for the third quarter ended December 31, 2004 (Unaudited)

## Sojitz Holdings Corporation

(URL http ://www.sojitz-holdings.com )
Listed stock exchange : The first sections of Tokyo and Osaka
Headquarters: Tokyo
Securities Code : 2768
Company Representative Hidetoshi Nishimura, President \& CEO
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1. Items regarding Preparation for the Summary of the Quarterly Results
(1) Use of simplified accounting procedure : None
(2) Change in accounting policies from the latest consolidated fiscal year : Yes
(3) Change in number of consolidated subsidiaries and affiliated companies accounted for by equity method : Yes

|  | Dec 31, 2004 | Sep 30, 2004 | Mar 31, 2004 |
| :--- | :---: | :---: | ---: |
| Consolidated subsidiaries | 330 | 322 | 329 |
| Unconsolidated subsidiaries (accounted for by the equity method) | 11 | 22 | 24 |
| Unconsolidated affiliates (accounted for by the equity method) | 189 | 196 | 204 |

(4) Figures for the third quarter of fiscal 2004 and 2003 have not been audited by independent auditors.
2. Consolidated Financial Results for the 3rd Quarter of Fiscal Year ending March 2005 (April 1, 2004 December 31, 2004 )
(1) Consolidated Operating Results
(Rounded to millions of Japanese Yen)

|  | Net Sales | Operating Income | Recurring Profit | Net Income |
| :---: | :---: | :---: | :---: | :---: |
|  | Millions of Yer \% | Millions of Yen \% | Millions of Yen \% | Millions of Yen \% |
| 3rd Qtr. of FY 2004 | 3,408,563-22.71 | 49,986 10.68 | 41,176 27.92 | $\triangle 238,957$ |
| 3rd Qtr. of FY 2003 | 4,410,015 | 45,161 | 32,188 | $\triangle 11,763$ |
| (Ref)FY 2003 | 5,861,737 | 59,948 | 48,461 | $\triangle 33,609$ |


|  | EPS | Adjusted EPS |
| :---: | :---: | :---: |
|  | Yen | Yen |
| 3rd Qtr. of FY 2004 | $\triangle 1,107.72$ | - |
| 3rd Qtr. of FY 2003 | $\triangle 61.81$ | - |
| (Ref)FY 2003 | $\triangle 172.52$ | - |

Note; Percentages shown for net sales, operating income and recurring profit are the rates of increase or decrease from the previous corresponding period. Quarterly financial statements were first prepared from the previous fiscal year. Accordingly, rates of increase and decrease for that period have not been disclosed.
(2) Financial Position (Consolidated)

|  | Total Assets | Shareholders' Equity | Shareholders' Equity Ratio | BPS |
| :---: | :---: | :---: | :---: | :---: |
|  | Millions of Yen | Millions of Yen | $\%$ | Yen |
| 3rd Qtr. of FY 2004 | $2,717,804$ | 436,538 | 16.1 | $\triangle 867.48$ |
| 3rd Qtr. of FY 2003 | $3,293,011$ | 340,142 | 10.3 | 359.14 |
| (Ref)FY 2003 | $3,077,022$ | 316,234 | 10.3 | 235.43 |

## Descriptive Analysis of Consolidated Financial Results:

Net sales for the nine-month period ended December 31, 2004 amounted to 3,408.6 billion yen, a decrease of 1,001.4 billion yen compared with the corresponding period of the previous fiscal year. This was attributed to the reduction in low-profit transactions in energy-related business. On the earnings front, gross trading profit was 179.0 billion yen, a year-on-year decline of 5.7 billion yen. The Company recorded selling, general and administrative expenses of 129.0 billion yen, an improvement of 10.5 billion yen compared with the corresponding period of the previous fiscal year. As a result, operating income was 50.0 billion yen, an increase of 4.8 billion yen. Recurring profit, a key indicator in the Company's New Business Plan, amounted to 41.2 billion yen, an increase of 9.0 billion yen, attributed to an increase in equity in earnings of affiliated companies. In the nine-month period ended December 31, 2004, Sojitz Holdings made steady progress, achieving $82 \%$ of its full-year target.
The Company recorded extraordinary losses totaling 255.5 billion yen, net of extraordinary gains and losses, in accordance with its projection under the New Business Plan. As a result, net loss after income taxes was 238.9 billion yei In addition, Sojitz Holdings has successfully established a robust financial position in line with the New Business Plan, issuing preferred stock in the amount of 360.0 billion yen to a number of its principal bankers including UFJ Bank Limited as well as the UBS Group on October 31, 2004
3. Consolidated Earnings Forecast for the Fiscal Year Ending March 2005 (April 1, 2004 March 31, 2005):

|  | Net Sales (Forcast) | Recurring Profit <br> (Forcast) | Net Income (Forcast) |
| :---: | :---: | :---: | :---: |
| Annual | Millions of Yen | Millions of Yen | Millions of Yen |

(Ref) EPS $\triangle 1,763.50$ Yen
Sojitz Holdings has made no change to its consolidated and non-consolidated full-year earnings forecasts for the fiscal year ending March 31, 2005, which were disclosed on November 16, 2004.

* This forecast is based on rational assumptions and beliefs in light of the information currently available to the management, and is subject to uncertainties that could cause actual results to differ materially from this information.


## Consolidated Statements of Income

for the third quarter ended December 31, 2004
Millions of yen

| Third quarter | Semi annual results | Quarterly results | Third quarter |  |
| :---: | :---: | :---: | :---: | :---: |
| (Apr. 1,2004- | (Apr. 1, 2004- | (Oct.1, 2004- | (Apr. 1,2003- | Amounterence |
| Dec. 31, 2004) | Sep. 30, 2004) | Dec. 31, 2004) | Dec. 31, 2003) | Amount | Percentage


| Net sales | 3,408,563 | 2,254,215 | 1,154,347 | 4,410,015 | $(1,001,452)$ | (22.71) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Cost of sales | $(3,229,540)$ | $(2,134,498)$ | $(1,095,042)$ | $(4,225,297)$ | 995,757 | (23.57) |
| Gross trading profit | 179,023 | 119,717 | 59,305 | 184,718 | $(5,695)$ | (3.08) |
| Selling, general and administrative expenses | $(129,036)$ | $(86,783)$ | $(42,252)$ | $(139,556)$ | 10,520 | (7.54) |
| Operating income | 49,986 | 32,934 | 17,052 | 45,161 | 4,825 | 10.68 |
| Interest income | 12,768 | 9,181 | 3,586 | 17,964 | $(5,196)$ | (28.92) |
| Dividend income | 2,294 | 1,479 | 815 | 3,043 | (749) | (24.61) |
| Equity in gains of unconsolidated subsidiaries and affiliates-net | 9,541 | 6,083 | 3,458 | 3,781 | 5,760 | 152.34 |
| Other income | 10,898 | 6,935 | 3,962 | 14,930 | $(4,032)$ | (27.01) |
| Non-operating income | 35,502 | 23,679 | 11,822 | 39,719 | $(4,217)$ | (10.62) |


| Interest expense | $(34,721)$ | $(23,890)$ | $(10,830)$ | $(40,976)$ | 6,255 | $(15.27)$ |
| :--- | ---: | ---: | ---: | ---: | ---: | :---: |
| Interest expense on | $(2,021)$ | $(1,261)$ | $(759)$ | $(1,393)$ | $(628)$ | 45.08 |
| commercial papers | $(7,570)$ | $(5,699)$ | $(1,871)$ | $(10,322)$ | 2,752 | $(26.66)$ |
| Other expense | $(44,313)$ | $(30,851)$ | $(13,461)$ | $(52,692)$ | 8,379 | $(15.90)$ |
| Non-operating expense | 41,176 | 25,762 | 15,413 | 32,188 | 8,988 | 27.92 |


| Extraordinary loss-net | $(255,516)$ | $(245,327)$ | $(10,189)$ | $(35,789)$ | $(219,727)$ | 613.95 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Income before income taxes | $(214,340)$ | $(219,564)$ | 5,224 | $(3,601)$ | $(210,739)$ |  |


| Income taxes; Current | $(7,111)$ | $(5,553)$ | $(1,557)$ | $(8,495)$ | 1,384 | $(16.29)$ |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |
| Deferred | $(14,827)$ | $(13,858)$ | $(969)$ | 1,901 | $(16,728)$ | - |
| Minority interests in | $(2,678)$ | $(2,094)$ | $(583)$ | $(1,569)$ | $(1,109)$ | 70.68 |
| consolidated subsidiaries | $(238,957)$ | $(241,071)$ | 2,114 | $(11,763)$ | $(227,194)$ | - |
| Net Income (Loss) |  |  |  |  |  |  |

## Consolidated Balance Sheets

As of December 31, 2004

| Assets |  |  | Millions of yen <br>  <br> December 31, <br> 2004 |
| :--- | ---: | ---: | ---: |
| March 31, | Increase/ <br> Decrease |  |  |
| Cash and deposits |  |  |  |
| Trade notes and trade accounts receivables | 326,081 | 435,671 | $(109,590)$ |
| Securities | 659,281 | 708,982 | $(49,701)$ |
| Inventories | 12,718 | 17,705 | $(4,987)$ |
| Short-term loans receivables | 217,546 | 239,499 | $(21,953)$ |
| Deferred tax assets-current | 56,833 | 188,002 | $(131,169)$ |
| Other current assets | 6,339 | 13,346 | $(7,007)$ |
| Allowance for doubtful receivables | 182,778 | 171,637 | 11,141 |
| Total current assets | $(19,783)$ | $(39,926)$ | 20,143 |

## Fixed assets;

| Tangible assets | 452,001 | 493,163 | $(41,162)$ |
| :--- | ---: | ---: | ---: |
| Intangible assets; | 115,619 | 66,228 | 49,391 |
| $\quad$ Goodwill | 81,728 | 41,375 | 40,353 |
| Other intangible assets | 33,891 | 24,852 | 9,039 |
|  |  |  |  |
|  |  |  |  |
| Investments and other fixed assets; | 706,570 | 781,335 | $(74,765)$ |
| $\quad$ Investments securities | 397,324 | 410,531 | $(13,207)$ |
| Long-term loans | 119,746 | 182,093 | $(62,347)$ |
| Non-performing receivables | 327,585 | 152,614 | 174,971 |
| Deferred tax assets-non-current | 67,433 | 95,685 | $(28,252)$ |
| Deferred tax assets-revaluation | 1,651 | 1,822 | $(171)$ |
| Others | 77,859 | 82,373 | $(4,514)$ |
| Allowance for doubtful receivables | $(285,031)$ | $(143,786)$ | $(141,245)$ |


| Total fixed assets | $1,274,191$ | $1,340,726$ | $(66,535)$ |
| :--- | :---: | :---: | :---: |
|  |  |  |  |
| Deferred assets | 1,817 | 1,377 | 440 |
| Total assets | $2,717,804$ | $3,077,022$ | $(359,218)$ |

## Consolidated Balance Sheets

As of December 31, 2004

| Liabilities and shareholders'equity |  |  | Millions of yen |  |
| :--- | ---: | ---: | ---: | ---: |
| December 31, <br> 2004 | March 31, <br> Liabrease/ <br> Decrease |  |  |  |
| Current liabilities |  |  |  |  |
| Trade notes and trade accounts payables | 479,400 | 479,264 | 136 |  |
| Short-term debts | 739,957 | 996,605 | $(256,648)$ |  |
| Commercial paper | 173,800 | 141,200 | 32,600 |  |
| Current Portion of Long-term debt | 217,115 | 363,114 | $(145,999)$ |  |
| Income taxes payable | 6,262 | 7,788 | $(1,526)$ |  |
| Deferred tax liabilities-current | 584 | 257 | 327 |  |
| Allowance for reward payable | 2,952 | 3,108 | $(156)$ |  |
| Allowance for restructuring loss |  | - | 500 | $(500)$ |
| Other current liabilities | 175,116 | 220,479 | $(45,363)$ |  |
| Total current liabilities | $1,795,188$ | $2,212,318$ | $(417,130)$ |  |

## Non-current liabilities;

| Bonds, less current portion | 57,509 | 61,167 | $(3,658)$ |
| :--- | ---: | ---: | ---: |
| Long-term borrowings | 325,210 | 430,640 | $(105,430)$ |
| Deferred tax liabilities -non-current | 6,311 | 10,463 | $(4,152)$ |
| Allowance for retirement benefits | 32,390 | 7,928 | 24,462 |
| Other non-current liabilities | 30,317 | 26,259 | 4,058 |
| Total non-current liabilities | 451,740 | 536,459 | $(84,719)$ |
| Total liabilities | $2,246,928$ | $2,748,778$ | $(501,850)$ |
| Minority Interest in consolidated subsidiaries | 34,337 | 12,009 | 22,328 |

## Shareholders' equity

| Preferred stock and Common stock | 331,657 | 150,606 | 181,051 |
| :--- | ---: | ---: | ---: |
| Additional paid-in capital | 483,252 | 346,619 | 136,633 |
| Accumulated deficit | $(317,786)$ | $(104,802)$ | $(212,984)$ |
| Loss on land revaluation | $(5,188)$ | $(5,469)$ | 281 |
| Unrealized losses on available-for-sale securities | 20,861 | 16,692 | 4,169 |
| Foreign currency translation adjustments | $(76,205)$ | $(87,379)$ | 11,174 |
| Treasury stock | $(53)$ | $(32)$ | $(21)$ |
| Total shareholders' equity | 436,538 | 316,234 | 120,304 |
| Total liabilities and shareholders' equity | $2,717,804$ | $3,077,022$ | $(359,218)$ |

## Segment Information

for theThird Quarter ended December 31, 2004

## Industry Segments

Third quarter ended December 31, 2004 Millions of yen

|  | Machinery \& Aerospace |  <br> Mineral Resources | Chemicals \& Plastics | Construction \& Urban Development | Forest Products \& Building Materials | Foods |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net sales |  |  |  |  |  |  |
| Outside customers | 653,667 | 770,170 | 452,695 | 99,806 | 226,851 | 302,053 |
| Inter-segment | 11,306 | 34,339 | 22,780 | 2,033 | 13,254 | 9,568 |
| Total | 664,974 | 804,509 | 475,475 | 101,840 | 240,105 | 311,621 |
| Operating expense | 656,482 | 797,360 | 462,204 | 98,029 | 236,993 | 307,769 |
| Operating income (loss) | 8,491 | 7,149 | 13,271 | 3,810 | 3,111 | 3,852 |
| Total assets | 317,677 | 381,537 | 376,219 | 229,650 | 121,690 | 126,691 |


|  | General Commodities \& Consumer Business | Textiles | Overseas Subsidiaries | Other | Total | Elimination \& Unallocated | Consolidated |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net sales |  |  |  |  |  |  |  |
| Outside customers | 186,619 | 110,577 | 517,607 | 88,514 | 3,408,563 | - | 3,408,563 |
| Inter-segment | 3,330 | 2,151 | 207,849 | 8,848 | 315,462 | 315,462 | - |
| Total | 189,949 | 112,728 | 725,457 | 97,363 | 3,724,026 | 315,462 | 3,408,563 |
| Operating expense | 188,702 | 108,754 | 723,020 | 94,399 | 3,673,716 | 315,140 | 3,358,576 |
| Operating imcome (loss) | 1,247 | 3,974 | 2,436 | 2,963 | 50,309 | 322 | 49,986 |
| Total assets | 68,207 | 112,109 | 489,129 | 432,598 | 2,655,513 | 62,291 | 2,717,804 |

Notes:

1. Unallocated costs and expenses included in "Elimination \& Unallocated" in operating expense totaled 3,211 million yen and are mainly applicable to Sojitz Corporation administrative group expenses.
2. Company assets included in "Elimination \& Unallocated " comprised mainly managed surplus (cash and deposits and bonds) and investment securities.
3. Comments relating to changes in industry segment classification and each industry segment's principal products for Sojitz Corporation are provided as follows.

Following the merger between the former Nissho Iwai Corporation and the former Nichimen Corporation in April 2004, and in the period under review, business units were reclassified with the aim of better reflecting the operations of the Sojitz Group and to enhance efficiency. Information for the corresponding period of the previous fiscal year has been recalculated in accordance with the reclassification for comparative purposes.
Industry segment reclassification is presented as follows.
Individual industry segments for Construction \& Urban Development, Forest Products \& Building Materials, Foods, General Commodities \& Consumer Business, and Textiles have been established. Data for each industry segment was previously included in Housing \& Consumer Products.

The Machinery segment has been renamed the Machinery \& Aerospace segment.
The Energy-Related Plant business, historically included in the Machinery \& Metals segment has been integrated into the Energy \& Mineral Resources segment.

## Segment Information

for the Third Quarter ended Decemberr 31, 2004

## Industry Seqments (Continued)

(Ref.) Third quarter ended December 31, 2003
Millions of yen

|  |  <br> Aerospace |  <br> Mineral <br> Resources |  <br> Plastics |  <br> Urban <br> Development | Forest Products <br> \& Building <br> Materials | Foods |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: |
| Net sales |  |  |  |  |  |  |
| Outside customers | 815,154 | $1,362,788$ | 470,183 | 147,279 | 215,105 | 326,303 |
| Inter-segment | 9,037 | 48,762 | 9,072 | 468 | 5,752 | 9,924 |
| Total | 824,192 | $1,411,551$ | 479,255 | 147,747 | 220,857 | 336,227 |
| Operating expense | 816,184 | $1,406,195$ | 468,597 | 143,793 | 218,463 | 334,324 |
| Operating income (loss) | 8,007 | 5,355 | 10,658 | 3,954 | 2,393 | 1,902 |
| Total assets | 382,525 | 344,796 | 375,678 | 305,061 | 142,405 | 117,274 |


|  | Genera Commodities 8 Consumer Business | Textiles | Overseas Subsidiaries | Other | Total | Elimination \& Unallocated | Consolidated |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Net sales |  |  |  |  |  |  |  |
| Outside customers | 192,735 | 113,028 | 639,600 | 127,837 | 4,410,015 | - | 4,410,015 |
| Inter-segment | 498 | 2,350 | 246,096 | 14,353 | 346,316 | 346,316 ) | - |
| Total | 193,233 | 115,379 | 885,696 | 142,190 | 4,756,332 | 346,316 ) | 4,410,015 |
| Operating expense | 192,380 | 111,911 | 885,230 | 132,264 | 4,709,344 | 344,490 ) | 4,364,854 |
| Operating income (loss) | 853 | 3,468 | 466 | 9,926 | 46,987 | 1,826 ) | 45,161 |
| Total assets | 63,653 | 96,626 | 701,575 | 394,705 | 2,924,303 | 152,718 ) | 3,077,022 |

## Notes:

1. Unallocated costs and expenses included in "Elimination and Unallocated" in operating expenses totaled 6,861 millions yen and are mainly applicable to Sojitz Corporation administrative group expenses.
2. Company assets included in "Elimination and Unallocated" comprised mainly managed surplus (cash and deposits and bonds) and investment securities.

