

[The official language for TonenGeneral Sekiyu's filings with the Tokyo Stock Exchange and Japanese authorities, and for communications with our shareholders, is Japanese. We have posted English versions of some of the said information on our website. While these English versions have been prepared in good faith, TonenGeneral Sekiyu does not accept responsibility for the accuracy of the translations, and reference should be made to the original Japanese language materials.]



Consolidated Financial Results for the 2014 (Japanese GAAP basis)

February 13, 2015

Company name: TonenGeneral Sekiyu K.K. Listed on: Tokyo Stock Exchange
 Code number: 5012 URL: <http://www.tonengeneral.co.jp>
 Representative: Jun Mutoh Representative Director and President
 Contact person: Kosuke Kai Manager, Media Relations, Public and Government Relations,
 EMG Marketing Godo Kaisha Tel: 03-6713-4400

Scheduled date of Annual General Shareholders' Meeting: March 25, 2015

Scheduled date of filing Annual Securities Report: March 25, 2015

Scheduled date of start of dividends payment: March 26, 2015

Preparation of presentation material for yearly results: Yes

Briefing for institutional investors: Yes

(Amounts shown in truncated millions of yen)

1. Consolidated financial results for the full year 2014 (January 1, 2014 through December 31, 2014)

(1) Operating results

(Percentage figures are the changes from the same period prior year)

| | Net sales | | Operating income | | Ordinary income | | Net income | |
|------|-------------|------|------------------|------|-----------------|-------|-------------|--------|
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % |
| 2014 | 3,451,097 | 6.5 | (72,948) | - | (73,383) | - | (13,975) | - |
| 2013 | 3,241,150 | 15.6 | 52,289 | 91.5 | 49,816 | 121.1 | 22,902 | (58.2) |

(Note) Comprehensive income: (13,609) Million yen [-%] for 2014 23,388 Million yen [-57.9%] for 2013

| | Net income per share | Diluted net income per share | Net income per shareholders' equity | Ordinary income per total assets | Operating income per net sales |
|------|----------------------|------------------------------|-------------------------------------|----------------------------------|--------------------------------|
| | Yen | Yen | % | % | % |
| 2014 | (38.36) | - | (5.0) | (5.3) | (2.1) |
| 2013 | 62.84 | 62.83 | 7.9 | 3.6 | 1.6 |

(Reference) Equity earnings: 791 Million yen for 2014 2,722 Million yen for 2013

(2) Financial position

| | Total assets | Net assets | Shareholders' equity ratio | Net assets per share |
|---------------|--------------|-------------|----------------------------|----------------------|
| As of | Million yen | Million yen | % | Yen |
| Dec. 31, 2014 | 1,376,212 | 262,753 | 19.0 | 718.35 |
| Dec. 31, 2013 | 1,409,081 | 294,640 | 20.8 | 805.77 |

(Reference) Net assets excluding minority interests and subscription rights to shares:

261,699 Million yen as of December 31, 2014 293,596 Million yen as of December 31, 2013

(3) Cash flows

| | Net cash from operating activities | Net cash from investing activities | Net cash from financing activities | Cash and cash equivalents at the end of the period |
|------|------------------------------------|------------------------------------|------------------------------------|--|
| | Million yen | Million yen | Million yen | Million yen |
| 2014 | 99,896 | (52,388) | (31,828) | 35,048 |
| 2013 | 44,310 | (14,270) | (24,753) | 18,655 |

2. Dividends

| | Annual dividend | | | | | Total amount (full year) | Payout ratio (consolidated) | Dividend per net assets (consolidated) |
|----------------|-----------------|--------|--------|--------|-----------|--------------------------|-----------------------------|--|
| | 1Q end | 2Q end | 3Q end | 4Q end | Full year | | | |
| | Yen | Yen | Yen | Yen | Yen | Million yen | % | % |
| 2013 | - | 19.00 | - | 19.00 | 38.00 | 13,846 | 60.5 | 4.8 |
| 2014 | - | 19.00 | - | 19.00 | 38.00 | 13,844 | - | 5.0 |
| 2015(Forecast) | | 19.00 | - | 19.00 | 38.00 | | 86.5 | |

3. Projected consolidated operating results for 2015 (January 1, 2015 through December 31, 2015)

(Percentage figures are the changes from the same period prior year)

| | Net sales | | Operating income | | Ordinary income | | Net income | | Net income per share |
|-----------|-------------|--------|------------------|---|-----------------|---|-------------|---|----------------------|
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % | Yen |
| 2Q YTD | 1,350,000 | (20.2) | 23,000 | - | 23,000 | - | 5,000 | - | 13.72 |
| Full year | 3,000,000 | (21.8) | 45,000 | - | 45,000 | - | 16,000 | - | 43.92 |

*** Notes**

(1) Change in major subsidiaries in the current period (change in designated subsidiaries resulting in a change in the scope of consolidation): Yes

Added: 1 company (Name: Kyokuto Petroleum Industries, Ltd)

(2) Change in accounting method, change in accounting estimates and restatements

a. Change in accounting method with accounting standards revisions : Yes

b. Change in accounting method other than above : No

c. Change in accounting estimates : No

d. Restatements : No

(3) Number of shares issued (Common Stock)

a. Number of shares issued at the end of period (includes treasury shares)

2014 565,182,000 shares 2013 565,182,000 shares

b. Number of treasury shares at the end of period

2014 200,876,446 shares 2013 200,813,664 shares

c. Average number of shares during the period

2014 364,338,663 shares 2013 364,438,926 shares

(Reference) Summary of non-consolidated financial results

1. Financial results for 2014 (January 1, 2014 through December 31, 2014)

(1) Operating results

(Parentage figures are the changes from the same period prior year)

| | Net sales | | Operating income | | Ordinary income | | Net income | |
|------|-------------|-------|------------------|------|-----------------|--------|-------------|--------|
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % |
| 2014 | 2,979,545 | (1.8) | (60,775) | - | 8,137 | (79.7) | 75,969 | 190.0 |
| 2013 | 3,033,225 | 11.1 | 41,238 | 83.1 | 40,179 | 110.9 | 26,198 | (41.4) |

| | Net income per share | Diluted net income per share |
|------|----------------------|------------------------------|
| | Yen | Yen |
| 2014 | 208.51 | 208.42 |
| 2013 | 71.89 | 71.88 |

(2) Financial position

| | Total assets | Net assets | Shareholders' equity ratio | Net assets per share |
|---------------------|--------------|-------------|----------------------------|----------------------|
| | Million yen | Million yen | % | Yen |
| As of Dec. 31, 2014 | 1,296,635 | 335,858 | 25.9 | 921.51 |
| Dec. 31, 2013 | 1,413,287 | 273,676 | 19.4 | 750.90 |

(Reference) Net assets excluding subscription rights to shares:

: 335,712 Million yen as of December 31, 2014 273,604 Million yen as of December 31, 2013

2. Projected non-consolidated operating results for 2015 (January 1, 2015 through December 31, 2015)

(Percentage figures are the changes from the same period prior year)

| | Net sales | | Operating income | | Ordinary income | | Net income | | Net income per share |
|-----------|-------------|--------|------------------|---|-----------------|-------|-------------|--------|----------------------|
| | Million yen | % | Million yen | % | Million yen | % | Million yen | % | Yen |
| Full year | 2,300,000 | (22.8) | 37,000 | - | 35,000 | 330.1 | 7,000 | (90.8) | 19.21 |

• Audit status of Annual Securities Report (Yukashoken-Houkokusho) for 2014

This report is not required to be included and is not included in the scope of the external audit conducted pursuant to the Financial Instruments and Exchange Act of Japan. The audit procedures for the consolidated financial statements under the Financial Instruments and Exchange Act of Japan have not been completed as of the timing of disclosure of this report.

• Explanatory note on the use of projections / other notes

This filing contains forward-looking statements based on projections and estimates that involve many variables. The Company operates in an extremely competitive business environment and in an industry characterized by rapid changes in supply-demand balance. Certain risks and uncertainties including, without limitation, general economic conditions in Japan and other countries, crude and product prices and the exchange rate between the yen and the U.S. dollar, could cause the Company's results to differ materially from any projections and estimates presented.

For further information regarding the projections above, please refer "1. Analysis of operating results and financial condition

(1) Analysis of operating results b. Earnings forecast for full year 2015" on page 2.

(Attachments)

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1. Analysis of operating results and financial condition

(1) Analysis of operating results

a. Business overview

Consolidated net sales for 2014 amounted to 3,451.1 billion yen, an increase of 209.9 billion yen or 6.5 percent versus the previous year, primarily due to the inclusion of MOC Marketing G.K. (previously, Mitsui Oil Co., Ltd.), as a consolidated subsidiary.

Consolidated operating income was a loss of 72.9 billion yen, a decrease of 125.2 billion yen versus the previous year. The current period includes inventory valuation losses of 86.5 billion yen caused by the sharp crude and product price decline at year end compared to inventory valuation gains of 47.0 billion yen for the previous year. Excluding inventory effects operating income was improved in the Oil segment and below last year in the Chemical segment. Consolidated ordinary income which incorporates non-operating items including equity in earnings of affiliates, foreign exchange gains and interest expense was a loss of 73.4 billion yen, a decrease of 123.2 billion yen versus the previous year. Consolidated net income which includes extraordinary items and income taxes was a loss of 14.0 billion yen, a decrease of 36.9 billion yen versus the previous year. Net income includes favorable tax effects amounting to approximately 40 billion yen arising from decapitalization of subsidiary of EMG Marketing G.K..

Segment results based on operating income less goodwill amortization are shown as follows:

1) Oil segment

Oil segment income was a loss of 68.0 billion yen, a decrease of 114.6 billion yen versus the previous year. Inventory effects during the current year were a loss of 85.7 billion yen, a 130.6 billion yen decrease versus the previous year. Oil segment income excluding inventory effects was 17.7 billion yen, a 16.0 billion yen increase versus the previous year due to a recovery of oil product margins since the second quarter and the additional contribution attributable to MOC Marketing G.K.

Oil segment income (loss) compared with the previous year

(Unit: billion yen)

| | 2013 | 2014 | Difference |
|--|------|--------|------------|
| Segment income (loss) as reported | 46.6 | (68.0) | (114.6) |
| Inventory-related gain (loss) | 45.0 | (85.7) | (130.6) |
| Segment income excluding above special factors | 1.7 | 17.7 | 16.0 |

2) Chemical segment

Chemical segment income was 12.4 billion yen, a 10.2 billion yen decrease from the previous year. This year, Chemical segment income included a 0.8 billion yen inventory valuation loss, a decrease of 2.8 billion yen versus the previous year. Excluding inventory effects, the segment income was 13.2 billion yen compared to 20.6 billion yen for the previous year as strong olefins margins were more than offset by the lower aromatics margins and the effect of planned maintenance at the Kawasaki site.

b. Earnings forecast for full year 2015

(Unit: million yen)

| Net sales | Operating income | Ordinary income | Net income |
|-----------|------------------|-----------------|------------|
| 2,700,000 | 45,000 | 45,000 | 16,000 |

Consolidated operating income for the full year 2015 is forecasted as 45.0 billion yen including 51.0 billion yen from the Oil segment, 11.0 billion yen from the Chemical segment and a negative 17.0 billion yen of goodwill amortization (related to the acquisitions of the interest in EMG Marketing Godo Kaisha etc) which is not allocated by segment. Inventory effects are assumed to be zero in the forecast.

Compared to 2014 operating income of a negative 72.9 billion yen, the 117.9 billion yen improvement mainly reflects the absence of the 86.5 billion yen of inventory losses realized in 2014, continuation of the second half 2014 favorable domestic margin level in Oil segment and increased contribution from MOC Marketing G.K. and Kyokuto Petroleum Industries, Ltd. which became consolidated subsidiaries in 2014.

Consolidated ordinary income is forecasted as 45.0 billion yen and consolidated net income is forecasted as 16.0 billion yen. The net income forecast includes a 10 billion yen extraordinary gain upon the formation of our LPG joint venture and negative 16 billion yen tax effects due to the anticipated tax reform in the first quarter 2015.

(2) Analysis of financial condition**a. Total assets, liabilities and net assets**

The consolidated balance sheet as of December 31, 2014 reflects the Company's acquisition of 95.5% of the shares of MOC Marketing G.K. with a deemed date of acquisition of March 31, 2014 and the impact of Kyokuto Petroleum Industries Ltd.'s change from an associated company accounted for by the equity method to a consolidated subsidiary as of the same date as described in "(5) Notes to consolidated financial statements" of "4. Consolidated financial statements".

Total assets as of December 31, 2014 were 1,376.2 billion yen, a 32.9 billion yen decrease from December 31, 2013, mainly attributable to a decrease in inventories caused by the crude and product price decline which was partly offset by an increase in fixed assets due to the impact of Kyokuto Petroleum Industries Ltd and MOC Marketing G.K.'s change to consolidated subsidiaries. Liabilities as of December 31, 2014 amounted to 1,113.5 billion yen, an 1.0 billion yen decrease from December 31, 2013, mainly attributable to a decrease in account payable-trade reflecting the crude price decline which was partly offset by increases in gasoline taxes payable. Total net assets as of December 31, 2014 amounted to 262.8 billion yen, a 31.9 billion yen decrease from December 31, 2013.

b. Cash flows

At the end of December 2014, the outstanding balance of cash and cash equivalents was 35.0 billion yen, an increase of 16.4 billion yen versus December 31, 2013. Key factors influencing cash flows are summarized below.

In 2014, cash flows from operating activities were positive 99.9 billion yen versus a positive 44.3 billion yen in the previous year. Positive factors such as working capital decrease attributable to the crude oil and product price drop and a decrease in inventories, depreciation and amortization of goodwill outweighed negative factors such as a loss before income taxes and minority interests and income tax payment.

Cash flows from investing activities were negative 52.4 billion yen versus a negative 14.3 billion yen in the previous year. The current period cash outflows include 25.5 billion yen related to the acquisition of MOC Marketing G.K., and capital expenditure.

Cash flows from financing activities were negative 31.8 billion yen versus a negative 24.8 billion yen in the previous year. The current period cash outflows are mainly due to a decrease in short-term loans and commercial paper outstanding, as well as dividends paid.

c. Key financial indices

| | FY 2010 | FY 2011 | FY 2012 | FY 2013 | FY 2014 |
|---|---------|---------|---------|---------|---------|
| Shareholders' equity ratio (%) - book base | 27.4 | 32.3 | 20.8 | 20.8 | 19.0 |
| Shareholders' equity ratio (%) - market base | 55.3 | 42.6 | 19.6 | 25.0 | 27.2 |
| Cash flow vs. interest-bearing debt (Times) | 0.6 | 1.2 | - | 8.0 | 3.9 |
| Interest coverage ratio (Times) | 234.8 | 172.5 | - | 14.5 | 37.0 |

(Note) Definitions are as follows:

Shareholders' equity ratio - book base: (period-end total net assets - period-end minority interests and subscription rights to shares) / period-end total assets

Shareholders' equity ratio - market base: total value of stock ex. treasury shares at period-end market price / period-end total assets

Cash flow vs. interest-bearing debt: period-end interest-bearing debt / operating cash flow

Interest coverage ratio: operating cash flows / interest paid

- All indicators have been calculated based on consolidated financial data.
- Operating cash flow is net cash provided by (used in) operating activities shown in the Consolidated statement of cash flows.
- Interest-bearing debt is actual interest-bearing debt, defined as short-term loans payable, commercial papers, bonds payable and long-term loans payable on the Consolidated balance sheet. Interest paid is the amount shown in the Consolidated statement of cash flows.
- No ratios of cash flow vs. interest-bearing debt and interest coverage ratio are shown in FY 2012 as operating cash flow was negative.

(3) Dividend policy, dividend in current period and dividend in next period

a. Dividend policy

The Company intends to continue to carry out its stable dividend policy, while taking into account factors such as the need to maintain a solid balance sheet, generation of cash flows and business performance in the mid to long term, and capital expenditure plans.

b. Dividend in current period

The Company projects a payment to its shareholders as of December 31, 2014 of 19 yen per share as a final dividend for the term ended December 31, 2014, subject to approval at the general meeting of shareholders.

c. Dividend in next period

Full-year dividends for 2015 are forecast to be 38 yen per share unchanged from 2014, subject to the decision of both our Board of Directors and shareholders.

(4) Business and other risks

The following are risk factors that may affect the operating results and financial position of the TG Group (TonenGeneral Sekiyu K.K. [the Company] and its consolidated subsidiaries) as well as the share price of the Company.

a. Industry and economic factors

The operations and earnings of the TG Group are affected by local, regional and global events or conditions that in turn affect supply and demand for oil, petroleum products and petrochemical products. These events and conditions are generally difficult to predict and include general economic growth rates and the occurrence of economic recessions; supply disruptions; weather including seasonal patterns that affect energy demand and severe weather events that can disrupt operations; technological advances relating to energy usage in refining and production; decrease in domestic oil product demand due to changes in demographics including population growth rates and consumer preferences; and the competitiveness of alternative hydrocarbon or other energy sources or product substitutes.

b. Political factors

The Company's facilities are located in Japan. The Company acquires crude and feedstock supplies from a wide diversity of sources worldwide and conducts export sales primarily within Asia. Consequently, the Company's business operations may in the future be affected from time to time by both domestic and worldwide political developments and governmental activities that might interfere with normal supply, production and sales activities. Both the likelihood of such occurrences and their overall effect upon the TG Group vary greatly and are not predictable.

c. Market risks, inflation and other uncertainties

Crude oil, petroleum product and chemical prices have fluctuated widely in response to changing market forces and the dollar-yen exchange rates. The impacts of these fluctuations on the TG Group earnings are generally not predictable.

d. Competitive factors

The energy and petrochemical industries are highly competitive. There is competition within the industry, as well as with other industries, in supplying products to customers. A key component of the Company's competitive position, particularly given the commodity-based nature of many of its products, is its ability to manage expenses effectively, which requires continuous management focus on reducing unit costs and improving efficiency.

e. Regulatory factors

It is possible that the earnings of the TG Group could be affected by laws and regulations applicable to the energy and petrochemical industries. Examples of such laws and regulations include: environmental regulations; restrictions on production, imports and exports, and facilities; price controls; changes in taxation.

As a result of an ordinance of the Ministry of Economy, Trade and Industry (METI) issued on July 31, 2014 (Ministerial Ordinance for Partial Revision of the Ordinance for Enforcement of the Act on Promotion of Utilization of Non-Fossil Energy Sources and Effective Utilization of Fossil Energy Materials by Energy Suppliers), further improvement in the ratio of the Company's residual oil cracking capacity to its atmospheric distillation capacity is required by March 31, 2017. The Company will examine and implement the most economical measures to respond to this requirement including the potential to reduce atmospheric distillation capacity.

f. Disaster and accident risk

All of the Company's refineries, terminals and operated service stations are operated in accordance with the Company's Operations Integrity Management System to help ensure management of risk of loss and to ensure safety, health and environmental soundness in all aspects of the Company's operations. The Company Group generally carries property insurance against natural disasters and accidents to the extent that such insurance is available and can be obtained on reasonable terms. However, a major natural disaster or an unexpected accident might negatively affect our business activities through resulting shutdowns at our business sites and property losses in excess of insurance thereby causing a serious impact on the financial position and operating results of the Company Group.

g. Information management risk

In an effort to secure proper use and management of confidential information including personal data, the TG Group has taken appropriate measures such as installation of firewalls on computer networks, introduction of computer antivirus software to protect internal databases and PC operations, monitoring of computer networks, and use of dedicated lines for data exchange with external parties. We have required that service providers to whom we have outsourced our customer data adopt the same security policies to ensure that our customer data has been properly managed and monitored. Nevertheless, in cases of loss, leak or falsification of internal information including customer data, our business activities might be negatively affected.

h. Financing risk

The Company and its subsidiaries finance their working capital and capital investment through a combination of internally generated funds, borrowing from banks and other financial institutions, and issuance of corporate bonds and commercial papers. The interest rate of such financing, except for fixed rate long-term loans and bonds, is determined with market reference rates and therefore interest rate increase may affect the Company's financial results. In addition, some of the bank loans contain covenants, and any significant inability of the Company to comply with such covenants may have an effect on the Company's financial position.

i. Pension liability and pension asset

The Company and its subsidiaries recognize pension liabilities and pension expenses based on reasonable assumptions including those for the discount rate and expected return on pension assets as required by applicable Accounting Standards. However, unexpected changes in the basis for these assumptions including share prices, foreign exchange rates, and interest rates in domestic or foreign markets may result in either a deterioration of the performance of the pension fund or significant increase in pension liability causing a material effect on the Company's financial position.

j. Goodwill

The company recognized 306.3 billion yen of goodwill asset as of December 31, 2014 balance sheet. The goodwill asset was mainly related to the acquisition of the 99.0% of the interest in EMG Marketing Godo Kaisha in 2012 and primarily reflects the future profitability and cash flow generation of EMG Marketing Godo Kaisha. The goodwill asset is amortized over 20 years. As is the case for other fixed assets, the goodwill asset is subject to impairment under current accounting standards.

Among the risks stated above, the risks relative to the future events are the perception as of the end of this period. The risks stated above do not necessarily cover all risks relative to the TG Group.

2. Description of group companies

The major businesses of our 22 companies (the Company, 9 subsidiaries, and 12 affiliated companies) are importing, shipping, refining and marketing of crude oil, petroleum products, chemical products and related products.

The following table shows our business activities.

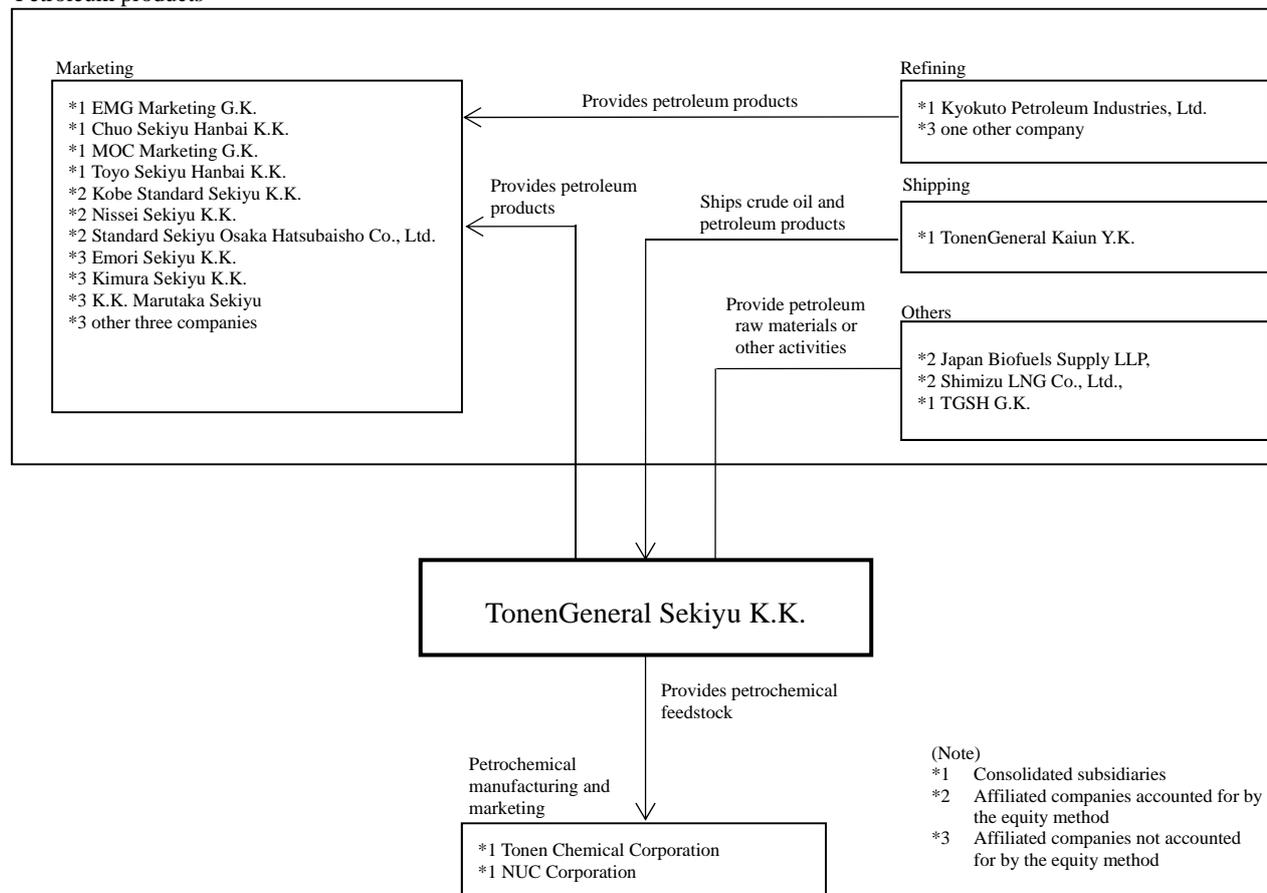
(As of December 31, 2014)

| Segment | Function | Major business | Name of companies |
|----------|-----------------------------|---|--|
| Oil | Marketing | Sales of petroleum products | TonenGeneral Sekiyu K.K., EMG Marketing G.K., Chuo Sekiyu Hanbai K.K., MOC Marketing G.K., Toyo Sekiyu Hanbai K.K., Kobe Standard Sekiyu K.K., Nissei Sekiyu K.K., Standard Sekiyu Osaka Hatsubaisho Co., Ltd., Emori Sekiyu K.K., Kimura Sekiyu K.K., K.K. Marutaka Sekiyu, and other three companies |
| | Refining | Manufacturing, processing and sales of petroleum products | TonenGeneral Sekiyu K.K., Kyokuto Petroleum Industries, Ltd., and one other company |
| | Shipping | Marine transportation of crude oil and petroleum products | TonenGeneral Kaiun Y.K. |
| | Others | Purchases and sales of LNG Purchases and sales of bio-fuel Stock and equity share holding | Shimizu LNG Co., Ltd., Japan Biofuels Supply LLP, TGSH G.K., |
| Chemical | Manufacturing and Marketing | Manufacturing, processing and sales of chemical products | TonenGeneral Sekiyu K.K., Tonen Chemical Corporation, NUC Corporation, Kyokuto Petroleum Industries, Ltd. |

- (Note)
1. NUC Corporation changed its company name in Japanese to *Kabushiki Kaisha NUC* as of January 1, 2014.
 2. The Company acquired 95.5% of the issued stocks of Mitsui Oil Co., Ltd. (currently, MOC Marketing Godo Kaisha; its entity form converted from Kabushiki Kaisha to Godo Kaisha as of August 1, 2014) in February 2014. MOC Marketing Godo Kaisha held 100% of the shares of Toyo Sekiyu Hanbai Kabushiki Kaisha and owned a 50% interest in Kyokuto Petroleum Industries, Ltd., which was an equity company of the Company. As a result, Kyokuto Petroleum Industries, Ltd., MOC Marketing Godo Kaisha and Toyo Sekiyu Hanbai Kabushiki Kaisha became consolidated subsidiaries of the Company during the current period.
 3. TGSH acquired all the stocks of Toyo Sekiyu Hanbai Kabushiki Kaisha which were owned by MOC Marketing Godo Kaisha as of December 22, 2014.

Business structure of the TG Group as of December 31, 2014 is shown below:

Petroleum products



3. Corporate principles

(1) Basic corporate philosophy

As a premier energy company with a firm foundation in Japan, the TonenGeneral group has established the following threefold mission.

- Maintain a stable supply of high-quality petroleum and petrochemical products
 - Respond swiftly to the ever-changing business environment and customer needs while offering high-value-added products and services
 - Make meaningful contributions to our customers, employees, shareholders, local communities, and greater society
- The TonenGeneral Group will make every effort to fulfill this mission, and we will continue to contribute to society as a good corporate citizen, trusted by our stakeholders.

(2) Operating strategies, objectives and indicators

Giving full consideration to the situation of declining oil demand, the Company released its first mid-term management plan in February 2013. The plan summarizes courses of actions and goals over the 5 years from 2013 to 2017. As a premier petroleum and petrochemical company, in the short term, the Company will focus on solidifying its core oil and petrochemical businesses. In the mid to long term, the Company will enhance its corporate value by strategic investments in the core businesses and will evaluate options to evolve in growing areas. The Company will continue implementing measures based on the mid-term management plan.

(3) Issues to be addressed

The Company moved forward with steady progress consistent with the mid-term plan as noted below.

a. LPG business integration

As part of strengthening its core business, the Company, Cosmo Oil Co., Ltd., Showa Shell Sekiyu K.K. and Sumitomo Corporation made steady progress on discussions to integrate the liquefied petroleum gas (LPG) business operations owned by their respective corporate groups. These discussions are expected to result in a more effective and lower cost organization well-equipped to respond to business changes occurring in terms of domestic inter-fuel competition and overall demand decline as well as changes internationally impacting supply opportunities.

b. Electric power business

The Company, addressing its electric power business as one of the growth strategies in its medium-term business plan, started its efforts to expand its electric power business through projects such as the development of competitive power sources in conjunction with other power businesses and retailers. As a first step toward the development of its electric power business, TonenGeneral acquired a 10% stake in eREX New Energy Saiki Co., Ltd. This investment will facilitate the acquisition of expertise in fuel procurement, operations management and electric power sales. In January of 2015, the Company announced that it has submitted a “preliminary environmental impact statement” as part of an environmental assessment according to the relevant law, in conjunction with its evaluation of construction of a natural gas-fueled power generation plant on the premises of the Shimizu terminal located in Shizuoka City, Shizuoka. We will continue conducting necessary studies and final decisions regarding the investment will be made after taking into account factors such as environmental assessment results, construction costs, economic returns, the domestic electricity business environment including policy trends, and energy trends and policies both in Japan and abroad. We continue to study further options to utilize our tangible and intangible assets for electric power development, considering region, scale, type of electric power, economic feasibility, business partners and other factors, while taking into account environmental considerations as well as competitive thermal power generation projects.

4. Consolidated financial statements

(1) Consolidated balance sheet

(Unit: Million yen)

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|--|-------------------------------------|---------------------------------------|
| Assets | | |
| Current assets | | |
| Cash and deposits | 18,655 | 35,048 |
| Notes and accounts receivable - trade | 277,929 | 221,098 |
| Merchandise and finished goods | 108,039 | 101,860 |
| Semi-finished goods | 67,358 | 70,701 |
| Raw materials | 251,701 | 167,362 |
| Supplies | 8,371 | 10,599 |
| Income taxes receivable | 3,954 | 25,232 |
| Deferred tax assets | 1,834 | 7,711 |
| Other | 32,432 | 18,471 |
| Allowance for doubtful accounts | (325) | (320) |
| Total current assets | 769,953 | 657,765 |
| Non-current assets | | |
| Property, plant and equipment | | |
| Buildings and structures | 281,000 | 296,345 |
| Accumulated depreciation | (226,315) | (233,767) |
| Buildings and structures, net | 54,684 | 62,578 |
| Tanks | 74,956 | 77,998 |
| Accumulated depreciation | (69,799) | (70,694) |
| Tanks, net | 5,156 | 7,303 |
| Machinery, equipment and vehicles | 671,017 | 686,575 |
| Accumulated depreciation | (640,058) | (650,499) |
| Machinery, equipment and vehicles, net | 30,959 | 36,075 |
| Tools, furniture and fixtures | 21,743 | 23,031 |
| Accumulated depreciation | (19,651) | (20,181) |
| Tools, furniture and fixtures, net | 2,092 | 2,850 |
| Land | 145,927 | 176,022 |
| Construction in progress | 5,163 | 9,780 |
| Total property, plant and equipment | 243,984 | 294,610 |
| Intangible assets | | |
| Goodwill | 313,108 | 306,316 |
| Leasehold right | 7,678 | 8,195 |
| Software | 7,397 | 7,292 |
| Other | 6,461 | 7,314 |
| Total intangible assets | 334,646 | 329,118 |
| Investments and other assets | | |
| Investment securities | 35,592 | 19,870 |
| Deferred tax assets | 6,345 | 58,703 |
| Net defined benefit asset | - | 3,920 |
| Other | 18,698 | 12,341 |
| Allowance for doubtful accounts | (139) | (118) |
| Total investments and other assets | 60,496 | 94,718 |
| Total non-current assets | 639,127 | 718,447 |
| Total assets | 1,409,081 | 1,376,212 |

(Unit: Million yen)

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|---|-------------------------------------|---------------------------------------|
| Liabilities | | |
| Current liabilities | | |
| Notes and accounts payable-trade | 321,262 | 174,552 |
| Gasoline taxes payable | 193,193 | 248,473 |
| Short-term loans payable | 123,129 | 153,347 |
| Commercial papers | 30,000 | 15,000 |
| Income taxes payable | 13,822 | 2,905 |
| Accrued consumption taxes | 10,856 | 19,491 |
| Guarantee deposits payable | 18,659 | 16,573 |
| Deferred tax liabilities | 7,978 | 749 |
| Provision for bonuses | 1,537 | 1,683 |
| Other | 50,857 | 94,777 |
| Total current liabilities | 771,297 | 727,554 |
| Non-current liabilities | | |
| Bonds payable | 40,000 | 85,000 |
| Long-term loans payable | 136,197 | 132,298 |
| Deferred tax liabilities | 15,663 | 7,317 |
| Provision for retirement benefits | 122,238 | - |
| Net defined benefit liability | - | 132,997 |
| Provision for directors' retirement benefits | 36 | - |
| Provision for repairs | 22,369 | 23,863 |
| Asset retirement obligations | 2,399 | 2,772 |
| Other | 4,239 | 1,655 |
| Total non-current liabilities | 343,143 | 385,904 |
| Total liabilities | 1,114,440 | 1,113,459 |
| Net assets | | |
| Shareholders' equity | | |
| Capital stock | 35,123 | 35,123 |
| Capital surplus | 49,561 | 57,400 |
| Retained earnings | 350,736 | 322,911 |
| Treasury shares | (142,140) | (142,201) |
| Total shareholders' equity | 293,280 | 273,233 |
| Accumulated other comprehensive income | | |
| Valuation difference on available-for-sale securities | 315 | 576 |
| Remeasurements of defined benefit plans | - | (12,109) |
| Total accumulated other comprehensive income | 315 | (11,533) |
| Subscription rights to shares | 72 | 146 |
| Minority interests | 971 | 907 |
| Total net assets | 294,640 | 262,753 |
| Total liabilities and net assets | 1,409,081 | 1,376,212 |

(2) Consolidated statement of income and comprehensive income**a. Consolidated statement of income**

(Unit: Million yen)

| | Prior period (January 1, 2013 through December 31, 2013) | Current period (January 1, 2014 through December 31, 2014) |
|---|--|--|
| Net sales | 3,241,150 | 3,451,097 |
| Cost of sales | 3,095,285 | 3,421,654 |
| Gross profit | 145,864 | 29,442 |
| Selling, general and administrative expenses | 93,575 | 102,391 |
| Operating income (loss) | 52,289 | (72,948) |
| Non-operating income | | |
| Interest income | 701 | 92 |
| Dividend income | 126 | 217 |
| Foreign exchange gains | - | 880 |
| Share of profit of entities accounted for using equity method | 2,722 | 791 |
| Compensation income | - | 292 |
| Other | 269 | 872 |
| Total non-operating income | 3,820 | 3,146 |
| Non-operating expenses | | |
| Interest expenses | 3,207 | 2,791 |
| Foreign exchange losses | 2,974 | - |
| Bond issuance cost | 46 | 208 |
| Other | 64 | 581 |
| Total non-operating expenses | 6,293 | 3,581 |
| Ordinary income (loss) | 49,816 | (73,383) |
| Extraordinary income | | |
| Gain on sales of non-current assets | 858 | 2,200 |
| Gain on step acquisitions | 127 | 431 |
| Gain on bargain purchase | 134 | - |
| Total extraordinary income | 1,119 | 2,631 |
| Extraordinary losses | | |
| Loss on sales and retirement of non-current assets | 2,629 | 3,848 |
| Impairment loss | 93 | 191 |
| Settlement package | - | 1,169 |
| Total extraordinary losses | 2,723 | 5,210 |
| Income (loss) before income taxes and minority interests | 48,212 | (75,961) |
| Income taxes - current | 23,377 | 5,940 |
| Income taxes - deferred | 1,785 | (68,030) |
| Total income taxes | 25,162 | (62,090) |
| Income (loss) before minority interests | 23,050 | (13,871) |
| Minority interests in income | 147 | 104 |
| Net income (loss) | 22,902 | (13,975) |

b. Consolidated statement of comprehensive income

(Unit: Million yen)

| | Prior period (January 1, 2013 through December 31, 2013) | Current period (January 1, 2014 through December 31, 2014) |
|--|--|--|
| Income (loss) before minority interests | 23,050 | (13,871) |
| Other comprehensive income | | |
| Valuation difference on available-for-sale securities | 301 | 259 |
| Share of other comprehensive income of entities accounted for using equity method | 37 | 1 |
| Total other comprehensive income | 338 | 261 |
| Comprehensive income | 23,388 | (13,609) |
| Comprehensive income attributable to | | |
| Comprehensive income attributable to owners of parent | 23,239 | (13,714) |
| Comprehensive income attributable to minority interests | 149 | 104 |

(3) Consolidated statement of changes in net assets

Prior period (January 1, 2013 through December 31, 2013)

(Unit: Million yen)

| | Shareholders' equity | | | | |
|--|----------------------|-----------------|-------------------|-----------------|----------------------------|
| | Capital stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders' equity |
| Balance at beginning of current period | 35,123 | 52,743 | 341,684 | (141,966) | 287,584 |
| Changes of items during period | | | | | |
| Dividends of surplus | - | - | (13,850) | - | (13,850) |
| Net income | - | - | 22,902 | - | 22,902 |
| Purchase of treasury shares | - | - | - | (178) | (178) |
| Disposal of treasury shares | - | 1 | - | 4 | 5 |
| Deferred tax adjustment due to purchase of treasury shares of prior year | - | (3,182) | - | - | (3,182) |
| Net changes of items other than shareholders' equity | - | - | - | - | - |
| Total changes of items during period | - | (3,181) | 9,051 | (174) | 5,696 |
| Balance at end of current period | 35,123 | 49,561 | 350,736 | (142,140) | 293,280 |

| | Accumulated other comprehensive income | | Subscription rights to shares | Minority interests | Total net assets |
|--|---|--|-------------------------------|--------------------|------------------|
| | Valuation difference on available-for-sale securities | Total accumulated other comprehensive income | | | |
| Balance at beginning of current period | (21) | (21) | - | 821 | 288,384 |
| Changes of items during period | | | | | |
| Dividends of surplus | - | - | - | - | (13,850) |
| Net income | - | - | - | - | 22,902 |
| Purchase of treasury shares | - | - | - | - | (178) |
| Disposal of treasury shares | - | - | - | - | 5 |
| Deferred tax adjustment due to purchase of treasury shares of prior year | - | - | - | - | (3,182) |
| Net changes of items other than shareholders' equity | 336 | 336 | 72 | 150 | 559 |
| Total changes of items during period | 336 | 336 | 72 | 150 | 6,255 |
| Balance at end of current period | 315 | 315 | 72 | 971 | 294,640 |

Current period (January 1, 2014 through December 31, 2014)

(Unit: Million yen)

| | Shareholders' equity | | | | |
|--|----------------------|-----------------|-------------------|-----------------|----------------------------|
| | Capital stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders' equity |
| Balance at beginning of current period | 35,123 | 49,561 | 350,736 | (142,140) | 293,280 |
| Changes of items during period | | | | | |
| Dividends of surplus | - | - | (13,845) | - | (13,845) |
| Net income (loss) | - | - | (13,975) | - | (13,975) |
| Purchase of treasury shares | - | - | - | (63) | (63) |
| Disposal of treasury shares | - | 0 | - | 2 | 3 |
| Deferred tax adjustment due to purchase of treasury shares of prior year | - | 7,837 | - | - | 7,837 |
| Increase of consolidated subsidiaries - minority interests | - | - | (4) | - | (4) |
| Net changes of items other than shareholders' equity | - | - | - | - | - |
| Total changes of items during period | - | 7,838 | (27,825) | (60) | (20,047) |
| Balance at end of current period | 35,123 | 57,400 | 322,911 | (142,201) | 273,233 |

| | Accumulated other comprehensive income | | | Subscription rights to shares | Minority interests | Total net assets |
|--|---|---|--|-------------------------------|--------------------|------------------|
| | Valuation difference on available-for-sale securities | Remeasurements of defined benefit plans | Total accumulated other comprehensive income | | | |
| Balance at beginning of current period | 315 | - | 315 | 72 | 971 | 294,640 |
| Changes of items during period | | | | | | |
| Dividends of surplus | - | - | - | - | - | (13,845) |
| Net income (loss) | - | - | - | - | - | (13,975) |
| Purchase of treasury shares | - | - | - | - | - | (63) |
| Disposal of treasury shares | - | - | - | - | - | 3 |
| Deferred tax adjustment due to purchase of treasury shares of prior year | - | - | - | - | - | 7,837 |
| Increase of consolidated subsidiaries - minority interests | - | - | - | - | - | (4) |
| Net changes of items other than shareholders' equity | 260 | (12,109) | (11,848) | 74 | (64) | (11,839) |
| Total changes of items during period | 260 | (12,109) | (11,848) | 74 | (64) | (31,886) |
| Balance at end of current period | 576 | (12,109) | (11,533) | 146 | 907 | 262,753 |

(4) Consolidated statement of cash flows

(Unit: Million yen)

| | Prior period (January 1, 2013 through December 31, 2013) | Current period (January 1, 2014 through December 31, 2014) |
|--|--|--|
| Cash flows from operating activities | | |
| Income (loss) before income taxes and minority interests | 48,212 | (75,961) |
| Depreciation | 24,168 | 24,066 |
| Amortization of goodwill | 16,924 | 17,319 |
| Gain on bargain purchase | (134) | - |
| Share of (profit) loss of entities accounted for using equity method | (2,722) | (791) |
| Increase (decrease) in provision for bonuses | (35) | (430) |
| Increase (decrease) in provision for retirement benefits | (7,746) | - |
| Increase (decrease) in liability for retirement benefits | - | (10,626) |
| Increase (decrease) in provision for repairs | 4,503 | (755) |
| Loss (gain) on sales and retirement of non-current assets | 1,771 | 1,647 |
| Impairment loss | 93 | 191 |
| Interest and dividend income | (828) | (309) |
| Interest expenses | 3,207 | 2,791 |
| Foreign exchange losses (gains) | - | (713) |
| Loss (gain) on step acquisitions | (127) | (431) |
| Settlement package | - | 1,169 |
| Compensation income | - | (292) |
| Decrease (increase) in notes and accounts receivable - trade | (28,404) | 83,158 |
| Decrease (increase) in inventories | (52,499) | 180,809 |
| Decrease (increase) in accounts receivable - other | 345 | (999) |
| Increase (decrease) in notes and accounts payable - trade | 40,865 | (149,884) |
| Increase (decrease) in accounts payable - other | (22,205) | 45,461 |
| Other, net | 2,825 | 3,680 |
| Subtotal | 28,215 | 119,102 |
| Interest and dividend income received | 1,681 | 1,152 |
| Interest expenses paid | (2,851) | (2,699) |
| Income taxes refund | 28,628 | 4,554 |
| Income taxes paid | (11,362) | (21,336) |
| Settlement package paid | - | (1,169) |
| Proceeds from compensation | - | 292 |
| Net cash provided by (used in) operating activities | 44,310 | 99,896 |
| Cash flows from investing activities | | |
| Purchase of property, plant and equipment | (12,490) | (24,440) |
| Proceeds from sales of property, plant and equipment | 2,461 | 3,565 |
| Purchase of intangible assets | (3,159) | (3,336) |
| Proceeds from sales of intangible assets | 0 | 0 |
| Purchase of investment securities | - | (2,727) |
| Payments of long-term loans receivable | (15) | (29) |
| Collection of long-term loans receivable | 98 | 83 |
| Purchase of shares of subsidiaries resulting in change in scope of consolidation | (1,164) | (25,503) |
| Net cash provided by (used in) investing activities | (14,270) | (52,388) |

| | | |
|---|----------|----------|
| Cash flows from financing activities | | |
| Net increase (decrease) in short-term loans payable | 17,463 | (38,874) |
| Proceeds from long-term loans payable | 50,000 | 79,000 |
| Repayments of long-term loans payable | (54,147) | (86,040) |
| Net increase (decrease) in commercial papers | (34,000) | (15,000) |
| Redemption of bonds | - | (1,000) |
| Proceeds from issuance of bonds | 9,953 | 44,791 |
| Purchase of treasury shares | (178) | (63) |
| Proceeds from sales of treasury shares | 5 | 3 |
| Cash dividends paid | (13,850) | (13,845) |
| Cash dividends paid to minority shareholders | - | (559) |
| Repayments to minority shareholders | - | (240) |
| Net cash provided by (used in) financing activities | (24,753) | (31,828) |
| Effect of exchange rate change on cash and cash equivalents | - | 713 |
| Net increase (decrease) in cash and cash equivalents | 5,286 | 16,392 |
| Cash and cash equivalents at beginning of period | 13,369 | 18,655 |
| Cash and cash equivalents at end of period | 18,655 | 35,048 |

(5) Note to consolidated financial statements

(Notes on assumption of going concern)

No items to report.

(Significant accounting policies)

a. Scope of consolidation

Number of consolidated subsidiaries: 9 companies
 EMG Marketing G.K., Tonen Chemical Corporation, TGSH G.K., TonenGeneral Kaiun Y. K.,
 Chuo Sekiyu Hanbai K.K., NUC Corporation, MOC Marketing G.K., Toyo Sekiyu Hanbai K.K.,
 Kyokuto Petroleum Industries, Ltd.

In February 2014, the Company acquired 95.5% of the issued stocks of Mitsui Oil Co., Ltd. (currently, MOC Marketing G.K.; its entity form converted from Kabushiki Kaisha to Godo Kaisha as of August 1, 2014). As a result, MOC Marketing G.K. and Toyo Sekiyu Hanbai K.K. whose entire shares were held by the said company have been included in the scope of consolidation effective in the current period from the deemed date of acquisition of March 31, 2014.

MOC Marketing G.K. and another subsidiary of the Company each owned 50% interests in Kyokuto Petroleum Industries, Ltd. As a result, Kyokuto Petroleum Industries, Ltd. has been excluded from the scope of the equity method and included in the scope of consolidation effective in the current period from the deemed date of acquisition of March 31, 2014.

b. Application of equity method

1) Number of affiliates accounted for by the equity method: 5 companies

Shimizu LNG K. K., Kobe Standard Sekiyu K.K., Nissei Sekiyu K.K., Standard Sekiyu Osaka Hatsubaisho Co.,
 Japan Biofuels Supply LLP

On March 31, 2014, Kyokuto Petroleum Industries, Ltd. has been excluded from the scope of equity method as referred to in “(1) Scope of consolidation”.

2) Name of major non-equity-method companies

Emori Sekiyu K.K., Kimura Sekiyu K.K., K.K. Marutaka Sekiyu

3) Reason equity method was not applied

These affiliates above are not accounted for by the equity method because they do not have a material impact on net income (loss), retained earnings, etc. on a consolidated basis and the total amount as a whole does not have a material impact to the consolidated financial statements.

4) Notes to the procedures of applying equity method

Reasonable adjustments are made to the most recent available financial statements of companies accounted for by the equity method, whose closing dates are not the same as the Company.

c. Closing date of consolidated subsidiaries

Closing dates of consolidated subsidiaries are the same as that of the Company.

d. Summary of accounting procedures

1) Valuation rules and methods for significant assets

- Securities

Other securities:

- Securities with readily determinable fair values

Market value at the closing date (Valuation difference on available-for-sales securities is directly reflected in net assets, and cost of sales is calculated using the moving-average method)

- Securities without readily determinable fair values

The moving-average cost method

-Derivative transactions

Market value at the closing date

- Inventories

Generally the lower of acquisition costs determined by the weighted average cost method or their net realizable value

2) Depreciation and amortization of significant noncurrent assets

- Property, plant and equipment (excluding leased assets)

Generally the declining-balance method

The service life ranges by major assets are:

| | |
|-----------------------------------|----------------|
| Buildings and structures | 10 to 50 years |
| Tanks | 10 to 25 years |
| Machinery, equipment and vehicles | 7 to 15 years |

- Intangible assets (excluding leased assets)

The straight-line method

In-house computer software is amortized over its service life (5 to 15 years) using the straight-line method

- Lease assets

The straight-line method is employed, where the leasing period is deemed as the service life and residual value is set as zero. The accounting treatment for finance lease transactions that do not transfer ownership to the lessee and became effective on or before December 31, 2008 is calculated pursuant to the method applied to ordinary operating lease transactions.

3) Basis for significant provisions

- Allowance for doubtful accounts

To provide for losses due to bad debt, the Company and its consolidated subsidiaries reserve an estimated bad debt allowance on ordinary receivables based on historical bad debt ratios, and on highly doubtful receivables based on the estimated recoverability from individual customers.

- Provision for bonuses

To provide for the payment of employees' bonuses, the Company and its consolidated subsidiaries accrue an estimated reserve for the period.

- Provision for repairs

To provide for periodic tank inspections required under the Fire Service Act and for periodic repairs of machinery and equipment, the Company and its consolidated subsidiaries reserve an estimated cost for the current period, based on actual payments and repair plans, respectively

4) Accounting method related to retirement benefits

- Method of attributing expected retirement benefits to periods

In the calculation of retirement benefit obligations, the straight-line basis is adopted as the method of attributing expected retirement benefits to the period up to the end of the current period.

- Method of amortizing actuarial difference, and the past service liabilities

Actuarial differences are generally amortized into pension expenses beginning with the next period, using the declining-balance method over a period determined based on employees' average remaining service years (mainly 12 years). Past service liabilities are amortized into pension expenses using the straight-line method over employees' average remaining service years (11.0 to 12.9 years). Unrecognized actuarial gains and losses, and unrecognized prior service cost are included in accumulated other comprehensive income after adjusting deferred tax.

5) Translation method for foreign currency assets and liabilities

Foreign currency assets and liabilities are translated into yen at the spot rate at the closing date, and any difference from exchange rate change is reflected in income.

6) Principal methods of hedge accounting

- Method of hedge accounting

Exceptional treatment permitting the effects of the interest rate swaps to be netted against the underlying interest expense of the loans payable subject to the swap agreement is adopted for the swap agreements that satisfy the requirements for exceptional treatment.

-Hedging instrument and hedged item

| | |
|---------------------|---------------------------|
| Hedging instrument: | Interest rate swap |
| Hedged item: | Interest on loans payable |

-Hedging policy

Upon the completion of internal approval procedures prescribed by the Company, interest rate swaps are carried out to convert floating interest rates associated with certain loans payable to fixed interest rates.

-Method of evaluating hedge effectiveness

Hedge effectiveness of interest rate swaps is not evaluated because they are accounted for with exceptional treatment.

7) Amortization method and period of Goodwill

Goodwill is amortized by the straight-line method over 20 years.

8) Scope of cash and cash equivalents in consolidated statement of cash flows

Cash and cash equivalents are composed of cash on hand, deposits drawable at any time, deposits readily convertible to cash and price change insensitive short-term advances whose maturity comes generally within three months.

9) Accounting method for consumption taxes

Each item in the consolidated statement of income does not include consumption taxes.

(Change in accounting policies)

- Application of Accounting Standard, etc. for Retirement Benefits

The Company has adopted the “Accounting Standard for Retirement Benefits” (The Accounting Standards Board of Japan(ASBJ) Statement No.26, May 17, 2012) (“Accounting Standard”), and the “Guidance on Accounting Standard for Retirement Benefits” (ASBJ Guidance No.25, May 17, 2012) (“Guidance”), effective from the end of the current period (excluding the provisions set forth in the main clause of paragraph 35 of the Accounting Standard, and the main clause of paragraph 67 of the Guidance). As a result, the Company has changed the accounting method to one that records, as a net defined benefit liability, the amount of retirement benefit obligations after deducting the amount of pension assets. Accordingly, the unrecognized actuarial difference and the unrecognized past service liabilities are recognized as a net defined benefit liability.

The Accounting Standard and other relevant rules are applied in accordance with the transitional measures provided in paragraph 37 of the Accounting Standard. The amount of impact resulting from the changes has been reflected in the measurements of defined benefit plans in the accumulated other comprehensive income at the end of the current period.

As a result of these changes, a net defined benefit asset of 3,920 million yen and a net defined benefit liability of 132,907 million yen have been recognized at the end of the current period, and the accumulated other comprehensive income has decrease by 12,109 million yen, with the minority interests being reduced by 5 million yen.

Net assets per share decreased by 33.26 yen.

(Accounting standards and other regulations to be applied)

“Accounting Standard for Retirement Benefits” (ASBJ Statement No.26, May 17, 2012) and “Guidance on Accounting Standard for Retirement Benefits” (ASBJ Guidance No.25, May 17,2012).

a. Overview

The above accounting standards were amended mainly focusing on the accounting method of unrecognized actuarial gains and losses, and the unrecognized prior service costs, and the calculation method of retirement benefit obligations and current service costs, and enhancement of disclosures.

2. Application schedule

The amendment to the calculation method of retirement benefit obligations and current service costs will be applied, effective from the beginning of 2015. As there are transitional measures for the above accounting standards, the amendment will not be applied retroactively to the consolidated financial statements for the previous year.

3. Effect of application of accounting standards and other regulations

The impact of the application of this Accounting Standard on the consolidated financial statements is minor.

(Change in presentation)

“Short-term loans receivable” which had been separately presented in the section of “Current assets” in the prior period, is included in “Other” in the current period because its amount is immaterial.

The outstanding balance of “Short-term loans receivable” at the end of the current period, 15,069 million yen is reclassified in “Other” to reflect this presentation change.

(Deferred tax accounting)

a. Detail of deferred tax assets and deferred tax liabilities

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|---|-------------------------------------|---------------------------------------|
| Deferred tax assets | | |
| Tax loss carry forward | 20,077 million yen | 103,530 million yen |
| Provision for retirement benefits | 43,952 | - |
| Net defined benefit liability | - | 46,506 |
| Valuation difference on securities | 24,915 | 24,915 |
| Land valuation difference | 8,270 | 14,877 |
| Provision for repairs | 7,028 | 7,860 |
| Accumulated impairment loss | 2,887 | 2,611 |
| Non-refundable deposits | 2,290 | 2,331 |
| Unrealized gains and losses | - | 1,414 |
| Accrued enterprise tax payable | 1,100 | 198 |
| Other | 6,357 | 8,627 |
| Subtotal | 116,880 | 212,874 |
| Valuation allowance | (51,373) | (86,062) |
| Total deferred tax assets | 65,506 | 126,811 |
| Deferred tax liabilities | | |
| Deferred taxation on the gain from inventory valuation method change | (40,843) | (32,285) |
| Land valuation difference | (21,649) | (16,759) |
| Reserve for property replacement | (15,086) | (15,089) |
| Prepaid pension costs | (1,263) | - |
| Net defined benefit asset | - | (1,192) |
| Other | (2,126) | (3,136) |
| Total deferred tax liabilities | (80,968) | (68,463) |
| Net of deferred tax assets and liabilities | (15,461) | 58,348 |

b. Reconciliation of significant differences between the statutory effective tax rate and the actual effective tax rate after application of deferred tax accounting

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|--|-------------------------------------|---------------------------------------|
| Statutory effective tax rate | 38.0 % | 38.0% |
| (Adjustments) | | |
| Valuation difference on shares | - | 74.7 |
| Items not recognized as income, such as dividend received | 0.2 | 23.1 |
| Valuation allowance | 2.3 | (40.3) |
| Goodwill amortization | 13.2 | (8.7) |
| Differences in applicable tax rates | 0.3 | (7.7) |
| Equity earnings | (2.1) | (0.4) |
| Others | 0.4 | 3.0 |
| Actual effective tax rate | 52.2 | 81.7 |

(Segment information)

a. Segment information

1) Overview of reportable segments

The reportable segments of the Company's group are the functional segments for which discrete financial information is available and whose operating results are regularly reviewed by the Board of Directors of the Company to make decisions about resources to be allocated to the segment and assess its performance.

"Oil segment" and "Chemical segment" are identified as reportable segments in accordance with the nature of the operations undertaken and products sold by the Company's group. The Oil segment is organized and operates to manufacture and sell petroleum products, and the Chemical segment is organized and operates to manufacture and sell petrochemical products.

The major products or services by each segment are as follows:

- (1) Oil: Gasoline, Naphtha, Jet Fuel, Kerosene, Diesel Fuel, Fuel Oils, Lubricants, LPG, etc.
- (2) Chemical: Olefins, Aromatics, Hydrocarbon Fluids, Petroleum Resins, Polyethylene, etc.

2) Measurement method of net sales and segment income, assets, liabilities and others by reportable segments

The accounting methods used in the reportable segments are the same as described in "Significant accounting policies."

The basis for the reporting of segment income is the same as for operating income.

The amounts of internal transactions between segments are based on fair market value.

3) Net sales, segment income, assets, liabilities and other information by reportable segments

Prior period (January 1, 2013 through December 31, 2013)

(Unit: Million yen)

| | Oil | Chemical | Total | Adjustment (Note) 1, 2 | Consolidated statement of income amount |
|---|-----------|----------|-----------|---------------------------|---|
| Net sales | | | | | |
| Sales to customers outside the Company group | 2,896,844 | 344,305 | 3,241,150 | - | 3,241,150 |
| Internal transactions | 1,850,316 | 177,922 | 2,028,238 | (2,028,238) | - |
| Total | 4,747,160 | 522,228 | 5,269,388 | (2,028,238) | 3,241,150 |
| Segment income | 46,622 | 22,591 | 69,214 | (16,924) | 52,289 |
| Other items | | | | | |
| Depreciation and amortization | 20,432 | 3,735 | 24,168 | - | 24,168 |

(Note) 1. Adjustment of (2,028,238) million yen represents an elimination of inter-segment transactions.

2. Goodwill amortization of (16,924) million yen is shown in the adjustment column as it is not allocated to each segment.

3. Total segment income plus "Adjustment" is the same as operating income in the consolidated statement of income.

4. The information of assets is omitted because the Company does not allocate assets into segments.

Current period (January 1, 2014 through December 31, 2014)

(Unit: Million yen)

| | Oil | Chemical | Total | Adjustment (Note) 1, 2 | Consolidated statement of income amount |
|---|-----------|----------|-----------|---------------------------|---|
| Net sales | | | | | |
| Sales to customers outside the Company group | 3,104,214 | 346,882 | 3,451,097 | - | 3,451,097 |
| Internal transactions | 2,424,080 | 60,960 | 2,485,041 | (2,485,041) | - |
| Total | 5,528,294 | 407,843 | 5,936,138 | (2,485,041) | 3,451,097 |
| Segment income (loss) | (68,004) | 12,375 | (55,628) | (17,319) | (72,948) |
| Other items | | | | | |
| Depreciation and amortization | 20,804 | 3,262 | 24,066 | - | 24,066 |

(Note) 1. Adjustment of (2,485,041) million yen represents an elimination of inter-segment transactions.

2. Goodwill amortization of (17,319) million yen is shown in the adjustment column as it is not allocated to each segment.

3. Total segment income (loss) plus "Adjustment" is the same as operating income (loss) in the consolidated statement of income.

4. The information of assets is omitted because the Company does not allocate assets into segments.

b. Related information

Prior period (January 1, 2013 through December 31, 2013)

1) Information by products and services

This information is omitted, because the same information is presented in "Segment information".

2) Information by geographic area

- Net sales

(Unit: Million yen)

| Japan | Other area | Total |
|-----------|------------|-----------|
| 2,556,228 | 684,921 | 3,241,150 |

- (Note) 1. Net sales are classified into countries or regions based on customers' location
 2. Overseas sales are not given by countries or regions as net sales for each major country or region is not deemed to be material.
 3. Major countries or regions included in other area: Asia Pacific

- Tangible assets

This information is omitted, because TG Group does not own any tangible assets outside of Japan.

3) Information by major customers

(Unit: Million yen)

| Customer name | Net sales | Related segment |
|--------------------|-----------|-----------------|
| Kygnus Sekiyu K.K. | 433,209 | Oil |

Current period (January 1, 2014 through December 31, 2014)

1) Information by products and services

This information is omitted, because the same information is presented in "Segment information".

2) Information by geographic area

- Net sales

(Unit: Million yen)

| Japan | Other area | Total |
|-----------|------------|-----------|
| 2,745,810 | 705,286 | 3,451,097 |

- (Note) 1. Net sales are classified into countries or regions based on customers' location
 2. Overseas sales are not given by countries or regions as net sales for each major country or region is not deemed to be material.
 3. Major countries or regions included in other area: Asia Pacific

- Tangible assets

This information is omitted, because TG Group does not own any tangible assets outside of Japan.

3) Information by major customers

(Unit: Million yen)

| Customer name | Net sales | Related segment |
|--------------------|-----------|-----------------|
| Kygnus Sekiyu K.K. | 408,533 | Oil |

c. Impairment loss of noncurrent assets by reportable segments

Prior period (January 1, 2013 through December 31, 2013)

(Unit: Million yen)

| | Oil | Chemical | Total |
|-----------------|-----|----------|-------|
| Impairment loss | 62 | 30 | 93 |

Current period (January 1, 2014 through December 31, 2014)

(Unit: Million yen)

| | Oil | Chemical | Total |
|-----------------|-----|----------|-------|
| Impairment loss | 191 | - | 191 |

d. Amortization and residual balance of goodwill by reportable segments

Prior period (January 1, 2013 through December 31, 2013)

Amortization expense and residual balance of goodwill are not allocated to reportable segments.

(Unit: Million yen)

| | Company total |
|---|---------------|
| Amortization expense | 16,924 |
| Residual balance at the end of the period | 313,108 |

Current period (January 1, 2014 through December 31, 2014)

Amortization expense and residual balance of goodwill are not allocated to reportable segments.

(Unit: Million yen)

| | Company total |
|---|---------------|
| Amortization expense | 17,319 |
| Residual balance at the end of the period | 306,316 |

e. Negative goodwill by reportable segments

Prior period (January 1, 2013 through December 31, 2013)

The Company acquired all of the shares of NUC Corporation, which became a consolidated subsidiary of the Company. In this connection, the Company recognized 134 million of yen of gain on negative goodwill in the Chemical segment.

Current period (January 1, 2014 through December 31, 2014)

Not applicable.

(Financial data per share)

Prior period (January 1, 2013 through December 31, 2013)

| | |
|----------------------|------------|
| Net assets per share | 805.77 yen |
| Net income per share | 62.84 yen |

(Note) Basis of the calculation

| | |
|--|--------------------|
| Net income | 22,902 million yen |
| Net income not relating to common shareholders | - |
| Net income pertaining to common stock | 22,902 million yen |
| Average number of outstanding common shares | 364,438,926 shares |

Diluted net income per share 62.83 yen

(Note) Basis of the calculation

| | |
|---|-----------------|
| Adjustments in net income | - |
| Increase in number of common shares | 64,298 shares |
| (Number of stock acquisition rights included) | (64,298 shares) |

Current period (January 1, 2014 through December 31, 2014)

| | |
|-----------------------------|-------------|
| Net assets per share | 718.35 yen |
| Net income (loss) per share | (38.36 yen) |

(Note) Basis of the calculation

| | |
|--|----------------------|
| Net income (loss) | (13,975) million yen |
| Net income not relating to common shareholders | - |
| Net income (loss) pertaining to common stock | (13,975) million yen |
| Average number of outstanding common shares | 364,338,663 shares |

Diluted net income per share

Diluted net income per share is not noted even though the Company has issued dilutive securities, because the per share data is a net loss per share.

(Significant subsequent events)

Not applicable.

5. Non-consolidated financial statements**(1) Non-consolidated balance sheet**

(Unit: Million yen)

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|--|-------------------------------------|---------------------------------------|
| Assets | | |
| Current assets | | |
| Cash and deposits | 14,938 | 27,975 |
| Accounts receivable - trade | 361,575 | 308,743 |
| Merchandise and finished goods | 77,331 | 60,533 |
| Semi-finished goods | 67,163 | 60,042 |
| Raw materials | 251,372 | 129,878 |
| Supplies | 4,402 | 4,427 |
| Prepaid expenses | 4,893 | 4,716 |
| Income taxes receivable | - | 21,033 |
| Deferred tax assets | - | 4,274 |
| Short-term loans receivable | 54 | 42 |
| Short-term loans receivable from subsidiaries and associates | 8,860 | 32,477 |
| Accounts receivable - other | 5,557 | 15,843 |
| Other | 2,275 | 910 |
| Allowance for doubtful accounts | (36) | (33) |
| Total current assets | 798,387 | 670,865 |
| Non-current assets | | |
| Property, plant and equipment | | |
| Buildings | 9,850 | 9,575 |
| Structures | 22,554 | 21,775 |
| Tanks | 4,677 | 5,395 |
| Machinery and equipment | 22,141 | 20,708 |
| Vehicles | 19 | 14 |
| Tools, furniture and fixtures | 1,199 | 1,396 |
| Land | 67,571 | 67,979 |
| Construction in progress | 4,268 | 7,122 |
| Total property, plant and equipment | 132,283 | 133,966 |
| Intangible assets | | |
| Goodwill | 1,117 | 838 |
| Leasehold right | 1,491 | 1,473 |
| Software | 3,781 | 3,379 |
| Technology royalty | 6,089 | 5,140 |
| Right of using facilities | 148 | 188 |
| Total intangible assets | 12,628 | 11,020 |

(Unit: Million yen)

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|---|-------------------------------------|---------------------------------------|
| Investments and other assets | | |
| Investment securities | 4,399 | 7,192 |
| Shares of subsidiaries and associates | 1,056 | 1,056 |
| Investments in capital of subsidiaries and associates | 457,621 | 454,584 |
| Long-term deposits | 2,053 | 1,751 |
| Deferred tax assets | - | 12,499 |
| Other | 4,926 | 3,732 |
| Allowance for doubtful accounts | (66) | (32) |
| Total investments and other assets | 469,988 | 480,783 |
| Total non-current assets | 614,900 | 625,770 |
| Total assets | 1,413,287 | 1,296,635 |
| Liabilities | | |
| Current liabilities | | |
| Notes payable - trade | 26,274 | 10,930 |
| Accounts payable - trade | 288,473 | 192,885 |
| Gasoline taxes payable | 192,571 | 208,934 |
| Short-term loans payable | 116,587 | 123,269 |
| Current portion of long-term loans payable | 342 | 342 |
| Short-term loans payable to subsidiaries and associates | 130,036 | 65,446 |
| Commercial papers | 30,000 | 15,000 |
| Accounts payable - other | 8,802 | 21,496 |
| Accrued expenses | 15,423 | 12,562 |
| Income taxes payable | 9,309 | 36 |
| Accrued consumption taxes | 9,495 | 17,455 |
| Deferred tax liabilities | 7,976 | - |
| Advances received | 6,744 | 7,309 |
| Guarantee deposits payable | 8,556 | 7,589 |
| Provision for bonuses | 864 | 851 |
| Other | 1,204 | 1,047 |
| Total current liabilities | 852,663 | 685,155 |
| Non-current liabilities | | |
| Bonds payable | 40,000 | 85,000 |
| Long-term loans payable | 136,197 | 129,855 |
| Deferred tax liabilities | 44,454 | - |
| Provision for retirement benefits | 43,900 | 40,453 |
| Provision for directors' retirement benefits | 36 | - |
| Provision for repairs | 18,890 | 19,483 |
| Asset retirement obligations | 615 | 543 |
| Other | 2,853 | 285 |
| Total non-current liabilities | 286,947 | 275,621 |
| Total liabilities | 1,139,610 | 960,777 |

(Unit: Million yen)

| | Prior period (December 31, 2013) | Current period (December 31, 2014) |
|---|-------------------------------------|---------------------------------------|
| Net assets | | |
| Shareholders' equity | | |
| Capital stock | 35,123 | 35,123 |
| Capital surplus | | |
| Legal capital surplus | 20,741 | 20,741 |
| Other capital surplus | 1 | 1 |
| Total capital surpluses | 20,743 | 20,743 |
| Retained earnings | | |
| Legal retained earnings | 8,780 | 8,780 |
| Other retained earnings | | |
| Reserve for property replacement | 13,814 | 13,406 |
| Retained earnings brought forward | 338,163 | 400,694 |
| Total retained earnings | 360,758 | 422,882 |
| Treasury shares | (143,139) | (143,200) |
| Total shareholders' equity | 273,485 | 335,548 |
| Valuation and translation adjustments | | |
| Valuation difference on available-for-sale securities | 119 | 163 |
| Total valuation and translation adjustments | 119 | 163 |
| Subscription rights to shares | 72 | 146 |
| Total net assets | 273,676 | 335,858 |
| Total liabilities and net assets | 1,413,287 | 1,296,635 |

(2) Non-consolidated statement of income

(Unit: Million yen)

| | Prior period (January 1, 2013 through December 31, 2013) | Current period (January 1, 2014 through December 31, 2014) |
|--|--|--|
| Net sales | 3,033,225 | 2,979,545 |
| Cost of sales | 2,963,539 | 3,013,489 |
| Gross profit (loss) | 69,685 | (33,944) |
| Selling, general and administrative expenses | 28,446 | 26,831 |
| Operating income (loss) | 41,238 | (60,775) |
| Non-operating income | | |
| Interest income | 400 | 140 |
| Dividend income | 7,390 | 73,046 |
| Other | 43 | 259 |
| Total non-operating income | 7,833 | 73,445 |
| Non-operating expenses | | |
| Interest expenses | 2,688 | 1,987 |
| Interest on bonds | 311 | 510 |
| Foreign exchange losses | 5,789 | 1,651 |
| Bond issuance cost | 46 | 208 |
| Other | 56 | 174 |
| Total non-operating expenses | 8,892 | 4,533 |
| Ordinary income | 40,179 | 8,137 |
| Extraordinary income | | |
| Gain on sales of non-current assets | 47 | 1,802 |
| Total extraordinary income | 47 | 1,802 |
| Extraordinary losses | | |
| Loss on sales and retirement of non-current assets | 1,406 | 1,072 |
| Impairment loss | 7 | 125 |
| Settlement package | - | 559 |
| Total extraordinary losses | 1,414 | 1,757 |
| Income before income taxes | 38,813 | 8,181 |
| Income taxes - current | 10,359 | 1,441 |
| Income taxes - deferred | 2,255 | (69,229) |
| Total income taxes | 12,614 | (67,787) |
| Net income | 26,198 | 75,969 |

(3) Non-consolidated statement of changes in net assets

Prior period (January 1, 2013 through December 31, 2013)

(Unit: Million yen)

| | Shareholders' equity | | | | | | | |
|--|----------------------|-----------------------|-----------------------|-----------------------|-------------------------|----------------------------------|-----------------------------------|-------------------------|
| | Capital stock | Capital surplus | | | Retained earnings | | | |
| | | Legal capital surplus | Other capital surplus | Total capital surplus | Legal retained earnings | Other retained earnings | | Total retained earnings |
| | | | | | | Reserve for property replacement | Retained earnings brought forward | |
| Balance at beginning of current period | 35,123 | 20,741 | - | 20,741 | 8,780 | 14,360 | 325,268 | 348,410 |
| Changes of items during period | | | | | | | | |
| Dividends of surplus | - | - | - | - | - | - | (13,850) | (13,850) |
| Net income | - | - | - | - | - | - | 26,198 | 26,198 |
| Purchase of treasury shares | - | - | - | - | - | - | - | - |
| Disposal of treasury shares | - | - | 1 | 1 | - | - | - | - |
| Reversal of reserve for property replacement | - | - | - | - | - | (546) | 546 | - |
| Net changes of items other than shareholders' equity | - | - | - | - | - | - | - | - |
| Total changes of items during period | - | - | 1 | 1 | - | (546) | 12,895 | 12,348 |
| Balance at end of current period | 35,123 | 20,741 | 1 | 20,743 | 8,780 | 13,814 | 338,163 | 360,758 |

| | Shareholders' equity | | Valuation and translation adjustments | | Subscription rights to shares | Total net assets |
|--|----------------------|----------------------------|---|---|-------------------------------|------------------|
| | Treasury shares | Total shareholders' equity | Valuation difference on available-for-sale securities | Total valuation and translation adjustments | | |
| Balance at beginning of current period | (142,965) | 261,309 | (0) | (0) | - | 261,309 |
| Changes of items during period | | | | | | |
| Dividends of surplus | - | (13,850) | - | - | - | (13,850) |
| Net income | - | 26,198 | - | - | - | 26,198 |
| Purchase of treasury shares | (178) | (178) | - | - | - | (178) |
| Disposal of treasury shares | 4 | 5 | - | - | - | 5 |
| Reversal of reserve for property replacement | - | - | - | - | - | - |
| Net changes of items other than shareholders' equity | - | - | 119 | 119 | 72 | 192 |
| Total changes of items during period | (174) | 12,175 | 119 | 119 | 72 | 12,367 |
| Balance at end of current period | (143,139) | 273,485 | 119 | 119 | 72 | 273,676 |

Current period (January 1, 2014 through December 31, 2014)

(Unit: Million yen)

| | Shareholders' equity | | | | | | | |
|--|----------------------|-----------------------|-----------------------|-----------------------|----------------------------------|-----------------------------------|----------|-------------------------|
| | Capital stock | Capital surplus | | | Retained earnings | | | |
| | | Legal capital surplus | Other capital surplus | Total capital surplus | Legal retained earnings | Other retained earnings | | Total retained earnings |
| | | | | | Reserve for property replacement | Retained earnings brought forward | | |
| Balance at beginning of current period | 35,123 | 20,741 | 1 | 20,743 | 8,780 | 13,814 | 338,163 | 360,758 |
| Changes of items during period | | | | | | | | |
| Dividends of surplus | - | - | - | - | - | - | (13,845) | (13,845) |
| Net income | - | - | - | - | - | - | 75,969 | 75,969 |
| Purchase of treasury shares | - | - | - | - | - | - | - | - |
| Disposal of treasury shares | - | - | 0 | 0 | - | - | - | - |
| Reversal of reserve for property replacement | - | - | - | - | - | (407) | 407 | - |
| Net changes of items other than shareholders' equity | - | - | - | - | - | - | - | - |
| Total changes of items during period | - | - | 0 | 0 | - | (407) | 62,530 | 62,123 |
| Balance at of current period | 35,123 | 20,741 | 1 | 20,743 | 8,780 | 13,406 | 400,694 | 422,882 |

| | Shareholders' equity | | Valuation and translation adjustments | | Subscription rights to shares | Total net assets |
|--|----------------------|----------------------------|---|---|-------------------------------|------------------|
| | Treasury shares | Total shareholders' equity | Valuation difference on available-for-sale securities | Total valuation and translation adjustments | | |
| Balance at beginning of current period | (143,139) | 273,485 | 119 | 119 | 72 | 273,676 |
| Changes of items during period | | | | | | |
| Dividends of surplus | - | (13,845) | - | - | - | (13,845) |
| Net income | - | 75,969 | - | - | - | 75,969 |
| Purchase of treasury shares | (63) | (63) | - | - | - | (63) |
| Disposal of treasury shares | 2 | 3 | - | - | - | 3 |
| Reversal of reserve for property replacement | - | - | - | - | - | - |
| Net changes of items other than shareholders' equity | - | - | 44 | 44 | 74 | 118 |
| Total changes of items during period | (60) | 62,063 | 44 | 44 | 74 | 62,181 |
| Balance at end of current period | (143,200) | 335,548 | 163 | 163 | 146 | 335,858 |