

Objectives

Enhance corporate value by quickly restoring market confidence
 Build a more robust management foundation unaffected by external conditions and establish a position as an innovative functional trading company that delivers high-value-added functions and services

Fundamental Policies

Establish a Robust Financial Position

· Drastic review of the Group's asset portfolio (reducing operational risk and improving the quality and liquidity of assets)
 · Reinforce shareholders' equity through capital increase in an effort to offset capital reduction triggered by drastic review of the Group's asset portfolio, and reduce interest-bearing debt

Plan to restore asset portfolio

Provide for final disposal to avoid additional losses in the future while aiming to maximize capital recovery

Accelerate selection and focus

(297.7 billion yen asset reduction, 236.9 billion yen extraordinary loss in the current six-month period)
 Complete loss disposition except for the portion in the current six-month period

- Actual loss (sale and withdrawal completed in the 1st half of fiscal 2004)
 Asset reduction of 95.2 billion yen (loss of 68.7 billion yen)
- Reserves (planned sale and withdrawal in 2nd half of fiscal 2004)
 Asset reduction of 157.7 billion yen (loss of 123.4 billion yen)
- Reserves (off-balance sheet next fiscal year onward) Asset reduction of 44.8 billion yen (loss of 44.8 billion yen)
- Undisposed (planned disposal in 2nd half of fiscal 2004) Asset reduction of 52.3 billion yen

Disposal of real estate, etc.

(21.6 billion yen asset reduction, extraordinary loss of 13.3 billion yen in the current six-month fiscal period)
 Divided into the bulk sale of properties and individual sales of properties planned for the 2nd half of fiscal 2004

- Actual loss (sale completed in the 1st half of fiscal 2004) Asset reduction of 21.6 billion yen (loss of 13.3 billion yen)
- Undisposed (planned for sale in the 2nd half of fiscal 2004) Asset reduction of 228.4 billion yen

Reinforce shareholders' equity and reduce interest-bearing debt

Implement equity financing of 370 billion yen to reformatify shareholders' equity following the recording of approximately 400 billion yen loss and reduce interest-bearing debt

Details of equity financing (Sojitz HD)

- Amount: 370 billion yen
- Method: Issue of preferred stocks by way of third-party allocation (360 billion yen) and Issue of convertible bonds with stock acquisition rights (10 billion yen)
- Date: October 29, 2004
- Investors: (Preferred stocks) UFJ, Mizuho Corporate, Tokyo-Mitsubishi, UBS Group (Convertible bonds with stock acquisition rights) UBS Group

Reduction of interest-bearing debt

That portion of preferred stocks underwritten by UFJ, Mizuho Corporate, Tokyo-Mitsubishi (350 billion yen) put into effect a debt equity swap and transferred it to reduce debts payable on October 29, 2004.

Following these measures, significantly improve shareholders' equity ratio, DER, secure a sound balance sheet, and enhance creditworthiness

Evolution to a Quality Earnings Structure

· Accelerate selection and focus
 Selection: withdraw from select and low-profit businesses, allocate management resources focusing on businesses with competitive advantage
 · Improve SCVA (risk/return indicator), optimization of business portfolio
 · Continuously enhance and strengthen business portfolio and risk management

New investment and loans 90 billion yen planned in Fiscal 2004

1st half of the year Raise approx. 33 billion yen of new investment and loans to strengthen earning power

Principal investment activity

- IT-related business (Nissho Electronics Corp.)
- Investment in oil drilling rights (North Sea, U.K.)
- Ladies apparel products (Singapore Co., Ltd. JAPAN)
- Investment in commercial facilities development (Kashiwa SC)
- Automobile retail business (China)

2nd half Plan 50-60 billion yen of new investment and loans for sharing among future profit sources by ensuring profit and with a view to appropriate favorable risk return conditions

Current activity

- Investment in gas drilling rights (Gulf of Mexico, U.S.A.)
- Investment in coal mining rights (Queensland, Australia)
- Cotton textiles business (Shandong, China)

SCVA Management

Advance SCVA Management

- Establish organization with responsibility for SCVA
- Work toward uniform Group criteria including related domestic and overseas companies
- Advance SCVA upgrades
- Enhance system infrastructure

Strengthen and enhance risk management

Sojitz Corporation's Risk Management Planning Office established October 1, 2004

- Strengthen planning functions of wide-ranging horizontal risk management measures in operations
- Ensures independence through appointment of director exclusively responsible for risk management

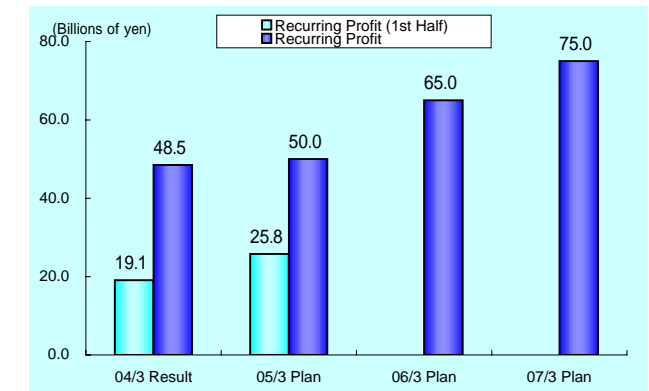
Strengthening and enhancing measures

- Upgrade internal rating system
- Enhance follow-up management system monitoring etc.
- Upgrade portfolio management

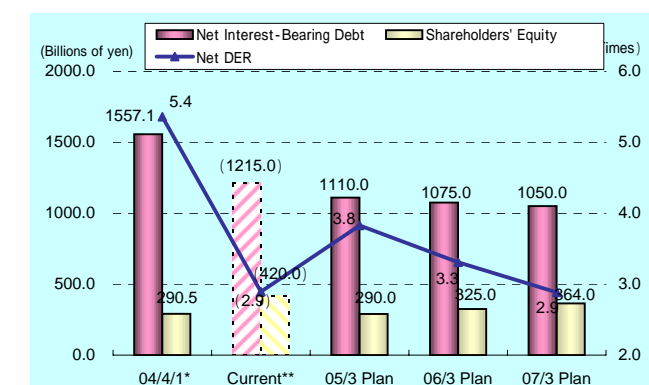
Financial Targets for March 2007

- Recurring profit: 75 billion yen
- Net DER: approx 3 times
- * Net interest-bearing debt: 1 trillion yen
- Ratings: BBB or above

Recurring profit



Net DER



*Figures as of April 1, 2004 are reference data representing the merger of the former Nichimen Corporation and former Nissho Iwai Corporation
 **Actual results for the period ended September 30, 2004, take into account the 360 billion yen increase in capital and the repayment of 350 billion yen of interest-bearing debt executed on October 29, 2004

Ratings

Moody's

Long-term senior unsecured debt Ba3 (Under review for possible upgrade)

S&P

Long-term corporate credit B+
 Senior unsecured bond BB

R&I

Senior Long-term credit B+

JCR

Rating on senior debts (Sojitz HD) #BB+ (Under Credit Monitor)
 Ratings on the bonds (Sojitz HD/Sojitz) #BBB- (Under Credit Monitor)

Progress of the New Business Plan

Reinforcement of Corporate Governance Structure

Formation of Follow-Up Committee (Sojitz)

With the president of Sojitz Corporation at its head, the executive unit of the new business plan manages the plan's progress, and reports to the relevant parties. In order to preserve its transparency, external experts act as advisors and as third parties undertake progress monitoring

Formation of Nomination Committee (Sojitz HD)

In order to increase the fairness and transparency of board member nominations, an external director serves as the head of the Nomination Committee. Its members clearly identify the credentials for director, deliberate over and nominate candidates as well as methodically formulate plans for fostering future director candidates

Formation of Remuneration Committee (Sojitz HD)

To formulate an assessment and remuneration system for directors paid on merit and to increase fairness and transparency of that system, a Remuneration Committee was formed, chaired by an external director

Attachment 2

Progress and Plans Toward Creating a Robust Asset Portfolio

Results as of September 30, 2004										
(Billions of yen)	Target		Disposed						Undisposed	
			Actual loss (sale and withdrawal)		Reserves (planned sale and withdrawal)		Reserves (off-balance sheet next fiscal year onward)			
	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss
Acceleration of selection and focus	350.0	260.0	95.2	68.7	157.7	123.4	44.8	44.8	52.3	23.1
Disposal of real estate, etc.	250.0	150.0	21.6	13.3					228.4	136.7
Total	600.0	410.0	116.8	82.0	157.7	123.4	44.8	44.8	280.7	159.8

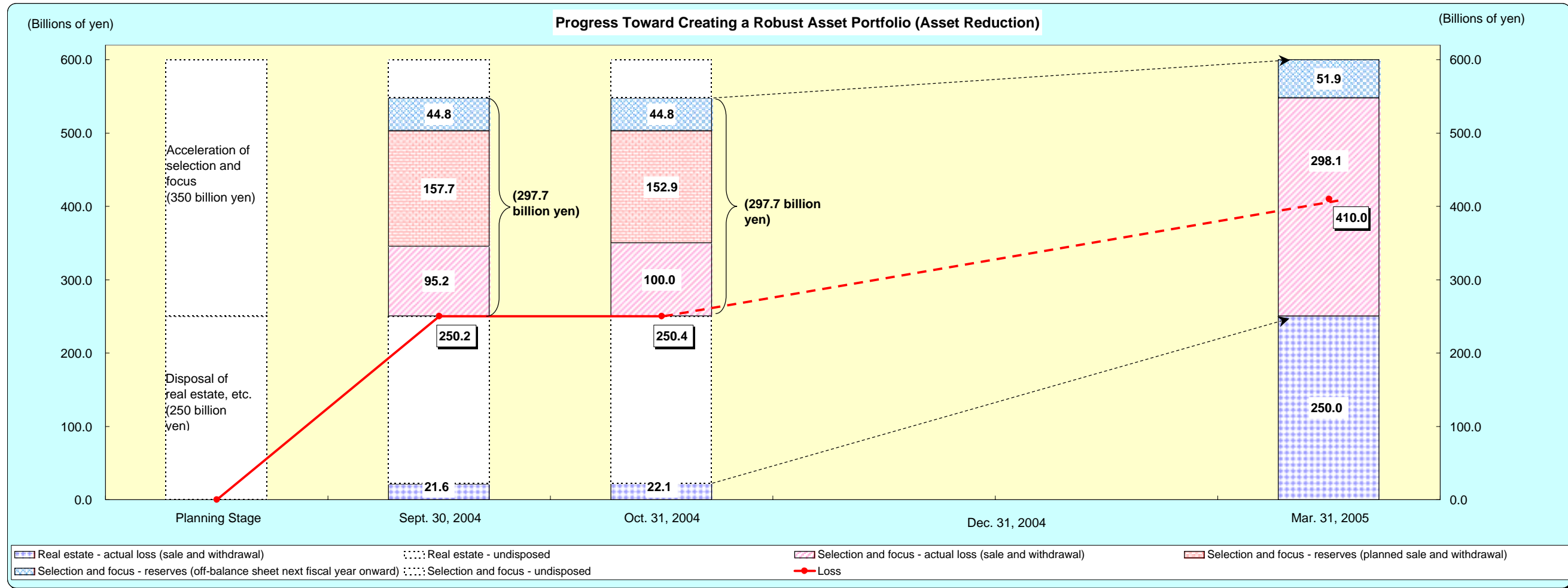
* Asset reduction is the amount of assets to be reduced under acceleration of selection and focus and disposal of real estate, and indicates off balance sheet assets.

Results as of October 31, 2004										
(Billions of yen)	Target		Disposed						Undisposed	
			Actual loss (sale and withdrawal)		Reserves (planned sale and withdrawal)		Reserves (off-balance sheet next fiscal year onward)			
	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss
Acceleration of selection and focus	350.0	260.0	100.0	71.7	152.9	120.4	44.8	44.8	52.3	23.1
Disposal of real estate, etc.	250.0	150.0	22.1	13.5					227.9	136.5
Total	600.0	410.0	122.1	85.2	152.9	120.4	44.8	44.8	280.2	159.6

* Asset reduction is the amount of assets to be reduced under acceleration of selection and focus and disposal of real estate, and indicates off balance sheet assets.

Target for March 31, 2005										
(Billions of yen)	Target		Disposed						Undisposed	
			Actual loss (sale and withdrawal)		Reserves (planned sale and withdrawal)		Reserves (off-balance sheet next fiscal year onward)			
	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss	Asset Reduction	Loss
Acceleration of selection and focus	350.0	260.0	298.1	208.1	0	0	51.9	51.9	0	0
Disposal of real estate, etc.	250.0	150.0	250.0	150.0					0	0
Total	600.0	410.0	548.1	358.1	0	0	51.9	51.9	0	0

* Asset reduction is the amount of assets to be reduced under acceleration of selection and focus and disposal of real estate, and indicates off balance sheet assets.



(Measures taken to dispose of assets)

Acceleration of selection and focus:

Actual loss (sale and withdrawal completed in 1st half of fiscal 2004)
 Asset reduction of 95.2 billion yen, loss of 68.7 billion yen
 - Sold communications-related stocks
 - Withdrew from overseas automobile finance subsidiary
 - Withdrew from domestic home appliance and health-related equipment wholesale business
 - Withdrew from domestic automobile sales business
 - Withdrew from overseas low-profit mineral resources business

Reserves (planned sale and withdrawal in 2nd half of fiscal 2004)
 Asset reduction of 157.7 billion yen, loss of 123.4 billion yen
 - Withdrawal from aircraft financing business
 - Withdrawal from low-profit overseas automobile business
 - Latin America private-sector medical equipment project
 - Withdrawal from overseas construction machinery subsidiary
 - Withdrawal from overseas communications business
 - Settlement of domestic lawsuit (already settled with payment received in October)
 - Withdrawal from overseas office building business (finished sales in October)

Reserves (off-balance sheet next fiscal year onward)
 Asset reduction of 44.8 billion yen, loss of 44.8 billion yen
 - Reserves with legal limits due to lawsuits
 - Reinforce reserves against receivables involving country risk
 - Withdrawal from low-profit overseas fossil product businesses

Undisposed
 - Withdrawal from large aircraft and other low-profit aircraft operating lease business
 - Financing related to domestic real estate
 - Expense write-offs

Disposal of real estate, etc.:

Actual loss (sale and withdrawal in 1st half of fiscal 2004)
 Asset reduction of 21.6 billion yen and loss of 13.3 billion yen
 * Planned asset reduction of 230.0 billion yen and planned loss of 140.0 billion yen in 2nd half of fiscal 2004

(Planned disposals)

Acceleration of selection and focus

- Provide for final disposal to avoid additional losses in the future while aiming to maximize capital recovery

Disposal of real estate, etc.

(Progress on current sale negotiations)
 - Properties for bulk sale
 - Negotiating bulk sale of properties of several billion yen
 - Properties for individual sale
 - Examining sale of former headquarters buildings and other buildings individually to investors

Highlights of Consolidated Financial Results for the Six-month Period Ended September 30, 2004

Sojitz Holdings Corporation

1. Highlights of 1st-Half FY2004 Results

New Business Plan (announced on September 8)

1. Establish a robust financial position
2. Evolution to a quality earnings structure
3. Revision of financial targets in year 3

Recurring profit: 75.0 billion yen
 Net DER: Approx. 3 times
 (net interest-bearing debt of 1 trillion yen)
 Ratings: BBB or above

(Billions of yen)			
	FY2004	FY2005	FY2006
Net sales	5,000	4,900	5,200
Recurring profit	50	65	75
Net income (loss)	(380)	35	39

Recording of losses in line with New Business Plan during 1st Half FY2004

To reduce business risk and improve asset quality and liquidity, we reviewed low-profit businesses including overseas investments, and recorded extraordinary losses of approximately 250 billion yen during the 1st half of fiscal 2004 based on calculations of withdrawal costs and recoverable amounts.

Enhancement of shareholders' equity and reductions of interest-bearing debt

In line with the New Business Plan, increased capital by issuing preferred stock to principal financial institutions such as UFJ Bank and the UBS Group on October 29, 2004.

<Details of capital increase>

Underwriters: UFJ Bank, Mizuho Corporate Bank, Bank of Tokyo-Mitsubishi, UBS Group
 Amount: 360 billion yen

*Convertible bonds in the amount of 10 billion yen were also issued to UBS Group.

<Reduction in interest-bearing debt>

A debt-equity swap was undertaken on October 31, 2004, for 350 billion yen in preferred stocks in connection with loans from the company's three main banks, and this amount was allocated to debt reduction.

As of September 30, 2004, progress toward achieving FY2004 targets for operating income and recurring profit had exceeded 50% under the New Business Plan. Almost of all losses were recorded for acceleration of selection and focus except certain operating assets. We plan to make final disposals through the sale of real estate in the 2nd half of fiscal 2004.

Forecasts for Fiscal 2004

Estimates are for net sales of 5 trillion yen, recurring profit of 50 billion yen, and a net loss of 380 billion yen.

Assumptions
 Exchange rate (yen/US dollar): 105
 Crude oil prices (US\$/BBL): 25-27 (Dubai)

2. Consolidated Statements of Operations

Billions of yen

	1st-half FY2004 results		Increase/Decrease a-b	Summary of changes from the same period of the previous fiscal year	Forecast FY2004 c	Percentage achieved a/c
	a	b				
Net sales	2,254.2	3,022.0	(-767.8)	Decline in energy-related transactions due to fewer low-profit transactions -496.2 Decline in transactions related to aircraft, electronic communications, and ship equipment -105.6	5,000.0	45%
Gross trading profit (Gross trading profit ratio)	119.7 (5.31%)	122.3 (4.05%)	-2.6	Gross trading profit Change due to restructuring (changes in scope of consolidation) +1.2 Decline in transactions related to condominiums -2.1, etc. Decline in transactions related to plants -0.7, etc.	250.0 (5.00%)	48%
Personnel expenses	-40.0	-44.1	4.1	Selling, general and administrative expenses		
Non-personnel expenses	-38.0	-42.8	4.8	Change due to restructuring (changes in scope of consolidation) +0.1		
Depreciation expense (Sub total)	-6.1 (-84.1)	-6.6 (-93.5)	0.5 (9.4)	Rationalization from merger of overseas subsidiaries +2.5 Other (rationalization, etc.) +6.0		
Allowance for doubtful receivables	-0.3	-0.4	0.1			
Cosolidated goodwill amortization	-2.4	-1.8	-0.6			
Selling, general and administrative expenses	(-86.8)	(-95.7)	(8.9)		-187.0	46%
Operating income (Operating income ratio)	32.9 (1.46%)	26.6 (0.88%)	6.3		63.0 (1.26%)	52%
Interest income	9.2	12.9	-3.7			
Interest expenses (Interest expenses-net)	-25.2 (-16.0)	-28.8 (-15.9)	3.6 (-0.1)			
Dividend income (Net financial revenue)	1.5 (-14.5)	2.1 (-13.8)	-0.6 (-0.7)			
Equity in earnings of unconsolidated subsidiaries and affiliates	6.1	1.9	4.2	Equity method gains and losses		
Other income	6.9	11.4	-4.5	Steel Products +4.5, Australian coal business +0.6, etc.		
Other expenses (Other-net)	-5.6 (-7.1)	-7.0 (-7.5)	1.4 (0.4)		-13.0	55%
Recurring profit	25.8	19.1	6.7		50.0	52%
Gain on sale of property & equipment	0.7					
Gain on sale of investment securities	3.3			Gain on sales of assets, mainly listed securities		
Gain on change in equity method (Extraordinary income)	1.0 (5.0)	(6.2)	-1.2			
Loss on sale of property & equipment	-0.8					
Loss on sale of investment securities	(-8.9)			Sales of communications-related shares (-5.5), etc.		
Evaluation loss on investment securities & investments other than securities	(-13.0)			Withdrawal from overseas communications business (-1.9), devaluation of unlisted securities, etc.		
Loss due to reorganization of subsidiaries and affiliates	(-46.2)			Withdrawal from overseas construction machinery subsidiary (-4.6), etc.		
Restructuring loss (Extraordinary loss)	(-181.4)	(-39.3)	(-211.0)	Withdrawal from overseas fossil products company (-13.8), withdrawal from Latin America medical equipment (-7.4), etc.		
(Extraordinary loss-net)	(-245.3)	(-33.1)	(-212.2)		-410.0	60%
Income before income taxes	-219.5	-14.0	(-205.5)		-360.0	61%
Income taxes: Current	-5.6	-5.5	-0.1			
Deferred	-13.9	2.9	-16.8			
Minority interests	-2.1	-0.9	-1.2			
Net income (loss)	(-241.1)	(-17.5)	(-223.6)		(-380.0)	63%

	24.8	15.1	9.7
Core earnings(*)			

Change in shareholders' equity from capital increase on October 29			
	Sept. 30, 2004	Increase	After increase
Total shareholders' equity (common stock)	61.7	360.0	421.7
(capital surplus)	151.1	180.0	331.1
	302.7	180.0	482.7

4. Consolidated Statements of Cash Flows		
	1st-half FY2004 results	1st-half FY2003 results
CF from operating activities	-47.4	52.4
CF from investing activities (Free cash flow)	66.0 (18.6)	31.1 (83.5)
CF from financing activities	-129.9	92.1
Cash and cash equivalents at the end of the Year	290.0	491.7

3. Consolidated Balance Sheets and Principal Management Indices

Billions of yen

	September 30, 2004		Increase/Decrease d-e	Rationale of increase/decrease
	d	e *		
Current assets	1,453.6	1,734.9	-281.3	
Cash and deposits	325.5	435.7	(-110.2)	Reductions in interest-bearing debt and reallocation in new investments, etc.
Trade notes and trade accounts receivables	622.7	709.0	(-86.3)	Deduction due to asset restructuring and fewer subsidiaries
Securities	14.9	17.7	-2.8	Transfer to non-performing receivables due to asset reclassification
Inventories	240.4	239.5	0.9	
Short-term loans receivables	95.4	188.0	(-92.6)	Transfer to non-performing receivables due to asset reclassification
Deferred tax assets-current	6.0	13.3	-7.3	
Other current assets	176.7	171.6	5.1	
Allowance for doubtful receivables	-28.0	-39.9	(11.9)	Transfer to allowance for doubtful receivables (long term) in accordance with transfer to fixed assets including short-term loans receivables due to review of asset portfolio
Fixed assets	1,249.2	1,340.7	-91.5	
Tangible assets	452.3	493.2	(-40.9)	Effect of merger of the former Nichimen & Nissho Iwai(-40.2)
Goodwill	82.1	41.4	(40.7)	Effect of merger of the former Nichimen and Nissho Iwai (+40.4)
Intangible assets	30.5	24.8	5.7	
Investment securities	389.8	410.5	(-20.7)	Devaluation (-10.5), loss on sale (-8.9), etc.
Long-term loans	93.3	182.1	(-88.8)	Transfer to non-performing receivables due to asset reclassification
Non-performing receivables	346.6	152.6	(194.0)	Transfer from long-term loans and short-term loans receivables due to review of asset portfolio
Deferred tax assets-non-current	72.0	97.5	(-25.5)	Effect of Merger (-15.0) of the former Nichimen and Nissho Iwai, deduction along with New Business Plan (-13.9)
Others	80.8	82.4	-1.6	
Allowance for doubtful receivables	-298.2	-143.8	(-154.4)	Increase from extraordinary loss due to selection and focus, and transfer from allowance for doubtful receivables (short term), etc.
Deferred assets	1.2	1.4	-0.2	
Total assets	2,704.0	3,077.0	-373.0	
Liabilities	2,278.5	2,212.3	66.2	
Trade notes and trade accounts payables	477.9	479.3	-1.4	
Short term debts	1,517.9	1,320.9	(197.0)	Increase from refinancing, transfer from long-term borrowings as maturity due within one year, etc.
Commercial paper	79.1	141.2	(-62.1)	
Bonds with redemption in one year	33.9	38.9	(-5.0)	Maturity redemption
Other current liabilities	169.7	232.0	(-62.3)	
Non current liabilities	330.2	536.5	-206.3	
Long-term borrowings	211.1	430.6	(-219.5)	Decline due to early repayment, transfer to short-term borrowing as maturity due within one year, etc.
Bonds, less current portion	48.7	61.2	-12.5	
Allowance for retirement benefits	33.5	7.9	25.6	
Other non-current liabilities	36.9	36.8	0.1	
Total liabilities	2,608.7	2,748.8	-140.1	
Minority interests	33.6	12.0	21.6	
Preferred stock and Common stock	151.1	150.6	0.5	
Capital surplus	302.7	346.6	(-43.9)	Effect of merger of the former Nichimen and Nissho Iwai(-15.2), transfer to retained earnings (-29.2)
Retained earnings (Sub total)	(-319.8) (134.0)	(-104.8) (392.4)	(-215.0) (-258.4)	Transfer from capital surplus (+29.2), net loss (-241.1)
Loss on land revaluation	-5.2	-5.5	0.3	
Unrealized losses on available-for-sale securities	16.4	16.7	-0.3	
Foreign currency translation adjustments	-83.5	-87.4	3.9	
Treasury stock	0.0	0.0	0.0	
Total shareholders' equity	61.7	316.2	-254.5	
Total liabilities and shareholders' equity	2,704.0	3,077.0	-373.0	
Gross interest-bearing debt	1,890.7	1,992.8	(-102.1)	
Net interest-bearing debt	1,565.2	1,557.1	8.1	
Net debt/equity ratio(Times)	25.37x	4.92x	20.44x	
Shareholders' equity	2.3%	10.3%	-8.0%	
Contingent Liabilities	78.6	89.6	(-11.0)	

(*) Core earnings = Operating income (before Allowance for doubtful receivables)+Interest expenses-net+ Dividend income +Equity in gains of unconsolidated subsidiaries and affiliates