, and other special matters

(Disclaimer to forward-looking statements)

The forward-looking statements, including earnings forecasts, contained in these materials are based on information currently available to the Company and on certain assumptions deemed to be reasonable. These statements do not guarantee that the Company will achieve its earnings forecasts. In addition, actual business and other results may differ substantially due to various factors. For details on the conditions assumed and the cautionary notes and items in the financial forecasts, please refer to (3) Qualitative Information on Consolidated Earnings Forecasts on page 6 of the Attachment Materials to this report.

(How to obtain supplementary materials explaining earnings for the quarter)

The Company discloses the Supplementary Information to the Financial Results on the TDnet on the same day. The Company plans to hold an earnings results briefing for institutional investors and analysts on Tuesday, September 9, 2014. Along with the earnings presentation materials, streaming video of the briefing session and content are scheduled to be promptly posted on the Company's website following the briefing.

1. Qualitative Information on Financial Results

(1) Analysis of Operating Results

During the six months ended July 31, 2014, the Japanese economy remained somewhat weak, experiencing a downturn following a surge in demand ahead of a hike in the consumption tax rate. That situation abated, with the economy looking set for a gradual recovery. Nonetheless, there remain risks of downward pressure on Japan's economy because of slowdowns in economies overseas.

It was against that backdrop the Poletowin Pitcrew Holdings Group's core Testing/Verification & Evaluation Business experienced ongoing expansion in the social games market, centered on native applications, amid the rising popularity of smartphones and tablet PCs. To broaden opportunities to steadily recoup their development expenses, social game developers increasingly deployed their offerings globally, just as has happened with consumer electronic game software. As a result, demand expanded for localization in multiple languages and for user support, augmenting services in detecting defects (bugs).

At the same time, sales have been favorable in the consumer electronic game market for new next-generation game consoles launched around the world. Looking ahead, the launch of new content for each platform is expected to expand globally as game platforms diversify, as exemplified by the distribution of games using game consoles, smartphones and tablet PCs, as well as via the cloud.

In online markets related to the Group's Internet Monitoring Business, online shopping, video, e-book, and other forms of e-commerce are catching on against the backdrop of the growing popularity of smartphones and tablet PCs. This, in turn, is pushing up demand for monitoring postings and other types of user support services to make safe and reliable Internet access ubiquitous. In the e-commerce market, there is growing demand for handling merchandise checks, the review of Internet advertising based on the Pharmaceutical Affairs Act, the Act against Unjustifiable Premiums and Misleading Representations, and other laws and regulations, and for handling the rights infringement investigations and end-user inquiries and so forth. A recent rise in the incidence of Internet usage problems among the young has prompted municipal boards of education to put efforts into monitoring youth Internet usage and providing Internet literacy education for students, parents and guardians. As a result, monitoring work has increased, as have educational activities operations, including through seminar lecturers.

The Group provides checking, testing, monitoring and inspection services that require human input on a contractual basis to corporate clients. The demand for such services has been growing as these clients have diversified and expanded overseas, and as business processes have become more advanced and sophisticated. During the period under review, Pole to Win Co., Ltd., relocated its Sapporo Studio to larger premises in August to accommodate order expansion. PITCREW CO., LTD., established its Sendai Support Center in April, its first site in the Tohoku region, and moved its Sapporo Support Center to a location with more floor space. PITCREW COREOPS CO., LTD, opened the Sendai BCP Center in April and relocated and increased floor space at the Okinawa BCP Center in May to secure more people outside Metropolitan Tokyo and accommodate operational growth. Overseas, Pole To Win America, Inc., moved its Hunt Valley studio to Baltimore in April. Also that month, Pole To Win India Private Limited increased floor space. One of the Company's business strategies is to expand overseas sales by accelerating its global deployment. Collaboration has thus stepped up between nine business units in six countries and Japanese Group companies to provide a one-stop, full service platform in such areas as defect detection (finding bugs), localization (translation), Internet monitoring, and user support.

As a result of these factors, consolidated net sales for the term were ¥7,293,525 thousand (up 5.7%). Operating income was ¥977,339 thousand (down 13.2%), however, reflecting increased

personnel spending and the establishment, relocation, and expansion of business units in Japan and abroad. Ordinary income was as ¥975,469 thousand (down 20.7%), largely because of lower foreign exchange gains. Net income was ¥495,717 thousand (down 28.5%), owing to extraordinary losses stemming from business site relocations.

Results by segment were as follows.

Testing/Verification & Evaluation Business

In the Testing/Verification & Evaluation Business, the growing popularity of smartphones has resulted in a sharp increase in the social games that users download directly as native applications. These trends led to the Group securing solid orders for mobile content defect detection (finding bugs) services. The Group has received defect detection orders for game software for consumer electronic game consoles centered on titles for the Nintendo 3DS and PlayStation 3, and has gradually secured more orders for PlayStation 4 titles. In defect detection work for finding bugs in amusement (pachinko and pachislot) equipment, makers have been eagerly working on new models with enhanced entertainment features to win the support of end users, generating stable orders. Overseas revenues exceeded 20% of segment sales during the six months under review, reflecting collaboration between nine business units in six countries and Japanese Group companies in supporting the global deployments of domestic and foreign game makers.

As a result, Testing/Verification & Evaluation Business sales increased 3.6% year on year, to ¥5,613,244 thousand. Operating income was down 4.6%, to ¥973,954 thousand.

Internet Monitoring Business

In the Internet Monitoring Business, the Group received increased orders for e-commerce support services from Internet companies, reflecting their vigorous efforts to cultivate business in the e-commerce market. The orders were for merchandise check services for Internet shopping and auction sites and for reviews of advertisements based on the Pharmaceutical Affairs Act, the Act against Unjustifiable Premiums and Misleading Representations, and other laws and regulations, and also reflected increased demand for handling charges and product arrival inquiries from end-users. Demand grew for running legal and compliance checks of the proper operation of the broker websites of insurance companies in light of laws and regulations. Through a proposal-based bidding process, including for new municipal governments, the Group has received steady orders for services to monitor online bullying among the young, which The Group is providing these services to various municipal boards of education and private schools on a contract basis. In the period under review, the Group received orders from 22 municipal governments, as well as four orders from private schools. The Group deepened collaboration between Group companies, thereby capturing complex orders for several projects from corporate clients.

Internet Monitoring Business sales therefore rose 13.6%, to ¥1,646,045 thousand. Operating income was down 52.6%, however, to ¥43,552 thousand, as the Company extensively opened, relocated, or added floor space at business sites.

Others

In this segment, Palabra Inc. instituted a subtitle training curriculum to prepare for the advent of barrier-free motion pictures, producing barrier-free subtitles for television program and video production firms on contract. IMAid Inc. offers medical staffing services.

Segment sales increased 5.3%, to ¥34,235 thousand. There was an operating loss of ¥43,268

thousand, down from ¥49,742 thousand a year earlier.

(2) Qualitative information concerning consolidated financial position

Total Assets

Current assets increased ¥360,240 thousand, or 5.1%, from January 31, 2014, to ¥7,396,597 thousand as of July 31, 2014. This growth was due mainly to a ¥457,040 thousand rise in notes and accounts receivable-trade that offset a ¥110,277 thousand decrease in cash and deposits.

Noncurrent assets stood at ¥2,252,336 thousand, ¥60,484 thousand, or 2.8% higher than on January 31, 2014. This reflected a ¥102,288 thousand increase in investment securities, which offset a ¥97,757 thousand decrease in goodwill.

As a result, total assets increased ¥420,725 thousand, or 4.6%, to ¥9,648,933 thousand.

Liabilities

Current liabilities stood at ¥1,928,238 thousand, rose ¥247,911 thousand, or 14.8%, from January 31, 2014. The prime factor in this increase was a ¥167,050 thousand rise in accounts payable-other, offsetting a ¥50,011 thousand decrease in income taxes payable.

Noncurrent liabilities increased ¥5,138 thousand, or 9.5%, to ¥58,954 thousand. This was mainly due to a ¥5,116 thousand increase in provision for retirement benefits.

As a result, total liabilities increased ¥253,050 thousand, or 14.6%, to ¥1,987,193 thousand.

Net assets

Net assets increased ¥167,674 thousand, or 2.2%, to ¥7,661,740 thousand. This was attributable to a ¥191,602 thousand increase in retained earnings from ¥495,717 thousand in net income, which offset ¥304,115 thousand decrease in cash dividends paid.

(3) Qualitative Information on Consolidated Earnings Forecasts

Both revenues and earnings were broadly on target in the period under review. In the Testing/Verification & Evaluation Business, orders continue to expand, primarily for defect detection, localization, and user support services overseas. Domestic game makers have recently expanded throughout Asia (notably, in China, Taiwan, Korea, and Vietnam). The Group's operations in China, Singapore, and Korea are becoming more important in light of the lifting of a manufacturing and sales ban on consumer electronic game consoles in China. In the Internet Monitoring Business, the Group is securing solid orders for e-commerce-related advertising reviews, merchandise checks, user support, and other services. As the busy season for consumer electronic game software will begin in the third quarter, management expects to generally remain on target, and has therefore retained the consolidated earnings forecasts that it disclosed on March 10, 2014.

Note, however, that the earnings forecasts are based on information currently available to the Company and on certain assumptions deemed to be reasonable. These statements do not guarantee that the Company will achieve its earnings forecasts. In addition, actual business and other results may differ substantially due to various factors.

2. Notes to the Summary Information

(1) Changes in significant subsidiaries during the six months ended July 31, 2014

Not applicable (Although the following does not apply here, management notes that Daiichi Research Institute Co., Ltd., was dissolved following an absorption-type merger with consolidated subsidiary Pole To Win Co., Ltd., effective March 31, 2014.)

(2) Use of particular accounting treatments in preparation of quarterly consolidated financial statements

(Calculation of income taxes payable)

The tax expenses of the Company and certain consolidated subsidiaries are estimated reasonably based on effective tax rates after applying tax effect accounting for income before income taxes and minority interests for the consolidated fiscal year, including the second quarter under review, multiplying quarterly income before income taxes and minority interests by the relevant estimated effective tax rate.

(3) Changes in accounting policies, changes in accounting estimates, and restatement of revisions

Not applicable

3. Consolidated Financial Statements

(1) Consolidated Balance Sheets

(Thousands of yen)

	Fiscal 2014 (As of January 31, 2014)	2Q Fiscal 2015 (As of July 31, 2014)
Assets		
Current assets		
Cash and deposits	4,959,929	4,849,651
Notes and accounts receivable-trade	1,698,083	2,155,123
Deferred tax assets	76,413	76,806
Other	301,956	319,403
Allowance for doubtful accounts	(26)	(4,387)
Total current assets	7,036,356	7,396,597
Noncurrent assets		
Property, plant and equipment		
Buildings and structures	239,429	263,452
Accumulated depreciation	(82,729)	(91,068)
Buildings and structures, net	156,699	172,383
Machinery, equipment and vehicles	2,785	2,711
Accumulated depreciation	(2,591)	(2,711)
Machinery, equipment and vehicles, net	194	0
Tools, furniture and fixtures	497,030	539,489
Accumulated depreciation	(358,416)	(377,830)
Tools, furniture and fixtures, net	138,614	161,659
Total property, plant and equipment	295,508	334,043
Intangible assets		
Goodwill	1,425,132	1,327,374
Software	28,861	34,344
Other	2,014	1,789
Total intangible assets	1,456,008	1,363,509
Investments and other assets		
Investment securities	50,808	153,096
Lease and guarantee deposits	314,833	322,818
Deferred tax assets	68,314	70,380
Other	16,843	20,117
Allowance for doubtful accounts	(10,465)	(11,628)
Total investments and other assets	440,333	554,783
Total noncurrent assets	2,191,851	2,252,336
Total assets	9,228,208	9,648,933

(Thousands of yen)

	Fiscal 2014 (As of January 31, 2014)	2Q Fiscal 2015 (As of July 31, 2014)
Liabilities		
Current liabilities		
Accounts payable-other	865,136	1,032,187
Accrued expenses	44,680	65,305
Income taxes payable	527,893	477,881
Provision for bonuses	11,516	63,478
Other	231,100	289,385
Total current liabilities	1,680,326	1,928,238
Noncurrent liabilities		
Provision for retirement benefits	44,809	49,925
Deferred tax liabilities	7,180	7,133
Other	1,826	1,894
Total noncurrent liabilities	53,815	58,954
Total liabilities	1,734,142	1,987,193
Net Assets		
Shareholders' equity		
Capital stock	1,233,497	1,236,009
Capital surplus	1,279,952	1,282,464
Retained earnings	4,579,330	4,770,932
Total shareholders' equity	7,092,780	7,289,406
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	11,501	12,824
Foreign currency translation adjustments	389,783	359,509
Total accumulated other comprehensive income	401,285	372,334
Total net assets	7,494,065	7,661,740
Total liabilities and net assets	9,228,208	9,648,933

(2) Consolidated Statements of Income and Consolidated Statements of Comprehensive Income
Consolidated Statements of Income
(Six-month period ended July 31, 2014)

	(Thousands of yen)	
	Six months ended July 31, 2013 (From February 1, 2013, to July 31, 2013)	Six months ended July 31, 2014 (From February 1, 2014, to July 31, 2014)
Net sales	6,898,577	7,293,525
Cost of sales	4,502,879	4,905,395
Gross profit	2,395,698	2,388,130
Selling, general and administrative expenses	1,270,013	1,410,790
Operating income	1,125,684	977,339
Non-operating income		
Interest income	408	760
Dividends income	—	185
Foreign exchange gains	88,957	—
Subsidy income	1,107	680
Consumption tax adjustment	585	—
Insurance premiums refunded cancellation	5,855	2,827
Commission fees	—	1,959
Other	7,055	2,589
Total non-operating income	103,969	9,002
Non-operating expenses		
Foreign exchange losses	—	5,099
Compensation expenses	—	5,761
Other	—	11
Total non-operating expenses	—	10,871
Ordinary income	1,229,654	975,469
Extraordinary gains		
Gain on donation of non-current assets	—	4,543
Total extraordinary gains	—	4,543
Extraordinary losses		
Loss on retirement of noncurrent assets	—	7,329
Office transfer expenses	—	16,198
Other	—	1,130
Total extraordinary losses	—	24,658
Income before income taxes and minority interests	1,229,654	955,354
Income taxes	536,569	459,637
Income before minority interests	693,084	495,717
Net income	693,084	495,717

Consolidated Statement of Comprehensive Income
(Six-month period ended July 31, 2014)

(Thousands of yen)

	Six months ended July 31, 2013 (From February 1, 2013, to July 31, 2013)	Six months ended July 31, 2014 (From February 1, 2014, to July 31, 2014)
Income before minority interests	693,084	495,717
Other comprehensive income		
Valuation difference on available-for-sale securities	1,979	1,322
Foreign currency translation adjustments	(48,890)	(30,273)
Total other comprehensive income	(46,910)	(28,951)
Total comprehensive income	646,173	466,765
Comprehensive income attributable to:		
Owners of the parent	646,173	466,765

(3) Consolidated Statements of Cash Flows

(Thousands of yen)

	Six months ended July 31, 2013 (From February 1, 2013, to July 31, 2013)	Six months ended July 31, 2014 (From February 1, 2014, to July 31, 2014)
Cash flows from operating activities		
Income before income taxes and minority interests	1,229,654	955,354
Depreciation and amortization	57,549	79,629
Amortization of goodwill	85,743	80,446
Increase (decrease) in allowance for doubtful accounts	1,861	5,523
Increase (decrease) in provision for bonuses	29,511	51,962
Increase in provision for retirement benefits	3,570	5,116
Interest and dividends income	(408)	(945)
Foreign exchange (gains) losses	(77,807)	(75)
Loss on retirement of noncurrent assets	—	7,329
Increase in notes and accounts receivable-trade	(269,106)	(469,114)
Decrease (increase) in accounts receivable-other	(9,892)	5,221
Increase (decrease) in accounts payable-other	174,644	160,636
Increase in accrued expenses	35,117	20,637
Increase in deposits received	14,540	25,691
Other, net	30,146	40,553
Subtotal	1,305,126	967,967
Interest and dividends income received	408	945
Income taxes paid	(632,943)	(539,133)
Net cash provided by operating activities	672,591	429,779
Cash flows from investing activities		
Purchase of property, plant and equipment	(53,333)	(109,595)
Purchase of intangible assets	(8,863)	(6,127)
Purchase of investment securities	—	(100,185)
Payments of loans receivable	(606)	(1,462)
Collection of loans receivable	662	1,440
Payments for lease and guarantee deposits	(38,473)	(37,608)
Proceeds from collection of lease and guarantee deposits	2,010	18,555
Net cash used in investing activities	(98,602)	(234,984)
Cash flows from financing activities		
Proceeds from issuance of common stock	3,756	5,024
Cash dividends paid	(284,208)	(304,115)
Net cash used in financing activities	(280,452)	(299,091)
Effect of exchange rate change on cash and cash equivalents	16,713	(5,981)
Net increase (decrease) in cash and cash equivalents	310,251	(110,277)
Cash and cash equivalents at beginning of period	4,199,797	4,959,929
Cash and cash equivalents at end of period	4,510,048	4,849,651

(4) Notes to Consolidated Financial Statements

(Notes on Going Concern Assumption)

Not applicable

(Notes on Significant Changes in Shareholders' Equity)

Not applicable

(Segment Information)

1. Six months ended July 31, 2013 (from February 1, 2013, to July 31, 2013)

(1) Net sales and income (loss) by reporting segment

(Thousands of yen)

	Reporting segment			Others* ¹	Total	Adjustments* ²	Amounts in the consolidated statements of income* ³
	Testing/ Verification & Evaluation Business	Internet Monitoring Business	Total				
Net sales							
Sales to third parties	5,416,887	1,449,164	6,866,051	32,525	6,898,577	—	6,898,577
Inter-segment sales and transfers	1,521	1,200	2,721	2,880	5,601	(5,601)	—
Total	5,418,409	1,450,364	6,868,773	35,405	6,904,179	(5,601)	6,898,577
Segment income (loss)	1,021,219	91,898	1,113,118	(49,742)	1,063,375	62,309	1,125,684

- *Notes: 1. Others covers operations not included in reporting segments, and mainly encompasses the market research, publishing, and media businesses.
2. Adjustment for segment income of ¥62,309 thousand comprises elimination of intersegment transactions of ¥241,776 thousand and unallocated corporate expenses of ¥179,467 thousand. Unallocated corporate expenses are mainly general administrative expenses.
3. Segment income (loss) is adjusted against the operating income recorded in the consolidated statements of income.

(2) Information regarding impairment losses on fixed assets and goodwill by reporting segment

Not applicable

2. Six months ended July 31, 2014 (from February 1, 2014, to July 31, 2014)

(1) Net sales and income (loss) by reporting segment

(Thousands of yen)

	Reporting segment			Others* ¹	Total	Adjustments* ²	Amounts in the consolidated statements of income* ³
	Testing/ Verification & Evaluation Business	Internet Monitoring Business	Total				
Net sales							
Sales to third parties	5,613,244	1,646,045	7,259,290	34,235	7,293,525	—	7,293,525
Inter-segment sales and transfers	8,835	11,125	19,961	—	19,961	(19,961)	—
Total	5,622,080	1,657,171	7,279,251	34,235	7,313,487	(19,961)	7,293,525
Segment income (loss)	973,954	43,552	1,017,506	(43,268)	974,238	3,101	977,339

- *Notes: 1. Others covers operations not included in reporting segments, and mainly encompasses the publishing, and media businesses.
2. Adjustment for segment income of ¥3,101 thousand comprises elimination of intersegment transactions of ¥214,870 thousand and unallocated corporate expenses of ¥211,769 thousand. Unallocated corporate expenses are mainly general administrative expenses.
3. Segment income (loss) is adjusted against the operating income recorded in the consolidated statements of income.

(2) Information regarding impairment losses on fixed assets and goodwill by reporting segment

Not applicable