
***Toa Valve Engineering Inc.
and Subsidiaries***

*Consolidated Financial Statements and
Related Notes for the Year Ended September 30, 2019
and Independent Auditor's Report*

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Toa Valve Engineering Inc.:

We have audited the financial statements of Toa Valve Engineering Inc. for the year ended September 30 2019. The financial statements comprise:

- the Consolidated balance sheet;
- the Consolidated income statement;
- the Consolidated statement of comprehensive income;
- the Consolidated statement of changes in equity;
- the Consolidated cash flow statement;
- the Statement of significant accounting policies (Note 2); and
- the related consolidated Notes 3 to 14

All financial statements and related notes have been presented in Japanese Yen (¥).

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 misstatement, whether due to fraud or error.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures performed depend upon the auditor's judgment, 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, the auditor considers 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, but 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 referred to above present fairly, in all material respects, the consolidated financial position of Toa Valve Engineering Inc. and its subsidiaries as of September 30, 2019, and the consolidated results of their operations and their cash flows for the year then ended in accordance with accounting principles generally accepted in Japan.

Convenience Translation

Our audit has also considered the translation of Japanese Yen (¥) amounts into U.S. dollar amounts and, in our opinion, the translation has been made in accordance with the basis stated in Note 1 to the consolidated financial statements. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

Deloitte Touche Tomatsu LLC

December 18, 2019

Toa Valve Engineering Inc. and Subsidiaries

Consolidated Balance Sheet As of September 30, 2019 and 2018

ASSETS	Millions of Yen		Thousands of U.S. Dollars (Note 1)	LIABILITIES AND EQUITY	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2019	2018	2019		2019	2018	2019
CURRENT ASSETS:				CURRENT LIABILITIES:			
Cash and cash equivalents (Note 11)	¥ 3,330	¥ 2,718	\$ 30,834	Current portion of long-term debts (Notes 5, 10, and 11)	¥ 114	¥ 97	\$ 1,056
Receivables (Note 11):				Payables (Note 11):			
Trade notes	272	377	2,517	Trade notes	343	229	3,180
Electronically recorded claims	86	157	795	Electronically recorded obligations	115	97	1,064
Trade accounts	2,863	3,410	26,512	Trade accounts	368	273	3,403
Other	5	2	50	Other	236	239	2,186
Inventories (Note 4)	2,210	1,665	20,464	Income taxes payable (Note 11)	172	76	1,594
Prepaid expenses and other current assets	75	62	685	Allowance for losses on contracts	452	321	4,182
				Accrued expenses	497	483	4,602
Total current assets	8,841	8,391	81,857	Other current liabilities	56	96	516
				Total current liabilities	2,353	1,911	21,783
PROPERTY, PLANT, AND EQUIPMENT (Note 5):				LONG-TERM LIABILITIES:			
Land	261	261	2,420	Long-term debts (Notes 5, 10, and 11)	315	41	2,918
Buildings and structures	487	465	4,504	Liability for retirement benefits (Note 6)	727	752	6,729
Machinery and equipment	442	520	4,096	Deferred tax liabilities (Note 8)		135	
Furniture and fixtures	48	45	447	Other long-term liabilities	14	96	135
Leased assets	74	14	685	Total long-term liabilities	1,056	1,024	9,782
Construction in progress	29	7	270				
Total property, plant, and equipment	1,341	1,312	12,422	COMMITMENTS AND CONTINGENT LIABILITIES (Notes 10 and 12)			
				EQUITY (Note 7):			
INVESTMENTS AND OTHER ASSETS:				Common stock – authorized, 10,040,000 shares; issued, 2,678,600 shares in 2019 and 2018	1,740	1,740	16,107
Investment securities (Notes 3 and 11)	934	768	8,649	Capital surplus	2,013	2,018	18,637
Software	189	212	1,746	Retained earnings (Note 14)	5,019	4,386	46,482
Leased assets	68	24	633	Treasury stock – at cost, 394,677 shares in 2019 and 403,994 shares in 2018	(656)	(671)	(6,071)
Deferred tax assets	256	3	2,370	Accumulated other comprehensive income:			
Other assets	84	76	776	Unrealized gain on available-for-sale securities	194	328	1,795
Allowance for doubtful accounts	(11)	(11)	(99)	Foreign currency translation adjustments	2	16	18
Total investments and other assets	1,520	1,072	14,075	Defined retirement benefit plans	(19)	(47)	(181)
				Total	8,293	7,770	76,787
				Non-controlling interests	0	70	2
				Total equity	8,293	7,840	76,789
TOTAL	¥ 11,702	¥ 10,775	\$ 108,354	TOTAL	¥ 11,702	¥ 10,775	\$ 108,354

See notes to consolidated financial statements.

Toa Valve Engineering Inc. and Subsidiaries

Consolidated Income Statement For the Years Ended September 30, 2019 and 2018

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	<u>2019</u>	<u>2018</u>	<u>2019</u>
SALES	¥8,239	¥8,105	\$ 76,288
COST OF SALES	<u>6,157</u>	<u>6,151</u>	<u>57,006</u>
Gross profit	2,082	1,954	19,282
SELLING, GENERAL, AND ADMINISTRATIVE EXPENSES (Note 9)	<u>1,561</u>	<u>1,409</u>	<u>14,460</u>
Operating income	<u>521</u>	<u>545</u>	<u>4,822</u>
OTHER INCOME (EXPENSES):			
Interest and dividend income	28	22	258
Interest expense	(2)	(2)	(19)
Loss on disposal of property, plant, and equipment	(2)	(2)	(23)
Other – net	<u>28</u>	<u>17</u>	<u>272</u>
Other income – net	<u>52</u>	<u>35</u>	<u>488</u>
INCOME BEFORE INCOME TAXES	<u>573</u>	<u>580</u>	<u>5,310</u>
INCOME TAXES (Note 8):			
Current tax credit	188	87	1,740
Deferred tax charge (credit)	<u>(329)</u>	<u>1</u>	<u>(3,043)</u>
Total income taxes	<u>(141)</u>	<u>88</u>	<u>(1,303)</u>
NET INCOME	<u>714</u>	<u>492</u>	<u>6,613</u>
NET INCOME (LOSS) ATTRIBUTABLE TO NON-CONTROLLING INTERESTS	<u>(0)</u>	<u>12</u>	<u>(2)</u>
NET INCOME ATTRIBUTABLE TO OWNERS OF THE PARENT	<u>¥ 714</u>	<u>¥ 480</u>	<u>\$ 6,615</u>
		Yen	U.S. Dollars
	<u>2019</u>	<u>2018</u>	<u>2019</u>
PER SHARE OF COMMON STOCK (Note 2.p):			
Basic net income	¥313	¥211	\$2.90
Cash dividends applicable to the year	40	35	0.37

See notes to consolidated financial statements.

Toa Valve Engineering Inc. and Subsidiaries

Consolidated Statement of Comprehensive Income For the Years Ended September 30, 2019 and 2018

	<u>Millions of Yen</u>		Thousands of U.S. Dollars (Note 1)
	<u>2019</u>	<u>2018</u>	<u>2019</u>
NET INCOME	¥ 714	¥ 492	\$ 6,613
OTHER COMPREHENSIVE INCOME (LOSS) (Note 12):			
Unrealized (loss) gain on available-for-sale securities	(134)	28	(1,243)
Foreign currency translation adjustments	(14)	(0)	(134)
Defined retirement benefit plans	<u>27</u>	<u>14</u>	<u>252</u>
Net other comprehensive (loss) income	<u>(121)</u>	<u>42</u>	<u>(1,125)</u>
COMPREHENSIVE INCOME	<u>¥ 593</u>	<u>¥ 534</u>	<u>\$ 5,488</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Owners of the parent	¥593	¥522	\$5,489
Non-controlling interests	(0)	12	(1)

See notes to consolidated financial statements.

Toa Valve Engineering Inc. and Subsidiaries

**Consolidated Statement of Changes in Equity
For the Years Ended September 30, 2019 and 2018**

	Shares/Millions of Yen				Millions of Yen							
	Common Stock Issued		Treasury Stock		Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income			Non-controlling Interests	Total Equity	
	Shares	Amount	Shares	Amount			Unrealized Gain (Loss) on Available-for-Sale Securities	Foreign Currency Translation Adjustments	Defined Retirement Benefit Plans			Total
BALANCE, OCTOBER 1, 2017	2,678,600	¥1,740	411,187	¥(683)	¥2,020	¥3,973	¥ 300	¥ 17	¥(61)	¥7,306	¥ 58	¥7,364
Net income attributable to owners of the parent						480				480		480
Cash dividends, ¥30 per share						(67)				(67)		(67)
Purchase of treasury stock			263	(0)						(0)		(0)
Disposal of treasury stock			(7,456)	12	(2)					10		10
Change in unrealized gain on available-for-sale securities							28			28		28
Change in foreign currency translation adjustments								(1)		(1)		(1)
Change in defined retirement benefit plans									14	14		14
Change in non-controlling interests											12	12
BALANCE, OCTOBER 1, 2018	2,678,600	1,740	403,994	(671)	2,018	4,386	328	16	(47)	7,770	70	7,840
Net income attributable to owners of the parent						714				714		714
Cash dividends, ¥40 per share						(81)				(81)		(81)
Purchase of treasury stock			209	(1)						(1)		(1)
Disposal of treasury stock			(9,526)	16	(5)					11		11
Change in unrealized loss on available-for-sale securities							(134)			(134)		(134)
Change in foreign currency translation adjustments								(14)		(14)		(14)
Change in defined retirement benefit plans									28	28		28
Change in non-controlling interests											(70)	(70)
BALANCE, SEPTEMBER 30, 2019	<u>2,678,600</u>	<u>¥1,740</u>	<u>394,677</u>	<u>¥(656)</u>	<u>¥2,013</u>	<u>¥5,019</u>	<u>¥ 194</u>	<u>¥ 2</u>	<u>¥(19)</u>	<u>¥8,293</u>	<u>¥ 0</u>	<u>¥8,293</u>

Thousands of U.S. Dollars (Note 1)

	Common Stock Issued		Treasury Stock		Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income			Non-controlling Interests	Total Equity	
	Amount		Amount				Unrealized Gain (Loss) on Available-for-Sale Securities	Foreign Currency Translation Adjustments	Defined Retirement Benefit Plans			Total
	BALANCE, OCTOBER 1, 2018	\$ 16,107		\$ (6,215)		\$ 18,686	\$ 40,605	\$ 3,038	\$ 152	\$ (432)	\$ 71,941	\$ 650
Net income attributable to owners of the parent						6,615				6,615		6,615
Cash dividends, \$0.37 per share						(738)				(738)		(738)
Purchase of treasury stock			(2)							(2)		(2)
Disposal of treasury stock			146		(49)					97		97
Change in unrealized loss on available-for-sale securities							(1,243)			(1,243)		(1,243)
Change in foreign currency translation adjustments								(134)		(134)		(134)
Change in defined retirement benefit plans									251	251		251
Change in non-controlling interests											(648)	(648)
BALANCE, SEPTEMBER 30, 2019	<u>\$ 16,107</u>		<u>\$ (6,071)</u>		<u>\$ 18,637</u>	<u>\$ 46,482</u>	<u>\$ 1,795</u>	<u>\$ 18</u>	<u>\$ (181)</u>	<u>\$ 76,787</u>	<u>\$ 2</u>	<u>\$ 76,789</u>

See notes to consolidated financial statements.

Toa Valve Engineering Inc. and Subsidiaries

Consolidated Cash Flow Statement For the Years Ended September 30, 2019 and 2018

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	<u>2019</u>	<u>2018</u>	<u>2019</u>
OPERATING ACTIVITIES:			
Income before income taxes	¥ 573	¥ 580	\$ 5,310
Adjustments for:			
Income taxes – paid	(105)	(97)	(974)
Income taxes – refunded	1	1	12
Depreciation and amortization	293	285	2,711
Changes in assets and liabilities:			
Decrease (increase) in trade receivables	723	(1,527)	6,698
(Increase) decrease in inventories	(545)	61	(5,043)
Increase in trade payables	227	9	2,104
Increase (decrease) in allowance for losses on contracts	130	(174)	1,205
Increase (decrease) in liability for retirement benefits	2	(14)	21
(Increase) decrease in advances received	(86)	49	(792)
Other – net	(45)	155	(420)
Net cash used provided by (used in) operating activities	<u>1,168</u>	<u>(672)</u>	<u>10,832</u>
INVESTING ACTIVITIES:			
Payments for purchase of marketable and investment securities	(360)	(214)	(3,335)
Payments for purchases of property, plant, and equipment	(149)		(1,382)
Payments for purchases of intangible assets	(41)	(137)	(375)
Other	(10)	5	(95)
Net cash used in investing activities	<u>(560)</u>	<u>(346)</u>	<u>(5,187)</u>
FINANCING ACTIVITIES:			
Decrease in short-term bank loans – net	300		2,778
Repayments of long-term debt	(114)	(286)	(1,059)
Payments from changes in ownership interests in subsidiaries that do not result in change in scope of consolidation	(70)		(650)
Dividends paid	(81)	(68)	(738)
Purchase of treasury stock	(1)	(0)	(2)
Other	(17)	(18)	(174)
Net cash provided by (used in) financing activities	<u>17</u>	<u>(372)</u>	<u>155</u>
FOREIGN CURRENCY TRANSLATION ADJUSTMENTS ON CASH AND CASH EQUIVALENTS			
	<u>(13)</u>	<u>(1)</u>	<u>(132)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	612	(1,391)	5,668
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>2,718</u>	<u>4,109</u>	<u>25,166</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>¥ 3,330</u>	<u>¥ 2,718</u>	<u>\$ 30,834</u>

See notes to consolidated financial statements.

Toa Valve Engineering Inc. and Subsidiaries

Notes to Consolidated Financial Statements

As of and for the Years Ended September 30, 2019 and 2018

1. BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared in accordance with the provisions set forth in the Japanese Financial Instruments and Exchange Act and its related accounting regulations and in accordance with accounting principles generally accepted in Japan, which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards.

In preparing these consolidated financial statements, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically in order to present them in a form which is more familiar to readers outside Japan. In addition, certain reclassifications have been made to the 2018 consolidated financial statements to conform to the classifications used in 2019.

The consolidated financial statements are stated in Japanese yen, the functional and presentation currency of Toa Valve Engineering Inc. (the "Company"). The translations of Japanese yen amounts into U.S. dollar amounts are included solely for the convenience of readers outside Japan and have been made at the rate of ¥108 to \$1, the approximate rate of exchange at September 30, 2019. Such translations should not be interpreted as representations that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- a. Consolidation** – The consolidated financial statements as of September 30, 2019 and 2018, include the accounts of the Company and all of its subsidiaries (together, the "Group").

All intercompany balances and transactions have been eliminated on consolidation. All material unrealized profit included in assets resulting from transactions within the Group has also been eliminated.

- b. Cash Equivalents** – Cash equivalents are short-term investments that are readily convertible into cash and are exposed to an insignificant risk of changes in value.

Cash equivalents include time deposits, certificates of deposit, commercial paper, and bond funds, all of which mature or become due within three months of the date of acquisition.

- c. Inventories** – Inventories are stated at the lower of cost and net selling value (see Note 4). Cost is determined by the specific identification method for finished products and work in process and by the average cost method for raw materials and supplies.

- d. Marketable and Investment Securities** – Marketable and investment securities are classified and accounted for, depending on management's intent, as follows: (1) held-to-maturity debt securities, for which there is a positive intent and ability to hold to maturity, are reported at amortized cost and (2) available-for-sale securities, which are not classified as either of the aforementioned securities, are reported at fair value, with unrealized gains and losses, net of applicable taxes, reported in a separate component of equity.

Non-marketable available-for-sale securities are stated at cost, determined by the moving-average method. For other-than-temporary declines in fair value, investment securities are reduced to net realizable value by a charge to the income statement.

- e. *Property, Plant, and Equipment*** – Property, plant, and equipment are stated at cost. Depreciation of property, plant, and equipment of the Company and its consolidated domestic subsidiaries is computed substantially by the declining-balance method based on the estimated useful lives of the assets, except for a foreign subsidiary which uses the straight-line method. Additionally, the straight-line method is applied to buildings acquired after April 1, 1998, lease assets, and building improvements and structures acquired on or after April 1, 2016. The range of useful lives is principally from 28 to 45 years for buildings and structures, from 4 to 12 years for machinery and equipment, and from 2 to 20 years for furniture and fixtures. The useful lives for lease assets are the terms of the respective leases.
- f. *Long-Lived Assets*** – The Group reviews its long-lived assets for impairment whenever events or changes in circumstance indicate the carrying amount of an asset or cost generating unit ("CGU") may not be recoverable. An impairment loss is recognized if the carrying amount of an asset or CGU exceeds the sum of the undiscounted future cash flows expected to result from the continued use and eventual disposal of the asset or CGU. The impairment loss would be measured as the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of the discounted cash flows from the continued use and eventual disposal of the asset or the net selling price at disposal.
- g. *Retirement and Pension Plans*** – The Company and certain consolidated subsidiaries have severance payment plans for employees. They are contributory funded defined benefit pension plans and defined contribution pension plans.

The Company accounts for the liability for retirement benefits based on the projected benefit obligations and plan assets at the consolidated balance sheet date. The projected benefit obligations are attributed to periods on a benefit formula basis. Actuarial gains and losses and past service costs that are yet to be recognized in profit or loss are recognized within equity (accumulated within other comprehensive income), after adjusting for tax effects, and are recognized in profit or loss over 10 years, no longer than the expected average remaining service period of the employees. The discount rate is determined using a single weighted-average discount rate reflecting the estimated timing and amount of benefit payment.

- h. *Allowance for Losses on Contracts*** – To account for losses on contracts for orders received, an amount is estimated equal to the amount of foreseeable losses that can be reasonably estimated at the end of the fiscal year.
- i. *Asset Retirement Obligations*** – Asset retirement obligations are recorded for future liabilities, of an uncertain timing or amount, which relate to legal or constructive obligations to decommission or retire an asset. Such obligations typically arise following the acquisition, construction, development, or normal operation of a tangible fixed asset. The valuation of the asset retirement obligation is calculated as the sum of the discounted cash flows required for completing future asset retirement activities and is first recognized in the period in which the obligation arises, provided that a reasonable estimate can be made. If a reasonable estimate of the timing and amount of the asset retirement obligation cannot be made in the same period it arises, the liability is recognized in the first period in which a reliable estimate can be made. Upon initial recognition of an asset retirement obligation, the income statement expense is capitalized, thereby increasing the value of the underlying fixed asset. The capitalized expense is subsequently charged to the income statement via depreciation, thereby matching the useful economic life of the asset. Over time, the liability is accreted to its present value each period, with a finance cost recognized in the income statement. Any subsequent revisions to the timing or amount of the cash flows are recorded as adjustments to the book value of the asset retirement liability and the corresponding asset.
- j. *Research and Development Costs*** – Research and development costs are charged to the income statement as they are incurred.

- k. Leases** – In March 2007, the Accounting Standards Board of Japan (ASBJ) issued ASBJ Statement No. 13, "Accounting Standard for Lease Transactions," which revised the previous accounting standard for lease transactions. The revised accounting standard for lease transactions was effective for fiscal years beginning on or after April 1, 2008.

Under the previous accounting standard, finance leases that were deemed to transfer ownership of the leased property to the lessee were capitalized. However, other finance leases were permitted to be accounted for as operating lease transactions if certain "as-if-capitalized" information was disclosed in the notes to the lessee's financial statements.

The Company applied the revised accounting standard effective October 1, 2008.

All other leases are accounted for as operating leases.

- l. Bonuses to Directors** – Bonuses to directors are accrued for at the end of the year to which the Directors' services relate.
- m. Income Taxes** – The provision for income taxes is calculated based on the 'income before taxes' included in the consolidated statement of income. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. Deferred taxes are measured by applying currently enacted income tax rates to the temporary differences.

On February 16, 2018, the ASBJ issued ASBJ Statement No. 28, "Partial Amendments to Accounting Standard for Tax Effect Accounting," which requires deferred tax assets to be classified as investments and other assets. Deferred tax assets were previously classified as current assets and investments and other assets under the previous accounting standard. The revised accounting standard is effective for annual periods beginning on or after April 1, 2018. The Company retrospectively applied the revised accounting standard effective October 1, 2018, and deferred tax assets of ¥3 million, which were previously classified as current assets, as of September 30, 2018, have been reclassified as investments and other assets in the accompanying consolidated balance sheet.

- n. Foreign Currency Transactions** – All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the consolidated statement of income to the extent that they are not hedged by forward exchange contracts.
- o. Foreign Currency Financial Statements** – The balance sheet accounts of the consolidated foreign subsidiary are translated into Japanese yen at the prevailing exchange rate at the balance sheet date, except for equity accounts, which are translated at the historical rate. Differences arising on translation are shown as "Foreign currency translation adjustments" under accumulated other comprehensive income in a separate component of equity. Income and expense accounts of the foreign subsidiary are translated into yen at the average exchange rate during the year.
- p. Per Share Information** – Basic net income per share is computed by dividing net income attributable to common shareholders by the weighted-average number of common shares outstanding for the period.

Cash dividends per share presented in the accompanying consolidated income statement are dividends applicable to the respective fiscal years, including dividends to be paid after the end of the year.

The weighted-average number of common shares outstanding for the years ended September 30, 2019 and 2018, were 2,280,343 and 2,272,458, respectively.

q. Accounting Changes and Error Corrections – Under ASBJ Statement No. 24, "Accounting Standard for Accounting Changes and Error Corrections" and ASBJ Guidance No. 24, "Guidance on Accounting Standard for Accounting Changes and Error Corrections," accounting treatments are required as follows: (1) Changes in Accounting Policies – When a new accounting policy is applied following revision of an accounting standard, the new policy is applied retrospectively, unless the revised accounting standard includes specific transitional provisions, in which case the entity shall comply with the specific transitional provisions. (2) Changes in Presentation – When the presentation of financial statements is changed, prior-period financial statements are reclassified in accordance with the new presentation. (3) Changes in Accounting Estimates – A change in an accounting estimate is accounted for in the period of the change if the change affects that period only and is accounted for prospectively if the change affects both the period of the change and future periods. (4) Corrections of Prior-Period Errors – When an error in prior-period financial statements is discovered, those statements are restated.

r. New Accounting Pronouncements – On March 30, 2018, the ASBJ issued ASBJ Statement No. 29, "Accounting Standard for Revenue Recognition," and ASBJ Guidance No. 30, "Implementation Guidance on Accounting Standard for Revenue Recognition." The core principle of the standard and guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity should recognize revenue in accordance with that core principle by applying the following steps:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

The accounting standard and guidance are effective for annual periods beginning on or after April 1, 2021. Earlier application is permitted for annual periods beginning on or after April 1, 2018.

The Company expects to apply the accounting standard and guidance for annual periods beginning on or after October 1, 2021, and is in the process of measuring the effects of applying the accounting standard and guidance in future applicable periods.

3 **MARKETABLE AND INVESTMENT SECURITIES**

Marketable and investment securities as of September 30, 2019 and 2018, consisted of the following:

	<u>Millions of Yen</u>		<u>Thousands of U.S. Dollars</u>
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Non-current:			
Marketable equity securities	¥ 908	¥ 740	\$ 8,405
Trust fund investments and other	<u>26</u>	<u>28</u>	<u>244</u>
Total	<u>¥ 934</u>	<u>¥ 768</u>	<u>\$ 8,649</u>

The costs and aggregate fair values of marketable and investment securities at September 30, 2019 and 2018, were as follows:

	<u>Millions of Yen</u>			
<u>September 30, 2019</u>	<u>Cost</u>	<u>Unrealized Gains</u>	<u>Unrealized Losses</u>	<u>Fair Value</u>
Securities classified as:				
Available-for-sale:				
Equity securities	¥633	¥320	¥(48)	¥905
Other	23	4	(1)	26

	Millions of Yen			
	Cost	Unrealized Gains	Unrealized Losses	Fair Value
<u>September 30, 2018</u>				
Securities classified as:				
Available-for-sale:				
Equity securities	¥274	¥463	¥(0)	¥737
Other	23	7	(1)	28
	Thousands of U.S. Dollars			
	Cost	Unrealized Gains	Unrealized Losses	Fair Value
<u>September 30, 2019</u>				
Securities classified as:				
Available-for-sale:				
Equity securities	\$5,863	\$2,963	\$(445)	\$8,381
Other	211	41	(8)	244

Investments in equity instruments that do not have a quoted market price were ¥3 million (\$24 thousand) and ¥3 million as of September 30, 2019 and 2018, respectively.

4. **INVENTORIES**

Inventories at September 30, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Finished products	¥ 175	¥ 54	\$ 1,621
Work in process	1,474	991	13,648
Raw materials and supplies	<u>561</u>	<u>620</u>	<u>5,195</u>
Total	<u>¥2,210</u>	<u>¥1,665</u>	<u>\$ 20,464</u>

5. **SHORT-TERM BANK LOANS AND LONG-TERM DEBT**

Long-term debt at September 30, 2019 and 2018, consisted of the following:

	Millions of Yen		Thousands of U.S. Dollars
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Loans from banks and other financial institutions, due serially to 2019 with interest rates of 0.8%:			
Collateralized	¥ 270		\$ 2,500
Unsecured	13	¥ 96	118
Lease obligations	<u>146</u>	<u>41</u>	<u>1,356</u>
Total	<u>429</u>	<u>137</u>	<u>3,974</u>
Less current portion	<u>(114)</u>	<u>(97)</u>	<u>(1,056)</u>
Long-term debt, less current portion	<u>¥ 315</u>	<u>¥ 40</u>	<u>\$ 2,918</u>

Annual maturities of long-term debt at September 30, 2019, were as follows:

<u>Years Ending September 30</u>	<u>Millions of Yen</u>	<u>Thousands of U.S. Dollars</u>
2020	¥ 114	\$ 1,056
2021	93	858
2022	85	777
2023	84	779
2024	<u>53</u>	<u>504</u>
Total	<u>¥ 429</u>	<u>\$ 3,974</u>

The carrying amounts of assets pledged as collateral for the collateralized long-term debt at September 30, 2019, were as follows:

	<u>Millions of Yen</u>	<u>Thousands of U.S. Dollars</u>
Property, plant, and equipment – net of accumulated depreciation	¥690	\$6,385

General agreements with respective banks provide, as is customary in Japan, that additional collateral must be provided under certain circumstances if requested by such banks and that certain banks have the right to offset cash deposited with them against any long-term or short-term debt or obligation that becomes due and, in case of default and certain other specified events, against all other debt payable to the banks. The Company has never been requested to provide any additional collateral.

6. RETIREMENT AND PENSION PLANS

The Company and certain consolidated subsidiaries have severance payment plans for employees. They are contributory funded defined benefit pension plans and defined contribution pension plans.

Under most circumstances, employees of the Company terminating their employment are entitled to retirement benefits determined based on post, grade, years of service, and certain other factors. Such retirement benefits are made in the form of a lump-sum severance payment from the Company and a lump-sum severance payment or annuity payments from a trustee and specified retirement allowance mutual aid.

Employees of certain consolidated subsidiaries are also entitled to retirement benefits under most circumstances. Such retirement benefits are made in the form of a lump-sum severance payment from the subsidiaries and a lump-sum severance payment or annuity payments from smaller enterprise retirement allowance mutual aid.

Years Ended September 30, 2019 and 2018

(1) The changes in defined benefit obligation for the years ended September 30, 2019 and 2018 were as follows:

	<u>Millions of Yen</u>		<u>Thousands of U.S. Dollars</u>
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Balance at beginning of year (as restated)	¥ 1,833	¥ 1,879	\$ 16,973
Current service cost	96	70	887
Interest cost	11	11	105
Actuarial losses	(17)	16	(159)
Benefits paid	<u>(102)</u>	<u>(143)</u>	<u>(943)</u>
Balance at end of year	<u>¥ 1,821</u>	<u>¥ 1,833</u>	<u>\$ 16,863</u>

(2) The changes in plan assets for the years ended September 30, 2019 and 2018 were as follows:

	Millions of Yen		Thousands of
	<u>2019</u>	<u>2018</u>	<u>U.S. Dollars</u> <u>2019</u>
Balance at beginning of year	¥1,081	¥1,099	\$ 10,014
Expected return on plan assets	16	16	150
Actuarial losses	(0)	(5)	(1)
Contributions from the employer	56	56	521
Benefits paid	<u>(59)</u>	<u>(85)</u>	<u>(550)</u>
Balance at end of year	<u>¥1,094</u>	<u>¥1,081</u>	<u>\$ 10,134</u>

(3) Reconciliation between the liability recorded in the consolidated balance sheets and the balances of defined benefit obligation and plan assets was as follows:

	Millions of Yen		Thousands of
	<u>2019</u>	<u>2018</u>	<u>U.S. Dollars</u> <u>2019</u>
Defined benefit obligation	¥ 1,245	¥ 1,280	\$ 11,529
Plan assets	<u>(1,094)</u>	<u>(1,081)</u>	<u>(10,134)</u>
Total	151	199	1,395
Unfunded defined benefit obligation	<u>576</u>	<u>553</u>	<u>5,334</u>
Net liability arising from defined benefit obligation	<u>¥ 727</u>	<u>¥ 752</u>	<u>\$ 6,729</u>

	Millions of Yen		Thousands of
	<u>2019</u>	<u>2018</u>	<u>U.S. Dollars</u> <u>2019</u>
Liability for retirement benefits	<u>¥727</u>	<u>¥752</u>	<u>\$6,729</u>
Net liability arising from defined benefit obligation	<u>¥727</u>	<u>¥752</u>	<u>\$6,729</u>

(4) The components of net periodic benefit costs for the years ended September 30, 2019 and 2018 were as follows:

	Millions of Yen		Thousands of
	<u>2019</u>	<u>2018</u>	<u>U.S. Dollars</u> <u>2019</u>
Service cost	¥ 96	¥ 70	\$ 887
Interest cost	11	11	105
Expected return on plan assets	(16)	(16)	(150)
Recognized actuarial losses	<u>10</u>	<u>35</u>	<u>94</u>
Net periodic benefit costs	<u>¥101</u>	<u>¥100</u>	<u>\$ 936</u>

- (5) Amounts recognized in other comprehensive income (before income tax effect) in respect of defined retirement benefit plans for the years ended September 30, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Actuarial (gains) losses	¥27	¥(13)	\$ 252
Total	<u>¥27</u>	<u>¥(13)</u>	<u>\$ 252</u>

- (6) Amounts recognized in accumulated other comprehensive income (before income tax effect) in respect of defined retirement benefit plans as of September 30, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Unrecognized actuarial losses	¥19	¥47	\$ 181
Total	<u>¥19</u>	<u>¥47</u>	<u>\$ 181</u>

- (7) Plan assets

a. Components of plan assets

Plan assets as of September 30, 2019 and 2018, consisted of the following:

	<u>2019</u>	<u>2018</u>
General account	70%	70%
Special account:		
Domestic bonds	27	26
Domestic stocks	<u>3</u>	<u>4</u>
Total	<u>100%</u>	<u>100%</u>

b. Method of determining the expected rate of return on plan assets

The expected rate of return on plan assets is determined considering the long-term rates of return, which are expected currently and in the future from various components of the plan assets.

- (8) Assumptions used for the years ended September 30, 2019 and 2018, were as follows:

	<u>2019</u>	<u>2018</u>
Discount rate	0.6%	0.6%
Expected rate of return on plan assets	1.5%	1.5%

- (9) Defined contribution pension plan

Required contributions to the defined contribution pension plan of the Company and certain consolidated subsidiaries were ¥19 million (\$180 thousand) and ¥19 million as at September 30, 2019 and 2018, respectively.

7. EQUITY

Japanese companies are subject to the Companies Act of Japan (the "Companies Act"). The significant provisions in the Companies Act that affect financial and accounting matters are summarized below:

a. Dividends

Under the Companies Act, companies can pay dividends at any time during the fiscal year in addition to the year-end dividend upon resolution at the shareholders' meeting. Additionally, for companies that meet certain criteria including (1) having a board of directors, (2) having independent auditors, (3) having an audit and supervisory board, and (4) the term of service of the directors being prescribed as one year rather than the normal two-year term by their articles of incorporation, the board of directors may declare dividends (except for dividends in kind) at any time during the fiscal year if a company has prescribed so in its articles of incorporation. With respect to the third condition above, the board of directors of companies with (a) board committees (namely, appointment committee, compensation committee, and audit committee) or (b) an audit and supervisory committee (as implemented under the Companies Act effective May 1, 2015) may also declare dividends at any time because such companies, by nature, meet the criteria under the Companies Act. The Company was organized as a company with an audit and supervisory committee effective December 22, 2016, however, the Company cannot do so because it does not meet the above criteria.

Semiannual interim dividends may also be paid once a year upon resolution by the board of directors if the articles of incorporation of a company so stipulate. The Companies Act provides certain limitations on the amounts available for dividends or the purchase of treasury stock. The limitation is defined as the amount available for distribution to the shareholders, but the amount of net assets after dividends must be maintained at no less than ¥3 million.

b. Increases/Decreases and Transfer of Common Stock, Reserve, and Surplus

The Companies Act requires that an amount equal to 10% of dividends must be appropriated as a legal reserve (a component of retained earnings) or as additional paid-in capital (a component of capital surplus), depending on the equity account charged upon the payment of such dividends, until the aggregate amount of legal reserve and additional paid-in capital equals 25% of the common stock. Under the Companies Act, the total amount of additional paid-in capital and legal reserve may be reversed without limitation. The Companies Act also provides that common stock, legal reserve, additional paid-in capital, other capital surplus, and retained earnings can be transferred among the accounts within equity under certain conditions upon resolution of the shareholders.

c. Treasury Stock and Treasury Stock Acquisition Rights

The Companies Act also provides for companies to purchase treasury stock and dispose of such treasury stock by resolution of the board of directors. The amount of treasury stock purchased cannot exceed the amount available for distribution to the shareholders, which is determined by a specific formula. Under the Companies Act, stock acquisition rights are presented as a separate component of equity. The Companies Act also provides that companies can purchase both treasury stock acquisition rights and treasury stock. Such treasury stock acquisition rights are presented as a separate component of equity or deducted directly from stock acquisition rights.

8. INCOME TAXES

The Company and its consolidated domestic subsidiaries are subject to Japanese national and local income taxes, which, in the aggregate, resulted in normal effective statutory tax rates of approximately 30.6% and 30.8% for the years ended September 30, 2019 and 2018, respectively.

The tax effects of significant temporary differences and tax losses carried forward, which resulted in deferred tax assets and liabilities at September 30, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	2019	2018	2019
Deferred tax assets:			
Accrued bonuses	¥ 104	¥ 100	\$ 961
Allowance for losses on contracts	138	98	1,279
Liability for retirement benefits	216	230	2,002
Property, plant, and equipment	156	164	1,449
Inventories	137	165	1,266
Tax losses carried forward	30	50	282
Other	49	49	452
Less valuation allowance	(492)	(847)	(4,566)
Total	<u>338</u>	<u>9</u>	<u>3,125</u>
Net deferred tax assets	<u>256</u>	<u>—</u>	<u>2,370</u>
Deferred tax liabilities:			
Unrealized gain on available-for-sale securities	(82)	(141)	(755)
Total	<u>(82)</u>	<u>(141)</u>	<u>(755)</u>
Net deferred tax liabilities	<u>¥ -</u>	<u>¥(132)</u>	<u>\$ -</u>

The expiration of tax losses carried forward, the related valuation allowances and the resulting net deferred tax assets as of September 30, 2019 and 2018, were as follows:

	Millions of Yen						Total
	1 Year or Less	After 1 Year through 2 Years	After 2 Years through 3 Years	After 3 Years through 4 Years	After 4 Years through 5 Years	After 5 Years	
<u>September 30, 2019</u>							
Deferred tax assets relating to tax losses carried forward	¥ 16	¥ 9				¥ 64	¥ 89
Less valuation allowances for tax losses carried forward	(16)	(9)				(64)	(89)
Net deferred tax assets relating to tax losses carried forward							
<u>September 30, 2018</u>							
Deferred tax assets relating to tax losses carried forward	¥ 8	¥ 13	¥ 9			¥ 129	¥ 159
Less valuation allowances for tax losses carried forward	(8)	(13)	(9)			(129)	(159)
Net deferred tax assets relating to tax losses carried forward							

	Thousands of U.S. Dollars						Total
	1 Year or Less	After 1 Year through 2 Years	After 2 Years through 3 Years	After 3 Years through 4 Years	After 4 Years through 5 Years	After 5 Years	
<u>September 30, 2019</u>							
Deferred tax assets relating to tax losses carried forward	\$ 146	\$ 85				\$ 598	\$ 829
Less valuation allowances for tax losses carried forward	(146)	(85)				(598)	(829)
Net deferred tax assets relating to tax losses carried forward							

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the consolidated income statement for the year ended September 30, 2019, with the corresponding figures for 2018, is as follows:

	<u>2019</u>	<u>2018</u>
Normal effective statutory tax rate	30.6%	30.8%
Expenses not deductible for income tax purposes	2.9	3.2
Change in valuation allowance for deferred tax assets	(59.4)	(21.3)
Inhabitant tax on per capita basis	2.6	2.7
Difference in tax rates between foreign subsidiaries	(0.8)	(0.9)
Other – net	<u>(0.5)</u>	<u>0.6</u>
Actual effective tax rate	<u>(24.6)%</u>	<u>15.1%</u>

9. RESEARCH AND DEVELOPMENT COSTS

Research and development costs expensed to the income statement were ¥143 million (\$1,326 thousand) and ¥44 million for the years ended September 30, 2019 and 2018, respectively.

10. LEASES

The Group leases certain computer equipment and software.

Total lease payments under finance leases for the years ended September 30, 2019 and 2018, were ¥18 million (\$163 thousand) and ¥16 million, respectively.

11. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

(1) *Group Policy for Financial Instruments*

The Group mainly consists of two businesses. One area is the maintenance of valves, for which the average receivable collection period is a few months. The other area of business is the manufacture and sale of valves, for which the average receivable collection period is comparatively longer than for valve maintenance revenue. The Group's investment and financing operations are governed by the board ratified business plans.

Cash surpluses, if any, are invested in low-risk and highly liquid financial assets. Short-term bank loans are used to finance current operations. Long-term bank loans and leases are used for both current operations and capital investment. The Group sometimes hedges the risk of floating interest rates of long-term bank loans via interest rate swaps.

(2) Nature and Extent of Risks Arising from Financial Instruments and Risk Management for Financial Instruments

Trade notes and trade accounts receivable are exposed to customer credit risk. However, the Group trades almost half of its products and services through Japanese major 'sōgō shōsha' (approximate translation is a 'general trading company') which are diversified, stable and are easily able to trade on credit. The group trades the other half of its products and services with financially stable, non-sōgō shōsha companies, such as Japanese plant makers.

Most of the companies the Group trades with are long-term customers whom the Group have established as having relatively low credit risk. The Group conducts effective credit exposure management with a focus on newer customers. Furthermore, the Group frequently makes use of letters of credit when trading with customers based outside of Japan.

Marketable and investment securities are exposed to market price fluctuations. Marketable securities are low-risk and highly liquid money market funds and corporate bonds which will be redeemed in less than one year. Investment securities consist mainly of equity securities of companies related to the Group's business.

Payment terms of trade notes payable, trade accounts payable, and income taxes payable are less than one year. Short-term bank loans are used to fund current operations and the interest rate is fixed. Long-term bank loans are used for current operations and equipment investment, and interest rates are fixed and floating. Payables, short-term bank loans, and long-term bank loans with fixed interest rates are exposed to liquidity risk, which the Group manages by making monthly collection forecasts and holding a cash surplus.

(3) Fair Values of Financial Instruments

Fair values of financial instruments are based on quoted prices in active markets. If a quoted price is not available, another rational valuation technique is used instead.

(a) Fair value of financial instruments

<u>September 30, 2019</u>	<u>Millions of Yen</u>		
	<u>Carrying Amount</u>	<u>Fair Value</u>	<u>Unrealized Gain/Loss</u>
Cash and cash equivalents	¥3,330	¥3,330	¥
Receivables:			
Trade notes	272	272	
Electronically recorded monetary claims	86	86	
Trade accounts	2,863	2,863	
Investment securities	<u>931</u>	<u>931</u>	<u>—</u>
Total	<u>¥7,482</u>	<u>¥7,482</u>	<u>¥</u>
Short-term bank loans			
Payables:			
Trade notes	¥ 343	¥ 343	
Electronically recorded obligations	115	115	
Trade accounts	368	368	
Income taxes payable	172	172	
Lease obligations	146	141	¥ (5)
Long-term debt	<u>283</u>	<u>281</u>	<u>(2)</u>
Total	<u>¥1,427</u>	<u>¥1,420</u>	<u>¥ (7)</u>

	Millions of Yen		
	Carrying Amount	Fair Value	Unrealized Gain/Loss
<u>September 30, 2018</u>			
Cash and cash equivalents	¥2,718	¥2,718	¥
Receivables:			
Trade notes	377	377	
Electronically recorded monetary claims	157	157	
Trade accounts	3,410	3,410	
Investment securities	<u>765</u>	<u>765</u>	—
Total	<u>¥7,427</u>	<u>¥7,430</u>	<u>¥</u>
Short-term bank loans			
Payables:			
Trade notes	¥ 229	¥ 229	
Electronically recorded obligations	97	97	
Trade accounts	273	273	
Income taxes payable	76	76	
Long-term debt	<u>97</u>	<u>96</u>	¥(1)
Total	<u>¥ 772</u>	<u>¥ 771</u>	<u>¥(1)</u>
	Thousands of U.S. Dollars		
	Carrying Amount	Fair Value	Unrealized Gain/Loss
<u>September 30, 2019</u>			
Cash and cash equivalents	\$ 30,834	\$ 30,834	\$
Receivables:			
Trade notes	2,517	2,517	
Electronically recorded monetary claims	795	795	
Trade accounts	26,512	26,512	
Investment securities	<u>8,625</u>	<u>8,625</u>	—
Total	<u>\$ 69,283</u>	<u>\$ 69,283</u>	<u>\$</u>
Short-term bank loans			
Payables:			
Trade notes	\$ 3,180	\$ 3,180	
Electronically recorded obligations	1,064	1,064	
Trade accounts	3,403	3,403	
Income taxes payable	1,594	1,594	
Lease obligations	1,356	1,306	\$(50)
Long-term debt	<u>2,618</u>	<u>2,604</u>	(14)
Total	<u>\$ 13,215</u>	<u>\$ 13,151</u>	<u>\$(64)</u>

Cash, Cash Equivalents, and Receivables

The carrying amounts of cash, cash equivalents, and receivables approximate to their fair value because of their short maturities.

Marketable and Investment Securities

The fair values of marketable and investment securities are measured at the quoted market price of the stock exchange for the equity instruments and at the quoted price obtained from the financial institution for certain debt instruments. Fair value information for marketable and investment securities by classification is included in Note 4.

Short-Term Bank Loans, Payables, and Income Taxes Payable

The carrying values of short-term bank loans, payables, and income taxes payable approximate to their fair value because of their short maturities.

Long-Term Debt and Lease Obligations

The fair values of long-term debt and lease obligations are determined by discounting the cash flows related to the debt at the Group's assumed corporate borrowing rate for the fiscal year ended September 30, 2019.

(b) *Carrying amount of financial instruments whose fair value cannot be reliably determined*

	Millions of Yen		Thousands of U.S. Dollars
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Investments in equity instruments that do not have a quoted market price in an active market	¥3	¥3	\$24

(4) Maturity Analysis for Financial Assets and Securities with Contractual Maturities

	Millions of Yen			
	<u>Due in 1 Year or Less</u>	<u>Due after 1 Year through 5 Years</u>	<u>Due after 5 Years through 10 Years</u>	<u>Due after 10 Years</u>
<u>September 30, 2019</u>				
Cash and cash equivalents	¥3,330	¥	¥	¥
Receivables:				
Trade notes	272			
Electronically recorded monetary claims	86			
Trade accounts	<u>2,863</u>			
Total	<u>¥6,551</u>	<u>¥</u>	<u>¥</u>	<u>¥</u>

	Millions of Yen			
	<u>Due in 1 Year or Less</u>	<u>Due after 1 Year through 5 Years</u>	<u>Due after 5 Years through 10 Years</u>	<u>Due after 10 Years</u>
<u>September 30, 2018</u>				
Cash and cash equivalents	¥2,718	¥	¥	¥
Receivables:				
Trade notes	377			
Electronically recorded monetary claims	157			
Trade accounts	<u>3,410</u>			
Total	<u>¥6,662</u>	<u>¥</u>	<u>¥</u>	<u>¥</u>

	Thousands of U.S. Dollars			
	Due in 1 Year or Less	Due after 1 Year through 5 Years	Due after 5 Years through 10 Years	Due after 10 Years
<u>September 30, 2019</u>				
Cash and cash equivalents	\$ 30,834	\$	\$	\$
Receivables:				
Trade notes	2,517			
Electronically recorded monetary claims	795			
Trade accounts	<u>26,512</u>	—	—	—
Total	<u>\$ 60,658</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>

Please see Note 5 for annual maturities of long-term debt.

12. OTHER COMPREHENSIVE INCOME

The components of other comprehensive income for the years ended September 30, 2019 and 2018, were as follows:

	Millions of Yen		Thousands of U.S. Dollars
	<u>2019</u>	<u>2018</u>	<u>2019</u>
Unrealized (loss) gain on available-for-sale securities:			
(Losses) gains arising during the year	¥(194)	¥ 40	\$(1,800)
Recycling	<u>1</u>	<u>—</u>	<u>9</u>
Amount before income tax effect	(193)	40	(1,791)
Income tax effect	<u>59</u>	<u>(12)</u>	<u>548</u>
Total	<u>(134)</u>	<u>28</u>	<u>(1,243)</u>
Foreign currency translation adjustments:			
Adjustments arising during the year	<u>(14)</u>	<u>(0)</u>	<u>(134)</u>
Defined retirement benefit plans:			
Adjustments arising during the year	17	(21)	157
Reclassification adjustments to profit or loss	<u>10</u>	<u>35</u>	<u>95</u>
Amount before income tax effect	<u>27</u>	<u>14</u>	<u>252</u>
Total	<u>27</u>	<u>14</u>	<u>252</u>
Total other comprehensive income	<u>¥(121)</u>	<u>¥ 42</u>	<u>\$(1,125)</u>

13. SUBSEQUENT EVENTS

a. *Proposed Appropriation of Retained Earnings*

For the general shareholders' meeting to be held on December 24, 2019, the board of directors of the Company proposed the following appropriation of retained earnings:

	Millions of Yen	Thousands of U.S. Dollars
Cash dividends, ¥25 (\$0.23) per share	¥57	\$529

b. Establishment of Subsidiary

On October 1, 2019, the Company established a new subsidiary.

(1) Reason for establishment

The Group is established for the purpose of conducting a metal recycling business (production of cast steel valve parts, ingot manufacturing, storage business, etc).

(2) Overview of established subsidiary

Name:	TVE Refine Metal Co., Ltd.		
Location:	119-2-4, Hongo ,Ooi-cho, Ooi-gun, Fukui Japan		
Capital:	¥49 million		
Shareholders:	Toa Valve Engineering Co., Ltd.	1,959 shares	(99.9%)
	Toa Service Co., Ltd.	1 share	(0.1%)
Date of establishment:	October 1, 2019		
Representative:	Toshiyuki Miyake		
Main business:	Manufacturing and sale of various cast steel products, worker dispatching, and research support for decommissioning of nuclear power plants, etc.		
Business start date:	October 1, 2019		

14. SEGMENT INFORMATION

(1) Description of Reportable Segments

The Group's reportable segments are those for which separate financial information is available and regular evaluation by the Company's management is performed in order to decide how resources are allocated among the Group.

The main business of the Group is to manufacture and sell valves and their parts, to repair and maintain valves, and to manufacture and sell cast metal. The manufacture and sale of valves and their parts and repair and maintenance of valves are closely related. The Group administers these businesses and plots strategies for them as a whole.

Therefore, the Group consists of Business A, Business B, and Business C. Business A consists of the valve business. Business B consists of the cast metal business. Business C consists of the decontamination business.

The cast metal manufacturing division of the Company deals in the manufacture and sale of cast metal parts for valves in the Group and the manufacture and sale of cast metal mainly for construction machinery outside of the Group.

Segment amounts for Business B relate only to the manufacture and sale of cast metal to external customers. Amounts related to the manufacture of cast metal for the manufacture of valves within the Group are aggregated to Business A.

(2) Methods of Measurement for the Amounts of Sales, Profit (Loss), Assets, Liabilities, and Other Items for Each Reportable Segment

The accounting policies of each reportable segment are consistent with those disclosed in Note 2, "Summary of Significant Accounting Policies." The components of segment profit are consistent with the components of operating income in the consolidated statement of income.

(3) Information about Sales, Profit (Loss), Assets, and Other Items

Millions of Yen						
2019						
	Reportable Segments			Total	Reconciliations	Consolidated
	A	B	C			
Sales:						
Sales to external customers	¥6,694	¥1,053	¥492	¥8,239		¥ 8,239
Intersegment sales or transfers	7			7	¥ (7)	
Total	6,701	1,053	492	8,246	(7)	8,239
Segment profit or (loss)	1,540	(213)	(48)	1,279	(758)	521
Segment assets	6,293	807	187	7,287	4,415	11,702
Other:						
Depreciation	237	39		276	17	293
Increase in property, plant, and equipment and intangible assets	213			213	2	215

Millions of Yen						
2018						
	Reportable Segments			Total	Reconciliations	Consolidated
	A	B	C			
Sales:						
Sales to external customers	¥6,674	¥ 855	¥576	¥8,105		¥ 8,105
Intersegment sales or transfers	7			7	¥ (7)	
Total	6,681	855	576	8,112	(7)	8,105
Segment profit or (loss)	1,334	(209)	44	1,169	(624)	545
Segment assets	6,736	548	232	7,516	3,259	10,775
Other:						
Depreciation	228	40		268	17	285
Increase in property, plant, and equipment and intangible assets	214			214	1	215

Thousands of U.S. Dollars						
2019						
	Reportable Segments			Total	Reconciliations	Consolidated
	A	B	C			
Sales:						
Sales to external customers	\$ 61,989	\$ 9,747	\$ 4,552	\$ 76,288		\$ 76,288
Intersegment sales or transfers	68			68	\$ (68)	
Total	62,057	9,747	4,552	76,356	(68)	76,288
Segment profit or (loss)	14,262	(1,970)	(454)	11,838	(7,016)	4,822
Segment assets	58,268	7,476	1,732	67,476	40,878	108,354
Other:						
Depreciation	2,195	362		2,557	154	2,711
Increase in property, plant, and equipment and intangible assets	1,974			1,974	14	1,988

Associated Information

1. Information about Products and Services

	Millions of Yen					
	2019					
	Sale of Valves	Sale of Parts	Maintenance of Valves in Nuclear Power Plants	Maintenance of Valves in Other Plants	Other	Total
Sales to external customers	¥2,907	¥1,021	¥895	¥1,879	¥1,537	¥8,239

	Millions of Yen					
	2018					
	Sale of Valves	Sale of Parts	Maintenance of Valves in Nuclear Power Plants	Maintenance of Valves in Other Plants	Other	Total
Sales to external customers	¥2,560	¥855	¥1,332	¥1,934	¥1,424	¥8,105

	Thousands of U.S. Dollars					
	2019					
	Sale of Valves	Sale of Parts	Maintenance of Valves in Nuclear Power Plants	Maintenance of Valves in Other Plants	Other	Total
Sales to external customers	\$26,920	\$9,453	\$8,282	\$17,402	\$14,231	\$76,288

2. Information about Geographical Areas

(1) Sales

Geographical sales information for the years ended September 30, 2019 and 2018, is not shown since sales to overseas customers are not material in the context of the consolidated financial statements.

(2) Property, plant, and equipment

Geographical property, plant, and equipment information is not shown since overseas property, plant, and equipment is not material in the context of the consolidated financial statements.

3. Information about Major Customers

Name of Customer	2019		Related Segment Name
	Sales		
	Millions of Yen	Thousands of U.S. Dollars	
Mitsubishi Corporation Power Systems, Inc.	¥2,775	\$25,694	Business A
Mitsubishi Corporation	1,177	10,899	Business A

Name of Customer	2018	
	Sales	Related Segment Name
	Millions of Yen	
Mitsubishi Corporation Power Systems, Inc.	¥1,847	Business A
Mitsubishi Corporation	1,563	Business A
Seika Corporation	1,202	Business A

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