

The Items Published on the Internet Website
Concerning the Notice of the 196th Ordinary
General Meeting of Shareholders

Kawasaki Heavy Industries, Ltd.

6. System to ensure that Directors' execution of duties complies with laws and regulations and the Articles of Incorporation, other systems to ensure proper execution of business and overview of operation status of such systems

At the Board of Directors Meeting of May 24, 2006, the Company made a resolution regarding the basic policies on the establishment of internal control systems pursuant to the Companies Act and confirmed the status of established internal control systems. Henceforth, whenever there are organizational changes or changes to company rules, resolutions are made at Board of Directors meetings with regard to the revision of the basic policies. The details of resolutions regarding the basic policies as of the end of the fiscal year under review and an overview of the operation status of internal control systems for the fiscal year under review are as follows:

I. Basic policy for developing internal control systems

In an effort to embody KHI's management philosophy, which is indicated in the Group Mission (missions and roles which must be carried out) "Kawasaki, working as one for the good of the planet" (Enriching lifestyles and helping safeguard the environment: Global Kawasaki), "Kawasaki Value," "The Kawasaki Group Management Principles" and "The Kawasaki Group Action Guidelines," the KHI Group develops and maintains internal control systems to ensure formation of proper organizational structures, development of company rules and regulations, dissemination of information and proper execution of operations. KHI strives to improve its internal controls by constantly reviewing them, and in doing so improves the efficiency and lawfulness of company systems which contribute to the Group's sound and sustained growth.

More specifically, a resolution was made at the Board of Directors Meeting with respect to the Company's efforts to establish the following internal control systems and to streamline, maintain, and improve them based on this basic policy.

1. Necessary systems to ensure proper execution of business of the Company

(1) Systems to ensure that execution of duties by the Company's Directors and employees are compliant with laws and the Articles of Incorporation

- (i) We thoroughly ensure compliance with laws and regulations and the Articles of Incorporation and other KHI regulations and policies by establishing ethical standards to serve as the basis for decisions in taking an action as the "The Kawasaki Group Code of Conduct" and ensuring that Directors and Audit & Supervisory Board Members (hereinafter, "Officers") are thoroughly familiar with the guideline.
- (ii) We establish a system to promote measures, with President as the chief executive of internal controls and General Manager of each division as the manager in charge of internal controls, and manage the internal control systems in a unified way. We do so based on the roles and responsibilities given to Officers and employees, in order to ensure the appropriateness of business operations by achieving objectives such as effective and efficient business operations, reliable financial reporting, compliance with laws, and safeguarding of assets.
- (iii) We deliberate and make decisions on policies and measures, under the governance of President, for the Corporate CSR Committee and the CSR Committee (consisting of Officers and other employees) to comply with the "The Kawasaki Group Code of Conduct" and to take thoroughgoing compliance initiatives. We continue to improve understanding and awareness of compliance through ongoing education and training activities

- for various types of legal compliance and also monitor operational status.
- (iv) We work to enhance compliance systems by establishing the whistle-blowing system to report information regarding compliance breaches.
 - (v) Executive Officers who are delegated to execute business operations within an appropriate scope are appointed at Board of Directors meetings. Meanwhile by appointing outside directors (independent officers stipulated in the Regulations of the Tokyo Stock Exchange) who are not likely to have any conflicts of interest with any general shareholder, the Company enhances the supervisory and monitoring functions of the Board of Directors for overall management. In addition, by appointing Outside Audit & Supervisory Board Members (independent officers stipulated in the Regulations of the Tokyo Stock Exchange) who are not likely to have any conflicts of interest with any general shareholder, the Company ensures the objectivity and neutrality of the management monitoring function by the Audit & Supervisory Board, and enhances the monitoring function.
 - (vi) The Internal Audit Department carries out KHI's business audits and evaluation/assessment of internal controls over financial reporting to ensure the proper execution of duties and the reliability of financial reporting.

(2) Systems for storage and management of information related to execution of duties by the Company's Directors

- (i) Information pertaining to execution of duties by Directors (meeting minutes, decision making records and appurtenant materials, account books, account slips and other information) shall be appropriately stored and managed in accordance with applicable internal regulations. The information shall be made accessible at any time to Directors and employees nominated thereby.
- (ii) Confidential information and personal information shall be appropriately stored and managed in accordance with internal regulations and enforcement thereof shall be ensured through such measures as business audits.

(3) Systems for management of risk of loss of the Company

- (i) With President as the chief executive of risk management, officer in charge of risk management as chief risk officer and General Manager of each division as risk manager, we grasp the assumed risk in detail, and establish a risk management system, which is designed to avoid or minimize risk or losses caused by such risk.
- (ii) With respect to risks pertaining to management strategies, risk analysis and consideration of countermeasures shall be conducted in advance by the concerned divisions in accordance with applicable internal regulations. Then, deliberations and decision making regarding those risks shall be carried out at Board of Directors meetings. In particular, we implement risk management individually for major projects that have a significant impact on business operations.
- (iii) As a measure to be taken when a risk becomes evident, we set forth codes of conduct in the event of emergencies, and also appoint persons in charge of crisis management at each place of business to establish the system, which is designed to minimize losses.
- (iv) When a material risk becomes evident, reports are immediately given to President, who is the chief executive of risk management, in accordance with the reporting route specified in advance.
- (v) In particular, in anticipation of the occurrence of disasters, including large-scale earthquakes and pandemic diseases, we predetermine important operations to which priority should be given to ensure the continuation or recovery of the operations in order to minimize the impact on KHI's business.

We also formulate a business continuity plan to shorten the length of time until recovery.

(4) Systems to ensure efficient execution of duties by the Company's Directors

- (i) Based on the role and objectives of the corporate group consisting of the Company and its subsidiaries (hereinafter, the "KHI Group") as articulated in the Kawasaki Group Mission Statement, we share final goals for the future by setting forth a long-term vision for the whole group and each business division.
- (ii) To attain the goals set forth in the long-term vision, we have formulated specific action plans, including the Medium-Term Business Plan and Short-Term Business Plan, and have determined goals for each organization, Director and employee. Furthermore, by conducting regular reviews of these respective plans and goals, we aim to secure a system that enables more appropriate and efficient execution of business operations.
- (iii) We have stipulated matters such as division of roles and approval authority in internal regulations. We have also appointed Executive Officers based on a resolution passed at Board of Directors meetings to clarify the Systems for Execution of Business Operations. As a result of establishing these systems, we aim to efficiently execute business operations in each business and function area.
- (iv) Upon exercise of authority delegated to President in internal regulations, we ensure appropriateness and efficiency of executing business operations by making discussions at the Management Committee, which acts as an advisory organ for President, due to its significance and others. Furthermore, we have established the Executive Officers Committee as a place for ensuring familiarity and exchange of opinions, etc. of management policies and plans for Executive Officers to build a common understanding in business management of the KHI Group.
- (v) According to the in-house company system, each business division makes decisions on its own under delegated authority and responsibility, and executes flexible business operations to adapt to changes in the environment. We have also established the Company Management Committee in each Company, and it is led by the Company President who assumes the ultimate responsibility for execution of duties of company's business operations.

2. Necessary systems to ensure proper execution of business of KHI Group Companies

We ensure proper execution of business of the KHI Group through efforts to establish the following systems according to business contents, size, region and significance of each subsidiary (hereinafter, "Group Companies").

(1) Systems to ensure that execution of duties by Directors and employees of Group Companies are compliant with laws and the Articles of Incorporation

- (i) The Company governs internal controls of Group Companies from the perspective of the parent company and establishes a system to ensure the appropriateness of business operations. It does so by achieving objectives regarding matters such as the effectiveness and efficiency of business operations, reliability of financial reporting, compliance with laws and safeguarding of assets as a whole group.

- (ii) The Company establishes a system to have the Corporate CSR Committee deliberate strategies and policies and measures concerning the “The Kawasaki Group Code of Conduct” and compliance as the entire KHI Group, and check operational status.
- (iii) The Company implements controls as shareholders of Group Companies through the execution of voting rights at the General Meeting of Shareholders, and also carries out management supervision and monitoring over the operation thereof by dispatching part-time Directors or part-time Audit & Supervisory Board Members who are not engaged in the execution of business operations of Group Companies, or both (hereinafter, “Part-Time Officer”), to Group Companies, on an as-needed basis. In addition, we secure appropriate Group business management systems by establishing a department which presides over subsidiaries’ operation.
- (iv) The Internal Audit Department ensures the appropriateness of operations and reliability of financial reports through business audits and assessment of internal controls over financial reporting at Group Companies.

(2) Systems with regard to reporting to the Company on execution of duties by directors of Group Companies

- (i) The Company receives reports regarding the status of execution of duties by directors of Group Companies through a Part-Time Officer who is dispatched thereto.
- (ii) Group Companies regularly report on the status of business operation as a management report and have discussions in advance with the relevant department of the Company with regard to important matters subject to decision-making on corporate management in accordance with applicable internal regulations.

(3) Regulations for management of risk of loss of Group Companies and other systems

- (i) The Company promotes group-wide risk management, striving to prevent or minimize risk or losses caused by such risk.
- (ii) As a measure to be taken when a risk becomes evident at Group Companies, the Company instructs Group Companies to formulate crisis handling measures and policies to establish the crisis management system.
- (iii) When a material risk becomes evident, reports are immediately given to the Company, in accordance with the reporting route specified in advance.

(4) Systems to ensure efficient execution of duties by Directors of Group Companies

- (i) With respect to the management at each Group Company, while respecting the autonomy thereof, the Company establishes a system in which execution of duties is ensured in a fair and efficient manner by sharing the basic philosophy and vision indicated in the “Kawasaki Group Mission Statement,” long-term vision, the Medium-Term Business Plan, and so forth, and clarifying group-wide final goals.
- (ii) The Company instructs Group Companies to develop Approval Standards to ensure efficient execution of business.

3. Necessary matters for the Company's Audit & Supervisory Board Members to execute duties

(1) Policies regarding employees in cases where the Company's Audit & Supervisory Board Member requests appointment of employees to assist with his/her duties

We allocate the required employee according to the Audit & Supervisory Board Members' requests.

(2) Policies regarding independence of employees who assist with the duties of the Company's Audit & Supervisory Board Members from the Company's Directors and matters regarding ensuring efficiency in directions given to employees who assist with the duties of the Company's Audit & Supervisory Board Members

The employee who assists with the duties of the Audit & Supervisory Board Member shall follow the Audit & Supervisory Board Member's directions and orders. For personnel transfer, personnel performance evaluation and disciplinary punishment, prior consent of the Audit & Supervisory Board is required.

(3) Systems for the Company's Directors and employees to report to the Company's Audit & Supervisory Board Members and systems for Directors and employees of Group Companies and those who receive reports from the said Directors and employees of Group Companies to give reports to the Company's Audit & Supervisory Board Members

- (i) The Company's Audit & Supervisory Board Members attend Board of Directors meetings, the Management Committees, Executive Officers Committees and companywide meetings, including the Corporate CSR Committee and the Corporate Risk Management Committee. At these meetings, the Company's Directors and employees shall provide the Company's Audit & Supervisory Board with reports concerning important matters about group management and business operations, including matters regarding compliance, risk management and internal controls, and the status of execution of duties.
- (ii) The Company's Directors and employees shall immediately report to the Company's Audit & Supervisory Board when discovering that there is a risk of the KHI Group suffering significant damage.
- (iii) Directors and employees of Group Companies shall immediately report to the relevant department of the Company when discovering that there is a risk of the KHI Group suffering significant damage. Upon receiving reports, the said department shall report the details to the Company's Audit & Supervisory Board.
- (iv) The Company's employees shall, in accordance with applicable internal regulations, report to the Company's Audit & Supervisory Board regarding the execution of business operations of the KHI Group by circulation of internal memos.
- (v) The Company's Auditing Department and Accounting Auditors from time to time report to, and exchange information with the Company's Audit & Supervisory Board regarding the status of audits on the KHI Group.

(4) System to ensure that those who give reports described in the preceding Item (3) will not be treated disadvantageously for reason of having made such report

The Company stipulates a provision regarding the prohibition of unfair and unfavorable treatment of those who give reports described in the preceding Item (3). The Company also instructs Group Companies to stipulate a

provision of the same contents in their company regulations.

(5) Policies on prepaid expenses for the execution of the duties of the Company's Audit & Supervisory Board Members, or expenses for procedures for repayment and the execution of other relevant duties, or on debt processing

When Audit & Supervisory Board Members request the Company to make prepayment on execution of duties pursuant to the Companies Act, the Company shall promptly proceed with payment of appropriate expenses and debt settlement, except where the expense or debt whose payment is requested is deemed unnecessary to execute their duties.

(6) Other systems to ensure the effective conduct of audits by the Company's Audit & Supervisory Board Members

- (i) Directors and Audit & Supervisory Board Members regularly hold meetings to ensure mutual understanding, and Audit & Supervisory Board Members also attend important meetings such as Board of Directors meeting and Management Committee meeting, and directly express their opinion regarding execution of duties by Directors.
- (ii) The Company's Directors and Group Companies' Directors promote collaboration between the Company's Audit & Supervisory Board Members, the Company's Internal Audit Department and Group Companies' Audit & Supervisory Board Members, and cooperate to establish systems which enable greater effectiveness in the conduct of audits.
- (iii) The Company and Group Companies obtain the consent of the Audit & Supervisory Board Members or approval of the Audit & Supervisory Board of the relevant company with regard to proposals for the election of Audit & Supervisory Board Members and their remuneration, and so forth, of the relevant company, in accordance with laws and regulations and the Articles of Incorporation.
- (iv) Of Audit & Supervisory Board Members appointed by the Company, one or more shall have substantial knowledge about finance and accounting.

4. System regarding expulsion of anti-social forces

Because our Group resolutely refuses to comply with any unreasonable demands from anti-social forces, and works to cut off all relations with anti-social forces, we distribute the "Compliance Guidebook" to all Officers and employees. The Guidebook explains the prohibition of "giving favors to anti-social forces" by listing specific examples of prohibited acts. We work to ensure that Officers and employees are thoroughly familiar with the matters contained in the Compliance Guidebook by conducting training, and so forth, and do not merely distribute the guidebook.

Furthermore, with respect to internal systems, we have established a department in the headquarters which is responsible for overseeing handling of expulsion of anti-social forces, established close cooperation with external specialized organizations such as the police force, and in collaboration with the concerned departments, we systematically handle unreasonable requests from anti-social forces.

II. Overview of the operation status of internal control systems

An overview of the operation status of internal control systems for the fiscal year under review is as follows. The said operating status is assessed at the end of every fiscal period and the assessment results are reported to the Board of Directors Meeting.

1. Efforts on internal control systems in general

- (i) We have specified the "The Kawasaki Group Code of Conduct" (hereinafter, the "Code of Conduct") as ethical standards to serve as the basis for decisions when the KHI Group's Officers and employees take an action, and ensure thorough dissemination of the Code of Conduct by implementing initiatives such as distributing the booklet to employees, posting the Code of Conduct on the intranet and providing various training programs.
- (ii) The Internal Audit Department carries out evaluation/assessment of internal controls over business audits and financial reporting for the KHI Group to ensure effectiveness and efficiency of business operations and reliability of financial reporting.

2. Efforts on compliance

- (i) We establish the Corporate CSR Committee, which is responsible for deliberating and making decisions on policies and measures to promote compliance at a group-wide level and monitoring the compliance status thereof. The said committee also plays the leading role in the establishment of related internal regulations, preparation and distribution of the "Compliance Guidebook" (hereinafter, the "Guidebook"), provision of various training programs, and operation of the whistle-blowing system. In addition, we establish the CSR Committee, which performs compliance activities for each business division, and implement appropriate measures for each business environment.
- (ii) We specify cutoff of any relations with anti-social forces in the Code of Conduct, and ensure thorough dissemination by distributing the Guidebook that lists specific examples of prohibited acts, offering training and other means.

3. Efforts on risk management

- (i) We build a risk management system on a companywide level based on the Risk Management Regulations. We also prepare a manual to explain the procedures of specific risk management practices and exhaustively grasp the assumed risks on a scale common to the Group to prevent and minimize risk or losses caused by such risk. In addition, we hold Risk Management Committee meetings on an as-needed basis at both the companywide level and divisional level to report and deliberate on determination of material risks, designation of risks to be addressed, results of risk monitoring and other important matters.
- (ii) For major projects that have a significant impact on business operations, a head office division conducts risk assessment and considers risk control measures before accepting orders. In addition, while spotting any sign of deterioration earlier through progress monitoring control of projects underway and working to prevent profitability deterioration, and so forth, we also evaluate the profitability after completion, conduct factor analysis on projects that have significantly deteriorated and do the mean level development of other projects to bring stronger risk management.
- (iii) In anticipation of the occurrence of large-scale disasters and pandemic diseases, we proactively formulate a business continuity plan for each business division, and conduct annual assessment and review thereof. We also

establish and build a system to minimize losses in case we suffer damage in disasters.

During the fiscal period under review, we reviewed estimates of damage by disasters in major areas in Japan, performed disaster prevention drills and BCP drills, and conducted safety confirmation drills for all the employees.

4. Efforts to ensure efficient execution of duties

- (i) Based on the companywide policies and strategies determined with reference to the contents of the Kawasaki Group Mission Statement, which stipulates the KHI Group's role and objectives, we determine the ideal way to be in each business area as well as the medium-term business plan and the short-term business plan to clearly show our final goals and share them. In addition, each organization and Directors and employees strive to execute business more appropriately and efficiently by setting their own objective to achieve these goals.
- (ii) We articulate division of roles and approval authority to enhance efficiency of execution of duties in each business and function area. We also give various types of guidance to Group Companies to enhance efficiency of execution of duties.
- (iii) We strive to thoroughly deliberate important management policies, management strategies and other matters at Board of Directors meetings and Management Committee meetings and form a common understanding among Directors to ensure that Directors efficiently execute duties.

5. Efforts on management of Group Companies

- (i) We exert group-wide efforts to work on compliance and risk management and successively develop these systems to overseas Group Companies. In order to ensure further dissemination and familiarization, we will establish and operate the systems according to business contents, size, region and significance of each Group Company.
- (ii) We carry out management supervision and monitoring over the operation of Group Companies by dispatching Part-Time Officers to Group Companies to attend Board of Directors meetings thereof. We regularly receive reports on the status of business operation from Group Companies and the responsible department of the Company and the relevant Group Companies have discussions in advance with regard to important matters subject to decision-making on corporate management of the Group Companies in accordance with applicable internal regulations.

6. Efforts on ensuring appropriateness of audits performed by the Company's Audit & Supervisory Board Members

- (i) We assign two employees who are dedicated to assist with the duties of Audit & Supervisory Board Members. For personnel transfer, personnel performance evaluation and disciplinary punishment of these employees, we obtain prior consent of the Audit & Supervisory Board.
- (ii) Audit & Supervisory Board Members attend the Company's important meetings. Directors and employees provide the Company's Audit & Supervisory Board with reports concerning important matters about corporate management and business operations as well as the status of execution of duties through the said meetings, and report to the Company's Audit & Supervisory Board regarding the execution of business operations by circulation of internal memos.
- (iii) We establish regulations that prohibit unfair and unfavorable treatment of those who cooperate with Audit & Supervisory Board Members to perform audits and give reports to Audit & Supervisory Board Members pursuant to

- the “Basic Policy for the Establishment of Internal Control System.” In addition, Group Companies are also proceeding with establishment of structures and systems according to region, size and others of each Group Company, including development of rules.
- (iv) The Auditing Department and Accounting Auditor regularly hold liaison meetings or discussions with Audit & Supervisory Board Members to exchange information and opinions with him/her so as to ensure close communication.
 - (v) We establish regulations regarding requests for prepaid expenses incurred for the execution of the duties of Audit & Supervisory Board Members, and so forth.

Consolidated Statement of Changes in Net Assets
(From April 1, 2018 to March 31, 2019)

(Unit: Millions of yen)

	Shareholders' equity				
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity
Balance at the beginning of the period	104,484	54,573	308,010	(124)	466,944
Changes of items during the period					
Cash dividends			(10,858)		(10,858)
Net income attributable to owners of parent			27,453		27,453
Treasury stock purchased				(7)	(7)
Treasury stock disposed		(0)		1	1
Transfer of loss on disposal of treasury stock		0	(0)		-
Capital increase of consolidated subsidiaries		(30)			(30)
Net changes of items other than shareholders' equity					
Total changes of items during the period	-	(30)	16,595	(5)	16,558
Balance at the end of the period	104,484	54,542	324,606	(130)	483,502

	Accumulated other comprehensive income					Non-controlling interests	Total net assets
	Net unrealized gains on securities, net of tax	Deferred gains (losses) on hedges	Foreign currency translation adjustments	Accumulated adjustment for retirement benefits	Total accumulated other comprehensive income		
Balance at the beginning of the period	3,526	403	719	(5,532)	(883)	15,324	481,386
Changes of items during the period							
Cash dividends							(10,858)
Net income attributable to owners of parent							27,453
Treasury stock purchased							(7)
Treasury stock disposed							1
Transfer of loss on disposal of treasury stock							-
Capital increase of consolidated subsidiaries							(30)
Net changes of items other than shareholders' equity	(843)	(630)	(5,275)	517	(6,232)	549	(5,683)

Total changes of items during the period	(843)	(630)	(5,275)	517	(6,232)	549	10,875
Balance at the end of the period	2,682	(227)	(4,556)	(5,014)	(7,115)	15,874	492,261

Notes to the Consolidated Financial Statements

(Notes to the basis for preparation of consolidated financial statements)

1. Scope of consolidation

(1) Number of consolidated subsidiaries and names of principal consolidated subsidiaries 94 in total

(Domestic) Kawasaki Trading Co., Ltd., Kawasaki Machine Systems, Ltd., NIPPI Corporation, Kawasaki Motors Corporation Japan, Kawasaki Thermal Engineering Co., Ltd., EarthTechnica Co., Ltd.

(Overseas) Kawasaki Motors Corp., U.S.A., Kawasaki Motors Manufacturing Corp., U.S.A., Kawasaki Motors Europe N.V., Kawasaki Motors Enterprise (Thailand) Co., Ltd., Kawasaki Rail Car, Inc., Kawasaki Motors (Phils.) Corporation, Kawasaki Precision Machinery (Suzhou) Ltd., PT. Kawasaki Motor Indonesia, Kawasaki Precision Machinery Trading (Shanghai) Co., Ltd.

Two newly established subsidiaries have been included in the scope of consolidation.

One consolidated subsidiary was excluded from the scope of consolidation following its absorption-type merger with other consolidated subsidiary.

(2) Names of principal non-consolidated subsidiaries, etc.

Green Park Chiba Shin-Minato and other companies

(Reason for exclusion from scope of consolidation)

The non-consolidated subsidiaries were excluded from the scope of consolidation because they are small in size, and its accounts, such as total assets, net sales, net income (for the Company's equity interest) and retained earnings (for the Company's equity interest), have no significant effects on the Company's consolidated financial statements.

2. Application of the equity method

(1) Number of affiliates which are subject to application of the equity method 17 in total

Name of principal company Nantong COSCO KHI Ship Engineering Co., Ltd.

(2) Non-consolidated subsidiaries not subject to application of the equity method (Green Park Chiba Shin-Minato and other companies) and affiliates (Commercial Airplane Co., Ltd. and other companies) are excluded from the scope of application of the equity method, because they only have minimal effects on the Company's consolidated financial statements with respect to net income (for the Company's equity interest) and retained earnings (for the Company's equity interest), and they have no significance as a whole.

3. Significant accounting policies

(1) Standards and methods for evaluation of significant assets

(i) Marketable securities

a. Bonds held to maturity

Amortized cost method (straight-line method) is principally applied.

b. Other marketable securities

Securities with market value

Market value method based on the market value as of the account closing date (with all valuation differences charged to net assets and the cost of sale computed mainly by the moving-average method) is applied.

Securities without market value

The cost method based on the moving-average method is principally applied.

(ii) Inventories

Stated at cost principally using the specific identification method, the moving-average method and the first-in first-out method (balance sheet amounts are determined based on the method of lowering the book value in accordance with the deterioration of profitability).

(iii) Derivatives

Stated at market value.

(2) Depreciation and amortization method for significant depreciable assets

(i) Net property, plant and equipment (other than leased assets)

The straight-line method is principally applied.

(ii) Intangible assets (other than leased assets)

The straight-line method is applied. The software used by the Company is subject to amortization based on the internal useful life (generally five years).

(iii) Leased assets

The leased assets involved in finance lease transactions that involve transfer of ownership

The same method as that applied to property, plant and equipment is applied.

The leased assets involved in finance lease transactions that do not involve transfer of ownership

The straight-line method, whereby the leasing period is deemed to be the duration of useful life and the residual value as zero is applied.

Of the finance lease transactions that do not involve transfer of ownership, the lease transactions which commenced on or prior to March 31, 2008 are accounted for in conformity with the accounting process applicable to operating lease transactions.

(3) Accounting standards for significant provisions

(i) Allowance for doubtful receivables

In order to provide for losses due to doubtful accounts from bad debts including trade receivables and loan receivables, allowance for doubtful receivables is provided based on the historical default rate of normal receivables and with reference to the collectability of receivables from companies in financial difficulty.

(ii) Accrued bonuses

To cover bonus payments to employees, provision for bonuses is provided in the amount for the consolidated fiscal year based on the estimated amount of payment.

- (iii) Provision for product warranties

A provision is recorded for expenditures for warranties concerning construction contracts based on past experience or on estimations of individual cases.
 - (iv) Provision for losses on construction contracts

A provision for an estimated amount of losses is recorded for the next fiscal year and thereafter concerning construction works which are anticipated to incur significant losses and which allow reasonable estimation of the loss incurred at the end of the consolidated fiscal year under review among those construction works that have not been delivered as of the end of the fiscal year.
 - (v) Provision related to in-service issues regarding commercial aircraft jet engines

A provision for the amount expected to be covered by the Company with regard to costs associated with significant in-service issues arising in the Rolls-Royce Trent 1000 engine program for Boeing 787, in which the Company has participated as a risk and revenue sharing partner (RRSP).
- (4) Method of accounting treatment for retirement benefits
- (i) Method of allocation of expected retirement benefit payments

In calculation of retirement benefit obligations, the method of attributing the projected benefits to periods until the end of the current consolidated fiscal year is based on the benefit formula basis.
 - (ii) Method of amortization of actuarial gains or losses and prior service cost

Prior service cost will be recognized as expenses mainly by amortizing the amount by the straight-line method over a certain period of time (mainly 10 years) which is shorter than the employees' average remaining service period. Actuarial differences are amortized from the year following the year in which the differences are recognized using the straight-line method over the average remaining years of service of the employees (mainly 10 years).
 - (iii) Method of accounting treatment for unrecognized actuarial gains and losses, and unrecognized past service costs

Unrecognized actuarial gains and losses, and unrecognized past service cost, net of applicable taxes, are recorded in "Accumulated adjustment for retirement benefits" of "Accumulated other comprehensive income" in "Net assets."
 - (iv) Simplified accounting method used by small companies

Certain consolidated subsidiaries apply a simplified accounting method in which the calculation of liabilities for retirement benefits and retirement benefit expenses is carried out by using a method in which the retirement benefit obligations are deemed to be the amount of retirement benefits to be paid in cases where all eligible employees retired at the fiscal year-end date.
- (5) Standards for the recognition of significant revenues and expenses
- Recognition of net sales of completed construction contracts and cost of sales of completed construction contracts
- a. Construction activities whose outcome from the completed portion as of the end of the consolidated fiscal year are deemed to be definite

Percentage-of-completion method (the cost-to-cost method is used to estimate the percentage of completion) is applied.
 - b. Other construction activities

Completed-contract method is applied.

(6) Standards for the translation of major assets or liabilities denominated in foreign currencies

Receivables and payables denominated in foreign currencies are translated into yen at the foreign exchange spot rate on the date of the balance sheet, and differences arising from the translation are calculated as gains or losses. The Company translates assets and liabilities of foreign consolidated subsidiaries into yen at the foreign exchange spot rate on the date of the balance sheet of each of those subsidiaries. Revenues and expenses are translated using the average foreign exchange rate of the statement of income's period. Translation adjustments are included in "Foreign currency translation adjustments" and "Non-controlling interests" in "Net assets."

(7) Method of significant hedge accounting

(i) Method of hedge accounting

Deferred hedge accounting is applied.

(ii) Hedging instruments and hedged items

Hedging instrument	Hedged items
Forward exchange contracts, currency options	Receivables and payables (including forecast transactions) denominated in foreign currency
Interest rate swaps, currency swaps	Borrowings

(iii) Hedging policy

Hedging is conducted as a measure against the risk of interest rate variation and foreign currency variation based on company rules of respective subsidiaries.

(iv) Method of assessing hedging effectiveness

Hedging effectiveness is evaluated based on fluctuation amounts of hedged items and hedging instruments by comparing the cumulative changes of market fluctuations between the hedged item with the hedging instrument during the period between the start of the transaction to the point at which effectiveness is assessed.

(8) Method and period for amortization of goodwill

Goodwill equivalent is equally amortized over the estimated effective period of the investment. However, goodwill is amortized in lump-sum in the fiscal year when incurred if the amount is minimal.

(9) Other significant matters for preparing the consolidated financial statements

(i) Accounting treatment for consumption taxes

The tax-exclusion method is applied for the consumption tax and the local consumption tax.

(ii) Application of the consolidated taxation system

The consolidated tax system is applied.

(Changes in presentation methods)

Consolidated Balance Sheet

The Group has applied the "Partial Amendments to Accounting Standard for Tax Effect Accounting" (ASBJ Statement No. 28, February 16, 2018) effective from the consolidated fiscal year under review. Accordingly, deferred tax assets, if any, were presented under "investments and other assets" and deferred tax liabilities, if any, were presented under "long-term liabilities."

Consolidated Statement of Income

Effective from the consolidated fiscal year under review, "gain on sales of securities," which was included in "other" under "non-operating income" for the previous consolidated fiscal year, is presented separately as a result of an increase in its quantitative materiality.

(Notes to Consolidated Balance Sheet)

1. The amounts presented are rounded down to the nearest unit.
 2. Accumulated depreciation of property, plant and equipment ¥838,423 million
 3. Assets pledged as collateral and Liabilities relating to collateral
 - (1) Assets pledged as collateral
 - Buildings and structures, net ¥61 million
 - Investments in securities ¥17 million
 - Other ¥80 million

 - Total ¥158 million
 - (2) Liabilities relating to collateral
 - Short-term debt and current portion of long-term debt ¥2 million
 - Long-term debt, less current portion ¥16 million
 - Other ¥3 million

 - Total ¥21 million
4. Guarantee obligations for bank loans of subsidiaries and affiliates, etc. and employees ¥24,384 million
5. With respect to some work in process, a trust beneficiary right has been established with the expected trade receivables as a trust asset. Work in process related to the said trust asset amounts to ¥4,926 million.
6. In some overseas construction works for LNG tanks, a petition for arbitration has been filed with the ICC (The International Chamber of Commerce) during the fiscal year under review concerning losses incurred by the Company due to a breach of contract because of non-fulfillment of contract by an overseas contractor and other factors. The Company plans to redeem the amount of loss in connection with this matter (approximately ¥51 billion) through future arbitration and has recorded a part of the expected amount in "others" under "investments and other assets."

(Notes to Consolidated Statement of Income)

1. The amounts presented are rounded down to the nearest unit.
2. Payments for the in-service issues of commercial aircraft jet engines have been recorded in the amount expected to be covered by the Company with regard to costs associated with significant in-service issues arising in the Rolls-Royce Trent 1000 engine program for Boeing 787, in which the Company has participated as a risk and revenue sharing partner (RRSP).

(Notes to Consolidated Statement of Changes in Net Assets)

1. The amounts presented are rounded down to the nearest unit.

2. Total number of shares issued as of end of the consolidated fiscal year under review
 Ordinary share 167,080,532 shares

3. Dividends

Resolution	Total dividend (millions of yen)	Dividend per share (yen)	Record date	Effective date
General Meeting of Shareholders on June 27, 2018	5,011	30	March 31, 2018	June 28, 2018
Board of Directors Meeting on October 30, 2018	5,846	35	September 30, 2018	December 3, 2018

Scheduled date of resolution	Total dividend (millions of yen)	Dividend per share (yen)	Record date	Effective date
General Meeting of Shareholders on June 26, 2019	5,846	35	March 31, 2019	June 27, 2019

(Notes to Financial Instruments)

1. Matters regarding financial instruments

KHI Group raises necessary funds, in light of its business plans; for long-term working capital and capital expenditure funds the Group predominantly raises funds through bank loans and issuance of corporate bonds, for short-term working capital it raises funds through bank loans and issuance of short-term bonds (electronic commercial paper), and so forth. Temporary surplus funds are invested in highly secure financial assets. We use derivatives to avoid risks described hereunder and do not engage in speculative transactions.

Operating receivables, namely, trade receivables are exposed to counterparty credit risk. The currency exchange risk of the debts and credits in foreign currencies which arise from global business operations is hedged by using foreign exchange forward contracts, and so forth in principle against the net amount of the debts and credits in the foreign currency. Investments in securities are mainly shares of corporations which we have business dealings with, and of these investments, those shares that are listed are exposed to the risk of market price fluctuations.

Most trade payables, which are operating liabilities, have maturities of less than one year. Some of those are denominated in foreign currencies due to the import of materials, and so forth, and although they are exposed to the risk of currency fluctuation, most are within the limit of the balance of accounts receivable in the same foreign currency. Debts payable that are composed of borrowings and corporate bonds are raised for the purpose of securing working capital and capital investments, and the longest maturity from the date of balance sheet is about 18 years. Some of those instruments have floating interest and are denominated in foreign currencies and are therefore exposed to the risk of interest rate and currency exchange fluctuations, however we hedge those risks as required by using derivatives transactions (interest rate swap transactions and currency swap transactions).

Derivative transactions are transactions which include exchange forward contracts and currency options and currency swap transactions for the purpose of hedging exchange

fluctuation risks of the debts and credits in foreign currencies, and interest rate swap transactions and so forth for the purpose of hedging interest fluctuation risks of debts payable. Details of hedging instruments, hedged items, hedging policies, assessment of hedging effectiveness of hedge accounting are stated in "3. Significant accounting policies, (7) Method of significant hedge accounting" of "Notes to the basis for preparation of consolidated financial statements" described above.

2. Matters concerning market value, etc. of financial instruments

The prices recorded in the consolidated balance sheet, market values and the difference between those as of the end of this consolidated fiscal year are as follows.

(Unit: Millions of yen)

	Price recorded in the consolidated balance sheet (*)	Market value (*)	Difference
(1) Cash on hand and in banks	74,311	74,311	-
(2) Trade receivables	427,665	427,641	(23)
(3) Investments in securities	8,140	8,140	-
(4) Trade payables	[247,191]	[247,191]	-
(5) Electronically recorded obligations	[123,083]	[123,083]	-
(6) Short-term debt and current portion of long-term debt	[100,023]	[100,023]	-
(7) Current portion of bonds	[10,000]	[10,000]	-
(8) Bonds payable	[140,000]	[142,106]	(2,106)
(9) Long-term debt, less current portion	[187,568]	[187,231]	337
(10) Derivative transactions	[1,511]	[1,511]	-

(*) Figures which are posted as liabilities are shown in [].

(Note 1) Matters concerning the method for calculating the market value of financial instruments and marketable securities and derivatives transactions

(1) Cash on hand and in banks

These instruments can be settled within short term and the market value is roughly equal to book value, therefore the fair market value is stated at book value.

(2) Trade receivables

Trade receivables are grouped into a specified period, and are stated at market value calculated by the discount rate, which takes into account the respective period to maturity and credit risk.

(3) Investments in securities

The market value for these securities is stated at the price listed on the exchange.

(4) Trade payables, (5) Electronically recorded obligations, (6) Short-term debt and current portion of long-term debt, (7) Current portion of bonds

These instruments can be settled within short term and market value is roughly equal to book value, therefore the fair market value is stated at book value.

(8) Bonds payable

The fair market value of these instruments is stated at the market value.

(9) Long-term debt, less current portion

The market value of long-term debt is determined by discounting the total of principal and interest by the interest rate on similar new debt.

(10) Derivatives transactions

The market value of derivatives is stated at the forward exchange rate or the price offered by the trading financial institution.

(Note 2) Financial instruments whose market value is deemed extremely difficult to ascertain

Shares of affiliates, investments in affiliates and unlisted stocks, and investments in

silent partnerships (amount recorded in the consolidated balance sheet was ¥82,575 million) are not included in the table above, as it is deemed to be extremely difficult to ascertain fair market value because those instruments have no market prices, and it is not possible to estimate their future cash flows.

(Notes to Per Share Information)

1. Net assets per share ¥ 2,851.84
2. Net income per share ¥ 164.34

(Other)

(Damage caused to NIPPI Corporation by snowfall)

The heavy snowfall on February 15, 2014 caused a hangar roof in Atsugi Works of NIPPI Corporation, which is KHI's consolidated subsidiary, to collapse, causing damage to aircrafts of the Japan Maritime Self-Defense Force that was undergoing regular maintenance. The Company and NIPPI Corporation pursued discussions on handling of this matter with the Ministry of Defense. Nevertheless, in July 2017, the Ministry of Defense set off ¥1.9 billion against the Company's right to charge to the ministry (government), claiming that the ministry sustained losses of the same amount. Since the Company cannot accept the claim of the Ministry of Defense and the offsetting, the Company pressed the ministry for payment of 1.9 billion yen, which was set off. However, the Ministry of Defense refused the payment, and therefore the Company filed a lawsuit seeking payment of the amount with the Tokyo District Court in October 2017. Depending on the future outcome of the lawsuit, operating results of the KHI Group may be affected.

Non-consolidated Statement of Changes in Net Assets
(From April 1, 2018 to March 31, 2019)

(Unit: Millions of yen)

	Shareholders' equity							Total shareholders' equity
	Common stock	Capital surplus		Retained earnings			Treasury stock	
		Legal capital surplus	Other capital surplus	Other retained earnings				
				Provision for special depreciation	Provision for advanced depreciation of fixed assets	Retained earnings brought forward		
Balance at beginning of the period	104,484	52,210	0	2,630	9,599	150,909	(124)	319,710
Changes of items during the period								
Cash dividends						(10,858)		(10,858)
Net income						15,097		15,097
Treasury stock purchased							(7)	(7)
Treasury stock disposed			(0)				1	1
Transfer of loss on disposal of treasury stock			0			(0)		-
Reversal of reserve for special depreciation				(450)		450		-
Reserve for advanced depreciation of fixed assets					118	(118)		-
Reversal of provision for advanced depreciation of fixed assets					(242)	242		-
Net changes of items other than shareholders' equity								
Total changes of items during the period	-	-	(0)	(450)	(123)	4,813	(5)	4,232
Balance at end of the period	104,484	52,210	-	2,180	9,475	155,722	(130)	323,943

	Valuation and translation adjustments			Total net assets
	Net unrealized gains on securities, net tax	Deferred gains (losses) on hedges	Total valuation and translation adjustments	
Balance at beginning of the period	2,688	393	3,082	322,792
Changes of items during the period				
Cash dividends				(10,858)
Net income				15,097
Treasury stock purchased				(7)
Treasury stock disposed				1
Transfer of loss on disposal of treasury stock				-
Reversal of reserve for special depreciation				-
Reserve for advanced depreciation of fixed assets				-
Reversal of provision for advanced depreciation of fixed assets				-
Net changes of items other than shareholders' equity	(796)	(680)	(1,477)	(1,477)
Total changes of items during the period	(796)	(680)	(1,477)	2,755
Balance at end of the period	1,891	(286)	1,604	325,548

Notes to the Non-consolidated Financial Statements

(Significant accounting policies)

1. Valuation standards and methods of assets
 - (1) Valuation standards and methods of marketable securities
 - (i) Shares of subsidiaries and affiliates
Stated at cost using the moving-average method.
 - (ii) Other marketable securities
Securities with market value
Stated at market value based on the market price on the account closing date (net unrealized gains or losses on these securities are reported as a separate item in the net assets on a net-of-tax basis. Cost of securities sold is determined by the moving-average method).
Securities without market value
Stated at cost using the moving-average method.
 - (2) Valuation standards and methods of inventories
Stated at cost using the specific identification method and the moving-average method (balance sheet amounts are determined based on the method of writing down book value in accordance with decreased profitability of assets).
 - (3) Valuation standards and methods of derivatives
Stated at market value.
2. Method of depreciation of fixed assets
 - (1) Net property, plant and equipment (other than leased assets)
The straight-line method is used.
 - (2) Intangible assets (other than leased assets)
The straight-line method is used.
Software for internal use is amortized by the straight-line method over the internally estimated useful lives (within 5 years).
 - (3) Leased assets
Finance lease transactions involving the transfer of ownership
The same method as the method of depreciation of fixed assets applied to self-owned fixed assets is used.
Finance lease transactions not involving the transfer of ownership
The leased assets involved in finance lease transactions that do not involve transfer of ownership are subject to the straight-line method, whereby the leasing period is deemed to be the duration of useful life and the residual value as zero.
In addition, out of the finance lease transactions that do not transfer ownership, lease transactions whose lease transaction commencement date was on or prior to March 31, 2008 are accounted for on a basis similar to ordinary rental transactions.
3. Standards of accounting for provisions
 - (1) Allowance for doubtful receivables
In order to provide for losses due to doubtful accounts from trade receivables and loan receivables, allowance for doubtful receivables is provided principally based on the historical default rate of normal receivables and with reference to the collectability of receivables from companies in financial difficulty.
 - (2) Accrued bonuses
To prepare for the bonus payments to employees, provision for bonuses is provided in the amount based on the estimated amount of bonus payment.
 - (3) Provision for product warranties
A provision is recorded for expenditures for warranties concerning construction contracts based on past experience or on estimations of individual cases.
 - (4) Provision for losses on construction contracts
A provision for an estimated amount of losses is recorded for the next fiscal year and thereafter concerning construction works which are anticipated to incur

significant losses and which allow reasonable estimation of the loss incurred at the end of the fiscal year under review among those construction works that have not been delivered as of the end of the fiscal year.

- (5) Employees' retirement and severance benefits
Employees' retirement and severance benefits is recorded based on the estimated amount of retirement benefit obligations and plan assets as of the end of the fiscal year under review (including the retirement benefit trust) in order to cover employee retirement benefits.
 - (i) Allocation of expected retirement benefit payments
When calculating retirement benefit obligations, the benefit formula basis is used to allocate expected retirement benefit payments to the period as of the end of the fiscal year.
 - (ii) Method of recognizing actuarial differences and prior service costs
The past service costs are amortized using the straight-line method over a certain years (10 years) within the average remaining service period of the employees when the costs incurred in each year.
Actuarial differences are amortized from the year following the year in which the differences are recognized using the straight-line method over the average remaining years of service of the employees (10 years).
- (6) Provision related to in-service issues regarding commercial aircraft jet engines
A provision for the amount expected to be covered by the Company with regard to costs associated with significant in-service issues arising in the Rolls-Royce Trent 1000 engine program for Boeing 787, in which the Company has participated as a risk and revenue sharing partner (RRSP).

- 4. Standards for recognition of revenue and expenses
Recognition of net sales of completed construction contracts and cost of sales of completed construction contracts
 - (i) Construction activities whose outcome from the completed portion as of the end of the fiscal year are deemed to be definite
Percentage-of-completion method (the cost-to-cost method is principally used to estimate the percentage of completion) is applied.
 - (ii) Other construction activities
Completed-contract method is applied.

5. Other important matters forming the basis for preparing the non-consolidated financial statements

- (1) Accounting treatment for hedges
 - (i) Method of hedge accounting
Deferred hedge accounting is applied.
 - (ii) Hedging instruments and hedged items

Hedging instrument	Hedged items
Forward exchange contracts, currency options	Receivables and payables (including forecast transactions) denominated in foreign currency
Interest rate swaps, currency swaps	Borrowings

- (iii) Hedging policy
Hedging is conducted as a measure against the risk of foreign currency variation and interest rate variation based on company rules.
- (iv) Method of assessing hedging effectiveness
Hedging effectiveness is evaluated based on fluctuation amounts of hedged items and hedging instruments by comparing the cumulative changes of market fluctuations between the hedged item with the hedging instrument during the period between the start of the transaction to the point at which effectiveness is assessed.
- (2) Standards for the translation of assets or liabilities denominated in foreign currencies

Receivables and payables denominated in foreign currencies are translated into yen at the foreign exchange spot rate on the date of the balance sheet, and differences arising from the translation are calculated as gains or losses.

- (3) Accounting treatment for retirement benefits
Accounting treatment for unrecognized actuarial gains or losses and unrecognized past service cost for retirement benefits are different from accounting treatment for them in the consolidated financial statements.
- (4) Accounting treatment for consumption taxes
Consumption tax and local consumption tax are accounted for by the tax-exclusion method.
- (5) Application of the consolidated taxation system
The consolidated taxation system is applied.

(Changes in presentation methods)

Non-consolidated Balance Sheet

The Company has applied the "Partial Amendments to Accounting Standard for Tax Effect Accounting" (ASBJ Statement No. 28, February 16, 2018) effective from the fiscal year under review. Accordingly, deferred tax assets, if any, were presented under "investments and other assets" and deferred tax, if any, liabilities were presented under "long-term liabilities."

(Notes to Non-consolidated Balance Sheet)

1. The amounts presented are rounded down to the nearest unit.
2. Accumulated depreciation of property, plant and equipment ¥630,831 million
3. Monetary receivables from and payables to affiliates

Short-term monetary assets	¥174,718 million
Long-term monetary assets	¥477 million
Short-term monetary liabilities	¥89,200 million
4. Asset pledged as collateral and liability relating to collateral
 - (1) Assets pledged as collateral

Buildings	¥61 million
Investments in securities	¥14 million
Stock of affiliates	¥67 million
<u>Total</u>	<u>¥142 million</u>
 - (2) Liability relating to collateral

Short-term debt	¥2 million
Long-term debt, less current portion	¥16 million
<u>Total</u>	<u>¥18 million</u>
5. Guarantee liability for bank loans of subsidiaries and affiliates, etc. and employees ¥28,788 million
6. With respect to some work in process, a trust beneficiary right has been established with the expected trade receivables as a trust asset. Work in process related to the said trust asset amounts to ¥4,926 million.
7. In some overseas construction works for LNG tanks, a petition for arbitration has been filed with the ICC (The International Chamber of Commerce) during the fiscal year under review concerning losses incurred by the Company due to a breach of contract because of non-fulfillment of contract by an overseas contractor and other factors. The Company plans to redeem the amount of loss in connection with this matter (approximately ¥51 billion) through future arbitration and has recorded a part of the expected amount in "others" under "investments and other assets."

(Notes to Non-consolidated Statement of Income)

1. The amounts presented are rounded down to the nearest unit.
2. Transactions with affiliates

- | | |
|---|------------------|
| Transaction from operating transactions | |
| Net sales | ¥430,388 million |
| Purchases | ¥184,825 million |
| Transaction from non-operating transactions | ¥21,800 million |
3. Payments for the in-service issues of commercial aircraft jet engines have been recorded in the amount expected to be covered by the Company with regard to costs associated with significant in-service issues arising in the Rolls-Royce Trent 1000 engine program for Boeing 787, in which the Company has participated as a risk and revenue sharing partner (RRSP).

(Notes to Non-consolidated Statement of Changes in Net Assets)

1. The amounts presented are rounded down to the nearest unit.
2. Type of treasury shares and number of shares at the end of the current fiscal year
Ordinary share 35,196 shares

(Notes to Tax Effect Accounting)

Among other factors, the main contributing factor to deferred tax assets is the disallowance of various provisions such as the employees' retirement and severance benefits and the losses on construction contracts, and the main contributing factor to the deferred tax liabilities incurred is provision for advanced depreciation of fixed assets.

(Notes to Leased Fixed Assets)

Other than the fixed assets recorded on the balance sheet, certain manufacturing facilities are used under finance lease contracts not involving the transfer of the ownership of the leased property.

(Notes to Transactions with Interested Parties)

Not applicable.

(Notes to Per Share Information)

1. Net assets per share ¥1,948.86
2. Net income per share ¥90.37

(Other)

(Damage caused to NIPPI Corporation by snowfall)

The heavy snowfall on February 15, 2014 caused a hangar roof in Atsugi Works of NIPPI Corporation, which is KHI's consolidated subsidiary, to collapse, causing damage to aircrafts of the Japan Maritime Self-Defense Force that was undergoing regular maintenance. The Company and NIPPI Corporation pursued discussions on handling of this matter with the Ministry of Defense. Nevertheless, in July 2017, the Ministry of Defense set off ¥1.9 billion against the Company's right to charge to the ministry (government), claiming that the ministry sustained losses of the same amount. Since the Company cannot accept the claim of the Ministry of Defense and the offsetting, the Company pressed the ministry for payment of 1.9 billion yen, which was set off. However, the Ministry of Defense refused the payment, and therefore the Company filed a lawsuit seeking payment of the amount with the Tokyo District Court in October 2017. Depending on the future outcome of the lawsuit, operating results of the Company may be affected.