

Consolidated Results of Operations

The third quarter, fiscal year ending March 31, 2015





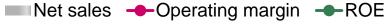
USS Profile and Results of Operations

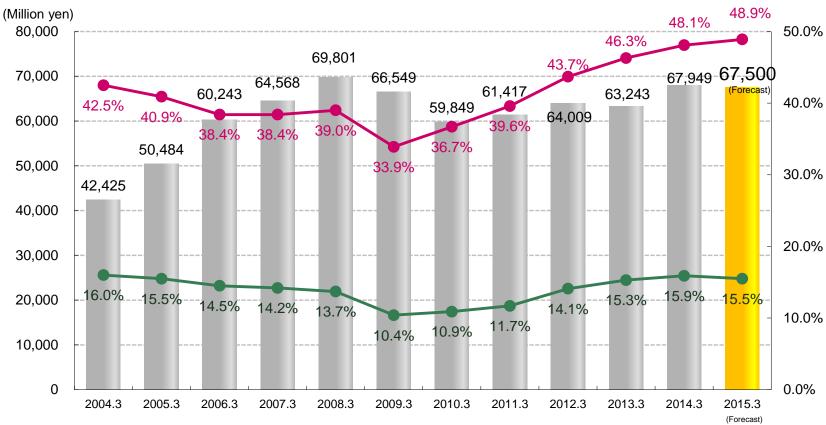


(1) Consolidated Sales, Operating Margin and ROE



ROE target is 15% backed by medium-term growth and high profitability





2004.3 - 2014.3

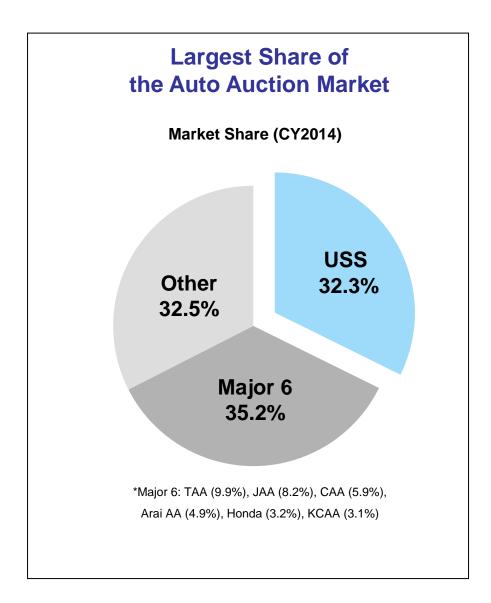
Avg. 10-year growth rate Sales 4.8% Operating income 6.1%

Avg. 10-year operating margin 40.5%

Average 10-year ROE 13.6%

(2) Competitive Edge in Japan's Auto Auction Industry





The Superiority of USS

- Overwhelming lead in the number of members: 46,000 companies
- The industry leader with 17 auction sites nationwide
- High-volume auction sites in Tokyo,
 Nagoya and other locations
- Off-site bidding system using satellite
 TV and the Internet
- USS created the industry standards for vehicle evaluations and auction systems
- A sound financial position
 - equity ratio of 87.0%

(As of end of Dec. 2014)

(3) Breakdown of Net sales and Operating income



Sales breakdown (1-3Q FY3/15)

Recycling, others
Used Vehicle
Sales/Purchases
14.7%

Auto Auction 74.6%

Operating income breakdown (1-3Q FY3/15)

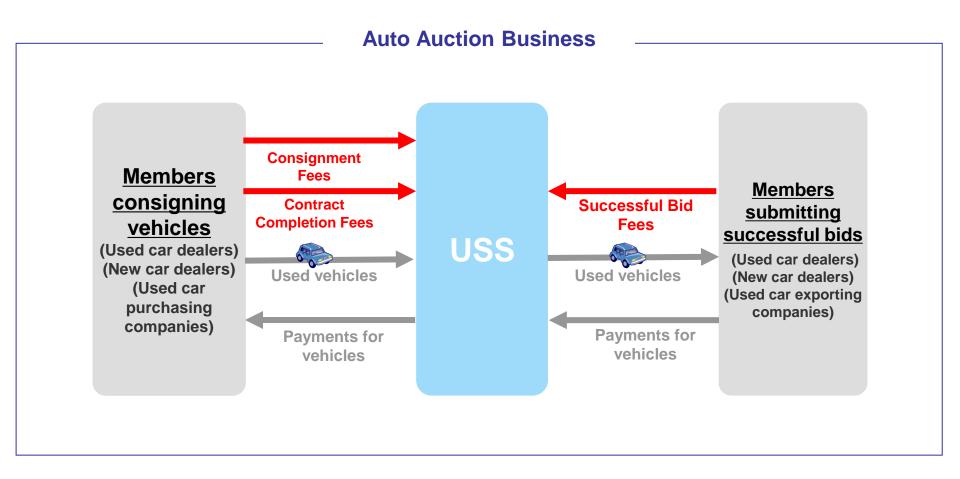
Recycling, others
Used Vehicle
Sales/Purchases
1.3%

Auto Auction 96.5%

^{*}Sales are sales to external customers and operating income is based on business segment earnings.

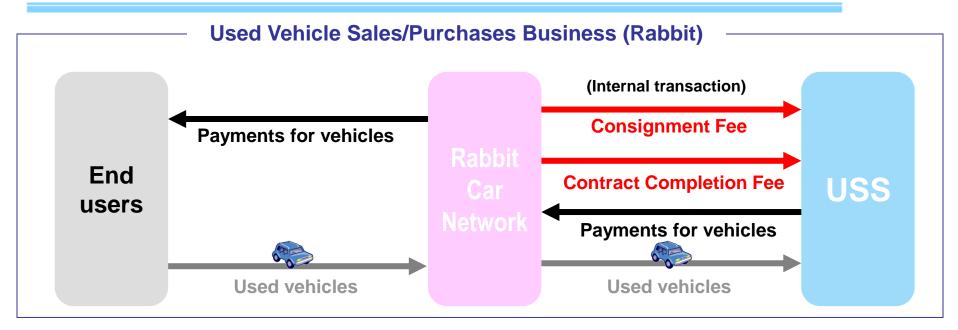
(4) Business Models for Auto Auction Business

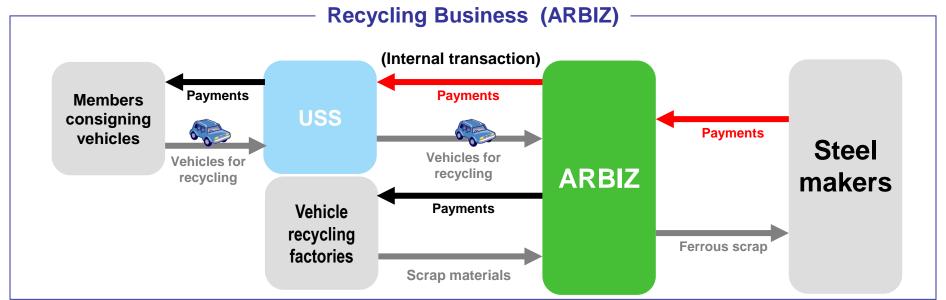




(5) Business Models for Used Vehicle Sales/Purchases Business and Recycling Business









Results of Operations

First Three Quarters
Fiscal Year Ending March 2015



Consolidated Financial Highlights of the First Three Quarters



- Sales down 0.5% (YoY)
 - Auto auction business sales up 1.7% (YoY)
 - Vehicles consigned up 2.6%, contracted vehicles up 0.1% (YoY)
 - > Contract completion rate was 64.9% (66.5% one year earlier)
 - Off-site (Satellite TV and Internet) successful bid ratio was 48.6% (50.2% one year earlier)
 - Used vehicle purchasing and selling business sales decreased 14.8% (YoY)
 - Recycling and others sales increased 8.5% (YoY)
- Operating income up 2.6% and ordinary income up 2.6% (YoY)
 - Auto auction business operating income increased 3.2% (YoY)
 - Used vehicle purchasing and selling business decreased 44.0% (YoY)
 - Recycling and others operating income increased 22.6% (YoY)
 - ➤ Lower depreciation expenses, taxes and dues, expenses for supplies, sales promotion and other expenses in the auto auction business
 - Operating margin improved to 49.1% from 47.6% one year earlier
- Maintained a high equity ratio of 87.0%

FY3/2015 First Three Quarters— Consolidated Income Statement



Record-high operating, ordinary and net income for the fourth consecutive year

(Million yen)

				(Willion yen)
	1-3Q FY3/13	1-3Q FY3/14	1-3Q FY3/15	Year on year
Net Sales	45,938	49,249	49,013	99.5%
Cost of sales (Per sales)	18,269 (39.8%)	19,195 (39.0%)	18,803 (38.4%)	98.0%
Gross profit (Per sales)	27,669 (60.2%)	30,053 (61.0%)	30,210 (61.6%)	100.5%
Selling, general and administrative expenses (Per sales)	6,696 (14.6%)	6,597 (13.4%)	6,155 (12.6%)	93.3%
Operating income (Per sales)	20,973 (45.7%)	23,455 (47.6%)	24,055 (49.1%)	102.6%
Ordinary income (Per sales)	21,410 (46.6%)	23,889 (48.5%)	24,518 (50.0%)	102.6%
Net income (Per sales)	13,128 (28.6%)	14,345 (29.1%)	15,759 (32.2%)	109.9%
Net income per share (yen)	49.32	55.53	60.97	109.8%

^{*}Amounts for 1-3Q FY3/14 are retroactively adjusted to reflect changes in accounting methods.

Net sales

- Higher fees in the auto auction business because of more vehicles consigned
- In the used vehicle purchasing and selling business, sales and operating income decreased mainly because of smaller number of vehicles handled and downturn of selling price
- Sales were up in the recycling and others as the volume handled increased

Cost of sales

Merchandise cost of sales declined in the used vehicle purchasing and selling business

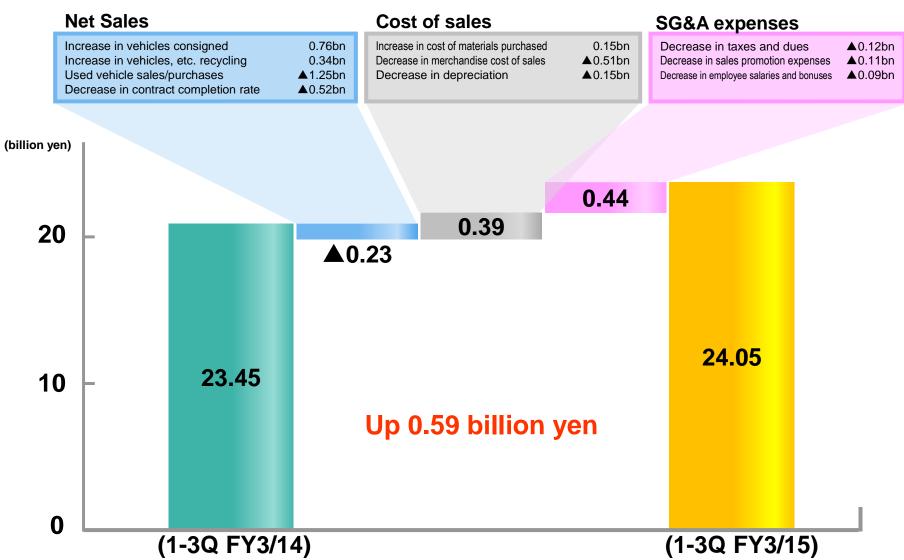
SG&A expenses

• Lower taxes and dues, sales promotion expenses and other expenses in the auto auction business

FY3/2015 First Three Quarters Reasons for Change in Operating Income



Reasons for change in operating income



FY3/2015 First Three Quarters – Consolidated Balance Sheet



Outstanding financial soundness even as substantial earnings distributions to shareholders continue (Million yen)

	FY3/14	1-3Q FY3/15	Changes
Current assets	60,477	55,467	▲ 5,009
Cash and deposits	46,318	39,198	▲ 7,120
Receivables due from member dealers at auction	8,701	4,135	▲ 4,566
Other	5,458	12,134	6,676
Noncurrent assets	103,704	102,545	▲1,159
Property, plant and equipment	92,337	91,720	▲ 616
Intangible assets	1,068	1,142	74
Investments and other assets	10,299	9,682	▲ 616
Total assets	164,182	158,013	▲6,169
Current liabilities	25,657	13,422	▲12,234
Payables due to member dealers at auction	11,852	5,256	▲6,595
Short-term loans payable	80	10	▲ 70
Other	13,724	8,155	▲ 5,568
Noncurrent liabilities	6,423	6,259	▲ 163
Long-term loans payable	549	427	▲ 122
Other	5,873	5,832	▲41
Total liabilities	32,080	19,682	▲ 12,398
Shareholders' equity	136,466	142,734	6,267
Accumulated other comprehensive income	▲ 5,117	▲5,315	▲197
Subscription rights to shares	242	276	33
Minority interests	510	635	124
Total net assets	132,102	138,331	6,228

Current assets

- Down 7.12 billion yen in cash and deposits
- Other current assets rose 6.67 billion yen reflecting an increase in negotiable deposits and other factors

Current liabilities

Other current liabilities decreased
 5.56 billion yen mainly because of lower income taxes payable

^{*}Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

FY3/2015 First Three Quarters – Consolidated Cash Flows



(Million yen)

	1-3Q FY3/14	1-3Q FY3/15	Changes
Net cash provided by operating activities	13,553	11,062	▲ 2,490
Income before income taxes and minority interests	23,500	24,722	1,221
Depreciation and other amortization	2,823	2,663	▲ 160
Amortization of goodwill	17	5	▲11
Loss (▲gain) on sale and retirement of property, plant and equipment	211	66	▲144
Loss (▲gain) on sales and retirement of intangible assets	1	35	33
Net change in due from/to member dealers at auction	▲369	▲2,029	▲1,660
Income taxes paid	▲ 10,135	▲13,441	▲3,305
Other	▲2,496	▲ 960	1,535
Net cash provided by investing activities	▲18,394	▲15,245	3,149
Purchase of property, plant and equipment	▲ 7,898	▲ 1,798	6,100
Other	▲10,495	▲13,446	▲2,951
Net cash provided by financing activities	▲8,020	▲9,637	▲1,616
Repayment of loans payable	▲185	▲192	▲ 6
Purchases of treasury stock	▲0	▲0	0
Cash dividends paid	▲ 7,918	▲ 9,656	▲ 1,738
Other	83	211	128
Net increase (▲decrease) in cash and cash equivalents	▲12,861	▲13,820	▲ 958
Cash and cash equivalents at beginning of period	34,833	34,618	▲214
Cash and cash equivalents at end of period	21,971	20,798	▲1,173

Operating activities

- Income before income taxes: 24.72 billion yen
- Income taxes paid: 13.44 billion yen

Investing activities

- Purchase of property, plant and equipment of 1.79 billion yen includes payments for construction of the new Okayama Auction Site
- Increase in Other of financing activities is due mainly to an increase of 13.44 billion yen in other fixed deposits and negotiable deposits

Financing activities

Cash dividends paid: 9.65 billion yen

^{*} Amounts for 1-3Q FY3/14 are retroactively adjusted to reflect changes in accounting methods.



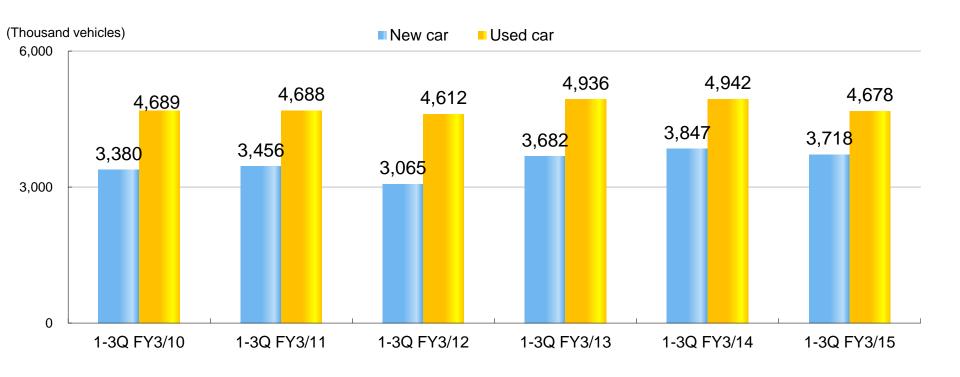
Market Overview

First Three Quarters
Fiscal Year Ending March 2015



(1) New/Used Car Registrations in Japan (April to December)





New car registrations in 1-3Q FY3/15 decreased 3.4% to 3.71 million units from one year earlier

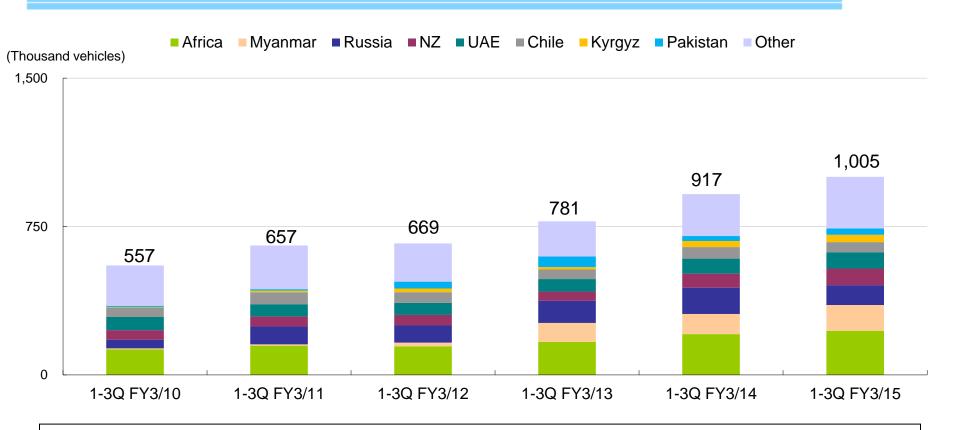
Down because of consumption tax hike

Used car registrations in 1-3Q FY3/15 were down 5.3% to 4.67 million units from one year earlier

Down because of the smaller number of new cars sold

(2) Used car exports (April to December)



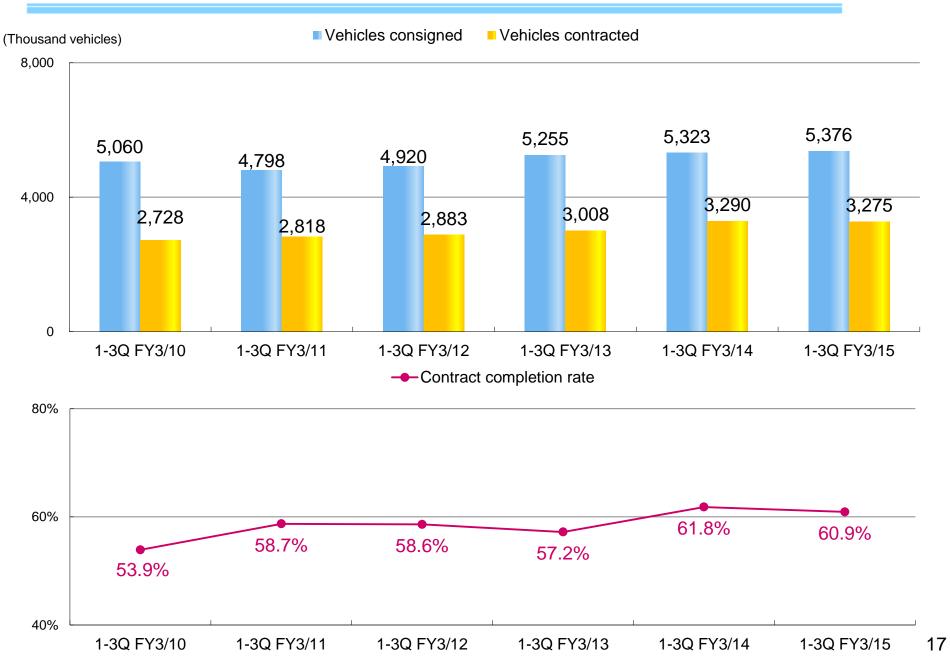


Used car exports in 1-3Q FY3/15 increased 9.5% to 1,005,000 units from one year earlier

- Major destination countries
 Africa 223,000 (up 8.3%), Myanmar 130,000 (up 27.0%), Russia 101,000 (down 23.6%),
 NZ 84,000 (up 17.9%)
- Countries with large increases
 Georgia 31,000 (up 104.8%), Sri Lanka 29,000 (up 97.5%), Mongolia 28,000 (up 3.2%),
 Philippines 21,000 (up 8.0%), Bangladesh 16,000 (up 39.7%)

(3) Auto Auction Market (April to December)





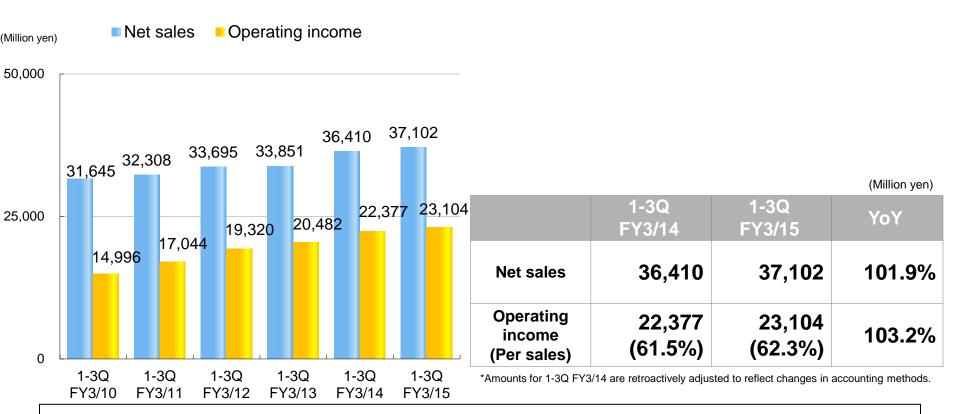


Results of Operations First Three Quarters Fiscal Year Ending March 2015 (Segment Information)



Auto Auction Business (1) – Results of Operations (Apr. – Dec.)





Net sales increased 1.9% to 37,102 million yen from one year earlier

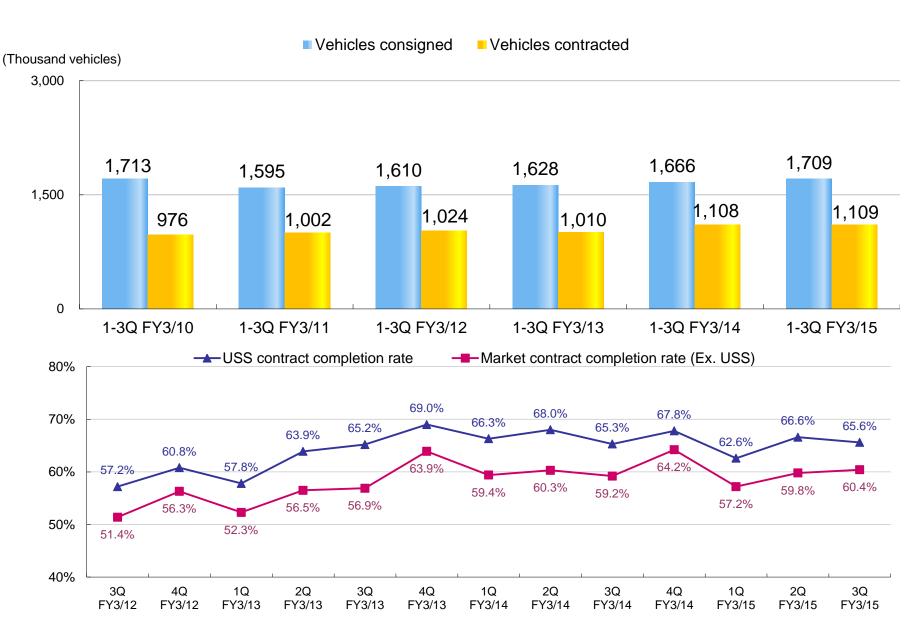
- Vehicles consigned up 2.6% to 1,709 thousand; contracted vehicles up 0.1% to 1,109 thousand; contract completion rate decreased from 66.5% to 64.9%
- The off-site successful bid ratio was 48.6% (50.2% one year earlier)

Operating income increased 3.2% to 23,104 million yen from one year earlier

- Increase in merchandise cost of sales
- Decrease in depreciation expenses
- Decrease in taxes and dues and expenses for supplies associated with construction of the new Nagoya Auction Site in the prior fiscal year and decline in sales promotion expenses

Auto Auction Business (2) – USS Group Performance (Apr. – Dec.)





Auto Auction Business (3) – Results by Sites



From April 1, 2014 to December 31, 2014

(Number of auctions held, Vehicles)

	Number of auctions		Number of consigned vehicles			Number of	contract cor	Contract completion rate		
	1-3Q FY3/15	1-3Q FY3/14	1-3Q FY3/15	1-3Q FY3/14	Changes	1-3Q FY3/15	1-3Q FY3/14	Changes	1-3Q FY3/15	1-3Q FY3/14
Tokyo	37	37	473,562	456,921	3.6%	331,296	326,651	1.4%	70.0%	71.5%
Nagoya	37	37	316,035	298,265	6.0%	190,519	188,609	1.0%	60.3%	63.2%
Kyushu	37	36	139,892	133,950	4.4%	82,568	81,619	1.2%	59.0%	60.9%
Yokohama	38	37	138,707	139,602	▲0.6%	96,917	98,206	▲ 1.3%	69.9%	70.3%
Sapporo	37	37	105,957	102,882	3.0%	63,281	64,979	▲2.6%	59.7%	63.2%
Osaka	37	37	94,603	87,947	7.6%	58,618	57,074	2.7%	62.0%	64.9%
R-Nagoya	36	37	82,219	80,326	2.4%	72,748	67,793	7.3%	88.5%	84.4%
Shizuoka	37	37	60,214	63,003	▲ 4.4%	34,479	36,962	▲ 6.7%	57.3%	58.7%
Tohoku	37	37	52,856	52,581	0.5%	38,253	39,877	▲ 4.1%	72.4%	75.8%
Okayama	37	37	51,279	49,921	2.7%	31,442	31,664	▲0.7%	61.3%	63.4%
Gunma	37	37	45,985	48,749	▲ 5.7%	31,204	32,049	▲ 2.6%	67.9%	65.7%
Saitama	37	37	38,648	41,694	▲ 7.3%	20,728	22,829	▲9.2%	53.6%	54.8%
Fukuoka	37	37	32,449	33,213	▲2.3%	13,666	15,213	▲ 10.2%	42.1%	45.8%
Kobe	37	37	32,369	29,510	9.7%	18,749	17,176	9.2%	57.9%	58.2%
Niigata	37	37	29,772	29,590	0.6%	14,790	15,244	▲3.0%	49.7%	51.5%
Hokuriku	37	37	14,571	18,291	▲20.3%	9,772	12,131	▲ 19.4%	67.1%	66.3%
Total	592	591	1,709,118	1,666,445	2.6%	1,109,030	1,108,076	0.1%	64.9%	66.5%

Auto Auction Business (4) – Monthly USS Group Auto Auction Results (Fiscal Year)



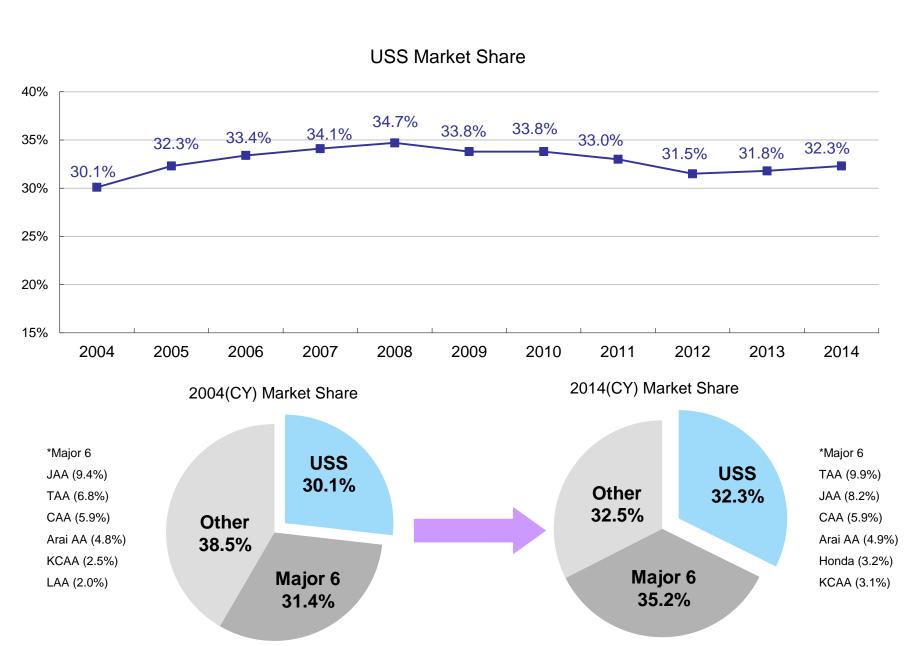
(Vehicles, %)

															·	. ,
		Apr.	May	Jun.	Jul.	Aug.	Sep.	First Half	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Second Half	Fiscal Year
	FY 2013.3	226,176	175,567	195,032	179,372	156,301	187,172	1,119,620	183,316	184,820	140,329	146,072	178,286	247,354	1,080,177	2,199,797
	YoY Change	11.5	33.3	11.6	4.0	7.2	▲ 5.9	9.1	▲11.9	▲10.3	▲17.6	▲9.3	▲13.4	▲10.0	▲11.9	▲2.3
No. of Consigned	FY 2014.3	210,673	169,208	177,966	178,045	161,830	183,512	1,081,234	211,744	207,958	165,509	177,304	201,844	259,596	1,223,955	2,305,189
Vehicles	YoY Change	▲6.9	▲3.6	▲8.8	▲0.7	3.5	▲2.0	▲3.4	15.5	12.5	17.9	21.4	13.2	4.9	13.3	4.8
	FY 2015.3	225,022	181,292	177,858	193,656	157,114	191,153	1,126,095	220,851	195,116	167,056	177,089			760,112	1,886,207
	YoY Change	6.8	7.1	▲0.1	8.8	▲2.9	4.2	4.1	4.3	▲6.2	0.9	▲0.1			-	-
	FY 2013.3	123,375	104,202	117,187	112,650	99,623	121,600	678,637	118,831	121,237	91,679	103,111	128,751	162,826	726,435	1,405,072
	YoY Change	▲7.7	8.0	▲ 5.9	▲4.2	5.6	▲1.6	▲1.7	▲2.5	5.4	▲ 5.9	3.6	0.7	0.2	0.3	▲0.7
No. of Contracted	FY 2014.3	132,619	116,364	120,690	121,819	109,824	124,352	725,668	139,285	134,837	108,286	122,646	139,446	170,839	815,339	1,541,007
Vehicles	YoY Change	7.5	11.7	3.0	8.1	10.2	2.3	6.9	17.2	11.2	18.1	18.9	8.3	4.9	12.2	9.7
	FY 2015.3	134,692	115,560	115,299	125,786	104,082	130,918	726,337	146,176	127,786	108,731	121,659			504,352	1,230,689
	YoY Change	1.6	▲0.7	▲ 4.5	3.3	▲ 5.2	5.3	0.1	4.9	▲ 5.2	0.4	▲0.8			-	-
	FY 2013.3	54.5	59.4	60.1	62.8	63.7	65.0	60.6	64.8	65.6	65.3	70.6	72.2	65.8	67.3	63.9
Contract Completion Rate	FY 2014.3	63.0	68.8	67.8	68.4	67.9	67.8	67.1	65.8	64.8	65.4	69.2	69.1	65.8	66.6	66.8
. 10.10	FY 2015.3	59.9	63.7	64.8	65.0	66.2	68.5	64.5	66.2	65.5	65.1	68.7			-	-

^{*}In February 2014, one auction at the Gunma Auction Site was canceled because of heavy snow.

Auto Auction Business (5) – Market Share (January to December)

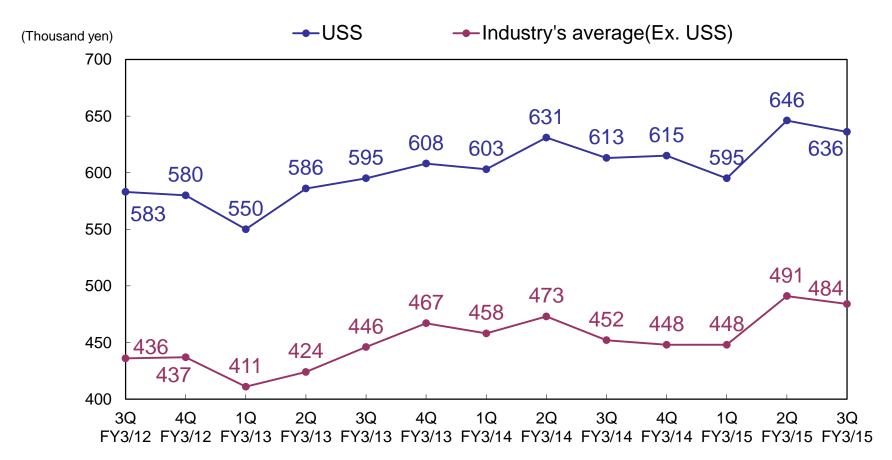




Auto Auction Business (6) – Average Price of Vehicles Contracted (Reference)



Average Price of Vehicles Contracted

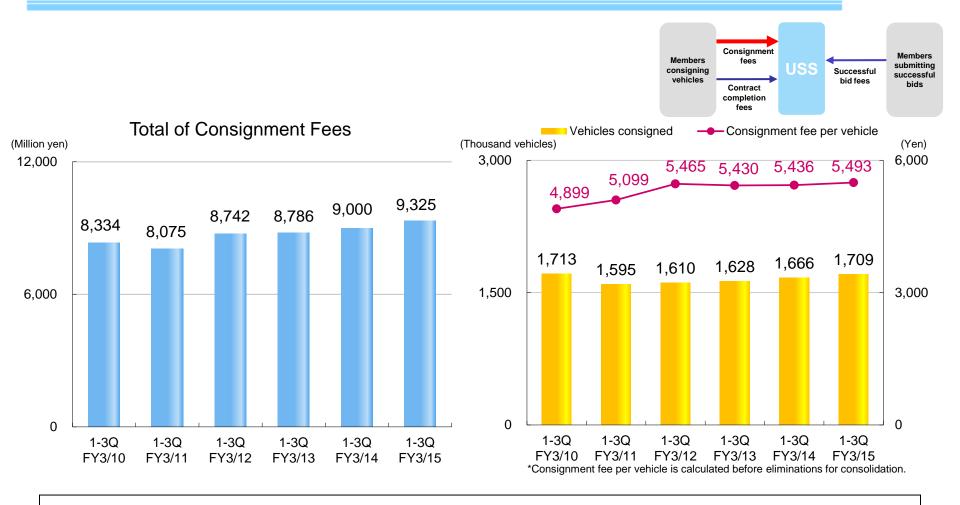


Note:

The average price per vehicle contracted is presented only for comparison (reference) between the average price per vehicle contracted at USS and the industry average. Consignment, contract completion and successful bid fees for auto auctions in Japan are the same (fixed fees) for each category regardless of the purchase price. Therefore, the purchase price does not affect fees. See page 6 for more information about the auto auction business model.

Auto Auction Business (7) – Vehicles Consigned and Consignment Fees



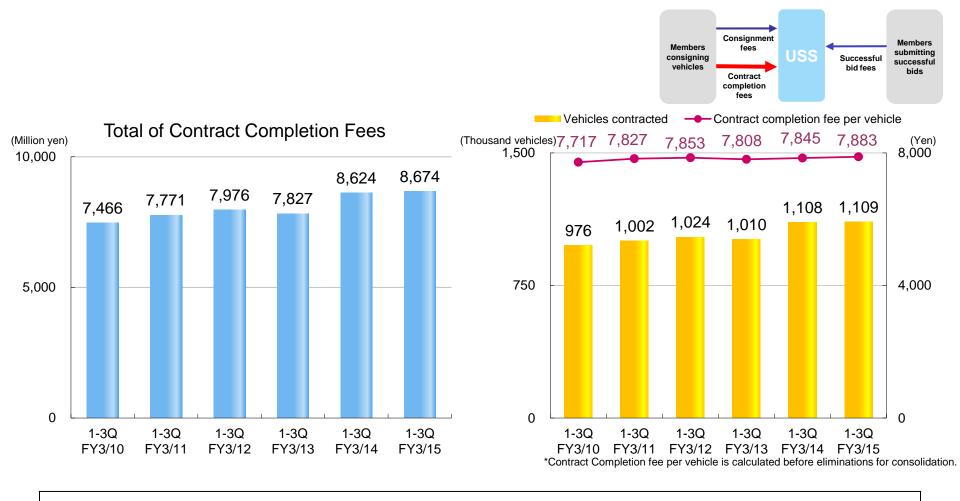


Consignment fee per vehicle increased by 57 yen to 5,493 yen from one year earlier

- Due to curbing off discounted fee events at some auction sites (positive effect)
- Increased share of vehicle consignment of major members who pay lower consignment fees (negative effect)

Auto Auction Business (8) – Vehicles Contracted and Contract Completion Fees



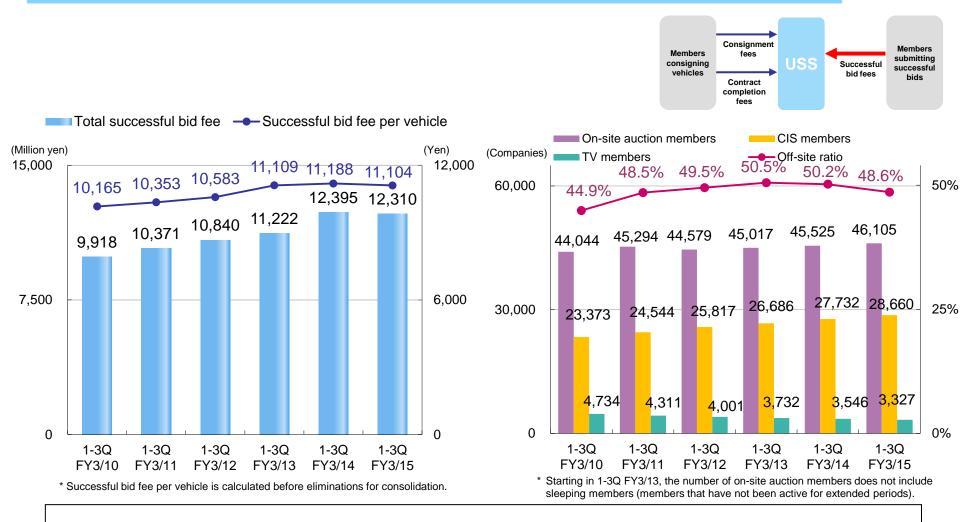


Contract completion fee per vehicle increased by 38 yen to 7,883 yen from one year earlier

Reexamined the rebate system for high-volume members and fees at some auction sites

Auto Auction Business (9) - Successful Bid Fees and Off-site Successful Bid Ratio USS



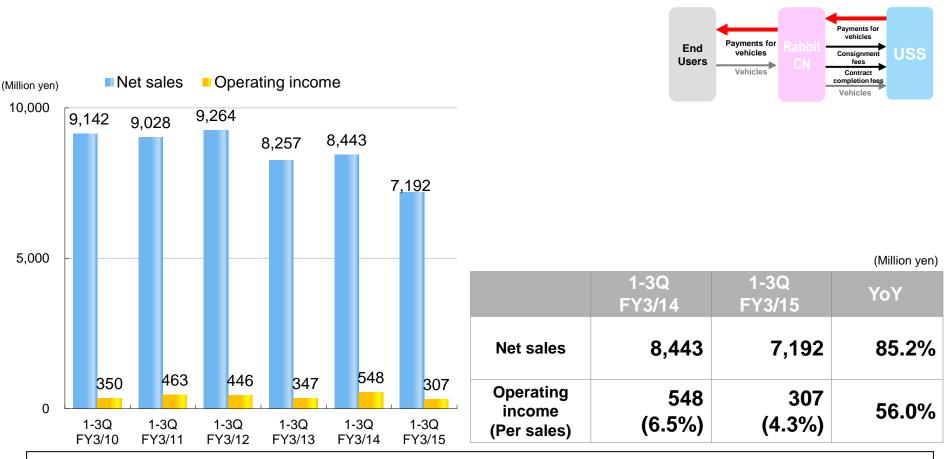


Successful bid fee per vehicle decreased by 84 yen to 11,104 yen from one year earlier

• The off-site successful bid ratio was 48.6% (50.2% one year earlier)

Used Vehicle Purchasing and Selling Business – Results of Operations (Apr. – Dec.)





Rabbit Car Network sales decreased 16.0% to 4,746 million yen and operating income decreased 34.9% to 249 million yen

• A smaller number of vehicles handled and downturn of selling price were the main reasons

Sales of accident-damaged vehicles (Reproworld) decreased 12.5% to 2,446 million yen and operating income decreased 65.0% to 58 million yen

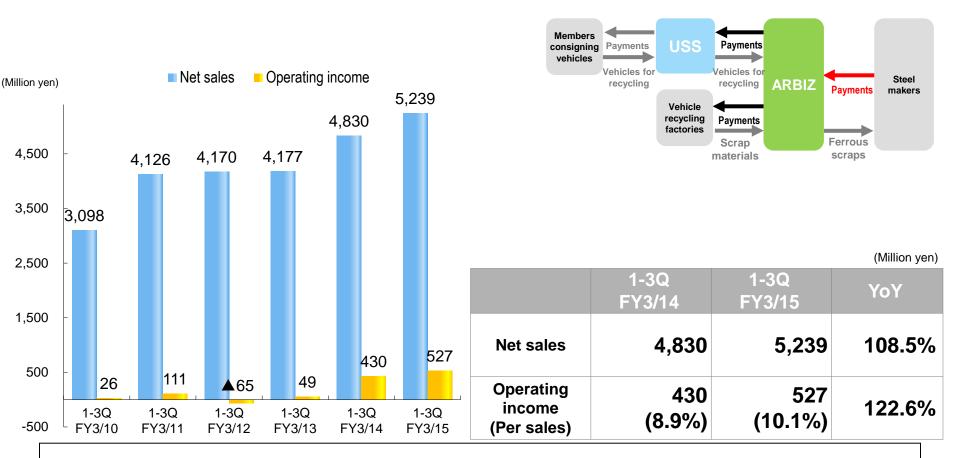
A smaller number of vehicles handled was the main cause

^{*} On July 1, 2014, R&W Co., Ltd. conducted a company split to establish Rabbit Car Network Co., Ltd. The new entity took over the Rabbit Business Division of R&W.

^{*} On January 1, 2015, R&W Co., Ltd. was renamed Reproworld Co., Ltd.

Other Business (Recycling Business) – Results of Operations (Apr. – Dec.)





ARBIZ sales increased 9.9% to 3,834 million yen and operating income increased 14.9% to 376 million yen

- The price of ferrous scrap decreased but there was an increase in the volume of vehicles for recycling CAR QUEST Toyo sales decreased 7.0% to 874 million yen and operating income decreased 29.8% to 41 million yen
- In elastic pavement products category, there was a decline starting in the third quarter in the volume of color products, which have a high profit margin

USS Logistics International Service sales increased 19.9% to 464 million yen and operating income increased 112.8% to 86 million yen

· Increase in the handling volume and shifting more inspection work in-house boosted sales and income



Forecast for FY3/2015 Earnings Distributions Medium-term Value Creation Model



FY3/2015 – Consolidated Forecast



	FY3/2014 Actual	FY3/2015 Initial plan (May 8, 2014)	Change	FY3/2015 Revised Plan (Nov. 11, 2014)	Revised Plan vs FY3/2014
Net Sales	67,949	68,200	▲ 700	67,500	99.3%
Cost of sales (Per sales)	26,459 (38.9%)	26,400 (38.7%)	▲532	25,868 (38.3%)	97.8%
Gross profit (Per sales)	41,489 (61.1%)	41,799 (61.3%)	▲167	41,631 (61.7%)	100.3%
Selling, general and administrative expenses (Per sales)	8,808 (13.0%)	8,799 (12.9%)	▲167	8,631 (12.8%)	98.0%
Operating income (Per sales)	32,680 (48.1%)	33,000 (48.4%)	_	33,000 (48.9%)	101.0%
Ordinary income (Per sales)	33,275 (49.0%)	33,500 (49.1%)	_	33,500 (49.6%)	100.7%
Net income (Per sales)	19,966 (29.4%)	21,300 (31.2%)	_	21,300 (31.6%)	106.7%
Net income per share (yen)	77.29	82.42	_	82.40	106.6%

^{*}Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

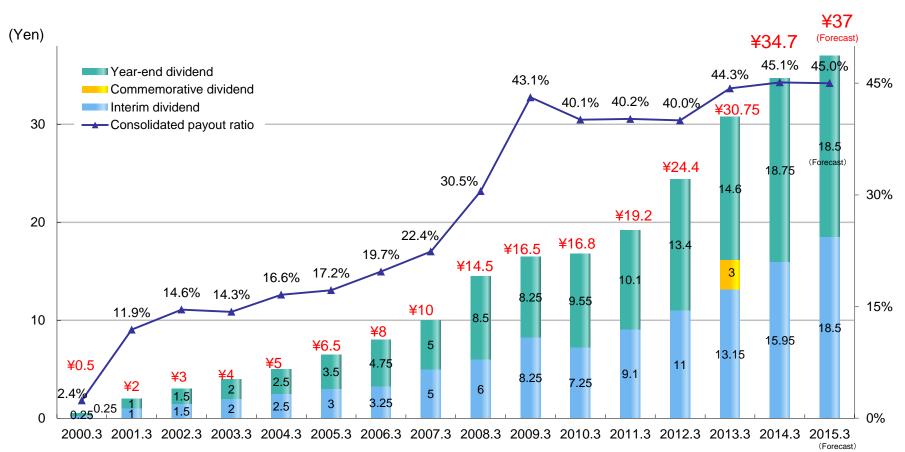
	Number of consigned vehicles	VaV	Number of contract completions	V-V	Contract completion rate		
	FY3/2015	YoY	FY3/2015	YoY	FY3/2015	FY3/2014	
Initial plan (Announced May 8, 2014)	2.450 million unit	106.3%	1.519 million unit	98.6%	62.0%	66.8%	
Revised	▲0.042 million unit	▲ 1.8%	_	_	+1.1%	_	
Revised Plan (Announced Nov. 11, 2014)	2.408 million unit	104.5%	1.519 million unit	98.6%	63.1%	66.8%	

Earnings Distributions (1) – Dividend Policy



Basic dividend policy is a consolidated payout ratio of at least 45%

Plan to pay 37.0 yen dividend per share for FY3/15 (up 2.3 yen)



^{*} Dividend per share is retroactively adjusted to the number of shares outstanding as of the effective date (October 1, 2013) of the stock split.

Earnings Distributions (2) – Stock Repurchases and Total Earnings Distribution Ratio



(Million yen)

								(ivillion yen)
	2000.3	2001.3	2002.3	2003.3	2004.3	2005.3	2006.3	2007.3
Net Income	3,543	4,493	5,489	7,645	8,907	11,814	13,203	14,390
Dividend Paid	88	532	802	1,095	1,529	2,049	2,589	3,204
Stock Repurchased	42	-	0	5	2	2	1,757	4,525
Total amount returned to shareholders	130	532	802	1,100	1,532	2,051	4,346	7,730
Total Earnings Distribution Ratio	3.6%	11.9%	14.6%	14.4%	16.7%	17.2%	33.0%	53.8%
	2008.3	2009.3	2010.3	2011.3	2012.3	2013.3	2014.3	
Net Income	15,200	12,003	12,717	13,971	17,054	18,346	19,966	
Dividend Paid	4,641	5,126	5,059	5,601	6,736	7,968	8,995	
Stock Repurchased	0	8,940	4,671	4,950	10,815	12,309	0	
Total amount returned to shareholders	4,641	14,066	9,731	10,552	17,551	20,278	8,995	
Total Earnings Distribution Ratio	30.5%	117.6%	76.8%	75.6%	103.5%	111.4%	45.1%	

^{*} Stock repurchased does not include purchases by the trust for the USS employee stock ownership plan trust.

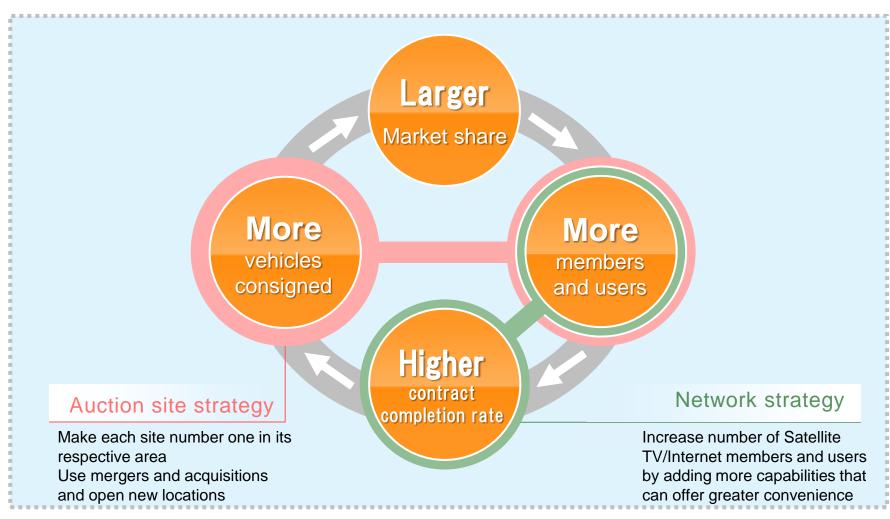
^{*} Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

Medium-term Goals and Value Creation Model



USS is aiming for an overwhelming share of Japan's mature auto auction market by offering its members even greater convenience.

Capture market share, cut costs and increase earnings (Avoid competition based on price alone)



Strategic Initiatives Based on Medium-term Goals



Network strategy

August 2013

The rebuilt Nagoya Auction Site opened; capital expenditure was about 8 billion yen Vehicles consigned at the Nagoya Auction Site in the first three quarters was 271,000 in FY3/13, 298,000 in FY3/14 (+9.8%) and 316,000 in FY3/15 (+6.0%)

- August 2014
 - The new Okayama Auction Site, located beside the Sanyo Interchange of the Sanyo Expressway, began operations on August 23, 2014. The total investment was about 3.4 billion yen.
- Considering reconstruction of Sapporo and Shizuoka auction sites in order to increase vehicle consignment.
- Considering additional investments at other auction sites too in order to increase vehicles consigned and to improve members' convenience

Network services

- Conducting a large-scale campaign to increase the number of satellite TV and Internet auction members
- USS entered into a business alliance with the JAA Group, the third largest in the industry, with regard to linking JAA Group's auction sites to USS satellite TV auction network Satellite TV network auction business share increased from 46.9% to 55.2% (estimated based on the market share of CY2014)

Satellite link start-up schedule : JAA (Tokyo) November 2014 (Market share: 2.1% - CY2014 average)

HAA Kobe (Hyogo Prefecture) May 2015 (Market share 6.1% - CY2014 average)



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Reference materials

JAPAN AUTOMOBILE DEALERS ASSOCIATION,
Japan Light Motor Vehicle and Motorcycle Association,
Japan Automobile Recycling Promotion Center, USEDCAR Co., Ltd.,
Trade Statistics of Japan,

(Precautions concerning these materials)

These materials contain forward-looking statements that are based on the judgments of management in accordance with information that is currently available. These statements include assumptions and beliefs based on these assumptions. Depending on changes in the operating environment, these assumptions and beliefs may differ from actual results. Statements by USS or its management concerning expectations or beliefs about future performance are not guarantees that these expectations or beliefs will be achieved, or that actual performance will be near these expectations or beliefs. Furthermore, as provided by law, unless stated otherwise, USS has no obligation to update any forecast to the latest version.



Supplemental Data (1)

Market Overview of 3Q FY3/2015



Market Overview - Automobile Trading (1) < October to December >

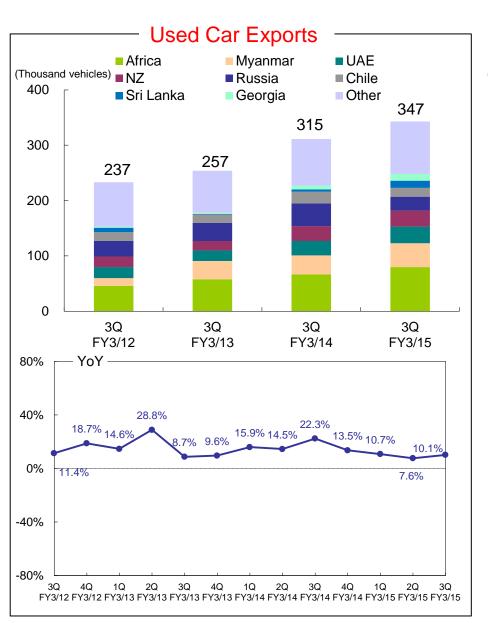


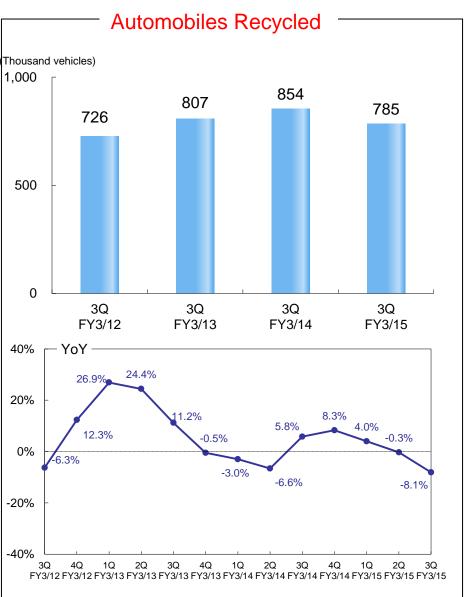
New car and used car registrations



Market Overview - Automobile Trading (2) < October to December >

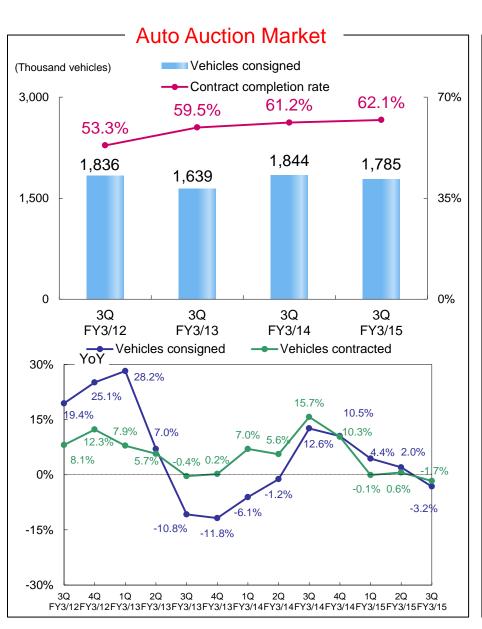


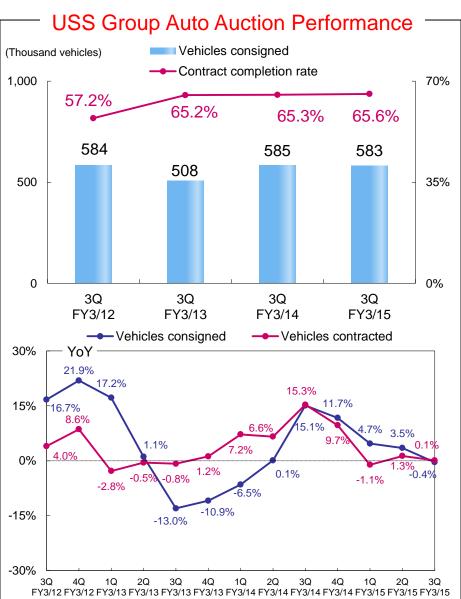




USS Group Auto Auction Performance < October to December >







3Q FY3/2015 Financial Highlights



Consolidated Total

(Million yen)

	3Q FY3/13	3Q FY3/14	3Q FY3/15	YoY Change
Net sales	14,994	16,870	16,759	99.3%
Operating income	6,911	8,306	8,322	100.2%

^{*}Amounts for 3Q FY3/14 are retroactively adjusted to reflect changes in accounting methods

Used Vehicle Sales/Purchases Business

(Million yen)

	3Q FY3/13	3Q FY3/14	3Q FY3/15	YoY Change
Net sales	2,677	2,743	2,377	86.7%
Operating income	150	166	127	76.6%

Auto Auction Business

(Million yen)

	3Q FY3/13	3Q FY3/14	3Q FY3/15	YoY Change
Net sales	11,048	12,565	12,810	101.9%
Operating income	6,676	7,911	8,044	101.7%

^{*}Amounts for 3Q FY3/14 are retroactively adjusted to reflect changes in accounting methods

Other Business (Recycling etc.)

(Million yen)

	3Q FY3/13	3Q FY3/14	3Q FY3/15	YoY Change
Net sales	1,391	1,706	1,756	103.0%
Operating income	52	197	111	56.2%



Supplemental Data (2) Consolidated performance of FY3/2015

5 year Consolidated Performance



						(Million yer
			Results			Forecast
	2010.3	2011.3	2012.3	2013.3	2014.3 *3	2015.3
<auto auction="" business=""></auto>						
Consignment Fees	11,285	10,822	12,154	11,817	12,241	12,94
Contract Completion Fees	10,283	10,559	10,984	10,873	11,958	11,81
Successful Bidding Fees	13,659	14,142	15,026	15,626	17,190	16,94
Revenues from Sales of Goods	746	848	805	624	905	96
Other Revenues	6,816	6,804	6,869	6,967	7,184	7,25
Auto Auction Business Total	42,791	43,177	45,840	45,909	49,479	49,91
<used business="" purchases="" sales="" vehicle=""></used>						
Revenues from Used Vehicle Sales/Purchases	8,289	8,456	8,535	8,106	7,867	7,10
Revenues from Accident-damaged Vehicle Sales/Purchases	3,935	4,038	3,940	3,438	3,754	3,42
Used Vehicle Sales/Purchases Business Total	12,224	12,494	12,476	11,545	11,621	10,53
<other business=""></other>						
Revenues from Recycling End-of-Life Vehicles and Other Items	3,734	4,566	4,275	4,016	4,816	5,00
Revenues from Recycling Scrap Rubbers	1,098	1,178	1,250	1,335	1,498	1,37
Revenues from Used Vehicle Export Clearing Service	-	-	166	437	500	58
Other Revenues	-	-	-	-	32	7
Other Business Total	4,832	5,745	5,692	5,789	6,848	7,04
Net Sales	59,849	61,417	64,009	63,243	67,949	67,50
Operating Income	21,940	24,332	27,952	29,304	32,680	33,00
Ordinary Income	22,511	24,643	28,588	29,884	33,275	33,50
Net Income	12,717	13,971	17,054	18,346	19,966	21,30
Auto Auction Business				(Vehic	cles, %, Yen, Compani	es, No. of Shops
No. of Consigned Vehicles	2,327,515	2,121,948	2,252,566	2,199,797	2,305,189	2,408,00
No. of Contracted Vehicles	1,342,958	1,361,599	1,414,813	1,405,072	1,541,007	1,519,00
Contract Completion Rate	57.7	64.2	62.8	63.9	66.8	63.
Consignment Fees per Vehicle consigned *1	4,884	5,139	5,432	5,407	5,344	5,40
Contract Completion Fees per Vehicle Contracts completed *1	7,729	7,831	7,832	7,802	7,821	7,83
Successful Bidding Fees per Vehicle Contracts completed *1	10,178	10,393	10,626	11,124	11,157	11,15
On-site Auction Members	44,317	45,563	44,796	45,139	45,712	46,30
CIS (Internet) Members	23,565	24,688	25,957	27,072	28,007	28,70
TV (Satellite Auction) Members	4,599	4,248	3,921	3,651	3,486	3,30
Rabbit Chain Shops	189	176	180	180	171	17
Capital Expenditures and Depreciation		-			1	(Million ye
Capital Expenditures (Terms of Cash Flows) *2	1,285	7,629	804	1,620	8,858	3,60
Depreciation	5,482	4,529	3,885	3,432	3,672	3,46

^{*3} Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

Major Financial Indicators (Fiscal year)



												(Million yen)
	2004.3	2005.3	2006.3	2007.3	2008.3	2009.3	2010.3	2011.3	2012.3	2013.3	2014.3	YoY	10 years average of % changes
Results of Operatio	ns												
Net Sales	42,425	50,484	60,243	64,568	69,801	66,549	59,849	61,417	64,009	63,243	67,949	7.4%	4.8%
Operating Income	18,017	20,673	23,103	24,817	27,200	22,568	21,940	24,332	27,952	29,304	32,680	11.5%	6.1%
Ordinary Income	18,207	21,096	23,544	25,360	27,490	22,503	22,511	24,643	28,588	29,884	33,275	11.3%	6.2%
Net Income	8,907	11,814	13,203	14,390	15,200	12,003	12,717	13,971	17,054	18,346	19,966	8.8%	8.4%
Financial Position													
Total Assets	92,538	115,704	131,908	146,172	150,737	138,370	142,164	151,636	154,639	154,543	164,182	6.2%	5.9%
Cash and Deposits	15,168	15,818	19,995	21,149	26,280	18,445	29,681	30,980	36,840	37,033	46,318	25.1%	11.8%
Total Liabilities	24,284	29,901	33,841	40,184	33,159	23,428	23,773	29,689	33,541	34,866	32,080	▲8.0%	2.8%
Interest Bearing Debt	7,331	7,490	5,200	5,355	3,064	2,716	1,806	1,097	1,746	1,148	670	▲ 41.6%	▲21.3%
Total Net Assets	68,254	85,803	98,067	105,988	117,577	114,941	118,390	121,947	121,097	119,676	132,102	10.4%	6.8%
Owners' Equity	67,497	84,877	97,391	104,985	117,130	114,771	118,146	121,638	120,582	119,112	131,348	10.3%	6.9%
Per Share Informati	on												
EPS (Yen)	30.07	37.76	40.70	44.71	47.51	38.27	41.88	47.80	60.92	69.35	77.29	11.4%	9.9%
Dividend per Share (Yen)	5.00	6.50	8.00	10.00	14.50	16.50	16.80	19.20	24.40	30.75	34.70	12.8%	21.4%
Others													
Operating Margin (%)	42.5	40.9	38.4	38.4	39.0	33.9	36.7	39.6	43.7	46.3	48.1	_	_
ROE (%)	16.0	15.5	14.5	14.2	13.7	10.4	10.9	11.7	14.1	15.3	15.9	_	_
ROA (%)	20.1	20.3	19.0	18.2	18.5	15.6	16.0	16.8	18.7	19.3	20.9	_	_
Dividend Payout Ratio (%)	16.6	17.2	19.7	22.4	30.5	43.1	40.1	40.2	40.0	44.3	45.1	_	_
Owners' Equity Ratio (%)	72.9	73.4	73.8	71.8	77.7	82.9	83.1	80.2	78.0	77.1	80.0	_	_
Treasury Stock (shs.)	14,950	17,890	1,440,060	6,717,730	6,718,010	21,056,870	29,364,740	23,647,810	41,280,210	55,067,530	54,828,566	▲0.4%	127.2%
On-site Auction Members (Companies)	30,195	34,420	37,157	40,959	42,751	43,307	44,317	45,563	44,796	45,139	45,712	1.3%	4.2%

^{*}Per share information and treasury stock has been retroactively adjusted for the stock split on October 1, 2013.

^{*}Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.



Supplemental Data (3)

Consolidated performance of FY3/2014

FY3/2014 – Consolidated Income Statement



Operating, ordinary and net income all reached record highs for the third consecutive year

(Million yen)

	FY3/2013	FY3/2014	Year on year
Net Sales	63,243	67,949	107.4%
Cost of sales (Per sales)	24,982 (39.5%)	26,459 (38.9%)	105.9%
Gross profit (Per sales)	38,260 (60.5%)	41,489 (61.1%)	108.4%
Selling, general and administrative expenses (Per sales)	8,955 (14.2%)	8,808 (13.0%)	98.4%
Operating income (Per sales)	29,304 (46.3%)	32,680 (48.1%)	111.5%
Ordinary income (Per sales)	29,884 (47.3%)	33,275 (49.0%)	111.3%
Net income (Per sales)	18,346 (29.0%)	19,966 (29.4%)	108.8%
Net income per share (yen)	69.35	77.29	111.4%

^{*}Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

Net sales

- · Auction fee revenues increased along with increases in number of vehicles consigned and the contract completion rate
- Higher sales in the recycling business, including end-of-life vehicles, due to increase in volume handled and higher prices for ferrous scrap

Cost of sales

- · Higher merchandise cost of sales, higher cost of purchasing materials in the recycling business
- Depreciation increased because of the reconstruction of the Nagoya Auction Site and plan to relocate the Okayama Auction Site
- Higher cost of supplies expenses due to the reconstruction of the Nagoya Auction Site

FY3/2014 - Consolidated Balance Sheet



Outstanding financial soundness even as substantial earnings distributions to shareholders continue (Million yen)

	2013.3	2014.3	Changes
Current assets	56,047	60,477	4,430
Cash and deposits	37,033	46,318	9,285
Receivables due from member dealers at auction	13,660	8,701	▲4,959
Other	5,353	5,458	104
Noncurrent assets	98,496	103,704	5,208
Property, plant and equipment	88,470	92,337	3,866
Intangible assets	818	1,068	249
Investments and other assets	9,206	10,299	1,092
Total assets	154,543	164,182	9,639
Current liabilities	28,165	25,657	▲2,508
Payables due to member dealers at auction	16,185	11,852	▲4,332
Short-term loans payable	93	80	▲12
Other	11,886	13,724	1,837
Noncurrent liabilities	6,701	6,423	▲278
Long-term loans payable	864	549	▲314
Other	5,837	5,873	36
Total liabilities	34,866	32,080	▲2,786
Shareholders' equity	124,273	136,466	12,193
Accumulated other comprehensive income	▲ 5,160	▲ 5,117	42
Subscription rights to shares	237	242	5
Minority interests	327	510	183
Total net assets	119,676	132,102	12,425

Current assets

 Auction receivables down 4.95 billion yen due to the calendar factors on the fiscal year-end auctions

Noncurrent assets

 Property, plant and equipment up 3.86 billion yen due mainly to rebuilding of the Nagoya Auction Site

Current liabilities

- Auction payables decreased 4.33 billion yen due to the calendar factors on the fiscal year-end auctions
- Other current liabilities increased
 1.83 billion yen mainly because of higher income taxes payable

^{*}Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect changes in accounting methods.

FY3/2014 – Consolidated Cash Flows



(Million yen)

	2013.3	2014.3	Changes
Net cash provided by operating activities	22,059	26,642	4,582
Income before income taxes and minority interests	29,827	32,676	2,849
Depreciation and other amortization	3,582	3,823	241
Amortization of goodwill	▲0	20	20
Loss (▲gain) on sale and retirement of property, plant and equipment	38	199	161
Loss (▲gain) on sales and retirement of intangible assets	0	1	1
Net change in due from/to member dealers at auction	1,005	626	▲378
Income taxes paid	▲ 12,194	▲ 10,152	2,041
Other	▲200	▲ 553	▲353
Net cash provided by investing activities	4,679	▲18,751	▲23,430
Purchase of property, plant and equipment	▲1,441	▲8,298	▲ 6,856
Other	6,120	▲10,453	▲16,574
Net cash provided by financing activities	▲20,446	▲8,105	12,340
Net increase in loans payable	▲310	▲326	▲ 16
Purchases of treasury stock	▲12,309	▲0	12,309
Cash dividends paid	▲ 7,811	▲ 7,918	▲106
Other	▲15	139	154
Net increase in cash and cash equivalents	6,292	▲214	▲6,507
Cash and cash equivalents at beginning of period	28,540	34,833	6,292
Cash and cash equivalents at end of period	34,833	34,618	▲214

Operating activities

- Income before income taxes: 32.67 billion yen
- Income taxes paid: 10.15 billion yen

Investing activities

- Expenses for the purchase of property, plant and equipment include 8.29 billion yen for rebuilding the Nagoya Auction Site and other expenditures
- Other includes 10.45 billion yen provided by a increase in time deposits

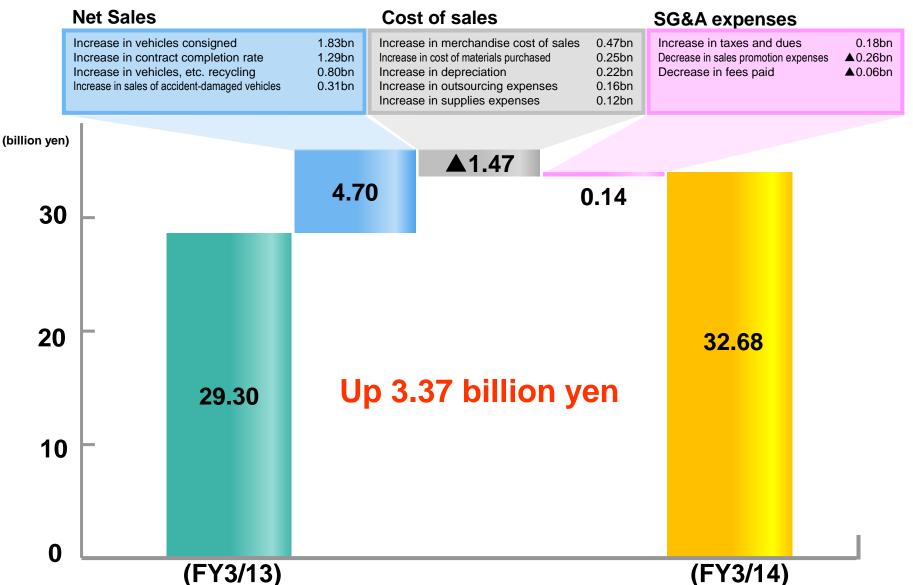
Financing activities

Cash dividends paid: 7.91 billion yen

FY3/2014 Reasons for Change in Operating Income (Actual)



Reasons for change in operating income



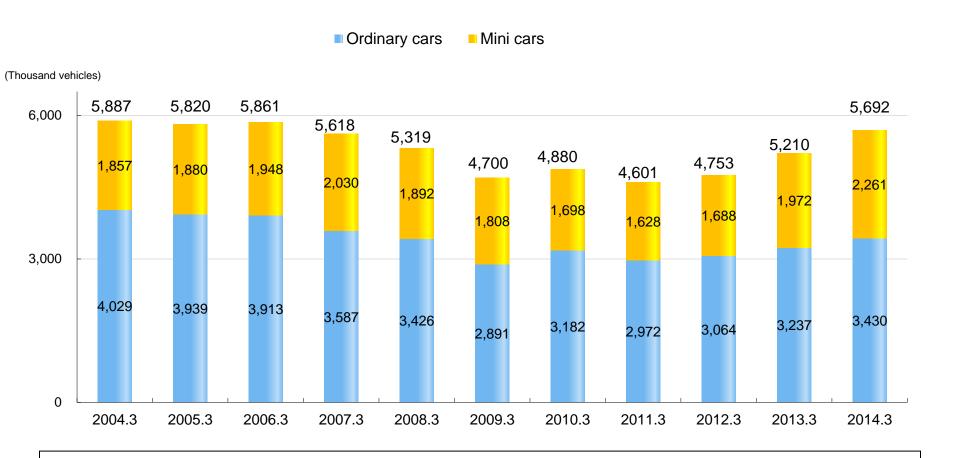


Market Overview FY3/2014



(1) New Car Registrations (April to March)



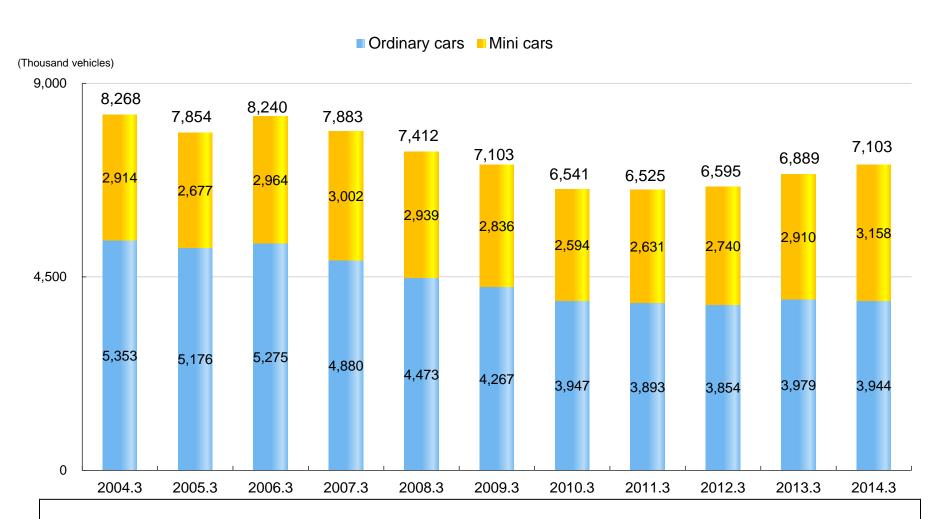


New car registrations increased 9.2% to 5.69 million units

Growth was caused by the rush to buy cars before the April 2014 consumption tax hike

(2) Used Car Registrations (April to March)



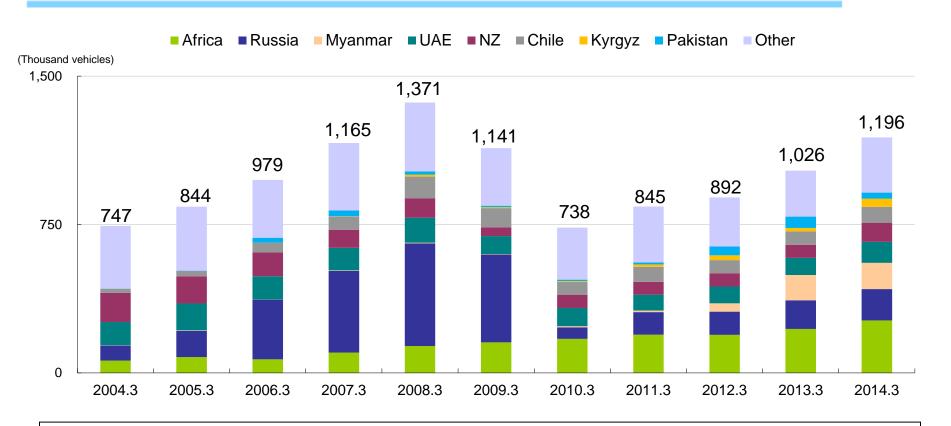


Used car registrations increased 3.1% to 7.10 million units

 Increase was the result of growth in trade-in vehicles associated with the larger number of new car registrations

(3) Used Car Exports (April to March)



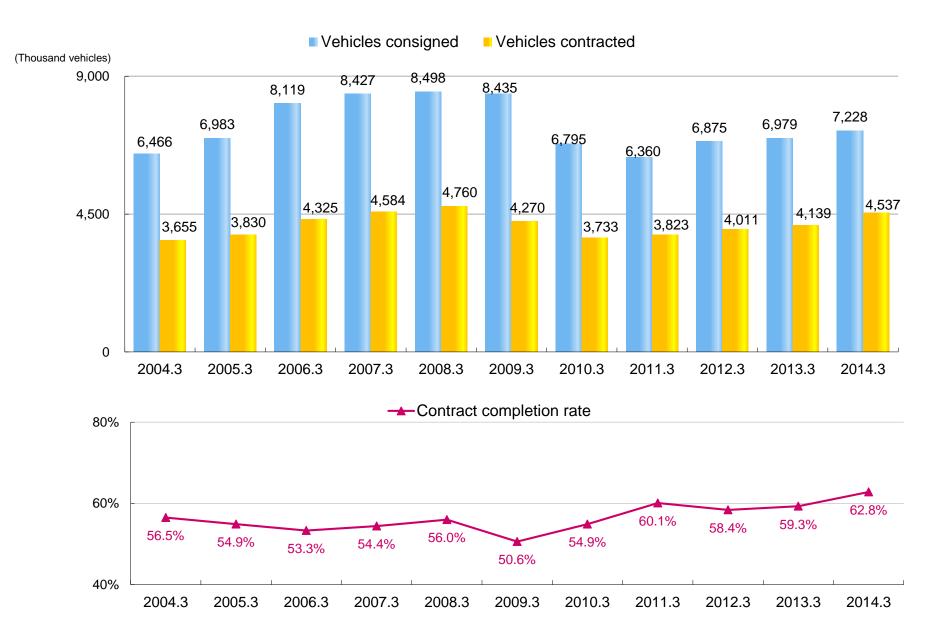


Used car exports increased 16.6% to 1.19 million units

- Major destination countries
 Africa 265,000 (up 19.6%), Russia 159,000 (up 9.6%), Myanmar 132,000 (up 3.4%),
 UAE 106,000 (up 24.0%)
- Countries with large increases
 Mongolia 34,000 (up to 10.3%), Malaysia 26,000 (up to 10.3%), Philippines 26,000 (up to 8.4%),
 Georgia 22,000 (up to 134.2%), Sri Lanka 19,000 (up to 139.7%), Bangladesh 15,000 (up to 99.2%)

(4) Auto Auction Market (April to March)







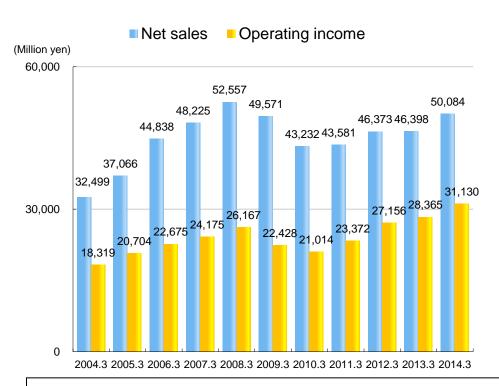
Business Segment Information FY3/2014



Auto Auction Business (1) – Results of Operations (April to March)



(Million yen)



	2013.3	2014.3	YoY
Net sales	46,398	50,084	107.9%

31,130

109.7% (61.1%) (62.2%) (Per sales) *Amounts for the fiscal year ended March 2014 are retroactively adjusted to reflect

28,365

 Vehicles consigned up 4.8% to 2,305 thousand; contracted vehicles up 9.7% to 1,541 thousand; contract completion rate increased from 63.9 % to 66.8 %

Operating

income

changes in accounting methods.

The off-site successful bid ratio was 50.1% compared with 50.8% one year earlier

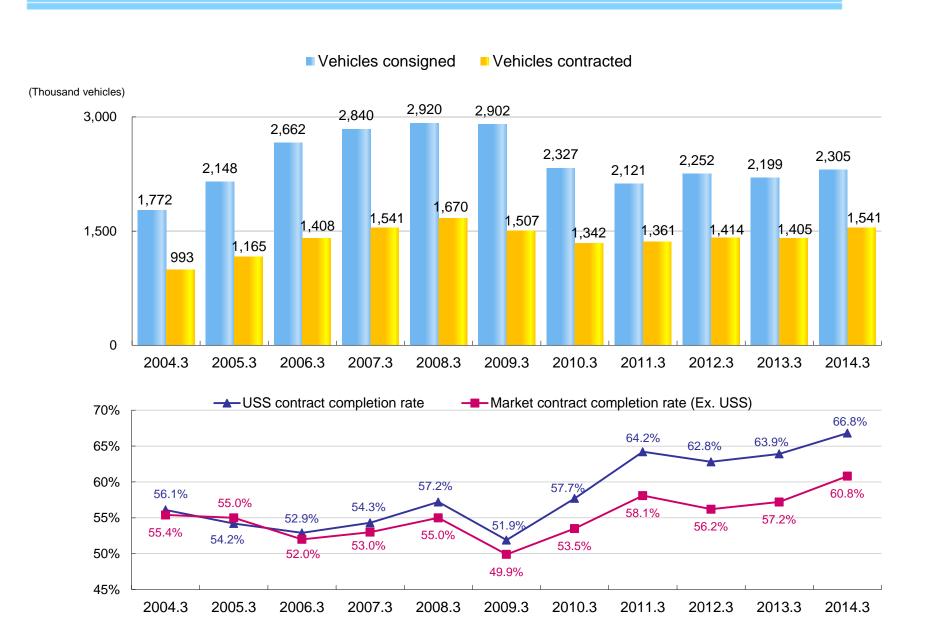
Operating income increased 9.7% to 31,130 million yen

- Depreciation increased because of the reconstruction of the Nagoya Auction Site and plan to relocate the Okayama Auction Site
- Higher taxes and dues and supplies expenses due to the reconstruction of the Nagoya Auction Site
- Decreases in sales promotion expenses

Net sales increased 7.9% to 50,084 million yen

Auto Auction Business (2) – USS Group Performance (April to March)





Auto Auction Business (3) – Market Share (January to December)

Arai AA (5.6%)

KCAA (2.6%)

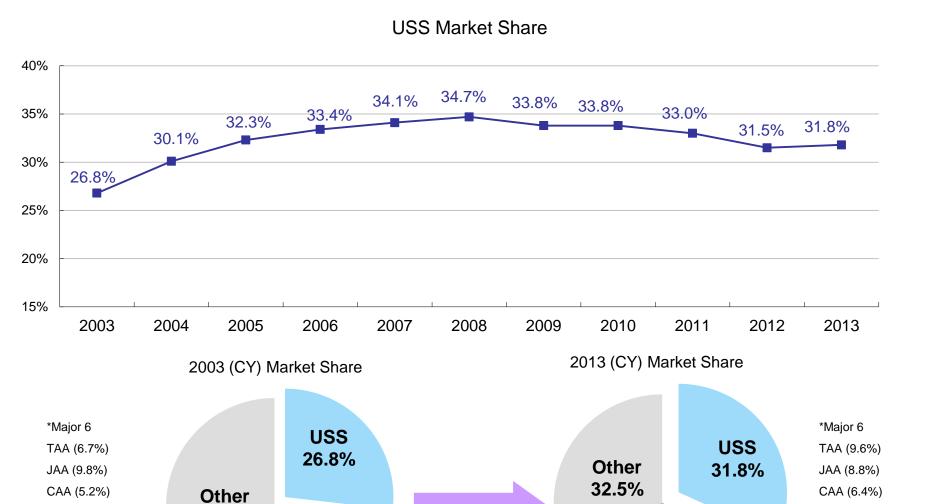
LAA (1.7%)

41.6%

Major 6

31.6%





Arai AA (4.9%)

KCAA (3.2%)

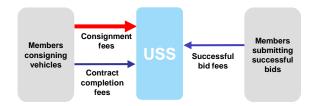
LAA (2.8%)

Major

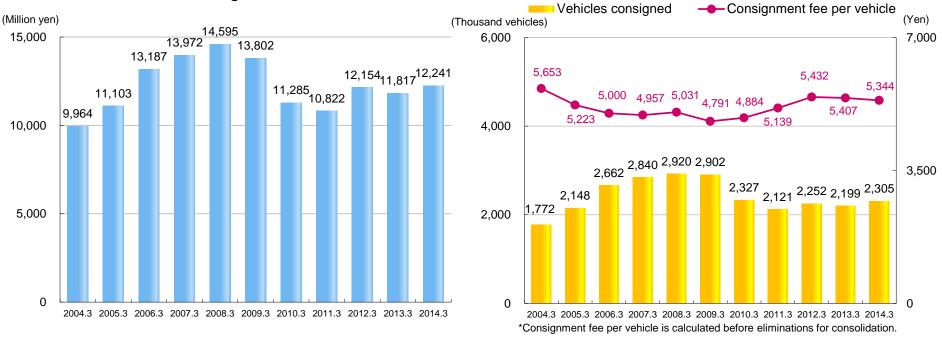
35.7%

Auto Auction Business (4) – Vehicles Consigned and Consignment Fees





Total of Consignment Fees

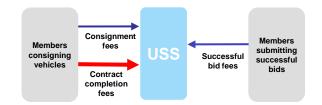


Consignment fee per vehicle decreased by 63 yen to 5,344 yen

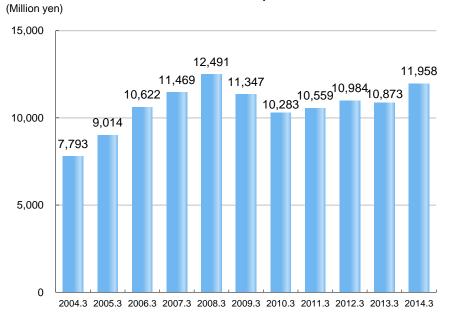
- Conducted a consignment fee discount campaign at Nagoya and other auction sites (negative factor)
- Reexamined the rebate system for high-volume members at some auction sites (positive factor)

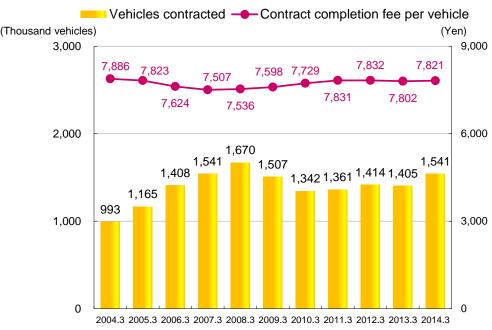
Auto Auction Business (5) – Vehicles Contracted and Contract Completion Fees











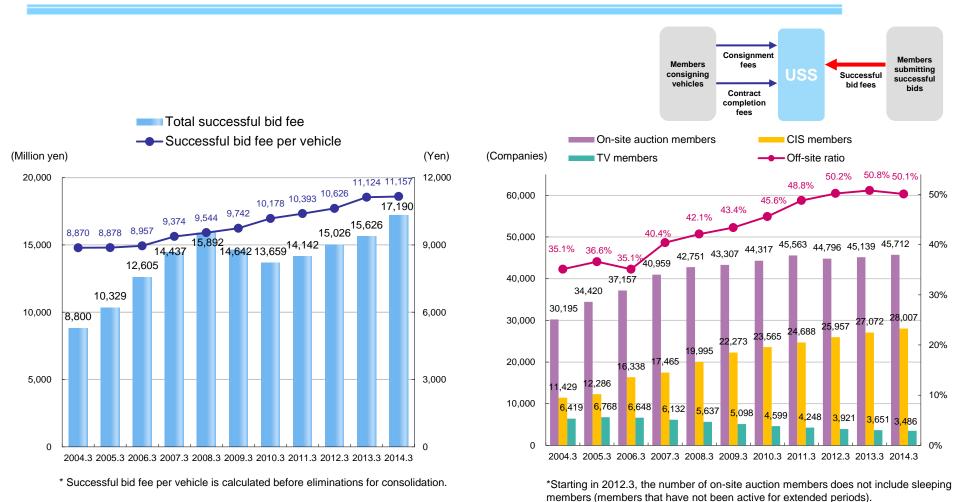
*Contract Completion fee per vehicle is calculated before eliminations for consolidation.

Contract completion fee per vehicle increased by 19 yen to 7,821 yen

• Increase in number of vehicles contracted of higher fees corners

Auto Auction Business (6) - Successful Bid Fees and Off-site Successful Bid Ratio USS





Successful bid fee per vehicle increased by 33 yen to 11,157 yen

- Revised successful bid fee for bids submitted using the satellite TV system in July 2012
- The off-site successful bid ratio was 50.1% compared with 50.8% one year earlier

Auto Auction Business (7) – USS Group Auto Auction Results by Sites



(Number of auctions held, Vehicles)

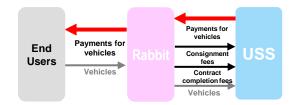
	Number of auctions		Number of	consigned	vehicles	Number of contract completions			Contract completion rate	
	2014.3	2013.3	2014.3	2013.3	Changes	2014.3	2013.3	Changes	2014.3	2013.3
Tokyo	49	49	630,429	601,287	4.8%	453,989	422,017	7.6%	72.0%	70.2%
Nagoya	49	48	413,075	371,853	11.1%	263,404	238,257	10.6%	63.8%	64.1%
Kyushu	48	48	190,449	175,066	8.8%	115,921	102,751	12.8%	60.9%	58.7%
Yokohama	48	49	188,916	182,673	3.4%	133,648	121,517	10.0%	70.7%	66.5%
Sapporo	49	49	139,094	133,409	4.3%	86,673	78,270	10.7%	62.3%	58.7%
Osaka	49	48	123,371	105,338	17.1%	80,154	66,333	20.8%	65.0%	63.0%
R-Nagoya	50	49	115,956	107,322	8.0%	98,086	84,846	15.6%	84.6%	79.1%
Shizuoka	49	48	88,719	88,297	0.5%	52,560	49,297	6.6%	59.2%	55.8%
Okayama	49	48	71,840	72,636	▲1.1%	44,948	39,403	14.1%	62.6%	54.2%
Tohoku	49	49	71,663	71,570	0.1%	54,752	50,608	8.2%	76.4%	70.7%
Gunma	48	48	65,612	64,406	1.9%	43,592	41,759	4.4%	66.4%	64.8%
Saitama	49	48	56,291	57,585	▲2.2%	30,959	30,453	1.7%	55.0%	52.9%
Fukuoka	49	49	45,048	54,488	▲ 17.3%	21,277	20,973	1.4%	47.2%	38.5%
Kobe	49	49	40,531	38,944	4.1%	24,210	21,169	14.4%	59.7%	54.4%
Niigata	49	49	39,849	47,666	▲ 16.4%	20,472	20,822	▲1.7%	51.4%	43.7%
Hokuriku	49	48	24,346	27,257	▲10.7%	16,362	16,597	▲1.4%	67.2%	60.9%
Total	782	776	2,305,189	2,199,797	4.8%	1,541,007	1,405,072	9.7%	66.8%	63.9%

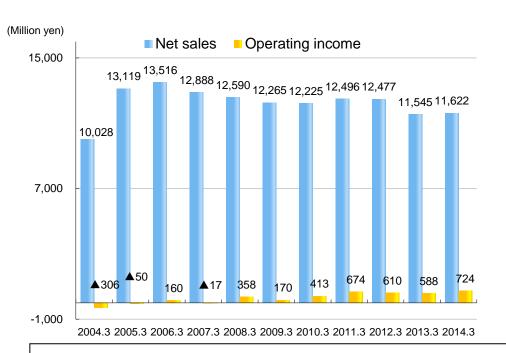
^{*}In FY3/2014, one auction at the Gunma Auction Site was canceled because of heavy snow in February 2014.

Used Vehicle Purchasing and Selling Business – Results of Operations (April to March)



(Million yen)





	2013.3	2014.3	YoY
Net sales	11,545	11,622	100.7%
Operating income (Per sales)	588 (5.1%)	724 (6.2%)	123.0%

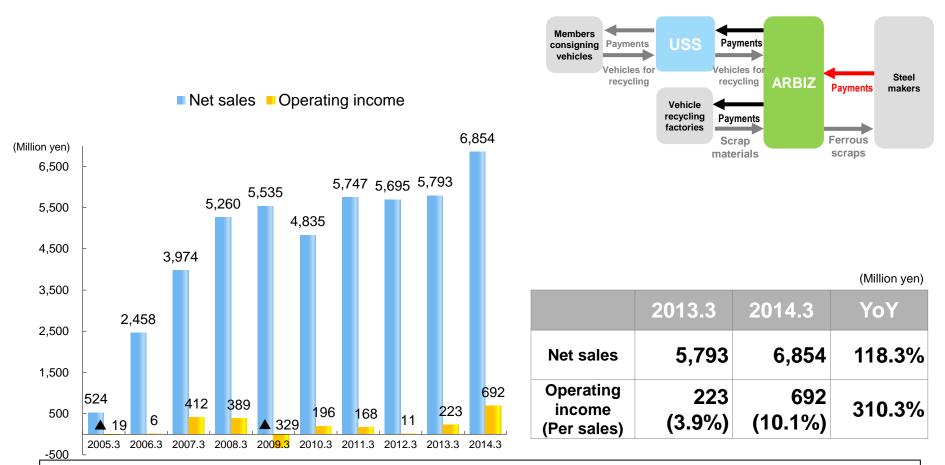
Rabbit sales decreased 3.0% to 7,867 million yen and operating income increased 17.5% to 499 million yen

- A decline in the number of vehicles purchased and higher pct. of lower-priced vehicles purchased caused sales to decrease
- Profit per vehicle improved as the auction market stayed at high levels
 Sales of accident-damaged vehicles increased 9.2% to 3,754 million yen and operating income increased 37.1% to 224 million yen
- Profit per vehicle improved as the auction market stayed at high levels

^{*} On July 1, 2014, R&W Co., Ltd. conducted a company split to establish Rabbit Car Network Co., Ltd. The new entity took over the Rabbit Business Division of R&W

Other Business (Recycling Business) – Results of Operations (April to March)





ARBIZ sales increased 20.0% to 4,821 million yen and operating income increased 389.6 % to 506 million yen

- Growth in handling volume of end-of-life vehicles
- The ferrous scrap market improved during the fiscal year, although there was a downturn in the fourth quarter
- Recycling technology developed in house brought down recycling costs

CAR QUEST Toyo sales increased 12.2% to 1,498 million yen and operating income increased 44.8% to 129 million yen

Orders were higher for colored elastic pavement products, the most profitable type of rubber used in elastic pavement USS Logistics International Service sales increased 14.5% to 502 million yen and operating income increased 54.1% to 46 million yen
 Sales and earnings increased along with growth in vehicles handled