

A large blue circular logo with a white "R" inside, connected to a network of lines and dots.

SR Research Report  
2014/7/8

## Happinet Corporation (7552)

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| Income Statement<br>(JPYmn)        | FY03/10<br>Cons. | FY03/11<br>Cons. | FY03/12<br>Cons. | FY03/13<br>Cons. | FY03/14<br>Cons. | FY03/15<br>Est. |
|------------------------------------|------------------|------------------|------------------|------------------|------------------|-----------------|
| <b>Total Sales</b>                 | <b>194,246</b>   | <b>190,891</b>   | <b>198,021</b>   | <b>176,757</b>   | <b>206,867</b>   | <b>210,000</b>  |
| YoY                                | 16.5%            | -1.7%            | 3.7%             | -10.7%           | 17.0%            | 1.5%            |
| <b>Gross Profit</b>                | <b>22,467</b>    | <b>22,326</b>    | <b>25,007</b>    | <b>22,501</b>    | <b>24,039</b>    |                 |
| YoY                                | 12.4%            | -0.6%            | 12.0%            | -10.0%           | 6.8%             |                 |
| GPM                                | 11.6%            | 11.7%            | 12.6%            | 12.7%            | 11.6%            |                 |
| <b>Operating Profit</b>            | <b>2,327</b>     | <b>2,855</b>     | <b>4,855</b>     | <b>2,973</b>     | <b>3,888</b>     | <b>4,000</b>    |
| YoY                                | 8.9%             | 22.7%            | 70.1%            | -38.8%           | 30.8%            | 2.9%            |
| OPM                                | 1.2%             | 1.5%             | 2.5%             | 1.7%             | 1.9%             | 1.9%            |
| <b>Recurring Profit</b>            | <b>2,513</b>     | <b>3,013</b>     | <b>5,032</b>     | <b>3,081</b>     | <b>3,917</b>     | <b>4,000</b>    |
| YoY                                | 8.2%             | 19.9%            | 67.0%            | -38.8%           | 27.1%            | 2.1%            |
| RPM                                | 1.3%             | 1.6%             | 2.5%             | 1.7%             | 1.9%             | 1.9%            |
| <b>Net Income</b>                  | <b>1,179</b>     | <b>1,376</b>     | <b>2,458</b>     | <b>2,011</b>     | <b>2,466</b>     | <b>2,600</b>    |
| YoY                                | 3.9%             | 16.7%            | 78.6%            | -18.2%           | 22.6%            | 5.4%            |
| Net Margin                         | 0.6%             | 0.7%             | 1.2%             | 1.1%             | 1.2%             | 1.2%            |
| <b>Per Share Data (JPY)</b>        |                  |                  |                  |                  |                  |                 |
| Number of Shares (thousands)       | 12,025           | 12,025           | 24,050           | 24,050           | 24,050           |                 |
| EPS                                | 52.3             | 61.3             | 109.7            | 89.8             | 109.4            | 115.0           |
| EPS (Fully Diluted)                | -                | -                | 109.6            | 89.6             | 108.1            |                 |
| Dividend Per Share                 | 15.0             | 15.0             | 27.5             | 22.5             | 24.8             | 27.0            |
| Book Value Per Share               | 846.4            | 883.7            | 972.1            | 1,036.2          | 1,128.3          |                 |
| <b>Balance Sheet (JPYmn)</b>       |                  |                  |                  |                  |                  |                 |
| Cash and Equivalents               | 6,312            | 8,220            | 12,359           | 10,155           | 9,996            |                 |
| <b>Total Current Assets</b>        | <b>40,140</b>    | <b>41,039</b>    | <b>48,269</b>    | <b>47,930</b>    | <b>47,025</b>    |                 |
| Tangible Fixed Assets, net         | 1,668            | 1,555            | 1,392            | 1,110            | 1,342            |                 |
| Other Fixed Assets                 | 3,405            | 2,780            | 2,946            | 2,976            | 5,065            |                 |
| Intangible Assets                  | 3,836            | 3,132            | 1,715            | 985              | 446              |                 |
| <b>Total Assets</b>                | <b>49,050</b>    | <b>48,507</b>    | <b>54,323</b>    | <b>53,003</b>    | <b>53,879</b>    |                 |
| Notes and Accounts Payable         | 19,832           | 20,204           | 23,042           | 22,672           | 20,099           |                 |
| Short-Term Debt                    | 2,460            | -                | -                | -                | -                |                 |
| <b>Total Current Liabilities</b>   | <b>27,436</b>    | <b>25,837</b>    | <b>29,617</b>    | <b>26,883</b>    | <b>25,036</b>    |                 |
| Long-Term Debt                     | 30               | -                | -                | -                | -                |                 |
| <b>Total Fixed Liabilities</b>     | <b>2,651</b>     | <b>2,867</b>     | <b>2,909</b>     | <b>2,829</b>     | <b>3,148</b>     |                 |
| <b>Total Liabilities</b>           | <b>30,088</b>    | <b>28,704</b>    | <b>32,527</b>    | <b>29,713</b>    | <b>28,185</b>    |                 |
| <b>Net Assets</b>                  | <b>18,962</b>    | <b>19,802</b>    | <b>21,795</b>    | <b>23,289</b>    | <b>25,694</b>    |                 |
| Interest-Bearing Debt              | 2,490            | -                | -                | -                | -                |                 |
| <b>Cash Flow Statement (JPYmn)</b> |                  |                  |                  |                  |                  |                 |
| Operating Cash Flow                | 6,232            | 5,083            | 4,609            | -1,505           | 2,547            |                 |
| Investment Cash Flow               | -391             | -315             | -50              | -108             | -87              |                 |
| Financing Cash Flow                | -4,481           | -2,852           | -421             | -588             | -2,618           |                 |
| <b>Financial Ratios</b>            |                  |                  |                  |                  |                  |                 |
| ROA                                | 2.3%             | 2.8%             | 4.8%             | 3.7%             | 4.6%             |                 |
| ROE                                | 6.3%             | 7.1%             | 11.8%            | 8.9%             | 10.1%            |                 |
| Equity Ratio                       | 38.7%            | 40.8%            | 40.1%            | 43.9%            | 47.7%            |                 |

Source: Company data

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

Per share data adjusted for the 1-for-2 stock split on December 1, 2011.



## Recent updates

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### Highlights

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On **July 2, 2014**, Shared Research updated comments on Happinet Corp.'s earnings results for FY03/14 following interviews with management; see the results section for details.

On **May 13, 2014**, the company announced FY03/14 earnings results.

On **April 14, 2014**, the company announced a revision to its FY03/14 full-year earnings forecast.

#### FY03/14 full-year earnings forecast

Sales: JPY207.0bn (previous forecast: JPY205.0bn)

Operating profit: JPY3.8bn (JPY3.4bn)

Recurring profit: JPY3.9bn (JPY3.5bn)

Net income: JPY2.4bn (JPY2.0bn)

Earnings per share: JPY106.53 (JPY88.88)

#### Revision details

According to the company, although it recorded write-downs on excess inventory of products such as videogame merchandise, the toy and amusement businesses outperformed expectations. Particularly strong sales of products from Bandai franchises Kamen Rider Giam, Aikatsu!, and Youkai Watch paved the way for higher sales, operating profit, recurring profit, and net income compared to previous forecasts.

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



**Trends and outlook**

**Quarterly results**

| Quarterly Performance<br>(JPYmn) | FY03/13 |        |        |        | FY03/14 |        |        |        | FY03/14 |         |
|----------------------------------|---------|--------|--------|--------|---------|--------|--------|--------|---------|---------|
|                                  | Q1      | Q2     | Q3     | Q4     | Q1      | Q2     | Q3     | Q4     | % of FY | FY Est. |
| Sales                            | 36,895  | 39,316 | 61,472 | 39,074 | 36,172  | 51,199 | 78,090 | 41,406 | 99.9%   | 207,000 |
| YoY                              | -13.1%  | -14.7% | -11.1% | -3.3%  | -2.0%   | 30.2%  | 27.0%  | 6.0%   |         | 17.1%   |
| Gross Profit                     | 5,202   | 4,990  | 7,250  | 5,059  | 5,020   | 5,763  | 8,023  | 5,233  |         |         |
| YoY                              | -7.1%   | -20.5% | -7.7%  | -4.2%  | -3.5%   | 15.5%  | 10.7%  | 3.4%   |         |         |
| GPM                              | 14.1%   | 12.7%  | 11.8%  | 12.9%  | 13.9%   | 11.3%  | 10.3%  | 12.6%  |         |         |
| SG&A                             | 4,436   | 4,749  | 5,275  | 5,067  | 4,416   | 4,815  | 5,551  | 5,368  |         |         |
| YoY                              | -2.0%   | -5.6%  | -1.2%  | -3.6%  | -0.5%   | 1.4%   | 5.2%   | 5.9%   |         |         |
| SG&A / Sales                     | 12.0%   | 12.1%  | 8.6%   | 13.0%  | 12.2%   | 9.4%   | 7.1%   | 13.0%  |         |         |
| Operating Profit                 | 766     | 241    | 1,975  | -9     | 604     | 947    | 2,472  | -135   | 102.3%  | 3,800   |
| YoY                              | -28.5%  | -80.6% | -21.5% | -      | -21.1%  | 292.9% | 25.2%  | -      |         | 27.8%   |
| OPM                              | 2.1%    | 0.6%   | 3.2%   | -      | 1.7%    | 1.8%   | 3.2%   | -      |         | 1.8%    |
| Recurring Profit                 | 804     | 268    | 2,004  | 5      | 614     | 965    | 2,483  | -145   | 100.4%  | 3,900   |
| YoY                              | -29.8%  | -79.0% | -21.6% | -90.9% | -23.6%  | 260.1% | 23.9%  | -      |         | 26.6%   |
| RPM                              | 2.2%    | 0.7%   | 3.3%   | 0.0%   | 1.7%    | 1.9%   | 3.2%   | -      |         | 1.9%    |
| Net Income                       | 519     | 190    | 1,286  | 16     | 260     | 1,115  | 1,248  | -157   | 102.8%  | 2,400   |
| YoY                              | -27.2%  | -76.6% | 54.6%  | -84.0% | -49.9%  | 486.8% | -3.0%  | -      |         | 19.3%   |
| NPM                              | 1.4%    | 0.5%   | 2.1%   | 0.0%   | 0.7%    | 2.2%   | 1.6%   | -      |         | 1.2%    |

Source: Company data

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

**Seasonality**

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

**FY03/14 results (out May 13, 2014; see table above)**

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

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

**Toys**

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

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

**Visual and music**

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



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

### **Videogames**

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

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

### **Amusement**

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

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

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

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



## Full-year outlook (FY03/15)

| FY03/15 Forecast<br>(JPYmn) | FY03/14       |                |                | FY03/15       |                |                |
|-----------------------------|---------------|----------------|----------------|---------------|----------------|----------------|
|                             | 1H            | 2H             | Full Year      | 1H Est.       | 2H Est.        | FY Est.        |
| <b>Sales</b>                | <b>87,371</b> | <b>119,496</b> | <b>206,867</b> | <b>90,000</b> | <b>120,000</b> | <b>210,000</b> |
| CoGS                        | 76,587        | 106,240        | 182,828        |               |                |                |
| <b>Gross Profit</b>         | <b>10,783</b> | <b>13,256</b>  | <b>24,039</b>  |               |                |                |
| GPM                         | 12.3%         | 11.1%          | 11.6%          |               |                |                |
| SG&A                        | 9,231         | 10,919         | 20,150         |               |                |                |
| SG&A / Sales                | 10.6%         | 9.1%           | 9.7%           |               |                |                |
| <b>Operating Profit</b>     | <b>1,551</b>  | <b>2,337</b>   | <b>3,888</b>   | <b>1,600</b>  | <b>2,400</b>   | <b>4,000</b>   |
| OPM                         | 1.8%          | 2.0%           | 1.9%           | 1.8%          | 2.0%           | 1.9%           |
| <b>Recurring Profit</b>     | <b>1,579</b>  | <b>2,338</b>   | <b>3,917</b>   | <b>1,600</b>  | <b>2,400</b>   | <b>4,000</b>   |
| RPM                         | 1.8%          | 2.0%           | 1.9%           | 1.8%          | 2.0%           | 1.9%           |
| <b>Net Income</b>           | <b>1,375</b>  | <b>1,091</b>   | <b>2,466</b>   | <b>1,100</b>  | <b>1,500</b>   | <b>2,600</b>   |
| Net Margin                  | 1.6%          | 0.9%           | 1.2%           | 1.2%          | 1.3%           | 1.2%           |

Source: Company data

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

## Toys

Happinet forecasts sales of JPY77.0bn (+0.2% YoY) and operating profit of JPY2.8bn (+3.3%).

Bandai products account for about half of segment sales. Bandai Namco Holdings (TSE1: 7832) forecasts sales in its toys and hobby segment will increase 7.3% YoY. Per this company's Domestic Toys and Hobby Plan, Youkai Watch sales are expected to increase 4x YoY, to JPY7.0bn; Bandai Namco also expects an increase in Mobile Suit Gundam sales. However, this company forecasts a decline in sales of Kamen Rider, Super Sentai, and Aikatsu! products.

A Youkai Watch videogame was released in July 2013, with an animated television series following in January 2014. The cross media strategy—across animated cartoons, videogames, and comics—is paying off. As of May 2014, these products are in short supply.

As a promotional initiative, Happinet is rolling out special fixtures that make use of characters' points of view. In FY03/14, the company installed super hero areas for boys' toys in 330 stores, and super heroine areas for girls' toys in 150 stores, resulting in higher sales at these stores. In FY03/15, the company aims to increase sales by expanding super hero areas to 500 stores and super heroine areas to 300 stores.

In April 2014, Happinet launched television broadcasts of in-house animated cartoon Tenkai Knights, the result of tie-ups with Shogakukan-Shueisha Productions Co., Ltd. and Spin Master Ltd. (the US). Happinet plans to use its exclusive domestic merchandizing and DVD sales rights for Tenkai Knights to sell related toys. The company forecasts sales of these products at JPY2.0bn in FY03/15, with a negligible contribution to profits.

## Visual and music

Happinet forecasts sales of JPY42.0bn (-2.2% YoY) and operating profit of JPY400mn (+30.3%).

The company aims to increase market share by securing accounts and drive up margins by selling more in-house and exclusive merchandize.



Movies will include *My Man*, based on a Naoki Prize-winning novel, and part-funded *Crows Explode*. DVD titles include *Human Trust*, *The Devil's Path*, and *American Hustle*.

### Videogames

Happinet forecasts sales of JPY68.0bn (+6.9% YoY) and operating profit of JPY400mn (+400.5%).

The company forecasts higher sales as Toys Union—a consolidated subsidiary from July 2013—contributes to full-year sales.

The company plans to cut costs by merging subsidiaries Toys Union and Mori Games in July 2014, thus consolidating inventories and logistics operations. In addition, in FY03/14 the company booked valuation losses of JPY800mn on excess inventory, including videogame titles and accessories. The company expects losses on the disposal of inventory to fall in FY03/15.

Microsoft's Xbox One videogame console and the *Youkai Watch 2* game for Nintendo's 3DS console are scheduled for launch in July 2014 and September 2014 respectively. The company expects these products to contribute to sales. *Youkai Watch 2* appears particularly promising; it is the sequel to a videogame that sold 1.0mn copies, and related toys are in short supply following the launch of the television program in January 2014.

### Amusement

Happinet forecasts sales of JPY23.0bn (-2.0% YoY) and operating profit of JPY1.7bn (-17.2%).

The company plans to introduce a sales data acquisition system in more toy vending machines. According to the company, this system makes vending machine maintenance more efficient by allowing the company to check capsule sales remotely. The system thus drives up margins and allows the company to increase the number of locations without hiring more staff. In FY03/14, the company introduced the system across 2,000 machine units, mainly in North East Japan. In FY03/15, the company plans to increase this number to 20,000 machine units across Japan.

The company anticipates a significant contribution to sales from *Kamen Rider Gaim* and *Youkai Watch* capsules.

However, the company expects that the consumption tax hike will affect capsule toy and card game sales, causing a YoY fall in sales and segment profits.





## Outlook

### Midterm plan

In May 2012 Happinet unveiled its sixth medium-term business plan for FY03/13 to FY03/15. For the final year the company targets sales of JPY250.0bn and recurring profits of JPY7.0bn. It wants consistent growth in existing businesses and will seek new business areas, in sync with strengthening distribution.

### Existing businesses

The company wants to beef up market share in all existing segments.

| Market Share     | FY03/13<br>Actual | FY03/15<br>Target | Details   |
|------------------|-------------------|-------------------|---|
| Toy              | 30%               | 40%               | Actively develop original products  |
| Visual and Music | 14%               | 20%               | Expand original visual products, strengthen ties with major video makers        |
| Video Game       | 12%               | 20%               | Boost sales of new consoles, promote products with exclusive selling rights     |
| Amusement        | 60%               | 70%               | Increase sites for toy vending machines, promote products with exclusive rights |

Source: Company data

### New areas

The company aims to increase sales of original products and products with exclusive selling rights based on exclusive selling agreements with makers. The company hopes to lift total sales of such products from JPY12bn in FY03/12 to JPY25bn in FY03/15.

#### Original/ Exclusive Products

| Segment<br>(JPYbn) | FY03/13<br>Sales (Actual) | FY03/15<br>Sales (Target) |
|--------------------|---------------------------|---------------------------|
| Toy                | 3.0                       | 5.0                       |
| Visual and Music   | 6.0                       | 14.0                      |
| Video Game         | 3.0                       | 5.0                       |
| Amusement          | 0.0                       | 1.0                       |

Source: Company data

In FY03/15, the company forecasts sales of JPY210.0bn and recurring profit of JPY4.0bn—both below the midterm plan. According to the company, this is due to shrinking markets in the visual and music and videogames segments. Growth in sales of in-house products has also failed to meet expectations.

In FY03/15, Happinet aims to grow by laying the groundwork for the manufacturing business and developing the foundations of the distribution business. It has divided the distribution and manufacturing segments, and plans to clarify each segment's responsibilities.

### Sources of midterm growth: in-house products plus more capsule vending machines

Shared Research thinks growth sources lie in expanding in-house development of products in the toy business, and increasing the number of machines and their efficiency in the amusement business, through the introduction of a system for collecting sales data.

#### Toys: strengthening original products

Shared Research thinks that tie-ups with TV programs and movies are vital for original products to be successful and secure stable sales.



The company is formulating a plan for collaborating with publishing companies and TV stations to create and show animated cartoons. The company then plans to develop and sell toys based on characters from these animated cartoons. Shared Research thinks that the company will act on this plan in the course of its medium term business plan (FY03/13 to FY03/15).

In April 2014, Happinet launched television broadcasts of in-house animated cartoon Tenkai Knights, the result of tie-ups with Shogakukan-Shueisha Productions Co., Ltd. and Spin Master Ltd. (the US). Happinet plans to use its exclusive domestic merchandizing and DVD sales rights for Tenkai Knights to sell related toys.

Tenkai Knights toys will be priced between JPY700-3,500, and aimed at boys aged between seven and nine. Spin Master's factory in China will supply the toys.

The company forecasts sales of these products at JPY2.0bn in FY03/15, with a negligible contribution to profits.

### **The amusement business: expanding the sales data acquisition system plus more machines**

The company wants to expand sales in its operation of toy vending machines, by increasing the number of machines placed at outlets while capping costs through a new POS system providing data on capsule sales.

Happinet developed the POS system, and introduced it as a pilot scheme in five locations in February 2013. In FY03/14, the company rolled out the system across 2,000 machine units, mainly in North East Japan. The system uses an embedded ejection sensor to allow the company to collect real-time sales data.

If the system operates as planned, it will remove the need for Happinet staff to visit outlets frequently, and the company will be able to monitor sales efficiently, refill capsules as required, and collect money from machines. This should prompt higher sales by increasing the number of locations where vending machines are placed without incurring additional labor costs, while also increasing the operating efficiency of existing locations. In FY03/15, the company plans to introduce the system across 20,000 machine units nationwide.

As of December 2013 the company was operating toy vending machines at 4,800 locations nationwide. There were 8,600 locations in 2007 when Happinet acquired Sunlink Co Ltd and The Apple Corporation, so it appears there is significant potential for sales expansion over the medium term with the POS system. The toy vending machine business posts a higher gross profit margin than the distribution business, and thus can be expected to make a sizable contribution to profits.



## Business

### Description

**Leading intermediary distributor for toys, DVDs, CDs and videogames.** The company buys goods from makers and distributes to retailers, managing inventories and handling orders/shipments. Segments comprise toys (37.1% of FY03/14 sales), visual and music (20.8%), videogames (30.7%), and amusement (11.4%).

The visual and music segment's share of sales is declining as this market shrinks. The videogame segment's share increased when Toys Union—a distributor of Nintendo products—became a subsidiary in FY03/14.

| Sales and OP by Segment (JPYmn) |                  | FY03/09 | FY03/10 | FY03/11 | FY03/12 | FY03/13 | FY03/14 |
|---------------------------------|------------------|---------|---------|---------|---------|---------|---------|
|                                 |                  | Act.    | Act.    | Act.    | Act.    | Act.    | Act.    |
| Sales                           | Toy              | 61,813  | 65,654  | 69,104  | 77,313  | 74,660  | 76,821  |
|                                 | YoY              | -1.7%   | 6.2%    | 5.3%    | 11.9%   | -3.4%   | 2.9%    |
|                                 | % of Total       | 37.1%   | 33.8%   | 36.2%   | 39.0%   | 42.2%   | 37.1%   |
|                                 | Visual and Music | 36,570  | 67,838  | 57,759  | 55,719  | 44,810  | 42,955  |
|                                 | YoY              | -5.1%   | 85.5%   | -14.9%  | -3.5%   | -19.6%  | -4.1%   |
|                                 | % of Total       | 21.9%   | 34.9%   | 30.3%   | 28.1%   | 25.4%   | 20.8%   |
|                                 | Video Game       | 50,474  | 44,372  | 46,447  | 42,704  | 36,839  | 63,609  |
|                                 | YoY              | -7.4%   | -12.1%  | 4.7%    | -8.1%   | -13.7%  | 72.7%   |
|                                 | % of Total       | 30.3%   | 22.8%   | 24.3%   | 21.6%   | 20.8%   | 30.7%   |
|                                 | Amusement        | 17,919  | 16,381  | 17,579  | 22,282  | 20,447  | 23,481  |
|                                 | YoY              | 38.3%   | -8.6%   | 7.3%    | 26.8%   | -8.2%   | 14.8%   |
|                                 | % of Total       | 10.7%   | 8.4%    | 9.2%    | 11.3%   | 11.6%   | 11.4%   |
|                                 | Total            |         | 166,778 | 194,246 | 190,891 | 198,021 | 176,757 |
|                                 | YoY              | -1.3%   | 16.5%   | -1.7%   | 3.7%    | -10.7%  | 17.0%   |
| OP                              | Toy              | 996     | 1,865   | 2,321   | 3,009   | 2,055   | 2,710   |
|                                 | YoY              | -24.6%  | 87.2%   | 24.4%   | 29.6%   | -31.7%  | 31.8%   |
|                                 | % of Total       | 29.1%   | 50.4%   | 55.8%   | 48.6%   | 47.7%   | 52.6%   |
|                                 | Visual and Music | 1,330   | 253     | -656    | 448     | 309     | 307     |
|                                 | YoY              | 3494.6% | -81.0%  | -359.3% | -       | -31.0%  | -0.7%   |
|                                 | % of Total       | 38.9%   | 6.9%    | -15.8%  | 7.2%    | 7.2%    | 6.0%    |
|                                 | Video Game       | 1,221   | 1,035   | 1,156   | 936     | 678     | 79      |
|                                 | YoY              | -7.6%   | -15.2%  | 11.7%   | -19.0%  | -27.6%  | -88.2%  |
|                                 | % of Total       | 35.7%   | 28.0%   | 27.8%   | 15.1%   | 15.7%   | 1.5%    |
|                                 | Amusement        | -127    | 544     | 1,340   | 1,801   | 1,265   | 2,053   |
|                                 | YoY              | -       | -       | 146.3%  | 34.4%   | -29.8%  | 62.4%   |
|                                 | % of Total       | -3.7%   | 14.7%   | 32.2%   | 29.1%   | 29.4%   | 39.9%   |
|                                 | Total            |         | 3,420   | 3,699   | 4,162   | 6,196   | 4,309   |
| Adjustments                     |                  | -1,283  | -1,371  | -1,307  | -1,341  | -1,335  | -1,263  |
| Consolidated Operating Profit   |                  | 2,137   | 2,327   | 2,855   | 4,855   | 2,973   | 3,888   |
|                                 | YoY              | 47.3%   | 8.9%    | 22.7%   | 70.0%   | -38.8%  | 30.8%   |

Source: Company data

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

Distribution channels are specialty stores, including consumer electronics and camera stores (29.6% of FY03/14 sales), general merchandise stores (21.7%), e-commerce (17.9%), convenience stores (10.6%), large suburban specialty stores (10.2%), and others (3.9%).

E-commerce's share of sales increased in FY03/14 when Toys Union—with a high proportion of sales going to major online retailers—became a subsidiary.



| Sales by Channel<br>(JPYmm)            | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Specialty Stores                       | 55,200          | 63,900          | 65,300          | 62,500          | 60,400          | 61,100          |
| YoY                                    | 8.4%            | 15.8%           | 2.2%            | -4.3%           | -3.4%           | 1.2%            |
| % of Total                             | 33.1%           | 33.0%           | 34.3%           | 31.6%           | 34.2%           | 29.6%           |
| General Merchandise Stores             | 27,000          | 35,600          | 36,700          | 40,300          | 36,900          | 44,900          |
| YoY                                    | -9.4%           | 31.9%           | 3.1%            | 9.8%            | -8.4%           | 21.8%           |
| % of Total                             | 16.2%           | 18.4%           | 19.3%           | 20.4%           | 20.9%           | 21.7%           |
| E-Commerce                             | 28,800          | 22,200          | 24,100          | 25,000          | 19,200          | 36,900          |
| YoY                                    | -17.7%          | -22.9%          | 8.6%            | 3.7%            | -23.2%          | 92.6%           |
| % of Total                             | 17.3%           | 11.4%           | 12.7%           | 12.6%           | 10.9%           | 17.9%           |
| Convenience Stores                     | 14,100          | 21,500          | 21,300          | 26,300          | 22,800          | 21,800          |
| YoY                                    | 11.9%           | 52.5%           | -0.9%           | 23.5%           | -13.3%          | -4.2%           |
| % of Total                             | 8.5%            | 11.1%           | 11.2%           | 13.3%           | 12.9%           | 10.6%           |
| Large-format Suburban Specialty Stores | 9,000           | 19,300          | 18,500          | 19,300          | 17,200          | 21,100          |
| YoY                                    | -33.3%          | 114.4%          | -4.1%           | 4.3%            | -10.9%          | 22.6%           |
| % of Total                             | 5.4%            | 10.0%           | 9.7%            | 9.7%            | 9.7%            | 10.2%           |
| Wholesalers                            | 17,000          | 21,500          | 15,400          | 15,200          | 11,500          | 12,500          |
| YoY                                    | 14.1%           | 26.5%           | -28.4%          | -1.3%           | -24.3%          | 8.2%            |
| % of Total                             | 10.2%           | 11.1%           | 8.1%            | 7.7%            | 6.5%            | 6.1%            |
| Others                                 | 15,300          | 9,900           | 9,200           | 9,100           | 8,500           | 8,100           |
| YoY                                    | 27.5%           | -35.3%          | -7.1%           | -1.1%           | -6.6%           | -4.4%           |
| % of Total                             | 9.2%            | 5.1%            | 4.8%            | 4.6%            | 4.8%            | 3.9%            |
| <b>Total</b>                           | <b>166,700</b>  | <b>193,900</b>  | <b>190,500</b>  | <b>198,000</b>  | <b>176,700</b>  | <b>206,800</b>  |
| YoY                                    | -1.3%           | 16.5%           | -1.7%           | 3.7%            | -10.7%          | 17.0%           |

Source: Company data

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

\* Others include Department Stores

Happinet is the largest intermediary distributor of toys, DVDs and CDs in the industry, with a 60% market share in capsule toys and card games.

**Toys (37.1% FY03/14 consolidated sales; 52.6% operating profit)**

**Happinet is Japan's largest intermediary distributor of toys, with a 30% market share.** It handles 80% of toy distribution in Japan for Bandai (a Namco Bandai Holdings [TSE1: 7832] subsidiary).

In this segment, Happinet enjoys a gross profit margin buying goods from toy makers and selling them to retailers. The company liquidates unsold inventories each month. Gross profit margin moves up or down by 1% given fluctuating inventory write-offs.

The company buys goods from big toy makers like Bandai and Tomy and sells them to toy retailers such as Toys"R"Us-Japan Ltd (unlisted), large consumer electronics stores and retail chains, and major online retailers.



| Toy Sales Breakdown<br>(JPYmn) | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|--------------------------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Bandai                         | 28,900          | 32,700          | 37,400          | 42,300          | 38,800          | 40,700          |
| YoY                            | -3.7%           | 13.1%           | 14.4%           | 13.1%           | -8.3%           | 5.0%            |
| % of Total                     | 46.8%           | 49.8%           | 54.1%           | 54.7%           | 52.0%           | 53.1%           |
| TAKARA TOMY                    | 4,800           | 5,000           | 7,000           | 6,300           | 5,300           | 4,200           |
| YoY                            | 0.0%            | 4.2%            | 40.0%           | -10.0%          | -15.9%          | -21.6%          |
| % of Total                     | 7.8%            | 7.6%            | 10.1%           | 8.2%            | 7.1%            | 5.5%            |
| Happinet original              | 1,200           | 1,400           | 1,400           | 2,200           | 2,500           | 2,000           |
| YoY                            | -53.8%          | 16.7%           | 0.0%            | 57.1%           | 13.6%           | -17.7%          |
| % of Total                     | 1.9%            | 2.1%            | 2.0%            | 2.8%            | 3.4%            | 2.7%            |
| Other                          | 19,500          | 18,400          | 23,100          | 26,400          | 27,900          | 29,700          |
| YoY                            | -3.0%           | -5.6%           | 25.5%           | 14.3%           | 5.7%            | 6.5%            |
| % of Total                     | 31.6%           | 28.0%           | 33.5%           | 34.2%           | 37.4%           | 38.7%           |
| Other makers                   | 7,300           | 7,900           | -               | -               | -               | -               |
| YoY                            | -               | 8.2%            | -               | -               | -               | -               |
| % of Total                     | 11.8%           | 12.0%           | -               | -               | -               | -               |
| Total                          | 61,800          | 65,600          | 69,100          | 77,300          | 74,600          | 76,800          |
| YoY                            | -1.7%           | 6.2%            | 5.3%            | 11.9%           | -3.4%           | 2.9%            |

Source: Company data

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

From FY03/11, Other makers are included in the Others segment.

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

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

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

Toy distribution:

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

Happinet typically sells out most of its inventories at end December and recognizes losses on inventories by disposing of inventories or making inventory write-downs at end March the following year. For toys, annual inventory disposal is 1-2% of annual sales.

Shared Research understands that the company’s rise to prominence as the largest intermediary distributor of toys began in the 1990s with the relaxation of the Large Scale Retail Store Law. Happinet responded to changes in the business environment. Distributors began to need advanced information and logistics systems in order to keep up with the growing size of retailers. Also, the growth in Bandai’s toy sales was another contributing factor in Happinet’s growth.



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

### Bandai's character goods portfolio

Leading toy characters with the highest sales rankings at Bandai are those from the Super Sentai, Kamen Rider, and Precure series. Toei or Toei Animation makes these series; TV Asahi broadcasts them on Sundays. Program sponsor Bandai merchandises related toys. This system has a long history. The Super Sentai series, the longest-running of the trio, started with Himitsu Sentai Gorenger in 1975. Its 37th series, Zyuden Sentai Kyoryuger, aired in 2013. In the 30-minute Super Sentai program, a team of three to five people use special items to become superheroes wearing helmets and color-coded jumpsuits, and fight bad guys or monsters. In each episode the enemy, once defeated, is reborn as a giant monster and the heroes ride a giant robot to destroy it. Each year a TV series starts in February and a movie version is launched in August. With new characters and items added during the year, Bandai merchandises all the transforming items, weapons and robots. All super hero toys are ready for Christmas when sales peak.

### Bandai Sales by Character (Domesic Toy and Hobby)

| (JPYbn)            | FY03/09 | FY03/10 | FY03/11 | FY03/12 | FY03/13 | FY03/14 | FY03/15 |
|--------------------|---------|---------|---------|---------|---------|---------|---------|
|                    | Act.    | Act.    | Act.    | Act.    | Act.    | Act.    | Est.    |
| Kamen Rider        | 8.7     | 17.5    | 23.0    | 28.3    | 27.1    | 22.3    | 20.0    |
| Mobile Suit Gundam | 16.0    | 14.4    | 13.4    | 15.6    | 16.5    | 18.4    | 21.0    |
| Super Sentai       | 12.0    | 10.5    | 9.2     | 13.0    | 9.6     | 14.4    | 12.0    |
| Aikatsu!           | -       | -       | -       | -       | 1.5     | 13.0    | 10.0    |
| Anpanman           | 9.1     | 8.4     | 8.6     | 9.6     | 10.0    | 10.3    | 10.5    |
| Precure Series     | 10.5    | 11.9    | 12.5    | 10.7    | 10.6    | 9.8     | 10.0    |
| Dragon Ball        | 3.7     | 3.3     | 2.7     | 4.4     | 4.8     | 6.4     | 5.5     |
| One Piece          | 1.7     | 2.0     | 6.8     | 11.2    | 8.3     | 4.7     | 3.5     |
| Ultraman           | 4.3     | 3.1     | 2.8     | 1.8     | 2.0     | 3.2     | 4.0     |
| Youkai Watch       | -       | -       | -       | -       | -       | 1.4     | 7.0     |

Source: Bandai data

### Visual and music (20.8% FY03/14 consolidated sales; 6.0% operating profit)

This segment comprises the visual wholesale section (58.8% of segment sales in FY03/14), the visual manufacturing section (14.8%), and the music section (26.4%).



| Visual and Music Sales Breakdown (JPYmm) | FY03/09 Act. | FY03/10 Act. | FY03/11 Act. | FY03/12 Act. | FY03/13 Act. | FY03/14 Act. |
|--|--------------|--------------|--------------|--------------|--------------|--------------|
| Visual                                   | 36,500       | 42,500       | 40,300       | 39,600       | 31,500       | 31,600       |
| YoY                                      | -5.2%        | 16.4%        | -5.2%        | -1.7%        | -20.5%       | 0.1%         |
| % of Total                               | 100.0%       | 62.7%        | 69.8%        | 71.1%        | 70.3%        | 73.6%        |
| Wholesale                                | 29,100       | 36,800       | 34,400       | 33,600       | 25,900       | 25,200       |
| YoY                                      | -2.3%        | 26.5%        | -6.5%        | -2.3%        | -22.9%       | -2.7%        |
| % of Total                               | 79.7%        | 54.3%        | 59.6%        | 60.3%        | 57.8%        | 58.8%        |
| Maker                                    | 7,400        | 5,700        | 5,800        | 5,900        | 5,600        | 6,300        |
| YoY                                      | -14.0%       | -23.0%       | 1.8%         | 1.7%         | -5.1%        | 13.3%        |
| % of Total                               | 20.3%        | 8.4%         | 10.1%        | 10.6%        | 12.5%        | 14.8%        |
| Music                                    | 0            | 25,200       | 17,400       | 16,100       | 13,200       | 11,300       |
| YoY                                      | -            | -            | -31.0%       | -7.5%        | -18.0%       | -14.3%       |
| % of Total                               | 0.0%         | 37.2%        | 30.2%        | 28.9%        | 29.5%        | 26.4%        |
| Total                                    | 36,500       | 67,800       | 57,700       | 55,700       | 44,800       | 42,900       |
| YoY                                      | -5.1%        | 85.5%        | -14.9%       | -3.5%        | -19.6%       | -4.1%        |

Source: Company data

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

### Visual wholesale section

Happinet makes a gross profit margin from buying DVDs from visual content manufacturers and selling them to retailers. The company said that intermediary distributors, like itself, do not need to hold substantial inventories compared with toymakers since retailer orders are made and delivered in a week. As wholesalers do not shoulder much inventory risk, the gross profit margin is slimmer than in toy wholesaling.

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

### Visual manufacturing section

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

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

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

Another way to obtain videogram rights is from copyright holders, such as production partnerships. This



can be done either by paying for the rights, or by paying a minimum guarantee (MG). According to the company, videogram royalties differ widely by movie, so it is difficult to calculate an average profitability for videogram rights.

### Music wholesale section

In the music section, Happinet takes its gross profit margin from buying products from music content makers and selling them to retailers. As in its visual wholesale section, the company does not shoulder much inventory risk. Therefore, gross profit margins are tighter than in the toy wholesaling business.

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

Japan's resale price maintenance system (recommended retail price)—as established by Japanese copyright law—means the creators of music media are able to force retailers to observe a certain retail price. Thus the distribution of music media differs from that of visual media. Although in both cases companies are effectively purchasing stock, for music media a limit is set for a proportion of the sales that may be returned, and the seller sometimes ends up taking these returns back.

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

#### Music CDs: resale price maintenance

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

### Videogames (30.7% FY03/14 consolidated sales; 1.5% operating profit)

Happinet makes a margin by buying videogame consoles and game software from makers and distributing it to shops. This business has the lowest gross profit margin of all the company's businesses, which stems from the company bearing little inventory risk due to short order placement/delivery times.

Happinet buys products from Nintendo Co Ltd (TSE1: 7974), Sony Computer Entertainment Inc (a subsidiary of Sony [TSE1: 6758]), and Microsoft Corp. It is the only wholesaler handling all consumer game consoles available in Japan.

Following the consolidation of Toys Union—a distributor of Nintendo products—in FY03/14, Nintendo products account for over 80% of sales, with Sony products next at about 15%. The company distributes products to major online retailers and consumer electronics chains.

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





| Videogame Sales Breakdown (JPYmn) | FY03/09 Act. | FY03/10 Act. | FY03/11 Act. | FY03/12 Act. | FY03/13 Act. | FY03/14 Act. |
|-----------------------------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Nintendo (stand-alone)            | 4,200        | 6,400        | 4,700        | 3,200        | 4,400        | 10,700       |
| YoY                               | -53.3%       | 52.4%        | -26.6%       | -31.9%       | 37.5%        | 142.4%       |
| % of Total                        | 8.3%         | 14.4%        | 10.1%        | 7.5%         | 12.0%        | 16.9%        |
| Nintendo (portable)               | 9,600        | 10,300       | 9,900        | 10,400       | 14,200       | 40,300       |
| YoY                               | -24.4%       | 7.3%         | -3.9%        | 5.1%         | 36.5%        | 182.8%       |
| % of Total                        | 19.0%        | 23.3%        | 21.3%        | 24.4%        | 38.6%        | 63.4%        |
| PlayStation (stand-alone)         | 6,700        | 6,900        | 6,000        | 6,800        | 5,300        | 4,800        |
| YoY                               | -23.9%       | 3.0%         | -13.0%       | 13.3%        | -22.1%       | -9.1%        |
| % of Total                        | 13.3%        | 15.6%        | 12.9%        | 15.9%        | 14.4%        | 7.6%         |
| PlayStation (portable)            | 10,300       | 8,000        | 11,600       | 12,200       | 7,100        | 4,700        |
| YoY                               | 10.8%        | -22.3%       | 45.0%        | 5.2%         | -41.8%       | -33.1%       |
| % of Total                        | 20.4%        | 18.1%        | 25.0%        | 28.6%        | 19.3%        | 7.5%         |
| Others                            | 19,400       | 12,500       | 14,000       | 9,800        | 5,600        | 2,900        |
| YoY                               | 35.7%        | -35.6%       | 12.0%        | -30.0%       | -42.9%       | -48.8%       |
| % of Total                        | 38.5%        | 28.2%        | 30.2%        | 23.0%        | 15.2%        | 4.6%         |
| Total                             | 50,400       | 44,300       | 46,400       | 42,700       | 36,800       | 63,600       |
| YoY                               | -7.4%        | -12.1%       | 4.7%         | -8.1%        | -13.7%       | 72.7%        |

Source: Company data

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

Happinet creates and sells original game software and operates social network game sites but profit impact is small (May 2014).

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

**Amusement (11.4% FY03/14 consolidated sales; 39.9% operating profit)**

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

**Toy vending machine section**

The company sells toys in capsules from vending machines at major retail and electronics stores, and shopping malls. It purchases vending machines and capsule toys from Bandai. This business is close to retail, and therefore has the highest gross profit margin of all the company’s businesses.

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

As of December 2013, the company had machines at 4,800 locations nationwide.



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



Source: Company data

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

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

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

### Digital card game section

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

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

As of May 2014, the company operated card games based on Dragon Ball, Kamen Rider, Youkai Watch, Mobile Suit Gundam, and Aikatsu!.



## Card game machine



Source: Company data

## Group companies

Happinet Group includes Happinet Corp and seven consolidated subsidiaries (end May 2014). In particular, Happinet Marketing Corp, Happinet Pictures & Music Corp, Toys Union, and Happinet Vending Service Corp have a big impact on consolidated performance, each accounting for more than 10% of group sales. On April 1, 2014, Happinet Corp. merged with Happinet Pictures & Music in an absorption type split (with Happinet Corp. as the continuing entity and Happinet Pictures & Music being absorbed).

## Happinet Marketing Corp

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

| Happinet Marketing (JPYmn) | FY03/09 Act. | FY03/10 Act. | FY03/11 Act. | FY03/12 Act. | FY03/13 Act. | FY03/14 Act. |
|----------------------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Sales                      | 32,436       | 31,350       | 31,531       | 32,236       | 31,527       | 32,395       |
| YoY                        | -            | -3.3%        | 0.6%         | 2.2%         | -2.2%        | 2.8%         |
| Recurring Profit           | 299          | 597          | 818          | 950          | 773          | 980          |
| YoY                        | -            | 99.7%        | 37.0%        | 16.1%        | -18.6%       | 26.8%        |
| Net Income                 | 179          | 349          | 473          | 517          | 465          | 586          |
| YoY                        | -            | 95.0%        | 35.5%        | 9.3%         | -10.1%       | 26.0%        |

Source: Company data

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

## Happinet Pictures & Music

Sells visual media and music.



| Happinet Pictures & Music<br>(JPYmn) | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|--------------------------------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Sales                                | -               | 36,275          | 30,280          | 52,349          | 43,956          | 42,055          |
| YoY                                  | -               | -               | -16.5%          | 72.9%           | -16.0%          | -4.3%           |
| Recurring Profit                     | -               | -708            | -430            | 823             | 876             | 856             |
| YoY                                  | -               | -               | -               | -               | 6.4%            | -2.3%           |
| Net Income                           | -               | -1,081          | -384            | 813             | 865             | 824             |
| YoY                                  | -               | -               | -               | -               | 6.4%            | -4.7%           |

Source: Company data

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

**Toys Union**

Sells videogame consoles and software.

| Toys Union<br>(JPYmn) | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|-----------------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Sales                 | -               | -               | -               | -               | 35,357          | 31,868          |
| YoY                   | -               | -               | -               | -               | -               | -9.9%           |
| Recurring Profit      | -               | -               | -               | -               | 393             | -158            |
| YoY                   | -               | -               | -               | -               | -               | -               |
| Net Income            | -               | -               | -               | -               | 194             | -296            |
| YoY                   | -               | -               | -               | -               | -               | -               |

Source: Company data

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

**Mori Games**

Sells videogame consoles and software.

| Mori Games<br>(JPYmn) | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|-----------------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Sales                 | -               | -               | -               | -               | 17,264          | 22,864          |
| YoY                   | -               | -               | -               | -               | -               | 32.4%           |
| Recurring Profit      | -               | -               | -               | -               | 369             | 109             |
| YoY                   | -               | -               | -               | -               | -               | -70.5%          |
| Net Income            | -               | -               | -               | -               | 217             | 93              |
| YoY                   | -               | -               | -               | -               | -               | -57.1%          |

Source: Company data

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

**Happinet Vending Service**

Operates toy vending machines and digital card game machines.



| Happinet Vending Service<br>(JPYmn) | FY03/09<br>Act. | FY03/10<br>Act. | FY03/11<br>Act. | FY03/12<br>Act. | FY03/13<br>Act. | FY03/14<br>Act. |
|-------------------------------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| Sales                               | -               | -               | -               | 22,283          | 20,524          | 23,552          |
| YoY                                 | -               | -               | -               | -               | -7.9%           | 14.8%           |
| Recurring Profit                    | -               | -               | -               | 1,924           | 1,324           | 1,950           |
| YoY                                 | -               | -               | -               | -               | -31.2%          | 47.3%           |
| Net Income                          | -               | -               | -               | 1,100           | 832             | 1,225           |
| YoY                                 | -               | -               | -               | -               | -24.4%          | 47.2%           |

Source: Company data

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



## Strengths and weaknesses

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### Strengths

- **Growing market share amid sector shakeout.** Since the mid 1990s, the company used M&A activities to take advantage of industry reshuffling among toy distributors, thus enlarging its sales and the scope of its operations. This increased the company's sales and broadened the scope of its operations, with the result that the company enjoys a 30% share of the toy wholesale market (December 2013 company estimate). Also, in the visual media and music and videogame businesses, the company may be able to expand in the medium term by employing its financial firepower as the market shrinks and these industries rearrange themselves. The company had cash and deposits totalling JPY10.0bn as of end FY03/14. There was no interest-bearing debt.
- **Business diversification leading to stable earnings.** Shared Research understands that faddish toy demand makes for big fluctuations in sales. If a distributor is dependent on a particular manufacturer its earnings will be greatly affected by the sales of that manufacturer's products. But Happinet trades with many domestic toy manufacturers, and does not depend solely on Bandai as a supplier. Furthermore, the company has diversified into other fields like videogames, movies, and music. Thus the company's profits may be described as stable.
- **Solid relationship with Bandai.** Shared Research thinks that Bandai will continue to have a stable domestic toy business. This belief is based on the broad, intergenerational popularity of its products—mainly its character toys portfolio—and its capabilities in developing new character toys. Namco Bandai Holdings Inc, Bandai's parent company, is Happinet's largest shareholder with a 25% stake, and Happinet distributes about 80% of Bandai toys sold in Japan (company estimate, December 2013). We assume the company will continue to enjoy the benefits of doing business with Bandai.

### Weaknesses

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



## Market and value chain

### Overview

#### Japan's toy market

**Stable market, should remain so.** According to the National Institute of Population and Social Security Research (IPSS), the number of people in Japan aged 0-14 decreased from 17.9mn in 2003 to 16.5mn in 2012 (down 0.8% per year). The market for a basket of eight types of toy was JPY323.2bn in 2003 and JPY316.1bn in 2012.

Dividing market size by the number of people aged 0-14, spending per head increased from JPY18,050 in 2003 to JPY19,100 in 2012 (up 0.6% per year).

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

| Domestic Toy Market and Population          | 2003   | 2004   | 2005   | 2006   | 2007   | 2008   | 2009   | 2010   | 2011   | 2012   |
|---|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|
| Market of 8 toy items (JPYbn)               | 323.2  | 316.2  | 317.1  | 312.9  | 319.1  | 320.5  | 319.0  | 326.2  | 325.1  | 316.1  |
| Population at ages of 0-14 (thousand)       | 17,905 | 17,734 | 17,521 | 17,434 | 17,292 | 17,176 | 17,010 | 16,803 | 16,705 | 16,547 |
| Average Purchase price of 8 toy items (JPY) | 18,050 | 17,830 | 18,100 | 17,950 | 18,450 | 18,660 | 18,750 | 19,410 | 19,460 | 19,100 |

\* The eight toy items are electronic toys, models, toys for boys, toys for girls, analog games, seasonal and miscellaneous toys, educational toys, and stuffed toys. Video games are not included.

Source: Data from Yano Research Institute Ltd. and the National Institute of Population and Social Security Research

The IPSS predicts that the population of children in Japan (0-14 years old) will have decreased to 13.2mn by 2025, due to declining birth rates and the shift toward late marriage. With a rate of decline averaging 1.6% per year, this would mean potential purchasers of toys were decreasing faster than the rate of decline between 2002 and 2012.

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

#### Japan's visual media market

**The visual media market continues to contract.** It appears a falling percentage of the population is purchasing visual media, resulting in a shrinking market.

| Video Software Market (JPYbn) | 2005  | 2006  | 2007  | 2008  | 2009  | 2010  | 2011  | 2012  | 2013  |
|-------------------------------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| Software for Sale             | 312.4 | 326.4 | 303.8 | 283.2 | 267.4 | 263.5 | 247.9 | 241.3 | 241.3 |
| YoY                           | -     | 0.4%  | -0.7% | -0.7% | -0.6% | -0.1% | -0.6% | -0.3% | 0.0%  |
| Software for Rental           | 357.8 | 343.1 | 360.4 | 346.9 | 306.7 | 267.2 | 254.2 | 238.9 | 218.4 |
| YoY                           | -     | -0.4% | 0.5%  | -0.4% | -1.2% | -1.3% | -0.5% | -0.6% | -0.9% |
| Total                         | 670.2 | 669.5 | 664.2 | 630.1 | 574.1 | 530.7 | 502.1 | 480.2 | 459.7 |
| YoY                           | -     | 0.0%  | -0.1% | -0.5% | -0.9% | -0.8% | -0.5% | -0.4% | -0.4% |

Source: Japan Video Association

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



| Video Software Purchasing Survey | 2009   | 2010   | 2011   | 2012   | 2013   |
|----------------------------------|--------|--------|--------|--------|--------|
| Purchase Rate (%)                | 31.4   | 21.2   | 21.6   | 19.3   | 16.3   |
| Average Total Purchases (titles) | 4.6    | 5.5    | 3.9    | 3.8    | 5.0    |
| Average Total Spend (JPY)        | 17,923 | 23,370 | 15,706 | 14,720 | 18,004 |

Source: Japan Video Association

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

Reasons for falling purchase amount (per 2013 Japan Video Software Association survey): fewer good titles, slimmer household budgets, and the popularity of free online video and file-sharing software.

The spread of pay-video distribution hurt sales of visual media. According to the Digital Content Association of Japan, the domestic market of pay-video distribution expanded from JPY76.2bn in 2010 to JPY82.6bn in 2011, JPY101.6bn in 2012, and JPY123.0bn in 2013. Reasons for the expansion include increasing membership of mobile carriers' smartphone services, new users for existing services as they adapt to smartphones, and higher sales of services that allow users to catch up on missed television programs.

Shared Research forecasts that the visual media market will continue to decline in the face of free online video, the spread of pay-video distribution and the expected fall in the number of people aged 15-64 (the main buyers). Importantly, the National Institute of Population and Social Security Research estimates that the number people aged 15 to 64 will decrease by 10% a year from 78,996,000 in 2013 to 70,845,000 in 2025.

## Music content

**The paid music distribution market has contracted after peaking in 2007** in both volume and value terms.

| Record Production and Paid Distribution Music              | 2005  | 2006  | 2007  | 2008  | 2009  | 2010  | 2011  | 2012  | 2013  |
|--|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| Music Software Sales Value (JPYbn)<br>exl. Music Video     | 367.2 | 351.6 | 333.3 | 296.1 | 249.6 | 225.0 | 211.7 | 227.7 | 198.5 |
| Paid Distribution of Music (JPYbn)                         | 34.3  | 53.5  | 75.5  | 90.5  | 91.0  | 86.0  | 72.0  | 54.3  | 41.7  |
| Total (JPYbn)  | 4,015 | 4,051 | 4,088 | 3,866 | 3,406 | 3,110 | 2,837 | 2,820 | 2,402 |
| Music Software Sales Volume (mn units)<br>exl. Music Video | 310   | 298   | 267   | 248   | 214   | 210   | 200   | 218   | 218   |
| Paid Distribution of Music (mn plays)                      | 268   | 368   | 465   | 479   | 468   | 441   | 367   | 272   | 272   |
| Total (mn units/plays)                                     | 578   | 666   | 732   | 727   | 682   | 651   | 567   | 490   | 490   |

Source: "The Recording Industry of Japan" by the Recording Industry Association of Japan

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

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





**Japan’s game market**

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

**Shipments of Home Video Game Consoles**

| (JPYbn)  | 2005  | 2006  | 2007  | 2008   | 2009   | 2010   | 2011  | 2012  |
|----------|-------|-------|-------|--------|--------|--------|-------|-------|
| Value    | 398.5 | 553.3 | 591.9 | 534.2  | 454.1  | 425.8  | 402.8 | 395.8 |
| YoY      | 15.6% | 38.8% | 7.0%  | -9.7%  | -15.0% | -6.2%  | -5.4% | -1.7% |
| Software | 234.3 | 311.3 | 288.6 | 301.3  | 252.5  | 259.1  | 237.9 | 220.2 |
| YoY      | -0.6% | 32.9% | -7.3% | 4.4%   | -16.2% | 2.6%   | -8.2% | -7.4% |
| Hardware | 164.2 | 242.0 | 303.3 | 232.9  | 201.6  | 166.7  | 164.9 | 175.6 |
| YoY      | 50.8% | 47.4% | 25.3% | -23.2% | -13.4% | -17.3% | -1.1% | 6.5%  |

Source: CESA data

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

**Japanese capsule toy market**

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

| Capsule Toy Market Size | 2003 | 2004  | 2005 | 2006 | 2007  | 2008 | 2009  | 2010   | 2011 | 2012  |        |
|-------------------------|------|-------|------|------|-------|------|-------|--------|------|-------|--------|
| Value (billion yen)     | 31.0 | 33.0  | 33.5 | 30.5 | 30.5  | 28.5 | 24.9  | 25.9   | 30.1 | 27.0  |        |
| YoY                     |      | 19.2% | 6.5% | 1.5% | -9.0% | 0.0% | -6.6% | -12.6% | 4.2% | 16.0% | -10.3% |

Source: The Japan Toy Association’s survey of the size of the toy market data, SR Inc. Research

**Competition**

**Limited competition.** Happinet said that it and Kawada are among the major distributors operating nationwide with a variety of toy manufacturers, and that it is the only company handling a range of products from toys to visual and music products. Kawada distributes original products like block toys and educational toys, with diablock block toys being the most famous. For FY05/13 Kawada reported annual sales of JPY21.7bn (per Kawada’s website). Happinet sells much more volume than Kawada and their products are different, so they are not competitors.



### Strategy

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The company's strategy comprises: 1) increasing sales by grabbing market share even though the overall pie will continue to get smaller as society ages; and 2) selling more in-house products that command wider margins.

### Market share expansion

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Shared Research thinks that the company's main markets—toys, videogames, visual media, and music—will contract given Japan's ageing society and more internet use. Given this dynamic since the mid 1990s Happinet has expanded through M&A. Shared Research sees this strategy continuing to bear fruit.

### Visual and music: scope for expansion

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Happinet said that direct transactions between visual/music content makers and retailers topped 50% of overall distribution of visual media and music in the year to end March 2013. Shared Research thinks that the curtailment of content sold at bricks and mortar stores may cause visual and music software makers to shift part of their sales promotion and distribution operations to intermediary distributors like Happinet in the future. In August 2009 the company and Nikkatsu Corp, a movie producer, agreed that Happinet will become a comprehensive seller of Nikkatsu's visual package products. Bandai Visual (a Namco Bandai subsidiary) began to shift some of its sales operations to Happinet in July 2010. Shared Research thinks that handling software makers' sales promotion and distribution functions is a potential money spinner.

### Videogame: also scope for expansion

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The company consolidated Toys Union as a subsidiary in July 2013. Toys Union handles Nintendo products, racking up sales of JPY35.3bn in FY03/13.

Putting Toys Union under its umbrella should boost Happinet's Nintendo sales to more than JPY50bn and its share of the Nintendo-related market to 25%. This places Happinet at a level equivalent to the second largest distributor of Nintendo-related products. Given the contracting overall market, other distributors may leave the market at an increasing rate, implying opportunities for Happinet to grab market share.

### Original products: increase sales

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The company aims to expand sales of original products developed in-house and exclusive products, in a bid to increase profitability. Shared Research thinks the company is likely to join hands with publishers and TV broadcasters to produce and broadcast original programs, in tandem with creating and selling character toys.



## Historical performance

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### Historical financial statements

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#### Q3 FY03/14 results (out February 12, 2014)

For cumulative Q3, sales were JPY165.5bn (+20.2% YoY), operating profit was JPY4.0bn (+34.9% YoY), recurring profit was JPY4.1bn (+32.0% YoY), and net income was JPY2.6bn (+31.5% YoY).

#### Toys

Sales were JPY61bn (+2.8% YoY) and operating profit was JPY2.7bn (+27.3% YoY). Kamen Rider Gaim character products for boys made by Bandai did well, along with the Aikatsu! character goods for girls (also Bandai).

#### Visual and music

Sales were JPY33.0bn (-1.7% YoY) and operating profit was JPY313mn (-24.3% YoY). The packaged-product market was sluggish due to growth in online content distribution. The company posted valuation losses on some products.

#### Videogames

Sales were JPY54.3bn (+82.9%YoY) and operating profit was JPY351mn (-44.3% YoY). The overall packaged-game market was weak amid the spread of mobile online games. The sales increase reflects the acquisition of Toys Union Co Ltd, a major wholesaler of Nintendo videogames. Operating profit fell from a year earlier because of valuation losses on high inventory products.

#### Amusement

Sales were JPY17.1bn (+13.8% YoY) and operating profit was JPY1.6bn (+96.0% YoY). Products linked to Aikatsu! and Dragon Ball Heroes for card game machines, as well as capsule toy machines, were strong.

The company raised its year-end dividend forecast for FY03/14 to JPY13.5 a share from JPY11.25. The annual dividend is expected to be JPY24.75 as a result. The company announced the dividend forecast revision when it released its 3Q earnings.

#### Q2 (1H) FY03/14 results (out November 12, 2013)

1H sales came in at JPY87.3bn (+14.6% YoY); operating profit was JPY1.6bn (+54.0% YoY); recurring profit was JPY1.6bn (+47.3% YoY); and net income was JPY1.4bn (+93.8% YoY).

#### Toys

Sales nudged JPY31.8bn (-1.6% YoY) while operating profit hit JPY563mn (-32.4% YoY). Zyuden Sentai Kyoryuger character products for boys made by Bandai did well, along with the Aikatsu! character goods for girls (also Bandai). But adverse changes in the starting months of TV programs featuring some characters of the company's toys dampened overall performance.

#### Visual and music

Sales ticked up to JPY21.3bn (+2.8% YoY) while operating profit topped out at JPY377mn (+250.1% YoY). The packaged-product market tracked sideways on growth in online content distribution. Yet original movies—part-funded Nobou no Shiro and 100% in-house Zoids—were very profitable, swelling operating profits.



### **Videogames**

Sales rose to JPY23.0bn (+75.5% YoY); operating profit fell to JPY34mn (-64.6% YoY). Despite some hit products the overall packaged-game market was weak amid competition from social network games. The sales boost reflects the Toys Union Co Ltd acquisition, a big wholesaler of Nintendo videogames. Profits at Toys Union sank after Happinet overhauled the newly consolidated subsidiary's inventory valuation method to increase efficiency (Happinet's valuation method was applied to Toys Union).

### **Amusement**

Sales rose to JPY11.1bn (+11.9% YoY) while operating profit soared to JPY1.2bn (+96.7% YoY). Top performers: goods relating to Aikatsu! and Dragon Ball Heroes for card game machines, plus capsule toy machines.



## Other information

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### History

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- 1969** Incorporated as Tosho Ltd (Tosho becomes a stock company in 1972).
- 1972** Starts full-scale transactions with Popy (now Bandai).
- 1991** Company name changes to Happinet Corp with absorption of Dairin Corp and Seiko Corp (integration of Bandai-affiliated toy distributors).

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

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

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

- 1994** Bandai buys more Happinet shares; Happinet joins the Bandai group. Happinet begins distributing PlayStation game consoles and starts distributing videogames.
- 1994** Acquires Taiyo Gangu Shokai, Aichi Prefecture.
- 1995** Acquires Hiranaka, Hokkaido.
- 1999** Buys shares in Beam Entertainment Corp, advancing into DVD distribution business.
- 2001** Buys shares in Toyokuni Corp, Shizuoka Prefecture.
- 2002** Happinet JP Corp takes over the operations of Matsui Sakae Toys, a toy wholesaler in Osaka.
- 2006** Buys shares in Mori Toys, a wholesaler of Nintendo products in Osaka.
- 2007** Buys shares in Sunlink and The Apple Corporation.
- 2009** Buys shares in Wint Corp, the second largest intermediary distributor of visual media and music, advancing into CD wholesaling.
- 2013** Buys shares in Toys Union Co Ltd, a Nintendo distributor.

## News & Topics

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### March 2014

On **March 11, 2014**, the company announced the merger of Toys Union Co., Ltd. and Mori Games Co., Ltd., both wholly-owned subsidiaries of the company.

Toys Union is a wholesaler of videogame products. According to the company, it trades a much greater amount of Nintendo Co., Ltd. videogame consoles and software products since acquiring Toys Union as a subsidiary in July 2013. The company aims to further strengthen its relationship with Nintendo by merging Toys Union and Mori Games, which are both involved in wholesaling videogames. It also hopes that streamlining its organization in this way will lead to earnings growth.

The company plans to merge the two companies on July 1, 2014. Toys Union will be the absorbing firm.



## Major shareholders

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| Top Shareholders  | Amount Held |
|---|-------------|
| Namco Bandai Holdings Inc.  | 26.0%       |
| Ichigo Asset Management International Pte. Ltd                        | 10.3%       |
| Yasuhiko Idaira   | 3.3%        |
| Hiroshi Kawai   | 3.0%        |
| Japan Trustee Services Bank, Ltd. Sumitomo Mitsui Trust Bank, Limited | 2.9%        |
| Retrust Portion/SMBC Employee Pension Trust                           | 2.9%        |
| Japan Trustee Services Bank, Ltd. (Trust account)                     | 2.8%        |
| Kayo Kawai  | 2.3%        |
| Happinet Employee's' Stockholding                                     | 1.7%        |
| Orient Ltd.   | 1.5%        |
| UBS AG LONDON A/C IPB SEGREGATED CLIENT ACCOUNT                       | 1.4%        |

Source: Company data

As of March 31, 2014

\* Excluding 1,431,000 shares of treasury stock

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## Profile

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



## About Shared Research Inc.

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

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|                                |                                      |                                   |
|--------------------------------|--------------------------------------|-----------------------------------|
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| Ai Holdings Corp.              | GCA Savvian Corporation              | Panasonic Information Systems Co. |
| Anicom Holdings, Inc.          | Grandy House Corp.                   | Paris Miki Holdings Inc.          |
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## Contact Details

<http://www.sharedresearch.jp>

Email: [info@sharedresearch.jp](mailto:info@sharedresearch.jp)

3-31-12 Sendagi

Bunkyo-ku Tokyo, Japan

Phone: +81 (0)3 5834-8787