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#### Financial Results for the Fiscal Year Ended March 31, 2011





April 26, 2011

| Company Name<br>Code No. | Osaka Securities Exchange Co., Ltd<br>8697    | l.                         | Listed on: OSE-JASDAQ        |
|--------------------------|---|----------------------------|------------------------------|
| Representative           | Michio Yoneda. President & CEO                |                            | URL: http://www.ose.or.jp/e/ |
| Contact                  | Mikio Hinoide, General Manager, Corporate I   | Planning and Communication | TEL: +81-(0)6-4706-0800      |
| Scheduled date of        | the ordinary general meeting of shareholders: | June 22, 2011              |                              |
| Scheduled date of        | filing the annual securities report:          | June 14, 2011              |                              |
| Scheduled date of        | commencement of dividend payment:             | June 23, 2011              |                              |
| Supplementary dat        | a for financial results:                      | Yes                        |                              |
| Financial results co     | onference:                                    | Yes                        |                              |

(Amounts less than one million yen are rounded down)

#### 1. Business Performance of the Fiscal Year Ended March 31, 2011 (April 1, 2010 - March 31, 2011)

(1) Operating Results

(Percentages shown indicate changes from the previous fiscal year)

|                                     | Operating Reven         | ue   | Operating In                   | ncome | Ordin                      | ary Income                             | Net Inc | come                             |
|-------------------------------------|-------------------------|------|--------------------------------|-------|----------------------------|--|---------|----------------------------------|
|                                     | mil yen                 | %    | mil yen                        | %     | m                          | il yen %                               | mil ye  | n %                              |
| Fiscal Year<br>ended March 31, 2011 | 22,984                  | 27.1 | 7,582                          | 23.9  | 8                          | 3,453 10.0                             | 9,15    | 6 111.2                          |
| Fiscal Year<br>ended March 31, 2010 | 18,080                  | ∆4.3 | 6,121                          | ∆20.8 | 7                          | 7,684 ∆17.6                            | 4,33    | 4 ∆31.4                          |
|                                     | Net Income per<br>Share |      | t Income per<br>are (adjusted) |       | Earnings to<br>ers' Equity | Ratio of Currer<br>Earnings to Total A |         | perating Income<br>ting Revenues |
|                                     | yen                     |      | yen                            |       | %                          |  | %       | %                                |
| Fiscal Year<br>ended March 31, 2011 | 33,911.49               |      | -                              | 18    | 3.4                        | 1.7                                    | :       | 33.0                             |
| Fiscal Year<br>ended March 31, 2010 | 16,053.69               |      | -                              | 9     | .6                         | 1.9                                    | ;       | 33.9                             |

(Ref.) Investment profit/loss on equity method: Fiscal Year ended March 31, 2011 : - mill yen Fiscal Year ended March 31, 2010 : - mill yen

\* Due to a merger of a subsidiary in the fiscal year ended March 31, 2011, OSE prepares only the individual financial statements. Although OSE prepared the consolidated financial statements for the fiscal year ended March 31, 2010, above figures are figures showed in the individual financial statements.

#### (2) Financial Position

|                                     | Total Assets | Net Assets | Equity Ratio | Net Assets per Share |
|-------------------------------------|--------------|------------|--------------|----------------------|
|                                     | mil yen      | mil yen    | %            | yen                  |
| Fiscal Year<br>ended March 31, 2011 | 670,811      | 52,858     | 7.9          | 195,773.01           |
| Fiscal Year<br>ended March 31, 2010 | 317,323      | 46,439     | 14.6         | 171,998.46           |

(Ref.) Shareholders' Equity: Fiscal Year ended March 31, 2011 : 52,858 mil yen Fiscal Year ended March 31, 2010 : 46,439 mil yen \* Due to a merger of a subsidiary in the fiscal year ended March 31, 2011, OSE prepares only the individual financial statements. Although OSE prepared the consolidated financial statements for the fiscal year ended March 31, 2010, above figures are figures showed in the individual financial statements.

#### (3) Cash Flow Position

|                                     | Net Cash Provided by<br>Operating Activities | Net Cash Provided by<br>Investment Activities | Net Cash Provided by<br>Financing Activities | Cash and Cash Equivalents at<br>End of Current Term |
|-------------------------------------|--|---|--|---|
|                                     | mil yen                                      | mil yen                                       | mil yen                                      | mil yen   |
| Fiscal Year<br>ended March 31, 2011 | 3,690  | ∆ 7,652                                       | △ 2,700                                      | 8,453   |
| Fiscal Year<br>ended March 31, 2010 | -  | -   | -  | -   |

OSE prepares the consolidated cash flow statements, does not prepare the individual cash flow statements. Therefore, the cash flow position for the fiscal year ended March 31, 2010 is not showed.

#### 2. Dividends

|   |                         | Dividend per Share       |                         |          |           |                     | Dividend     | Ratio of Dividends |
|---|-------------------------|--------------------------|-------------------------|----------|-----------|---------------------|--------------|--------------------|
|   | End of First<br>Quarter | End of Second<br>Quarter | End of Third<br>Quarter | Year-End | Annual    | Paid<br>(Full Year) | Payout Ratio | to Net Assets      |
|   |                         | yen                      |                         | yen      | yen       | mil yen             | %            | %                  |
| Fiscal Year<br>ended March 31, 2010             | -                       | 3,500.00                 | -                       | 5,500.00 | 9,000.00  | 2,430               | 38.6         | 5.0                |
| Fiscal Year<br>ended March 31, 2011             | -                       | 4,500.00                 | -                       | 6,000.00 | 10,500.00 | 2,835               | 39.7         | 5.7                |
| Fiscal Year ending<br>March 31, 2012 (Forecast) |                         | 4,500.00                 | -                       | 4,500.00 | 9,000.00  |                     | 40.5         |                    |

\* Due to a merger of Jasdaq Securities Exchange, Inc. on April 1, 2010, a 2,013 million-yen income from the merger is posted on the Profit and Loss Statements for the fiscal year ended March 31, 2011 (individual), but the income was already posted on the Consolidated Profit and Loss Statements for the fiscal year ended March 31, 2009 and the fiscal year ended March 31, 2010 and included in a dividend resource, from which we paid a dividend. Therefore, following the above, OSE projects the dividend for the fiscal year ended March 31, 2011, deducting the worth of the income from a dividend resource. Figures of Dividend Payout Ratio and Ratio of Dividends to Net Assets for the Fiscal Year ended March 31, 2010 are consolidated figures.

#### 3. Earnings Forecast for the Fiscal Year ending March 31, 2012 (April 1, 2011 - March 31, 2012)

|                                | Operating Rev | enue | Operating Inc | come | Ordinary Inc | come | Net Incor | ne     | Net Income per Share |
|--------------------------------|---------------|------|---------------|------|--------------|------|-----------|--------|----------------------|
|                                | mil yen       | %    | mil yen       | %    | mil yen      | %    | mil yen   | %      | yen                  |
| Second Quarter<br>(Cumulative) | 12,000        | 8.0  | 4,500         | 1.9  | 4,700        | 0.2  | 3,000     | ∆ 50.7 | 11,111.11            |
| Full Year                      | 24,000        | 4.4  | 9,000         | 18.7 | 9,500        | 12.4 | 6,000     | ∆ 34.5 | 22,222.22            |

(Percentages shown on "Full Year "indicate changes from the previous fiscal year and "Second Quarter (Cumulative)" from the same period last year)

As of March 31, 2010: 270,000 shares

As of March 31, 2010: - shares

# 4. Others

(1) Changes in accounting principles, procedures, preparation methods

1) Changes in accordance with Revision of Accounting Standards, etc. : Yes

2) Changes other than 1) : No

#### (2) Number of shares outstanding (Ordinary Shares)

1) Number of shares outstanding at term-end (including treasury stock)

As of March 31, 2011: 270,000 shares

2) Number of treasury stock at term-end

As of March 31, 2011: - shares

3) Average number of shares outstanding

Fiscal year ended March 31, 2011: 270,000 shares Fiscal year ended March 31, 2010: 270,000 shares

# \* Status of Auditing Processes

This financial results are exempt from auditing processes based on the Financial Instruments and Exchange Law, and auditing processes of financial statements based on the Financial Instruments and Exchange Law has not been completed at the time of disclosure of this financial results.

\* Explanation for the Proper Use of Earnings Forecast and Other Special Instructions Earnings forecast shown in this material is just an outlook judged or assumed based on the information available at the moment, and includes risks and uncertainties. Actual performance is subject to substantial changes due to various factors.

# 1. Operating Results

# (1) Analysis on Operating Results

Due to the foreign economical conditions such as the financial crisis in Europe and concerns against the deceleration of US economy, and the rapid rise of the yen, Japan's economy remained in the weak condition. Also, suffering from the Great East Japan Earthquake, the unprecedented disaster, in March of this year, it would be concerned that the Japan's economy would remain uncertain. Under this situation, in stock markets during the current fiscal year, Nikkei 225 moved in a range of the 8,600-yen level to the 11,300-yen level, overview of Operating Revenue by each sector during the current fiscal year is as follows.

(\*) Due to a merger of Jasdaq Securities Exchange, Inc. (Jasdaq), a former consolidated subsidiary, on April 1, 2010, Osaka Securities Exchange (OSE) prepares only the individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, in the *"(1) Analysis on Operating Results"*, changes of figures on the business performance from the previous consolidated fiscal year, which is before the merger, are shown as a reference.

#### A. Participant Fees

During the current fiscal year, as for a derivatives market, one of the financial instruments markets operated by OSE (OSE's markets), due to our extended reach of Nikkei 225 mini and Exchange FX Margin Trading (OSE-FX) to retail investors and an extension of Evening Session from July of last year, trading volumes of Nikkei 225 mini, Nikkei 225 Options, and OSE-FX exceeded the volumes of the previous consolidated fiscal year. As a result, the total trading volume of derivatives products became 214. 4 million units, increased by 25.5% from the previous consolidated fiscal year. It was the first time to exceed 200 million units. Also, as the trading value of Nikkei 225 mini, Nikkei 225 Options and OSE-FX exceeded the vale in the previous consolidated fiscal year, the total trading value of derivatives products became 371 trillion yen, increased by 6.0% from the previous consolidated fiscal year.

As for the equity markets, trading volume both in 1st/2nd Section and JASDAQ (including Hercules and NEO) fell below the volume in the previous consolidated fiscal year, and the total trading volume decreased by 16.5% from the previous consolidated fiscal year. However, as the trading value of JASDAQ greatly exceeded the value in the previous consolidated fiscal year, the total trading value resulted in 19 trillion yen, increased by 3.1% from the previous consolidated fiscal year.

Accordingly, the Participant Fees reached 13,769 million yen (increased by 7.6% on the same period previous year). Its breakdown is the trading fees, 8,548 million yen; the clearing fees, 2,586 million yen; the access fees, 1,870 million yen; the basic fees, 734 million yen; and so on.

#### B. Equipment and Information Services Fees

Equipment and Information Services Fees, which is mainly from the real-time information of orders and settlements information service, the closed price information service, and the collocation service, reached 7,086 million yen (increased by 3.6% on the same period previous year.) Its breakdown is market information fees, 3,961 million yen; network fees, 1,282 million yen; system connection fees, 803 million yen; and so on.

#### C. Listing Fees

As for the number of listed companies at the end of the current fiscal year, the total of 1st and 2nd Sections was 743 companies, decreased by 5.2% from the end of previous consolidated fiscal year, and that of JASDAQ was 989 companies, decreased by 3.5% from the end of previous consolidated fiscal year. Accordingly, the Listing Fees resulted in 1,905 million yen (decreased by 37.3% on the same period previous year), and the breakdown is annual listing fees of 1,427 million yen and initial listing fees & fees for issuing new shares of 478 million yen.

#### D. Others

Other operating revenue in the current fiscal year reached 222 million yen (decreased by 36.3% on the same period previous year.)

Based on the results described above, Operating Revenue resulted in 22,984 million yen, decreased by 0.2% on the same period previous year. And Selling, General and Administrative Expenses resulted in 15,401 million yen, increased by 0.7% on the same period previous year. It is because depreciation expenses was 3,290 million yen, operating expenses was 5,402 million yen, occupancy expenses was 3,183 million yen, and personnel administration expenses was 3,524 million yen, due to a market integration among Hercules, JASDAQ and NEO in October of last year and implementations of infrastructure improvements to provide stable trading systems.

As a result, the Operating Income was 7,582 million yen, decreased by 1.8% from the same period previous year, and Ordinary Income was 8,453 million yen, decreased by 7.7% from the same period previous year. And Net Income resulted in 9,156 million yen, increased by 45.4% from the same period previous year. It is because Gain on Extinguishment of Tie-In Shares of 2,013 million yen is posted for Extraordinary Income, also because the total of corporate tax etc. drastically reduced due to an application of Loss Carryforward from Jasdaq and a use of valuation reserve for Allowance for Doubtful Accounts posted by Jasdaq for tax accounting of the current fiscal year.

# a. Earning Results

(yen in millions)

| (yen in minions)                                   |                   |                       |                    |               |           |  |
|--|-------------------|-----------------------|--------------------|---------------|-----------|--|
|  | Fisca             | onsolidated<br>I Year |                    | ent Fiscal Ye |           |  |
| Category   |                   | ril 1, 2009           | From April 1, 2010 |               |           |  |
|  | to March 31, 2010 |                       | to                 | March 31, 20  | 11        |  |
|  | Amount            | Ratio (%)             | Amount             | Ratio (%)     | y / y (%) |  |
| Participant Fees                                   | 12,797            | 55.6                  | 13,769             | 59.9          | 7.6       |  |
| Trading fees                                       | 7,461             | 32.4                  | 8,548              | 37.2          | 14.6      |  |
| Clearing fees                                      | 2,619             | 11.4                  | 2,586              | 11.3          | - 1.2     |  |
| Access fees  | 1,798             | 7.8                   | 1,870              | 8.1           | 4.0       |  |
| Basic fees   | 744               | 3.2                   | 734                | 3.2           | - 1.3     |  |
| Others   | 173               | 0.8                   | 28                 | 0.1           | - 83.8    |  |
| Equipment and Information Services Fees            | 6,838             | 29.7                  | 7,086              | 30.8          | 3.6       |  |
| Market information fees                            | 4,074             | 17.7                  | 3,961              | 17.2          | - 2.8     |  |
| Network fees                                       | 1,354             | 5.9                   | 1,282              | 5.6           | - 5.3     |  |
| System connection fees                             | 801               | 3.5                   | 803                | 3.5           | 0.3       |  |
| Others   | 608               | 2.6                   | 1,038              | 4.5           | 70.8      |  |
| Listing Fees                                       | 3,036             | 13.2                  | 1,905              | 8.3           | - 37.3    |  |
| Annual listing fees                                | 1,822             | 7.9                   | 1,427              | 6.2           | - 21.7    |  |
| Initial listing fees & fees for issuing new shares | 1,214             | 5.3                   | 478                | 2.1           | - 60.6    |  |
| Others   | 349               | 1.5                   | 222                | 1.0           | - 36.3    |  |
| Total  | 23,021            | 100.0                 | 22,984             | 100.0         | - 0.2     |  |

(Note) Due to a merger with Jasdaq, which had been its consolidated subsidiary, on April 1, 2010, OSE prepares only the individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, figures of the previous consolidated fiscal year, which is before the merger, are shown as a reference.

# b. Trading and Clearing Fees

(yen in millions)

| Category                    | Previous Co<br>Fiscal<br>From Apri<br>to March | Year<br>il 1, 2009 |        | Current Fiscal Ye<br>From April 1, 20<br>to March 31, 20 | 10        |
|-----------------------------|--|--------------------|--------|--|-----------|
|                             | Amount Ratio (%)                               |                    | Amount | Ratio (%)  | y / y (%) |
| Nikkei 225 Futures (Note 1) | 3,951  | 39.2               | 4,296  | 38.6   | 8.7       |
| Nikkei 225 Options          | 3,919  | 38.9               | 4,175  | 37.5   | 6.5       |
| Other derivatives (Note 2)  | 8  | 0.1                | 263    | 2.4  | 3,112.2   |
| Stocks etc. (Note 3)        | 2,201  | 21.8               | 2,399  | 21.5   | 9.0       |
| Total                       | 10,080   | 100.0              | 11,135 | 100.0  | 10.5      |

(Note 1) Includes Nikkei 225 mini

(Note 2) Total of Nikkei 300 Futures, Russell/Nomura Prime Index Futures, Nikkei 300 Options, Security Options, and OSE-FX. Trading of Nikkei 300 Options is suspended from May 28, 2010.

(Note 3) Includes ETFs, domestic investment securities, foreign investment securities, covered warrants, investment securities, REITs, and bonds.

(Note 4) Due to a merger with Jasdaq, which had been its consolidated subsidiary, on April 1, 2010, OSE prepares only the individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, figures of the previous consolidated fiscal year, which is before the merger, are shown as a reference.

# c. Trading Value

(ven in 100 millions)

|     |                                  |   |                        | (yen in 100   |       |
|-----|----------------------------------|---|------------------------|---------------|-------|
|     | Category                         | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>to March 31, 2010 | Currer<br>Fron<br>to M |               |       |
|     |                                  | Trading Value   | Trading                | Value         | y / y |
|     |                                  | Trading Value   |                        | Daily Average | (%)   |
| De  | rivatives                        | 3,506,126   | 3,717,387              | 15,156        | 6.0   |
|     | Total of Nikkei 225 Futures/mini | 3,449,254   | 3,600,656              | 14,696        | 4.4   |
|     | Nikkei 225 Futures               | 2,366,358   | 2,282,418              | 9,315         | - 3.5 |
|     | Nikkei 225mini                   | 1,082,896   | 1,318,238              | 5,380         | 21.7  |
|     | Nikkei 225 Options               | 47,681  | 51,840                 | 211           | 8.7   |
|     | OSE-FX (Note 1)                  | 9,137   | 64,834                 | 248           | 609.6 |
|     | Other derivatives (Note 2)       | 53  | 55                     | 0             | 4.6   |
| Ste | ocks etc.                        | 184,520   | 190,220                | 776           | 3.1   |
|     | 1st/2nd Section                  | 117,576   | 115,634                | 471           | - 1.7 |
|     | JASDAQ                           | 47,028  | 53,612                 | 218           | 14.0  |
|     | ETFs                             | 19,860  | 20,910                 | 85            | 5.3   |
|     | Others (Note 3)                  | 56  | 62                     | 0             | 12.2  |

(Note 1) The trading started on July 21, 2009. Trading value of non-yen currency pairs is converted to yen at their settlement value on

(Note 2) Total of Nikkei 300 Futures, Russell/Nomura Prime Index Futures, Nikkei 300 Options, and Security Options. Trading of Nikkei 300 Options is suspended from May 28, 2010.

(Note 3) Total of domestic investment securities, foreign investment securities, covered warrants, investment securities, and REITs.

# d. Trading Volume

|    | Category                         | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>Category to March 31, 2010 |                | Current Fiscal Year<br>From April 1, 2010<br>to March 31, 2011 |       |  |
|----|----------------------------------|--|----------------|--|-------|--|
|    |                                  | Trading Volume<br>(10,000 units)   | Trading Volume | y / y (%)  |       |  |
| De | rivatives                        | 17,090   | 21,440         | 873  | 25.5  |  |
|    | Total of Nikkei 225 Futures/mini | 13,243   | 15,692         | 640  | 18.5  |  |
|    | Nikkei 225 Futures               | 2,376  | 2,313          | 94   | -2.7  |  |
|    | Nikkei 225mini                   | 10,866   | 13,379         | 546  | 23.1  |  |
|    | Nikkei 225 Options               | 3,731  | 4,961          | 202  | 33.0  |  |
|    | OSE-FX (Note 1)                  | 83   | 687            | 26   | 722.1 |  |
|    | Other derivatives (Note 2)       | 32   | 99             | 4  | 209.3 |  |

|     |                 |                                      |           | (shares)       | in millions) |
|-----|-----------------|--------------------------------------|-----------|----------------|--------------|
|     |                 | Previous Consolidated<br>Fiscal Year | Curre     | nt Fiscal Year |              |
|     |                 | From April 1, 2009                   | From      | April 1, 2010  |              |
|     | Category        | to March 31, 2010                    | to Ma     | rch 31, 2011   |              |
|     |                 | Trading Volume                       | Trading V | olume          | y / y (%)    |
|     |                 |                                      |           | Daily Average  | J, J (,0)    |
| Ste | ocks etc.       | 21,189                               | 17,683    | 72             | - 16.5       |
|     | 1st/2nd Section | 10,730                               | 8,820     | 36             | - 17.8       |
|     | JASDAQ          | 10,127                               | 8,611     | 35             | - 15.0       |
|     | ETFs            | 309                                  | 250       | 1              | - 19.1       |
|     | Others (Note 3) | 21                                   | 0         | 0              | - 96.1       |

(Note 1) The trading started on July 21, 2009.
 (Note 2) Total of Nikkei 300 Futures, Russell/Nomura Prime Index Futures, Nikkei 300 Options, and Security Options. Trading of Nikkei 300 Options is suspended from May 28, 2010.
 (Note 3) Total of domestic investment securities, foreign investment securities, covered warrants, investment securities, and REITs.

# e. Transaction Participants

|   |  |                  | (companies) |
|---|--|------------------|-------------|
| Catagory  | End of Previous<br>Consolidated<br>Fiscal Year | End of Current F | Fiscal Year |
| Category  | as of Mar. 31, 2010                            | as of March 3    | 1, 2011     |
|   | Participants                                   | Participants     | y/y (%)     |
| Transaction Participants of Cash/Futures Trading etc./FX and JASDAQ | 7  | 10               | 42.9        |
| Transaction Participants of Cash/Futures Trading etc. and JASDAQ    | 63   | 63               | -           |
| Transaction Participants of Cash/Futures Trading etc.               | 6  | 5                | - 16.7      |
| Transaction Participants of Futures Trading etc. and FX             | 1  | 1                | -           |
| Transaction Participants of Cash Trading and JASDAQ                 | 2  | 2                | -           |
| Transaction Participants of Futures Trading etc. and JASDAQ         | 10   | 9                | - 10.0      |
| Transaction Participants of Cash Trading                            | 1  | 0                | - 100.0     |
| Transaction Participants of Futures Trading etc.                    | 2  | 2                | -           |
| Transaction Participants of FX                                      | 4  | 6                | 50.0        |
| Transaction Participants of IPO                                     | 2  | 2                | -           |
| Transaction Participants of JASDAQ                                  | 16   | 14               | - 12.5      |
| Total   | 114  | 114              | -           |

# f. Subscribers etc.

| Category                                     |                                   | End of Previous<br>Consolidated Fiscal Year<br>as of March 31, 2010 | End of Current<br>Fiscal Year<br>as of March 31, 2011 |           |
|--|-----------------------------------|---|---|-----------|
|  |                                   |   |   | y / y (%) |
|  | Number of Subscribers             | -   | 142   | -         |
| Market Information<br>Fees Related (Note1/2) | Number of Corporate-Use Terminals | 216,399   | 213,709   | - 1.2     |
|  | Number of Personal-Use Terminals  | 5,085,329   | 5,099,253   | 0.3       |
| Line Fees / System                           | Number of Lines                   | 648   | 604   | - 6.8     |
| Connection Fees<br>Related (Note 3)          | Number of Terminals               | 4,387   | 3,185   | - 27.4    |

(Note 1) Due to the launch of J-GATE, the new derivatives trading platform, on February 14, 2011, unified two different contracts on market information services for former OSE markets and former Jasdaq markets.
(Note 2) The number of corporate-use terminals and the number of personal-use terminals are the total of terminals for former OSE's markets and former Jasdaq markets as of December 31, 2009 and December 31, 2010.
(Note 3) The number of lines and the number of terminals are as of February 28, 2010 and February 13, 2011.

# g. Listed Issues

| Category |                        | End of Previous Consolidated<br>Fiscal Year | End of Current Fisc  | End of Current Fiscal Year |  |
|----------|------------------------|---|----------------------|----------------------------|--|
|          |                        | as of March 31, 2010                        | as of March 31, 2011 |                            |  |
|          |                        | Listed issues                               | Listed issues        | y / y (%)                  |  |
| Sto      | ocks                   | 1,809 companies                             | 1,732 companies      | - 4.3                      |  |
|          | 1st/2nd Section        | 784 companies                               | 743 companies        | - 5.2                      |  |
|          | JASDAQ 1,025 companies |   | 989 companies        | - 3.5                      |  |
| ET       | Fs                     | 12 issues                                   | 16 issues            | 33.3                       |  |

(Note) Other than those above, we have covered warrants, domestic investment securities, foreign investment securities, investment securities, REIT, and bonds.

# h. IPOs and POs

| Category   |                           | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>to March 31, 2010 | Current Fisca<br>From April 1,<br>to March 31, | 2010    |
|------------|---------------------------|---|--|---------|
|            | Stocks                    | 8 companies   | 11 companies                                   | 37.5    |
| IPO        | 1st/2nd Section<br>JASDAQ | 1 company   | 0  | - 100.0 |
| (Note 1)   |                           | 7 companies   | 11 companies                                   | 57.1    |
| ETFs       |                           | 3 issues  | 4 issues                                       | 33.3    |
| Capital Ir | ncrease (Note 2)          | 144 cases   | 82 cases                                       | - 43.1  |
|            | 1st/2nd Section           | 58 cases  | 34 cases                                       | - 41.4  |
|            | JASDAQ                    | 86 cases  | 48 cases                                       | - 44.2  |

(Note 1) Not include IPOs due to switching to holding companies system etc. (Note 2) Cases of POs, allocations of new shares to a third party, or allocations of new shares to shareholders. Not include IPOs.

# i. Selling, General and Administration Expenses

|                                   |   |           |  | (ye       | en in millions) |
|-----------------------------------|---|-----------|--|-----------|-----------------|
| Category                          | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>to March 31, 2010 |           | Current Fiscal Year<br>From April 1, 2010<br>to March 31, 2011 |           |                 |
|                                   | Amount  | Ratio (%) | Amount   | Ratio (%) | y / y (%)       |
| Depreciation expenses             | 4,754   | 31.1      | 3,290  | 21.3      | - 30.8          |
| Operating expenses                | 4,306   | 28.1      | 5,402  | 35.1      | 25.4            |
| Occupancy expenses                | 2,533   | 16.6      | 3,183  | 20.7      | 25.7            |
| Personnel administration expenses | 3,702   | 24.2      | 3,524  | 22.9      | - 4.8           |
| Total                             | 15,296  | 100.0     | 15,401   | 100.0     | 0.7             |

(Note) Due to a merger with Jasdaq, which had been its consolidated subsidiary, on April 1, 2010, OSE prepares only the individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, figures of the previous consolidated fiscal year, which is before the merger, are shown as a reference.

j. Amount of payment relating to investments on equipments etc.

| ,, , , ,       |                     | (yen in millions) |  |
|----------------|---------------------|-------------------|--|
|                | Current Fiscal Year |                   |  |
|                | From April 1, 2010  |                   |  |
| Category       | to March 31, 2011   |                   |  |
|                | Amount              | Ratio (%)         |  |
| J-GATE related | 5,314               | 85.9              |  |
| Others         | 871                 | 14.1              |  |
| Total          | 6,186               | 100.0             |  |

(Note) There is no comparison with the previous fiscal consolidated year, because each fiscal year has each categorization.

# (Outlook for the next fiscal year)

As for earning forecasts for the next fiscal year, Operating Revenue of 24.0 billion yen, Operating Income of 9.0 billion yen, Ordinary Income of 9.5 billion yen, Net Income of 6.0 billion yen are forecasted based on our precondition of average daily trading volume/value at OSE markets; 150,000 units for futures (trading volume of Nikkei 225 mini is converted into that of Nikkei 225 Futures), 22.0 billion yen for options, and 78.0 billion yen for equities.

# (2) Analysis on Financial Position

A. Analysis on Assets, Liabilities, Net Assets and Cash Flow Status

#### a. Status of Asset, Liabilities and Net Assets

(\*) Due to a merger of Jasdaq Securities Exchange (Jasdaq), a former consolidated subsidiary, on April 1, 2010, Osaka Securities Exchange (OSE) prepares only individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, OSE compares figures on the Balance Sheets of the Individual Financial Statements at the end of the previous consolidated fiscal year and figures on the Balance Sheets of at the end of the current fiscal year.

Total Assets at the end of the current fiscal year amounted to 670,811 million yen, an increase of 353,487 million yen from the end of the previous fiscal year. It is because in addition to an increase in Special Assets for Clearing Margin by 334,856 million yen and an increase in Special Assets for Clearing Deposit by 16,375 million yen, OSE accepted 11,408 million yen of Assets including 2,238 million yen of Cash and Deposits and 7,142 million yen of Investment Securities and Short-Term Investment Securities. Total Liabilities amounted to 617,952 million yen, an increase of 347,068 million yen from the end of the previous fiscal year. It is because, in addition to increases of 334,856 million yen of Clearing Margin and 16,375 million yen of Clearing Deposit, OSE accepted 544 million yen of Negative Goodwill and 1,340 million yen of Liabilities due to the merger described above. In addition, Net Asset was 52,858 million yen, increased by 6,419 million yen at the end of previous fiscal year. It is mainly because 2,700 million yen of Dividends from Surplus and 9,156 million yen of Net Income are posted.

Accordingly, Equity Ratio resulted in 7.9 %, decreased by 6.7 points from the end of the previous fiscal year. Special Assets for Clearing Margin (Clearing Margin), 552,869 million yen; Special Assets for Clearing Deposit (Clearing Deposit) 59,176 million yen; and Special Assets for Guarantee Deposit (Guarantee Deposit), 398 million yen, which are included in Assets (Liabilities) on the Balance Sheets as of the end of the current fiscal year, are deposit from each clearing participant etc as collaterals for risks incurred by clearing participants' defaults. These assets are managed separately from other assets in accordance with rules defined by OSE, and are indicated separately according to the purpose shown on the Balance Sheets.

#### b. Cash Flows Status

#### (a) Net Cash Provided by Operating Activities

In the current fiscal year, although Income before Income Taxes was 9,106 million yen and Depreciation and Amortization was 3,290 million yen, as Decrease in Deposits Received was 3,861 million yen and Income Taxes amounted 3,150 million yen, Net Cash Provided by Operating Activities resulted in income of 3,690 million yen (an income of 8,516 million yen in the previous consolidated fiscal year.)

#### (b) Net Cash Provided by Investment Activities

In the current fiscal year, besides 22,100 million yen of Proceeds from Withdrawal of Time Deposits and 9,000 million yen of Proceeds from Redemption of Securities, Payments into Time Deposits was 31,070 million yen, Payments for Purchase of Securities and Investment Securities was 1,503 million yen, Payment for Purchase of Noncurrent Assets such as systems, was 6,186 million yen. As a result, Net Cash Provided by Investment Activities resulted in payment of 7,652 million yen, (a payment of 3,754 million yen in the previous consolidated fiscal year.) Money for investments is all self-financed.

#### (c) Net Cash Provided by Financing Activities

Due to 2,699 million yen of Payment of Dividends, Net Cash Provided by Financing Activities resulted in payment of 2,700 million yen (a payment of 2,160 million yen in the previous consolidated fiscal year). As a result, balance at the end of the fiscal year of Cash and Cash Equivalents decreased by 4,423 million yen from the end of the previous fiscal year, which was 12,877 million yen, and ended at 8,453 million yen.

The relation between Cash and Cash Equivalents on the Cash Flows Statement and Cash and Deposits on the Balance Sheet are shown below:

| Cash and Bank Deposits Account         | 27,423 million yen  |
|--|---------------------|
| Fixed-Term Deposits Exceeding 3 months | -18,970 million yen |
| Cash and Cash Equivalents              | 8,453 million yen   |

# B. Indicators Related Cash Flows

|   | Fiscal Year<br>ended<br>March 31, 2007<br>(Individual) | Fiscal Year<br>ended<br>March 31, 2008<br>(Individual) | Fiscal Year<br>ended<br>March 31, 2009<br>(Consolidated) | Fiscal Year<br>ended<br>March 31, 2010<br>(Consolidated) | Fiscal Year<br>ended<br>March 31, 2011<br>(Individual) |
|---|--|--|--|--|--|
| Equity ratio (%)                                      | 14.8   | 11.2   | 8.7  | 15.1   | 7.9  |
| Market-value based equity ratio (%)                   | 74.2   | 33.9   | 16.8   | 41.2   | 16. 8  |
| Ratio of<br>interest-bearing debt<br>to cash flow (%) | 0.1  | 0.0  | 0.0  | 0.0  | 0.6  |
| Interest coverage ratio (times)                       | 2,469.4  | 875.3  | 945.6  | 703.3  | 303.5  |

(\*) Equity ratio: Equity / Total assets

Market-value based equity ratio: Market capitalization of shares / Total assets Ratio of interest-bearing debt to cash flow: Interest-bearing debt / Cash flows Interest coverage ratio: Cash flow / Invest payments

\*1. Market capitalization is calculated by multiplying the closing share price at the term-end by the number of outstanding shares at the term-end.

\*2. "Cash flow" refers to cash flow from operating activities.

\*3. "Interest-bearing debt" covers all the interest-bearing debts in the liabilities recorded on the balance sheet.

\*4. For the fiscal year ended March 31, 2007, 2008, and 2011, OSE created individual statements of cash flows. For the fiscal year ended March 31, 2009 and 2010, OSE created consolidated statements of cash flows due to an acquisition of a subsidiary.

#### (REFERENCE)

|                                     | Fiscal Year<br>ended<br>March 31, 2007<br>(Individual) | Fiscal Year<br>ended<br>March 31, 2008<br>(Individual) | Fiscal Year<br>ended<br>March 31, 2009<br>(Consolidated) | Fiscal Year<br>ended<br>March 31, 2010<br>(Consolidated) | Fiscal Year<br>ended<br>March 31, 2011<br>(Individual) |
|-------------------------------------|--|--|--|--|--|
| Equity ratio (%)                    | 87.8   | 84.7   | 77.4   | 82.1   | 90.6   |
| Market-value based equity ratio (%) | 438.7  | 256.4  | 141.9  | 223.9  | 193.1  |

In a case of deducting Special Assets for Clearing Margin, Special Assets for Clearing Deposit, Special Assets for Guarantee Deposit, and Special Assets for Special Clearing Deposit (only for the fiscal year ended March 31, 2007) from Net Asset for calculations of indicators, Equity ratio and Market-value based equity ratio would be described above.

# (3) Basic Policy on Profit Distribution and Dividend Payments for the Current and Next Term

OSE recognizes that returning profits to our shareholders is an important task of management. Since our business is growing steadily in the current fiscal year following the previous consolidated fiscal year, OSE revised the year-end dividend forecast to 6,000 yen per share based on additional increase in returning profits to our shareholders (announced on April 26, 2011). As a result, an annual dividend is expected to be 10,500 yen (9,000 yen for the previous consolidated fiscal year). Due to a merger of Jasdaq in April of last year, a 2,013 million-yen income from the merger is posted for the current fiscal year, but the income was already posted for the fiscal year ended March 31, 2009 and the fiscal year ended March 31, 2010, and included in a dividend resource, from which OSE paid a dividend.

Considering an importance of retaining earnings internally for the purpose of investing in IT developments to strengthen competitiveness and enhance self-regulatory functions as an exchange, based on stable and continuous dividend payouts, OSE positively returns our profit to investors in accordance with our condition of business results and taking into account for dividend payout ratio. In particular, OSE considers a dividend payout ratio of 40% an appropriate target, and also, takes into consideration that it pays a dividend based on an equity ratio (DOE) (\*) of 4% as a floor ratio.

Based on the forecast for the next fiscal year as described above, a dividend for the next fiscal year is forecasted as 9,000 yen per share.

(\*) The numeric number is calculated with deducting Default Compensation Reserve for Cash Transactions and Default Compensation Reserve for Futures Trading from Net Assets.

# (4) Risks in Business etc.

OSE's income mainly consists of Participant Fees in earnings acquired in proportion to trading value of derivatives or securities from transaction and clearing participants, Listing Fees from listed companies etc., and Equipment and Information Service Fees from providing stock price information, etc. to information vendors, etc. The main risks that may affect the above mentioned are as follows:

- Participant Fees are determined by trading volume and/or trading value of derivatives, and trading value of equities, which is calculated by multiplying stock prices by trading volume. The value may fluctuate significantly due to various factors, which may cause significant impacts on the operating results of OSE.

- Equipment and Information Services Fees are determined by the number of subscribers using OSE's information, such as financial instruments of trading companies, information vendors, and so on. In the event of the number of subscribers decreases due to rationalization among subscribers, etc., the outcome may have a significant impact on the operating results of OSE.
- Listing Fees are determined by the number of listed companies, capital increases, and so on. The primary securities market may fluctuate due to various factors, which may have a significant impact on the operating results of OSE.

# 2. Status of Corporate Group

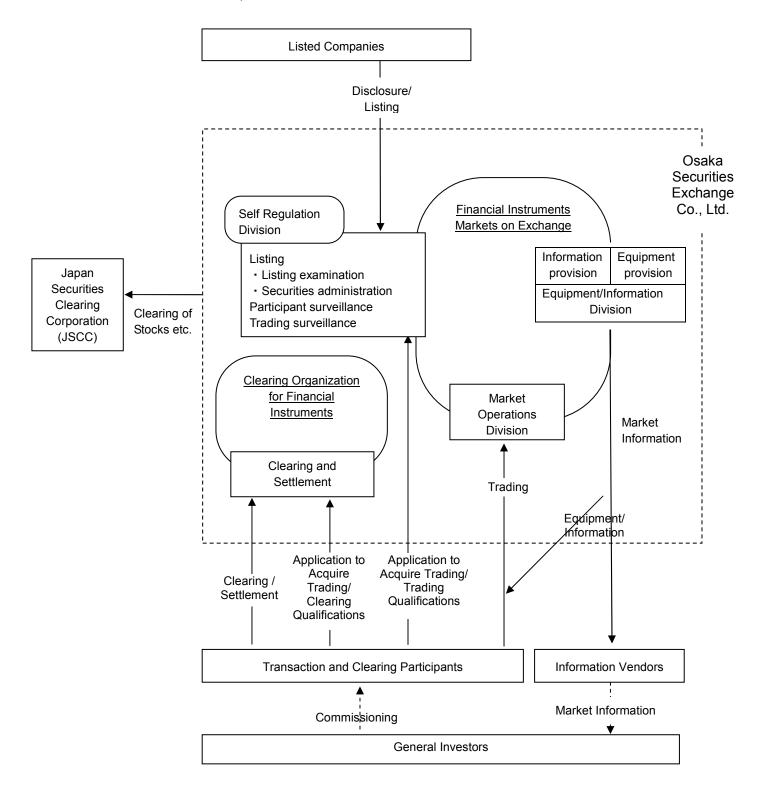
OSE and Jasdaq, which was our consolidated subsidiary, merged on April 1, 2010.

OSE is a financial instruments exchange and a clearing organization for financial instruments under the Financial Instruments & Exchange Law and its core business includes creation and operation of a financial instrument market of the exchange and assumption of obligations relating to transactions of financial instruments.

The role of a financial instruments exchange is to create a financial instruments market of the exchange necessary for buying and selling securities, increase liquidity by concentrating demand and supply of a large volume of securities to the market, form fair prices that reflect demand and supply in the market, and publish related prices.

With this role in mind, OSE creates and operates the financial instruments market of the exchange with objectives to ensure that securities are traded in a fair and efficient manner and the public interest and investors are protected.

Business flow related our operation is as follows.



# 3. Management Policy

# (1) Basic Management Policy of the Company

The corporate policies of OSE are to (1) maintain the tradition of a free market economy which flourished in the city of Sakai in the Middle Ages; (2) operate the markets with creative services fairly, efficiently and openly; and (3) maintain a valued market presence recognized by investors globally.

Based on the above corporate philosophies, OSE is making efforts to provide an efficient and convenient market for investors, listed companies and transaction and clearing participants through development and improvement of the products, rules, etc. and infrastructure as well as enhancement of self-regulatory functions and reduction in costs. OSE believes it can fulfill its public role as an exchange through a combination of such efforts, and that will lead to a utilization of the markets by a much wider range of participants and the expansion of profits.

# (2) Target Management Indices

OSE suspended a set of numerical targets due to drastic changes of pre-conditions in the process of a merger since a subsidization of Jasdaq. As one year has elapsed since the merger of Jasdaq, OSE starts to set the numerical profit targets again. Specifically, OSE ensures the above-10 %-ROE (\*) level, which is the same level as before.

(\*) The numeric number is calculated with deducting Default Compensation Reserve for Cash Transactions and Default Compensation Reserve for Futures Trading from Shareholders Equity

#### (3) Medium- to Long-Term Management Strategies

OSE adopts a strategic principal, "to establish strong presence as a global "comprehensive" exchange contributing to Japan's economy and market, especially with "Derivatives" and "New JASDAQ"", according to their midterm business plan, and aims to achieve a position among the top 10 in trading volume ranking among the world's derivative exchanges and to take a role as Japan's largest SME market and establish the positioning of Asia's largest SME market. In particular, we would like to work on the following tactics in each area.

A. Business Development (Derivatives Market)

- · Enhancement of usability and competitiveness of equity derivatives
- Enhancement of foundation and promotion of OSE-FX
- Development for a comprehensive exchange
- Enhancement of clearing functions
- B. Business Development (Equity Markets)
  - · Full line-up of services for the New JASDAQ
  - · Enhancement of equity markets
  - · Enhancement of securitized products
- C. Systems
  - · Formulation of IT system strategies and an IT master plan aimed at business developments
  - Stable operation of exchange platforms of the public mission
- C. Self-Regulations / Market Operation
  - · Improvement of market confidence by enforcing self-regulatory operations
  - · Implementation and enhancement of steady market operations
- D. Organization Operation
  - · Smooth organizational operations and rationalization/streamlining
  - Organizational response to the globalization and 24-hour business
  - Response to new risks caused by new business and external environment changes
  - Strengthening of corporate management through enhancement of progress management and analysis of budgets, investments and business plans
  - Study on capital policies and strengthening of relationship with stakeholders such as participants
  - · Enhancement of information distribution based on offices in Tokyo and Osaka or on the website

# (4) Company Issues

A. Issues on Market Operations

a. Derivatives Market

OSE's stock index futures/options trading prides itself as having the largest share in Japan, especially, Nikkei 225 Futures, Nikkei 225 mini and Nikkei 225 Options represent the Japan's derivatives products. As derivatives markets have high growth potential, domestic and foreign exchanges focus on enhancement of their competitiveness. Accordingly, we assume that intensive competition with SGX, on which Nikkei 225 Futures are traded, and other domestic financial product exchanges.

As for enhancement of competitiveness of the Japan's capital market, the environment surrounding the derivative

market is about to change with a comprehensive exchange vision, designed to synthesize financial and commodities exchanges. Accordingly, in respond to these environmental changes, OSE recognizes that it is its responsibility to implement measures to enforce increased competitiveness of our markets.

Accordingly, in July of last year, OSE extended the Evening Session from until 20:00 to until 23:30 for Nikkei 225 Futures/Options, also, launched J-GATE, the new derivatives trading platform, in February of last year. In this way, OSE aims to enforce greater competitiveness in both its system and platform. Moreover, OSE-FX, which was launched as a new business area, is also growing steadily.

#### b. Equity Markets

Among our equity market businesses, Section 1/2 and JASDAQ remain the core. OSE is working to improve the quality of markets that supports Japan's economic growth, and efficiency/convenience. Especially, JASDAQ made a fresh start in October of last year with the integration of Hercules, JASDAQ and NEO. Such action encourages companies with growth potential to implement an IPO at their early stage, and also plays a role as a stable market, which lists companies with a steady business and healthy profitability.

Accordingly, OSE believes that it contributes to Japan's economic growth through providing financing opportunities with SMEs and venture businesses, and investment opportunities with investors.

On JASDAQ, as many SMEs and venture businesses, which are in the process of their growth, are listed, OSE focuses on supports for listed companies (corporate services), and tries to enforce information distribution of listed companies and improve liquidity of the market by such as "Analyst Report Platform", which is the first trial among Japan's exchanges to encourage report developments by securities analysts. Through this kind of JASDAQ's unique corporate services, OSE realizes an internationally attractive end-market such as NASDAQ in US.

In addition, there are characteristic products, such as ETFs and Venture Funds on our market. Especially, OSE enlisted varieties of ETFs, such as an ETF linked to JASDAQ-TOP20, a stock index consisting of JASDAQ's representing 20 stocks, and an ETF linked to foreign indices, such as NASDAQ-100. OSE continues to develop attractive products to meet investor-needs.

#### c. Clearing Business

OSE operates a clearing business for our derivatives trading market as a central counterparty. Its roles are to ensure secured executions of settlement by acting as a counterparty to each sell-side or buy-side of trading. A financial-product trading market can function adequately only when a clearing house of financial-product trading plays these roles.

Accordingly, due to destabilization of the financial/capital market, the roles of these clearing functions attract special attention, and requirements for its security become higher. Therefore, OSE also works on continuous implementation of adequate clearing risk management and strengthening of the financial basis to answer the requirements. OSE has a system to monitor total positions of our derivatives trading at regular time intervals for management of clearing participants' positions, and besides, OSE retains sufficient financial resources against defaults of clearing participants through acceptance of trading margin and clearing deposit depending on the quantity of risks. Therefore, even when the market volatility increased drastically and trading concentrated intensively after the recent earthquake, trading at OSE cleared smoothly.

#### B. Issues on Self-Regulation Business

OSE believes enhancement of self-regulatory operations is one of the critical issues required to realize investor protections through fair securities and derivatives trading. In accordance with the business merger of Jasdaq in April of last year, OSE aims to further synergize effects through integration of their know-how on self-regulatory operations.

In this regard, OSE ensures independence as a self- regulatory body by forming "Self-Regulation Committee", whose majority of members are out-side directors. The committee determines matters concerning self-regulatory operations, such as punishment of participants, approval of new listings or delistings.

As for the new JASDAQ market launched in October of last year, OSE improved its listing system by changes in listing criteria and delisting criteria to enhance confidence for SME markets. In addition, OSE tries to further moderation of listing managements, such as strict listing examinations, thoroughness against listed companies for a timely-manner and adequate disclosures and delisting of companies which lost eligibility while a listed company.

As for market surveillance, working with the Securities and Exchanges Surveillance Commission (SESC), OSE tries to prevent unfair trading by enhancement of surveillance functions against insider trading or market manipulation.

As for supervision of trading participants, OSE enforces its supervision system by development of an inspection system against remote-members in response to internationalization, and implementation of examinations against high-technology and high-speed trading.

OSE continues to strengthen its self-regulatory operations by enhancing information distribution functions.

#### C. Issues on IT Systems

Rapidly progressing upgrades of exchange platforms based on recent IT developments, such as stability and processing performances of the platforms greatly affect ensuring advantages in market competition.

Under the above circumstances, in February of this year, OSE introduced J-GATE developed with NASDAQ-OMX's package software, and realized stable operations.

OSE aims to implement more convenient and stable market operations through contentious enhancement of capacities and functions of platforms.

#### D. Issues on the Corporate Structure and HR

Due to the integration of Jasdaq, OSE has expanded human resources and two large offices in Osaka and Tokyo. Leveraging this strength by business integration, OSE enhances exchange functions in each area, such as new product/system planning and developments, self-regulatory functions including market surveillance, participants' administration and listing examinations, and system development. Also, through further business streamlining, OSE plans to exert maximum effect from integration.

Also, OSE plans to establish an HR system to support the fostering of human resources to adopt changes in business environments, employee education, and achievement of business goals.

# 4. Financial Statements

(1) Balance Sheets

|   | End of Previous Fiscal Year<br><not including="" jasdaq=""><br/>(March 31, 2010)</not> | End of Current Fiscal Year<br>(March 31, 2011) |
|---|--|--|
| ssets                                     | (,   |  |
| Current Assets                            |  |  |
| Cash and Deposits                         | 30,877   | 27,423   |
| Operating Accounts Receivable             | 1,480  | 3,055  |
| Short-Term Investment Securities          | 2,509  | 1,514  |
| Prepaid Expenses                          | 106  | 116  |
| Special Assets for Clearing Margin        | 218,012  | 552,869  |
| Special Assets for Clearing Deposit       | 42,801   | 59,176   |
| Deferred Tax Assets                       | 210  | 325  |
| Income Taxes Receivable                   |  | 1,754  |
| Other                                     | 317  | 490  |
| Allowance for Doubtful Accounts           | Δ 4  | ∆ 29   |
| Total Current Assets                      | 296,309  | 646,697  |
| Noncurrent Assets                         |  | 010,001  |
| Property, Plant and Equipment             |  |  |
| Buildings, net                            | 1,329  | 1,188  |
| Structures, net                           | .,0_0  | 0  |
| Information Equipment, net                | 817  | 2,219  |
| Tools, Furniture and Fixtures, net        | 80   | 159  |
| Land                                      | 96   | 98   |
| Lease Assets                              | -  | 21   |
| Construction in Progress                  | 249  |  |
| Total Property, Plant and Equipment       | 2,575  | 3,689  |
| Intangible Assets                         | 2,010  | 0,000  |
| Software                                  | 5,306  | 6,747  |
| Software in Progress                      | 972  | 9,141  |
| Other                                     | 10   | 17   |
| Total Intangible Assets                   | 6,289  | 6,774  |
| Investments and Other Assets              |  | 0,114  |
| Investment Securities                     | 1,778  | 2,148  |
| Stocks of Subsidiaries and Affiliates     | 7,533  | 2,140  |
| Long-Term Loans Receivable from Employees | 22   | 20   |
| Long-Term Prepaid Expenses                | 22   | 475  |
| Long-Term Deposits                        | 22   | 8,000  |
| Guarantee Deposits                        | 173  | 312  |
| Special Assets for Guarantee Deposit      | 292  | 398  |
| Deferred Tax Assets                       | 2,326  | 2,269  |
| Other                                     | 2,320  | 2,209  |
| Allowance for Doubtful Accounts           | 52<br>∆ 52   |  |
| Investments and Other Assets              | 12,149   | ∆ 58<br>13,650                                 |
| Total Noncurrent Assets                   | 21,014   | 24,114   |
| Total Assets                              |  | 670,811  |
| 10101 435615                              | 317,323  | 070,811  |

|   |  | (yen in millions)                              |
|---|--|--|
|   | End of Previous Fiscal Year<br><not including="" jasdaq=""><br/>(March 31, 2010)</not> | End of Current Fiscal Year<br>(March 31, 2011) |
| Liabilities   |  |  |
| Current Liabilities                                   |  |  |
| Accounts Payable-Other                                | 324  | 319  |
| Accrued Expenses                                      | 716  | 1,480  |
| Income Taxes Payable                                  | 1,639  | -  |
| Accrued Consumption Taxes                             | 150  | -  |
| Deposits Received                                     | 3,896  | 115  |
| Clearing Margin                                       | 218,012  | 552,869  |
| Clearing Deposit                                      | 42,801   | 59,176   |
| Lease Obligations                                     | -  | 5  |
| Provision for Bonuses                                 | 112  | 188  |
| Provision for Directors' Bonuses                      | 29   | 54   |
| Other   | 214  | 444  |
| Total Current Liabilities                             | 267,896  | 614,655  |
| Noncurrent Liabilities                                |  | ,  |
| Long-Term Loans Payable                               | 1  | 1  |
| Long-Term Deposits Received                           | 480  | 452  |
| Guarantee Deposits Received                           | 292  | 398  |
| Lease Obligations                                     |  | 15   |
| Provision for Retirement Benefits                     | 1,514  | 2,143  |
| Negative Goodwill                                     |  | 233  |
| Other   | 699  | 52   |
| Total Noncurrent Liabilities                          | 2,987  | 3,296  |
| Total Liabilities                                     | 270,884  | 617,952  |
| Net Assets  |  |  |
| Shareholders' Equity                                  |  |  |
| Capital Stock   | 4,723  | 4,723  |
| Capital Surplus                                       | 4,120  | 4,120  |
| Legal Capital Surplus                                 | 4,825  | 4,825  |
| Total Capital Surplus                                 | 4,825  | 4,825  |
| Retained Earnings                                     |  | 4,020  |
| Legal Retained Earnings                               | 322  | 322  |
| Other Retained Earnings                               | 522  | 522  |
| Default Compensation Reserve for Cash Transactions    | 2,569  | 3,569  |
| Default Compensation Reserve for Futures Trading      | 7,011  | 7,011  |
| General Reserve                                       | 5,302  | 5,302  |
|   | 21,643   |  |
| Retained Earnings Brought Forward                     | 36,849   | 27,099<br>43,305                               |
| Total Retained Earnings                               |  |  |
| Total Shareholders' Equity                            | 46,397   | 52,854   |
| Valuation and Translation Adjustments                 |  |  |
| Valuation Difference on Available-for-Sale Securities | 41   | 4  |
| Total Valuation and Translation Adjustments           | 41   | 4  |
| Total Net Assets                                      | 46,439   | 52,858   |
| Total Liabilities and Net Assets                      | 317,323  | 670,811  |

# (2) Profit and Loss Statements

|  |   | (yen in millions)  |
|--|---|--|
|  | Previous Fiscal Year<br><not including="" jasdaq=""><br/>(From April 1, 2009<br/>To March 31, 2010)</not> | Current Fiscal Year<br>(From April 1, 2010<br>To March 31, 2011) |
| Operating Revenue                                    |   |  |
| Transaction Participants' Fees                       | 10,303  | 13,769   |
| Listing Fees   | 2,079   | 1,905  |
| Income from Equipment and Market Information Service | 5,516   | 7,086  |
| Other  | 181   | 222  |
| Total Operating Revenue                              | 18,080  | 22,984   |
| Selling, General and Administrative Expenses         | 11,959  | 15,401   |
| Operating Income                                     | 6,121   | 7,582  |
| Non-Operating Income                                 |   |  |
| Interest Income                                      | 959   | 495  |
| Dividends Income                                     | 48  | 56   |
| Commissioned Business Income                         | 525   | -  |
| Amortization of Negative Goodwill                    | -   | 311  |
| Other  | 54  | 28   |
| Total Non-Operating Income                           | 1,588   | 891  |
| Non-Operating Expenses                               |   |  |
| Interest Expenses                                    | 12  | 12   |
| Other  | 12  | 7  |
| Total Non-Operating Expenses                         | 24  | 19   |
| Ordinary Income                                      | 7,684   | 8,453  |
| Extraordinary Income                                 |   |  |
| Gain on Extinguishment of Tie-In Shares              | -   | 2,013  |
| Gain on Sale of Investment Securities                | -   | 37   |
| Fine Paid by Transaction Participants                | 19  | 7  |
| Reversal of Allowance for Doubtful Accounts          | 1   | 0  |
| Total Extraordinary Income                           | 20  | 2,058  |
| Extraordinary Loss                                   |   |  |
| Impairment Loss                                      | 371   | 1,309  |
| Office Transfer Expenses                             | -   | 96   |
| Loss on Retirement of Noncurrent Assets              | 28  | -  |
| Total Extraordinary Loss                             | 399   | 1,405  |
| Income Before Income Taxes                           | 7,305   | 9,106  |
| Income Taxes-Current                                 | 3,447   | 8  |
| Income Taxes-Deferred                                | △ 476   | ∆ 58   |
| Total Income Taxes                                   | 2,971   | ∆ 49   |
| Net Income   | 4,334   | 9,156  |

# (3) Statements of Changes in Net Assets

|  |   | (yen in millions)  |
|--|---|--|
|  | Previous Fiscal Year<br><not including="" jasdaq=""><br/>(From April 1, 2009<br/>to March 31, 2010)</not> | Current Fiscal Year<br>(From April 1, 2010<br>to March 31, 2011) |
| Shareholders' equity                               |   |  |
| Capital Stock                                      |   |  |
| Balance at the End of Previous Period              | 4,723   | 4,723  |
| Changes of Items during the Period                 |   |  |
| Total Changes of Items during the Period           |   | -  |
| Balance at the End of Current Period               | 4,723   | 4,723  |
| Capital Surplus                                    |   |  |
| Legal Capital Surplus                              |   |  |
| Balance at the End of Current Period               | 4,825   | 4,825  |
| Changes of Items during the Period                 |   |  |
| Total Changes of Items during the Period           | -   | -  |
| Balance at the End of Current Period               | 4,825   | 4,825  |
| Total Capital Surplus                              |   |  |
| Balance at the End of Current Period               | 4,825   | 4,825  |
| Changes of Items during the Period                 |   |  |
| Total Changes of Items during the Period           | -   | -  |
| Balance at the End of Current Period               | 4,825   | 4,825  |
| Retained Earnings                                  |   |  |
| Legal retained earnings                            |   |  |
| Balance at the End of Current Period               | 322   | 322  |
| Changes of Items during the Period                 |   |  |
| Total Changes of Items during the Period           | -   | -  |
| Balance at the End of Current Period               | 322   | 322  |
| Other retained earnings                            |   |  |
| Default compensation reserve for cash transactions |   |  |
| Balance at the End of Previous Period              | 2,569   | 2,569  |
| Changes of Items during the Period                 |   |  |
| Transfer due to a merger of a subsidiary           | -   | 1,000  |
| Total Changes of Items during the Period           |   | 1,000  |
| Balance at the End of Current Period               | 2,569   | 3,569  |
| Default compensation reserve for futures trading   |   |  |
| Balance at the End of Previous Period              | 7,011   | 7,011  |
| Changes of Items during the Period                 | 7-  | 7 -  |
| Total Changes of Items during the Period           | -   | -  |
| Balance at the End of Current Period               | 7,011   | 7,011  |
| General reserve                                    |   | 7-   |
| Balance at the End of Previous Period              | 5,302   | 5,302  |
| Changes of Items during the Period                 |   | - ,  |
| Total Changes of Items during the Period           | -   | -  |
| Balance at the End of Current Period               | 5,302   | 5,302  |
| Retained earnings brought forward                  |   | .,   |
| Balance at the End of Previous Period              | 19,468  | 21,643   |
| Changes of Items during the Period                 | ,   | ,e .e  |
| Dividends from Surplus                             | △ 2,160   | ∆ 2,700  |
| Transfer due to a merger of a subsidiary           |   | ∆ 1,000  |
| Net Income   | 4,334   | 9,156  |
| Total Changes of Items during the Period           | 2,174   | 5,456  |
| Balance at the End of Current Period               | 21,643  | 27,099   |
| Balance at the End of Bullent Fondu                | 21,040  | 21,099   |

|   |   | (yen in millions)  |
|---|---|--|
|   | Previous Fiscal Year<br><not including="" jasdaq=""><br/>(From April 1, 2009<br/>to March 31, 2010)</not> | Current Fiscal Year<br>(From April 1, 2010<br>to March 31, 2011) |
| Total retained earnings                               |   |  |
| Balance at the End of Current Period                  | 34,674  | 36,849   |
| Changes of Items during the Period                    |   |  |
| Dividends from Surplus                                | ∆ 2,160   | △ 2,700  |
| Transfer due to a merger of a subsidiary              | -   | -  |
| Net Income  | 4,334   | 9,156  |
| Total Changes of Items during the Period              | 2,174   | 6,456  |
| Balance at the End of Current Period                  | 36,849  | 43,305   |
| Total Shareholders' Equity                            |   |  |
| Balance at the End of Previous Period                 | 44,223  | 46,397   |
| Changes of Items during the Period                    |   |  |
| Dividends from Surplus                                | ∆ 2,160   | △ 2,700  |
| Net Income  | 4,334   | 9,156  |
| Total Changes of Items during the Period              | 2,174   | 6,456  |
| Balance at the End of Current Period                  | 46,397  | 52,854   |
| Valuation and Translation Adjustments                 |   |  |
| Valuation Difference on Available-for-Sale Securities |   |  |
| Balance at the End of Previous Period                 | -   | 41   |
| Changes of Items during the Period                    |   |  |
| Net Changes of Items Other than Shareholders' Equity  | 41  | ∆ 36   |
| Total Changes of Items during the Period              | 41  | ∆ 36   |
| Balance at the End of Current Period                  | 41  | 4  |
| Total valuation and translation adjustments           |   |  |
| Balance at the End of Previous Period                 | -   | 41   |
| Changes of Items during the Period                    |   |  |
| Net Changes of Items Other than Shareholders' Equity  | 41  | ∆ 36   |
| Total Changes of Items during the Period              | 41  | ∆ 36   |
| Balance at the End of Current Period                  | 41  | 4  |
| Total Net Assets                                      |   |  |
| Balance at the End of Previous Period                 | 44,223  | 46,439   |
| Changes of Items during the Period                    |   |  |
| Dividends from Surplus                                | △ 2,160   | △ 2,700  |
| Net Income  | 4,334   | 9,156  |
| Net Changes of Items Other than Shareholders' Equity  | 41  | ∆ 36   |
| Total Changes of Items during the Period              | 2,216   | 6,419  |
| Balance at the End of Current Period                  | 46,439  | 52,858   |
| •               |   | 02,000   |

# (4) Statements of Cash Flows

(yen in millions)

|   | Current Fiscal Year<br>(From April 1, 2010<br>To March 31, 2011) |
|---|--|
| Net Cash Provided by Operating Activities                     |  |
| Income before Income Taxes                                    | 9,106  |
| Depreciation and Amortization                                 | 3,290  |
| Amortization of Negative Goodwill                             | ∆311   |
| Loss (Gain) on Extinguishment of Tie-In Shares                | ∆2,013   |
| Loss (Gain) on Sale of Investment Securities                  | ∆37  |
| Impairment Loss   | 1,309  |
| Interest and Dividends Income                                 | ∆551   |
| Interest Expenses   | 12   |
| Increase (Decrease) in Allowance for Doubtful Accounts        | 16   |
| Increase (Decrease) in Provision for Retirement Benefits      | ∆114   |
| Increase (Decrease) in Provision for Bonuses                  | ∆28  |
| Increase (Decrease) in Provision for Directors' Bonuses       | 25   |
| Decrease (Increase) in Operating Receivables                  | ∆1,267   |
| Increase (Decrease) in Accrued Expenses                       | 657  |
| Increase (Decrease) in Accrued Consumption Taxes              | ∆150   |
| Increase (Decrease) in Deposits Received                      | ∆3,861   |
| Other, net  | 48   |
| Subtotal  | 6,129  |
| Interest and Dividends Income Received                        | 722  |
| Interest Expenses Paid  | ∆12  |
| Income Taxes (Paid) Refund                                    |  |
| Net Cash Provided by Operating Activities                     | 3,690  |
| Net Cash Provided by Investment Activities                    |  |
| Payments into Time Deposits                                   | ∆31,070  |
| Proceeds from Withdrawal of Time Deposits                     | 22,100   |
| Purchase of Short-Term Investment Securities                  | ∆1,503   |
| Proceeds from Redemption of Securities                        | 9,000  |
| Purchase of Property, Plant and Equipment                     | ∆2,141   |
| Purchase of Intangible Assets                                 | ∆4,045   |
| Collection of Loans Receivable                                | 7  |
| Net Cash Provided by Investment Activities                    | ∆7,652   |
| Net Cash Provided by Financing Activities                     |  |
| Cash Dividends Paid   | ∆2,699   |
| Repayment of Long-Term Loans Payable                          | ۵۵_  |
| Net Cash Provided by Financing Activities                     | ∆2,700   |
| Net Increase (Decrease) in Cash and Cash Equivalents          |  |
| Cash and Cash Equivalents at Beginning of Current Term        | 12,877   |
| Increase in Cash and Cash Equivalents in Scope of Integration | 2,238  |
| Cash and Cash Equivalents at End of Current Term              | 8,453  |

# 1. Comparative Data to the End of Previous Consolidated Fiscal Year or the Previous Consolidated Fiscal Year (1) Summarized Comparative Balance Sheets

|   |   |   | (yen i  | n millions, %) |
|---|---|---|---------|----------------|
|   | End of Previous<br>Consolidated Fiscal Year<br>(March 31, 2010) | End of Current<br>Fiscal Year<br>(March 31, 2011) | Chan    | ge             |
|   | Amount  | Amount  | Amount  | Ratio          |
| Assets                                    |   |   |         |                |
| Current Assets                            | 304,932   | 646,697   | 341,764 | 112.1          |
| Cash and Deposits                         | 33,115  | 27,423  | ∆ 5,692 | ∆ 17.2         |
| Operating Accounts Receivable             | 1,788   | 3,055   | 1,267   | 70.9           |
| Short-Term Investment Securities          | 8,528   | 1,514   | ∆ 7,013 | ∆ 82.2         |
| Prepaid Expenses                          | 142   | 116   | ∆ 26    | ∆ 18.4         |
| Special Assets for Clearing Margin        | 218,012   | 552,869   | 334,856 | 153.6          |
| Special Assets for Clearing Deposit       | 42,801  | 59,176  | 16,375  | 38.3           |
| Deferred Tax Assets                       | 210   | 325   | 115     | 54.8           |
| Income Taxes Receivable                   | -   | 1,754   | 1,754   | -              |
| Other                                     | 342   | 490   | 148     | 43.3           |
| Allowance for Doubtful Accounts           | ∆ 7   | ∆ 29  | ∆ 21    | 281.5          |
| Noncurrent Assets                         | 15,429  | 24,114  | 8,684   | 56.3           |
| Property, Plant and Equipment             | 2,825   | 3,689   | 863     | 30.6           |
| Buildings, net                            | 1,491   | 1,188   | ∆ 302   | ∆ 20.3         |
| Structures, net                           | 1   | 0   | ∆ 0     | ∆ 56.3         |
| Information Equipment, net                | 822   | 2,219   | 1,397   | 169.9          |
| Tools, Furniture and Fixtures, net        | 154   | 159   | 4       | 3.0            |
| Land                                      | 99  | 98  | ∆ 0     | ∆ 0.3          |
| Lease Assets                              | -   | 21  | 21      | -              |
| Construction in Progress                  | 256   | -   | ∆ 256   | ∆ 100.0        |
| Intangible Assets                         | 6,385   | 6,774   | 388     | 6.1            |
| Software                                  | 5,375   | 6,747   | 1,372   | 25.5           |
| Software in Progress                      | 972   | 9   | ∆ 963   | ∆ 99.1         |
| Other                                     | 37  | 17  | ∆ 20    | ∆ 53.2         |
| Investments and Other Assets              | 6,217   | 13,650  | 7,432   | 119.5          |
| Investment Securities                     | 2,902   | 2,148   | ∆ 753   | ∆ 26.0         |
| Long-Term Loans Receivable from Employees | 22  | 20  | ∆ 1     | ∆ 7.1          |
| Long-Term Prepaid Expenses                | 24  | 475   | 451     | 1,878.8        |
| Long-Term Deposits                        | -   | 8,000   | 8,000   | -              |
| Guarantee Deposits                        | 326   | 312   | ∆ 14    | ∆ 4.3          |
| Special Assets for Guarantee Deposit      | 589   | 398   | ⊿ 190   | ∆ 32.3         |
| Deferred Tax Assets                       | 2,326   | 2,269   | ∆ 56    | ∆ 2.4          |
| Other                                     | 90  | 83  | ⊿ 7     | ∆ 7.7          |
| Allowance for Doubtful Accounts           | ∆ 63  | ∆ 58  | 4       | ∆ 7.9          |
| Total Assets                              | 320,362   | 670,811   | 350,448 | 109.4          |

Osaka Securities Exchange Co., Ltd. (8697) Financial Results for the Fiscal Year Ended March 31, 2011

| (100 | n in | millions. | %)  |
|------|------|-----------|-----|
| ive  |      | minoris.  | 701 |

| (yen in millions,                                     |  |         |         |         |
|---|--|---------|---------|---------|
|   | End of Previous<br>Consolidated Fiscal Year<br>(March 31, 2010)<br>End of Current<br>Fiscal Year<br>(March 31, 2011) |         | Chan    | ge      |
|   | Amount   | Amount  | Amount  | Ratio   |
| Liabilities   |  |         |         |         |
| Current Liabilities                                   | 268,007  | 614,655 | 346,648 | 129.3   |
| Accounts Payable-Other                                | 324  | 319     | ∆ 4     | ∆ 1.4   |
| Accrued Expenses                                      | 845  | 1,480   | 635     | 75.2    |
| Income Taxes Payable                                  | 1,642  | -       | ∆ 1,642 | ∆ 100.0 |
| Accrued Consumption Taxes                             | 150  | -       | ∆ 150   | ∆ 100.0 |
| Deposits Received                                     | 3,949  | 115     | ∆ 3,833 | ∆ 97.1  |
| Clearing Margin                                       | 218,012  | 552,869 | 334,856 | 153.6   |
| Clearing Deposit                                      | 42,801   | 59,176  | 16,375  | 38.3    |
| Lease Obligations                                     | -  | 5       | 5       | -       |
| Provision for Bonuses                                 | 216  | 188     | ∆ 28    | ∆ 13.0  |
| Provision for Directors' Bonuses                      | 29   | 54      | 25      | 86.2    |
| Deferred Tax Liabilities                              | 9  | -       | ∆ 9     | ∆ 100.0 |
| Other   | 25   | 444     | 419     | 1,673.9 |
| Noncurrent Liabilities                                | 3,925  | 3,296   | ∆ 628   | ∆ 16.0  |
| Long-Term Loans Payable                               | 1  | 1       | ∆ 0     | ∆ 28.6  |
| Long-Term Deposits Received                           | 480  | 452     | ∆ 27    | ∆ 5.7   |
| Guarantee Deposits Received                           | 589  | 398     | ∆ 190   | ∆ 32.3  |
| Lease Obligations                                     | -  | 15      | 15      | -       |
| Provision for Retirement Benefits                     | 2,258  | 2,143   | ∆ 114   | ∆ 5.1   |
| Deferred Tax Liabilities                              | 0  | -       | ∆ 0     | ∆ 100.0 |
| Negative Goodwill                                     | 544  | 233     | ∆ 311   | ∆ 57.1  |
| Other   | 52   | 52      | -       | -       |
| Total Liabilities                                     | 271,933  | 617,952 | 346,019 | 127.2   |
| Net Assets  |  |         |         |         |
| Shareholders' Equity                                  | 48,416   | 52,854  | 4,437   | 9.2     |
| Capital Stock   | 4,723  | 4,723   | -       | -       |
| Capital Surplus                                       | 4,825  | 4,825   | -       | -       |
| Retained Earnings                                     | 38,867   | 43,305  | 4,437   | 11.4    |
| Valuation and Translation Adjustments                 | 13   | 4       | ۵ ۵     | ∆ 64.7  |
| Valuation Difference on Available-for-Sale Securities | 13   | 4       | ∆ 8     | ∆ 64.7  |
| Total Net Assets                                      | 48,429   | 52,858  | 4,429   | 9.1     |
| Total Liabilities and Net Assets                      | 320,362  | 670,811 | 350,448 | 109.4   |

\* OSE acquired and merged Jasdaq Securities Exchange, Inc., which was a consolidated subsidiary, on April 1 2010. For a year-to-year comparison of the current figures, the Consolidated Balance Sheets at the end of the previous consolidated fiscal year and the Balance Sheets at the end of current fiscal year are shown in a comparison format.

\* OSE is reviewed based on the Rule 193.2, Paragraph 1 of Financial Instruments and Exchange Law on the financial statements for the previous consolidated fiscal year (from April 1, 2009 to March 31, 2010) by KPMG AZSA & CO.,, and the financial statements for the current fiscal year (from April 1, 2010 to March 31, 2011) by KPMG AZSA LLC, but the reviewing process of the financial statements has not been completed at the time of disclosure of this financial results. Due to a change of a firm category, KPMG AZSA & CO., became KPMG AZSA LLC as of July 1, 2010.

\* A 3,569 million-yen of default compensation reserve for cash transactions and a 7,011 million-yen of default compensation reserve for futures trading are included in the retained earnings at the end of the current fiscal year.

# (2) Summarized Profit and Loss Statements

|   |   |  | (yen ir | <u>n millions, %)</u> |
|---|---|--|---------|-----------------------|
|   | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>To March 31, 2010 | Current Fiscal Year<br>From April 1, 2010<br>To March 31, 2011 | Change  |                       |
|   | Amount  | Amount   | Amount  | Ratio                 |
| Participant Fees                              | 12,797  | 13,769   | 971     | 7.6                   |
| Listing Fees                                  | 3,036   | 1,905  | ∆ 1,131 | ∆ 37.3                |
| Equipment & Information<br>Services Fees      | 6,838   | 7,086  | 248     | 3.6                   |
| Other   | 349   | 222  | ∆ 127   | ∆ 36.3                |
| Operating Revenue                             | 23,021  | 22,984   | ∆ 37    | ∆ 0.2                 |
| Selling, General & Administrative<br>Expenses | 15,296  | 15,401   | 104     | 0.7                   |
| Operating Income                              | 7,724   | 7,582  | ∆ 142   | ∆ 1.8                 |

| Ordinary Income        | 9,160 | 8,453 | ∆ 706 | ∆ 7.7  |
|------------------------|-------|-------|-------|--------|
| Non-Operating Expenses | 24    | 19    | ∆ 4   | ∆ 20.0 |
| Other                  | 12    | 7     | ∆ 4   | ∆ 39.5 |
| Interest Expenses      | 12    | 12    | 0     | ∆0.0   |
| Non-Operating Income   | 1,460 | 891   | ∆ 569 | ∆ 39.0 |
| Other                  | 375   | 339   | ∆ 36  | ∆ 9.6  |
| Dividends Income       | 48    | 56    | 7     | 15.3   |
| Interest Income        | 1,035 | 495   | ∆ 540 | ∆ 52.2 |

| Extraordinary Income       | 659   | 2,058 | 1,398   | 212.0   |
|----------------------------|-------|-------|---------|---------|
| Extraordinary Loss         | 458   | 1,405 | 947     | 206.6   |
| Income Before Income Taxes | 9,361 | 9,106 | ∆ 255   | ∆ 2.7   |
| Income Taxes               | 2,945 | ∆ 49  | ∆ 2,995 | △ 101.7 |
| Minority Interests         | 117   | _     | ∆ 117   | ∆ 100.0 |
| Net Income                 | 6,298 | 9,156 | 2,857   | 45.4    |

\* OSE acquired and merged Jasdaq Securities Exchange, Inc., which was a consolidated subsidiary, on April 1 2010. For a year-to-year comparison of the current figures, the Consolidated Profit and Loss Statements of the previous consolidated fiscal year and the Profit and Loss Statements of the current fiscal year are shown in a comparison format.

\* OSE is reviewed based on the Rule 193.2, Paragraph 1 of Financial Instruments and Exchange Law on the financial statements for the previous consolidated fiscal year (from April 1, 2009 to March 31, 2010) by KPMG AZSA & CO.,, and the financial statements for the current fiscal year (from April 1, 2010 to March 31, 2011) by KPMG AZSA LLC, but the reviewing process of the financial statements has not been completed at the time of disclosure of this financial results.

Due to a change of a firm category, KPMG AZSA & CO., became KPMG AZSA LLC as of July 1, 2010.

# (3) Statement of Cash Flows

|   |   | (yen in millions)  |
|---|---|--|
|   | Previous Consolidated<br>Fiscal Year<br>From April 1, 2009<br>To March 31, 2010 | Current Fiscal Year<br>From April 1, 2010<br>To March 31, 2011 |
| Items   | Amount  | Amount   |
| I Net Cash Provided by Operating Activities                         |   |  |
| Income before Income Taxes  | 9,361   | 9,106  |
| Depreciation and Amortization                                       | 4,754   | 3,290  |
| Amortization of Negative Goodwill                                   | ∆ 311   | 5,250<br>∆ 311   |
| Gain on Negative Goodwill   | △ 567   | -  |
| Gain on Extinguishment of Tie-In Shares                             | -   | ∆ 2,013  |
| Loss (Gain) on Sale of Investment Securities                        | _   | ∆ 37   |
| Impairment Loss   | 371   | 1,309  |
| Loss on Retirement of Noncurrent Assets                             | 57  | -  |
| Interest and Dividends Income                                       | ∆ 1,084   | ∆ 551  |
| Interest Expenses   | 12  | 12   |
| Increase (Decrease) in Allowance for Doubtful Accounts              | ∆ 13  | 16   |
| Increase (Decrease) in Provision for Retirement Benefits            | ∆ 95  | ∆ 114  |
| Increase (Decrease) in Provision for Bonuses                        | 20  | ∆ 28   |
| Increase (Decrease) in Provision for Directors' Bonuses             | ∆ 9   | 25   |
| Increase (Decrease) in Provision for Loss on System Change          | ∆ 1,432   | -  |
| Increase (Decrease) in Accumulated Impairment Loss on Leased Assets | ∆ 874   | -  |
| Decrease (Increase) in Operating Receivables                        | 55  | ∆ 1,267  |
| Increase (Decrease) in Accrued Expenses                             | ∆ 9   | 657  |
| Other, net  | 328   | ∆ 3,963  |
| Subtotal  | 10,562  | 6,129  |
| Interest and Dividends Income Received                              | 1,163   | 722  |
| Interest Expenses Paid  | ∆ 12  | ∆ 12   |
| Income Taxes (Paid) Refund  | ∆ 3,197   | ∆ 3,150  |
| Net cash Provided by Operating Activities                           | 8,516   | 3,690  |
| II Cash Flows from Investing Activities                             |   |  |
| Payments into Time Deposits   | △ 18,000  | ∆ 31,070   |
| Proceeds from Withdrawal of Time Deposits                           | 15,530  | 22,100   |
| Purchase of Short-Term Investment Securities                        | ∆ 1,000   | ∆ 1,503  |
| Proceeds from Redemption of Securities                              | 6,000   | 9,000  |
| Purchase of Property, Plant and Equipment                           | △ 250   | △ 2,141  |
| Purchase of Intangible Assets                                       | △ 2,903   | ∆ 4,045  |
| Purchase of Investment Securities                                   | ∆ 1,526   | -  |
| Purchase of Shares of Consolidated Subsidiaries                     | ∆ 1,673   | -  |
| Collection of Loans Receivable                                      | 49  | 7  |
| Other, net  | 21  | -  |
| Net Cash Provided by Investment Activities                          | ∆ 3,754   | ∆ 7,652  |
| III Net Cash Provided by Financing Activities                       |   |  |
| Cash Dividends Paid   | △ 2,159   | ∆ 2,699  |
| Repayment of long-term loans payable                                | Δ 0   | ,  |
| Net Cash Provided by Financing Activities                           | ∆ 2,160   | ∆ 2,700  |
| IV Net Increase (Decrease) in Cash and Cash Equivalents             | 2,602   | ∆ 6,662  |
| V Cash and Cash Equivalents at Beginning of Current Term            | 12,513  | 12,877   |
| VI Increase in Cash and Cash Equivalents in Scope of Integration    | -   | 2,238  |
| VII Cash and Cash Equivalents at End of Current Quarter             | 15,115  | 8,453  |

\* OSE acquired and merged Jasdaq Securities Exchange, Inc., which was a consolidated subsidiary, on April 1 2010. For a year-to-year comparison of the current figures, the Consolidated Quarterly Statement of Cash Flows of the previous consolidated fiscal year and the Quarterly Statement of Cash Flows of the current fiscal year are shown in a comparison format.

\* OSE is reviewed based on the Rule 193.2, Paragraph 1 of Financial Instruments and Exchange Law on the financial statements for the previous consolidated fiscal year by KPMG AZSA & CO., and the financial statements for the current fiscal year (from April 1, 2010 to December 31, 2010) by KPMG AZSA LLC, but the reviewing process of the financial statements has not been completed at the time of disclosure of this financial results. Due to a change of a firm category, KPMG AZSA & CO., became KPMG AZSA LLC as of July 1, 2010.

# 2. Changes in Latest Business Performance

|   | First Quarter         | Second Quarter        | Third Quarter         | Fourth Quarter        |
|---|-----------------------|-----------------------|-----------------------|-----------------------|
|   | Apr. 2010 - June 2010 | July 2010 - Sep. 2010 | Oct. 2010 - Dec. 2010 | Jan. 2011 - Mar. 2011 |
|   | mil. yen              | mil. yen              | mil. yen              | mil. yen              |
| Operating Revenue                             | 5,872                 | 5,238                 | 5,226                 | 6,646                 |
| Selling, General &<br>Administrative Expenses | 3,402                 | 3,589                 | 3,440                 | 4,969                 |
| Operating Income                              | 2,470                 | 1,648                 | 1,786                 | 1,677                 |
| Ordinary Income                               | 2,793                 | 1,896                 | 2,015                 | 1,748                 |
| Income before Income<br>Taxes                 | 4,811                 | 1,815                 | 2,009                 | 470                   |
| Net Income                                    | 4,416                 | 1,666                 | 1,845                 | 1,228                 |
|   | yen                   | yen                   | yen                   | yen                   |
| Net Income per Share                          | 16,356.63             | 6,170.95              | 6,834.78              | 4,549.14              |
|   | mil. yen              | mil. yen              | mil. yen              | mil. yen              |
| Total Assets                                  | 354,944               | 366,135               | 310,244               | 670,811               |
| Net Assets                                    | 49,354                | 51,009                | 51,638                | 52,858                |
|   | yen                   | yen                   | yen                   | yen                   |
| Net Assets per Share                          | 182,796.17            | 188,924.32            | 191,253.80            | 195,773.01            |

The Fiscal Year Ended March 31, 2011(Individual)

# The Fiscal Year Ended March 31, 2010 (Consolidated)

|   | First Quarter         | Second Quarter        | Third Quarter         | Fourth Quarter        |
|---|-----------------------|-----------------------|-----------------------|-----------------------|
|   | Apr. 2009 - June 2009 | July 2009 - Sep. 2009 | Oct. 2009 - Dec. 2009 | Jan. 2010 - Mar. 2010 |
|   | mil. yen              | mil. yen              | mil. yen              | mil. yen              |
| Operating Revenue                             | 5,759                 | 5,984                 | 5,812                 | 5,465                 |
| Selling, General &<br>Administrative Expenses | 3,829                 | 4,093                 | 3,593                 | 3,780                 |
| Operating Income                              | 1,930                 | 1,891                 | 2,218                 | 1,684                 |
| Ordinary Income                               | 2,364                 | 2,250                 | 2,555                 | 1,989                 |
| Income before Income<br>Taxes                 | 2,351                 | 2,477                 | 2,529                 | 2,003                 |
| Net Income                                    | 1,457                 | 1,795                 | 1,649                 | 1,395                 |
|   | yen                   | yen                   | yen                   | yer                   |
| Net Income per Share                          | 5,398.30              | 6,651.23              | 6,108.99              | 5,167.87              |
|   | mil. yen              | mil. yen              | mil. yen              | mil. yen              |
| Total Assets                                  | 364,474               | 355,917               | 335,906               | 320,362               |
| Net Assets                                    | 46,771                | 46,382                | 47,061                | 48,429                |
| Net Assistance Ob                             | yen                   | yen                   | yen                   | yer                   |
| Net Assets per Share                          | 165,178.45            | 171,786.93            | 174,300.75            | 179,368.39            |

As OSE merged and acquired with Jasdaq Securities Exchange, Inc., which was its consolidated subsidiary, on April 1, 2010, OSE prepares individual financial statements from the first quarter of the fiscal year ended March 31, 2011. Therefore, figures of the previous fiscal year ended March 31, 2010 are consolidated figures, and figures of the current fiscal year ended March 31, 2011 are individual figures.