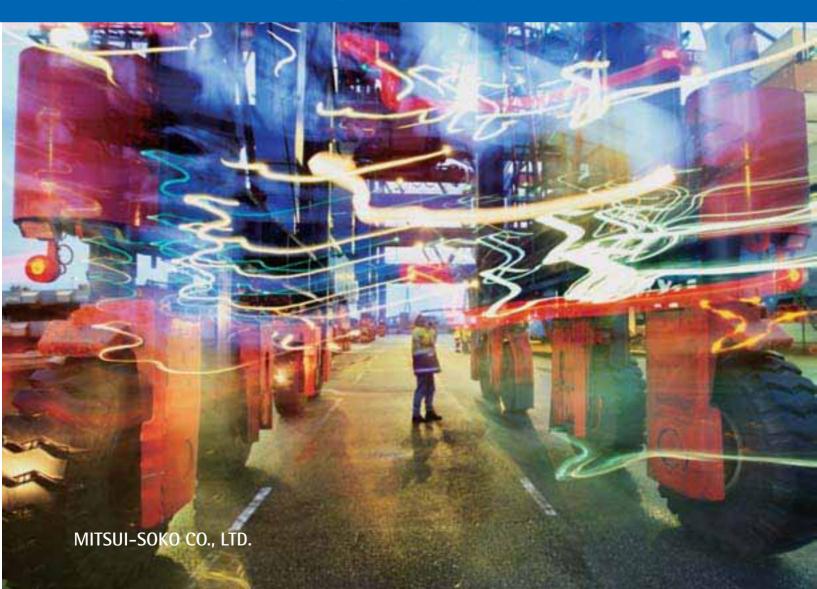
# Annual Report 2007 Year ended March 31, 2007

# Leading-Edge Logistics Solutions Provider



Mitsui-Soko Co., Ltd. ("the Company") was established in 1909. During the intervening years, Mitsui-Soko and its consolidated subsidiaries (hereafter "the Group") have steadily expanded their bases in principal cities across Japan while enlarging warehouse operations. Today, the Group provides a diverse range of logistics services in Japan and overseas, including port terminal operations and overland transportation, as well as a domestic real estate business that specializes in building leasing.

In addition to offering these traditional services, the Group believes that its mission is to provide customers with the services they require now and in the future in a mode best suited to their particular needs. Therefore, the Group offers integrated management of actual logistics for all stages of business operations, from customer production to sales, as well as the accompanying flow of information, as it strives to offer optimal logistics flows that match the requirements of each customer.

The Mitsui-Soko Group's fundamental policy is to supply logistics functions that are indispensable in such basic activities of industry as transportation and storage while contributing to society through these business activities. While responding quickly to changes in both the corporate environment and the foundations of industry, we will promote business operations that incorporate an awareness of corporate value and capital costs.

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#### **Forward-looking Statements**

Forward-looking statements made in this annual report concerning performance or business strategies have been determined according to assumptions and beliefs based on information available at the time, and contain elements of risk and uncertainty.

#### **BUSINESS LINES**

#### **Logistics Business**



Utilizing its proprietary know-how and information systems, Mitsui-Soko engages in an expansive Logistics business that includes freight storage operations encompassing freight storage and sorting, customs clearance and delivery; port terminal operations that include loading and unloading container ships, loading freight onto conventional ships, and sorting and storing freight at wharfs and warehouses; overland transportation operations for transporting items ranging from general



merchandise to specialized cargo; value-added operations that include inspection, price-tagging, and sorting of delivered goods; international



combined transportation services; international consolidated transport services; and air cargo handling services.

Mitsui-Soko also offers system logistics services that provide customized integrated logistics flows covering areas from overseas operations to domestic transportation, customs clearance, and domestic deliveries. In addition, Mitsui-Soko offers new services that respond closely to the needs of customers, such as a Business Process Outsourcing (BPO) that offers consulting services for the client's entire business process to help enhance corporate value.

#### **Real Estate Business**



Net Sales by Business Segment Fiscal 2007 Drawing on its extensive know-how about land use cultivated over long years, Mitsui-Soko engages in the redevelopment of urban real estate. We presently manage and operate new office buildings that incorporate the most advanced information-related functions, including the MSC Center Building located in the Tokyo bayside area as well as the Mitsui-Soko Hakozaki Building.

Facilities set to play a key role in the future include a pair of existing structures in Tokyo's Koto Ward that we are currently redeveloping. The MSC





Fukagawa Building, a commercial rental building featuring a quake-absorbent structure and advanced management security, opened in July 2006, and construction of a multipurpose space for IT and other companies tentatively known as the MSC Fukagawa No. 2 Building is on schedule to be completed in December 2008.



### Mitsui-Soko Highlights in Fiscal 2007

The Mitsui-Soko Group worked to increase its corporate value while further strengthening corporate governance during fiscal 2007, the second year of the "Medium-Term Plan 2005" three-year management plan.

In domestic operations, we completed our redevelopment project for existing warehouses in the three major metropolitan areas of Tokyo, Osaka, and Nagoya, with the new facilities coming online smoothly and beginning to make a contribution to the group's profits. Overseas, our continuing focus on strengthening our global network in response to Japanese companies' expanding business operations was reflected in enhancements to warehouse facilities and services in China and other locations across Northeast Asia.

As a result of these activities, the Group's consolidated performance in the fiscal year under review saw net sales post a year-on-year increase of 3.2% to ¥102,036 million, marking the first time the Group has surpassed ¥100 billion in sales. Operating income posted double-digit gains as it reached a new high for the fourth consecutive year, surging 15.4% to ¥6,504 million, while net income increased 1.7% to ¥3,289 million, reflecting an increase in extraordinary costs due to redevelopment and other projects.

As it became apparent in the second year of the "Medium-Term Plan 2005" that its targets would be achieved, the Group reviewed the medium-term management plan and adopted "Medium-Term Plan 2007," a new three-year plan, in November 2006. The new plan is set to take effect in April 2007.

#### TOPICS

#### **Construction of Strategic Facilities in the Capital Region**

Having identified Japan's capital region as a vital element of our logistics strategy, we are making steady progress redeveloping existing facilities and developing new facilities in the region in an effort to meet the "Medium-Term Plan 2007" management action targets of maximizing profits by accelerating a qualitative transformation of existing businesses and maximizing our cash return by improving investment efficiency.



#### **Expansion of the Data Storage Business in China**

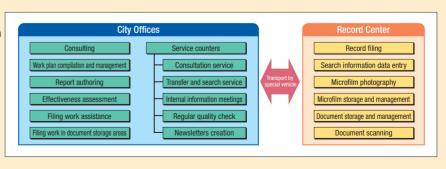
We are taking advantage of our domestic BPO business experience and know-how to expand our Record Management Business (RMB), a service that stores documents and other data, in South-East Asia, Hong Kong, Shanghai, and other locations.

\*BPO (Business Process Outsourcing):
Consulting services that address a client's entire business process with
the goal of increasing corporate value.



#### **Document and Data Management Outsourcing Services for Local Government**

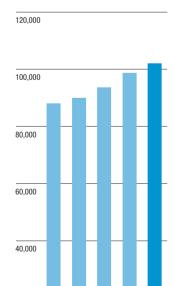
We are providing comprehensive document and data management outsourcing services for Ichikawa City in Chiba Prefecture. With a broad reach that extends from consulting to operations, the project was conceived to satisfy the four goals of enhancing information security, complying with the need to make official documents available to the public, encouraging a paperless workflow at municipal offices, and introducing the practice of outsourcing.



# Consolidated Financial Highlights MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries For the years ended March 31

For the year:  Net sales  Net income	*102,036 3,289	2006 ¥ 98,843 3,234	Thousands of U.S. Dollars 2007  \$ 864,345 27,861
At year-end: Total assets Net assets	¥138,279 59,456	¥124,632 60,281	\$1,171,356 503,649
Per share of common stock:  Basic net income  Cash dividends applicable to the year	¥ 23.92 8.00	¥ 22.91 7.50	### U.S. Dollars    \$ 0.20   0.07

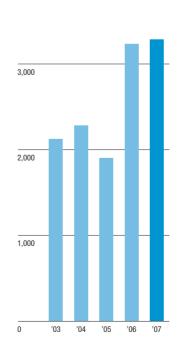
Note: The translation of Japanese yen amounts into U.S. dollar amounts is included solely for the convenience of readers outside Japan and has been made at the rate of ¥118.05 to \$1, the approximate rate of exchange at March 31, 2007. (See Note 1 of the Notes to Consolidated Financial Statements)



**Net Sales** 

20,000

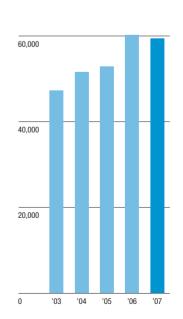
(Millions of yen)



**Net Income** 

(Millions of yen)

4,000



**Net Assets** 

(Millions of yen)

80,000

### An Interview with the President



Kazuo Tamura

## What can you tell us about current business conditions?

Business conditions in the logistics industry generally remain difficult. Although import and export freight volumes have been consistently high, in domestic freight we're seeing intensifying competition as customers continue to cut costs. With pricing for corporate services continuing to trend sideways, it would be difficult to argue that the deflationary trend has ended.

It was in this environment that the Group entered the second year of the "Medium-Term Plan 2005" three-year management plan, seeking to increase corporate value. We also worked to further strengthen corporate governance by building an internal control system and modifying our management system to comply with Japan's newly enacted Corporate Law.

In terms of our business operations, our aggressive pursuit of a redevelopment project for existing warehouses in the three major metropolitan areas of Tokyo, Osaka, and Nagoya paid off as all projects were completed on schedule. The new facilities have come online smoothly and are beginning to make a contribution to Group profits. Overseas, our continuing focus on strengthening our global network in response to Japanese companies' expanding business operations is reflected in enhancements to warehouse facilities and services in China and other locations across Northeast Asia.

The positive impact of these activities is apparent in the

Group's consolidated financial statements for the fiscal year under review, with net sales surpassing ¥100 billion for the first time and both net sales and operating income posting increases for the fourth consecutive year. Meanwhile, net income increased slightly, reflecting an increase in extraordinary charges due to redevelopment and other projects.

The Board of Directors approved a year-end dividend of \$4 per share at its May 2007 meeting and the annual dividend for the fiscal year under review was \$8.00, up \$0.5 from the previous fiscal year.

#### Could you summarize the key provisions of "Medium-Term Plan 2007"?

"Medium-Term Plan 2007," which began in April 2007, sets management action targets of maximizing profits by accelerating a qualitative transformation of existing business, maximizing our cash return by improving investment efficiency, and implementing reliable internal controls. Numeric targets for March 2010, the plan's final year, are operating income of ¥9.5 billion, an operating income margin of at least 8.5%, ROA of at least 7.0%, and ROE of at least 8.0%.

Specific steps being taken to achieve the goals set out in "Medium-Term Plan 2007" include increasing the quality and diversity of the services we offer, particularly Business Process Outsourcing (BPO) and similar businesses, and more aggressively pursuing strategic capital investments that serve as the basis for such operations. As a first stage in these efforts we are redeveloping existing facilities and developing new facilities in Japan's capital region in line with our identification of the central role this area will play in our logistics strategy.

# Could you introduce readers to some of the strategic logistics facilities being built in the Japan's capital region?

We're constructing the tentatively named Misato Logistics Center in an industrial park in Soka City, Saitama Prefecture. This facility, which is scheduled for completion in April 2008, will be a state-of-the-art, multi-tenant logistics center. Thanks to its location near the Misato West Interchange on the Tokyo Gaikan Expressway, this logistics center provides easy access to a network of highways that includes the Tohoku and Joban Expressways, making it an ideal site for a facility that will handle deliveries throughout Japan's capital region. We plan to operate the new building as one of our new logistics facilities, in addition to leasing some of the floors to customers requiring logistics space.

In Tokyo's Koto Ward, we are following up the completion last July of the MSC Fukagawa Building with a second redevelopment in the Fukagawa area. The tentatively named MSC

Fukagawa No. 2 Building is scheduled to be completed in December 2008. It will replace a superannuated single-story warehouse with a six-story quake-absorbent structure and advanced management security, which we plan to lease to IT and other companies for use as a multipurpose space.

We also purchased land in Tatsumi, an area near the Shinkiba Interchange on the Metropolitan Expressway Gulf Line that provides easy access to major highways, as an alternative site in our redevelopment of the Fukagawa area. Here we plan to construct the Tatsumi Warehouse (scheduled for completion in January 2009), a new high-security, quakeabsorbent logistics facility that will contribute to the development of our business by acting as a trunk room, record center, and distribution center capable of handling high-valueadded freight.

We also plan to rebuild some of the Atsugi Warehouse's buildings in a new building with double the floor space, a renovation that will facilitate the facility's rebirth as a highly efficient logistics center (scheduled for completion in July 2008).

We expect these investments to total about ¥35 billion in land and construction costs. Going forward, in keeping with an appropriate financial strategy, efforts to improve our capital efficiency will include careful examination of strategic capital investment projects deemed likely to yield high profit and cash returns.

# What changes have been made in the Company's organization to facilitate an expansion of the BPO business?

In April 2006 we created the BPO Business Division to bring together planning, coordination, and other functions associated with our BPO business. Whereas responsibility for the BPO business had been spread over a variety of departments and divisions that had a tendency to operate independently of one another, this new organization will enable us to move aggressively to expand that business by conducting a companywide reassessment of its role, upgrading its menu of services, and proposing tactical plans for expanding sales.

In addition to creating the BPO Business Division, we merged the BPO business division of Logistics Systems and Solutions Co., Ltd., and Mitsui-Soko Records Center Co., Ltd., (a former subsidiary responsible for record center operations) to form Mitsui-Soko Business Partners Co., Ltd. The new company collaborates with the BPO Business Division to execute a comprehensive, nationwide expansion of our BPO business.

#### Will the BPO business also be developed overseas?

Active efforts to develop our Record Management Business

(RMB), which provides storage of data, documents and other materials, extend to overseas markets.

Our Group launched its overseas RMB nine years ago in Singapore. Even as we utilized internal resources through a trial and error process to make highly profitable document storage services a mainstay of our business, we welcomed highly experienced professionals to our team and built a proprietary system for growing the business. Today we store documents, tape, and film in Singapore, and we have grown into one of the country's leading RMB companies.

Taking advantage of the experience and know-how gained in Singapore, we launched RMB services in Hong Kong at the end of 2005 and in Shanghai in September 2006. The document storage market in China is experiencing extremely high demand. We will focus initial sales activities on Japanese companies, followed by an eventual expansion to Asian, European, and North American corporations, and ultimately we plan to offer services to the Chinese government and government-operated enterprises.

We're also looking to actively introduce RMB services outside Asia in locations such as Los Angeles and Düsseldorf where we maintain warehouse facilities and where there is customer demand for such services. We plan to differentiate our offerings from those of our competitors by expanding operations to countries worldwide, including managing and administering information assets over their entire life cycle, from documentation to disposal; scanning documents; and providing the necessary personnel and operational services. Ultimately we would like to develop RMB into a global standardized service as an integrated part of our BPO business, allowing customers to receive the same services at any Mitsui-Soko facility.

## Can you describe any examples of leading-edge business initiatives?

We have moved beyond typical logistics outsourcing to offer an extensive range of services in our relationship with Ichikawa City's municipal government in Chiba Prefecture.

With a broad reach that extends from consulting to operations, these comprehensive document and data management outsourcing services are conceived to satisfy the four goals of enhancing information security, complying with the need to make official documents available to the public, speeding the adoption of a paperless workflow at municipal offices, and introducing the practice of outsourcing. Specifically, Company personnel assigned to service counters inside Ichikawa City Hall provide advice about topics such as document management and assist with filing and other clerical work. The most notable aspect of the service is the manner in which its support structure integrates government and private sector operations.

Mitsui-Soko Record Center, a special Company facility for document and information management, has been designated by Ichikawa City as an external document center, enabling it to play a central role in the outsourcing of document and information management operations. The facility offers multiple services including document filing, microfilm photography, and document scanning in an environment notable for its advanced management of security.

Faced with calls in recent years to improve the way information security is managed, particularly as regards personal information, local governments have investigated how they can make information available and have set about doing so. Given this situation, the question of how to manage the massive quantities of paper documents and other media that have accumulated over time is one of the most vexing challenges our communities face. Our services provide concrete, realistic solutions designed to work in the actual situations that these communities are grappling with. We plan to work aggressively to make a suite of services available in packaged form to local governments nationwide.

# As the Company continues to achieve steady growth, what is your approach to the company's social responsibilities?

Our Group sees environmental conservation as one of its most important management challenges, and we seek to earn the trust of society by pursuing environmentally responsible business activities.

Key initiatives in this area include early efforts to receive Green Management Certification from the Transportation Ecology and Mobility Foundation, the accreditation organization officially recognized by the Ministry of Land, Infrastructure and Transport. By the end of June 2007 all of the Group's transport companies (18 offices) and 39 warehouse offices had been certified as environmentally responsible places of business in terms of energy conservation, waste product processing, and other aspects of their operations. Moreover, the Kita Osaka Warehouse (Settsu City, Osaka Prefecture) and Nishiharu Warehouse (Kita-Nagoya City, Aichi Prefecture), both of which were renovated to serve as hybrid logistics facilities capable of also acting as distribution centers, have been certified by the Ministry of Land, Infrastructure and Transport as environmentally friendly in accordance with the Law Concerning the Promotion of Integrated and Efficient Logistics Operations\*.

"Medium-Term Plan 2007" continues to prioritize environmental management, and we remain committed to focusing resources on actively fulfilling our social responsibilities as a company.

\*Enacted to improve mixed transport and streamline logistics by establishing multifunctional logistics facilities near expressway interchanges and large ports, with the primary purpose of increasing Japan's international competitiveness and reducing environmental impacts.

# Could you describe the outlook for the fiscal year ending March 2008?

The Japanese economy is forecast to undergo a brief correction during the first half of the year due to a combination of factors including a similar correction in the U.S. economy and inventory adjustments in IT-related assets. Subsequently we are looking for things to pick up during the second half of the year, and compared to this year we do not expect any significant market-changing factors.

In the logistics industry, it is forecast that imports and exports movement will slow somewhat as a result of these trends in the U.S. economy and that domestic freight movement will also continue to slow. These conditions will cause the industry to trend sideways or slightly down.

Faced with these conditions our customers are moving aggressively to upgrade logistics systems and cut costs across their operations in order to survive intense global competition. These efforts include legal compliance and environmental measures.

Based on an expectation that overall economic conditions will continue largely as they are now and reflecting the fact that the facilities we finished rebuilding last year will begin full operations this year, we are forecasting net sales of ¥104 billion, operating income of ¥7 billion, and net income of ¥3.4 billion.

# Do you have a message for the Company's shareholders?

Structural changes in the logistics industry accompanying the ongoing globalization of the economy and business environment will continue along with intensifying competition to create an ever more pressing need for management to streamline and rationalize logistics operations.

Against this backdrop, the Mitsui-Soko Group will continue to pursue the "Medium-Term Plan 2007" new three-year medium-term management plan, working to maintain a balance between the dual imperatives of working as a company to create optimal logistics services for customers and to satisfy shareholders. We are also committed to making important management information available in a timely and appropriate manner.

I look forward to shareholders' understanding and support of the Company's future management direction that I have described here.

### **Directors, Corporate Auditors and Executive Officers**

\*Representative

#### **Directors**

President Kazuo Tamura\*

Senior Managing Director Jiro Kaeriyama\*

Managing Directors Yoshimasa Hayashi\*

Toshio Ohura\* Shinichiro Sasao\*

Directors Hiromi Sugimoto

Katsumi Namiki Gengo Kakimi Shigeru Shiraishi

Outside Director Yasuaki Nakazawa

#### **Corporate Auditors**

Senior Corporate Auditor

Corporate Auditor

Outside Corporate Auditors

Hideo Kimura

Hitoshi Murata

Kenichi Fujiwara

Osamu Nakamoto

#### **Executive Officers**

**Chief Executive Officer** 

 ${\bf Chief\ Operating\ Officer,\ Corporate\ Administration,\ Information\ Operation\ and}$ 

Real Estate Business; Chief Financial Officer

Chief Operating Officer, Domestic Marketing Operations

Chief Operating Officer, Port Terminal Operations

Chief Operating Officer, General Affairs, Human Resources, Risk Management and Compliance

Senior Executive Officer, Kanto Regional Operations Senior Executive Officer, LIT and BPO Promotion

Senior Executive Officer, International Marketing Operations

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Senior Executive Officer, Overseas Business Operations

**Executive Officer, Real Estate Business** 

Executive Officer, Kyushu Regional Operations
Executive Officer, Chubu Regional Operations

Executive Officer, Kansai Regional Operations

Executive Officer, Human Resources

**Executive Officer, Corporate Administration** 

Kazuo Tamura

Jiro Kaeriyama

Yoshimasa Hayashi

Toshio Ohura

Shinichiro Sasao

Hiromi Sugimoto

Katsumi Namiki

Gengo Kakimi

Shigeru Shiraishi

Kazuo Seki

Kazuo Seki

Fujihiro Horiba

Eiji Michise

Soji Takekuma

Takeshi Namiki

Makoto Ikari

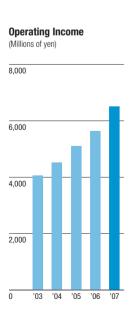


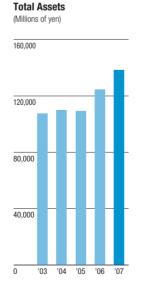
Front, from left: Kazuo Tamura, Jiro Kaeriyama Rear, from left: Yoshimasa Hayashi, Toshio Ohura, Shinichiro Sasao

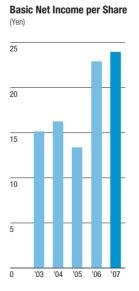
# Consolidated Five-Year Summary of Selected Financial Data

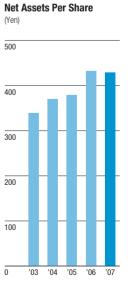
MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries For the years ended March 31

			Millions of Yen			Thousands of U.S. Dollars (Note 1)
	2007	2006	2005	2004	2003	2007
For the year:						
Net sales	¥102,036	¥ 98,843	¥ 93,638	¥ 90,007	¥ 88,021	\$ 864,345
Operating income	6,504	5,635	5,116	4,519	4,051	55,095
Net income	3,289	3,234	1,903	2,282	2,128	27,861
Net cash provided by operating activities	7,641	7,303	8,840	6,903	8,155	64,725
At year-end:						
Total assets	¥138,279	¥124,632	¥109,278	¥110,063	¥107,614	\$1,171,356
Net assets	59,456	60,281	52,872	51,669	47,299	503,649
<b>Per share of common stock</b> (in yen and U.S. dollars):						
Basic net income	¥ 23.92	¥ 22.91	¥ 13.36	¥ 16.23	¥ 15.12	\$ 0.20
Net assets	429.32	432.23	379.06	370.53	339.19	3.64
Cash dividends applicable to the year	8.00	7.50	7.00	6.00	6.00	0.07
Ratios:						
Equity ratio (%)	41.9	48.4	48.4	46.9	44.0	
Return on equity (%)	5.6	5.7	3.6	4.6	4.5	
Interest coverage ratio (times)	14.5	12.7	13.9	8.2	8.7	
Price/Earnings ratio (times)	32.6	29.9	30.2	23.0	15.7	
Number of employees	3,126	3,047	2,981	2,859	2,773	
Number of shareholders	6,201	8,128	8,096	8,300	8,715	









### Management's Discussion and Analysis

#### **Business Results**

#### **Net Sales**

During the fiscal year ended March 31, 2007, net sales rose \$3,193 million (3.2%) to \$102,036 million amid generally good performance apart from a downturn in revenue from port transport operations. Domestic net sales increased \$1,547 million (1.8%) to \$86,043 million, while overseas net sales rose \$1,963 million (11.0%) to \$19,746 million. Corporate eliminations increased \$317 million to \$3,753 million.

Net sales in the Logistics business increased \$2,725 million (3.0%) to \$94,238 million, while net sales in the Real Estate business dropped \$460 million (6.0%) to \$8,184 million.

#### **Cost of Sales and SG&A Expenses**

Cost of sales rose ¥2,252 million (2.6%) to ¥89,255 million as a result of increases in direct operational costs associated with increased net sales and increases in depreciation expenses associated with growth in fixed assets. Cost of sales as a percentage of net sales fell 0.5 percentage points to 87.5%, reflecting a reduction in temporary costs incurred during the last fiscal year as a result of the redevelopment projects.

Selling, general and administrative (SG&A) expenses rose \$72 million (1.2%) to \$6,277 million.

#### **Operating Income**

Operating income rose ¥869 million (15.4%) to ¥6,504 million on the success of groupwide cost reduction efforts.

Operating income in the Logistics business rose \$670 million (15.5%) to \$4,982 million thanks to dramatic growth in general logistics operations. Operating income in the Real Estate business increased \$370 million (8.9%) to \$4,539 million due to a reduction in charges for property taxes and repair expenses.

#### Other Income (Expenses)

Other expenses—net rose ¥490 million (179.5%) to ¥763 million, compared to ¥273 million in the previous fiscal year.

Net interest expense after deducting interest and dividend income from interest expense declined ¥89 million from ¥364 million in the last year to ¥275 million. The decline was primarily due to an increase in dividend income.

#### Net Income

Income before income taxes and minority interests increased ¥379 million (7.1%) to ¥5,741 million. Income taxes as a percentage of income before income taxes and minority interests rose 2.6 percentage points to 41.0% from last year's 38.4%, 0.3 points higher than Japan's effective statutory tax rate of 40.7%. The increase in tax liability was due to the expiration of a tax deduction for IT investment.

Net income rose \$55 million (1.7%) to \$3,289 million, and net income per share increased \$1.01 to \$23.92 from last year's \$22.91.

#### **Financial Position**

#### **Assets and Equity**

Total assets increased ¥13,647 million to ¥138,279 million as an increase in accounts receivable deriving from expanded sales, combined with a rise in property, plant and equipment, offset a drop in investment securities due to a downturn in the stock market.

Equity was ¥59,456 million as an increase in retained earnings was offset by share buy-backs and a reduction in unrealized gains on investment securities.

#### **Cash Flows**

Net cash provided by operating activities grew ¥338 million to ¥7,641 million owing to lower corporate tax payments. Net cash used in investing activities increased ¥7,703 million to ¥18,504 million due to a marked increase in purchases of property, plant and equipment.

Net cash provided by financing activities increased ¥10,208 million to ¥13,148 million as a result of an increase in proceeds from corporate bonds and long-term debt associated with capital investment, combined with an increase in expenditures due to the acquisition of treasury stock.

As a result of these activities, cash and cash equivalents, end of year increased \$2,420 million to \$8,801 million.

## **Consolidated Balance Sheets**

MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries March 31, 2007 and 2006

Assets	Million	Thousands of U.S. Dollars (Note 1)	
CURRENT ASSETS:	2007	2006	2007
	¥ 8,801	¥ 6,381	\$ 74,554
Cash and cash equivalents	388	331	3,288
Time and other deposits other than cash equivalents	300	551 7	3,200
Marketable securities (Note 3)		/	
Receivables:	16.700	16 245	142 220
Trade notes and accounts	16,790	16,345	142,228 689
Unconsolidated subsidiaries and associated companies	81	75	
Other	1,125	846	9,526
Deferred tax assets (Note 8)	768	756	6,505
Other current assets	2,097	1,750	17,767
Allowance for doubtful accounts	(69)	(52)	(585)
Total current assets	29,981	26,439_	253,972
<b>PROPERTY, PLANT AND EQUIPMENT</b> (Note 4):			
Land	22,102	12,497	187,224
Buildings and structures	119,970	115,323	1,016,268
Machinery and equipment	14,044	14,099	118,964
Other	7,144	7,095	60,514
Construction in progress	3,506	3,263	29,703
Total	166,766	152,277	1,412,673
Accumulated depreciation	(90,035)	(87,992)	(762,689)
Net property, plant and equipment	76,731	64,285	649,984
INVESTMENTS AND OTHER ASSETS:			
Investment securities (Notes 3 and 4)	21,622	24,320	183,159
Investments in unconsolidated subsidiaries and associated companies	1,271	1,225	10,765
Long-term loans	279	246	2,364
Intangible assets (Note 4)	4,934	4,871	41,792
Prepaid pension cost (Note 5)	462	339	3,911
Deferred tax assets (Note 8)	658	655	5,576
Other assets	2,347	2,268	19,882
Allowance for doubtful accounts	(6)	(16)	(49)
Total investments and other assets	31,567	33,908	267,400
TOTAL	¥138,279	¥ 124,632	\$1,171,356

 $See\ notes\ to\ consolidated\ financial\ statements.$ 

LIADILITIES AND SUADEUOLDEDS! FOULTV	M	illions of Yen	Thousands of U.S. Dollars (Note 1)
CURRENT LIABILITIES.	2007	2006	2007
CURRENT LIABILITIES: Payables:	2007		
Trade notes and accounts	¥ 8,498	<b>3</b> ¥ 8,771	\$ 71,984
Unconsolidated subsidiaries and associated companies	332		2,812
	1,250		
Other	754		10,585
		•	6,385
Current portion of long-term debt (Note 4)	6,262		53,043
Accrued expenses	2,520		21,399
Income taxes payable	1,182		10,015
Deposits received	3,990		33,855
Other current liabilities	683	608	5,790
Total current liabilities	25,483	26,281	215,868
LONG-TERM LIABILITIES:			
Long-term debt (Note 4)	43,384	<b>4</b> 25,142	367,506
Liability for retirement benefits (Note 5)	3,29	<b>4</b> 3,871	27,905
Deferred tax liabilities (Note 8)	4,40		37,308
Other long-term liabilities	2,25	<u> 2,196</u>	19,120
Total long-term liabilities	53,340	0 36,532	451,839
MINORITY INTERESTS		1,538_	
<b>COMMITMENTS AND CONTINGENT LIABILITIES</b> (Notes 9, 10 and 11)			
<b>EQUITY</b> (Notes 6 and 13):			
Common stock—authorized, 400,000,000 shares;			
issued, 139,415,013 shares in 2007 and 2006	11,10	11,101	94,034
Capital surplus	5,563	<b>3</b> 5,563	47,125
Retained earnings	36,280	34,104	307,332
Unrealized gain on available-for-sale securities	8,517	7 10,351	72,151
Foreign currency translation adjustments	(639		(5,416)
Treasury stock—at cost, 4,518,079 shares in 2007 and 44,200 shares in 2006	(2,908	, , ,	(24,634)
Total	57,91	60,281	490,592
Minority interests	1,542	2	13,057
Total equity	59,450	60,281	503,649
TOTAL	¥ 138,279	<b>9</b> ¥ 124,632	\$1,171,356
	1 100,21	1121,002	<del>+1,11,1,000</del>

## **Consolidated Statements of Income**

MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries

Years Ended March 31, 2007 and 2006

	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2007	2006	2007
NET SALES	¥102,036	¥ 98,843	\$ 864,345
COST OF SALES	89,255	87,003	756,080
Gross profit	12,781	11,840	108,265
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	6,277	6,205	53,170
Operating income	6,504	5,635	55,095
OTHER INCOME (EXPENSES):			
Interest and dividend income	352	209	2,983
Interest expense	(627)	(573)	(5,309)
Foreign exchange gain—net	22	32	188
Gain on sales of investment securities	496	331	4,205
Loss on disposals of property, plant and equipment	(607)	(404)	(5,145)
Gain on sales of property, plant and equipment—net	294		2,490
Loss on liquidation of receivables	(287)		(2,434)
Other—net (Note 7)	(406)	132	(3,440)
Other expenses—net	(763)	(273)	(6,462)
INCOME BEFORE INCOME TAXES AND MINORITY INTERESTS	5,741_	5,362	48,633
<b>INCOME TAXES</b> (Note 8):			
Current	2,054	1,656	17,402
Deferred	302	404	2,560
Total income taxes	2,356	2,060	19,962
MINORITY INTEREST IN NET INCOME	96	68	810
NET INCOME	¥ 3,289	¥ 3,234	\$ 27,861
		(en	U.S. Dollars
	2007	2006	2007
<b>PER SHARE OF COMMON STOCK</b> (Notes 2.q and 12):			
Basic net income	¥ 23.92	¥ 22.91	\$ 0.20
Cash dividends applicable to the year	8.00	7.50	0.07

See notes to consolidated financial statements.

## **Consolidated Statements of Changes in Equity**

MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries

Years Ended March 31, 2007 and 2006

						Millions of Yen	!			
	Outstanding Number of Shares of Common Stock	Common Stock	Capital Surplus	Retained Earnings	Unrealized Gain on Available- for-sale Securities	Foreign Currency Translation Adjustments	Treasury Stock	Total	Minority Interests	Total Equity
BALANCE, APRIL 1, 2005	139,376,628	¥11,101	¥ 5,563	¥31,956	¥ 5,609	¥(1,347)	¥ (10)	¥52,872	¥	¥52,872
Net income				3,234 (1,046)	)			3,234 (1,046)		3,234 (1,046)
and corporate auditors	(5,962)	)		(40)	)		(4)	(40) (4)		(40) (4)
Net increase in unrealized gain on available-for-sale securities Net change in foreign currency					4,742			4,742		4,742
translation adjustments						523		523		523
BALANCE, APRIL 1, 2006	139,370,813	11,101	5,563	34,104	10,351	(824)	(14)	60,281		¥60,281
Reclassified balance as of March 31, 2006 (Note 2.j) Net income				3,289				3,289	1,538	1,538 3,289
Increase in retained earnings of newly consolidated subsidiaries Cash dividend, ¥8.0 per share Bonuses to directors and				42 (1,115)	)			42 (1,115)		42 (1,115)
corporate auditorsRepurchase of treasury stock Net change in the year	(4,473,879)			(40)	(1,834)	185	(2,894)	(40) (2,894) (1,649)	4	(40) (2,894) (1,646)
BALANCE, MARCH 31, 2007	134,896,934	¥11,101	¥ 5,563	¥36,280	¥ 8,517	¥ (639)	¥(2,908)	¥57,914	¥ 1,542	¥59,456
						ls of U.S. Dollar	rs (Note 1)			
		Common Stock	Capital Surplus	Retained Earnings	Unrealized Gain on Available- for-sale Securities	Foreign Currency Translation Adjustments	Treasury Stock	Total	Minority Interests	Total Equity
BALANCE, APRIL 1, 2006		\$94,034	\$47,125	\$288,897	\$87,681	\$(6,985)	\$ (115)	\$510,637	\$	\$510,637
Reclassified balance as of March 31, 2006 (Note 2.j)									13,033	13,033
Net income				27,861				27,861		27,861
newly consolidated subsidiaries  Cash dividend, \$0.07 per share  Bonuses to directors and				358 (9,445)	)			358 (9,445)		358 (9,445)
corporate auditors				(339)	(15,530)	1,569	(24,519)	(339) (24,519) (13,961)	24	(339) (24,519) (13,937)
BALANCE, MARCH 31, 2007				\$307,332			\$(24,634)			
,,										

 $See\ notes\ to\ consolidated\ financial\ statements.$ 

# **Consolidated Statements of Cash Flows**

MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries

Years Ended March 31, 2007 and 2006

	Mill	ions of Yen	Thousands of U.S. Dollars (Note 1)
	2007	2006	2007
OPERATING ACTIVITIES:			
Income before income taxes and minority interests	¥ 5,741	¥ 5,362	\$ 48,633
Adjustments for:			
Income taxes—paid	(1,842)	(2,387)	(15,605)
Depreciation and amortization	5,342	4,862	45,256
Gain on sales of property, plant and equipment—net	(311)		(2,634)
Gain on sales of investment securities—net	(491		(4,159)
Loss on disposals of property, plant and equipment	145	197	1,230
Loss on disposals of intangible assets	43	12	370
Gain on reversal of liability for retirement benefits		(252)	0,0
Changes in assets and liabilities:		(202)	
Increase in allowance for doubtful accounts	6	33	49
Decrease in liability for retirement benefits	(781)		(6,620)
Increase in notes and accounts receivable—trade	(263)	`	(2,229)
(Decrease) increase in notes and accounts payable—trade	(427)	, ,	(3,620)
Other—net	479	465	4,054
	1,900		16,092
Total adjustments	1,900	1,941_	10,092
Net cash provided by operating activities	7,641	7,303	64,725
INVESTING ACTIVITIES:			
Purchases of property, plant and equipment	(18,125)	(9,354)	(153,538)
Proceeds from sales of property, plant and equipment	591	42	5,004
Purchases of intangible assets	(817)	(773)	(6,916)
Purchases of investment securities	(823)	(1,108)	(6,973)
Proceeds from sales of investment securities	913	481	7,737
Proceeds from collection of loans	150	44	1,271
Other—net	(393)	(133)	(3,331)
Net cash used in investing activities	(18,504)	(10,801)	(156,746)
FINANCING ACTIVITIES:			
(Decrease) increase in short-term borrowings—net	(1,962	1,340	(16,617)
Proceeds from long-term debt	24,500	8,000	207,539
Repayments of long-term debt	(5,372)	*	(45,503)
Dividends paid	(1,115)		(9,445)
Repurchase of treasury stock	(2,894)		(24,519)
Other—net			(78)
Net cash provided by financing activities	13,148	2,940	111,377
FOREIGN CURRENCY TRANSLATION ADJUSTMENTS ON			
CASH AND CASH EQUIVALENTS	110	213	936
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	2,395	(345)	20,292
CASH AND CASH EQUIVALENTS OF NEWLY CONSOLIDATED SUBSIDIARIES, BEGINNING OF YEAR	25	11	212
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	6,381	6,715	54,050
CASH AND CASH EQUIVALENTS, END OF YEAR	¥ 8,801	¥ 6,381	\$ 74,554

 $See\ notes\ to\ consolidated\ financial\ statements.$ 

### **Notes to Consolidated Financial Statements**

MITSUI-SOKO Co., Ltd. and Consolidated Subsidiaries

Years Ended March 31, 2007 and 2006

#### 1. BASIS OF PRESENTING CONSOLIDATED FINANCIAL STATEMENTS

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

On December 27, 2005, the Accounting Standards Board of Japan (the "ASBJ") published a new accounting standard for the statement of changes in equity, which is effective for fiscal years ending on or after May 1, 2006. The consolidated statement of shareholders' equity, which was previously voluntarily prepared in line with the international accounting practices, is now required under generally accepted accounting principles in Japan and has been renamed "the consolidated statement of changes in equity" in the current fiscal year.

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.

The consolidated financial statements are stated in Japanese yen, the currency of the country in which MITSUI SOKO Co., Ltd. (the "Company") is incorporated and operates. 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 ¥118.05 to \$1, the approximate rate of exchange at March 31, 2007. Such translations should not be construed as representation that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate.

Certain reclassifications have been made in the 2006 consolidated financial statements to conform to the classifications used in 2007.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Consolidation—The consolidated financial statements as of March 31, 2007 and 2006 include the accounts of the Company and its 51 significant subsidiaries (together, the "Group").

Under the control or influence concept, those companies in which the Company, directly or indirectly, is able to exercise control over operations are fully consolidated, and those companies over which the Group has the ability to exercise significant influence are accounted for by the equity method.

Investments in five associated companies are accounted for by the equity method.

Investments in the unconsolidated subsidiaries and the remaining associated companies are stated at cost. If the equity method of accounting had been applied to the investments in these companies, the effect on the accompanying consolidated financial statements would not be material.

The excess of the cost of an acquisition over the fair value of the net assets of the acquired subsidiary at the date of acquisition is charged to income when incurred due to its immateriality.

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

- b. Cash Equivalents—Cash equivalents are short term investments that are readily convertible into cash and that are exposed to insignificant risk of changes in value. Cash equivalents include time deposits and certificate of deposits, all of which mature or become due within three months of the date of acquisition.
- c. Marketable and Investment Securities—Marketable and investment securities are classified and accounted for, depending on management's intent, available for sale securities, which 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, which 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 income.

- d. Allowance for Doubtful Accounts—The allowance for doubtful accounts is stated in amounts considered to be appropriate based on the past credit loss experience and an evaluation of potential losses in the receivables outstanding.
- 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, while the straight-line method is applied to buildings acquired after April 1, 1998, and all property, plant and equipment of consolidated foreign subsidiaries. The range of useful lives is principally from 3 to 50 years for buildings and from 2 to 15 years for machinery and equipment.
- 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 asset group may not be recoverable. An impairment loss would be recognized if the carrying amount of an asset or asset group exceeds the sum of the undiscounted future cash flows expected to result from the continued use and eventual disposition of the asset or asset group. 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 disposition of the asset or the net selling price at disposition.
- g. Intangible Assets—Intangible assets are carried at cost less accumulated amortization, which is calculated by the straight-line method principally over 5 years for software.
- h. Bond Issue Costs—Bond issue costs are charged to income as incurred.
- i. Retirement and Pension Plans—The Company and certain consolidated domestic subsidiaries have non-contributory funded defined benefit pension plans and unfunded retirement benefit plans for employees. The Company also has a defined contribution pension plan. Other consolidated domestic subsidiaries have unfunded retirement benefit plans. Certain consolidated foreign subsidiaries have defined contribution pension plans.

The Group accounts for the liability for employees' retirement benefits based on the projected benefit obligations and plan assets at the balance sheet date.

Prior to April 1, 2005, the accounting standard for employees' retirement benefits prohibited recognitions of any excess portion of plan assets exceeding the projected benefit obligation that had arisen due to an excess of the actual return of plan assets over the expected return or a reduction of benefits level.

This standard was amended in March 2005 to allow

recognition of such excess portion of plan assets. In accordance with the amended standard, the Company recognized excess plan assets due to actual return of plan assets exceeding the expected return and a reduction of benefits level. As of April 1, 2005, such excess was recognized as actuarial gain and prior service benefits, amortized over 13 years from the year ended March 31, 2006.

- j. Presentation of Equity—On December 9, 2005, the ASBJ published a new accounting standard for presentation of equity. Under this accounting standard, certain items which were previously presented as liabilities are now presented as components of equity. Such items include stock acquisition rights, minority interests, and any deferred gain or loss on derivatives accounted for under hedge accounting. This standard is effective for fiscal years ending on or after May 1, 2006. The consolidated balance sheet as of March 31, 2007 is presented in line with this new accounting standard.
- k. Leases—Leases are accounted for mainly as operating leases. Under Japanese accounting standards for leases, finance leases that deem to transfer ownership of the leased property to the lessee are to be capitalized, while other finance leases are permitted to be accounted for as operating lease transactions if certain "as if capitalized" information is disclosed in the notes to the lessee's financial statements.
- I. Income Taxes—The provision for income taxes is computed based on the pretax income 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 tax laws to the temporary differences.
- m. Appropriations of Retained Earnings—Appropriations of retained earnings are reflected in the financial statements for the following year upon shareholders' approval.
- 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 income statement 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 subsidiaries are translated into Japanese yen at the current exchange rate as of the balance sheet date except for equity, which is translated at the historical

Differences arising from such translation were shown as "Foreign currency translation adjustments" in a separate component of equity. Revenue and expense accounts of consolidated foreign subsidiaries are translated into yen at the average exchange rate.

p. Derivatives and Hedging Activities—The Group uses derivative financial instruments, such as interest rate swaps, to manage its exposures to fluctuations in interest rates. The Group does not enter into derivatives for trading or speculative purposes.

Derivative financial instruments are classified and accounted for as follows: (a) all derivatives are recognized as either assets or liabilities and measured at fair value, with gains and losses are recognized in the consolidated income statement and (b) for derivatives used for hedging purposes, if derivatives qualify for hedge accounting, because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses are deferred until maturity of the hedged transactions.

The interest rate swaps which qualify for hedge accounting and meet specific matching criteria are not remeasured at market value but the differential paid or received under the swap agreements are recognized and included in interest expenses or income.

q. Per Share Information—Basic net income per share is computed by dividing net income available to common shareholders by the weighted-average number of common shares outstanding for the period.

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

r. New Accounting pronouncements

Lease Accounting—On March 30, 2007, the ASBJ issued ASBJ Statement No.13, "Accounting Standard for Lease Transactions", which revised the existing accounting standard for lease transactions issued on June 17,1993.

Under the existing accounting standard, finance leases that deem to transfer ownership of the leased property to the lessee are to be capitalized, however, other finance leases are permitted to be accounted for as operating lease transactions if certain "as if capitalized" information is disclosed in the note to the lessee's financial statements.

The revised accounting standard requires that all finance lease transactions should be capitalized. The revised accounting standard for lease transactions is effective for fiscal years beginning on or after April 1, 2008 with early adoption permitted for fiscal years beginning on or after April 1, 2007. Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements—Under Japanese GAAP, a company currently can use the financial statements of foreign subsidiaries which are prepared in accordance with generally accepted accounting principles in their respective jurisdictions for its consolidation process unless they are clearly unreasonable. On May 17, 2006, the ASBJ issued ASBJ Practical Issues Task Force (PITF) No.18, "Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements". The new task force prescribes: 1) the accounting policies and procedures applied to a parent company and its subsidiaries for similar transactions and events under similar circumstances should in principle be unified for the preparation of the consolidated financial statements, 2) financial statements prepared by foreign subsidiaries in accordance with either International Financial Reporting Standards or the generally accepted accounting principles in the United States tentatively may be used for the consolidation process, 3) however, the following items should be adjusted in the consolidation process so that net income is accounted for in accordance with Japanese GAAP unless they are not material;

- (1) Amortization of goodwill
- (2) Actuarial gains and losses of defined benefit plans recognized outside profit or loss
- (3) Capitalization of intangible assets arising from development phases
- (4) Fair value measurement of investment properties, and the revaluation model for property, plant and equipment, and intangible assets
- (5) Retrospective application when accounting policies are changed
- (6) Accounting for net income attributable to a minority interest The new task force is effective for fiscal years beginning on or after April 1, 2008 with early adoption permitted.

#### 3. MARKETABLE AND INVESTMENT SECURITIES

Marketable and investment securities as of March 31, 2007 and 2006 consisted of the following:	Million	Thousands of U.S. Dollars	
Current—Government and corporate bonds	<u>2007</u> ¥	2006 ¥ 7	<u>2007</u> <u>\$</u>
Non-current:  Marketable equity securities  Government and corporate bonds  Trust fund investments and other	¥ 21,578 44	¥ 24,187 44 89	\$182,788 371
Total	¥ 21,622	¥ 24,320	<u>\$183,159</u>

The carrying amounts and aggregate fair values of marketable and investment securities at March 31, 2007 and 2006 were as follows:

	Millions of Yen					
March 31, 2007 Securities classified as available-for-sale:		Cost	Unrealized Gains	Unrealized Losses		Fair Value
Equity securities	¥	4,677	¥ 14,440	¥	(69)	¥ 19,048 44
March 31, 2006						
Securities classified as available-for-sale:						
Equity securities	¥	3,972	¥ 17,422	¥	(3)	¥ 21,391
Debt securities		53			(2)	51
Other		42	47			89
			Thousands o	of U.S. I	Pollars	
March 31, 2007			Unrealized	Un	realized	Fair
Securities classified as available-for-sale:	_	Cost	Gains		osses	Value
Equity securities	\$	39,621	\$122,321	\$	(584)	\$161,358
Debt securities		374				374

Available for sale securities whose fair value is not readily determinable as of March 31, 2007 and 2006 were mainly equity securities, and carrying amount of those equity securities were ¥2,530 million (\$21,430 thousand) and ¥2,795 million, respectively.

Proceeds from sales of available for sale securities for the years ended March 31, 2007 and 2006 were ¥913 million (\$7,737 thousand) and ¥481 million, respectively. Gross realized gains and losses on these sales, computed on the moving average cost basis,

were ¥496 million (\$4,205 thousand) and ¥5 million (\$46 thousand), respectively, for the year ended March 31, 2007 and ¥331 million and no losses on sales, respectively, for the year ended March 31, 2006.

The carrying values of debt securities by contractual maturities for securities classified as available for sale at March 31, 2007 are as follows:

	Y	en	U.S.	Dollars	
Due in one year or less					
Due after one year through five years	¥	9	\$	77	
Due after five years through ten years		35		296	
Total	¥	44	\$	373	

Millions of

Thousands of

#### 4. SHORT TERM BORROWINGS AND LONG TERM DEBT

Short term borrowings consisted of loans from banks and insurance companies. The annual interest rates applicable to the short term borrowings at March 31, 2007 and 2006 ranged from

0.50% to 8.00% and from 0.44% to 7.25%, respectively.

Long term debt at March 31, 2007 and 2006 consisted of the following:

tonor term contourings at trainer of 2007 and 2000 ranged from	Million	Millions of Yen		Millions of Yen U.S. D	
	2007	2006	2007		
0.8% unsecured bonds due 2010	¥ 5,000	¥ 5,000	\$ 42,355		
1.53% unsecured bonds due 2012	5,000		42,355		
1.38% unsecured bonds due 2011	3,000		25,413		
Sub total	13,000	5,000	110,123		
Loans from banks and other financial institutions, due serially to 2020 with interest rates ranging					
from 0.40% to 6.25 % in 2007 and from 0.05% to 6.25% in 2006					
Collateralized	5,876	11,040	49,775		
Unsecured	30,770	14,474	260,651		
Total	49,646	30,514	420,549		
Less current portion	(6,262)	(5,372)	(53,043)		
•					
Long-term debt, less current portion	¥ 43,384	¥ 25,142	\$367,506		

Annual maturities of long term debt at March 31, 2007, were as follows:

Year Ending March 31	Millions of Yen	Thousands of U.S. Dollars
2008	¥ 6,262	\$ 53,043
2009	7,366	62,399
2010	11,695	99,068
2011	8,546	72,388
2012	12,509	105,967
2013 and thereafter	3,268	27,684
Total	¥ 49,646	\$420,549

The carrying amounts of assets pledged as the above collateralized long term debt at March 31, 2007 were as follows:

10116 101111 4001 41 11141 011 011, 2007 110110		
	Millions of Yen	Thousands of U.S. Dollars
Buildings and structures—net of accumulated depreciation	¥ 15,315	\$129,730
Machinery and equipment—net of accumulated depreciation	14	116
Land	1,481	12,547
Intangible assets	16	139
Investment securities	2,051	17,377
Total	¥ 18,877	\$159,909

#### 5. RETIREMENT AND PENSION PLANS

The Company and certain consolidated subsidiaries have severance payment plans for employees.

The Company and certain consolidated domestic subsidiaries have non-contributory funded defined benefit pension plans and unfunded retirement benefit plans for employees. The Company also has a defined contribution pension plan. Other consolidated domestic subsidiaries have unfunded retirement benefit plans.

Certain consolidated foreign subsidiaries have defined contribution pension plans.

As described in Note 2.i, the Company recognized excess plan assets as actuarial gain and prior service benefits, amortized over 13 years from the year ended March 31, 2006.

The liability for employees' retirement benefits at March 31, 2007 and 2006 consisted of the followings:

	Million	s of Yen	Thousands of U.S. Dollars
	2007	2006	2007
Projected benefit obligation	¥ 9,315	¥ 9,614	\$ 78,903
Fair value of plan assets	(11,454)	(11,083)	(97,024)
Unrecognized prior service benefits	669	731	5,670
Unrecognized actuarial gain	4,302	4,270	36,445
Net obligations	2,832	3,532	23,994
Prepaid pension cost	462	339	3,911
Liability for employee's retirement benefits	¥ 3,294	¥ 3,871	\$ 27,905

The components of net periodic retirement benefit costs for the years ended March 31, 2007 and 2006 were as follows:

Service cost
Interest cost
Expected return on plan assets
Recognized actuarial gain
Amortization of prior service benefits
Other

Net periodic retirement benefit costs

06 were as fo	ollow —	'S: Millions	ousands of S. Dollars		
	2007		2	2006	2007
	¥	450	¥	450	\$ 3,815
		143		150	1,215
		(36)		(28)	(305)
		(325)		(45)	(2,758)
		(36)		(61)	(305)
		90		98	758

2,420

"Other" in 2007 and 2006 includes contributions for defined contribution pension plan of ¥86 million (\$726 thousand) and ¥37 million, respectively and in 2006 includes expenses for early retirement of ¥24 million.

In addition to the costs shown above, the Company recorded

gain on reversal of liability for retirement benefits of ¥252 million for the year ended March 31, 2006.

Assumptions used for the years ended March 31, 2007 and 2006 were set forth as follows:

	2007	2006
Discount rate	2.0%	2.0%
Expected rate of return on plan assets	2.0%	2.0%
Recognition period of actuarial gain/loss	13 years	13 years
Amortization period of prior service benefits	13 years	13 years

#### 6. EQUITY

On and after May 1, 2006, Japanese companies are subject to a new corporate law of Japan (the "Corporate Law"), which reformed and replaced the Commercial Code of Japan (the "Code") with various revisions that are, for the most part, applicable to events or transactions which occur on or after May 1, 2006 and for the fiscal years ending on or after May 1, 2006. The significant changes in the Corporate Law that affect financial and accounting matters are summarized below;

#### (a) Dividends

Under the Corporate Law, companies can pay dividends at any time during the fiscal year in addition to the year-end dividend upon resolution at the shareholders meeting. For companies that meet certain criteria such as; (1) having the Board of Directors, (2) having independent auditors, (3) having the Board of Corporate Auditors, and (4) the term of service of the directors is prescribed as one year rather than two years of normal term by its articles of incorporation, the Board of Directors may declare dividends (except for dividends in kind) at any time during the fiscal year if the company has prescribed so in its articles of incorporation. The Company meets all the above criteria.

The Corporate Law permits companies to distribute dividends-in-kind (non-cash assets) to shareholders subject to a certain limitation and additional requirements. Semiannual interim dividends may also be paid once a year upon resolution by the Board of Directors if the articles of incorporation of the company so stipulate. The Corporate Law 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 Corporate Law 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 total of aggregate amount of legal reserve and additional paid-in capital equals 25% of the common stock. Under the corporate Law, the total amount of additional paid-in capital and legal reserve may be reversed without limitation. The Corporate Law also provides that common stock, legal reserve, additional paid-in capital, other capital surplus and retained earnings can be transferred among the accounts under certain conditions upon resolution of the shareholders.
- (c) Treasury stock and treasury stock acquisition rights The Corporate Law 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 specific formula.

Under the Corporate Law, stock acquisition rights, which were previously presented as a liability, are now presented as a separate component of equity.

The Corporate Law 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.

#### 7. OTHER INCOME (EXPENSES)

Other income (expenses)—net for the years ended March 31, 2007 and 2006 consisted of the following:

		Millions of Yen			U.S. Dollars						
		2007		<b>2007</b> 2006			<b>2007</b> 2006		2006		2007
Loss on disposals of software	¥	(42)	¥	(12)	\$	(352)					
Gain on reversal of liability for retirement benefits (Note 5)				252							
Equity in earnings of associated companies		60		62		511					
Taxes and dues		(154)		(76)		(1,301)					
Other	_	(270)		(94)	_	(2,298)					
Other (expenses) income—net	¥	(406)	¥	132	\$	(3,440)					

#### 8. INCOME TAXES

The Company and its domestic subsidiaries are subject to Japanese national and local income taxes which, in the aggregate, resulted in a normal effective statutory tax rate of approximately 40.7% for the years ended March 31, 2007 and 2006.

The tax effects of significant temporary differences and tax loss carryforwards which resulted in deferred tax assets and liabilities at March 31, 2007 and 2006 were as follows:

Thousands of

	Millions	of Yen	Thousands of U.S. Dollars
Deferred tax assets:	2007	2006	2007
Liability for employees' retirement benefits	¥ 3,416	¥ 3,693	\$ 28,941
Accrued bonuses	569	561	4,820
Property, plant and equipment	642	659	5,439
Tax loss carryforwards	358	342	3,032
Golf club memberships	214	216	1,816
Liability for retirement benefits for directors and corporate auditors		201	
Other	744	562	6,302
Less valuation allowance	(416)	(398)	(3,529)
Total	5,527	5,836	46,821
Deferred tax liabilities:			
Unrealized gain on available-for-sale securities	(5,849)	(7,108)	(49,548)
Gain on contribution of securities to the employee retirement benefit trust	(1,699)	(1,661)	(14,391)
Property, plant and equipment	(816)	(871)	(6,911)
Other	(147)	(111)	(1,245)
Total	(8,511)	(9,751)	(72,095)
Net deferred tax liabilities	¥ (2,984)	¥ (3,915)	\$(25,274)

A reconciliation between the normal effective statutory tax rates and the actual effective tax rates reflected in the accompanying consolidated statements of income for the years ended March 31, 2007 and 2006 were as follows:

	2007	2006
Normal effective statutory tax rate	40.7%	40.7%
Expenses not deductible for income tax purposes	0.8	1.1
Income not taxable for income tax purposes	(1.5)	(1.3)
Per capita portion of inhabitant tax	0.8	0.8
Tax deduction for promotion of investment in information technology		(1.5)
Lower income tax rates applicable to income in certain foreign countries	0.2	(2.5)
Other—net		1.1
Actual effective tay rate	41 00%	38 40%

At March 31, 2007, certain subsidiaries have tax loss carryforwards aggregating approximately ¥1,367 million (\$11,581 thousand), which are available to be offset against taxable income of such subsidiaries in future years. These tax loss carryforwards, if not utilized, will expire as follows:

Year Ending March 31		lions of Yen	Thousands of U.S. Dollars			
2009	¥	24	\$	204		
2010		22		190		
2011		556		4,711		
2012 and thereafter		765	_	6,476		
Total	¥	1,367	\$ 1	11,581		

#### 9. LEASES

The Group, as a lessee, leases certain structures, computer equipment, machinery and other assets.

Total rental expenses for the years ended March 31, 2007 and 2006 were \$6,949 million (\$58,867 thousand) and \$6,761 million, respectively, including \$285 million (\$2,416 thousand) and \$294 million of lease payments under finance leases.

Pro forma information of leased property such as acquisition cost, accumulated depreciation, obligations under finance leases, depreciation expense of finance leases that do not transfer ownership of the leased property to the lessee on an "as if capitalized" basis for the years ended March 31, 2007 and 2006 were as follows:

			As	of Marcl	ı 31, 2007					As of	March	h 31	, 2006			As of March 31, 2007				
	Millions o				of Yen					Millions of Yen Thousands of				Thousands of U.S. Dollars				irs		
	aı	dings nd		chinery and					uildings and	Mach an	ď					Build	l .	Machinery and		
	Struc	ctures	Equ	ipment	Other		Total	St	ructures	Equip	ment		Other	Tot	al	Struct	ures	Equipment	Other	Total
Acquisition cost	¥	249	¥	272	¥ 1,124	¥	1,645	¥	249	¥	329	¥	1,080	¥ 1,	658	\$ 2,1	109	\$ 2,305	\$ 9,520	\$13,934
Accumulated depreciation		(172)	_	(116)	(554		(842)	_	(165)	(	224)	_	(490)	(	<u>879</u> )	_(1,4	<u>159</u> )	(982)	(4,692)	(7,133)
Net leased property	¥	77	¥	156	¥ 570	¥	803	¥	84	¥	105	¥	590	¥	779	\$ (	<u> 550</u>	\$ 1,323	\$ 4,828	\$ 6,801

The above acquisition cost included related interest expense.

Obligations under finance leases:

		Million	s of Yen	!	ousands of S. Dollars
	2	2007	2	2006	2007
Due within one year	¥	259	¥	248	\$ 2,197
Due after one year	_	544		531	 4,604
Total	¥	803	¥	779	\$ 6,801

The above obligations under finance leases included related interest expense.

Depreciation expense of finance leases for the years ended March 31, 2007 and 2006, which was not reflected in the accompanying consolidated statement of income and was computed by the straight-line method, was ¥285 million (\$2,416 thousand) and ¥294 million, respectively.

The minimum rental commitments under noncancelable operating leases as a lessee at March 31, 2007 were as follows:

	M	illions of Yen	Thousands of U.S. Dollars			
Due within one year  Due after one year	¥ —	808 1,085	\$ 6,849 9,188			
Total	¥	1,893	\$ 16,037			

The Group, as a lessor, leases certain structure, office space and other assets.

Total lease revenue for the years ended March 31, 2007 and 2006 were \$7,952 million (\$67,365 thousand) and \$7,497 million, respectively.

The minimum rental commitments under noncancelable operating leases as a lessor at March 31, 2007 were as follows:

			Thousands of U.S. Dollars	
Due within one year  Due after one year	¥	167 890	\$	1,415 7,541
Total	¥	1,057	\$	8,956

#### **10. DERIVATIVES**

The Group enters into interest rate swap contracts to manage its interest rate exposures on certain liabilities.

All derivative transactions are entered into to hedge interest rate exposures incorporated within its business. Accordingly, interest rate risk in these derivatives is basically offset by opposite movements in the value of hedged assets or liabilities.

Because the counterparties to these derivatives are limited to major international financial institutions, the Group does not anticipate any losses arising from credit risk.

The fair value of the Group's derivative financial instruments at March 31, 2007 and 2006 are not disclosed because hedge accounting is applied to all derivative financial instruments entered into by the Group.

#### 11. CONTINGENT LIABILITIES

At March 31, 2007, the Group had the following contingent liabilities:	Millions of Yen	Thousands of U.S. Dollars
Guarantees of loans	¥ 5,173	\$ 43,818
Trade notes endorsed	26	222

#### **12. NET INCOME PER SHARE**

Basic net income per share ("EPS") for the years ended March 31, 2007 and 2006 were as follows:	Millions of Yen	Thousands of Shares Weighted-	Yen	U.S. Dollars
Year Ended March 31, 2007	Net Income	average Shares	E	PS
Basic EPS: Net income	¥ 3,289			
Net income available to common shareholders	¥ 3,289	137,505	¥ 23.92	<u>\$ 0.20</u>
	Millions of Yen	Thousands of Shares	Yen	
Year Ended March 31, 2006	Net Income	Weighted- average Shares	EPS	
Basic EPS:				
Net income	¥ 3,234 (40)			
Net income available to common shareholders	¥ 3,194	139,374	¥ 22.91	

#### **13. SUBSEQUENT EVENTS**

#### a. Appropriations of Retained Earnings

The following appropriations of retained earnings at March 31, 2007 were approved at the Board of Directors held on May 10, 2007:

		lions of Yen	ousands of S. Dollars
Year-end cash dividends, ¥4.00 (\$0.03)			
per share	¥	540	\$ 4,571

#### **14. SEGMENT INFORMATION**

Information about industry segments, geographic segments and sales to foreign customers of the Company and subsidiaries for the years ended March 31, 2007 and 2006 were as follows:

#### (1) Industry Segments

a. Sales and operating income:

		Millio	ns of Yen	
		2	2007	
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated
Sales to customers	¥ 94,083	¥ 7,953	¥	¥ 102,036
Intersegment sales	155	231	(386)	
Total sales	94,238	8,184	(386)	102,036
Operating expenses	89,256	3,645	2,631	95,532
Operating income	¥ 4,982	¥ 4,539	¥ (3,017)	¥ 6,504

b. Total assets, depreciation and capital expenditures:

	Titilions of Ten				
	2007				
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated	
Total assets	¥ 85,217	¥ 21,999	¥ 31,063	¥ 138,279	
Depreciation	3,452	1,727	163	5,342	
Capital expenditures	16,056	2,217	22	18,295	

a. Sales and operating income:

	Thousands of U.S. Dollars			
		2	2007	
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated
Sales to customers	\$796,980	\$ 67,365	\$	\$ 864,345
Intersegment sales	1,312	1,957	(3,269)	
Total sales	798,292	69,322	(3,269)	864,345
Operating expenses	756,085	30,875	22,290	809,250
Operating income	\$ 42,207	\$ 38,447	\$ (25,559)	\$ 55,095

b. Total assets, depreciation and capital expenditures:

	i nousanas of U.S. Douars				
	2007				
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated	
Total assets	\$721,873	\$186,352	\$263,131	\$1,171,356	
Depreciation	29,247	14,629	1,380	45,256	
Capital expenditures	136,011	18,782	180	154,973	

#### a. Sales and operating income:

		Millio	ons of Yen	
		2	2006	
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated
Sales to customers	¥ 91,346	¥ 7,497	¥	¥ 98,843
Intersegment sales	167	227	(394)	
Total sales	91,513	7,724	(394)	98,843
Operating expenses	87,201	3,555	2,452	93,208
Operating income	¥ 4,312	¥ 4,169	<u>¥ (2,846</u> )	¥ 5,635

### b. Total assets, depreciation, impairment loss and capital expenditures: Millions of Yen

	2006				
	Logistics	Real Estate	Eliminations/ Corporate	Consolidated	
Total assets	¥ 71,173	¥ 21,573	¥ 31,886	¥ 124,632	
Depreciation	3,143	1,543	176	4,862	
Capital expenditures	7,297	2,843	7	10,147	

Notes: 1. "Logistics" consists of warehousing, port terminal operation, overland transportation and international combined transportation.

- 2. "Real estate" consists substantially of lease of real estate.
- Operating expenses of ¥3,017 million (\$25,559 thousand) in 2007 and ¥2,846 million in 2006 which are included in "Eliminations/corporate," consist of the expenses incurred by the administrative section of the Company.
- 4. Total assets of ¥31,065 million (\$263,151 thousand) in 2007 and ¥31,885 million in 2006 which are included in "Eliminations/corporate", consist substantially of corporate cash and investment securities and the assets of the administrative section of the Company.

#### (2) Geographical Segments

Interarea transfer ......

Operating income ......

Total assets .....

The geographical segments of the Company and its subsidiaries for the years ended March 31, 2007 and 2006 are summarized as follows:

		Millio	ons of Yen	
		1	2007	
	Japan	Others	Eliminations/ Corporate	Consolidated
Sales to customers Interarea transfer	¥ 84,562 1,481	¥ 17,474 2,272	¥ (3,753)	¥ 102,036
Total sales	86,043	19,746	(3,753)	102,036
Operating expenses	77,416	18,852	(736)	95,532
Operating income	¥ 8,627	¥ 894	¥ (3,017)	¥ 6,504
Total assets	¥ 99,845	¥ 11,632	¥ 26,802	¥ 138,279
			of U.S. Dollars	
			2007	
	Japan	Others	Eliminations/ Corporate	Consolidated
Sales to customers	\$716,327	\$148,018	\$	\$ 864,345

Total sales	728,868	167,270	(31,793)	864,345
Operating expenses	655,787	159,697	(6,234)	809,250
Operating income	\$ 73,081	\$ 7,573	\$(25,559)	\$ 55,095
Total assets	\$845,785	\$ 98,534	\$227,037	\$1,171,356
		Millio	ns of Yen	
		2	2006	
			Eliminations/	
	Japan	Others	Corporate	Consolidated
Sales to customers	¥ 83,036	15,807	¥	¥ 98,843
Interarea transfer	1,460	1,976	(3,436)	
Total sales	84,496	17,783	(3,436)	98,843
Operating expenses	76,840	16,958	(590)	93,208

12,541

19,252

(31,793)

(2,846)

¥ 27,949

5,635

124,632

Notes: 1. "Others" consists substantially of the United States of America, Singapore, Malaysia, Hong Kong and Europe.

7,656

¥ 86,164

 Operating expenses of ¥3,017 million (\$25,559 thousand) in 2007 and ¥2,846 million in 2006, which are included in "Eliminations/corporate," consist of the expenses incurred by the administrative section of the Company.

825

¥ 10,519

3. Total assets of ¥ 31,065 million (\$263,151 thousand) in 2007 and ¥31,885 million in 2006, which are included in "Eliminations/corporate," consist substantially of corporate cash and investment securities and the assets of the administrative section of the Company.

#### (3) Sales to Foreign Customers

Sales to foreign customers for the years ended March 31, 2007 and 2006 amounted to \$17,474 million (\$148,018 thousand) and \$15,807 million, respectively.

### Deloitte.

Deloitte Touche Tohmatsu MS Shibaura Building 4-13-23, Shibaura Minato-ku, Tokyo 108-8530 Japan

Tel: +81(3)34577321 Fax: +81(3)34571694 www.deloitte.com/jp

#### INDEPENDENT AUDITORS' REPORT

To the Board of Directors of MITSUI-SOKO Co., Ltd.:

We have audited the accompanying consolidated balance sheets of MITSUI-SOKO Co., Ltd. and consolidated subsidiaries as of March 31, 2007 and 2006, and the related consolidated statements of income, changes in equity, and cash flows for the years then ended, all expressed in Japanese yen. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits 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 financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of MITSUI-SOKO Co., Ltd. and consolidated subsidiaries as of March 31, 2007 and 2006, and the consolidated results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in Japan.

As discussed in Note 2.i to the consolidated financial statements, effective April 1, 2005, MITSUI-SOKO Co., Ltd. and consolidated subsidiaries adopted the amended accounting standard for employees' retirement benefits.

Our audits also comprehended the translation of Japanese yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made in conformity with the basis stated in Note 1. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

June 28, 2007

leitle Touche Tohmaton

Member of Deloitte Touche Tohmatsu

### **Corporate Governance**

#### **Basic Policy on Corporate Governance**

Cognizant that its social mission is one of the most important aspects of management, Mitsui-Soko protects shareholders' earnings by maintaining unity among directors, auditors, executive officers and employees and works to carry out its responsibilities dutifully. The Company has a Board of Directors, Managing Council, Compliance Committee, Information Security Committee, Board of Corporate Auditors and Remuneration Committee, which are all responsible for decision-making, operational management and oversight.

#### **Internal Control System and Financial Auditing**

To further strengthen the oversight and assessment of operational implementation by the Board of Directors, Mitsui-Soko introduced an Executive Officer System on April 1, 2004, under which management supervision and business execution functions have been separated. On April 1, 2006, we further split the executive officers into the two categories of senior executive officers and executive officers according to authority and responsibilities.

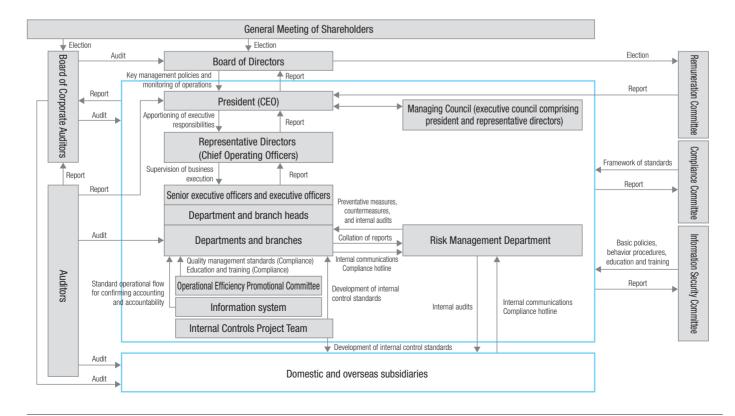
In addition to coordinating operational monitoring by corporate auditors, internal auditing by the Risk Management Division, and financial auditing by accounting auditors, Mitsui-Soko consults with outside specialists to make decisions based on their advice. Specifically, Mitsui-Soko hires several attorneys of differing specialties as legal consultants and has them fully exchange their views regarding accounting and taxes with accounting auditors as well as the Company's multiple CPAs.

Regarding business transactions, in addition to developing standard workflow practices and improving transaction efficiency and quality, Mitsui-Soko has established an internal control structure that uses the IT system for obtaining approval from authorized personnel, performing double-checking, and tracking access logs.

#### **Risk Management Structure and Internal Auditing**

Under the supervision of the Executive Officer responsible for risk management, the Risk Management Division works to reduce corporate risk by preventing risk, developing and revising countermeasure manuals, and conducting internal auditing. Specifically, the Risk Management Division is at the center of efforts to target the highest-risk operations from a previously drafted list of risks, as it works to develop countermeasure manuals in collaboration with pertinent administrative divisions, verify the progress of preventative measures, share the results throughout the Company, and make necessary adjustments.

Operations related to internal controls were unified under the Risk Management Division as stipulated by the Corporate Law that took effect on May 1, 2006. The Risk Management Division works to reduce the impact when risks manifest themselves, formulate and improve rules such as are necessary to accomplish that mandate, and conduct internal audits to determine whether transactions are being conducted according to those rules. It then validates audit results, studies and implements improvement plans, and reviews procedures, and it provides the results of these activities to the Board of Corporate Auditors as well as the independent auditor as appropriate. We also established a compliance hotline to aid in the early discovery of problems and improprieties. Any employee from any Group company can use it to make a report to the Risk Management Division.



### Mitsui-Soko Group Network

#### **Domestic**

#### **Main Consolidated Subsidiaries** Mitsui-Soko Co., Ltd. ■Head Office • Hokkai Mitsui Soko K.K. 1-1, Ohmagari-kogyodanchi 5-chome, MSC Center Bldg., 22-23, Kaigan 3-chome, Kitahiroshima, Hokkaido 061-1274 Minato-ku, Tokyo 108-0022 Phone: +81-11-376-2801 Phone: +81-3-6400-8000 Fax: +81-11-376-2802 Fax: +81-3-6400-8079 •Mitsui Warehouse Terminal Service Co., Ltd. 5F Daiichi Osakako Bldg., 1-2, Chikko 2-chome, Minato-ku, Osaka 552-0021 **Kanto Branch** Phone: +81-6-6571-6600 Tokyo Regional Office Fax: +81-6-6571-6604 MSC Center Bldg., 22-23, Kaigan 3-chome, Mitsunori Corporation Minato-ku, Tokyo 108-0022 1307 Kida-machi, Fukui 918-8106 Phone: +81-3-6400-8300 Phone: +81-776-20-6111 Fax: +81-3-6400-8349 Fax: +81-776-20-6125 •Yokohama Regional Office •Mitsui Soko Kyushu Co., Ltd. 1, Ota-machi 1-chome, Naka-ku, Hakata-ekimae Daiichi-Seimei Bldg., 4-1, Yokohama 231-0011 Hakata-ekimae 1-chome, Hakata-ku, Phone: +81-45-201-6901 Fukuoka 812-0011 Fax: +81-45-201-4866 Phone: +81-92-481-6730 Fax: +81-92-481-6701 Chubu Branch Nagova Regional Office 19-12, Marunouchi 3-chome, Naka-ku, Nagoya 460-0002 Phone: +81-52-972-0311 Fax: +81-52-972-0408 Kansai Branch Osaka Regional Office 4-9, Tosabori 2-chome, Nishi-ku, Osaka 550-0001 Phone: +81-6-6443-1521 Fax: +81-6-6443-3744 Kobe Regional Office 2-16, Hamabe-dori 6-chome, Chuo-ku, Kobe 651-0083 Phone: +81-78-232-2210 Fax: +81-78-232-2350 Note: The Kyushu Branch is not listed as it only conducts management operations.

#### **Overseas**

#### **Consolidated Subsidiaries and Affiliates**

#### \*Partners

#### **EUROPE**

#### Holland

•Mitsui-Soko (Europe) B.V.

#### Germany

•Mitsui-Soko (Europe) B.V. (Branch)

#### Czech

•Mitsui-Soko (Europe) B.V. (Branch)

#### Finland

●OY Hamiko Agency Ltd.\*

#### Denmark

●Mayfair Scandinavia A/S\*

#### Belgium

•Prime Cargo Belgium N.V.\*

#### .

•Seed Transit\*

#### H

- ●RH Freight Services Ltd.\*
- ●Coastal Global Logistics Ltd.\*

#### Spain

•Sparber Linea Maritimas, S.A.\*

#### Italy

•Francesco Parisi Casa Di Spedizioni S.p.A.\*

#### Polano

•Mitsui-Soko Poland Sp.zo.o.

#### ASTA

#### Singapore

- •Mitsui-Soko International Pte. Ltd.
- ●Mitsui-Soko (Singapore) Pte. Ltd.
- •Mitsui-Soko Air Service (S) Pte. Ltd.

#### Malavsia

- •Mitsui-Soko (Malaysia) Sdn. Bhd.
- •Mitsui-Soko Agencies (Malaysia) Sdn. Bhd.
- •A&M Parts Procurement Services Sdn. Bhd.
- •Integrated Mits Sdn. Bhd.
- •Syarikat Rtnz Sdn. Bhd.

#### Thailand

- •Mitsui-Soko (Thailand) Co., Ltd.
- •Mitsui-Soko (Chiangmai) Co., Ltd.
- •MITS Logistics (Thailand) Co., Ltd.
- •MITS Transport (Thailand) Co., Ltd.

#### Indonesia

- **•**PT. Mitsui-Soko Indonesia
- ●PT. Tungya Perkasa\*

#### Philippines

•Mitsui-Soko (Philippines) Inc.

#### Vietnam

•Vinatrans\*

#### China

- •Mitex International (Hong Kong) Ltd.
- •Mitex Multi Model Express Ltd.
- •Nobel Business International Ltd.
- •Mitex Logistics (Shanghai) Co., Ltd.
- ●Mitex Qingdao Logistics Co., Ltd.
- •Mitex Shenzhen Logistics Co., Ltd.
- Fuzhou Mitex Logistics Co., Ltd.
- •Mitex Ningbo Logistics Co., Ltd.
- •Shanghai Hua He International Logistics Co., Ltd.
- •Nantong Sinavico International Logistics Co., Ltd.

#### Taiwan

•Mitsui-Soko (Taiwan) Co., Ltd.

#### Korea

●Mitsui-Soko (Korea) Co., Ltd.

#### India

●Shine Travel & Cargo Pvt. Ltd.\*

#### Sri Lanka

●Haytrans Lanka Ltd.\*

#### Bangladesh

●Maritime Services Ltd.\*

#### **MIDDLE EAST**

#### **United Arab Emirates**

•AW Rostamani Logistics L.L.C.

#### **Representative Offices**

Shanghai (China) Beijing (China) Tianjin (China)

Ho Chi Min (Vietnam)

Hanoi (Vietnam)

## OCEANIA

#### Australia

Schenker Australia\*

#### New Zealand

Schenker (NZ) Ltd.\*



#### U.S.A.

•Mitsui-Soko (U.S.A.) Inc.

#### Canada

•DSV Air & Sea Inc.\*

### **Investor Information**

As of March 31, 2007

Firm Name: MITSUI-SOKO CO., LTD.

Date of Establishment: October 11, 1909
Paid-in Capital: ¥11,100,714,274

Number of Employees: 3,126 (consolidated base)

712 (non-consolidated base)

Common Stock: Authorized — 400,000,000 shares

Issued — 139,415,013 shares

Stock Exchange Listings: Tokyo, Osaka (#9302)

Trading Unit: 1,000 shares

Independent Auditor: Deloitte Touche Tohmatsu

MS Shibaura Bldg., 13-23, Shibaura 4-chome, Minato-ku Tokyo 108-8530

Shareholder Register Agent: The Chuo Mitsui Trust and Banking Company, Limited

Stock Transfer Office (The company's Stock Transfer Agency Department)

8-4, Izumi 2-chome, Suginami-ku, Tokyo 168-0063

Number of Shareholders: 6,201

Annual Meeting: The annual meeting of shareholders is usually held in late June.

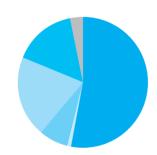
#### Major Shareholders

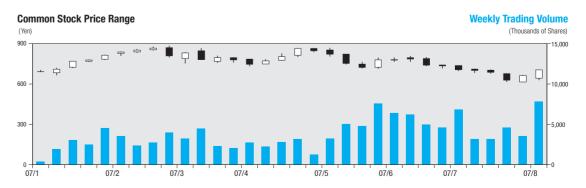
Thousands of Shares		%
The Master Trust Bank of Japan, Ltd. (Trust Account)	12,289	9.1
Japan Trustee Services Bank, Ltd. (Trust Account)	11,116	8.2
Mitsui Sumitomo Insurance Company, Limited	9,807	7.3
Mitsui Mutual Life Insurance Company	8,697	6.4
Morgan Stanley & Company, Inc.	8,126	6.0
The Chuo Mitsui Trust and Banking Company, Limit	ed 5,914	4.4
Sumitomo Mitsui Banking Corporation	3,484	2.6
Mitsui-Soko Employee Shareholders Club	3,308	2.5
The Nomura Trust and Banking Co., Ltd. (Trust Acco	ount) 2,743	2.0
Takenaka Corporation	2,484	1.8

Note: Shares of less than 1,000 are rounded down. Treasury stock have been excluded from investment ratio calculation.

Composition of MITSUI-SOKO's Shareholders

Thousands of Shares		%
Financial Institutions	73,756	52.9
Securities Companies	1,272	0.9
Other Corporations	10,148	7.3
Foreign Companies	27,898	20.0
Individual and Others	21,815	15.6
The Company (Treasury Stock)	4,518	3.2





Mitsui-Soko Records Center
Tokyo (Completed in November 2004)



Misato Logistics Center (tentative name)
Soka, Saitama Prefecture (Scheduled for completion in April 2008)



MSC Fukagawa Building
Koto Ward, Tokyo (Completed in July 2006)



■ MSC Fukagawa No.2 Building (tentative name)

Koto Ward, Tokyo (Scheduled for completion in December 2008)



Kita Osaka Warehouse
Settsu City, Osaka (Completed in December 2005)



■ Tatsumi Warehouse (tentative name)

Koto Ward, Tokyo (Scheduled for completion in January 2009)



Nishiharu Warehouse
Kitanagoya City, Aichi Prefecture (Completed in June 2006)



Atsugi Warehouse

Atsugi City, Kanagawa Prefecture (Scheduled for completion in July 2008)





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