



LAST UPDATE 【2017/2/28】

Happinet | 7552 |

Research Report by Shared Research Inc.

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INDEX

Key financial data -----	3
Recent updates -----	4
Highlights -----	4
Trends and outlook -----	5
Business -----	15
Description -----	15
Strengths and weaknesses -----	24
Market and value chain -----	25
Strategy -----	28
Historical performance -----	30
Historical financial statements -----	30
Other information -----	37
History-----	37
News and topics -----	38
Major shareholders-----	42
Profile-----	43

Key financial data

Income statement (JPYmn)	FY03/09 Cons.	FY03/10 Cons.	FY03/11 Cons.	FY03/12 Cons.	FY03/13 Cons.	FY03/14 Cons.	FY03/15 Cons.	FY03/16 Cons.	FY03/17 Est.
Total sales	166,778	194,246	190,891	198,021	176,757	206,867	217,232	187,274	172,000
YoY	-1.3%	16.5%	-1.7%	3.7%	-10.7%	17.0%	5.0%	-13.8%	-8.2%
Gross profit	19,990	22,467	22,326	25,007	22,501	24,039	26,152	21,997	
YoY	9.2%	12.4%	-0.6%	12.0%	-10.0%	6.8%	8.8%	-15.9%	
GPM	12.0%	11.6%	11.7%	12.6%	12.7%	11.6%	12.0%	11.7%	
Operating profit	2,137	2,327	2,855	4,855	2,973	3,888	5,056	3,450	3,700
YoY	47.3%	8.9%	22.7%	70.1%	-38.8%	30.8%	30.0%	-31.8%	7.2%
OPM	1.3%	1.2%	1.5%	2.5%	1.7%	1.9%	2.3%	1.8%	2.2%
Recurring profit	2,322	2,513	3,013	5,032	3,081	3,917	5,124	3,497	3,500
YoY	48.0%	8.2%	19.9%	67.0%	-38.8%	27.1%	30.8%	-31.8%	0.1%
RPM	1.4%	1.3%	1.6%	2.5%	1.7%	1.9%	2.4%	1.9%	2.0%
Net income	1,135	1,179	1,376	2,458	2,011	2,466	4,049	2,359	2,200
YoY	-	3.9%	16.7%	78.6%	-18.2%	22.6%	64.2%	-41.7%	-6.7%
Net margin	0.7%	0.6%	0.7%	1.2%	1.1%	1.2%	1.9%	1.3%	1.3%
Per share data (JPY)									
Shares issued ('000, year end)	12,025	12,025	12,025	24,050	24,050	24,050	24,050	24,050	
EPS	48.8	52.3	61.3	109.7	89.8	109.4	178.9	104.1	98.9
EPS (fully diluted)	-	-	-	109.6	89.6	108.1	176.2	102.2	
Dividend per share	15.0	15.00	15.00	27.50	22.50	24.75	28.50	30.00	35.00
Book value per share	799.5	846.4	883.7	972.1	1,036.2	1,128.3	1,293.0	1,364.8	
Balance sheet (JPYmn)									
Cash and equivalents	5,463	6,312	8,220	12,359	10,155	9,996	15,867	11,412	
Total current assets	44,864	40,140	41,039	48,269	47,930	47,025	52,449	44,905	
Tangible fixed assets	1,952	1,668	1,555	1,392	1,110	1,342	688	753	
Other fixed assets	3,355	3,405	2,780	2,946	2,976	5,065	5,900	10,047	
Intangible fixed assets	4,488	3,836	3,132	1,715	985	446	854	1,086	
Total assets	54,661	49,050	48,507	54,323	53,003	53,879	59,893	56,793	
Notes and accounts payable	20,748	19,832	20,204	23,042	22,672	20,099	20,118	18,282	
Short-term debt	5,520	2,460	-	-	-	-	-	-	
Total current liabilities	33,171	27,436	25,837	29,617	26,883	25,036	26,957	21,817	
Long-term debt	430	30	-	-	-	-	-	-	
Total fixed liabilities	3,305	2,651	2,867	2,909	2,829	3,148	3,355	3,621	
Total liabilities	36,476	30,088	28,704	32,527	29,713	28,185	30,312	25,438	
Net assets	18,184	18,962	19,802	21,795	23,289	25,694	29,580	31,355	
Total interest-bearing debt	5,950	2,490	-	-	-	-	-	-	
Cash flow statement (JPYmn)									
Cash flows from operating activities	951	6,232	5,083	4,609	-1,505	2,547	6,658	978	
Cash flows from investing activities	-851	-391	-315	-50	-108	-87	-158	-4,752	
Cash flows from financing activities	-975	-4,481	-2,852	-421	-588	-2,618	-628	-677	
Financial ratios									
ROA	4.5%	4.8%	6.2%	9.8%	5.7%	7.3%	9.0%	6.0%	
ROE	6.2%	6.3%	7.1%	11.8%	8.9%	10.1%	14.8%	7.8%	
Equity ratio	33.3%	38.7%	40.8%	40.1%	43.9%	47.7%	49.4%	55.2%	

Source: Shared Research based on company data

Note: Figures may differ from company materials due to differences in rounding methods.

Note: Per share data adjusted for the 2-for-1 stock split on December 1, 2011. Per share data is retroactively restated.

Note: Net income from FY03/16 onward refers to "net income attributable to parent company shareholders."

Recent updates

Highlights

On **February 28, 2017**, Shared Research updated the report following interviews with Happinet Corporation.

On **February 9, 2017**, the company announced earnings results for Q3 FY03/17, revision of the full-year earnings forecasts, and revision of the FY03/17 year-end dividend; see the results section for details.

Revised forecasts for full-year FY03/17 (previous forecasts in parentheses)

Sales: JPY172.0bn (JPY190.0bn)

Operating profit: JPY3.7bn (JPY4.0bn)

Recurring profit: JPY3.5bn (JPY4.0bn)

Net income*: JPY2.2bn (JPY2.6bn)

*Net income refers to net income attributable to parent company shareholders.

Reasons for revision

During the company's prime year-end shopping rush, sales were strong despite a lack of hit products, but this was not enough to cover for the disappointing results through Q2, so sales and profits are both expected to come in below the initial forecasts.

Revision of FY03/17 year-end dividend

A JPY5 per share commemorative dividend has been added to the JPY15 ordinary year-end dividend, for a total of JPY20. This is on top of a JPY15 per share dividend paid at the end of 1H, for a total of JPY35 for FY03/17 (JPY30 in ordinary dividends and JPY5 commemorative dividend).

For corporate releases and developments more than three months old, please refer to the News and topics section.

Trends and outlook

Quarterly results

Cumulative (JPYmn)	FY03/16				FY03/17				FY03/17	
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	% of FY	FY Est.
Sales	37,300	83,993	150,028	187,274	32,757	72,448	133,902		77.9%	172,000
YoY	-6.8%	-10.1%	-13.9%	-13.8%	-12.2%	-13.7%	-10.7%			-8.2%
Gross profit	5,035	10,606	17,145	21,997	4,312	9,537	17,139			
YoY	-9.4%	-11.7%	-17.2%	-15.9%	-14.4%	-10.1%	0.0%			
GPM	13.5%	12.6%	11.4%	11.7%	13.2%	13.2%	12.8%			
SG&A expenses	4,256	8,769	13,931	18,547	4,160	8,693	13,869			
YoY	-10.0%	-9.2%	-10.5%	-12.1%	-2.3%	-0.9%	-0.4%			
SG&A-to-sales ratio	11.4%	10.4%	9.3%	9.9%	12.7%	12.0%	10.4%			
Operating profit	779	1,837	3,213	3,450	152	844	3,270		88.4%	3,700
YoY	-6.3%	-22.2%	-37.6%	-31.8%	-80.5%	-54.1%	1.8%			7.2%
OPM	2.1%	2.2%	2.1%	1.8%	0.5%	1.2%	2.4%			2.2%
Recurring profit	794	1,857	3,251	3,497	95	741	3,090		88.3%	3,500
YoY	-8.0%	-23.1%	-37.7%	-31.8%	-88.0%	-60.1%	-5.0%			0.1%
RPM	2.1%	2.2%	2.2%	1.9%	0.3%	1.0%	2.3%			2.0%
Net income	471	1,185	2,111	2,359	-26	329	1,793		81.5%	2,200
YoY	-49.2%	-34.7%	-47.2%	-41.7%	-	-72.2%	-15.1%			-6.7%
Net margin	1.3%	1.4%	1.4%	1.3%	-	0.5%	1.3%			1.3%
Quarterly (JPYmn)	FY03/16				FY03/17					
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4		
Sales	37,300	46,693	66,035	37,246	32,757	39,691	61,454			
YoY	-6.8%	-12.6%	-18.4%	-13.2%	-12.2%	-15.0%	-6.9%			
Gross profit	5,035	5,571	6,539	4,852	4,312	5,225	7,602			
YoY	-9.4%	-13.7%	-24.8%	-10.7%	-14.4%	-6.2%	16.3%			
GPM	13.5%	11.9%	9.9%	13.0%	13.2%	13.2%	12.4%			
SG&A expenses	4,256	4,513	5,162	4,616	4,160	4,533	5,176			
YoY	-10.0%	-8.4%	-12.7%	-16.5%	-2.3%	0.4%	0.3%			
SG&A-to-sales ratio	11.4%	9.7%	7.8%	12.4%	12.7%	11.4%	8.4%			
Operating profit	779	1,058	1,376	237	152	692	2,426			
YoY	-6.3%	-30.9%	-50.6%	-	-80.5%	-34.6%	76.3%			
OPM	2.1%	2.3%	2.1%	0.6%	0.5%	1.7%	3.9%			
Recurring profit	794	1,063	1,394	246	95	646	2,349			
YoY	-8.0%	-31.4%	-50.3%	-	-88.0%	-39.2%	68.5%			
RPM	2.1%	2.3%	2.1%	0.7%	0.3%	1.6%	3.8%			
Net income	471	714	926	248	-26	355	1,464			
YoY	-49.2%	-19.4%	-57.5%	359.3%	-	-50.3%	58.1%			
Net margin	1.3%	1.5%	1.4%	0.7%	-	0.9%	2.4%			

Source: Shared Research based on company data

Note: Figures may differ from company materials due to differences in rounding methods.

Note: Net income refers to net income attributable to parent company shareholders.

Seasonality

The Toys business typically accounts for 40% of annual sales and 50% of operating profit. Retail toy sales peak in the weeks leading up to Christmas, thus the company's sales and operating profit are highest in Q3 which includes December.

Performance by segment

Segments (cumulative) (JPYmn)	FY03/16				FY03/17			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Sales	37,300	83,993	150,028	187,274	32,757	72,448	133,902	
YoY	-6.8%	-10.1%	-13.9%	-13.8%	-12.2%	-13.7%	-10.7%	
Toys	15,219	34,742	62,458	76,874	14,300	31,585	59,433	
YoY	-7.3%	-12.0%	-16.6%	-17.6%	-6.0%	-9.1%	-4.8%	
Visual and Music	8,601	17,352	28,660	38,367	8,138	16,516	25,801	
YoY	-17.7%	-18.8%	-11.5%	-11.5%	-5.4%	-4.8%	-10.0%	
Videogames	8,018	20,212	42,116	50,009	5,832	14,302	33,476	
YoY	13.0%	1.4%	-13.3%	-11.4%	-27.3%	-29.2%	-20.5%	
Amusement	5,459	11,686	16,792	22,023	4,487	10,045	15,190	
YoY	-10.2%	-7.6%	-9.1%	-8.8%	-17.8%	-14.0%	-9.5%	
Segment profit	779	1,837	3,213	3,450	152	844	3,270	
YoY	-6.3%	-22.2%	-37.6%	-31.8%	-80.5%	-54.1%	1.8%	
Toys	532	1,256	2,579	2,848	284	768	2,827	
YoY	-8.9%	-24.5%	-39.4%	-33.4%	-46.6%	-38.9%	9.6%	
Visual and Music	23	144	312	466	-54	146	358	
YoY	-76.3%	-0.7%	-	130.7%	-	1.4%	14.7%	
Videogames	-58	-50	23	-43	-129	-36	249	
YoY	-	-	-94.6%	-	-	-	982.6%	
Amusement	573	1,154	1,309	1,652	345	642	889	
YoY	4.0%	-8.7%	-11.3%	-8.0%	-39.8%	-44.4%	-32.1%	
Adjustments	-292	-667	-1,011	-1,473	-292	-675	-1,054	
Segments (quarterly) (JPYmn)	FY03/16				FY03/17			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Sales	37,300	46,693	66,035	37,246	32,757	39,691	61,454	
YoY	-6.8%	-12.6%	-18.4%	-13.2%	-12.2%	-15.0%	-6.9%	
Toys	15,219	19,523	27,716	14,416	14,300	17,285	27,848	
YoY	-7.3%	-15.4%	-21.8%	-21.5%	-6.0%	-11.5%	0.5%	
Visual and Music	8,601	8,751	11,308	9,707	8,138	8,378	9,285	
YoY	-17.7%	-19.9%	2.8%	-11.7%	-5.4%	-4.3%	-17.9%	
Videogames	8,018	12,194	21,904	7,893	5,832	8,470	19,174	
YoY	13.0%	-5.1%	-23.5%	0.2%	-27.3%	-30.5%	-12.5%	
Amusement	5,459	6,227	5,106	5,231	4,487	5,558	5,145	
YoY	-10.2%	-5.1%	-12.3%	-7.8%	-17.8%	-10.7%	0.8%	
Segment profit	779	1,058	1,376	237	152	692	2,426	
YoY	-6.3%	-30.9%	-50.6%	-	-80.5%	-34.6%	76.3%	
Toys	532	724	1,323	269	284	484	2,059	
YoY	-8.9%	-32.9%	-49.0%	-	-46.6%	-33.1%	55.6%	
Visual and Music	23	121	168	154	-54	200	212	
YoY	-76.3%	152.1%	-	-12.0%	-	65.3%	26.2%	
Videogames	-58	8	73	-66	-129	93	285	
YoY	-	-84.9%	-85.0%	-	-	-	290.4%	
Amusement	573	581	155	343	345	297	247	
YoY	4.0%	-18.5%	-26.5%	6.9%	-39.8%	-48.9%	59.4%	
Adjustments	-292	-375	-344	-462	-292	-383	-379	

Source: Shared Research based on company data

Note: Figures may differ from company materials due to differences in rounding methods.

Q3 FY03/17 results

Sales: JPY133.9bn (-10.7% YoY)

Operating profit: JPY3.3bn (+1.8%)

Recurring profit: JPY3.1bn (-5.0%)

Net income*: JPY1.8bn (-15.1%)

*Net income refers to net income attributable to parent company shareholders.

Recurring profit fell below operating profit after Happinet booked a JPY237mn equity-method loss (a non-operating expense). The equity-method loss was due to the impact of Broccoli Co., Ltd. (25.15% stake), which became an equity-method affiliate after Happinet underwrote Broccoli shares through a private placement in December 2015.

The industries that the company deals in are going through a difficult time, such as the declining birth rate and diversifying consumer needs in the toy industry, and the increasing prominence of smartphone-based games and video and music download software overshadowing packaged items and hard copies in the video, music, and videogame industries.

Sales were down, but profits showed some improvement as careful inventory management helped to reduce losses on disposal of inventory, and sales of high-margin exclusive distribution and proprietary products were robust, so operating profit was higher YoY. Investment loss at an equity-method affiliate caused a decline in recurring profit and net income attributable to parent company shareholders. Efforts are proceeding in conjunction with equity-method affiliate Broccoli Co., Ltd., including the establishment of new label “b-sound” and the implementation of campaigns aimed at convenience stores, to create a synergistic effect.

Toys

In the Toys segment, sales fell 4.8% YoY to JPY59.4bn and segment profit increased 9.6% to JPY2.8bn.

Centered chiefly on characters from *Bandai's Kamen Rider Ex-Aid*, *Doubutsu Sentai Zyuohger*, and *Maho Girls PreCure!*, sales were robust during the prime year-end shopping rush, but were not enough to cover for the disappointing results through Q2, so cumulative Q3 sales were down YoY.

At Bandai, sales in the Toy and Hobby segment in cumulative Q3 FY03/17 were JPY146.0bn (-9.9% YoY). According to documents from Bandai Namco Holdings, Inc., owing to a decrease in sales of Yokai Watch products, which drove sales in 1H FY03/16, the company booked lower sales YoY, but centered chiefly on characters from *Bandai's Kamen Rider Ex-Aid*, *Doubutsu Sentai Zyuohger*, and *Maho Girls PreCure!*, sales were robust during the prime year-end shopping rush.

In contrast, at Tomy, cumulative Q3 FY03/17 sales in the Japan segment were JPY104.6bn (+24.2% YoY). Sales of toys related to Beyblade Burst and Duel Masters were robust.

A significant reduction in losses from the disposal of inventory in cumulative Q3 FY03/17 contributed to higher profits. While in Q3 FY03/16 the company failed to anticipate the slow demand for Yokai Watch products and booked large disposal losses, in cumulative Q3 FY03/17, it succeeded in booking higher profits owing to accurate demand forecast for Kamen Rider and Super Sentai, and efforts to control inventory levels.

Visual and Music

In the Visual and Music segment, sales fell 10.0% YoY to JPY25.8bn and segment profit rose 14.7% to JPY358mn.

The drop in sales reflected ongoing weakness in the overall market for packaged products. The segment profit growth stemmed from robust sales of high-margin proprietary packaged products and sales from the distribution of original products.

In the content business, sales to online video distribution service providers grew from Q2. These service providers stream movies that were previously managed internally (mainly Japanese films) by Happinet as well as foreign films for which the company has distribution rights. Each online video distribution service provider aggressively purchases previously made videos in order to expand titles that have exclusive rights. The company stated that most of the past movie products for which it sold broadcasting rights have already depreciated, and those products have high profit margins.

Further, *Kiseki: Ano hi no sobito*, an internally managed movie that was released in theaters, has been a hit, and the company expects this movie to contribute to earnings in FY03/18 following box-office distribution and its release on DVD.

In the distribution business, the company is planning to release hit products on DVD, such as *Shin Godzilla* (*Godzilla Resurgence*) in Q4 FY03/17 and the animated movie, *Your Name* in FY03/18.

Videogames

In the Videogames segment, sales fell 20.5% YoY to JPY33.5bn, with segment profit of JPY249mn (segment profit of JPY23mn in Q3 FY03/16).

Sales of Nintendo 3DS game *Pokemon Sun and Moon* and PlayStation 4 units and related merchandise were robust, but the overall market continued to shrink in the face of the increasing prominence of smartphone games and downloaded software, resulting in lower sales. Thanks to strong sales of software distributed exclusively by Happinet and shrinking losses on disposal of inventory, the segment achieved a profit.

Nintendo was planning to launch a new videogame console, Nintendo Switch, in March 2017. The impact on earnings in FY03/17 is expected to be limited, with the contribution to sales and profits (including from sales of game software) to emerge from FY03/18.

Amusement

In the Amusement segment, sales declined 9.5% YoY to JPY15.2bn, while segment profit declined 32.1% to JPY889mn.

The company promoted measures to improve event sales and the sales environment of locations with strong customer draw. Vending machines for toys in capsules and children's card game machines saw some hit products, but these were unable to cover for the decline seen in 1H, so cumulative Q3 sales still ended lower YoY. Profits were also down YoY due to spending on new chassis for children's card games.

Other

Revision of FY03/17 year-end dividend

A JPY5 per share commemorative dividend has been added to the JPY15 ordinary year-end dividend, for a total of JPY20. This is on top of a JPY15 per share dividend paid at the end of 1H, for a total of JPY35 for FY03/17 (JPY30 in ordinary dividends and JPY5 commemorative dividend).

For details on previous quarterly and annual results, please refer to the Historical performance section.

Full-year company forecasts

(JPYmn)	FY03/16			FY03/17		
	1H Act.	2H Act.	FY Act.	1H Act.	2H Est.	FY Est.
Sales	83,993	103,281	187,274	72,448	99,552	172,000
CoGS	73,386	91,890	165,276	62,911		
Gross profit	10,606	11,391	21,997	9,537		
GPM	12.6%	11.0%	11.7%	13.2%		
SG&A expenses	8,769	9,778	18,547	8,693		
SG&A-to-sales ratio	10.4%	9.5%	9.9%	12.0%		
Operating profit	1,837	1,613	3,450	844	2,856	3,700
OPM	2.2%	1.6%	1.8%	1.2%	2.9%	2.2%
Recurring profit	1,857	1,640	3,497	741	2,759	3,500
RPM	2.2%	1.6%	1.9%	1.0%	2.8%	2.0%
Net income	1,185	1,174	2,359	329	1,871	2,200
Net margin	1.4%	1.1%	1.3%	0.5%	1.9%	1.3%

Source: Shared Research based on company data

Note: Figures may differ from company materials due to differences in rounding methods.

Note: Net income from FY03/16 onward refers to net income attributable to parent company shareholders.

Revised forecasts for FY03/17 call for sales of JPY172.0bn (-8.2% YoY), operating profit of JPY3.7bn (+7.2% YoY), recurring profit of JPY3.5bn (+0.1% YoY), and net income attributable to parent company shareholders of JPY2.2bn (-6.7% YoY).

On February 9, 2017, the company revised forecasts for FY03/17. Compared to the company's earnings forecasts for full-year FY03/17 announced at the beginning of the period, Happinet revised down sales by JPY18.0bn, operating profit by JPY300mn, recurring profit by JPY500mn, and net income attributable to parent company shareholders by JPY400mn.

Despite steady sales during the company's prime year-end shopping rush partly driven by hit products, this was not able to offset sluggish consolidated Q2 results, and so sales and profits are both expected to come in below initial forecasts.

According to Happinet, although it has not disclosed forecasts for each segment, it revised down the sales forecast by about 10% compared to its previous forecast in all segments. The main reason for the revision was profit erosion caused by spending on new machine chassis. The company expects benefits from disposing inventories in the Toys and Videogames segments, and the contribution to earnings from selling rights to stream previous movie products in the Visual and Music segment, to offset the downward revision to sales.

The following comments are based on forecasts prior to the revisions.

Toys

The company expects sales of JPY78.0bn (+1.5% YoY), and segment profit of JPY2.9bn (+1.8% YoY).

Approximately half of the sales in this industry comprise Bandai products, and Bandai Namco Holdings, Inc. (TSE: 7832) forecasts a 3.1% YoY decrease in sales of toy and hobby products for FY03/17. By cartoon character-based products (domestic toy and hobby), Happinet expects sales to fall 65.3% YoY to JPY10.7bn for "Yokai Watch" products, but increased sales for Kamen Rider, Super Sentai, Maho Girls PreCure, and Aikatsu!

Happinet's policy is to expand exclusively distributed products, improve sales floor proposals, and expand sales of peripheral toy products. Additionally, the company aims to aggressively explore new sales channels to develop new markets. For internally developed products, the company is focusing efforts on products that are not based upon

characters nor influenced by fads.

A rise in sales, and improved inventory management this year—compared to the last two years, which saw losses on disposal of inventory (JPY1.6bn for FY03/15, and JPY1.8bn for FY03/16) jump due to one-time causes—means the company expects a rise in operating profit.

In Q3, the peak demand season, the company expects toys related to Kamen Rider Ex-Aid, Digimon Universe: Appli Monsters, Yokai Watch, and Ultraman Orb, to drive sales.

Kamen Rider Ex-Aid is the latest series of the Kamen Rider series and premiered on TV in October 2016. Digimon Universe: Appli Monsters is the newest series of the Digimon series and premiered on TV in October 2016. Ultraman Orb, the newest series of the Ultraman series, was created to commemorate its 50th anniversary.

Visual and Music

The company anticipates sales of JPY38.0bn (-1.0% YoY), and segment profit of JPY500mn (+7.3% YoY).

The expected drop in sales reflects ongoing weakness in the packaged products market as more users switch to downloading content, but the company plans to temper this decline by increasing market share and expanding into new channels.

In the distribution business the company aims to continue acting as a sales agent for visual content production and carrying out commissioned distribution in the medium term. Happinet is working to develop new sales channels at large volume retailers, shopping malls, carts in expressway service areas and by setting up a special sales area in stores such as home centers. As in FY03/16, it plans to acquire high-margin, exclusively distributed animated DVD box sets to improve profit margins.

Based on the medium-term plan, in the content business the company is concentrating investments in priority markets. In FY03/17, it will focus on internally managed products, mainly animations. The company is investing in managing "Regalia," which began airing again in September 2016, and "Flip Flappers," which premiered in October 2016, and other such content handled by production companies or directors with records of producing hits.

The company expects a rise in operating profit, by increasing in sales of exclusively distributed products (with relatively high-margins), and containing investment loss.

Videogames

The company expects sales of JPY50.0bn (-0.0% YoY), and segment profit of JPY500mn (JPY43mn segment loss in FY03/16).

The company expects the packaged product market to continue to be flat, and expects sales of the Nintendo 3DS series game software and the new videogame consoles to reflect this trend. Nintendo released the Nintendo 3DS game "Yokai Watch 3 Sushi/Tempura" in July 2016, and "Pokémon Sun and Moon" in November 2016. It also planned to premier the new console, Nintendo Switch, in March 2017.

For titles developed by Happinet, following "Junisai: Honto no Kimochi" (Twelve Years Old: True Feelings) released in

March 2015, Happinet also released "Junisai: Love Diary" (Twelve Years Old: Love Diary) in August 2016. These titles saw steady sales. It will continue to develop game software targeting girls.

In the previous year, the company booked a loss due to disposal of excess inventory of JPY500mn (the result of missing sales forecasts for exclusively distributed products), in addition to sluggish performance of Happinet-developed products. This year, however, it expects to hold down losses on disposal of inventory and return to profitability.

Amusement

The company expects sales of JPY24.0bn (+9.0% YoY) and segment profit of JPY1.5bn (-9.2% YoY).

In toy vending machines, continuing from FY03/16 Happinet will grow sales by holding events in train stations, airports, and other high-visibility locations. Broccoli Co., Ltd. was made an equity-method affiliate in November 2015 through a stock acquisition, and Happinet hopes to expand its exclusively distributed products through this partnership.

For children's card game machines, the company plans to launch four models with new chassis: "Super Dragon Ball Heroes," "Data Carddass Appli Monsters," "Disney Magic Castle," and "Data Carddass Dream Festival!"

The company expects profit erosion due to spending on new machine chassis, despite profit benefits from higher sales and a minimized inventory valuation loss, which dented profits in FY03/16.

Medium-term outlook

Medium-term plan

In May 2015 Happinet unveiled its seventh medium-term business plan for FY03/16 to FY03/18. This is an indication of the company's strategy and it has not established target figures. The company said it plans to further grow and expand its intermediate distribution business and also make choices for and focus on its manufacturing business.

Midterm measures for intermediate distribution

As a basic strategy, the company will aim for further growth and expansion, leveraging its strengths as an intermediate distributor.

Toys segment

As an intermediate distributor, the company chiefly handles toys, vending machine toys in capsules, and card games from among Bandai's commercial products but says that despite similar sales areas, items such as plastic models, miscellaneous goods, and toys that come with candy are limited in volume and amount. The company intends to expand its business area during the three-year midterm period with a focus on hobby items such as plastic models.

Visual and Music segment

The company plans to leverage its strength of having information on both manufacturers and retailers, and intends to expand its market share. Specifically, Shared Research speculates that the company intends to expand market share by taking on sales promotion activities for visual and music software manufacturers through consignments or transfers.

The company also plans to aim for low cost operations to improve profit ratios and will reduce expenses by unifying online newly proposed works of music, details on new productions, incoming and outgoing information, and information on sales promotions.

Videogame segment

Based on an understanding that the market for packaged products continues to remain sluggish, the company intends to leverage its low cost operations and diverse sales channels, forge closer ties with manufacturers, and boost its lineup of exclusively distributed products which bring in high profit ratios. However, as of May 2015 the company is exploring ways to remain profitable in a sluggish package market.

Amusement segment

The company is looking to leverage its nationwide network to develop new locations and create new businesses. While it has set up vending machines for toys mainly at volume sellers and shopping malls in the past, it hopes to boost sales by setting up the machines at different locations, such as venues for live events and at train stations.

The company would also like to promote efficiency by introducing IT to gain an understanding of timings for replacing products, which had conventionally been done physically through human efforts.

Medium-term plan for the manufacturing industry

The company will focus on certain manufacturing industries, creating markets in which it is at an advantage and attempt to improve profitability in toys, videos, and games.

The company manufactured and sold original toys related to a TV animation show for boys during FY03/15 but had not

achieved expected results. In the three-year period it hopes to change this to a stable business by expanding its market share in categories for original toys, which are highly profitable. It aims to establish a profit base via products that will sell for more than a year, products that appeal to a range of customers, and efficient production and sales. It will focus efforts on existing categories, such as RC cars.

As to the production of visual products, the company will produce work, mainly animations, which it will manage. It said that even as the market for video software packages contracts, it expects core users to support animations and that a stable market will be secured. In order to create a structure that will enable it to cope with changes in the market environment, the company said it would focus its investments on products that it manages, chiefly animations, through joint development with external partners.

The company established a production department for game software in FY03/15 and launched Nintendo 3DS software for school-aged girls; “Junisai: Honto no Kimochi (Twelve Years Old: True Feelings)” and “Dolly Kanon” and sold a total of about 100,000 units. Besides developing game software for girls under its “Puchi Koi” brand, it plans to develop series in the game software segment for school girls, where there is little competition, in the hope that it will contribute to profits.

Other

The business alliance with Broccoli may impact the company’s earnings in the medium-term. Details are outlined below.

Business alliance with Broccoli

On November 20, 2015, the company announced a business alliance with Broccoli Co. Ltd. Happinet also made payment on December 9, 2015 for a third-party allotment of 11mn Broccoli shares in the amount of JPY4.1bn, to acquire a 25.15% of total issued shares. Broccoli is now an equity-method affiliate of Happinet.

On November 2016, Happinet and Broccoli established a new label “b-sound” and announced that Broccoli would plan and produce new contents while Happinet would distribute them.

Alliance particulars

- ▶ Development of content, planning, production, and sales of animation, games, card-based games, CDs, goods, figures, and related supplies, sharing of related activities / expertise, and cooperating to realize more sophisticated business management expertise mainly involving content.
- ▶ In order to maximize the value of content developed by Broccoli, Broccoli will utilize information about market trends and needs held by Happinet and the two firms will cooperate in developing high-quality, original content.
- ▶ In order to maximize the sales of animation, games, card-based games, CDs, goods, figures, and related supplies produced by Broccoli, Broccoli will plan and produce novel products well suited for market needs and Happinet will promote sales using the Happinet Group distribution platform.
- ▶ Cooperate with sales promotions and event management for content and products developed and produced by Broccoli.
- ▶ Discuss streamlining measures for distribution functions held by Broccoli, with consideration given to Broccoli using Happinet distribution functions in the future.
- ▶ Discuss mutual personnel exchanges to realize the alliance objectives.

As an equity-method affiliate of the company, Broccoli's results are reflected in consolidated operating results from Q4 FY03/16 onward, and resulted in a JPY22mn equity-method loss. FY02/16 earnings forecasts for Broccoli were sales of JPY6.2bn (down 0.9% YoY), operating profit of JPY900mn (down 38.8% YoY), recurring profit of JPY900mn (down 39.4% YoY), and net income of JPY600mn (down 33.7% YoY).

Business

Description

Leading intermediary distributor for toys, DVDs, CDs and videogames. The company buys goods from makers and distributes to retailers, managing inventories and handling orders/shipments. Segments comprise Toys (41.0% of FY03/16 sales), Visual and Music (20.5%), Videogames (26.7%), and Amusement (11.8%).

The group is a major distributor for toys, DVDs, CDs, and holds about 60% market share for capsule toy machine operation and sales, according to the company.

Segment sales and profit

	FY03/09	FY03/10	FY03/11	FY03/12	FY03/13	FY03/14	FY03/15	FY03/16
(JPYmn)	Act.	Act.	Act.	Act.	Act.	Act.	Act.	Act.
Sales	166,778	194,246	190,891	198,021	176,757	206,867	217,232	187,274
YoY	-1.3%	16.5%	-1.7%	3.7%	-10.7%	17.0%	5.0%	-13.8%
Toy	61,813	65,654	69,104	77,313	74,660	76,821	93,270	76,874
YoY	-1.7%	6.2%	5.3%	11.9%	-3.4%	2.9%	21.4%	-17.6%
% of Total	37.1%	33.8%	36.2%	39.0%	42.2%	37.1%	42.9%	41.0%
Visual and Music	36,570	67,838	57,759	55,719	44,810	42,955	43,372	38,367
YoY	-5.1%	85.5%	-14.9%	-3.5%	-19.6%	-4.1%	1.0%	-11.5%
% of Total	21.9%	34.9%	30.3%	28.1%	25.4%	20.8%	20.0%	20.5%
Video Game	50,474	44,372	46,447	42,704	36,839	63,609	56,448	50,009
YoY	-7.4%	-12.1%	4.7%	-8.1%	-13.7%	72.7%	-11.3%	-11.4%
% of Total	30.3%	22.8%	24.3%	21.6%	20.8%	30.7%	26.0%	26.7%
Amusement	17,919	16,381	17,579	22,282	20,447	23,481	24,140	22,023
YoY	38.3%	-8.6%	7.3%	26.8%	-8.2%	14.8%	2.8%	-8.8%
% of Total	10.7%	8.4%	9.2%	11.3%	11.6%	11.4%	11.1%	11.8%
Segment profit	2,137	2,327	2,855	4,855	2,973	3,888	5,056	3,450
YoY	47.3%	8.9%	22.7%	70.0%	-38.8%	30.8%	30.0%	-31.8%
Toy	996	1,865	2,321	3,009	2,055	2,710	4,279	2,848
YoY	-24.6%	87.2%	24.4%	29.6%	-31.7%	31.8%	57.9%	57.9%
% of Total	29.1%	50.4%	55.8%	48.6%	47.7%	52.6%	65.5%	57.9%
Visual and Music	1,330	253	-656	448	309	307	202	466
YoY	3494.6%	-81.0%	-	-	-31.0%	-0.7%	-34.3%	-34.3%
% of Total	38.9%	6.8%	-15.8%	7.2%	7.2%	6.0%	3.1%	9.5%
Video Game	1,221	1,035	1,156	936	678	79	254	-43
YoY	-7.6%	-15.2%	11.7%	-19.0%	-27.6%	-88.2%	217.9%	217.9%
% of Total	35.7%	28.0%	27.8%	15.1%	15.7%	1.5%	3.9%	-0.9%
Amusement	-127	544	1,340	1,801	1,265	2,053	1,796	1,652
YoY	-	-	146.3%	34.4%	-29.8%	62.4%	-12.5%	-12.5%
% of Total	-3.7%	14.7%	32.2%	29.1%	29.4%	39.9%	27.5%	33.6%
Adjustments	-1,283	-1,371	-1,307	-1,341	-1,335	-1,263	-1,475	-1,473

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

Toys (41.0% of FY03/16 consolidated sales; 57.9% of operating profit)

In this segment, Happinet generates earnings buying products (toys) from toy makers and selling them to retailers.

It buys goods from big toy makers like Bandai and Tomy and sells them to toy retailers such as Toys"R"Us-Japan Ltd (unlisted), large consumer electronics stores and retail chains, and major online retailers. Major toy manufacturers are shown in the following table. Happinet handles about 80% of Bandai's toy distribution in Japan, Japan's largest toy manufacturer.

Toys: main manufacturers

Toy sales breakdown (JPYmn)	FY03/09 Act.	FY03/10 Act.	FY03/11 Act.	FY03/12 Act.	FY03/13 Act.	FY03/14 Act.	FY03/15 Act.	FY03/16 Act.
Total	61,813	65,654	69,104	77,313	74,660	76,821	93,270	76,874
YoY	-1.7%	6.2%	5.3%	11.9%	-3.4%	2.9%	21.4%	-17.6%
Bandai	28,900	32,700	37,400	42,300	38,800	40,700	55,400	41,900
YoY	-3.7%	13.1%	14.4%	13.1%	-8.3%	5.0%	35.8%	-24.2%
% of Total	46.8%	49.8%	54.1%	54.7%	52.0%	53.1%	59.4%	54.6%
TAKARA TOMY	4,800	5,000	7,000	6,300	5,300	4,200	4,100	4,900
YoY	0.0%	4.2%	40.0%	-10.0%	-15.9%	-21.6%	-1.6%	20.4%
% of Total	7.8%	7.6%	10.1%	8.1%	7.1%	5.5%	4.5%	6.5%
Happinet original	1,200	1,400	1,400	2,200	2,500	2,000	1,900	1,500
YoY	-53.8%	16.7%	0.0%	57.1%	13.6%	-17.7%	-8.1%	-16.3%
% of Total	1.9%	2.1%	2.0%	2.8%	3.3%	2.7%	2.0%	2.1%
Other	19,500	18,400	23,100	26,400	27,900	29,700	31,800	28,200
YoY	-3.0%	-5.6%	25.5%	14.3%	5.7%	6.5%	6.9%	-11.1%
% of Total	31.5%	28.0%	33.5%	34.1%	37.4%	38.7%	34.1%	36.8%
Other makers	7,300	7,900	-	-	-	-	-	-
YoY	-	8.2%	-	-	-	-	-	-
% of Total	11.8%	12.0%	-	-	-	-	-	-

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

From FY03/11, other makers are included in the others segment.

Japan's toy market centers on fads, rather than long-selling, staple products. Goods featuring characters from TV animation series tend to have a one-year sales cycle with products refreshed when a new series begins. Popularity drops and sales falter for products whose TV programs have finished.

Also, toy manufacturers often make use of overseas factories, particularly in China. It takes about three months from when toys are manufactured till they are ready to be sold by retailers, due to strict procedures for managing and checking quality—after all, these are products that will be used by children.

Intermediary distributors like Happinet lie between manufacturers and retailers, and add value by absorbing inventory risk. By trading with intermediary distributors, retailers need only take inventory risks for the goods on their store shelves.

Toy distribution:

- ▀ Happinet and toymakers agree on order quantities three months prior to the release of new products.
- ▀ On product launch, toymakers deliver toys to the company, which in turn delivers them to retailers that shoulder inventory risk.
- ▀ The company holds inventories worth roughly two weeks of sales and partially distributes them in response to additional orders from retailers. Here, the company bears the inventory risk.

For toys, annual inventory disposal is 1–2% of annual sales. Annual inventory write-off amounts are trending lower, however. This positive trend is due to the company's heightened efforts to maintain inventory levels to match product sales. The company is also working more closely with retailers, providing product-specific sales data to help forecast trends. In addition to controlling store inventories, this information helps to drive sales promotions, and keeping a lid on inventory disposal levels is indispensable in improving the company's profit ratio.

The company carries out monthly disposal of inventory, but differences in the accuracy of predictions give corresponding variations in losses on disposal of inventory, and fluctuations of 1% in GPM.

Toy earnings

Toy earnings (JPYmn)	FY03/09	FY03/10	FY03/11	FY03/12	FY03/13	FY03/14	FY03/15	FY03/16
	Act.	Act.	Act.	Act.	Act.	Act.	Act.	Act.
Sales	61,813	65,654	69,104	77,313	74,660	76,821	93,270	76,874
YoY	-	6.2%	5.3%	11.9%	-3.4%	2.9%	21.4%	-17.6%
Segment profit	996	1,865	2,321	3,009	2,055	2,710	4,279	2,848
YoY	-	87.2%	24.5%	29.6%	-31.7%	31.9%	57.9%	-33.4%
OPM	1.6%	2.8%	3.4%	3.9%	2.8%	3.5%	4.6%	3.7%
Losses on inventory write-offs	1,700	1,100	1,100	1,300	1,300	1,000	1,600	1,800
Losses on inventory write-offs/sales	2.8%	1.7%	1.6%	1.7%	1.7%	1.3%	1.7%	2.3%
Inventory	3,500	2,100	2,200	2,300	2,400	2,400	2,300	2,200
Inventory turnover rate	17.2	22.7	31.3	33.6	30.7	31.0	38.7	33.6

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

According to Happinet, it is a major intermediary distributor of toys, holding a 30% market share. The company's rise to prominence as the largest intermediary distributor of toys began in the 1990s with the relaxation of the Large Scale Retail Store Law. Distributors began to need advanced information and logistics systems in order to keep up with the growing size of retailers, and Happinet rose to meet the needs of the changing business environment. Additionally, Shared Research notes that growth in toy sales by Bandai Co., Ltd., a subsidiary of Bandai Namco Holdings (TSE1: 7832) that holds 24.5% of Happinet stock has led Happinet to become the largest company in the industry.

Shared Research understands that Bandai—a group company and one of Happinet's main toy suppliers—specializes in making products and accessories that feature characters from popular TV animations. Bandai has leveraged these character goods to increase its domestic toy sales.

Bandai's character goods portfolio

Leading toy characters with the highest sales rankings at Bandai are those from the Super Sentai, Kamen Rider, and Precure series. Toei or Toei Animation makes these series; TV Asahi broadcasts them on Sundays. Program sponsor Bandai merchandises related toys. This system has a long history; the Super Sentai series, the longest-running of the trio, started with *Himitsu Sentai Gorenger* in 1975. The 40th series, *Doubutsu Sentai Zyuohger*, aired in 2016. In the 30-minute *Super Sentai* program, a team of three to five people use special items to become superheroes wearing helmets and color-coded jumpsuits, and fight bad guys or monsters. In each episode the enemy, once defeated, is reborn as a giant monster and the heroes ride a giant robot to destroy it. Each year a TV series starts in February and a movie version is launched in August. New characters and items are added during the year based on interest in the TV program, and Bandai merchandises all the transforming items, weapons, and robots. All super hero toys are ready for Christmas when sales peak.

Bandai Sales by Character (Domestic Toy and Hobby)

	FY03/09	FY03/10	FY03/11	FY03/12	FY03/13	FY03/14	FY03/15	FY03/16
(JPYbn)	Act.	Act.	Act.	Act.	Act.	Act.	Act.	Act.
Youkai Watch	-	-	-	-	-	1.4	55.2	30.8
Mobile Suit Gundam	16.0	14.4	13.4	15.6	16.5	18.4	22.9	25.8
Kamen Rider	8.7	17.5	23.0	28.3	27.1	22.3	20.6	15.7
Super Sentai	12.0	10.5	9.2	13.0	9.6	14.4	11.3	7.8
Anpanman	9.1	8.4	8.6	9.6	10.0	10.3	8.1	9.4
Precure Series	10.5	11.9	12.5	10.7	10.6	9.8	6.5	6.6
Dragon Ball	3.7	3.3	2.7	4.4	4.8	6.4	5.8	11.6
Aikatsu!	-	-	-	-	1.5	13.0	8.6	2.6
Ultraman	4.3	3.1	2.8	1.8	2.0	3.2	2.6	2.7

Source: Shared Research based on company data

Visual and Music (20.5% FY03/16 consolidated sales; 9.5% of operating profit)

This segment comprises the visual wholesale section (64.7% of segment sales in FY03/16), the visual manufacturing section (12.4%), and the music section (22.9%).

Visual and Music earnings

Visual and music sales breakdown	FY03/09	FY03/10	FY03/11	FY03/12	FY03/13	FY03/14	FY03/15	FY03/16
(JPYmn)	Act.	Act.	Act.	Act.	Act.	Act.	Act.	Act.
Total	36,570	67,838	57,759	55,719	44,810	42,955	43,372	38,367
YoY	-5.1%	85.5%	-14.9%	-3.5%	-19.6%	-4.1%	1.0%	-11.5%
Visual	36,500	42,500	40,300	39,600	31,500	31,600	33,000	29,500
YoY	-5.2%	16.4%	-5.2%	-1.7%	-20.3%	0.1%	4.4%	-10.4%
% of Total	99.8%	62.6%	69.8%	71.1%	70.5%	73.6%	76.1%	77.1%
Wholesale	29,100	36,800	34,400	33,600	25,900	25,200	26,000	24,800
YoY	-2.3%	26.5%	-6.5%	-2.3%	-22.8%	-2.7%	3.3%	-4.9%
% of Total	79.6%	54.2%	59.6%	60.3%	58.0%	58.8%	60.2%	64.7%
Maker	7,400	5,700	5,800	5,900	5,600	6,300	6,900	4,700
YoY	-14.0%	-23.0%	1.8%	1.7%	-5.1%	13.3%	8.7%	-31.2%
% of Total	20.2%	8.4%	10.0%	10.6%	12.5%	14.8%	15.9%	12.4%
Music	0	25,200	17,400	16,100	13,200	11,300	10,300	8,700
YoY	-	-	-31.0%	-7.5%	-18.0%	-14.3%	-8.5%	-15.3%
% of Total	0.0%	37.1%	30.1%	28.9%	29.5%	26.4%	23.9%	22.9%
Segment profit	1,330	253	-656	448	309	307	202	466
YoY	-	-81.0%	-359.3%	-168.3%	-31.0%	-0.6%	-34.2%	130.7%
OPM	3.6%	0.4%	-1.1%	0.8%	0.7%	0.7%	0.5%	1.2%

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

Visual wholesale section

Happinet generates earnings from buying DVDs and CDs from content manufacturers and selling them to retailers. The company said that intermediary distributors like itself seldom need to hold substantial inventories compared with toymakers since orders from retailers are delivered in a week. As wholesalers do not shoulder much inventory risk, GPMS is slimmer than in toy wholesaling.

The company buys products from all major content makers, but it has been Nikkatsu Corp's (unlisted) sole distributor since 2009 and Bandai Visual Co Ltd's (a Namco Bandai subsidiary) sole distributor since 2010. The company distributes products to major online retailers and consumer electronics chains.

Visual manufacturing section

Happinet invests in movie production partnerships, thus obtaining videogram rights or rights concerning existing videograms and then makes and sells the DVD products. Income hinges on the amount and ratio of investment in partnerships, box-office proceeds, DVD sales volumes, and videogram royalties.

Videogram is a Japanese legal term, used to refer to visual media (movies and TV programs) on a certain format (eg, VHS, DVD) and its packaging. Videogram rights here refer to the rights to manufacture, release, and sell this media.

The movie industry and movie production partnerships handle production, distribution, exhibition, and secondary use (renting/selling movie content to consumers). DVD content makers obtain videogram rights to movies by investing in production partnerships or by purchasing the rights from their holders. Rights to receive box-office proceeds are distributed in proportion to the amount invested in the production partnership. Box-office profits are defined as proceeds—ie, number of viewers multiplied by ticket prices—less expenses (cinema operators and distributors, production, and advertising). According to the company, it is difficult to predict the profitability of investing in production partnerships, because production costs, investment stake, and box-office proceeds differ from movie to movie. In addition to profits related to box office revenue by stake, based on the conditions for investing in a production partnership, the company obtains videogram rights to the movie, and will therefore sell that videogram as DVD content to obtain sales and profits corresponding to sales volumes.

Another way to obtain videogram rights is from copyright holders, such as production partnerships. This can be done either by paying for the rights, or by paying a minimum guarantee (MG). According to the company, videogram royalties differ widely by movie, so it is difficult to calculate an average profitability for videogram rights.

Music wholesale section

In the music section, Happinet gains earnings from buying products from music content makers and selling them to retailers. As in its visual wholesale section, the company does not shoulder much inventory risk. Therefore, GPM is lower than in the toy wholesaling business.

The company buys goods from big music software manufacturers and distributes them to online shops and consumer electronics chains.

Japan's resale price maintenance system (recommended retail price)—as established by Japanese copyright law—means the manufacturers are able to force retailers to observe a certain retail price for music software. As product discounting does not occur, music content is in principle purchased without the right to returns, but the distribution of music media differs from that of visual media. Although in both cases companies are effectively purchasing stock, for music media a limit is set for a proportion of the sales that may be returned, and the seller sometimes ends up accepting these returns.

The proportion of sales that may be returned differs between the manufacturer and the distributor, and between the distributor and the retailer. Therefore, the distributor must accept some inventory risk in cases where there is more leeway for the retailer to return stock to the distributor, than for the distributor to return it to the manufacturer.

Music CDs: resale price maintenance

A maker or supplier of music imposes selling prices on wholesalers and retailers who abide by this. The resale maintenance system of music software (such as CDs) is approved as an exception to the Antimonopoly Act which normally prohibits such conduct as unfair trading practices.

Videogames (26.7% of FY03/16 consolidated sales)

Happinet generates profits by buying videogame consoles and game software from manufacturers and distributing these to shops. This segment has the lowest GPM of all the company's businesses, which stems from the company bearing little inventory risk due to short order placement/delivery times.

Happinet buys products from Nintendo Co Ltd (TSE1: 7974), Sony Interactive Entertainment Inc. (a subsidiary of Sony [TSE1: 6758]), and Microsoft Corp. It is the only wholesaler handling all consumer game consoles available in Japan. Following the consolidation of Toys Union—a distributor of Nintendo products—in FY03/14, Nintendo products account for approximately 80% of sales, with Sony Interactive Entertainment Inc. products next, at about 16%. The company distributes products to major online retailers and consumer electronics chains.

Shared Research estimates the company's share of Nintendo's game-related sales at around 25%, making it the second largest distributor of Nintendo products. The company is virtually the sole distributor of Sony Interactive Entertainment Inc videogames, and has an exclusive distribution agreement in Japan with Microsoft.

Videogame sales breakdown

Videogame sales breakdown (JPYmn)	FY03/09 Act.	FY03/10 Act.	FY03/11 Act.	FY03/12 Act.	FY03/13 Act.	FY03/14 Act.	FY03/15 Act.	FY03/16 Act.
Total	50,474	44,372	46,447	42,704	36,839	63,609	56,448	50,009
YoY	-7.4%	-12.1%	4.7%	-8.1%	-13.7%	72.7%	-11.3%	-11.4%
Nintendo (stand-alone)	4,200	6,400	4,700	3,200	4,400	10,700	9,100	12,400
YoY	-53.3%	52.4%	-26.6%	-31.9%	37.5%	142.4%	-15.3%	36.6%
% of Total	8.3%	14.4%	10.1%	7.5%	11.9%	16.9%	16.2%	24.9%
Nintendo (portable)	9,600	10,300	9,900	10,400	14,200	40,300	36,900	26,800
YoY	-24.4%	7.3%	-3.9%	5.1%	36.7%	182.8%	-8.3%	-27.5%
% of Total	19.0%	23.2%	21.3%	24.4%	38.7%	63.4%	65.5%	53.6%
PlayStation (stand-alone)	6,700	6,900	6,000	6,800	5,300	4,800	3,100	3,400
YoY	-23.9%	3.0%	-13.0%	13.3%	-22.1%	-9.1%	-34.8%	11.3%
% of Total	13.3%	15.6%	12.9%	15.9%	14.4%	7.6%	5.6%	7.0%
PlayStation (portable)	10,300	8,000	11,600	12,200	7,100	4,700	4,300	4,400
YoY	10.8%	-22.3%	45.0%	5.2%	-41.8%	-33.1%	-9.4%	3.0%
% of Total	20.4%	18.0%	25.0%	28.6%	19.3%	7.5%	7.7%	8.9%
Others	19,400	12,500	14,000	9,800	5,600	2,900	2,800	2,700
YoY	35.7%	-35.6%	12.0%	-30.0%	-42.2%	-48.8%	-1.9%	-2.5%
% of Total	38.4%	28.2%	30.1%	22.9%	15.4%	4.6%	5.0%	5.6%
Segment profit	1,221	1,035	1,156	936	678	79	254	-43
YoY	-7.6%	-15.2%	11.7%	-19.0%	-27.6%	-88.3%	221.5%	-
OPM	2.4%	2.3%	2.5%	2.2%	1.8%	0.1%	0.4%	-

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

Happinet creates and sells original game software but profit impact is small (FY03/16).

The company entered video gaming in 1994 and expanded sales by acquiring distributors. There is a possibility that there will be an increase in M&A between companies in this industry, as the market in games sold at bricks and mortar stores is expected to shrink— we feel this may provide an opportunity for the company to increase volume handled and its market share.

Amusement (11.8% of FY03/16 consolidated sales; 33.6% of operating profit)

The company's amusement business includes toy vending machine operations and card game operations.

Amusement sales breakdown

	FY03/09	FY03/10	FY03/11	FY03/12	FY03/13	FY03/14	FY03/15	FY03/16
(JPYmm)	Act.	Act.	Act.	Act.	Act.	Act.	Act.	Act.
Total	17,919	16,381	17,579	22,282	20,447	23,481	24,140	22,023
YoY	38.3%	-8.6%	7.3%	26.8%	-8.2%	14.8%	2.8%	-8.8%
Segment profit	-127	544	1,340	1,801	1,265	2,053	1,796	1,652
YoY	-	-	146.3%	34.4%	-29.8%	62.3%	-12.5%	-8.0%
OPM	-	3.3%	7.6%	8.1%	6.2%	8.7%	7.4%	7.5%

Source: Shared Research based on company data
Figures may differ from company materials due to differences in rounding methods.

Toy vending machine section

The company installs vending machines at major retail and electronics stores and shopping malls, from which it sells toys. It purchases vending machines and capsule toys from Bandai. This format is close to the retail industry, and therefore has the highest GPM of all the company's businesses.

Capsule toys retail at between JPY100-JPY500 (including tax). The vending machines work thus: a capsule toy comes out when the customer inserts coins and turns the crank in the middle of the machine. The toys are varied, ranging from scale models of animation characters and animal figures, to mobile phone accessories. There is an element of entertainment in the fact that, although the vending machines are themed, the customer does not know the contents of the capsule.

At end May 2016, the company had machines at 5,000 locations nationwide.

Toy vending machines, known as "Gashapon" in Japan.



Source: Shared Research based on company data

In November 2007, Happinet acquired the two leading operators of toy vending machines in the industry, Sunlink Co Ltd and The Apple Corporation. Then, after merging the amusement businesses of these companies with its own in October 2008, the company established Happinet Vending Service Corporation—a consolidated subsidiary that then continued running this business.

According to Happinet, the three companies—Happinet, Sunlink, and The Apple Corporation—together had vending machines at around 8,600 locations nationwide in 2007, but nearly half of these locations were unable to turn a profit. When operating toy vending machines, staff members still need to visit machine sites to monitor sales, refill capsules, and collect the money. The company must therefore allocate labor according to the number of machines at sites and the frequency of visits. There were many unprofitable areas where sales did not cover fixed costs.

After integration, Happinet scrapped and streamlined unprofitable sites and business offices, reducing the number of sites to 4,800 from 8,600. The amusement arm reported an operating profit in FY03/10.

Digital card game section

The company operates card game machines based on popular anime characters, in major retail and electronics stores. As in the toy vending machine section, GPM is high for the digital card game section because it is close to retail.

To play on a digital card game machine, a customer inserts JPY100 (includes tax) and the machine ejects an IC card, on which an animation character is shown and electronic data (offensive and defensive abilities, and a special move, in the case of a battle game) is printed in transparent ink. The game unfolds on an LCD, affected by input from a panel that reads the data on the cards. The cards themselves are also collectors' items. The company buys and leases digital card game machines from Bandai, which also supplies the cards.

As of May 2016, the company operated card games based on Dragon Ball, Kamen Rider, Yokai Watch, Mobile Suit Gundam, and Aikatsu!.

Card game machine



Source: Shared Research based on company data

Group companies

Happinet Group includes Happinet Corp and four consolidated subsidiaries (end November 2014). In particular, Happinet Marketing Corp and MAXGAMES Corporation have a big impact on consolidated performance, each accounting for more than 10% of group sales. In November 2015, the company entered into a capital and business alliance with Broccoli Co. Ltd., including the underwriting of new Broccoli shares issued through a third-party allocation, making Broccoli an equity-method affiliate as of December 2015.

Consolidated Subsidiaries

Happinet Marketing Corp (100% owned)

The company distributes a wide range of products nationwide, including Bandai products.

Happinet marketing (JPYmn)	FY03/09 Act.	FY03/10 Act.	FY03/11 Act.	FY03/12 Act.	FY03/13 Act.	FY03/14 Act.	FY03/15 Act.	FY03/16 Act.
Sales	32,436	31,350	31,531	32,236	31,527	32,395	38,383	34,217
YoY	-	-3.3%	0.6%	2.2%	-2.2%	2.8%	18.5%	-10.9%
Recurring profit	299	597	818	950	773	980	1,917	989
YoY	-	99.7%	37.0%	16.1%	-18.6%	26.8%	95.6%	-48.4%
Net income	179	349	473	517	465	586	1,164	633
YoY	-	95.0%	35.5%	9.3%	-10.1%	26.0%	98.6%	-45.6%

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

MAXGAMES Corporation (100% owned)

Sells videogame consoles and videogames.

MAXGAMES Corporation (JPYmn)	FY03/09 Act.	FY03/10 Act.	FY03/11 Act.	FY03/12 Act.	FY03/13 Act.	FY03/14 Act.	FY03/15 Act.	FY03/16 Act.
Sales	-	-	-	-	35,357	31,868	43,622	41,546
YoY	-	-	-	-	-	-9.9%	36.9%	-4.8%
Recurring profit	-	-	-	-	393	-158	309	199
YoY	-	-	-	-	-	-	-	-35.6%
Net income	-	-	-	-	194	-296	164	120
YoY	-	-	-	-	-	-	-	-26.8%

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

On July 1, 2014, Happinet merged subsidiaries Toys Union and Mori Games, and changed the name of the new company to MAXGAMES Corporation.

Happinet Vending Service Corporation (100% owned)

Operates toy vending machines.

Happinet Logistics Service Corporation (100% owned)

Handles logistics business for group companies.

Equity-Method Affiliates

Broccoli Co. Ltd. (25.15% ownership)

Plans and produces content (anime, games, music, video, card games), and plans, produces and sells character goods.

Broccoli Co. Ltd. (JPYmn)	FY02/13 Act.	FY02/14 Act.	FY02/15 Act.	FY02/16 Act.
Sales	4,372	6,786	6,256	6,429
YoY	-	55.2%	-7.8%	2.8%
Recurring profit	833	2,150	1,484	989
YoY	-	158.1%	-31.0%	-33.4%
Net income	877	1,908	904	622
YoY	-	117.6%	-52.6%	-31.2%

Source: Shared Research based on company data

Figures may differ from company materials due to differences in rounding methods.

Strengths and weaknesses

Strengths

- **Business diversification leading to stable earnings.** Shared Research understands that faddish toy demand makes for big fluctuations in sales. If a distributor is dependent on a particular manufacturer its earnings will be greatly affected by the sales of that manufacturer's products. But Happinet trades with many domestic toy manufacturers, and does not depend solely on Bandai as a supplier. Furthermore, the company has diversified into other fields like videogames, movies, and music. Thus its profits may be described as stable.
- **Solid relationship with Bandai.** Shared Research thinks that Bandai will continue to have a stable domestic toy business. This belief is based on the broad, intergenerational popularity of its products—mainly its character toys portfolio—and its capabilities in developing new character toys. Bandai Namco Holdings Inc, Bandai's parent company, is Happinet's largest shareholder with a 25% stake, and Happinet distributes about 80% of Bandai toys sold in Japan (company estimate, November 2014). We assume the company will continue to enjoy the benefits of doing business with Bandai.

Weaknesses

- **Limited scope to add value, create profit opportunities.** Happinet is chiefly an intermediary distributor, buying from manufacturers and selling to retailers. Hence there is little scope to add value by adapting products. Thus the company must accept low gross profit margins, particularly in its visual media and music and videogames businesses. We see limited potential for it to lift sales under its own steam through new products and store openings.
- **Scant track record developing original products.** Happinet aims to unlock new opportunities for profit by developing non-distribution businesses—mainly rolling out original products. Yet Shared Research understands that the company has scant track record of developing products in-house, especially toys, and it has few distinctive products. For the copyright-holders of popular animations and the like, an incentive exists to pursue merchandising deals with established toy makers where success is more likely. Given this, Shared Research thinks that as a debutant, the company may struggle to land toy merchandising rights for popular characters.
- **Shrinking markets.** Shared Research thinks that Happinet's markets will shrink over the medium and long term. Toys sales will suffer from Japan's aging population while sales of visual media and music will be pummeled by online distribution. The company's large market shares in these types of product mean that it is unlikely to be able to escape the impact of these changes on its sales.

Market and value chain

Overview

Japan's toy market

According to the Statistics Bureau (Population Census), the number of people in Japan aged 0-14 decreased from 17.5mn in 2005 to 15.9mn in 2015 (average annual decline of 1.0%). The market for eight types of toys contracted from JPY317.1bn in 2005 to JPY339.8bn in 2015, maintaining an average annual increase of 0.7%.

Dividing market size by the number of people aged 0-14, spending per head increased from JPY18,100 in 2005 to JPY21,420 in 2015 (up by an average of 1.7% per year).

According to the company, toy prices are trending upward due to the addition of new features, such as electronic parts. Increasing prices mean the toys market still provides stable opportunities for profits.

Domestic Toy Market and Population

Domestic toy market and population	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Market of 8 toy items (JPYbn)	317.1	312.9	319.1	320.5	319.0	326.2	325.1	316.1	315.9	342.1	339.8
Population at ages of 0-14 ('000)	17,521	17,434	17,292	17,176	17,010	16,803	16,705	16,548	16,390	16,633	15,864
Average purchase price of 8 toy items (JPY)	18,100	17,950	18,450	18,660	18,750	19,410	19,460	19,100	19,270	20,570	21,420

Note: The eight toy items are electronic toys, models, toys for boys, toys for girls, analog games, seasonal and miscellaneous toys, educational toys, and stuffed toys. Videogames are not included. "

Source: Shared Research based on data from Yano Research Institute Ltd. and the Statistics Bureau's Population Census

The IPSS predicts that the population of children in Japan (0-14 years old) will have decreased to 13.2mn by 2025, due to declining birth rates and the shift toward late marriage. With a rate of decline averaging 1.8% per year since 2014, this would mean potential purchasers of toys were decreasing faster than the rate of decline between 2005 and 2015.

Shared Research thinks the toys market will shrink as Japan's aging population leads to a decreasing target demographic for toys. However, Shared Research also thinks that the rate of this shrinkage will remain slow as long as toy manufacturers continue to raise toy prices by adding value to their products.

Japan's visual media market

The visual media market (cell and rental markets excluding paid video distribution) continues to contract. It appears a falling percentage of the population (the ratio of respondents to a questionnaire who have purchased video software) is purchasing visual media, resulting in a shrinking market.

Video software market (JPYbn)	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Total	670.2	669.5	664.2	630.1	574.1	530.7	502.1	480.2	461.5	439.0	417.5
YoY	-	-0.1%	-0.8%	-5.1%	-8.9%	-7.6%	-5.4%	-4.4%	-3.9%	-4.9%	-4.9%
Software for sale	312.4	326.4	303.8	283.2	267.4	263.5	247.9	241.3	243.1	228.7	223.4
YoY	-	4.5%	-6.9%	-6.8%	-5.6%	-1.5%	-5.9%	-2.7%	0.7%	-5.9%	-2.3%
Software for rental	357.8	343.1	360.4	346.9	306.7	267.2	254.2	238.9	218.4	210.3	194.1
YoY	-	-4.1%	5.0%	-3.7%	-11.6%	-12.9%	-4.9%	-6.0%	-8.6%	-3.7%	-7.7%

Source: Shared Research based on Japan Video Association

Note: Figures may differ from company materials due to differences in rounding methods.

Video software purchasing survey	2009	2010	2011	2012	2013	2014	2015
Purchase rate (%)	31.4	21.2	21.6	19.3	16.3	18.2	16.7
Average total purchases (titles)	4.6	5.5	3.9	3.8	5.0	4.2	4.2
Average total spend (JPY)	17,923	23,370	15,706	14,720	18,004	17,745	19,370

Source: Shared Research based on Japan Video Association

Note; Purchase Rate: the percentage of total respondents that had purchased video software. The total number of respondents differs per year.

The spread of pay-video distribution hurts sales of visual media. According to the Digital Content Association of Japan, the domestic market of pay-video (video on demand) distribution expanded from JPY76.2bn in 2010 to JPY141.0bn in 2015.

Video on Demand (VOD) market	2010	2011	2012	2013	2014	2015
VOD market (JPYbn)	76	83	102	123	126	141
YoY	-	8.4%	23.0%	21.1%	2.0%	12.4%

Source: Shared Research based on Digital Content Association of Japan

Shared Research forecasts that the visual media market will continue to decline in the face of free online video, the spread of pay-video distribution and the expected fall in the number of people aged 15-64 (the main buyers). Importantly, the National Institute of Population and Social Security Research estimates that the number people aged 15 to 64 will decrease by 11% a year from 79.2mn in 2014 to 79.2mn in 2025.

Music content

The paid music distribution market is on a downward trend after peaking in 2007 in both volume and value terms.

Record production and paid distribution music	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Total (JPYmn)	4,015	4,051	4,088	3,866	3,406	3,110	2,837	2,820	2,402	2,301	2,297
YoY	-	0.9%	0.9%	-5.4%	-11.9%	-8.7%	-8.8%	-0.6%	-14.8%	-4.2%	-0.2%
Music software sales value (JPYbn) exl. music video	367.2	351.6	333.3	296.1	249.6	225.0	211.7	227.7	198.5	186.4	182.6
YoY	-	-4.2%	-5.2%	-11.2%	-15.7%	-9.9%	-5.9%	7.6%	-12.8%	-6.1%	-2.0%
Paid distribution of music (JPYbn)	34.3	53.5	75.5	90.5	91.0	86.0	72.0	54.3	41.7	43.7	47.1
YoY	-	56.0%	41.2%	20.0%	0.5%	-5.5%	-16.3%	-24.5%	-23.2%	4.8%	7.8%
Total (mn units/plays)	578	666	732	727	682	651	567	490	407	369	348
YoY	-	15.3%	9.9%	-0.7%	-6.2%	-4.5%	-12.9%	-13.6%	-16.9%	-9.3%	-5.7%
Music software sales volume (mn units) exl. music video	310	298	267	248	214	210	200	218	191	172	170
YoY	-	-3.9%	-10.4%	-7.1%	-13.7%	-1.9%	-4.8%	9.0%	-12.4%	-9.9%	-1.2%
Paid distribution of music (mn plays)	268	368	465	479	468	441	367	272	216	197	178
YoY	-	37.4%	26.3%	3.1%	-2.3%	-5.7%	-16.8%	-26.0%	-20.5%	-8.8%	-9.6%

Source: Shared Research based on "The Recording Industry of Japan" by the Recording Industry Association of Japan

According to the Recording Industry Association of Japan's survey of music media users (2013), the percentage of the population who pay for music content is declining, particularly among respondents aged 20 to 49. Reasons increasingly include satisfaction with current holdings, tight budgets, and satisfaction with video distribution websites and apps.

Shared Research expects that—as with visual media—the music content market will continue to decline given free distribution sites and a falling number of buyers.

Japan's game market

Game console market in the doldrums. Nintendo launched the Family Computer System (later released as the Nintendo Entertainment System (NES) in America) in 1983, and the overall market for home videogame consoles peaked at JPY760bn in 1997. The market, spearheaded by Nintendo and Sony Computer Entertainment, remained on a downtrend through 2005, dancing to the beat of new consoles and major game releases. Between 2005 and 2007 the market recovered given new portable game consoles including Nintendo's Wii and Sony's PlayStation 3. The market thereafter has been anemic. The game market is now impacted by the popularity of smartphones and online (including social media) games in tandem with new consoles. Since 2010 online gaming has mushroomed yet the game console market remains in the doldrums.

Shipments of Domestic Home Videogame Consoles

(JPYbn)	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Value	398.5	553.3	591.9	534.2	454.1	425.8	402.8	395.8	409.5	373.4	330.2
YoY	15.6%	38.8%	7.0%	-9.7%	-15.0%	-6.2%	-5.4%	-1.7%	3.5%	-8.8%	-11.6%
Software	234.3	311.3	288.6	301.3	252.5	259.1	237.9	220.2	253.7	235.6	194.9
YoY	-0.6%	32.9%	-7.3%	4.4%	-16.2%	2.6%	-8.2%	-7.4%	15.2%	-7.1%	-17.3%
Hardware	164.2	242.0	303.3	232.9	201.6	166.7	164.9	175.6	155.8	137.8	135.3
YoY	50.8%	47.4%	25.3%	-23.2%	-13.4%	-17.3%	-1.1%	6.5%	-11.3%	-11.6%	-1.8%

Source: Shared Research based on CESA data

The package game software market is likely to contract due to migration to smartphones and online gaming. Yes, game consoles may be a sunset sector but some sunsets last a long time. Bedrock demand should stay firm given key advantages: low price next to smartphones and PCs, internet access is not needed, software borrowing/lending is possible, and software once bought is free to use (online gaming requires ongoing payments).

Japanese capsule toy market

Uptrend. The size of the capsule toy market has hovered between JPY25bn and JPY35bn for the past 10 years. In 2007 Happinet scrapped unprofitable machines and thereafter the market enjoyed a gradual uptrend. The company said demand is solid but dependent on providing popular products. Kamen Rider toys buoyed 2011 sales.

Capsule Toy Market Size	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Value (JPYbn)	33.5	30.5	30.5	28.5	24.9	25.9	30.1	27.0	27.8	31.9	31.6
YoY	1.5%	-9.0%	0.0%	-6.6%	-12.6%	4.2%	16.0%	-10.3%	3.0%	14.7%	-0.9%

Source: Shared Research based on Japan Toy Association

Competition

Limited competition. Happinet said that it and Kawada are among the major distributors operating nationwide with a variety of toy manufacturers, and that it is the only company handling a range of products from toys to visual and music products. Kawada distributes original products like block toys and educational toys, with diablock block toys being the most famous. For FY05/14 Kawada reported annual sales of JPY22.0bn (per Kawada's website). Happinet sells much more volume than Kawada and their products are different, so they are not competitors.

Strategy

The company's strategy is two-pronged. First, increasing sales by grabbing market share even though the overall pie will continue to get smaller as society ages; and second, selling more products developed in-house that command wider margins.

Market share expansion

Shared Research predicts that the main markets for the products dealt with by the company—toys, videogames, visual media, and music—will contract given Japan's ageing society and the spread of Internet transactions. The spread of online videogames such as social games, and the spread of download sales for visual and music software, as well as sites which offer free visuals have in fact been impacting the contraction of the market for software packages.

The contracting market for the company's products is not something that is welcome for its short-term results. However, as reorganization has been underway for intermediate distribution since the late 1990s, the company has continued to expand its sales capacity through acquisitions (see "Historical Performance"). Shared Research believes that as reorganization proceeds among intermediate distributors specializing in visual and musical software and videogames, there will be significant room for the company to expand its transactions.

Moreover, the company has indicated that in its seventh medium-term plan which takes effect from FY03/16, it will spread its areas of business to plastic models, miscellaneous goods, and toys sold with candy, which have been limited in transaction volume in the past.

Visual and Music: scope for expansion

Happinet said that direct transactions between visual/music content makers and retailers topped 50% of overall distribution of visual media and music in the year to end March 2015. Shared Research thinks that the curtailment of content sold at bricks and mortar stores may cause visual and music software makers to shift part of their sales promotion and distribution operations to intermediary distributors like Happinet in the future. In August 2009 the company and Nikkatsu Corp, a movie producer, agreed that Happinet will become a comprehensive seller of Nikkatsu's visual package products. Bandai Visual (a Namco Bandai subsidiary) began to shift some of its sales operations to Happinet in July 2010. Shared Research thinks that handling software makers' sales promotion and distribution functions is a potential money spinner.

Videogames: also scope for expansion

The company consolidated Toys Union (currently Maxgames Corporation) as a subsidiary in July 2013. According to the company, this acquisition means its share of the Nintendo-related market was 25%, making it the second largest distributor of Nintendo-related products.

Given the contracting overall market, Shared Research considers that other distributors may exit at an increasing rate, implying opportunities for Happinet to grab market share. Happinet may have an opportunity to use this acquisition as an opportunity to expand market share and sales (as with the consolidation of Toys Union).

Originally developed products: increased sales

The company aims to expand sales of original products developed in-house and exclusive products which offer high rates of profitability. Based on its relevant policies, the company developed and sold during its sixth midterm period from FY03/13 character toys related to animation shows for boys but had been unable to achieve the results that it had hoped

for. Shared Research thinks the company is likely to join hands with publishers and TV broadcasters to produce and broadcast original programs, in tandem with creating and selling character toys.

In its seventh medium-term plan starting in FY03/16, the company plans to make fresh considerations from the ground up for products which it develops and hopes to improve profitability by focusing on markets where it has an advantage. Specifically, this includes increases in the variety of formats of its toys so they can be used for various characters; products related to television shows which have been on the air for long periods of time; the development of game software for school-aged girls; and visuals and music, chiefly animations which it has managed.

Historical performance

Historical financial statements

1H FY03/17 results

Sales: JPY72.4bn (-13.7% YoY)

Operating profit: JPY844mn (-54.1%)

Recurring profit: JPY741mn (-23.1%)

Net loss*: JPY329mn (-72.2%)

*Net income/loss refers to net income/loss attributable to parent company shareholders

Recurring profit fell below operating profit after Happinet booked a JPY142mn equity method loss (a non-operating expense). The equity method loss was due to the impact of Broccoli Co., Ltd. (25.15% stake), which became an equity affiliate after Happinet underwrote Broccoli shares through a private placement in December 2015.

The industries that the company deals in are going through a difficult time, such as the declining birth rate and diversifying consumer needs in the toy industry, and the increasing prominence of smartphone-based games and video and music download software overshadowing packaged items and hard copies in the video, music, and videogame industries.

Group sales and profits faced headwinds, as the distribution business did not have hit products to drive the market, despite improved earnings in the manufacturing business.

Toys

In the Toys segment, sales fell 9.1% YoY to JPY31.6bn and segment profit declined 38.9% to JPY768mn.

Sales of Bandai's products decreased, and sales of Tomy's products increased.

Sales of Bandai's products in this segment were JPY15.4bn (-18.9% YoY). The ratio of Bandai's product sales to the total segment sales decreased by 6.0pp YoY to 48.9%. At Bandai, sales in the Toy and Hobby segment in 1H FY03/17 declined 12.3% YoY. Sales for some cartoon character-based products, such as Bandai's Maho Girls PreCure and Kamen Rider Ghost, were steady. According to documents from Bandai Namco Holdings, Inc., however, sales of Yokai Watch products, which drove its sales in 1H FY03/16, were JPY6.0bn (JPY23.3bn in 1H FY03/16).

In contrast, sales of Tomy products in this segment were JPY3.0bn (+61.2% YoY). Sales of Tomy products accounted for 9.7% of the total segment sales, a 4.3pp increase from 1H FY03/16. At Tomy, sales in 1H FY03/17 in its Japan segment increased 21.6% YoY.

Based on the medium-term business plan, the company undertook measures to increase exclusively distributed products, improve sales floor proposals, and expand sales of peripheral toy products. However, these measures had only a small impact on the company's 1H results.

Although clearance sale losses narrowed to JPY340mn (compared to JPY520 in 1H FY03/16), profits fell due to a drop in gross profit resulting from decreased sales.

Visual and Music

In the Visual and Music segment, sales fell 4.8% YoY to JPY16.5bn and segment profit rose 1.6% to JPY146mn.

The drop in sales reflected ongoing weakness in the overall market for packaged products, as more users switch to downloading off the internet. Although the company booked investment losses on some proprietary products in Q1, segment profit growth in Q2 FY03/17 stemmed from robust sales of high-margin proprietary work, especially anime products.

Videogames

In the Videogames segment, sales fell 29.2% YoY to JPY14.3bn, with segment loss of JPY36mn (segment loss of JPY50mn in 1H FY03/16).

The increasing prominence of smartphone games and downloaded software continued to negatively impact the market for packaged products, resulting in lower sales.

Sales for Nintendo-related products, which account for more than 70% of the total sales in this segment, were JPY10.1bn (-35.2% YoY). The ratio of sales for Nintendo-related products to total segment sales decreased by 6.5pp to 71.2%. Nintendo is planning to launch a new videogame console, Nintendo Switch, in March 2017, and as such, sales of present Wii U software were lackluster.

Clearance sale losses narrowed to JPY20mn (compared to JPY140 in 1H FY03/16), resulting in decreased losses.

Amusement

In the Amusement segment, sales declined 14.0% YoY to JPY10.0bn, while segment profit declined 44.4% to JPY642mn.

The company promoted measures to improve event sales and the sales environment of locations with strong customer draw, but vending machines for toys in capsules and children's card game machines did not have any hit products compared to in 1H FY03/16, resulting in lower sales and profits. According to documents from Bandai Namco Holdings, Inc., the number of digital cards sold was 104mn units (120mn units during 1H FY03/16).

Profits were down due to an investment associated with new chassis for card game machines in addition to lower sales.

Others: Share buyback

Between August 25, 2016 and September 1, 2016, in Q2, Happinet repurchased a total of 1,000,000 shares (4.41% of total outstanding shares, which excludes treasury shares) worth JPY1.1bn.

Q1 FY03/17 results

Sales:	JPY32.8bn (-12.2% YoY)
Operating profit:	JPY152mn (-80.5% YoY)
Recurring profit:	JPY95mn (-88.0% YoY)
Net loss:	JPY26mn (net income of JPY471mn in Q1 FY03/16)

Recurring profit fell below operating profit after Happinet booked a JPY93mn equity-method loss as part of non-operating expenses. The investment loss arising from equity-method accounting was due to the impact of Broccoli Co., Ltd. (25.15% stake), which became an equity-method affiliate through the underwriting of a third-party share allocation in December 2015.

The industries that the company deals in are going through a difficult time, such as the declining birth rate and diversifying consumer needs in the toy industry, and the increasing prominence of smartphone-based games and video and music download software over packaged items and hard copies in the video, music, and videogame industries.

Group sales and profits were sluggish, as the distribution business did not have products to drive the market, and in the content business there were no hits among the company's original titles, which have high margins.

Toys

In the Toys segment, sales fell 6.0% YoY to JPY14.3bn and segment profit declined 46.6% to JPY284mn.

Happinet stated that demand in the domestic toy market was the same level as Q1 FY03/16. In terms of transactions with major toy makers, sales of Bandai's products were the same level as Q1 FY03/16, but sales of Tomy's products increased. At Bandai, sales in the toy and hobby segment declined 15.1% YoY; Bandai comprises more than half of sales in Happinet's Toys segment. In contrast, at Tomy (less than 10% of sales in the Toys segment), sales in its Japan segment increased 26.5% YoY.

At Bandai, the company's mainstay of the segment, sales of toys related to "Magician Pretty Cure" and "Kamen Rider Ghost" were strong. According to documents from Bandai Namco Holdings, Inc., sales of Yokai Watch products, which drove its sales in Q1 FY03/16, contributed JPY2.2bn to Bandai Namco Holdings' sales (JPY9.7bn in Q1 FY03/16).

Due to the above results, sales in the Toys segment declined YoY, pushing down profits.

Based on the medium-term plan, the company undertook measures to expand exclusively distributed products, improve sales floor proposals, and expand sales of peripheral toy products. However, these measures had only a small impact on the company's Q1 results.

Although Bandai's Maho Girls Precure and Kamen Rider Ghost toys were robust, the segment booked lower sales and profits.

Visual and Music

In the Visual and Music segment, sales fell 5.4% YoY to JPY8.1bn and segment loss was JPY54mn (segment profit of JPY23mn in Q1 FY03/16).

The drop in sales reflected ongoing weakness in the overall market for packaged products, as more and more users switch to downloading off the internet. The segment loss stemmed from booking investment losses on some proprietary products. Profits in the distribution business increased YoY due to efforts to cut SG&A expenses. Profits in the content business declined as the company booked investment losses from its proprietary products.

In the content business, in line with the medium-term plan, the company is concentrating investments in markets in which it is competitive and will focus on internally managed products, mainly animations. The company will invest in managing "Regalia," which is set to restart airing in September 2016, and "Flip Flappers," which will premiere in October 2016, and other such content handled by production companies or directors with a track record of producing hits.

Videogames

In the Videogames segment, sales fell 27.3% YoY to JPY5.8bn, with segment loss of JPY129mn (segment loss of JPY58mn in Q1 FY03/16).

The increasing prominence of smartphone games and download software continued to negatively impact the market for packaged products, and without hit products to stimulate the market, sales and profits were down.

Nintendo is planning to launch a new videogame console, Nintendo NX, in March 2017, and as such, sales of present Wii U software were lackluster. New Nintendo 3DS game software are slated for release: "Yokai Watch 3 Sushi/Tempura" in July 2016, and "Pokémon Sun and Moon" at the end of 2016. The company expects these products to contribute to its results from Q2.

Amusement

In the Amusement segment, sales declined 17.8% YoY to JPY4.5bn, while segment profit declined 39.8% to JPY345mn.

The company promoted measures to revitalize existing locations and event sales in new locations. Still, due to a lack of children's card game and toy vending machine products to boost sales in comparison to the previous year, both sales and profits were down. According to documents from Bandai Namco Holdings, Inc., the number of digital cards sold was 46mn units (58mn units during Q1 FY03/16). As a result, both sales and profits in this segment were down.

FY03/16 results

Sales:	JPY187.3bn (-13.8% YoY)
Operating profit:	JPY3.5bn (-31.8% YoY)
Recurring profit:	JPY3.5bn (-31.8% YoY)
Net income attributable to parent company shareholders:	JPY2.4bn (-41.7% YoY)

The industries that the company deals in are going through a difficult time, such as the declining birth rate and diversifying consumer needs in the toy industry, and the increasing prominence of smartphone-based games and video and music download software over packaged items and hard copies in the video, music, and videogame industries.

Although sales and profits at the company's manufacturing businesses saw improvement by concentrating investment on predominant markets, sales and profits at its distribution business were both down due to a lack of hit products during the prime year-end shopping rush.

Toys segment

In the Toys segment, sales fell 17.6% YoY to JPY76.9bn and segment profit declined 33.4% to JPY2.8bn.

Toys segment sales fell due to a lack of hit products during the year-end shopping rush. According to documents from Bandai Namco Holdings, Inc., sales shrank YoY for character products such as Kamen Rider, Super Sentai, and Aikatsu!

products. Sales of Yokai Watch products (Bandai Namco Holdings, Inc.), the mainstay of sales the preceding year, contributed JPY30.8bn to sales (JPY55.2bn the preceding year).

A drop in profits was the result of a reduction in gross profit from lower sales, combined with a loss on disposal of inventory of about JPY1.8bn from the write-off of excess inventory that exceeded the previous year (about JPY1.6bn).

Visual and Music segment

In the Visual and Music segment, sales fell 11.5% YoY to JPY38.4bn and segment profit rose 130.7% to JPY466mn.

The drop in sales reflected ongoing weakness in the overall market for packaged products, as more and more users switch to downloading off the internet.

However, lower fixed costs at its distribution division, the contribution to earnings from exclusively distributed animated DVD box set products, and an improvement in profitability at its manufacturing businesses attributable to a decline in investment loss resulted in a significant boost in segment profit.

Videogames segment

In the Videogames segment, sales fell 11.4% YoY to JPY50.0bn, with segment loss of JPY43mn (segment profit of JPY254mn in the previous year).

The increasing prominence of smartphone games and download software continued to negatively impact the market for packaged products, with a lack of hit products leading to a decrease in sales.

The segment booked a loss due to disposal of excess inventory of about JPY500mn (about JPY300mn in the previous year) resulting from a failure to meet sales forecasts for exclusively distributed products and sluggish performance of the company's original products.

Amusement segment

In the Amusement segment, sales declined 8.8% YoY to JPY22.0bn, while segment profit declined 8.0% to JPY1.7bn.

Due to a booking of inventory write-downs and a lack of products that boosted sales in comparison to the previous year, both sales and profits from children's card game machines and toy vending machines were down.

According to materials from Bandai Namco Holdings, Inc., only 233mn digital cards were sold (269mn in the previous year), marking a YoY drop.

FY03/15 results

- ▶ Sales: JPY217.2bn (+5.0% YoY)
- ▶ Operating profit: JPY5.1bn (+30.0%)
- ▶ Recurring profit: JPY5.1bn (+30.8%)
- ▶ Net income: JPY4.0bn (+64.2%)

Toys

Sales were JPY93.3bn (+21.4% YoY) and segment profit was JPY4.3bn (+57.9%).

Sales of Bandai Co., Ltd.'s character merchandise such as Yokai Watch were strong, contributing to higher sales and profits in the segment.

According to the retailer Bandai, its sales in FY03/15 for products related to Youkai Watch stood at approximately JPY55.2bn (against JPY1.4bn in the preceding period). The company said it distributes around half the products which are related to "Youkai Watch".

Sales of the Youkai Watch game software began in July 2013. Youkai Watch had been broadcasted as an animated television show since January 2014. The success of the company's cross media strategy for animations, games, and manga comics led to hits for its "Youkai Watch" game software, related toys, and capsule vending machine toys.

Disposal costs stood at JPY1.6bn (JPY1bn YoY).

Visual and Music

Sales were JPY43.4bn (+1.0% YoY) and segment profit was JPY202mn (+34.3%).

Despite ongoing weakness in the packaged product market due to the impact of online distribution, sales were strong as a result of hit products such as "Frozen." However, without any of its own high-margin hit products, the company's profits remained low.

"The Floating Castle", in which the company invested, and its own animation work "ZOIDS" contributed to profits during the preceding period.

Videogames

Sales were JPY56.4bn (-11.3% YoY) and segment profit was JPY254mn (+217.9%).

The company continued to struggle as the market for packaged products remains weak due to the impact of mobile and online games. In the previous year the company wrote down over stocked inventory such as game software and accessories (about JPY800mn), but this year there were no such write-downs, meaning, profitability improved as a result of reduced product write-downs and improved efficiency due to the consolidation of subsidiaries.

Dolly Kanon and *Junisai: Honto no Kimochi* (Twelve Years Old: True Feelings), Nintendo 3DS software games developed by the company based on manga comic series published in *Ciao*, a magazine for school-aged girls, contributed to revenues.

Amusement

Sales were JPY24.1bn (+2.8% YoY) and segment profit was JPY1.8bn (-12.5%).

Segment sales increased due to contributions from products featuring popular characters, but profits were down as the contribution to sales from high-margin digital card games continued to decline. As to profitability, while some game software and accessories which had been stocked in excess had been devaluated (approximately JPY8mn) during the

preceding period, decreases in product devaluation due to the absence of such write-offs and the promotion of efficiency through means such as its consolidation of its subsidiaries resulted in improved results.

FY03/14 results

The acquisition of Toys Union, distributor of Nintendo products, resulted in a JPY27.2bn increase in sales.

Higher sales and profits in the toys and amusement businesses contributed to the increase in operating profit.

Toys

Sales were JPY76.8bn (+2.9% YoY) and segment profit was JPY2.7bn (+31.8%).

Sales and profits increased due to hit products such as Kamen Rider Gaim character products by Bandai, along with Zyuden Sentai Kyoryuger and Yokai Watch. High-margin Bandai products accounted for a larger share of total sales, meaning overall margins were up YoY.

Visual and Music

Sales were JPY43.0bn (-4.1% YoY) and segment profit was JPY307mn (-0.7%).

Profits and sales fell YoY. Some products were successful hits, such as part-funded Nobou no Shiro and 100% in-house animation Zoids. However, the packaged-product market was weak due to the spread of online distribution. Revenue from some DVD titles fell below the minimum guarantee, resulting in a loss.

Videogames

Sales were JPY63.6bn (+72.7% YoY) and segment profit was JPY79mn (-88.2%).

The packaged-product market stalled, but the company achieved YoY growth in sales as Toys Union Co. Ltd. became a subsidiary. Profits fell owing to valuation losses booked on excess inventory of some videogame titles and accessories (about JPY800mn).

Amusement

Sales were JPY23.5bn (+14.8% YoY) and segment profit was JPY2.1bn (+62.4%).

Sales were robust for Aikatsu!, Yokai Watch, and Dragon Ball Heroes products for children's card game machines. Sales of Kamen Rider Gaim and Yokai Watch products for toy vending machines were also strong.

Recurring profit was up 27.1%. The increase in net income was 22.6%. The company booked an extraordinary profit of JPY409mn on gains on negative goodwill from the acquisition of Toys Union, but also an extraordinary loss of JPY166mn on withdrawal from the employee pension fund.

Other information

History

In 1991 Toys"R"Us entered Japan. At that time small toy stores were key outlets for toys in Japan, with distributors serving retailers. Yet Toys"R"Us with its strong selling power started direct transactions with toy makers. Bandai continued to do business with big toy stores and small/medium-sized shops through wholesalers. Yet at the same time it did business with Toys"R"Us and big retailers through Happinet.

Toys"R"Us introduced open pricing to Japan's retail industry. In the early 1990s many retailers set prices according to the wishes of makers. Toys"R"Us thus introduced competition and a price war began. The upshot: toy makers and retailers slashed distribution costs with a lot of intermediary business migrating to big distributors.

In the 1990s the toy wholesale industry saw a shakeout amid post-bubble sluggish consumption, direct makers/shop transactions, and big distributors controlling the market in the wake of the Toys"R"Us incursion. Happinet bought small/medium-sized distributors as they hit hard times, did more business with non-Bandai players, and began distributing non-toy products.

- 1969** Incorporated as Tosho Ltd (Tosho becomes a stock company in 1972).
- 1972** Starts full-scale transactions with Popy (now Bandai).
- 1991** Company name changes to Happinet Corp with absorption of Dairin Corp and Seiko Corp (integration of Bandai-affiliated toy distributors).
- 1994** Bandai buys more Happinet shares; Happinet joins the Bandai group. Happinet begins distributing PlayStation game consoles and starts distributing videogames.
- 1994** Acquires Taiyo Gangu Shokai, Aichi Prefecture.
- 1995** Acquires Hiranaka, Hokkaido.
- 1999** Buys shares in Beam Entertainment Corp, advancing into DVD distribution business.
- 2001** Buys shares in Toyokuni Corp, Shizuoka Prefecture.
- 2002** Happinet JP Corp takes over the operations of Matsui Sakae Toys, a toy wholesaler in Osaka.
- 2006** Buys shares in Mori Toys, a wholesaler of Nintendo products in Osaka.
- 2007** Buys shares in Sunlink and The Apple Corporation.
- 2009** Buys shares in Wint Corp, the second largest intermediary distributor of visual media and music, advancing into CD wholesaling.
- 2013** Buys shares in Toys Union Co Ltd, a Nintendo distributor.
- 2014** Merges Happinet PM
- 2014** Toys Union Co., Ltd. and Mori Games Co., Ltd. merged; renamed Maxgames Corporation (presently a consolidated subsidiary)
- 2015** Creates capital business alliance with Broccoli Co., Ltd. (now an equity-method affiliate)
- 2016** Joint establishment of Happinet Live Entertainment LLC.

News and topics

November 2017

On **November 22, 2016**, investment fund Effissimo Capital Management Pte Ltd submitted a substantial shareholding report to the Kanto Finance Bureau. The report stated it acquired 1,413,000 Happinet shares (5.87% of total outstanding shares).

October 2016

On **October 31, 2016**, the company announced the decisions from two lawsuits. On November 2, 2016, the company announced that the Tokyo District Court revised one of the verdicts. On November 9, 2016, the company announced that Software Research Associates, Inc. (SRA) filed an appeal against the company. On November 11, 2016, the company announced that it filed an appeal.

Happinet outsourced development to Software Research Associates, Inc. (SRA), and in 2005 put SRA in charge of developing a next-generation core system. However, the sales system (a feature of the core system) was not delivered within the agreed upon period. As a result, Happinet filed a lawsuit against SRA, and SRA countersued. On October 31, 2016, the Tokyo District Court announced its verdicts.

Verdict details

- ▶ Happinet shall pay SRA JPY22mn and an interest rate of 6% on the JPY22mn for each year the lawsuit was active.
- ▶ SRA shall pay Happinet JPY790mn and an interest rate of 6% on the JPY790mn for each year the lawsuit was active. The Tokyo District Court increased the fine to JPY822mn on November 1, 2016.
- ▶ SRA will pay for 75% of the litigation costs and Happinet 25%.

Appeals filed by SRA and Happinet

On November 8, 2016, SRA disagreed with the verdicts and appealed to the Tokyo High Court. The Tokyo District Court accepted a part of SRA's claims and rejected a part of the company's claims. On November 11, 2016, Happinet filed an appeal to the Tokyo High Court since it disagreed with the verdict.

August 2016

On **August 24, 2016**, the company announced revisions to earnings forecast for 1H FY03/17, and acquisition of treasury stock.

Forecast revisions for 1H FY03/17 (previous forecasts in the parentheses)

- ▶ Sales: JPY71.0bn (JPY80bn)
- ▶ Operating income: JPY800mn (JPY1.5bn)
- ▶ Recurring income: JPY650mn (JPY1.5bn)
- ▶ Net income: JPY300mn (JPY1.0bn)

Reasons for the revisions

In 1H FY03/17, the company was struggling due to a lack of hit product in the mainstay distribution businesses such as the Toys and Amusement segments, and sluggish sales of seasonal products during summer. In the content business, it booked investment losses from some proprietary products in the Visual and Music segment. As a result, 1H sales and

profits at all levels have been revised down significantly from the previous forecasts. For the full year of FY03/17, the company did not make revisions to forecasts, due to anticipating a sales peak season during Christmas and New Year's.

Acquisition of treasury stock

Outline of acquisition

Type of shares to be acquired	Ordinary shares of Happinet Corporation
Number of shares to be acquired	Maximum of 1,000,000 shares (4.41% of shares outstanding)
Total value of shares to be acquired	Maximum of JPY1.5bn
Acquisition period	August 25, 2016–December 30, 2016

March 2016

On **March 10, 2016**, the company announced changes to two executive positions.

At a board of directors meeting held on March 10, 2016, the company decided on the following changes to two executive positions, effective from late June 2016.

New position	Name	Previous position
Executive Vice Chairman and Chief Strategy Officer (CSO)	Tetsuo Ishikawa	President and Representative Director
President and Chief Operating Officer (COO)	Seiichi Enomoto	Managing Executive Officer and Director

February 2016

On **February 9, 2016**, the company announced earnings results for Q3 FY03/16 along with revisions to its full-year forecast; see the results section for details.

FY03/16 full-year forecast revisions

- ▶ Sales: JPY185bn (previously JPY200bn)
- ▶ Operating profit: JPY3.3bn (previously JPY4.5bn)
- ▶ Recurring profit: JPY3.3bn (previously JPY4.5bn)
- ▶ Net income: JPY2.2bn (previously JPY3.0bn)

Reasons for the revision

Due to the end of the year being a major shopping season, sales figures tend to be highest during that period. However, sales did not meet company forecasts. Further, although profits in the Visual and Music segment showed improvement, the company booked valuation loss on inventories in the Toys, Videogames, and Amusement segments in line with its slow year-end performance. As such, it decided to make significant downward revisions to its full-year forecast.

Launch of live entertainment business

On February 9, 2016, the company announced that it would establish Happinet Live Entertainment LLC (capital: JPY10mn) with a founding date of February 12, 2016. The new LLC will be a joint venture with Naoyuki Matsunaga—the

President of Yokocho Planning Co., Ltd., a company specializing in live event planning and operations—and it will enter the businesses of event and live performance operations and sales of related merchandise in the idol music market.

Figures published by the All Japan Concert & Live Entertainment Promoters Conference state that the market size for live performances has grown by 2.5 times over the past 10 years, and sales for 2014 reached JPY274.9bn. According to the company, while the number of people listening to music online has increased, music fans are also seeking out unique experiences that can only be had in a live performance venue. Sales of related merchandise and CDs are also rising.

Shared Research thinks that there are possibilities for synergies with the company's existing businesses, such as through the use of toy vending machines to dispense related merchandise. However, it is unlikely that this venture will have a significant impact on the company's overall earnings.

November 2015

On **November 20, 2015**, the company announced a capital and business alliance with Broccoli Co. Ltd., (JASDAQ 2706, Broccoli) including the underwriting of new Broccoli shares issued through a third-party allocation, making Broccoli an equity-method affiliate.

At a board of directors' meeting held on November 20, 2015, the company passed a resolution to enter into a capital and business alliance (hereafter 'alliance') with Broccoli and underwrite a third-party issuance of new Broccoli shares.

Alliance objectives

Broccoli has a solid track record planning and producing content. It has maintained steady earnings through its core "twin engine" strategy consisting of (1) creating its own hit content, and (2) generating synergies with its own content and physical goods based on licenses received from other firms.

Happinet and Broccoli recently began discussing this alliance with the aim of mutual business development through the sharing of their respective business platforms and expertise. By building stronger ties with Broccoli through the underwriting of its third-party share allocation, Happinet aims to establish an environment better suited for the creation of exclusive and original hit products, particularly for its Visual and Music and Videogame segments. Specifically, Happinet wants to integrate its expertise and rights for the development of a wide range of products including animation, games, card games, CDs, goods, figures, and related supplies with Broccoli's content and content development skills. Furthermore, the two firms are expected to jointly develop new content while cultivating new customer segments and distribution channels. They intend to achieve these goals by integrating (1) a logistics platform allowing for transactions with various Happinet customers (e-commerce, mass merchandisers, convenience stores, specialty stores) with (2) the ability to grasp product needs utilizing optimal logistics systems, (3) the ability to propose new products, and (4) timely, highly precise logistics systems.

Alliance particulars

Development of content, planning, production, and sales of animation, games, card-based games, CDs, goods, figures, and related supplies, sharing of related activities / expertise, and cooperating to realize more sophisticated business management expertise mainly involving content.

In order to maximize the value of content developed by Broccoli, Broccoli will utilize information about market trends and needs held by Happinet and the two firms will cooperate in developing high-quality, original content.

In order to maximize the sales of animation, games, card-based games, CDs, goods, figures, and related supplies

produced by Broccoli, Broccoli will plan and produce novel products well suited for market needs and Happinet will promote sales using the Happinet Group distribution platform.

Cooperate with sales promotions and event management for content and products developed and produced by Broccoli.

Discuss streamlining measures for distribution functions held by Broccoli, with consideration given to Broccoli using Happinet distribution functions in the future.

Discuss mutual personnel exchanges to realize the alliance objectives.

Broccoli operating results and financial conditions for past three years (JPYmn)

FY	FY02/13	FY02/14	FY02/15
Revenue	4,372	6,786	6,256
Operating profit	834	2,151	1,470
Recurring profit	833	2,150	1,484
Net income	877	1,908	904
EPS (JPY)	26.83	58.31	27.64
Dividend (JPY)	6.00	13.00	6.50
Net assets	1,795	3,509	3,988
Total assets	2,687	4,490	5,236
Book value per share (JPY)	54.86	107.21	121.84

Number of shares acquired, acquisition price, shares held before/after acquisition

Shares held before change: 0

Number of shares to be acquired: 11,000,000

Acquisition price: JPY4,059,000,000

Shares held after change: 11,000,000 (number of voting rights: 11,000, voting rights ratio: 25.15%)

Schedule

Signing of capital and business alliance agreement: November 20, 2015

Start of capital and business alliance: November 20, 2015

Payment for new share issuance: December 9, 2015 (planned)

Shared Research is currently examining the likely impacts of this alliance on Happinet's consolidated earnings. We will promptly issue a new report if we forecast a significant impact on earnings.

February 2015

On **February 10, 2015**, the company announced a revision to its FY03/15 year-end dividend.

The company plans to raise its year-end dividend amount by JPY13.5, to JPY15 per share. As a result, annual dividends for FY03/15 will total JPY28.5 per share, a YoY increase of JPY3.75 per share. This will be subject to shareholder approval at the shareholder meeting to be held in late June 2015.

Major shareholders

Top Shareholders	Amount Held
Namco Bandai Holdings Inc.	25.90%
Japan Trustee Services Bank, Ltd. (Trust account)	3.30%
Japan Trustee Services Bank, Ltd. Sumitomo Mitsui Trust Bank, Limited Retrust Portion/SMBC Employee Pension Trust	3.00%
Yasuhiko Idaira	2.50%
Hiroshi Kawai	1.30%
Happinet Employees' Stockholding	1.30%
Takashi Nishimura	1.30%
CBNY-Government of Norway	1.30%
The Master Trust Bank of Japan, Ltd. (Trust account)	1.06%
ICHIGO TRUST PTE. LTD,	1.10%

Source: Shared Research based on company data

As of March 31, 2016

Note: Excluding 1,367,800 shares of treasury stock

Profile

Company	Head office
Happinet Corp	Komagata CA Bldg., 2-4-5, Komagata, Taito-ku, Tokyo, Japan 111-0043
Phone	Listed on
+81-3-3847-0521	Tokyo Stock Exchange 1st Section
Established	Exchange listing
June 7, 1969	August 29, 1997
Website	Fiscal year-end
http://www.happinet.co.jp/english/index.html	March
IR web	
http://www.happinet.co.jp/english/ir/index.html	

About Shared Research Inc.

We offer corporate clients comprehensive report coverage, a service that allows them to better inform investors and other stakeholders by presenting a continuously updated third-party view of business fundamentals, independent of investment biases. Shared Research can be found on the web at <http://www.sharedresearch.jp>.

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Accretive Co., Ltd.	FreeBit Co., Ltd.	NS TOOL CO., LTD.
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Aeon Delight Co., Ltd.	FURYU CORPORATION	ONO SOKKI Co., Ltd.
Ai Holdings Corporation	Gamecard-Joyco Holdings, Inc.	ONWARD HOLDINGS CO., LTD.
Aiming Inc.	GCA Corporation	PARIS MIKI HOLDINGS Inc.
AnGes MG Inc.	Grandy House Corporation	PIGEON CORPORATION
Anicom Holdings, Inc.	Hakuto Co., Ltd.	RACCOON CO., LTD.
Anritsu Corporation	Happinet Corporation	RESORTTRUST, INC.
Apamanshop Holdings Co., Ltd.	Harmonic Drive Systems Inc.	ROUND ONE Corporation
Artspark Holdings Inc.	Hearts United Group Co., Ltd.	RYOHIN KEIKAKU CO., LTD.
AS ONE CORPORATION	Heiwa Real Estate Co., Ltd.	SanBio Company Limited
Ateam Inc.	IDOM Inc.	SANIX INCORPORATED
Aucfan Co., Ltd.	IID, Inc.	Sanrio Company, Ltd.
Axell Corporation	Infomart Corporation	SATO HOLDINGS CORPORATION
Azbil Corporation	Intelligent Wave, Inc.	SBS Holdings, Inc.
Bell-Park Co., Ltd.	istyle Inc.	Seria Co., Ltd.
Benefit One Inc.	ITO EN, Ltd.	SHIP HEALTHCARE HOLDINGS, INC.
Canon Marketing Japan Inc.	Itochu Enex Co., Ltd.	SMS Co., Ltd.
Carna Biosciences, Inc.	J Trust Co., Ltd	Snow Peak, Inc.
Chiyoda Co., Ltd.	Japan Best Rescue System Co., Ltd.	SOURCENEXT Corporation
Chugoku Marine Paints, Ltd.	JIN CO., LTD.	Star Mica Co., Ltd.
cocokara fine Inc.	KAMEDA SEIKA CO., LTD.	SymBio Pharmaceuticals Limited
COMSYS Holdings Corporation	Kenedix, Inc.	Takashimaya Company, Limited
CRE, Inc.	KFC Holdings Japan, Ltd.	Takihyo Co., Ltd.
CREEK & RIVER Co., Ltd.	LAC Co., Ltd.	TAMAGAWA HOLDINGS CO., LTD.
Daiseki Co., Ltd.	Lasertec Corporation	TEAR Corporation
DIC Corporation	MAC HOUSE CO., LTD.	3-D Matrix, Ltd.
Digital Arts Inc.	MATSUI SECURITIES CO., LTD.	TKC Corporation
Digital Garage Inc.	MEDINET Co., Ltd.	TOKAI Holdings Corporation
Don Quijote Holdings Co., Ltd.	MEGANESUPER CO., LTD.	V-cube, Inc.
Dream Incubator Inc.	Milbon Co., Ltd.	VISION INC.
EARTH CHEMICAL CO., LTD.	MIRAIT Holdings Corporation	VOYAGE GROUP, INC.
Elecom Co., Ltd.	MONEY SQUARE HOLDINGS, INC.	WirelessGate, Inc.
Emergency Assistance Japan Co., Ltd.	NAGASE & CO., LTD	YELLOW HAT LTD.
en-Japan Inc.	NAIGAI TRANS LINE LTD.	YUMESHIN HOLDINGS CO., LTD.
euglena Co., Ltd.	NanoCarrier Co., Ltd.	Yushiro Chemical Industry Co., Ltd.
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Contact Details

Shared Research.inc

3-31-12 Sendagi Bunkyo-ku Tokyo, Japan

<http://www.sharedresearch.jp>

Phone: +81 (0)3 5834-8787

Email: info@sharedresearch.jp