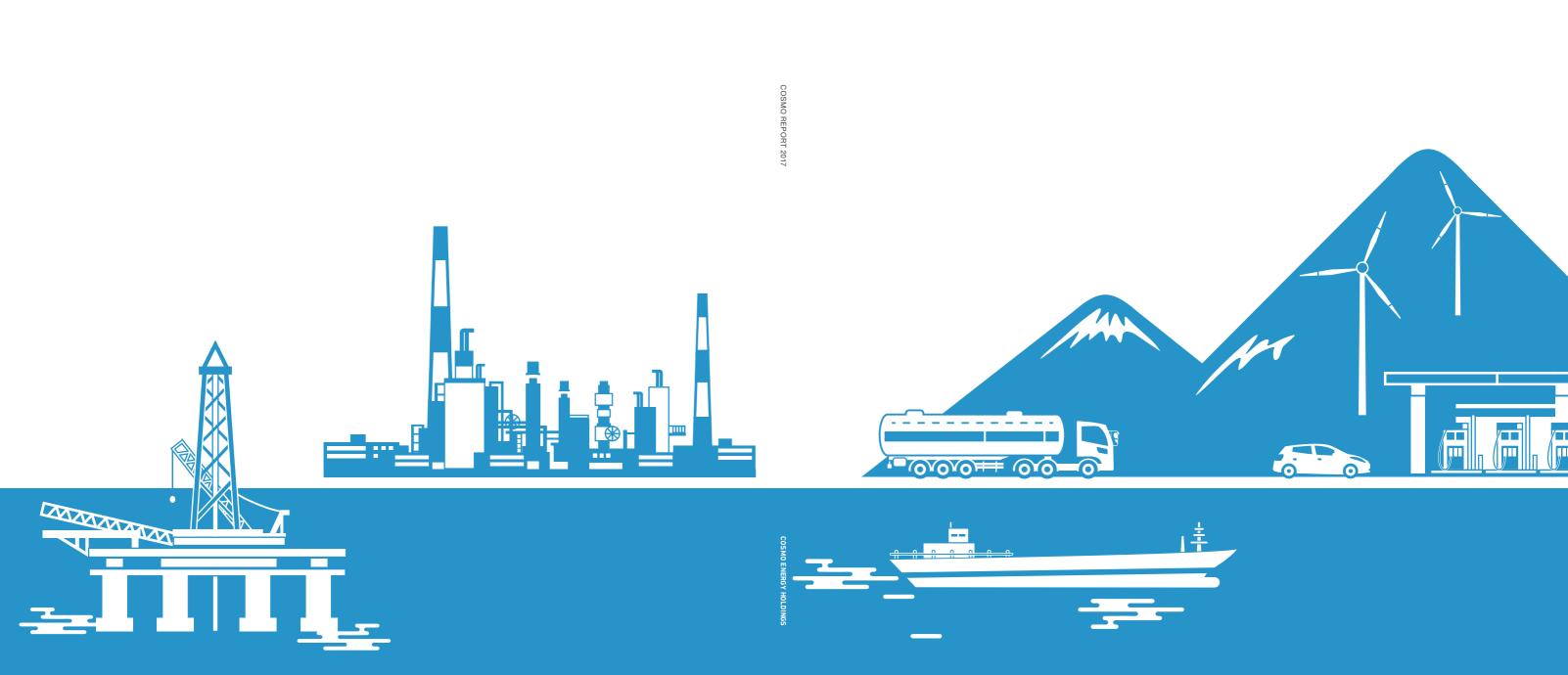
# **COSMO REPORT 2017**

# COSMO ENERGY HOLDINGS CO., LTD.

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# **COSMO ENERGY HOLDINGS COSMO REPORT** 2017





Message from the President and CEO

Fifth Consolidated Medium term Management Plan

Growth Strategy

**Review of Operations** 

Corporate Governance





# Filling Up Your Hearts, Too ココロも満タンに

This slogan is the Cosmo Energy Group's message to customers, conveying how we want to be, since 1997.

Twenty years have already passed but our passion incorporated in the slogan remains the same.

We are committed to the stable supply of energy while we keep filling up the hearts of our customers.

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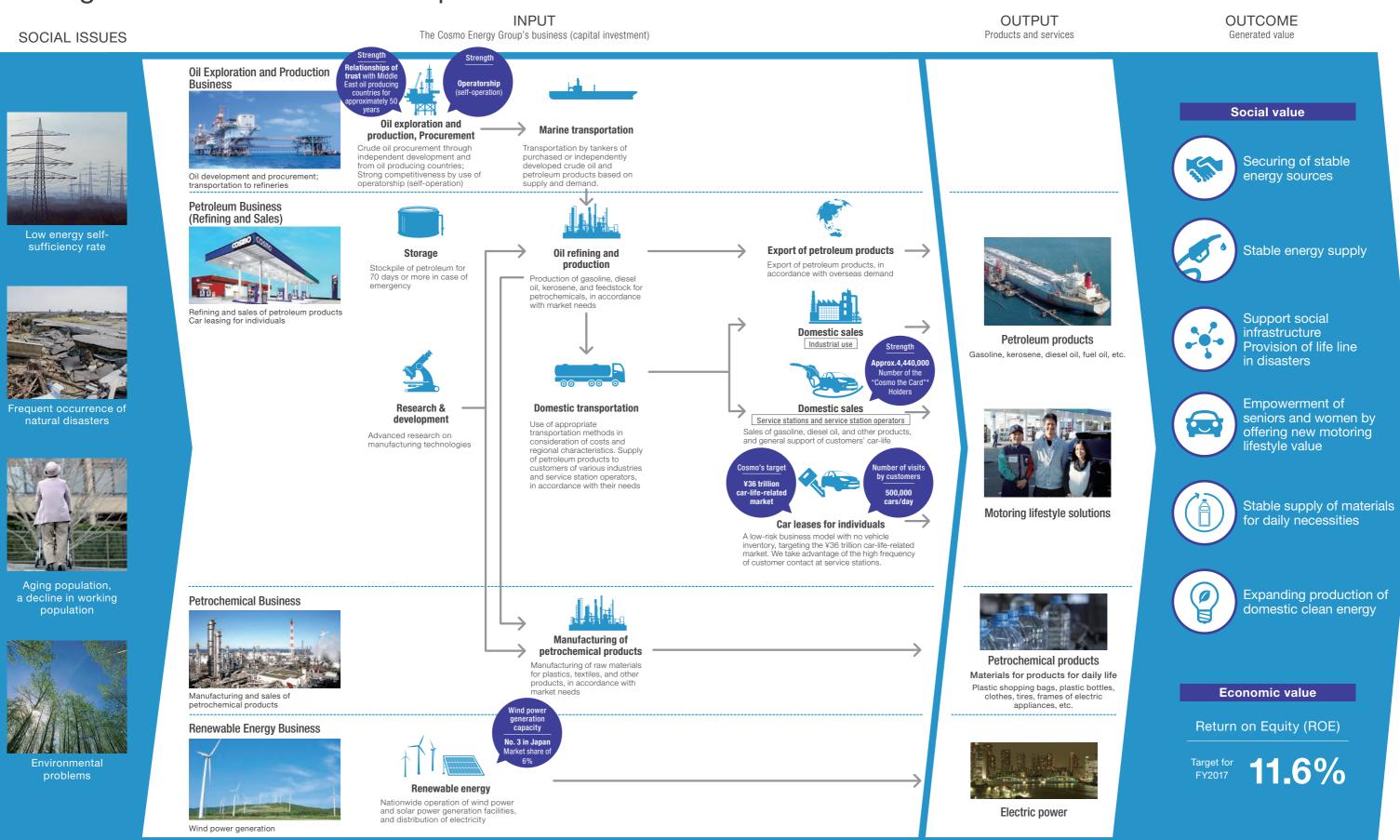
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Fifth Consolidated Mediumterm Management Plan

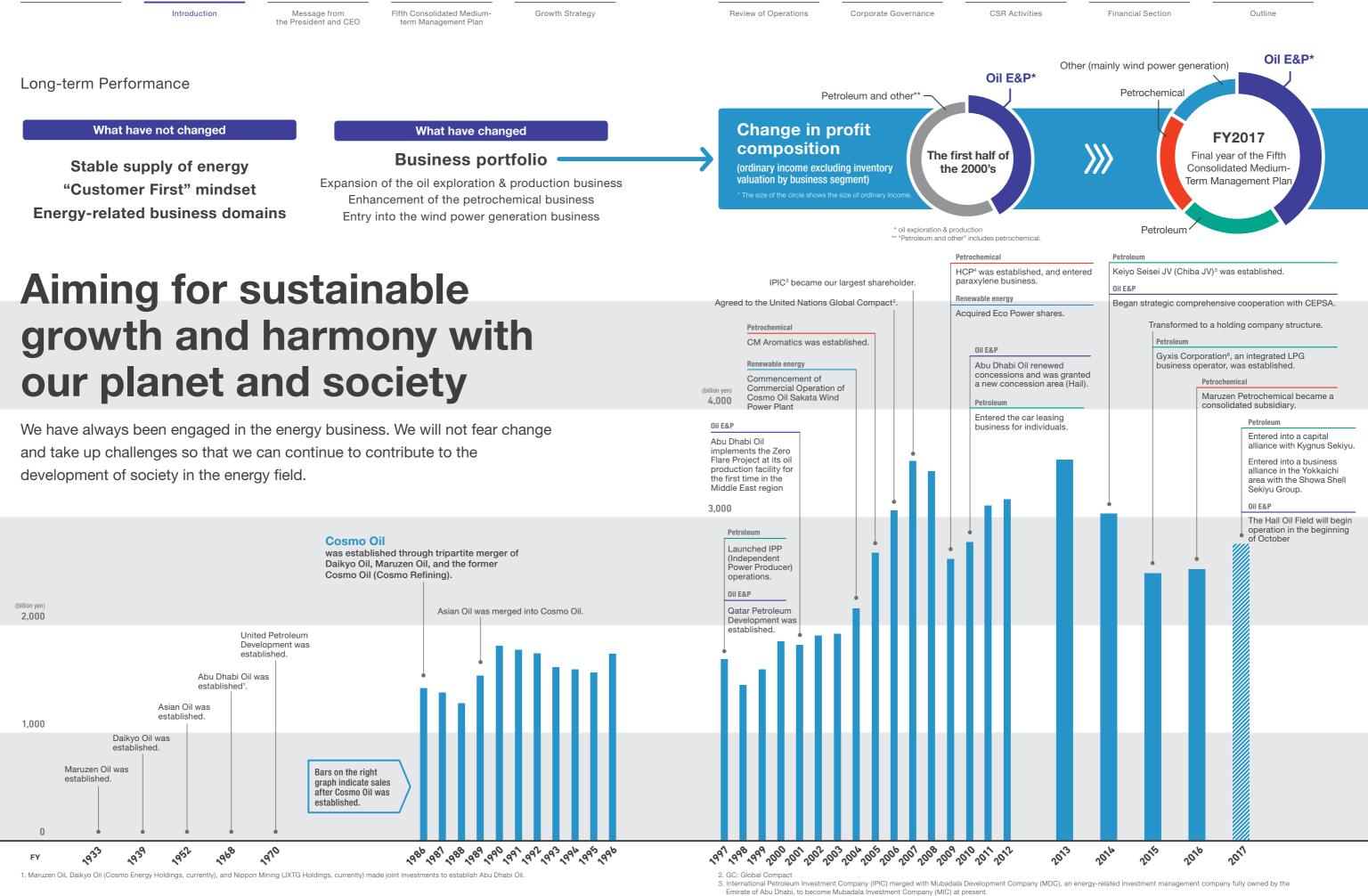
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# Aiming at the Sustainable Development



Outline



4. HCP: Hyundai Cosmo Petrochemical 5. 50:50 joint venture with TonenGeneral Sekiyu (currently JXTG Energy)

6. Cosmo Oil (currently Cosmo Energy Holdings), Showa Shell Sekiyu, Sumitomo Corporation, and TonenGeneral Sekiyu (currently JXTG Energy) jointly invested to establish Gyxis.

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Our aim is to construct a resilient business portfolio to changes in the environment and to promptly improve financial strength at an early stage.

President and CEO Hiroshi Kiriyama

### Commitment to raising long-term corporate value

I am Hiroshi Kiriyama and was appointed President of Cosmo Energy Holdings in June 2017. I am humbled to become President at this time of significant changes in Cosmo Energy Group's surrounding environment but at the same time I am confident that our Group can exploit our potential and create more value. I will strive my utmost to raise long-term corporate value by keeping in mind our management vision - "In striving for harmony and symbiosis among our planet, humankind, and society, we aim for sustainable growth toward a future of limitless possibilities" and by devotedly sticking to our corporate message - "Filling Up Your Hearts, Too." The purport of our corporate message includes conveying to our stakeholders our commitment to endeavor every day to provide products and services that can satisfy each of our customers. I also think that this corporate message well demonstrates how much our employees care about our customers and how much satisfaction they find in co-existing harmoniously in the society, as stated in our vision of management. I believe that the value we provide lies in helping to enrich customers' lives through a reliable supply of energy. Our strength is derived from our employees' sharing of the feelings behind our corporate message - "Filling Up Your Hearts, Too" and from the natural manner by which this is evidenced at each work site. FY2017, ending March 31, 2018, is the last year of our current medium-term management plan (FY2013 to FY2017). We are making our utmost efforts to achieve its targets while planning our

next medium-term management plan, which will start in FY2018. As an overall policy we intend to realize profitability that allows us to reinvest to build a business portfolio that is resilient to changes of business environment such as a gradual decrease in domestic demand as well as promptly achieve healthy finances that support sustainable growth. We will also deliver corporate social responsibility to our various stakeholders through our business activities, including social contribution and environmental preservation efforts.

By generating appropriate profit and contributing to society, all of us at the Cosmo Energy Group will strive hard, aiming at becoming a greater, long-prevailing corporate group in which employees and their families can be proud of.

### FY2016 results and FY2017 forecasts

In FY2016, ended March 31, 2017, ordinary income improved ¥117.5 billion from the previous year to ¥81.4 billion and net profit attributable to owners of parent improved ¥103.4 billion to ¥53.2 billion. Ordinary income excluding inventory valuation increased by ¥9.4 billion to ¥42.0 billion. On top of the positive effect from inventory, the petroleum business increased ordinary income from the previous year due to an improved operating ratio at our refineries, mainly at the Chiba refinery which commenced the two-year long-run operation of skipping regular maintenance in the fall. The petrochemical business also increased profit due to favorable product market conditions and the inclusion of Maruzen Petrochemical, which became a consolidated subsidiary in FY2015. The oil exploration & production (E&P) business recorded profit despite a decline in selling prices of crude oil. At the end of FY2016, the equity ratio improved 3.1 points from a year ago to 10.8% and the net debt-to-equity ratio (based on the credit rating) improved 1.0 point to 3.6 times. For FY2017, ending March 31, 2018, which is the final year of the medium-term management plan, we are forecasting ordinary income of ¥54.0 billion and net profit attributable to owners of parent of ¥20.0 billion. Ordinary income excluding the inventory valuation, is expected to increase ¥22.0 billion to ¥64.0 billion. We are projecting an increase in ordinary income excluding inventory valuation in the petroleum business, mainly due to a start of business alliance in the Yokkaichi Refinery and due to higher operating ratio at our refineries, as well as in the oil E&P business, due to an increase in production volume driven by a production start at the Hail Oil Field in the second half of FY2017 and due to higher oil prices. The petrochemical business is expected to decrease its ordinary income excluding inventory valuation, in view of our conservative margin projection between ethylene and naphtha.

### Speedy management and alliances in order to prevail within industry consolidation

Japan's oil industry is surrounded by a challenging business environment and is undergoing realignment so as to make the market more appropriate and to reduce fixed costs. The

Outline

### Goals to realize sustainable growth

### *1* **Profitability that** enables reinvestment

### **Resilient business portfolio**

### Healthy financial condition

### 4 Corporate social responsibility

emergence of a rival group with a high market share has created a wide gap with our Group. However, we are intent on leveraging our strength of agility and speed in management and operations, and on promptly building a balanced business portfolio that is resilient to changes in the environment. I believe that in the current rapidly-changing environment, the size of a company is not necessarily an advantage and the two critical elements are speedy management decision and efficient use of management resources, which are our characteristics.

|   |                   | (Billion yen)       |
|---|-------------------|---------------------|
|   | FY2016<br>Results | FY2017<br>Forecasts |
| Ordinary income                               | 81.4              | 54.0                |
| Impact of inventory valuation                 | 39.4              | -10.0               |
| Ordinary income excluding inventory valuation | 42.0              | 64.0                |
| Each Segment                                  |                   |                     |
| Oil exploration and production business       | 9.3               | 26.0                |
| Petroleum business                            | 1.8               | 14.0                |
| Petrochemical business                        | 22.2              | 14.0                |
| Other*  | 8.7               | 10.0                |
| Profit attributable to owners of parent       | 53.2              | 20.0                |
| Dividend per share                            | ¥50               | ¥50(plan)           |
| * Includi                                     | ing consolida     | ated adjustment     |
| Reference                                     |                   |                     |
| Dubai crude oil price (US\$ /barrel)          | 46.9              | 50.0                |
| Foreign exchange rate (¥/US\$)                | 108.4             | 110.0               |

### FY2016 Results and FY2017 Forecasts

Message from the President and CEO Fifth Consolidated Mediumterm Management Plan

Growth Strategy

CSR Activities

# In the next medium-term plan, we intend to present a vision for the Cosmo Energy Group in 2030

### Establishing a resilient business portfolio to environmental changes

Oil prices and currency fluctuations greatly affect our earnings but are beyond control of individual companies. In light of this, we focus on achieving stable earnings by balancing the upstream oil E&P business with the downstream oil refining and oil product sales business and by strengthening businesses that are less sensitive to oil prices and currency fluctuation, such as the petrochemical business and the wind power generation business. As specific measures, in the oil E&P business, we are expanding production in the cost-competitive Middle East. In the oil refining and oil product sales business, we are enhancing competitiveness through business alliances. At the same time, we are enhancing profitability of the businesses which are less sensitive to oil prices and other external factors. In the petrochemical business, with attention given to the growth potential of Asia and elsewhere where we are active, we strive to enhance competitiveness and to generate synergies with the oil refining business. while we are expanding capacity in the wind power generation business and strengthening retail business focusing on car leasing business for individuals.

### Enhanced competitiveness through alliances, and execution of large-scale investments for future growth in the current medium-term management plan

The current medium-term management plan (FY2013 - 2017) was launched in the midst of a crucial challenging environment with the Chiba Refinery being shut down, mainly due to the accident after the Great East Japan Earthquake of March 2011. I was directly involved in that situation as Director from 2013 and then as Representative Director and Executive Vice President from 2016. We have also recorded a significant inventory valuation loss (over ¥180 billion), due to a crash of oil prices. We are therefore unlikely to achieve the financial targets set for the final year of the medium-term management plan. On a positive side, we have made steady and solid progress in raising competitiveness, thanks to alliances in each business and each region, and in making growth investments for the

future. The alliances include a joint venture business in Chiba, a business alliance with Showa Shell Sekiyu Group in Yokkaichi, a strategic comprehensive alliance with Compañía Española de Petróleos, S.A.U. (CEPSA)<sup>1</sup>, and a capital and business alliance with Kygnus Sekiyu. Further, our major investments for growth in the future include the Hail Oil Field (Abu Dhabi) and development of multiple new sites for wind power generation. These investments will generate a full-scale investment return from FY2018 and we are expecting a significant improvement in cash flow.

### Top priority in the next medium-term management plan: Financial improvement

Many challenges still remain to be addressed in the next medium-term management plan. While aggressive investment aiming for growth will contribute to the creation of corporate value in the long term, our balance sheet has been significantly impaired in the short term, coinciding with the huge inventory valuation loss caused by a drop in oil prices. We plan to stipulate the return to a healthy balance sheet as one of the top priorities in the next medium-term

### **Business alliances**

- 2013 > Commenced operation of one of Asia's largest new Paraxylene manufacturing facilities at HCP\* Hyundai Cosmo Petrochemical. A joint venture with Hyundai Oilbank (HDO) in South Korea
- 2014 > Entered into a strategic comprehensive alliance with CEPSA, a major Spain-based oil company invested by the Abu Dhabi government.
  - Integrated LPG business with Showa Shell Sekiyu, Sumitomo Corp. and TonenGeneral Sekivu (currently JXTG Nippon Oil & Energy).
- 2015 > Established KeiyoSeisei JV G.K. with TonenGeneral Sekiyu (currently JXTG Nippon Oil & Energy)
  - Business alliance with Showa Shell Sekiyu in Yokkaichi area.
- Acquired shares of Maruzen Petrochemical and 2016 made it a consolidated subsidiary.
- 2017 > Entered into a capital and business alliance with Kygnus Sekiyu

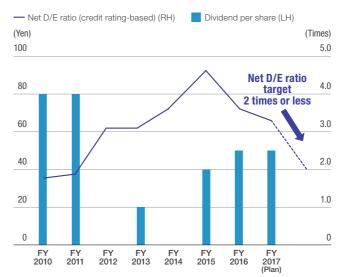
Corporate Governance

Cash flow generated from collection of returns from the past investments and positive impacts from alliances will be used

management plan, which starts in FY2018.

to repay debts, and we aim to swiftly return to a net debt/ equity ratio of 2 times or less, its former level before the 2011 earthquake. Concerning return from investment, we are expecting a contribution especially from start-up of production in the Hail Oil Field in FY2017 and synergies from Chiba JV from FY2018. Meanwhile, large-scale investments, such as for the Hail Oil Field. Chiba JV. and the IPP's upgrade work, will peak in FY2017, and significant decline in the amount of current investment is expected in FY2018. We will continue to make investment to raise our long-term competitiveness but we plan to do it efficiently with minimal burden on the balance sheet. We have identified oil E&P, retail, and wind power generation as the three growth businesses. With a focus on alliances, we will expand areas of strength (e.g. the alliance with  $\mathsf{CEPSA}^1$  in oil E&P) and complement areas of weakness (e.g. the Chiba JV and business alliance in Yokkaichi) in order to make our business portfolio resilient to environmental changes. Ultimately, we wish to present a vision for Cosmo Energy Group as it should be in 2030, which is far beyond the period covered by the next medium-term plan.

### Net Debt-to-Equity Ratio\* and Dividend per Share



\* One of indicators to measure a company's financial soundness. Measured by dividing net interest bearing debts by shareholders' equity. A lower ratio generally means that a company is financially more sound.



### Strength in the oil E&P business: Strong partnership with Abu Dhabi

Our Group's strength in the oil E&P business derives from our participation in oil development as an operator, based on our strong relationship of trust -- for nearly 50 years so far -- with the Emirate of Abu Dhabi. As we can take the lead position in development projects as an operator, make independent investment decisions, and control costs well, we are highly competitive. This is evidenced by generating profit (¥1.5 billion) when the Dubai oil price was averaged at \$30 in the January-March period of 2016. In the oil E&P business, our Group does not start from high-risk exploration work to detect deposits of oil. We are engaged in a low-risk operation by mainly developing discovered but undeveloped oil fields. The Hail Oil Field project that Abu Dhabi Oil is currently developing, is cost-competitive, similar to our other fields which are now in production. The Hail Oil Field is scheduled to launch production in FY2017 and to operate at full capacity from the beginning of FY2018, contributing to about a 50% increase in total production of our three operating companies in FY2018 compared to the level in FY2016. Furthermore, we can lower operating cost per unit along with increase in production as the Hail Oil Field, being adjacent to the existing oil field, can share existing facilities. We are therefore expecting that the combination of output growth and a decline in per-unit operating cost will make the project a significant profit contributor from FY2018 and onward. Moreover, both Cosmo Energy Holdings and CEPSA have MIC (formerly IPIC)<sup>2</sup> as a major shareholder. Through our respective relationships with Abu Dhabi National Oil Company, Cosmo and CEPSA are considering joint business opportunities such as in new oil concessions, marketing of crude oil and oil products, and sales assistance in the retail area.

### Strength in the retail business: Points of contact with customers and highly satisfactory products in the ¥36 trillion car-life market

Our strengths in the retail business include our entry in Japan's massive car-life-related market, which is estimated to be roughly ¥36 trillion, mainly in the form of car leasing for individuals; the service station infrastructure, to which about as many as 500,000 cars visit per day; our staff who share

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the vision "Filling Up Your Hearts, Too" and approximately 4.44 million "Cosmo the Card" members. Our "Cosmo Smart Vehicle<sup>3</sup>" leasing program, which provides a new vehicle leasing contract to consumers for around ¥30,000 – 50,000 per month, has been favorably received especially by women and seniors. The cumulative total number of contracts has exceeded 39,000. At present, Cosmo Group's service stations are the point of contact with customers but expansion of the platform through alliances can be one of our options in the future. In addition, as the vehicle ownership pattern is changing in Japan, we may be able to explore opportunities in the peripheral businesses of leasing. From a broad perspective, we are targeting a ¥36 trillion car-life-related market as a whole and to enhance competence of our service stations.

Furthermore, Cosmo Oil Eco Card Fund<sup>4</sup>, launched in 2002, is our unique initiative, which also works to enhance competitiveness of our service stations, as we can lock in eco-conscious customers. The Fund is also an important part of our environmental preservation activities.

### Strength in the wind power generation business: stable profits in the market with high demand growth potential

Watarai Wind Farm (28,000 kW) commenced operation in FY2016 and the wind power generating capacity of our group company Eco Power Co., Ltd. has increased to about 211,300 kW, Japan's third largest wind power generation capacity. Its ordinary income is expected to be about ¥4.0 billion in FY2017. Due to environmental consideration, the wind power market has further growth potential but the number of entrants is limited requires high-level expertise in location selection, environment assessment, etc. We are identifying this business as one of our group's growth drivers, as stable profit can be expected based on the 20-year feed-in tariff (FIT) scheme, and reduction in CO<sub>2</sub> emissions can be achieved. As one of our options, we are considering the use of leasing and other financial methods in expanding this business without impairing our balance sheet. Our target is to reach about 500,000 kW in the near term and to further expand generation capacity.

### Promoting CSR management

Although our Group provides stable energy that is essential to everyone's daily lives, we are also aware that we inevitably place some degree of burden on the global environment, as we mainly handle fossil fuels. Based on our full awareness and consideration of this fact, our group is promoting CSR management that combines the management plan and our CSR initiatives policy. We believe that profit generation and

CSR activities should go hand in hand and that we must achieve both to expand corporate value. Furthermore, we have been a signatory of the "Global Compact" since 2006 and have been promoting CSR management by respecting basic principles on human rights, labor, the environment, and the prevention of corruption.

For example, concerning promotion of diversity, we believe we can raise productivity by incorporating various ideas and opinions of employees with diverse backgrounds. Other important initiatives include fostering human resources capable of global operations, promoting the active engagement of women, and mid-career hiring of specialists in specific fields. As different work fields create different types of work, workstyles should also vary. We will adopt flexible workstyles, including work-at-home and work for short hours. My longstanding motto is "Be strict at work, be happy during off duty hours." I encourage our employees to work in a highly-productive and intense manner and enjoy a private time with family or pursuing their interests, as I strongly believe that such balanced way of life can be fulfilling and also result in raising corporate value.

### Conversion to a holding company structure has led to progress in corporate governance

Roughly a year and a half have passed since we converted to a holding company structure. We have steadily begun to see some outcome. For example, the Board of Directors now has four Outside Directors out of a total of ten and a sense of healthy tension has been emerging in the meetings. The delegation of more authority and responsibility to core business companies in oil E&P, oil refining, and petrochemicals as well as oil product sales has also resulted in more thorough cooperation of management and work sites, and enhanced motivation at work. Managers can better see details of each business operation. In the oil refining business, for example, this has led to initiatives aimed at shorter regular maintenance periods, as well as safer operation and stability of supply, based on the corporate-wide unified operation management system.

### Message to shareholders

In the current medium-term management plan, we have already achieved one of its targets to resume dividend payments at an early stage. We paid dividend of ¥50 per share in FY2016, up ¥10 from FY2015. As a top executive, I am keenly aware of importance of rewarding shareholders. Looking at FY2017 and beyond, I am determined to make sustainable and stable dividend payments with due consideration being given to profitability and financial

conditions, and to assign priority to improving financial strength at the same time. I sincerely appreciate our shareholders' understanding in these matters. Cosmo Energy Group provides oil products such as gasoline and numerous other products and services that support people their daily lives. Our mission is to fulfill the needs of our customers by safely and stably providing high-quality products and services, as we declared to our customers, shareholders, and all other stakeholders, "Filling Up Your Hearts, Too". We can create sustainable value only if we are needed and desired by society. We sincerely hope that our shareholders understand our management vision and will continue to extend their support to us for many years to come.

Corporate Governance

### Reasons for selection of President and Representative Director

Hiroshi Kiriyama spent many years in the Corporate Planning Department and has in-depth insights and ample experience for the overall business domains of the Cosmo Energy Group. In addition to a strong ability with figures and business expertise, Kiriyama is cheerful and extroverted and has established a wide network of contacts in and out of the industry. In the past year, as Representative Director and Executive Vice President, he was heavily involved in corporate management from a top executive position, proving his impeccable credentials to become President. I am confident that Kiriyama is capable of making flexible and prompt decision making in the rapidly changing business environment and to lead the Group to achieve sustainable growth.

Concerning nomination of the new president, the Nomination and Remuneration Advisory Committee discussed the matter and the Board of Directors subsequently resolved it.

Chairman and Representative Director Keizo Morikawa

. Major general oil company in Spain

4. A program to support environmental NPOs and projects, funded by ¥500 a year donation by eco card members and a part of the sales of the Cosmo Energy Group



<sup>2.</sup> An energy-related investment company wholly owned by the government of Abu Dhabi, Formerly International Petroleum Investment Company (IPIC) and formerly Mubadala Development Company (MDC) merged and formed a holding company Mubadala Investment Company (MIC). 3. Vehicle sales business, with car leasing as a core busine

Fifth Consolidated Mediumterm Management Plan

Growth Strategy

# 160 (Billion yen)

Investments (LH) 120

We have steadily executed various measures, in particular through alliances by business and by region, and have enhanced our earning power. From FY2018, the profit contribution from the initial stage of the Hail Oil \_\_\_\_\_ Field and synergies from the Chiba JV are anticipated to boost earnings. On the otherhand, while we have carried out multiple large-scale investments aimed at growth during the current medium-term management plan. However, investments will substantially decline due 0 to the completion of the Hail Oil Field's development, IPP upgrade work, and Chiba JV's pipeline construction etc.

Steady execution of measures is helping to improve earning power while large-scale

investments aimed at growth are peaking

out under the current Medium-Term Plan

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|   |        |        |        |        | (Billion yen)                   |                        |
|---|--------|--------|--------|--------|---------------------------------|------------------------|
|   | FY2013 | FY2014 | FY2015 | FY2016 | FY2017<br>(announced in<br>May) |                        |
| Dubai crude oil price<br>(US\$ /barrel)             | 104.6  | 83.5   | 45.7   | 46.9   | 50.0                            | EBITDA ex<br>inventory |
| Foreign exchange rate<br>(¥/US\$)                   | 100.2  | 109.9  | 120.1  | 108.4  | 110.0                           | Investr                |
| Ordinary income                                     | 41.8   | -49.6  | -36.1  | 81.4   | 54.0                            | Net Debt-to-E          |
| Ordinary income<br>excluding inventory<br>valuation | 25.8   | 66.5   | 32.6   | 42.0   | 64.0                            | (credit ratin<br>(Time |
| Profit attributable to<br>owners of parent          | 4.3    | -77.7  | -50.2  | 53.2   | 20.0                            |                        |

excluding valuatio ments -Equity Ratio

**Fifth Consolidated Medium-Term Management Plan** 

We started the fifth Medium-Term Management Plan (FY2013 -2017) with the aim of improving our financial position and resuming dividend payments at an early stage, under the four basic policies. We have steadily executed measures aligned with the four basic policies and resumed the payment of dividends in FY2013. However, the competitiveness disparity of refineries compared to other companies and the weak balance sheet still remain to be challenged. The competitiveness disparity of refineries is expected to be resolved due to the start of the 2-year long-run operation of the main Chiba Refinery since

FY2016, and alliances in Yokkaichi and Chiba going forward. The financial issue is also likely to be improved. The sharp drop in oil prices in FY2014-2015 resulted in an inventory valuation loss (approx. ¥180 billion) but gradual upturn of crude price in FY2016 resulted in regaining as inventory gain. Also thanks to the collection of investments and a decline in investments going forward, cash flow began to improve and the financial position is expected to improve. In FY2017, the final year of the current Medium-Term Plan, we will continue to strengthen our earning power and improve the financial position.

### Four Basic Policies and their Steady Execution

| Enhance profitability in the oil refining sector   | Strengthen alliances   |
|--|--|
| <ul> <li>Closure of Sakaide Refinery (¥10 billion in rationalization impact)</li> <li>Establishment of Keiyo Seisei JV (¥10 billion/year in Chiba JV synergy)</li> <li>Chiba Refinery's 2-year long-run operation (¥7 billion in profit improvement)</li> <li>Start of business alliance in Yokkaichi (¥1 billion/year in synergies at Cosmo)</li> </ul> | <ul> <li>Strategic comprehensive alliance with CEPSA, fully-owned by MIC<sup>2</sup> (formerly IPIC)</li> <li>Integration of four companies in LPG business</li> <li>Capital and business alliance with Kygnus Sekiyu</li> <li>Maruzen Petrochemical became a consolidated subsidiary</li> </ul> |
| Collect return from investments made in the previous medium-term plan  | Enhance CSR management   |
| <ul> <li>The Hail Oil Field's start of operation</li> <li>HCP's newly-established paraxylene production facilities started operation<sup>1</sup></li> <li>Expansion of wind power generation capacity</li> </ul>   | <ul> <li>Thorough safety management</li> <li>Working style reform to raise work efficiency</li> <li>Promotion of environmental measures</li> <li>Enhancement of governance system</li> </ul>   |
| 1. Hyundai Cosmo Petrochemical. A joint venture with Hyundai Oilbank (HDO) in South Korea.   | International Petroleum Investment Company (IPIC), an energy investment company that is fully  |

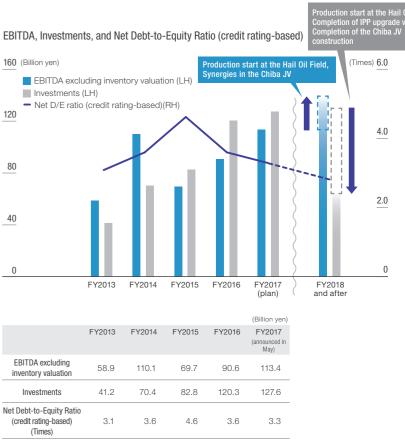
FY2013 FY2014 FY2015 FY2016 FY2017 Large-Scale Investments Aiming for Growth The Hail Oil Field development, new wind farms, etc Investment to decline Production to 3 operating companies' production volume Up 1.5 times vs. FY2016 The Hail Oil Field Acquisition of mining areas → development start 0il F&P Alliance with CEPSA Strategic comprehensive alliance CEPSA's capital participation in Abu Dhabi Oil 
New interests to acquire ompletion of the pipeline in FY2018 → ¥10 billion/year in JV synergy Agreed on alliance with TonenGeneral Sekiyu Established Keiyo Seisei JV (Chiba JV) Construction of the pipeline Chiba Refinery T Joint venture (currently JXTG Energy Acquisition of factory 2-year long-run operation → Approx. ¥7 billion in profit improve Aiming at 4-year long-run operation → More reduction in refining cost certification Sakai Refinery Agreed on business alliance Yokkaichi Refinery Began business alliance → ¥1 billion/year in synergies at Cosmo Showa Shell Sekivu Group Petroleum Closure → ¥10 billion in rationalization impact Transformation to an oil terminal Sakaide Refinery refining and sales Resumption of operation Highly-competitive electricity supply IPP Power selling capacity: 200,000 kW Upgrade work (diversification of feedstock) (Independent Power Producer) Concluded the capital and business alliance agreement  $\rightarrow$  Acquired a 20% equity stake Capital and business alliance with Start of fuel supply (aiming in 3 years) Kygnus Sekiyu Reached 37,000 units, Reached 19,000 units, cumulative Reach 48,000 units, cumulative Car leasing for individuals Further business expansion Integration contract of distribution and LPG business integration Establishment of Gyxis (integration of four companies<sup>3</sup>) retail b Energy-saving investment and rationalization Start of the new PX production plant<sup>2</sup> Establishment of profit base resistant to market fluctuations HCP (Aroma business) Petrochemical Generation of synergies with oil refining Generation of synergies with Arakawa Chemical Industries Maruzen Petrochemical Made into a subsidiary (Olefin business) Feed-in Tariff (FIT, 20-year fixed-price purchase agreement) Renewable Wind power generation Start of operation at Hirogawa and Aizu (approx. 180,000 kW in tota Start of operation at Watarai Start of operation at Sakata Port and Ishikari Further business expansion energy Power generation capacity 150,000 kW in total (approx. 211,300 kW in total) Bay New Port (approx. 230,000 kW in total) ➡ 500.000 kW in total

1. A heavy oil thermal cracking unit used to produce naphtha, jet oil, and diesel oil from asphalt fraction. Upgrading heavy oil to middle distillates and cracking heavier crude oil will lead to reducing costs and thereby raise profitabilit

2. Paraxylene is an aromatic product and is a raw material of plastic bottles and polyester fabric etc.

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3. Cosmo Oil, Showa Shell Sekiyu, Sumitomo Corporation and TonenGeneral Sekiyu (currently JXTG Energy)



### **Next Medium-Term Management Plan:** Strengthen financial position and construct a business portfolio that is resilient to environmental changes

Moving ahead into the next management plan, which starts from FY2018, heavy investments such as those for the Hail Oil Field and the Chiba JV will be completed, and those projects will enter the stage of returning profits. The cash flow generated will be allocated first to improving the financial position but also to shareholder returns, according to earning power and the financial position, and to investment needed for long-term growth. We will also continue alliances to grow areas of strength (such as the alliance with CEPSA in the Oil E&P Business) and to reinforce areas of weakness (such as the business alliances in the Chiba JV and in the Yokkaichi Refinery). At the same time, we will expand earning power in the petrochemical, wind power generation, retail etc., which are less sensitive to oil prices, in order to construct a business portfolio that is resilient to environmental changes and as a result, maintain sustainable growth.



Fifth Consolidated Medium

erm Management Pla

**Growth Strategy** 

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Corporate Governance

Introduction

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Outline

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| <br>  | Introduction Message from<br>the President and CEO   | Fifth Consolidated Medium-<br>term Management Plan Growth Strategy   | Review of Operations Corpo   | rate Governance CSR Activities  |
|---|--|--|--|---|
| Business<br>Overview  | Oil Exploration and<br>Production Business   | Petroleum Business<br>(Refining and Sales)   | Petrochemical<br>Business  | Other Businesses<br>(Renewable Energy)  |
| Business summary  | Business of exploration and production of<br>crude oil in Abu Dhabi in the United Arab<br>Emirates (UAE) and in the State of Qatar   | Business to refine imported crude oil and sell<br>the products to nationwide service stations,<br>factories, and other places including overseas   | Business to manufacture raw materials<br>of polyester fiber, pet bottles, plastics,<br>synthetic rubber, etc.  | Businesses that are not related to<br>petroleum. Mainly engaged in wind<br>power generation as renewable er |
| Net sales <sup>1</sup>                                      | 44.5 billion yen   | 2,099.9 billion yen  | 378.4 billion yen  | 60.6 billion yen  |
| Ordinary income   | 9.3 billion yen  | 41.2 billion yen   | 22.2 billion yen   | 3.8 billion yen   |
| Ordinary income <sup>1</sup><br>(excl. inventory valuation) | 9.3 billion yen  | 1.8 billion yen  | 22.2 billion yen   | 3.8 billion yen   |
| Number of employees <sup>2</sup>                            | 285  | 4,541  | 1,098  | 9354  |
| Major assets  | Crude Oil Reserves (Proved and Probable)<br>154.0 million barrels<br>Equivalent to approx. 23 years of supply<br>Orude Oil Production (of the Group) <sup>5</sup><br>Approx. 40,000 barrels/day<br>Comparison with refining capacity:<br>Approx. 10%<br>Partnerships<br>Solid relationship of trust<br>with oil producing countries<br>for nearly 50 years | Crude Dil Processing Capacity<br>400,000 barrels/day<br>Domestic market Share:<br>Approx. 11.4%<br>Mumber of service stations<br>Mumber of cosmo brand<br>stations<br>2,957<br>Car leasing business<br>for individuals <sup>2</sup><br>Cumulative total<br>37,077 cars | thylene production capacity <sup>2</sup><br><b>1,290,000 tons/year</b><br>Domestic market share:<br>Approx. 18%<br>Paraxylene production capacity <sup>2</sup><br><b>1,180,000</b> tons/year | Wind power generation capacity<br><b>211,300</b> kW<br>No. 3 in Japan and a 6%<br>domestic share            |
| Major<br>business companies<br>related companies            | Cosmo Energy<br>Exploration & Production<br>Abu Dhabi Oil<br>Qatar Petroleum<br>Development<br>United Petroleum<br>Development   | Cosmo Oil<br>Cosmo Oil Lubricants<br>Keiyo Seisei JV<br>Gyxis<br>Cosmo Oil Marketing<br>Cosmo Oil Sales<br>Sogo Energy   | Maruzen Petrochemical<br>Cosmo Matsuyama Oil<br>CM Aromatics<br>Hyundai Cosmo Petrochemical  | Eco Power<br>Cosmo Engineering<br>Cosmo Trade and Service<br>neo ALA  |

### Impact of inventory valuation

The "impact of inventory valuation" indicates the impact on the cost of sales in the financial statements, according to the inventory valuation method, when there is a change in the price of crude oil. It can be separated into the following two categories:

### 1 Inventory valuation impact based on the periodic average method

This indicates the impact in terms of income based on the "periodic average method," which is an inventory valuation method. In a phase when crude oil prices rise, the cost of sales is pushed down (cost decrease = inventory valuation gain) because the unit prices of purchased inventory that have risen during the term are averaged with the lower inventory unit prices at the start of the term. Conversely, in a phase when crude oil prices fall, the cost of sales is pushed up (cost increase = inventory valuation loss) because the unit prices of purchased inventory that have fallen during the term are averaged with the higher inventory unit prices at the start of the term.

### 2 Inventory valuation impact based on reduction in book value

If the market value of inventory at the end of the term falls below the book value, it is necessary to reduce the book value to the market value, and this indicates that a resulting loss is incurred (cost increase = inventory valuation loss).

### When crude oil prices rise





Cost of sales

Inventory at the start of the term

Average

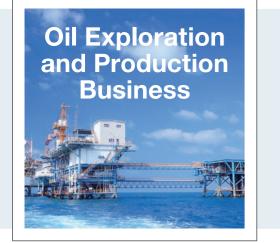
Purchase during the term

Message from the President and CEO

Fifth Consolidated Mediumterm Management Plan

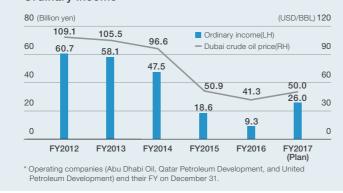
Growth Strategy

CSR Activities



Strengths

### Ordinary income



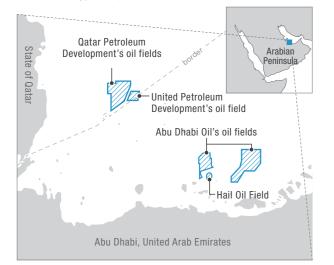
- Strong relationships of trust based on the stable off-shore oil fields production in Abu Dhabi extending for approximately 50 years
- Extension of interests in three existing oil fields of Abu Dhabi Oil for 30 years and acquisition of the Hail Oil Field
- Alliance with CEPSA<sup>1</sup>, a wholly-owned company of our largest shareholder MIC<sup>2</sup> (formerly IPIC)
- 1 CEPSA is a Compañía Española de Petróleos, S.A.U. (CEPSA) is a major Spain-based oil company. 2 Mubadala Investment Company (MIC), a holding company was established by an integration of International Petroleum Investment Company (IPIC), an energy investment company that is fully owned by the Abu Dhabi government and Mubadala Development Company (MDC).

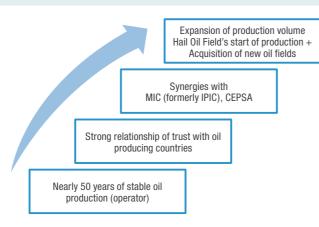
### Operatorship (the right to operate one's own oil source) in the Middle East is valuable for expanding production

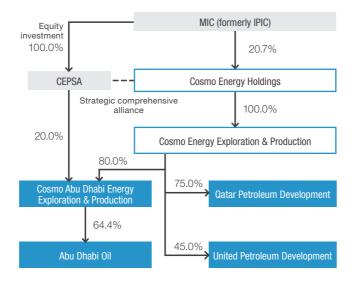
The Cosmo Energy Group produces the largest volume of crude oil in the Middle East region for a Japanese operator. We have realized low-risk and low-cost development, based on strong relationships of trust with Abu Dhabi in the United Arab Emirates (UAE), which was developed through the stable production of about 50 years. In December 2012, Abu Dhabi Oil Company (ADOC) renewed existing concessions for three oil-producing fields for 30 years. In addition, ADOC acquired a concession for a new oil field (The Hail Oil Field), which is as large as the three existing fields.

Moreover, through the ACC Workshop, which comprises Abu Dhabi National Oil Company, Cosmo Energy Group, and CEPSA (owned by MIC or former IPIC), we aim to acquire new concessions.

### Cosmo Energy Group's Oil Fields







### **Operating Performance**

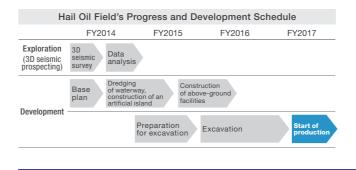
In FY2016, owing to depressed crude oil prices, the Oil E&P Business segment struggled but strived to reduce operating costs, which resulted in ordinary income of ¥9.3 billion. For FY2017, assuming an average crude oil price of US\$50/ barrel (versus an actual \$41.3/barrel in Jan-Dec 2016) and an exchange rate of ¥110 per U.S. dollar (versus an actual ¥108.8

Corporate Governance

### The Hail Oil Field's production start-up and its impacts

The Hail Oil Field is expected to begin production in the middle of FY2017 and to reach peak volume in FY2017. Full-year production at the Hail Oil Field in FY2018 will lead to an increase of about 50% in the Cosmo Energy Group's overall production volume from the three operating companies\* compared to that of FY2016. As the Hail Oil Field is adjacent to the existing fields, the existing facilities can be shared, and the unit operating cost is projected to decline along with an increase in production volume, thereby resulting in a significant profit contribution beginning in FY2018.

\* Abu Dhabi Oil, Qatar Petroleum Development, and United Petroleum Development.



### Contributing to a better society — CSV (Creating Shared Value)

### Going beyond countries and cultures

Stable supply of energy is critical for resource-poor Japan, which heavily relies on imports. The Cosmo Energy Group has focused on building relationships with Middle East oil producing countries from an early stage. Especially with the Emirates of Abu Dhabi, the United Arab Emirates(UAE), we have built strong relationships of trust for about 50 years, starting before the foundation of the UAE, by maintaining stable production in addition to environmental preservation activities and education.

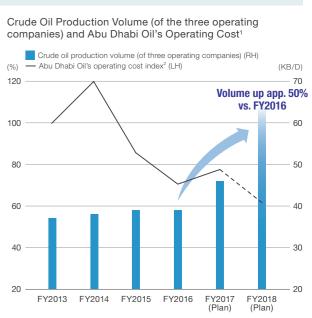
### Safe and stable operation

Abu Dhabi Oil was established in 1968, before the foundation of the UAE, and has maintained safe and stable operation for about 50 years



Outline

per U.S. dollar in Jan-Dec 2016), we are expecting segment ordinary income to grow by ¥16.7 billion to ¥26.0 billion. This growth will be driven by an increase in production volume resulting from the start-up of production at the Hail Oil Field in mid-FY2017 and the expansion of production at existing oil fields, in addition to a rise in crude oil prices.



Includes oil fields' renovation expenses, facility utility, repair expenses, personnel costs, etc. 2 Abu Dhabi Oil's operating cost in FY2013 = 100

### Environmental preservation activities

Abu Dhabi Oil received the ADNOC Health, Safety & Environment (HSE) Performance Award in FY2014. This is the highest award given by Abu Dhabi National Oil Company (ADNOC) to honor the best practices in HSE at companies under their supervision



### Japanese-language training

In conjunction with the Ritsumeikar Trust in Japan, we provide Japanese-language programs to Applied Technology High School (ATHS), a local high school in Abu Dhabi. Eleven students who completed the program are currently studying in Japan with the support of a scholarship from Abu Dhabi National Oil Company



Fifth Consolidated Mediumterm Management Plan

Growth Strategy

# Petroleum **Business**

| 60 ( | Billion yen) |        | _   | Dubai o | crude | e oil price | e (RH) | (USD/BBL)        | 120 |
|------|--------------|--------|-----|---------|-------|-------------|--------|------------------|-----|
| 40   |              |        |     | _´83.5  |       |             | 41.2   | 50.0             | 8   |
| 20   | 107.0        | 104.6  |     | 22.0    | _     | 45.7        | ,46.9  |                  | 4   |
| 0    |              |        |     |         |       | 5.8         | 1.8    | 4.0              | (   |
| -20  |              |        |     |         |       |             |        |                  |     |
| -40  | -23.7        | -25.3  |     |         |       |             |        |                  |     |
| -60  | -39.0        | -41.4  |     |         |       |             |        |                  |     |
| -80  |              |        |     |         | -62   | 2.8         |        |                  |     |
| -100 |              | -93    | 3.5 |         |       |             |        |                  |     |
| -100 | FY2012       | FY2013 |     | 2014    | F١    | /2015       | FY2016 | FY2017<br>(Plan) |     |



- Enhanced competitiveness of refineries through promotion of alliances
- Aiming at tapping into the ¥36 trillion car-life-related market with car leasing business for individuals at the core

### Alliances help eliminate the gap in competitiveness of our refineries compared to other companies

The Cosmo Energy Group has three refineries across Japan—in Chiba, Yokkaichi and Sakai-and aims to strengthen the competitiveness of each refinery mainly by promoting alliances with other companies. At the Chiba Refinery, it commenced two-year long run operation in FY2016, we realized profit improvement of about ¥7 billion. Also, Keiyo Seisei JV G.K. (Chiba JV), which was established with TonenGeneral Sekiyu (currently JXTG Energy), is expecting to generate ¥10 billion in synergies at both companies from FY2018. The Sakai Refinery is highly competitive thanks to the installation of the Delayed Coker Unit (heavy oil thermal cracking unit) in FY2010. In Yokkaichi, at the end of March 2017, we launched a business alliance with Showa Yokkaichi Sekiyu (Showa Shell Group), which is expected to generate about ¥1 billion in synergies for the Cosmo Energy Group.

Chiba Refinery

177.000BD

Established Chiba JV with

egration of both refineries

(after the pipelines are constructed)

Synergy for both sides

¥10 billion/year (FY2018 and after)

TonenGeneral Sekiyu

(currently JXTG Energy)

See page 22

### The Group's Crude Oil Processing Capacity 400,000BD<sup>1</sup>

\* Including the supply of petroleum product/semi product (37,000 barrels/day equivalent) from Showa Shell Sekiyu with "Business Alliance" \* As of April 1, 2017

O

Former Sakaide Refinery Closed in July 201 140.000BD

Conversion to an oil terminal

1 Barrels per day

21

Stream a effect About ¥10 billion

### Yokkaichi Refiner

86,000BD Business alliance with Showa Yokkaichi Sekivu

Synergy for Cosmo ¥1.0 billion/year (from April 2017)

### Enhancing competitiveness of service stations with the core car leasing business for individuals

The Cosmo Energy Group sold 12,904 thousand kiloliters of four main products (gasoline, kerosene, diesel oil, and heavy fuel oil A). By making use of our nationwide network of 2,957 service stations (SS), the Group is strengthening efforts to capture the car-related market, in addition to sales of fuel oils such as gasoline and diesel fuel. "Cosmo Smart Vehicle," the core car leasing business for individuals, has been particularly supported by seniors and women and the cumulative total number of contracts exceeded over 39.000. (as of June 30, 2017)

| rate about ¥1 billion in   | Domestic Sale    | s Volume | e of Petro | leum Pro | oducts | (thousand KL) |
|--|------------------|----------|------------|----------|--------|---------------|
|  |                  | FY2012   | FY2013     | FY2014   | FY2015 | FY2016        |
|  | Gasoline         | 5,999    | 6,053      | 5,722    | 5,673  | 5,544         |
| Sakai Refinery<br>100,000BD<br>Enhanced competitiveness due to             | Kerosene         | 2,246    | 2,261      | 1,941    | 1,823  | 1,820         |
|  | Diesel oil       | 4,414    | 4,399      | 4,150    | 4,133  | 4,120         |
|  | Heavy fuel oil A | 1,963    | 1,847      | 1,555    | 1,420  | 1,420         |
| higher yield of jet and diesel fuels.                                      | Sub-total        | 14,622   | 14,560     | 13,368   | 13,049 | 12,904        |
| Delayed Coker Unit began operation in 2010     Higher value-added products | Naphtha          | 5,916    | 6,556      | 6,240    | 6,204  | 6,027         |
|  | Jet fuel         | 476      | 486        | 468      | 519    | 520           |
|  | Heavy fuel oil C | 2,993    | 2,038      | 1,663    | 1,578  | 1,370         |
|  | Total            | 24,007   | 23,640     | 21,739   | 21,350 | 20,821        |
|  |                  |          |            |          |        |               |

### Number of Service Stations and Self Service Stations

|                  | E)/0010 | E)/0010 | E)/0014 |        | E)/0010 |
|------------------|---------|---------|---------|--------|---------|
|                  | FY2012  | FY2013  | FY2014  | FY2015 | FY2016  |
| Cosmo SS         | 3,325   | 3,228   | 3,133   | 3,054  | 2,957   |
| Cosmo self SS    | 999     | 1,011   | 1,031   | 1,036  | 1,038   |
| SS in Japan      | 36,349  | 34,706  | 33,510  | 32,333 | 31,467  |
| Self SS in Japan | 8,862   | 9,275   | 9,530   | 9,728  | 9,856   |
|                  |         |         |         |        |         |

\* The number of SS includes the number of self SS.

Source: Ministry of Economy, Trade and Industry for the number of SS in Japan; The Oil Information Center for the number of self SS in Japan

### **Operating Performance**

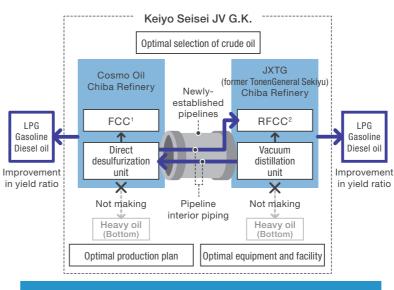
In FY2016, the Petroleum Business segment recorded ordinary income of ¥41.2 billion, up ¥104.0 billion from the previous year. The positive impact of profit originated from time lag for naphtha and jet fuel, which was generated during the period of crude price decline in FY2015, disappeared. However, profit was boosted by an increase in capacity utilization resulting from the start of the two-year long-run operation of the Chiba Refinery and a decline in the cost of sales reflecting lower price for inventory stored at the

Corporate Governance

Example of the Chiba JV synergy

### **Bottomless refinerv** (Improve refinery economics by maximizing production of gasoline and diesel oil)

### ¥10 billion in JV synergy

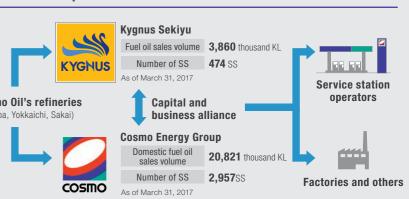


### Becoming a top-class competitive refinery in Asia

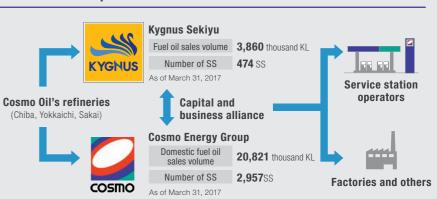
 Fluid Catalytic Cracking (FCC) is an equipment to convert heavy oil to LPG, gasoline, diesel oil etc.
 Residue Fluid Catalytic Cracking (RFCC) is an equipment to convert extra heavy oil to LPG, gasoline, diesel oil etc

### **TOPICS** Alliance with Kygnus Sekiyu to enhance competitiveness

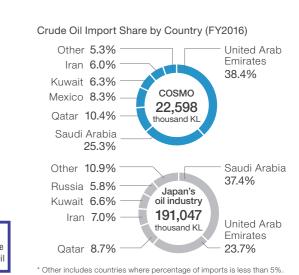
 Entered into a capital and business alliance with Kygnus Sekiyu in February 2017 and acquired a 20% equity stake of Kygnus Sekiyu in May 2017.



- Will begin to supply fuel oil to Kygnus Sekiyu in about three years.
- Will discuss and study further business alliances, without being limited to the supply of fuel oil.



beginning of the year while crude price rose during the year. For FY2017, ordinary income is expected to decrease by ¥37.2 billion to ¥4.0 billion, due to the absence of inventory valuation gains generated in FY2016. However, ordinary income excluding the impact of inventory valuation is projected to increase by ¥12.2 billion from the previous year to ¥14.0 billion, mainly due to domestic product market improvement, the business alliance with Showa Yokkaichi Sekiyu, and higher capacity utilization at refineries.



Import by Countries

Capacity Utilization Rate at Refinery (calendar-day basis)

Source for Japan's oil industry: Petroleum Association of Japan "Crude Oil



\* Source for Japan's oil industry average: Agency for Natural Resources and Energy of the Ministry of Economy, Trade and Industry

Fifth Consolidated Mediumterm Management Plan

Growth Strategy

CSR Activities

### **Petroleum Business**

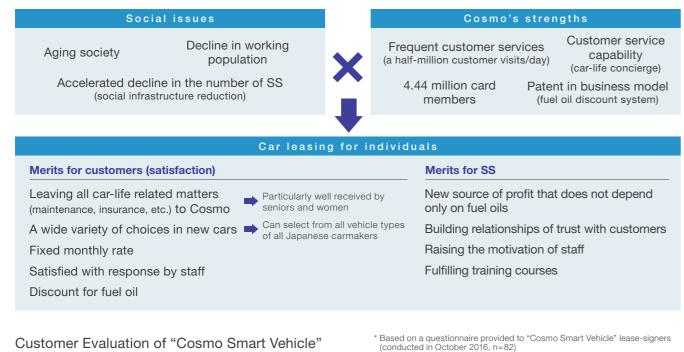
Contributing to — CSV (Creating

### a better society Shared Value) -

### Utilizing Cosmo's Strength in Providing a Pleasant Car-life

The Cosmo Energy Group is moving ahead on transforming itself from an oil retailer to a value provider for customers' motoring lifestyles, by proactively selling and expanding the "Cosmo Smart Vehicle", a car leasing business for individuals. This service offers all vehicle types of all Japanese car makers at favorable terms.

Since April 2011, when the "Cosmo Smart Vehicle" was launched, it has been favorably received particularly by seniors and women who want to avoid various car-life related annoyances. We are committed to continuing to provide the distinctive services of our SS to ensure customers enjoy a pleasant car-life.

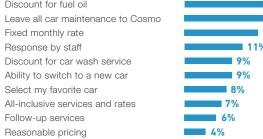


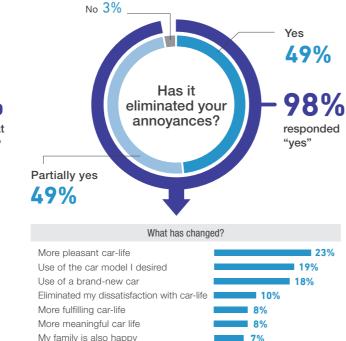
### Customer Evaluation of "Cosmo Smart Vehicle"

Dissatisfied 4% Very Relatively dissatisfied 5% satisfied **48%** How satisfied 92% are you? responded that they were very or relatively satisfied Relatively satisfied 44% 49% Satisfying factors Discount for fuel oil 17%

6%

14%





6%

More fun with my car-life

I can brag about my car to my friends

### Voice of service station owners

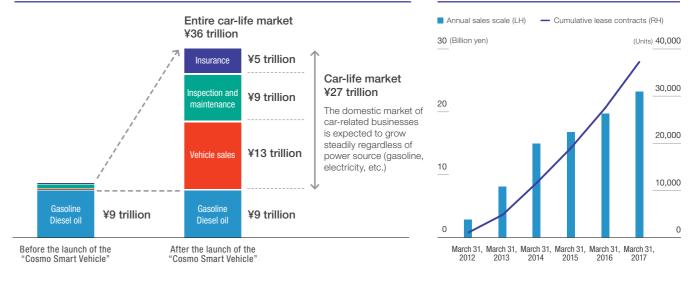


Corporate Governance

### Three attractive points of the "Cosmo Smart Vehicle"

The "Cosmo Smart Vehicle" has three attractive points for us who run service stations: Use of the Cosmo Oil brand, good training courses, and easy-to-understand concepts. We believe that the "Cosmo Smart Vehicle" is a tool to convert customers' trust into profits.

### Expansion of Target Market



### Win-win Business Model

| Customers            | Drive a brand-new car of any model made by any<br>manufacturer at a favorable price   |
|----------------------|---|
|                      | No more annoying procedures<br>Example: Expense smoothing when owning a car (monthly fixed<br>rate, including mandatory car inspection, tax, insurance, etc.) |
| Leasing<br>companies | Capture a new customer base   |
| Cosmo Energy         | Ensure a source of profit that does not depend only o   |

Group and SS fuel oil operators



### Expanding customer base with value only SS can provide

Car dealers recently tried harder to lock in customers, who then increasingly resign the first mandatory car inspection service to the dealers. We therefore handled fewer cars for these inspections. In order to stop this trend, we decided to sell cars, which prompted us to handle the "Cosmo Smart Vehicle." We now want to expand our customer base by providing services that dealers cannot provide and value only SS can offer.

### Number of "Cosmo Smart Vehicle" Contracts



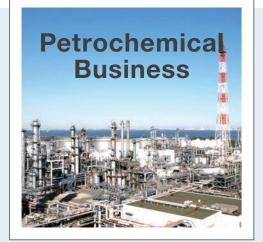
Message from the President and CEO Fifth Consolidated Mediumterm Management Plan

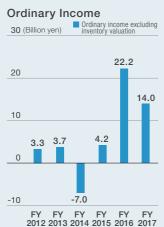
Growth Strategy

**Review of Operations** 

Strengths

CSR Activities





### **Operating Performance**

In FY2016, the Petrochemical Business segment increased ordinary income by ¥18.0 billion from the previous year to ¥22.2 billion, mainly due to the full operation of Maruzen Petrochemical excluding the period of regular maintenance and the favorable ethylene market.

In FY2017, segment ordinary income is expected to decrease by ¥8.2 billion to ¥14.0 billion, as we have adopted a conservative projection for the margin between ethylene and naphtha market. However, as Maruzen Petrochemical's plan to fully operate highlycompetitive ethylene production units through the fiscal year (non-shut down maintenance year) is anticipated profit at high levels.

World Paraxylene Demand

- Established production chain in Asia, a world-leading region in demand
- Cost competitiveness based on Japan's largest-scale ethylene production capacity (Maruzen Petrochemical)

World Ethylene Demand

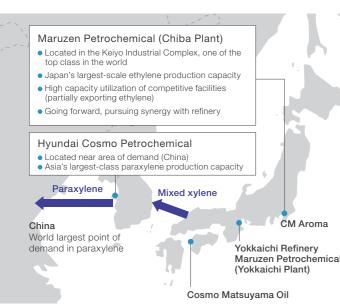
 Cost competitiveness based on one of the largest-scale paraxylene production capacity in Asia (Hyundai Cosmo Petrochemical\*) \* A joint venture with Hyundai Oilbank (HDO) in South Korea

Augmenting competitiveness in a growth market

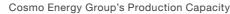
Strengths

In the Cosmo Energy Group, Maruzen Petrochemical, which boasts Japan's largest-scale ethylene production capacity, and Hyundai Cosmo Petrochemical (HCP), which owns worldleading paraxylene production facilities, are highly competitive, as they are continuing to run at full capacity. Moreover, Maruzen Petrochemical is considering joint commercialization of hydrogenated polymer resins with Cosmo Energy Holdings and Arakawa Chemical Industries. At the same

time, Maruzen Petrochemical is aiming to materialize synergies with the Cosmo Oil Chiba Refinery at an early stage and thereby augment the competitiveness of petrochemical complexes through integrated operation with the oil refining business.



Asia Other regions Asia Other regions 200 (millions of tons) (millions of tons) 50 160 120 80 20 40 10 increase rate in demand increase rate in demand +4% on average +3% on average 2015 2021 2015 2021



| Pro             | oduct   | Company                        | Production Capacity<br>(tons/year) |  |  |  |
|-----------------|---|--------------------------------|------------------------------------|--|--|--|
| Olefin Ethylene |   | Maruzen Petrochemical          | 1,290,000                          |  |  |  |
| Aromatics       | hatics Paraxylene Hyundai Cosmo Petrochemical |                                | 1,180,000                          |  |  |  |
|                 | Benzene                                       | Maruzen Petrochemical 600      |                                    |  |  |  |
|                 | Hyundai Cosmo Petrochemical                   |                                |                                    |  |  |  |
|                 |   | Cosmo Matsuyama Oil            | 90,000                             |  |  |  |
|                 |   | Subtotal                       | 940,000                            |  |  |  |
|                 | Mixed   | Cosmo Oil (Yokkaichi Refinery) | 300,000                            |  |  |  |
|                 | xylene  | CM Aroma                       | 270,000                            |  |  |  |
|                 |   | Cosmo Matsuyama Oil            |                                    |  |  |  |
|                 |   | 620,000                        |                                    |  |  |  |
|                 |   | Aromatics total                | 2,740,000                          |  |  |  |

\* Includes production capacity of Keivo Ethylene (55% owned, consolidated subsidiary of Maruzen Petrochemical)





- Group incorporation in 2010 of EcoPower, a pioneer in the wind power generation business (established in 1997)
- operation and maintenance are carried out within the Cosmo Energy Group
- Plan to expand business over the long term by expanding land-based sites as well as participating in offshore site projects\*

### Secure stable profit, supported by FIT, in a growing market

The Cosmo Energy Group acquired EcoPower, Japan's first wind power development specialist, in 2010, when the renewable energy market was anticipated to grow mainly due to the implementation of environmental measures. Supported by the FIT (Feed-in Tariff), which was implemented in FY2012, wind power generation has been identified as a growth area. EcoPower has about 211,300 kW capacity as of March 31, 2017 and ranks third in the domestic market based on generation capacity. We are aiming to further boost capacity to reach 500,000 kW in the medium term. In solar power generation, as well, CSD Solar, which was established jointly with another company, is steadily supplying power at eight locations nationwide.

| EcoPo                         | ower's Key Data | (As of March 31              | , 2017)                      |
|-------------------------------|-----------------|------------------------------|------------------------------|
| Capital                       | ¥7.1 billion    | Power generation<br>capacity | 211,300kW                    |
| Number of power<br>generators | 157 (23 areas)  | Industry share               | Approx. 6%<br>(third ranked) |

### Boosting the energy selfsufficiency rate

In resource-poor Japan, we are expanding the use of renewable energy, mainly wind power generation, which is highly promising as a purely domestic energy source with no environmental burden, so as to contribute to raising the energy self-sufficiency rate. In FY2016, we provided electricity to around 110,000 households.

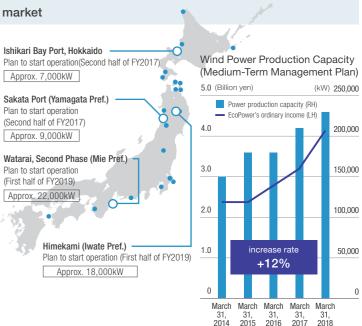


### **Operating Performance**

In FY2016, Other Businesses segment increased ordinary income by ¥0.3 billion from the previous year to ¥3.8 billion. EcoPower increased wind power generation capacity by about 15% year-on-year to approximately 211,300 kW, due to the start of operation at the Watarai Project (Mie Prefecture). In FY2017, EcoPower plans to start production at the Sakata Port (Yamagata Prefecture) and the Ishikari Bay New Port (Hokkaido) to further increase generation capacity by about 8%. The Other Businesses segment is expected to increase ordinary income by ¥1.2 billion to ¥5.0 billion.

# • Realization of a high level of availability (at least 90%), as development, construction,

The Akita offshore wind farm project is a large-scale one led by the private sector



### Contributing to a better society - CSV (Creating Shared Value) -

Reduction in CO<sub>2</sub> emissions by wind power generation The Cosmo Energy Group is proactively involved in environmental preservation activities and contribute to reduction in CO<sub>2</sub> emissions through provision of clean energy. In FY2016 we reduced CO<sub>2</sub> emissions by 222,861 t-CO2

### Reduction volume in CO<sub>2</sub> emissions





Fifth Consolidated Mediumterm Management Plan

Growth Strategy

# **Corporate Governance**

### **Basic Governance Structure and Business Execution System**

The Cosmo Energy Group transitioned to a holding company structure in October 2015 and became a company with a supervisory committee structure in order to increase the ratio of outside directors and strengthen the audit and supervisory functions of the Board of Directors. Moreover, with the aim of clearly separating management oversight and business execution, the Company has adopted an executive officer system. As a result, some authority has been transferred to executive officers in order to enable the Company to respond promptly to changes in the business environment and carry out swift decision-making.

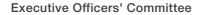
### Board of Directors

The Board of Directors is composed of ten members in total, and comprises 6 internal directors (1 of whom is a member of the Supervisory Committee) and 4 outside directors (2 of whom are members of the Supervisory Committee). It decides important matters such as the basic management policy and also supervises the execution of business duties. To reinforce the supervisory function of the Board of Directors and realize fair and highly transparent management, the Company increased the number of outside directors by 2 members (2 of the 4 outside directors are independent outside directors) in tandem with the transition to a holding company structure. Outside directors have immediate access to necessary information via the Corporate Planning Department.

### Supervisory Committee

The Supervisory Committee, which is composed of 3 Supervisory Committee members that include 2 independent outside directors, uses the internal control system to audit and supervise the business execution of directors as well as the state of execution of other business duties in general that are related to the management of the Group. The Chairperson is an independent outside director.

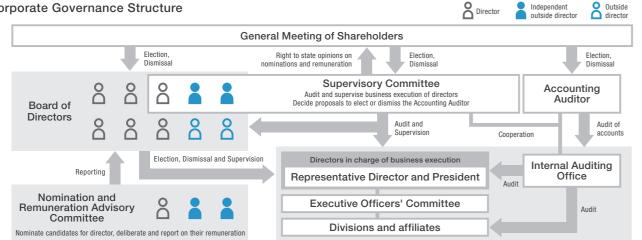
### **Corporate Governance Structure**



The Company has adopted the executive officers' system to clarify the roles and responsibilities of "Directors" in charge of decision-making and management oversight, and "Executive Officers" in charge of business execution. The Executive Officers' Committee comprises major executive officers, including the Chief Executive Officer, and directors that are members of the Supervisory Committee, and functions as an advisory body to the President. The committee makes decisions concerning the execution of business in accordance with management policies determined by the Board of Directors.

### Nomination and Remuneration Advisory Committee

The Company has established the Nomination and Remuneration Advisory Committee, which is an advisory body to the Board of Directors, to ensure transparency and objectivity in the selection of director candidates and the compensation determination process. This committee is composed of three members in total, namely, one internal director and two independent outside directors, and deliberates on the nomination and remuneration of executive officers. The Chairperson is an internal director.



Reflecting our corporate mission and our responsibility to society at large, we have established the "Cosmo Energy Group Management Vision" and the "Cosmo Energy Group Code of Conduct," which serves as a specific set of guidelines to fulfill this vision. On this basis, we aim to satisfy the requirements of all stakeholders including shareholders to the utmost by seeking to achieve "sustainable growth and medium- to long-term growth in corporate value", "improvement in transparency and efficiency of corporate management", "swift operational executions", and "thorough risk management and compliance". Furthermore, the Company has implemented all of the principles related to Japan's Corporate Governance Code.

### **Executives' Remuneration Plan**

The Company has introduced a remuneration plan linked to business performance with the purpose of enhancing medium-term business performance, increasing corporate value, and sharing profits with shareholders. It applies to directors (excluding outside directors and directors who are Supervisory Committee members) and executive officers. This plan consists of annual incentive remuneration (bonuses) linked to consolidated performance indices for each fiscal year and long-term incentive remuneration (stock remuneration) linked to the level of achievement of targets in the Consolidated Medium-Term Management Plan. A ratio of 5:3:2 has been established for basic remuneration, annual incentive remuneration. and long-term incentive remuneration. The stock remuneration plan is an incentive plan that uses a trust system, and is a mechanism that creates management motivation based on awareness of increasing corporate value in the long term, as directors and executive officers share changes in shareholder value with shareholders.

Corporate Governance

### Stock remuneration plan

| Mechanism  | Shares, which a trust company acquires using the money<br>contributed by the holding company, are granted in accordance<br>with the degree of achievement of target performance indices<br>for the 5th Consolidated Medium-Term Management Plan (ROE,<br>consolidated ordinary income, and net D/E ratio). |
|------------|--|
| Recipients | Directors (excluding Outside Directors, and Directors who are<br>members of the Supervisory Committee) and Executive Officers  |

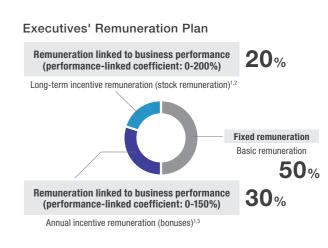
### Upper Limit of Remuneration for Executives

Cash remuneration (basic remuneration + bonuses)

| Directors<br>(who are not members of the Supervisory Committee) | 500 million yen or less (total amount per year; no more than 12, the number of such Directors prescribed in the Articles of Incorporation of the holding company)     |  |
|---|---|--|
| Directors<br>(who are members of the Supervisory Committee)     | 90 million yen or less (total amount per year: no more than 5,<br>the number of such Directors prescribed in the Articles of<br>Incorporation of the holding company) |  |

### Inclusion in the ESG indices

The Cosmo Energy Holdings has been selected as a constituent of the "FTSE Blossom Japan Index", which the Government Pension Investment Fund (GPIF)<sup>1</sup> has adopted as a passive investment index for Japanese equities. This index, developed by FTSE Russell<sup>2</sup> is composed of Japanese companies with outstanding performance in the Environmental, Social and Governance (ESG) standards. In addition, the Cosmo Energy Holdings has been included in the "FTSE4Good Index Series" for 15 consecutive years since 2003 when the Company was adopted as the first Japanese oil company.



1. Remuneration linked to business performance is not applicable to directors who

- are outside directors or Supervisory Committee members Linked to the level of achievement of the Fifth Consolidated Medium-Term Management Plan, which ends on March 31, 2018
- 3. Linked to consolidated performance indices for each fiscal year

| Evaluation period      | Fiscal year ending March 31, 2016 through fiscal year ending<br>March 31, 2018                               |
|------------------------|--|
| Trust term             | November 6, 2015 to August 31, 2018  |
| Timing of share grants | July 2018, promptly after the end of the final year of the Consolidated Medium-Term Management Plan (FY2017) |

Stock remuneration

| Trust money contributed<br>during the trust term | 687 million yen |
|--|-----------------|
| Maximum number of<br>shares granted              | 380,000 shares  |





1. The Government Pension Investment Fund (GPIF) is the world's largest pension fund. The GPIF manages and invests the reserve funds of the Employee's Pension Insurance and National Pension Programs out of Japan's public pension funds. 2. FTSE Russell belongs to the London Stock Exchange Group plc and is a major provider that constructs and manages indices on a global ba

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### **Directors and Executive Officers**

(As of June 22, 2017)

### Chairman. **Representative Director** Keizo Morikawa

- April 1971 Joined Daikyo Oil Co., Ltd. June 2000 Director of Cosmo Oil Co., Ltd.
- June 2002 Managing Director
- June 2004 Senior Managing Director
- June 2006 Representative Senior Managing Director
- June 2008 Executive Vice President, Representative Director
- June 2010 Executive Vice President, Representative Director, Executive Officer
- June 2012 President, Representative Director, Chief Executive Officer October 2015 President, Representative Director, Chief Executive Officer of
- the Company



### Director, Senior Executive Officer Koji Moriyama

April 1984 Joined Daikyo Oil Co., Ltd.

- June 2008 General Manager, Sales Support Dept., Cosmo Oil Co., Ltd.
- June 2014 Executive Officer, General Manager, Corporate Planning Dept. October 2015 Executive Officer, General Manager, Corporate Planning Dept.
- of the Company June 2016 Senior Executive Officer, General Manager, Corporate Planning Dept.
- April 2017 Senior Executive Officer
- June 2017 Director, Senior Executive Officer (current position)



- April 1969 Joined Tokyo Electric Co., Ltd. (Currently Toshiba Tec Corporation) February 1997 Acting General Manager on Corporate Planning of General Affairs Group and Acting General Manager on International Affairs of
- General Affairs Group, Toshiba Tec Corporation June 1999 Deputy General Manager of General Affairs Department and Acting General Manager on Legal Affairs of General Affairs Group,
- Toshiba Tec Corporation June 2002 Full-time Audit & Supervisory Board Member, Toshiba Tec Corporation October 2009 Managing Director & Assistant Secretary General, Japan Audit &
- Supervisory Board Members Association
- October 2010 Executive Managing Director & Secretary General, Japan Audit & Supervisory Board Members Association October 2011 Representative Executive Managing Director & Secretary General.
- Japan Audit & Supervisory Board Members Association November 2014 Advisor, Japan Audit & Supervisory Board Members Association
- October 2015 Director of the Company (Supervisory Committee Member) (current position)



June 2011 Senior Executive Officer, General Manager, Corporate Planning

October 2015 Director, Senior Managing Executive Officer of the Company

June 2017 President, Representative Director, Chief Executive Officer of

June 2016 Representative Director, Executive Vice President

the Company (current position)

Dept. and Change Promotion Dept., Cosmo Oil Co., Ltd.



Director, Senior Managing Executive Officer Yasushi Ohe



### April 1979 Joined Daikyo Oil Co., Ltd.

- June 2009 Executive Officer, General Manager, Supply & Demand
- Coordination Dept., Cosmo Oil Co., Ltd.
- June 2012 Senior Executive Officer, General Manager, Crude Oil & Tanker Dept.
- June 2013 Senior Executive Officer
- June 2014 Director, Senior Executive Officer
- October 2015 Director, Senior Executive Officer of the Company
- June 2016 Director, Senior Managing Executive Officer (current position)



### **Outside Director** Khalifa Al Suwaidi

September 2000 Joined Abu Dhabi Polymers Company

October 2010 Deputy Chief Executive Officer

February 2016 Acting Chief Executive Officer

October 2008 Senior Vice President, Corporate Planning & Support Unit, Abu Dhabi National Chemical Company

March 2017 Executive Director, Refining & Petrochemicals, Mubadala Investment Company (current position)

June 2017 Director of the Company (current position)

October 1997 Joined Abu Dhabi National Oil Company July 2007 Manager, Exploration Division

October 2013 Chief Growth Officer, Mubadala Petroleum

December 2014 Chief Executive Officer

February 2017 Chief Executive Officer, Petroleum and Petrochemicals, Mubadala Investment Company (current position) June 2017 Director of the Company (current position)





April 1978 Joined Daikyo Oil Co., Ltd.

June 2005 General Manager, Sendai Branch Office, Cosmo Oil Co., Ltd. June 2007 Executive Officer, General Manager, Industrial Fuel Marketing Dept. June 2009 Executive Officer, General Manager, Yokkaichi Refinery

June 2011 Senior Executive Officer, General Manager, Yokkaichi Refinery March 2012 Senior Executive Officer, General Manager, Chiba Refinery

- June 2014 Director, Senior Executive Officer
- October 2015 Director, Full-time Supervisory Committee Member (current position)

### **Reasons for Selection of Outside Directors**

Musabbeh Al Kaabi has engaged in the Oil Exploration and Production Business at Abu Dhabi National Oil Company, and has experience serving as an officer at many corporations in the energy industry outside of Japan. The Company judges him capable of properly executing the duties of an Outside Director with his international viewpoint on the petroleum industry.

Khalifa Al Suwaidi has worked at Abu Dhabi National Chemical Company for many years and possesses abundant knowledge and management experience regarding petrochemicals. The Company judges that he will provide proper oversight of management as an Outside Director.

Sakae Kanno has experience as a director and audit & supervisory board member at the Kansai Electric Power Co., Inc. He has served as an Audit & Supervisory Board Member of Cosmo Oil Co., Ltd. since 2013, and as an Outside Director who is a Member of the Supervisory Committee of the Company since 2015. The Company judges him capable of properly executing duties from his wide-ranging viewpoint, which extends beyond the industry to which the Company belongs.

Teruo Miyamoto, after serving as an Audit & Supervisory Board Member at Toshiba Tec Corporation and holding important positions at the Japan Audit & Supervisory Board Members Association, has served as an Outside Director who is a Member of the Supervisory Committee of the Company since 2015. The Company judges him capable of properly executing duties while making the most of his experience and knowledge as a corporate governance specialist





### **Outside Director** Musabbeh Al Kaabi

April 1979 Joined Daikyo Oil Co., Ltd.

June 2012 Senior Executive Officer

June 2013 Director, Senior Executive Officer

CSR Activities

Outline



Independent Outside Director, **Supervisory Committee Member** Sakae Kanno

| April 1971 Joined The Kansai Electric Power Co., Inc.                                     |
|---|
| June 2003 Managing Director, The Kansai Electric Power Co., Inc.                          |
| June 2007 Executive Vice President and Director, The Kansai Electric<br>Power Co., Inc.   |
| June 2011 Audit & Supervisory Board Member, The Kansai Electric Power<br>Co., Inc.        |
| June 2013 Audit & Supervisory Board Member, Cosmo Oil Co., Ltd.                           |
| October 2015 Director of the Company (Supervisory Committee Member)<br>(current position) |

### **Engagement with Shareholders** and Investors

IR activities are conducted mainly by the IR Office, which was established within the Corporate Communication Department, and it actively visits institutional investors in Japan and overseas. Besides individual meetings, the IR Office is increasing opportunities for dialogue with shareholders and investors, including business results briefings for investors that are held each quarter and oil refinery tours that are regularly conducted. Moreover, the Company is striving to enhance tools for constructive dialogue. This includes expanding investor information on the Company website as well as issuing shareholder communications and integrated report of "Cosmo Report."

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**Interview with Outside Directors** 

# **Enhancement of long-term** corporate value

### **Accelerating management** speed in a rapidly changing business environment

Independent Outside Director, Supervisory Committee Member Sakae Kanno

\* See details of his biography on p. 30.

How do you see the Cosmo Energy Group? Q Please also tell us what you think the advantage or strengths and the issues of the Cosmo Energy Group.

As a general oil and energy company, Cosmo Energy Group operates an integrated business from oil exploration and production (upstream) to oil refining and marketing (downstream) and petrochemical business, has a strong profit structure, and has established a robust value chain structure as the third strongest player among its peers despite being small in scale. Our challenge going forward is to complete the measures for the Medium-Term Management Plan and to infallibly profit from all the outcome.

### How do you evaluate the management as an outside director?

I evaluate the fact that the Medium-Term Management Plan Α is identified as the main pillar of all management plans, not merely as a wish list. Cosmo has overcome tremendous handicaps from the major earthquake in 2011 and have speedily strengthened foundation of each business. This has resulted in exceeding the targets in improving business portfolio and significant enhancement of profit structure.

### Do you see any change in management after the Q transformation to a holding company structure?

Due to separation of supervision and execution, the roles A for each have been clarified: the holding company to take an overview of the whole group and each core operating company to take responsibility for execution. As a result, specific issues and challenges for each business segment have been identified. As each takes responsibility in addressing to the issue. I feel a sense of speed in management and that outcome is emerging.

### What role do you intend to play as an outside Q director?

In addition to attending meetings of the Board of Directors, I A have discussions with each segment. I try to speak out candidly on issues emerging from these meetings in order to contribute to active discussions at the Board meetings.

### Is there anything you particularly keep in mind Q when speaking out at the Board meetings?

- Whatever an agenda item is, I try to understand the logic A behind it. In particular, I think the current and future market assessment and visualizing risks are important.
- What do you think is needed for Cosmo Energy Q Group to further raise corporate value?
- As roles of the holding company and each core operating A company have become clear, I feel that the management speed has increased. However, given a rapid change in the business environment, we need to accelerate more.

### Q Will you give a message to shareholders?

In the Fifth Consolidated Medium-Term Management Plan, A triggered by the transformation to a holding company structure, the development of the business portfolio and the enhancement of competitiveness for refining segment have been advanced more than planned. As their impact should appear on earnings over time, I sincerely hope that you keep looking forward to the future of the Group.

The Cosmo Energy Group currently has 4 outside directors out of 10 directors. Two outside directors are from Japan and the remaining two from the Emirate of Abu Dhabi. We interviewed two of them and received candid feedback and useful suggestions: from Mr. Kanno, Independent Outside Director, mainly on the changes in the management before and after the transforming to a holding company structure; and from Mr. Kaabi who joined the Board as Outside Director in June 2017, mainly on measures for further enhancing corporate value.

### Improve free cash flow generation for realizing more robust financial position and stable and attractive dividends

**Outside Director** Musabbeh Al Kaabi

\* See details of his biography on p. 29.

### Please tell us what you think the advantages or Q strengths and the issues of the Cosmo Energy Group.

I think that Cosmo's strengths are a long-standing history and Α extensive experience in the Japanese downstream sector, which has enabled it to respond to drastically changing business environment. On the other hand, Cosmo is facing a very challenging business environment in Japan. The biggest issue at this stage is its highly leveraged balance sheet, which may limit its ability to pursue new growth opportunities and withstand volatility in the energy market.

### What do you think is necessary for the Cosmo Energy Q Group to further improve its corporate value?

I believe that Cosmo should develop a solid five-year A strategy, which should focus on enhancing the profitability of the refining and marketing business. In addition, a strong emphasis should be put on the expansion of its wind power business and petrochemical segments. Cosmo should strive to improve its free cash flow generation to improve its financial position and pay stable and attractive dividends to its shareholders.

### As you join the Board of Directors as an outsider director, Q will you share with us what kind of role you hope to play?

As an outside director, I intend to bring an objective and Α external perspective to the evaluation of a company's prospects, assist in setting and revising strategy and objectives, support the company as it navigates through an uncertain commodity prices outlook, and consider management's plans for succession planning.





What does MIC, as a top shareholder of the Cosmo Q Energy Holdings, want Cosmo management to do?

Since its transformation to a holding company structure in October 2015, as separating the supervisory function from operational execution, Board of Directors of the holding company is focusing more clearly on the strategic management of the group. We support several business transformation initiatives taken by management since the transformation to the holding company. We expect Cosmo management to strive to improve cash flows and the balance sheet, ensure stable dividends, and identify new areas of growth in local and overseas markets.

A

### Q Will you give a message to shareholders?

The demand for oil products in Japan has been in A structural decline, driven by the aging population and improved fuel efficiency. Cosmo Energy Group has responded to the challenges by undertaking several initiatives to enhance competitiveness of its refining, marketing and petrochemical segments, as well as developing the Hail Oil Field in Abu Dhabi and increasing its footprint in wind power business. All these measures are expected to strengthen Cosmo's position.

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**CSR** Activities

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### Major Initiatives by Business Segment

# **CSR** Initiatives of the Cosmo Energy Group

In order to realize the Management Vision of the Cosmo Energy Group, all employees are conscientiously engaged in CSR activities. CSR management is being promoted under the Consolidated Medium-Term Management Plan and the CSR Initiative Policy, based on the Cosmo Energy Group Code of Conduct.

### Cosmo Energy Group Management Vision

In striving for harmony and symbiosis among our planet, humankind, and society, we aim for sustainable growth toward a future of limitless possibilities.

### **Harmony and Symbiosis**

Harmony and Symbiosis with the **Global Environment** 

Harmony and Symbiosis between Energy and Society

Harmony and Symbiosis between Companies and Society

of the Individual Creating Value by Expressing Collective Wisdom

Creating the Value of "Customer First"

Creating Value from the Diverse Ideas

**Creating Future Value** 

### **Cosmo Energy Group Code of Conduct**

- Chapter 1 We are determined to be a safe and accident free corporate group
- Chapter 2 We live up to customer expectations concerning reliability and satisfaction
- Chapter 3 We value people
- Chapter 4 We take care of the global environment
- Chapter 5 We value communications with society
- Chapter 6 We strive to maintain our position as an honest corporate group

### CSR Initiative Policy (FY2013-2017)

### "Filling Up Your Hearts" and Safety

### Initiative Themes

Safety and Integrity

Sharing and Self-driven Restore social trust Share across the organization until established as routine

Goal for FY2017

Cosmo Energy Group—Earning social trust and always making a positive contribution to society

|  | CSR Initiative<br>Policy      | Oil Exploration and<br>Production Business  | Petroleum Busines   |
|--|-------------------------------|---|---|
| Strict Safety  |                               | <   | Enhanced risk ma<br>Promotion of safe   |
|  | Management                    | Safe stable operations <b>P.20</b>  | Adoption of OMS P.36  |
| Business<br>Operation with                           |                               | ←   | Corporate ethi<br>Penetration of  |
| Integrity;<br>Raising<br>Customer<br>Satisfaction    |                               | CSR initiatives at service<br>stations<br>Ensuring customer support<br>Evaluation for three Promise |   |
| Enhancing<br>Human Rights /<br>Personnel<br>Policies | ←                             | Initiatives<br>Facilitating<br>Reducing I   |   |
|  |                               | esources development and hus capable of global operation  |   |
| Promoting<br>Environmental                           |                               | <   | Environmental im  |
|  | Initiatives                   | Environmental preservation activities   | Energy conservation at refineries   |
|  | Implementing<br>Better        | ←   | Business C  |
|  | Communication<br>with Society | Japanese language lessons P.20  | Cosmo Oil Eco Card Fund<br>Cleanup campaign<br>Social contribution activities |
|  |                               |   |   |

### **Internal Control System**

In order to implement its Management Vision and Code of Conduct while ensuring that operations are carried out in an appropriate and efficient manner, the Cosmo Energy Group has established and maintained systems for carrying out director and employee duties of the Company and its Group companies, risk management and internal audit systems, and audit performed by the Supervisory Committee. We also have an organization for internal control by

### Cosmo Energy Holdings Committee Structure

| Board of Directors                             |
|--|
| Executive Officers' Committee                  |
| Corporate Ethics and Human Rights Committee    |
| Safety and Risk Management Committee           |
| Environmental and Social Initiatives Committee |
| Information Disclosure Committee               |

| ess Petrochemical Business   | Renewable Energy<br>Business   |  |
|--|--|--|
| nanagement P.35<br>fety management activities P.35   |  |  |
| 6  |  |  |
| hics promotion structure P.37<br>of Code of Conduct P.37   |  |  |
| P.38<br>t P.38<br>Ses P.38   |  |  |
| s on diversity P.39<br>ng work-life balance P.40<br>long working hours P.40  | >  |  |
| human P.39   |  |  |
| mpact of business activities P.42  |  |  |
| $\begin{array}{c} \textbf{P.41} \\ \textbf{nd wastewater measures} \end{array} \begin{array}{c} \textbf{P.41} \end{array} \longrightarrow$ | Boosting the energy<br>self-sufficiency rateP.26Reduction in CO2 emissionsP.26 |  |
| Continuity Plan (BCP) P.43   |  |  |
| P.44<br>P.44<br>25 P.44  |  |  |

establishing four committees, chaired by each director in charge. These committees evaluate the performance of CSR activities, bring important matters to the Executive Officers' Committee for discussion, and forward them to the Board of Directors. Such matters are also brought to the Cosmo Energy Group CSR Promotion Liaison Meeting to be shared by Group companies for the control of the entire Group companies.

Cosmo Energy Group CSR Promotion Liaison Meeting

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### **CSR** Initiatives of the Cosmo Energy Group

# **Strict Safety Management**

The Cosmo Energy Group prioritizes strict safety management as part of the CSR Initiative Policy. Under the Consolidated Medium-Term Safety Plan (FY2013-2017), by holding strong commitment to the stable supply of energy, the Safety and Risk Management Committee is promoting safety management at the group-wide level. Committee strives to eliminate work-related accidents and incidents in each office and each division and to secure safe operations and stable supply.

### Enhanced Risk Management of the Entire Group

### Safety and risk management committee

The Group convenes a Safety and Risk Management Committee meeting twice a year to discuss the group-wide safety policy and to verify progress in safety initiatives for the enhancement of safety management.

Each of the three core companies has a committee that matches its business and functions: the Environmental Safety and Health Committee in Cosmo Energy Exploration & Production, the Safety Environmental Committee in Cosmo Oil and the Safety Committee in Cosmo Oil Marketing. These committees make planning for safety initiatives and conduct inspections to verify and supervise initiatives for safety management.

| Board of Directors       Submission of matters, Reporting     Approval, Supervision       Executive Officers' Committee       Submission of matters, Reporting     Instruction |                     |                           | Affiliated Companies under<br>Cosmo Energy Holdings |  |
|--|---------------------|---------------------------|---|--|
|  |                     |                           | Cosmo Engineering<br>Cosmo Trade & Service          |  |
|  |                     | е                         | Cosmo Business Associates<br>Cosmo Computer Center  |  |
|  |                     | on                        | EcoPower  |  |
| Safety   | and Risk M          | Managen                   | nent Committee                                      |  |
|  |                     |                           |   |  |
| COSMO ENERGY   | Instructio          | - nc                      | Sharing   |  |
| COSMO ENERGY<br>HOLDINGS<br>Three core companies<br>Reporting  |                     | n<br>                     | Cosmo Energy Group CSR<br>Promotion Liaison Meeting |  |
| HOLDINGS   | pration E           | nvironment                | Cosmo Energy Group CSR                              |  |
| HOLDINGS<br>Three core companies<br>Reporting<br>Cosmo Energy Explo  | pration E<br>R<br>S | nvironment<br>Risk Manage | Cosmo Energy Group CSR<br>Promotion Liaison Meeting |  |

### Promotion of Safety Management Activities

### Safety initiatives

Based on the Group's Safety Policy "Establish a culture of safety for compliance in good faith," safety initiatives have been implemented. In FY2016, the number of work-related accidents was 118 (30 accidents requiring time off from work and 88 accidents not requiring time off), and the number of work-related accidents during commuting was 20. There were no fatal accidents from work or during commuting

From FY2017, the scope of the survey is expanding to include employees of subcontracting companies in addition to directlyhired employees of Group companies. We will continue our strong efforts to reduce work-related accidents.

### Increase in capacity utilization

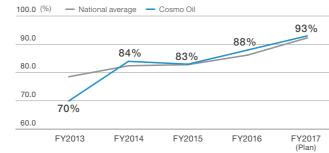
Since the Great East Japan Earthquake of 2011, we had suffered from our main Chiba Refinery not being in operation for roughly two years. From FY2013, the Chiba Refinery gradually resumed operation and it has significantly improved its capacity utilization by achieving two-year long run in FY2016. Our entire manufacturing division is striving to further enhance safe operation and stable supply by introducing a new Operations Management System in January 2016. In addition, we will begin a business alliance with another company in Yokkaichi in FY2017 and integrate the refining operation once the Chiba JV pipeline is completed in FY2018 in order to further enhance our competitiveness.

### Number of Work-Related Accidents in FY2016

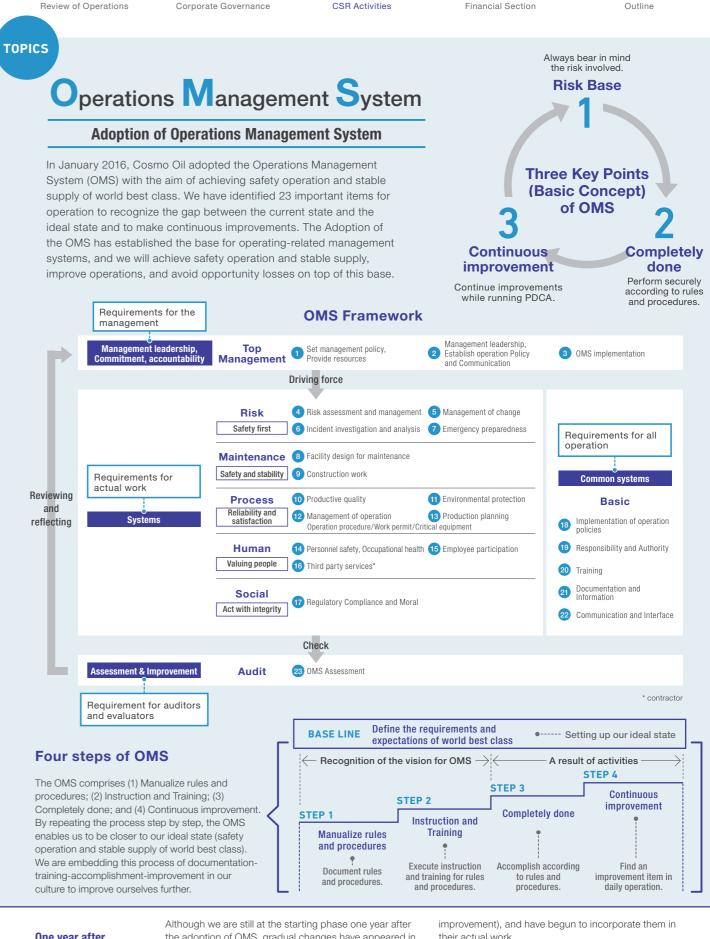
|                                  | Total work-related accidents                    |   | Accidents involving<br>directly-hired<br>employees |   | Accidents at subcontracting companies, etc.     |   |
|----------------------------------|---|---|--|---|---|---|
|                                  | Accidents<br>requiring<br>time off<br>from work | Accidents<br>not requiring<br>time off<br>from work | Accidents<br>requiring<br>time off<br>from work    | Accidents<br>not requiring<br>time off<br>from work | Accidents<br>requiring<br>time off<br>from work | Accidents<br>not requiring<br>time off<br>from work |
| Accidents<br>during work         | 30  | 88  | 13   | 52  | 17  | 36  |
| Accidents<br>during<br>commuting | 1   | 19  | 1  | 14  | 0   | 5   |

\* Including Cosmo Energy Holdings, Cosmo Energy Exploration & Production, Cosmo Oil, Cosmo Oil Marketing, Maruzen Petrochemical, and 33 related compa

### Capacity Utilization Rate at Refinery (calendar-day basis)



\* Source for national data: Agency for Natural Resources and Energy of the Ministry of Economy, Trade and Industry



One year after adoption of the OMS, some changes began to appear in employees' mindsets the adoption of OMS, gradual changes have appeared in employees' mindsets. In FY2016, the first year, we focused on STEP 1 (Manualize rules and procedures) and STEP 2 (Instruction and Training). As a result, employees have become more conscious of the three key points of the OMS (risk base; completely done; and continuous

their actual work. In FY2017, the second year of adoption, we plan to implement the OMS concept more deeply by finding more

opportunities to execute STEP 3 (Completely done) and STEP 4 (Continuous improvement).

Message from the President and CEO Fifth Consolidated Mediumterm Management Plan

Growth Strategy

### **CSR** Initiatives of the Cosmo Energy Group

# **Business Operation with Integrity; Raising Customer Satisfaction**

All employees of the Cosmo Energy Group are engaged in their work with social responsibility and integrity, and high morale. We provide products and services that deliver comfort, peace of mind, and trust to customers, in order to fulfill their satisfaction.

### **Corporate Ethics Promotion Structure**

### The CEG corporate ethics consultation helpline

The Cosmo Energy Group (CEG) has established the Corporate Ethics and Human Rights Committee to promote and implement the CEG's Code of Conduct, and check its status. The Committee's operation is supported by the CEG Corporate Ethics Office. The CEG Corporate Ethics Consultation Helpline, by which compliance issues or ethical issues can be reported or consulted anonymously, has also been established within the Corporate Ethics Office and at an outside law firm.

Details of the reported and consulted issues and the response by the respective office are forwarded to the Supervisory Committee and are reflected in future CSR activities. There were zero incidents involving serious compliance violations\* in FY2016. From FY2017, the Harassment and Human Rights Consultation Helpline is eliminated and integrated into the CEG Corporate Ethics Consultation Helpline.

\* The most serious violations stipulated in the internal rules or accidents.

### Penetration of Code of Conduct

### Corporate ethics training

To promote employee training for appropriate work execution and thorough ethical corporate activities, the Corporate Ethics Training was held 65 times in total from October 2016 to March 2017 and was attended by 47 related companies. Our aim in FY2016 was to "learn the right behavior and ways of thinking as Cosmo people." Group discussion was conducted on how to practice CSR management and the Code of Conduct, as well as human rights and diversity measures, according to the CEG Code of Conduct.

### Corporate ethics e-learning course

As a follow-up study to the Corporate Ethics Training, the e-Learning Course was implemented in February-March 2017 for all Group employees to individually take online. Using the original textbook, it is aimed at better understanding the Code of Conduct and maintaining high morale.

# Employees who took the training 92.4% 4.195 employees Corporate Ethics Training Ratio of employees who took the course 97.4%

e-learning log-in screen

6,011 employees





### Number of Inquiries





### **CSR** initiatives at Service Stations

Cosmo Oil's service stations are promoting CSR activities such as thorough compliance and consideration of the environment, and believe appreciation of this will be good for the Cosmo Brand. As a CSR survey, the Cosmo Energy Group conducts annual privacy policy (PP) surveys to check proper management of personal information and environmental management (EM) surveys to check if environment/safetyrelated equipment and facilities are properly managed to prevent oil leakage, prevent its diffusion, and treat contamination at service stations. In FY2016, inspectors visited 1,198 service stations, while 1,529 service stations conducted their own self-assessments.

Corporate Governance

### Ensuring customer support

The Cosmo Oil Customer Center operates a customer support hotline 24 hours a day.

In FY2016 the support hotline received 9,378 calls, down 768 from the previous year. Among the calls, the smart vehiclerelated inquiries increased 616 from the previous year, suggesting some impacts of TV commercials and internet ads. On the other hand, the support line also received feedback accounting for 567 calls, of which 539 concerned service stations. We heed those voices of customers so that we can better provide satisfying services, as declared in our message "Filling Up Your Hearts, Too."

### Calls to the Customer Support Hotline

charge

TOPICS

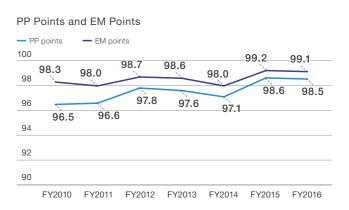


### **Regular Checking of Service Stations for** Fulfillment of Three Promises

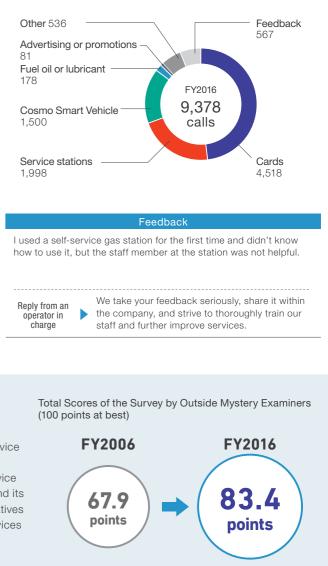
we appreciate your compliment very much

True to the "Filling Up Your Hearts, Too," declaration, Cosmo Oil service stations are working to fulfill the following three brand promises to customers. We are confident that keeping these promises at all service stations will result in favorable attitudes toward the Cosmo Brand and its being preferred by more customers. To check the status of our initiatives and enhancing services, outside mystery examiners investigate services at stations three times a year.

|   | "Filling Up Your Hearts, Too"<br>Declaration<br>Three brand promises | <ul> <li>Comfort</li> </ul> | Customers will be gr |
|---|--|-----------------------------|----------------------|
|   |  | • Peace of mind             | Cosmo Oil service s  |
|   |  | • Trust                     | Cosmo Oil service s  |
| 1 |  |                             |                      |







preeted with a welcome and a smile at clean Cosmo Oil service stations.

stations will offer quality-assured products and services.

station staff will be responsible for their answers to customers' queries.

Message from the President and CEO Fifth Consolidated Mediumterm Management Plan

Growth Strategy

### **Facilitating Work-life Balance**

### Creating the system that allows employees to continue to work

Corporate Governance

The Cosmo Energy Group has adopted various programs so that our employees can work in good mental and physical personal condition and balance their work with their life events. Employees who are having babies and raising children can utilize childcare leave and also the arrangements for working reduced hours or the work-at-home program. Moreover, we encourage employees to take the special occasion paid holidays that we provide for each child's first birthday. We have also prepared some programs that allow employees with a change in family circumstances to continue to work: namely, a program with limited workplace options due to childcare or elderly care; a re-employment program for employees who have forced to leave a company due to needs related to childcare or elderly care; and a work-leave program due to work re-assignment of a spouse. We also have a career support program for employees who take child care leave to facilitate their return to work.

### Child Care Support Programs

| Leave of absence for child care (up to the<br>end of a fiscal year after the child turns 3)<br>Short working hours for child care (up to<br>the beginning of the 4th grade of the child)<br>Time-off for child care (only for female<br>employees)<br>Limit to overtime and night work | Work-at-home program<br>Limited workplace options<br>Subsidy for use of child care and other<br>facilities<br>Use of outside services to find a nursery<br>Use of support services of wiwiw, inc. |
|--|---|
| Off-days needed for child care and nursing care  | Benefits for child care leave (Mutual aid associations)   |
|  |   |

Special occasion paid holidays

### **Reducing Long Working Hours**

### Enhancing productivity and achieving appropriate working hours

Valuing the health of employees and working to facilitate work-life balance, we have aimed to optimize working hours by improving productivity since FY2014.

Targeting at 1,900 total annual work hours, initiatives in FY2015 include the encouragement of employees to work mornings rather than nights (revision in additional pay rate for overtime), to take a so-called "refresh day" (no-after-hours work day), to turn off the light in the workplace at 20pm (to discourage non-essential after-hours work), and to factor in the actual number of hours worked by subordinates and its improvement into personnel assessment of managers. These efforts have resulted in a decline in working hours for the third consecutive year and more employees have made plans to take their paid holidays.

In FY2017, we plan to continue these initiatives and also to introduce a new IT system for achieving higher productivity and workstyle innovation.



of March 31, 2017.)

Initiatives on Diversity



\* Employees of Cosmo Oil (including those seconded outside, and excluding seconded employees to Cosmo Oil from other companies

### Respecting for human rights

We respect the human rights of each employee and endeavor to make pleasant positive workplaces by preventing harassment. The CEG Corporate Ethics Consultation Helpline is open to dispatched workers and part-timers in addition to full-time employees, to consult on issues concerning human rights and harassment for improving workplaces.

### Respecting diversity

Under the continuing theme of promoting diversity and offering fair employment opportunities, we are striving to increase our employment of persons with disabilities. The persons with disabilities as of June 1, 2016 fell short of the 2.0% rate mandated in Japan but increased to 2.36% as of June 1, 2017, exceeding the mandate rate. We are also striving for development of workplaces and promotion of employment for persons with disabilities. In FY2016, we hosted internships for one student with mental disabilities and another student with hearing disabilities as one

measure to expand workplaces for such persons.

### **CSR** Initiatives of the Cosmo Energy Group

# Enhancing Human Rights / **Personnel Policies**

The Cosmo Energy Group believes that our human resources are the source of our value creation. We strive to develop people who proactively tackle issues of the changing business environment with a sense of speed. At the same time, we respect diversity and make efforts to encourage employees to play an active role by making use of their diverse backgrounds.

### Human Resources Development and "Global Human Resources"

### Development of professionals and dealing with globalization

The personnel system has identified a desired employee as a professional with aspirations and willingness to improve. We depart from conventional seniority-based personnel management in favor of aiming at selectively developing personnel that match objectives. We have included knowledge and skills needed for business as an item included in promotion reviews, as one means we encourage personal development. We have conducted training courses for managers to improve their fostering of subordinates and have enhanced the training course for female employees to further encourage their development. The Cosmo Energy Group has 137 employees stationed in seven countries outside Japan. Aiming to become a vertically integrated global energy company, we urgently need to foster global human resources with diverse experience and skills. Therefore we send young and mid-career employees to work on projects outside Japan and to study abroad for continuing education. We have sponsored select employees study at overseas universities or international universities in Japan (12 employees in the past five years.)

Focus on empowering women in the workplace

The Cosmo Energy Group is committed to achieve diversity in its

workplace. We aim to achieve high productivity and continue to

grow by having a workplace that allows motivated employees

established in June 2015 to promote development and use of

diverse human resources and the human rights measures. In

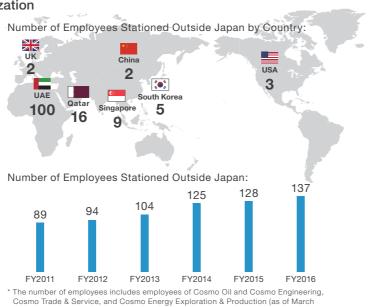
particular, we are focusing on encouraging female employees'

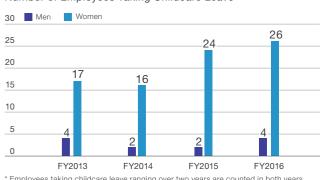
female managers at 5% of total by 2020 (compared to 1.8% as

work, by implementing an action plan targeting the ratio of

with diverse backgrounds go about their work proactively.

For that purpose, the Diversity Promotion Office was

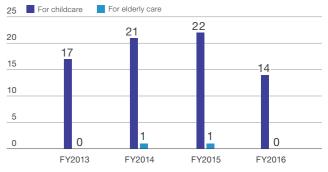




### Number of Employees Taking Childcare Leave

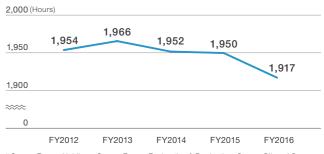
Employees taking childcare leave ranging over two years are counted in both years \* Employees of Cosmo Oil (including those seconded outside, and excluding seconded employees to Cosmo Oil from other companies)

### **Employees Working Reduced Hours**



\* Employees taking childcare leave ranging over two years are counted in both years. \* Employees of Cosmo Oil (including those seconded outside, and excluding seconded employees to Cosmo Oil from other companies)

### Total Annual Work Hours



\* Cosmo Energy Holdings, Cosmo Energy Exploration & Production, Cosmo Oil, and Cosmo Oil Marketing (including employees seconded from Cosmo Engineering and Cosmo Trade & Service)

### Average Monthly Overtime Hours and Average Annual Paid Holidavs Taken

|                 | FY2012 | FY2013 | FY2014 | FY2015 | FY2016 |
|-----------------|--------|--------|--------|--------|--------|
| Average monthly | 22.5   | 23.2   | 22.3   | 22.5   | 19.6   |
| overtime hours  | hours  | hours  | hours  | hours  | hours  |
| Paid holidays   | 17.8   | 17.4   | 17.7   | 18.4   | 18.5   |
| taken           | days   | days   | days   | days   | days   |

\* In the case of employees who join the company in April: 15 paid holidays in their first year, then 17 days after one year of employment, 19 days after two consecutive years, and 21 days after three consecutive years.

Message from the President and CEO Fifth Consolidated Mediumterm Management Plan

Growth Strategy

### Environmental Impact of Business Activities in FY2016

Corporate Governance

| INPUT  | Business Activ  | /ities  | οι  | JTPUT   |
|--|---|---|---|---|
| Energy<br>Fuel 22,487 TJ   | Crude oil production <sup>1</sup>   | 44<br>88  | Emissions<br>CO <sub>2</sub>  | 1,254 kt-CO   |
| Energy<br>Fuel 11,033 TJ   | Crude oil transport <sup>1</sup>  |   | Emissions<br>CO <sub>2</sub>  | 754 kt-CO   |
| Petroleum Business   | Manufacturing <sup>2 3 4</sup>  | ↓.  | Petroleum Bus   | iness   |
| Energy           Purchased power         3,828 TJ<br>(395,519 MWh           Fuel         56,681 TJ<br>(crude oil equiv<br>1,462 thousan           Water         389,088 kt           Seawater         36,492 kt           Underground water         240 kt           Tap water         151 kt           Petrochemical Business         Energy           Purchased power         1,440 TJ<br>(148,439 MWh           Fuel         41,919 TJ<br>(crude oil equiva<br>1,082 thousand           Water         29,340 kt           Seawater         20,898 kt           Underground water         42 kt           Tap water         0 kt   | lent<br>IKL)  |   | SO <sub>x</sub>   | 2,036 t<br>   |
| Products Production of oil pr<br>23,908 thousan  |   |   | n sold <sup>6</sup><br>27 TJ  | CO <sub>2</sub> sold<br>144 kt-CO <sub>2</sub>  |
| Energy<br>Purchased power (storage) 132 TJ<br>Fuel (storage) 275 TJ<br>Fuel (transport) 2,636 TJ   | Product transport<br>and storage<br>(oil depots)<br>2 3 7   |   | Emissions<br>CO <sub>2</sub> (storage)<br>CO <sub>2</sub> (transport)   | 28 kt-CO<br>183 kt-CO   |
| Energy<br>Purchased power 474 TJ<br>Fuel 1 TJ  | Sales<br>(service stations)   |   | Emissions<br>CO <sub>2</sub>  | 22 kt-CO  |
|  | Consumption<br>(product use)<br>5689  |   | Emissions<br>CO <sub>2</sub> (product use)<br>SO <sub>x</sub> (product use)<br>CO <sub>2</sub> (electricity sold)<br>CO <sub>2</sub> (steam sold)   | 65 kt-CO  |
| Energy<br>Purchased power 102 TJ<br>Fuel 56 TJ   | R&D centers and offices   |   | Emissions<br>CO <sub>2</sub>  | 9 kt-CO   |
| <ol> <li>"Crude oil production" and "Crude oil transport" are esi<br/>based on LCI for Petroleum Products by Fuel and Envir<br/>Impact Assessment for Petroleum Products, published<br/>2000 by the Japan Petroleum Energy Center.</li> <li>For "Manufacturing" and subsequent stages, energy const<br/>calculated in accordance with the Act on the Rational Use</li> <li>CO- emissions for "Manufacturing," "Product transport and<br/>depots)," and "Sales (service stations)" (based on data fron<br/>Sales Corp.), "R&amp;D centers, offices, and other facilities" are<br/>in accordance with a manual for GHG emissions accountin<br/>reporting, and disclosure systems published by Japan's MI<br/>Environment and Ministry of Economy, Trade and Industry.</li> </ol> | nmental Oil's Chiba Refinery and Maruzan Petro<br>emissions from "Manufacturing" were co<br>portion of CO <sub>2</sub> emissions attributed to e<br>mustion is emissions from utility (power) were inclu<br>from "Manufacturing."<br>storage (oil<br>Cosmo Oil<br>calculated emissions for "Manufacturing" were calcu-<br>portion of CO <sub>2</sub> emissions that results fro | chemical's Chiba Plant. CO <sub>2</sub><br>alculated by deducting the<br>lectricity sold. CO <sub>2</sub><br>(ded in the CO <sub>2</sub> emissions<br>Chiba Refinery, Cosmo<br>nical's Chiba Plant. CO <sub>2</sub><br>ulated after deducting the<br>n the generated steam sold.<br>" include data from the | multiplying shipped volume<br>heavy fuel oil) by CO <sub>2</sub> emiss<br>attributable to generated "E<br>calculated separately.<br>9. SO <sub>X</sub> emissions for "Consum<br>and were estimated from th<br>accounting for sulfur reduct<br>SO <sub>X</sub> emissions are lower the<br>10. Data for "R&D Centers" incli | ption (product use)" are calculated by<br>of fuel products (such as gasoline and<br>ion coefficient. OO, emissions<br>lectricity sold" and "Steam sold" are<br>uption (product use)" are for reference<br>sulfur content of products without<br>ion during use. Accordingly, actual<br>an the estimate.<br>udes the R&D Center of Cosmo Oil, th<br>Di Lubricants, and Research Center o |

### Environment and Ministry of Economy, Trade and Industry Figures given for "Manufacturing" include data from Cosmo Oil's three refineries, Yokkaichi Kasumi Power Station, and Cosmo Oil Lubricants in the Petroleum Business and Cosmo Matsuvama Oil and Maruze

Petrochemical in the Petrochemical Business. However, SOx and NOx exclude data from Cosmo Oil Lubricants. \* The Cosmo Energy Group's total direct (Scope 1) emissions from business activities were 6,060kt CO2 equivalent, and its indirect (Scope 2) emissions were 431kt CO2 equivalent

Use of Energy

### **CSR** Initiatives of the Cosmo Energy Group



# **Promoting Environmental Initiatives**

The Cosmo Energy Group advocates "promoting environmental initiatives" as one of the priorities of our CSR Initiative Policy. In the Consolidated Medium-Term Environmental Plan (FY2013-2017), we have three priorities: responding strategically to global warming while ensuring business continuity, reducing environmental impact, and promoting environmental contribution activities. We are taking action to realize the corporate messages of "Living with Our Planet" addressed to society.

### Initiatives in Response to Global Warming

### Energy conservation at refineries

The Cosmo Energy Group's refineries represent over 60% of CO<sub>2</sub> emissions generated by the Group. The Group is working to reduce this figure and conserve energy by introducing highefficiency equipment and improving operational performance. In FY2016, an increase in crude oil refining volume resulted in an increase of the aggregate amount of energy consumption. However, due to the promotion of energy conservation activities at refineries, unit energy consumption and CO<sub>2</sub> emissions per unit of crude oil equivalent throughput decreased compared to the previous year.

### Energy Consumption and Unit Energy Consumption

Energy consumption (LH) — Unit energy consumption\* (RH)



\* Unit energy consumption indicates total energy consumption divided by the total crude oil equivalent throughput, taking into account the complexity of refining technology. The unit used is kiloliters of crude oil equivalent/thousand kiloliters (KL-crude oil/thousand KL). Total energy consumption is calculated by converting heat, electricity, and other energy use into the thousand kiloliters of crude oil equivalent (thousand KL-crude oil).

### **Reducing Environmental Impact**

### Use of water and water discharge measures

The Cosmo Energy Group's refineries and plants use a vast amount of water (over 90% is seawater) mainly for cooling but also for cleaning and boiler feed water. In FY2016, 452,622kt of water was used, of which 38,931kt was industrial water. We are striving to use water efficiently, including the reuse and recycle of water.

Concerning water discharge, we discharge the seawater used for cooling into the sea, and properly treat the water used for cleaning and other operating processes at stricter levels than required by the legal standard levels for minimizing environmental impact when discharged. In FY2016, the total amount of Chemical Oxygen Demand (COD, an indicator used to quantify the amount of oxidizable pollutants found in water discharge) was at a low level, equivalent to about 24% of the "Total Pollutant Load Control amount" (annual value for reference.)



### CO<sub>2</sub> Emissions and CO<sub>2</sub> Emissions per Unit of Crude Oil Equivalent Throughput

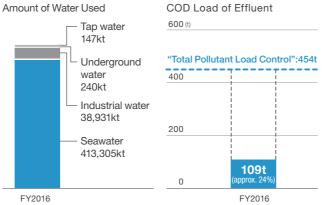
CO<sub>2</sub> emissions (LH)

- CO2 emissions per unit of crude oil equivalent throughput (RH)



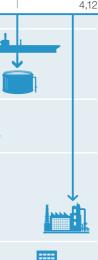
collected from three refineries since FY2014, compared to from four refineries up to FY2013  $^{*}$  In addition to the figures shown in the graph, N<sub>2</sub>O released from the catalyst regeneration towe amounted to 17 kt of CO<sub>2</sub> equivalent in FY2016.





\* The amount is an aggregate amount for refineries and plants of Cosmo Oil, Cosmo Matsuvama Oil, and Cosmo Oil Lubricants.

\* Total Pollutant Load Control amount (annual value for reference): The prescribed daily load is multiplied by 365 to get an annual amount. In the case that the amount temporarily exceeds the legal limit, we report to the relevant authority and promptly take measures to make the amount fall below the legal limit.





- Maruzen Petrochemical.
- 11. Figures given for "Offices and other facilities" are the amount of electricity use of Cosmo Energy Holdings, Cosmo Energy Exploration & Production, Cosmo Oil, Cosmo Oil Marketing, Group companies that share the eco-office activities and Maruzen Petr

Fifth Consolidated Mediumterm Management Plan

Growth Strategy

### **CSR** Initiatives of the Cosmo Energy Group

## **Implementing Better Communication** with Society

Our mission and role as a company that supports energy infrastructure centered on oil are substantial. We believe that our obligations are to establish a system to maintain the stable supply of energy and to continue our own environmental activities through our business activities in order to resolve social issues in the world.

### Structure to Persistently Protect Stable Supply

### Business continuity plan (BCP)

We have revised the Earthquake BCP Manual in tandem with the transition to a holding company structure, established Crisis Response Headquarters respectively at the holding company and other Group companies, and changed the system to initiate the BCP. Moreover, even if we are unable to establish the Crisis Response Headquarters at the head office due to factors such as an earthquake directly under the Tokyo metropolitan area, we have prepared manuals for the Provisional Crisis Response Headquarters to be established at the Cosmo Oil Sakai Refinery and the Kansai Branch of Cosmo Oil Marketing. In FY2017, we are planning to conduct more effective training.

### BCP facilities at head office

The Group has installed satellite phones and MCA wireless\* at each business site, and has a system that enables communication to be conducted even in situations where fixed phones and mobile phones cannot be used. Furthermore, at the head office, emergency-use generators have been installed while, in the main conference room. which is to be used as the Crisis Response Headquarters, power switching boards for normal use and emergency use (BCP enabled boards) and electrical outlets that can be used when using emergency-use power sources (BCP enabled electrical outlets) have been installed.

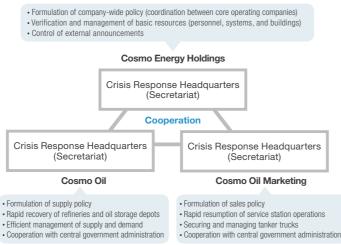
\* A Multi-Channel Access (MCA) radio system is a business-use mobile communication system that can be used at the time of a major disaster in Japan.

### Crisis response headquarters training

Since FY2015, we have been conducting training to ensure business continuity, based on the assumption that an earthquake may occur directly under the Tokyo metropolitan area and the headquarters will be unable to function. On October 17, 2016, we carried out a drill to set up a provisional crisis response headquarters at a refinery and branch in the Kansai region, on behalf of the headquarters in Tokyo. By collecting damage information and conducting procedures to maintain supply, we verified the items required until the resumption of shipments. After resolving the issues extracted from this training, we have reflected improvement points in manuals, and we intend to capitalize on them.

As part of risk management, we will continue to conduct BCP training in an integrated way and strive for the stable supply of petroleum products.

### BCP organizational structure



### Summary of Earthquake BCP of Cosmo Energy Group

| Key points  | Unifies disaster estimation in the BCP framework and the BCP manuals<br>of each division     Estimates damage at each company and each division based on disaster<br>assumptions     Clarifies business continuity objectives in terms of the Company, based<br>on disaster assumptions and damage estimations     Separates operational flow at each company and each division<br>chronologically, clarifies operational details during this period, and<br>strengthens inter-divisional cooperation |
|---|---|
| Basic policy  | <ol> <li>Priority on human life, prevent secondary disaster, secure stable supply</li> <li>Rapid restoration of sequential supply chain BCP (encompassing the<br/>scope from refineries and oil depots to service stations)</li> <li>Consistency with "Japan's Petroleum Supply Plan for Disasters*" based<br/>on the Oil Stockpiling Act</li> </ol>  |
| Scenarios   | Major earthquake in Tokyo and/or Nankai Trough great earthquake   |
| Business continuity objectives                                    | We will strive to continue oil refinery shipments to service station<br>operations to prevent suspension of the stable supply of oil products or<br>enable resumption within 24 hours.  |
| Advance response<br>(disaster prevention,<br>disaster mitigation) | Regular implementation of earthquake BCP training     Hardware countermeasures against earthquakes and tsunami     (safe shutdown of equipment, lateral flow countermeasures, etc.)   |

\* Plans where oil refiners supply oil by cooperating in implementing joint operations, including the establishment of a joint operating system, joint use of facilities, and cooperation to transportation



aining at the rovisional crisis esnonse

### **Unique Environmental Social Contributions Utilizing Business Activities**

### "Cosmo Oil Eco Card Fund"

The Cosmo Energy Group has been issuing the Eco Card as a membership card to our loyal customers who frequently use our service stations and have a high level of environmental consciousness since 2002. There are 64,000 card holders. This Eco Card has an add-on feature to contribute to environmental activities: both card members and the Cosmo Energy Group make donations to fund the Cosmo Oil Eco Card Fund, which supports projects to counter environmental problems across the world. In FY2016, the Fund supported 14 projects, and was involved in a project to plant 35,000 trees as well as another to preserve a 38,000 hectare forest. The roots of climate change problems are often poverty, education, economic growth, and other social issues in emerging countries. The projects the Fund supports tend to help resolve these issues as well. In FY2016, we received an award from a local government for our contribution to a project in the Solomon Islands in the South Pacific. This project, which began in 2002, aimed to balance the preservation of tropical rain forest and economic growth. We will continue to help resolve social issues in the world jointly with our Eco Card members.

Corporate Governance

### "Cosmo Earth Conscious Act" cleanup campaign

Since 2001, the Cosmo Energy Group, in a partnership with the Japan FM Network Association, has been promoting Cosmo Earth Conscious Act initiatives for the preservation and conservation of the global environment. These efforts include cleanup campaigns, where participants enjoy nearby nature while cleaning up throughout Japan.

At 631 locations over the past 16 years, 239,590 participants of these campaigns have collected a total of 6,852,072 liters of garbage.

Each summer, a cleanup campaign is also held at Mt. Fuji. Ken Noguchi, a Japanese alpinist, and 160 volunteers from all over Japan clean up Mt. Fuji while enjoying eco trekking.

### Social contribution activities

Based on "Harmony and Symbiosis between Companies and Society," one of the principles of the management philosophy, the Cosmo Energy Group is undertaking various social contribution activities.

The Cosmo Waku Waku Camp, a nature camp for elementary school-aged children who have lost their parent(s) in traffic accidents, is a representative project that was launched in 1993. At the 24th camp in FY2016, 42 children and nine voluntary employees participated. The children experienced gorge climbing, thinning of trees, and craft production using the felled trees to appreciate nature for three days.





Cosmo the Card Eco



Cosmo Oil Eco Card Fund Activity Report 2017 https://ceh.cosmo-oil.co.jp/eng/envi/ecoreport/index.html



Cleanup Campaign in Mt. Fuii

Digging up and collecting garbage that was unlawfullv dumped and buried on Mt. Fuji





Cosmo Waku Waku Camp

Website on social contribution https://ceh.cosmo-oil.co.ip/eng/social/index.html



|   | FY2006     | FY2007     | FY2008     | FY2009     | FY2010     | FY2011     | FY2012     | FY2013     | FY2014     | FY2015     | FY2016          | FY2016                                 |
|---|------------|------------|------------|------------|------------|------------|------------|------------|------------|------------|-----------------|--|
| For The Year  |            |            |            |            |            |            |            |            |            |            | Millions of yen | Thousands of U.S. dollars <sup>1</sup> |
| Dubai crude oil price (US\$ /barrel)                                | 60.8       | 77.1       | 82.8       | 69.6       | 84.1       | 110.1      | 107.0      | 104.6      | 83.5       | 45.7       | 46.9            |  |
| Foreign exchange rate (¥/US\$)                                      | 117.0      | 114.5      | 100.6      | 92.9       | 85.8       | 79.1       | 83.0       | 100.2      | 109.9      | 120.1      | 108.4           | _                                      |
| Net sales   | ¥3,062,744 | ¥3,523,087 | ¥3,428,211 | ¥2,612,141 | ¥2,771,523 | ¥3,109,746 | ¥3,166,689 | ¥3,537,782 | ¥3,035,818 | ¥2,244,306 | ¥2,292,280      | \$20,432,130                           |
| Cost of sales   | 2,852,242  | 3,290,688  | 3,389,408  | 2,435,366  | 2,539,032  | 2,918,238  | 2,989,274  | 3,369,007  | 2,944,919  | 2,154,615  | 2,079,727       | 18,537,549                             |
| Selling, general and administrative expenses                        | 140,859    | 148,602    | 145,809    | 142,568    | 128,393    | 127,937    | 124,992    | 129,060    | 129,346    | 119,433    | 120,370         | 1,072,920                              |
| Operating income (loss)   | 69,643     | 83,797     | (107,006)  | 34,207     | 104,097    | 63,570     | 52,422     | 39,715     | (38,447)   | (29,742)   | 92,182          | 821,662                                |
| Inventory valuation gain (loss) <sup>2</sup>                        | 2,800      | 45,000     | (180,100)  | 52,600     | 22,300     | 25,200     | 15,264     | 16,068     | (116,177)  | (68,703)   | 39,400          | 351,190                                |
| Operating income (loss) excluding the impact of inventory valuation | 66,843     | 38,797     | 73,094     | (18,393)   | 81,797     | 38,370     | 37,158     | 23,647     | 77,730     | 38,961     | 52,782          | 470,472                                |
| Ordinary income (loss)  | 74,789     | 94,330     | (125,004)  | 36,411     | 96,094     | 61,420     | 48,439     | 41,847     | (49,640)   | (36,121)   | 81,448          | 725,987                                |
| Ordinary income (loss) excluding the impact of inventory valuation  | 71,989     | 49,329     | 55,095     | (16,189)   | 73,829     | 36,238     | 33,173     | 25,778     | 66,537     | 32,644     | 42,048          | 374,793                                |
| Petroleum   | 23,254     | 1,450      | 5,022      | (43,283)   | 36,124     | (17,181)   | (38,960)   | (41,394)   | 22,067     | 5,784      | 1,770           | 15,777                                 |
| Petrochemical   | _          | _          | _          | _          | (329)      | 2,075      | 3,343      | 3,692      | (6,977)    | 4,291      | 22,177          | 197,674                                |
| Oil exploration and production                                      | 48,607     | 46,864     | 45,900     | 29,418     | 34,657     | 52,023     | 60,688     | 58,141     | 47,538     | 18,637     | 9,347           | 83,314                                 |
| Other   | 128        | 1,015      | 4,173      | (2,324)    | 3,377      | (679)      | 8,102      | 5,339      | 3,909      | 3,932      | 8,754           | 78,028                                 |
| Profit (loss) before income taxes                                   | 71,243     | 95,561     | (117,180)  | 35,527     | 73,451     | 35,381     | (2,536)    | 49,443     | (44,599)   | (43,797)   | 78,565          | 700,292                                |
| Profit (loss) attributable to owners of parent <sup>3</sup>         | 26,536     | 35,153     | (92,430)   | (10,741)   | 28,933     | (9,084)    | (85,882)   | 4,348      | (77,729)   | (50,230)   | 53,235          | 474,508                                |
| Capital expenditures  | 36,127     | 48,958     | 67,025     | 87,677     | 64,369     | 27,933     | 83,429     | 41,243     | 70,396     | 82,775     | 120,302         | 1,072,309                              |
| R&D expenses  | 3,753      | 3,840      | 3,863      | 3,657      | 3,834      | 3,791      | 3,765      | 3,271      | 3,077      | 3,104      | 4,269           | 38,055                                 |
| Depreciation and amortization <sup>4</sup>                          | 37,788     | 42,776     | 41,492     | 42,746     | 51,068     | 50,601     | 44,953     | 35,330     | 32,399     | 30,713     | 37,769          | 336,661                                |
| Cash flows from operating activities                                | 25,005     | (4,215)    | 82,136     | 2,262      | 26,297     | 43,616     | (20,950)   | 35,837     | 163,384    | 18,427     | 47,625          | 424,505                                |
| Cash flows from investing activities                                | (35,868)   | (32,806)   | (55,953)   | (93,306)   | (73,109)   | (25,805)   | (80,481)   | (61,007)   | (30,126)   | (32,839)   | (112,038)       | (998,650)                              |
| Cash flows from financing activities                                | 80,023     | (5,229)    | 57,854     | 159,302    | (86,077)   | 11,606     | 104,695    | 12,555     | (178,920)  | 32,499     | 9,626           | 85,803                                 |
| At Year-End   |            |            |            |            |            |            |            |            |            |            | Millions of yen | Thousands of U.S. dollars              |
| Total assets  | ¥1,579,156 | ¥1,627,904 | ¥1,440,396 | ¥1,645,048 | ¥1,579,424 | ¥1,675,070 | ¥1,743,492 | ¥1,696,831 | ¥1,428,628 | ¥1,409,615 | ¥1,525,679      | \$13,599,068                           |
| Non-controlling interests <sup>5</sup>                              | 21,912     | 26,815     | 19,016     | 15,833     | 17,508     | 20,506     | 26,475     | 29,214     | 40,326     | 94,665     | 108,063         | 963,218                                |
| Net assets excluding non-controlling interests                      | 339,701    | 442,912    | 328,434    | 315,747    | 332,730    | 316,931    | 230,456    | 231,927    | 167,194    | 108,046    | 164,722         | 1,468,247                              |
| Total current assets  | 882,082    | 933,722    | 688,310    | 845,337    | 793,363    | 920,412    | 967,148    | 921,790    | 621,578    | 516,254    | 561,604         | 5,005,830                              |
| Total current liabilities   | 811,846    | 812,028    | 683,883    | 744,174    | 622,173    | 744,275    | 816,611    | 799,199    | 603,860    | 555,519    | 655,473         | 5,842,530                              |
| Net interest-bearing debt6  | 483,784    | 438,930    | 438,689    | 548,832    | 605,789    | 598,773    | 713,190    | 723,257    | 597,701    | 666,179    | 727,259         | 6,482,386                              |
| Number of outstanding shares (thousands) <sup>7</sup>               | 671,705    | 847,705    | 847,705    | 847,705    | 847,705    | 847,705    | 847,705    | 847,705    | 847,705    | 84,770     | 84,770          | —                                      |
| Per Share Data <sup>8</sup>   |            |            |            |            |            |            |            |            |            |            | Yen             | U.S. dollar                            |
| Profit (loss) attributable to owners of parent                      | ¥ 39.54    | ¥ 46.72    | ¥ (109.11) | ¥ (12.68)  | ¥ 34.16    | ¥ (10.72)  | ¥ (101.39) | ¥ 5.13     | ¥ (91.77)  | ¥ (594.85) | ¥ 633.32        | \$5.65                                 |
| Diluted profit attributable to owners of parent                     | 37.91      | 44.98      | _          | _          | 33.58      | _          | _          | _          | _          | _          | —               | _                                      |
| Net assets  | 506.15     | 522.84     | 387.71     | 372.74     | 392.80     | 374.15     | 272.07     | 273.81     | 197.39     | 1,286.03   | 1,958.91        | 17.46                                  |
| Cash dividends  | 8.00       | 8.00       | 8.00       | 8.00       | 8.00       | 8.00       | 0.00       | 2.00       | 0.00       | 40.00      | 50.00           | 0.45                                   |
| Ratios  |            |            |            |            |            |            |            |            |            |            |                 |  |
| Return on assets (ROA) (%)  | 1.7        | 2.2        | (6.0)      | (0.7)      | 1.8        | (0.6)      | (5.0)      | 0.3        | (5.0)      | (3.5)      | 3.6             | —                                      |
| Return on equity (ROE) (%)  | 8.0        | 9.0        | (24.0)     | (3.3)      | 8.9        | (2.8)      | (31.4)     | 1.9        | (39.0)     | (36.5)     | 39.0            | _                                      |
| Equity ratio (%)  | 21.5       | 27.2       | 22.8       | 19.2       | 21.1       | 18.9       | 13.2       | 13.7       | 11.7       | 7.7        | 10.8            | —                                      |
| Debt-to-total capital ratio (%)                                     | 38.6       | 32.0       | 41.6       | 47.3       | 44.3       | 43.1       | 48.3       | 50.9       | 48.5       | 53.7       | 50.6            | _                                      |
| Net debt-to-equity ratio (times)9                                   | 1.4        | 1.0        | 1.3        | 1.7        | 1.8        | 1.9        | 3.1        | 3.1        | 3.6        | 4.6        | 3.6             | —                                      |

1. U.S. dollar amounts are translated from Japanese yen, for the convenience of readers only, at the rate of ¥112.19 to US\$1.00, the approximate exchange rate prevailing on March 31, 2017.

2. "Inventory valuation gain (loss)" from FY2006 through FY2007 are based on the periodic average method of inventory valuation, whereas "Inventory valuation gain (loss)" from FY2009 are based on the lower of cost or market method as dictated by ASBJ (Accounting Standards Board of Japan) Statement No.9, "Accounting Standard for Measurement of Inventories."

3. Up to FY2014, "Net income (loss)" is presented.

4. Depreciation and amortization includes cost recovery under production sharing. In FY2011 and FY2012, depreciation and amortization includes recovery of recoverable accounts under production sharing as well as depreciation applicable to fixed assets idled as a result of the fire at the Chiba Refinery caused by the Great East Japan Earthquake.

5. Up to FY2014, "Minority interests" is presented.

6. Up to FY2012, "Cash and deposits" and "Short-term investment securities" are deducted from "Interest-bearing debt." From FY2013, "Cash and deposits" is deducted from "Interest-bearing debt." In FY2015, "Cash and deposits" and "Securities" are deducted from "Interest-bearing debt."

7. On October 1, 2015, Cosmo Energy Holdings Co., Ltd. was established as the whollyowing parent company of Cosmo Oil Co., Ltd. through the share transfer. To one common share of the former Cosmo Oil, 0.1 common share of the holding company was allocated (for example 1,000 Cosmo Oil shares to 100 Cosmo Energy Holdings shares).

8. "Per share data" for FY2015 and FY2016 are data for one share of Cosmo Energy Holdings, according to the allocation of 0.1 share of the holding company to 1 share of the former Cosmo Oil.

9. The ratio from FY2015 is credit rating-based.

10. Up to FY2009, the figures are rounded up or down to the nearest million. From FY2010 onward, the figures are rounded off to the nearest million.

The Petrochemical Business, which had previously been included in the Petroleum Business segment, was separated into a different segment from FY2010.

**Consolidated Balance Sheets** 

EV2015 (As of March 31, 201

Growth Strategy

EY2016 (As of March 31.2

### LIABILITIES

|  | <b>FY2015</b> (As of March 31, 2016) | <b>FY2016</b> (As of March 31, 2017) | LIABILITIES   |
|--|--------------------------------------|--------------------------------------|---|
| ASSETS                                 |                                      | Millions of yen                      | Current liabilities                                   |
| Current assets                         |                                      |                                      | Notes and accounts payable-trade                      |
| Cash and deposits                      | ¥ 60,972                             | ¥ 45,292                             | Short-term loans payable                              |
| Notes and accounts receivable-trade    | 192,572                              | 216,602                              | Commercial paper                                      |
| Securities                             | 30,000                               | _                                    | Accounts payable-other                                |
| Merchandise and finished goods         | 87,825                               | 111,905                              | Accrued volatile oil and other petroleum taxes        |
| Work in process                        | 391                                  | 279                                  | Income taxes payable                                  |
| Raw materials and supplies             | 94,211                               | 131,181                              | Accrued expenses                                      |
| Accounts receivable-other              | 28,709                               | 36,010                               | Provision for bonuses                                 |
| Deferred tax assets                    | 3,812                                | 3,760                                | Provision for directors' bonuses                      |
| Other                                  | 17,954                               | 16,752                               | Deferred tax liabilities                              |
| Allowance for doubtful accounts        | (195)                                | (181)                                | Provision for business structure improvement          |
| Total current assets                   | 516,254                              | 561,604                              | Other   |
|  | 010,201                              |                                      | Total current liabilities                             |
| Noncurrent assets                      |                                      |                                      | Noncurrent liabilities                                |
| Property, plant and equipment          |                                      |                                      | Bonds payable   |
| Buildings and structures, net          | 129,074                              | 150,866                              | Long-term loans payable                               |
| Oil storage depots, net                | 32,693                               | 33,027                               | Deferred tax liabilities                              |
| Machinery, equipment and vehicles, net | 149,609                              | 161,690                              | Deferred tax liabilities for land revaluation         |
| Land                                   | 320,971                              | 320,496                              | Provision for special repairs                         |
| Lease assets, net                      | 761                                  | 674                                  | Provision for business structure improvement          |
| Construction in progress               | 53,586                               | 99,980                               | Provision for environmental measures                  |
| Other, net                             | 6,571                                | 6,584                                | Net defined benefit liability                         |
| Total property, plant and equipment    | 693,267                              | 773,320                              | Provision for executive remuneration BIP trust        |
| Intangible assets                      |                                      |                                      | Asset retirement obligations                          |
| -                                      | 0.450                                | 0.000                                | Other   |
| Software                               | 3,158                                | 3,032                                | Total noncurrent liabilities                          |
| Goodwill                               | 1,452                                | 721                                  | Total liabilities                                     |
| Other                                  | 42,812                               | 40,830                               |   |
| Total intangible assets                | 47,423                               | 44,585                               | NET ASSETS  |
| Investments and other assets           |                                      |                                      | Shareholders' equity                                  |
| Investment securities                  | 112,040                              | 105,720                              | Capital stock   |
| Long-term loans receivable             | 2,048                                | 2,857                                | Capital surplus                                       |
| Long-term prepaid expenses             | 7,986                                | 6,716                                | Retained earnings                                     |
| Net defined benefit asset              | 1,738                                | 1,928                                | Treasury shares                                       |
| Cost recovery under production sharing | 16,917                               | 17,302                               | Total shareholders' equity                            |
| Deferred tax assets                    | 2,437                                | 2,608                                |   |
| Other                                  | 9,330                                | 8,899                                | Accumulated other comprehensive income                |
| Allowance for doubtful accounts        | (481)                                | (365)                                | Valuation difference on available-for-sale securities |
| Total investments and other assets     | 152,019                              | 145,667                              | Deferred gains or losses on hedges                    |
| Total noncurrent assets                | 892,710                              | 963,573                              | Revaluation reserve for land                          |
|  |                                      |                                      | Foreign currency translation adjustment               |
| Deferred assets                        |                                      |                                      | Remeasurements of defined benefit plans               |
| Bond issuance cost                     | 651                                  | 502                                  | Total accumulated other comprehensive income          |
| Total deferred assets                  | 651                                  | 502                                  | Non-controlling interests                             |
|  |                                      |                                      | Total net assets                                      |
|  |                                      |                                      |   |

**Total assets** 

¥1,409,615

¥1,525,679

**Total liabilities and net assets** 

| <b>FY2015</b> (As of March 31, 2016) | <b>FY2016</b> (As of March 31, 2017) |
|--------------------------------------|--------------------------------------|
|                                      | Millions of yen                      |
|                                      |                                      |
| ¥ 115,803                            | ¥ 170,539                            |
| 200,619                              | 225,169                              |
| 12,000                               | 51,400                               |
| 94,582                               | 92,428                               |
| 93,788                               | 66,528                               |
| 8,094                                | 11,237                               |
| 3,716                                | 3,182                                |
| 4,962                                | 5,326                                |
| 293                                  | 315                                  |
| 52                                   | 266                                  |
| 4,534                                | 2,001                                |
| 17,070                               | 27,079                               |
| 555,519                              | 655,473                              |
|                                      |                                      |
|                                      |                                      |
| 46,700                               | 46,700                               |
| 497,831                              | 449,282                              |
| 31,202                               | 33,608                               |
| 5,249                                | 5,243                                |
| 15,078                               | 13,781                               |
| 1,171                                | 212                                  |
| 3,416                                | 1,997                                |
| 9,586                                | 5,516                                |
| 41                                   | 296                                  |
| 11,375                               | 19,338                               |
| 29,730                               | 21,441                               |
| 651,384                              | 597,420                              |
| ¥1,206,903                           | ¥1,252,893                           |
|                                      |                                      |
|                                      |                                      |
| ¥ 40,000                             | ¥ 40,000                             |
| 84,509                               | 84,359                               |
| 259                                  | 49,985                               |
| (1,223)                              | (1,113)                              |
| 123,545                              | 173,231                              |

| 3,042    | 4,794    |  |
|----------|----------|--|
| (1,601)  | (233)    |  |
| (20,660) | (20,576) |  |
| 8,507    | 7,215    |  |
| (4,786)  | 292      |  |
| (15,499) | (8,508)  |  |
| 94,665   | 108,063  |  |
| 202,712  | 272,786  |  |
|          |          |  |

### ¥1,409,615 ¥1,525,679

Growth Strategy

# **Consolidated Statements of Cash Flows**

Corporate Governance

| Cas | sh flows from operating activities                                  |
|-----|---|
| Ρ   | rofit (loss) before income taxes                                    |
| D   | epreciation   |
| А   | mortization of negative goodwill                                    |
| A   | mortization of goodwill   |
| L   | oss (gain) on step acquisitions                                     |
| In  | npairment loss  |
| L   | oss (gain) on sales of non-current assets                           |
| В   | usiness structure improvement expenses                              |
| L   | oss (gain) on disposal of non-current assets                        |
| L   | oss (gain) on sales of investment securities                        |
| L   | oss (gain) on valuation of investment securities                    |
| L   | oss (gain) on sales of shares of subsidiaries and associates        |
| S   | ubsidy income   |
| In  | terest and dividend income  |
| In  | terest expenses   |
| F   | preign exchange losses (gains)                                      |
| S   | hare of (profit) loss of entities accounted for using equity method |
| In  | crease (decrease) in allowance for doubtful accounts                |
| In  | crease (decrease) in provision for special repairs                  |
| In  | crease (decrease) in provision for environmental measures           |
| In  | crease (decrease) in net defined benefit liability                  |
| D   | ecrease (increase) in notes and accounts receivable-trade           |
| R   | ecovery of recoverable accounts under production sharing            |
| D   | ecrease (increase) in inventories                                   |
| In  | crease (decrease) in notes and accounts payable-trade               |
| D   | ecrease (increase) in other current assets                          |
| In  | crease (decrease) in other current liabilities                      |
| D   | ecrease (increase) in investments and other assets                  |
| In  | crease (decrease) in other non-current liabilities                  |
| 0   | ther, net   |
| S   | ubtotal   |
| In  | terest and dividend income received                                 |
| In  | terest expenses paid  |
| P   | ayments for business structure improvement expenses                 |
| Ρ   | roceeds from subsidy income   |
| P   | ayments for land trust expenses                                     |
| In  | come taxes paid   |
| N   | et cash provided by (used in) operating activities                  |

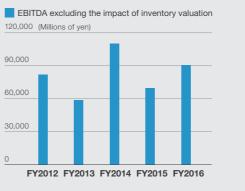
| Consolidated Sta | atements of | Income |
|------------------|-------------|--------|
|------------------|-------------|--------|

|   | <b>FY2015</b><br>(From April 1 2015 to March 31,2016) | FY2016<br>(From April 1 2016 to March 31,2017 |
|---|---|---|
| Net sales   | ¥2,244,306  | Millions o<br>¥2,292,280                      |
| Cost of sales   | 2,154,615   | 2,079,727                                     |
| Gross profit  | 89,691  | 212,553                                       |
| Selling, general and administrative expenses            | 119,433   | 120,370                                       |
| Operating income (loss)                                 | (29,742)  | 92,182  |
| Non-operating income                                    | (==,: =)  | 01,01   |
| Interest income   | 167   | 218   |
| Dividends income  | 1,322   | 671   |
| Rent income on noncurrent assets                        | 870   | 1,144   |
| Equity in earnings of associates                        | 3,012   | 1,796   |
| Other   | 3,907   | 2,764   |
| Total non-operating income                              | 9,280   | 6,594   |
| Non-operating expenses                                  | 0,200   | 0,004   |
|   | 12,758  | 12,274  |
| Interest expenses Foreign exchange losses               | 12,/38  | 12,274  |
| Other   | 2,899   | 3,995   |
| Total non-operating expenses                            | 15,658  | 17,328  |
|   |   |   |
| Ordinary income (loss)                                  | (36,121)  | 81,448  |
| Extraordinary income                                    |   |   |
| Gain on sales of noncurrent assets                      | 160   | 322   |
| Gain on sales of investment securities                  | 161   | 910   |
| Gain on sales of shares of subsidiaries and associates  |   | 1,282   |
| Subsidy income  | 5,716   | 3,346   |
| Gain on change in equity                                | 1,565   | _   |
| Gain on bargain purchase                                | 16,302  | 493   |
| Other   | 554   | 558   |
| Total extraordinary income                              | 24,460  | 6,914   |
| Extraordinary loss                                      |   |   |
| Loss on sales of noncurrent assets                      | 484   | 195   |
| Loss on disposal of noncurrent assets                   | 6,189   | 6,274   |
| Impairment loss   | 6,241   | 842   |
| Loss on valuation of investment securities              | 692   | 808   |
| Business structure improvement expenses                 | 6,923   | 802   |
| Loss on litigation                                      | 405   | -   |
| Loss on step acquisitions                               | 10,190  | -   |
| Land trust expenses                                     | 1,010   | -   |
| Other   | —   | 873   |
| Total extraordinary losses                              | 32,137  | 9,796   |
| Profit (loss) before income taxes                       | (43,797)  | 78,565  |
| Income taxes-current                                    | 13,293  | 18,267  |
| Income taxes-deferred                                   | (12,690)  | 644   |
| Total income taxes                                      | 602   | 18,912  |
| Profit (loss)   | (44,400)  | 59,652  |
| Profit (loss) attributable to non-controlling interests | 5,829   | 6,417   |
| Profit (loss) attributable to owners of parent          | ¥ (50,230)  | ¥ 53,235                                      |

| FY2015                               | FY2016  |
|--------------------------------------|---|
| (From April 1 2015 to March 31,2016) | (From April 1 2016 to March 31,2017)<br>Millions of yen |
|                                      |   |
| ¥ (43,797)                           | ¥ 78,565  |
| 27,447                               | 34,507  |
| (16,302)                             | (493)   |
| 730                                  | 730   |
| 10,190                               | _   |
| 6,241                                | 842   |
| 324                                  | (127)   |
| 6,923                                | 802   |
| 6,189                                | 6,274   |
| (161)                                | (910)   |
| 692                                  | 808   |
| -                                    | (1,282)   |
| (5,716)                              | (3,346)   |
| (1,489)                              | (890)   |
| 12,758                               | 12,274  |
| 119                                  | 754   |
| (3,012)                              | (1,796)   |
| (59)                                 | (148)   |
| 234                                  | (2,375)   |
| (314)                                | (583)   |
| 753                                  | 581   |
| 53,968                               | (23,948)  |
| 3,265                                | 3,262   |
| 79,904                               | (61,495)  |
| (96,090)                             | 55,031  |
| 24,245                               | (1,528)   |
| (18,151)                             | (22,773)  |
| 860                                  | 1,699   |
| 4,171                                | (2,306)   |
| (75)                                 | 1,535   |
| 53,849                               | 73,665  |
| 2,154                                | 1,014   |
| (13,490)                             | (12,407)  |
| (5,107)                              | (3,916)   |
| 4,978                                | 3,487   |
| (1,010)                              | -   |
| (22,945)                             | (14,218)  |
| ¥ 18,427                             | ¥ 47,625  |
|                                      |   |

# **Major Indicators**

### **EBITDA** excluding the Impact of Inventory Valuation



Operating income excluding the impact of inventory valuation Depreciation and amortization1

EBITDA excluding the impact of inventory valuation<sup>2</sup>

Depreciation and amortization

### **ROA** and **ROE**

20

0

-20

-40

-200.000







activities Cash and cash equivaler at the end of year

FY2012 FY2013 FY2014 FY2015 FY2016

### Total Assets, Equity Ratio, and Net Debt-to-Equity Ratio (credit rating-based)



|   | FY2012     | FY2013     | FY2014     | FY2015     | FY2016          |
|---|------------|------------|------------|------------|-----------------|
|   |            |            |            |            | Millions of yen |
| Total assets  | ¥1,743,492 | ¥1,696,831 | ¥1,428,628 | ¥1,409,615 | ¥1,525,679      |
| Net interest-bearing debt                                 | 713,190    | 723,257    | 597,701    | 666,179    | 727,259         |
| Net assets excluding non-controlling interests            | 230,456    | 231,927    | 167,194    | 108,046    | 164,722         |
| Equity ratio (%)  | 13.2       | 13.7       | 11.7       | 7.7        | 10.8            |
| Net debt-to-equity ratio (times)<br>(credit rating-based) | 3.1        | 3.1        | 3.6        | 4.6        | 3.6             |

| Consolidated | Statements | of | Cash | Flows |
|--------------|------------|----|------|-------|
|--------------|------------|----|------|-------|

|  | FY2015<br>(From April 1 2015 to March 31,2016) | <b>FY2016</b><br>(From April 1 2016 to March 31,2017) |
|--|--|---|
| Cash flows from investing activities   |  | Millions of ye  |
| Purchase of investment securities  | ¥ (976)  | ¥ (1,341)   |
| Proceeds from sales and redemption of investment securities                                      | 243  | 7,190   |
| Purchase of shares of subsidiaries and associates  | (8,401)  | (1,240)   |
| Proceeds from sales and liquidation of shares of subsidiaries and associates                     | _  | 178   |
| Proceeds from sales of shares of subsidiaries resulting in change in scope of consolidation      | -  | 1,261   |
| Proceeds from purchase of shares of subsidiaries resulting in change in scope of consolidation   | 35,502   | _   |
| Purchase of property, plant and equipment  | (55,743)                                       | (108,683)   |
| Payments for disposal of property, plant and equipment   | (4,645)  | (4,310)   |
| Proceeds from sales of property, plant and equipment   | 1,243  | 593   |
| Payments for purchases of intangible assets and long-term prepaid expenses                       | (16,126)                                       | (5,977)   |
| Decrease (increase) in short-term loans receivable   | 2,713  | 399   |
| Payments of long-term loans receivable   | (1,840)  | (1,425)   |
| Collection of long-term loans receivable   | 1,074  | 589   |
| Payments into time deposits  | (100)  | (489)   |
| Proceeds from withdrawal of time deposits  | 14,193   | _   |
| Proceeds from withdrawal of investments in anonymous association                                 | _  | 1,233   |
| Other, net   | 23   | (15)  |
| Net cash provided by (used in) investing activities  | (32,839)                                       | (112,038)   |
| ash flows from financing activities  |  |   |
| Net increase (decrease) in short-term loans payable  | (13,138)                                       | (2,828)   |
| Proceeds from long-term loans payable  | 73,692   | 43,861  |
| Repayment of long-term loans payable   | (45,165)                                       | (66,333)  |
| Payments into deposits of restricted withdrawals   | _  | (6,393)   |
| Proceeds from issuance of bonds  | 8,886  | _   |
| Net increase (decrease) in commercial paper  | 12,000   | 39,400  |
| Cash dividends paid  | _  | (3,359)   |
| Cash dividends paid to non-controlling shareholders  | (1,578)  | (947)   |
| Proceeds from share issuance to non-controlling shareholders                                     | _  | 6,229   |
| Other, net   | (2,196)  | (4)   |
| Net cash provided by (used in) financing activities  | 32,499   | 9,626   |
| iffect of exchange rate change on cash and cash equivalents                                      | (189)  | (621)   |
| let increase (decrease) in cash and cash equivalents   | 17,898   | (55,408)  |
| cash and cash equivalents at beginning of period   | 80,765   | 89,418  |
| crease in cash and cash equivalents from newly consolidated subsidiary                           | _  | 2,107   |
| ncrease (decrease) in cash and cash equivalents resulting from merger of ubsidiaries             | _  | 8   |
| Decrease in cash and cash equivalents resulting from exclusion of ubsidiaries from consolidation | (9,245)  | _   |
| Cash and cash equivalents at end of period   | ¥ 89,418                                       | ¥ 36,126  |
|  |  |   |

| FY2012  | FY2013  | FY2014   | FY2015  | FY2016          |
|---------|---------|----------|---------|-----------------|
|         |         |          |         | Millions of yen |
| ¥37,158 | ¥23,647 | ¥ 77,730 | ¥38,961 | ¥52,782         |
| 44,953  | 35,330  | 32,399   | 30,713  | 37,769          |
| 82,111  | 58,977  | 110,129  | 69,674  | 90,551          |

Including "Recovery of recoverable accounts under production sharing"
 EBITDA excluding the impact of inventory valuation = Operating income excluding the impact of inventory valuation +

|       | FY2012    | FY2013    | FY2014    | FY2015    | FY2016          |
|-------|-----------|-----------|-----------|-----------|-----------------|
|       |           |           |           |           | Millions of yen |
| to    | ¥(85,882) | ¥ 4,348   | ¥(77,729) | ¥(50,230) | ¥ 53,235        |
|       | 1,743,492 | 1,696,831 | 1,428,628 | 1,409,615 | 1,525,679       |
| iity  | 230,456   | 231,927   | 167,194   | 108,046   | 164,722         |
| ) (%) | (5.0)     | 0.3       | (5.0)     | (3.5)     | 3.6             |
| ) (%) | (31.4)    | 1.9       | (39.0)    | (36.5)    | 39.0            |
|       |           |           |           |           |                 |

1. ROA = Profit (loss) attributable to owners of parent/Average total assets at beginning and end of the fiscal year × 100 2. ROE = Profit (loss) attributable to owners of parent/Average shareholders' equity at beginning and end of the fiscal year × 100

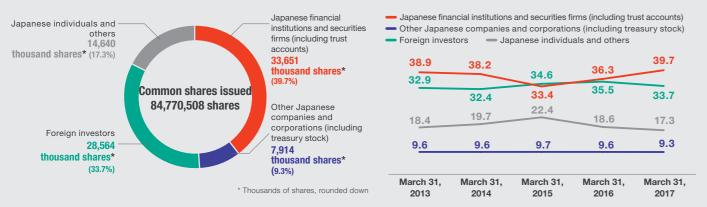
|      | FY2012    | FY2013   | FY2014    | FY2015   | FY2016          |
|------|-----------|----------|-----------|----------|-----------------|
|      |           |          |           |          | Millions of yen |
| ing  | ¥(20,950) | ¥35,837  | ¥163,384  | ¥18,427  | ¥47,625         |
| ng   | (80,481)  | (61,007) | (30,126)  | (32,839) | (112,038)       |
| ing  | 104,695   | 12,555   | (178,920) | 32,499   | 9,626           |
| ents | 129,699   | 123,280  | 80,765    | 89,418   | 36,126          |

Growth Strategy

### Share Information (As of March 31, 2017)

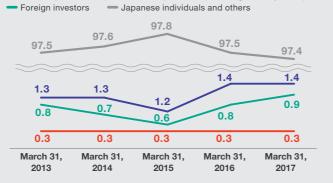
| General meeting of shareholders | every June                  |  | Record date for term-end dividend payment | March 31                    |
|---------------------------------|-----------------------------|--|---|-----------------------------|
| Shareholder registration agent  | Sumitomo Mitsui Trust Bank, |  | Number of shares per trading unit         | 100 shares                  |
| Shareholder registration agent  | Limited                     |  |   | Tokyo Stock Exchange, First |
| Number of common shares issued  | 84,770,508 shares           |  | Stock listing                             | Section                     |

### Number of Shares by Type of Shareholders and their Trend



### Number of Shareholders by Type and their Trend





### Principal Shareholders (As of March 31, 2017)

| Shareholder  | Number of shares<br>owned (Thousands) | Percentage of shares owned (%) |
|--|---------------------------------------|--------------------------------|
| Infinity Alliance Limited                            | 17,600                                | 20.76                          |
| Japan Trustee Services Bank, Ltd. (Trust account)    | 5,757                                 | 6.79                           |
| Mizuho Bank, Ltd.                                    | 3,153                                 | 3.71                           |
| The Bank of Tokyo-Mitsubishi UFJ, Ltd.               | 1,975                                 | 2.32                           |
| The Master Trust Bank of Japan, Ltd. (Trust Account) | 1,899                                 | 2.24                           |
| The Kansai Electric Power Co., Inc.                  | 1,860                                 | 2.19                           |
| Mitsui Sumitomo Insurance Co., Ltd.                  | 1,767                                 | 2.08                           |
| Aioi Nissay Dowa Insurance Co., Ltd.                 | 1,580                                 | 1.86                           |
| Sompo Japan Nipponkoa Insurance Inc.                 | 1,579                                 | 1.86                           |
| Cosmo Energy Holdings Client Stock Ownership         | 1,529                                 | 1.80                           |

\* Three decimal places are rounded down. \* In calculating the percentage of total shares issued, total shares issued excludes treasury stock.

## **Corporate Data**

| Company Name                       | Cosmo Energy Holdings Co., Ltd.            |   |  |  |
|------------------------------------|--|---|--|--|
| Securities Code                    | 5021                                       | 5021  |  |  |
| Head Office                        | ,  | 1-1, Shibaura 1-chome, Minato-ku, Tokyo<br>Phone +81-3-3798-3180        |  |  |
| Established                        | October 1, 2015                            | October 1, 2015   |  |  |
| Capital                            | ¥40 billion                                |   |  |  |
|                                    | Management of subsidiaries involved in oil |   |  |  |
| Type of Business                   | Management of subs                         | idiaries involved in oil  |  |  |
|                                    | Management of subs<br>April 1, 1986        | idiaries involved in oil<br>Cosmo Oil was esta<br>Oil Co., Ltd., and fo |  |  |
| Type of Business Corporate History |  | Cosmo Oil was esta  |  |  |
|                                    | April 1, 1986                              | Cosmo Oil was esta<br>Oil Co., Ltd., and fo                             |  |  |

### Key Data of the Cosmo Energy Group

| Number of SS Operators | 224                                      |
|------------------------|--|
| Branches               | Eastern Japan, Kanto, Chubu, Kansai, Wes |
| Refineries             | Chiba, Yokkaichi, Sakai                  |

| Editorial policy                               | For a better understan<br>stakeholders, the Anni<br>the Cosmo Report sin   |
|--|--|
| Period covered                                 | Mainly the fiscal year f (including some inform  |
| Report boundary                                | Cosmo Energy Holding<br>companies.<br>* The section on CSR<br>companies, which sh<br>of Cosmo Oil, data fo<br>companies.<br>The scope of covera  |
| Month of issue                                 | August 2017 (next pub  |
| Cosmo Report, IR website,<br>and CSR website   | Cosmo Report (book<br>are available on our II<br>CSR activity reporting<br>Reporting Initiative) S<br>Environmental Report<br>the Environment of Ja<br>The links to Cosmo Er<br>IR website http:// |
| Cautionary notes on forward-looking statements | This report contains for<br>performance of Cosmo<br>judgments that are bas<br>actual results may differ<br>external environment.   |

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businesses ranging from upstream to downstream and others

ablished through tripartite merger of Daikyo Oil Co., Ltd., Maruzen ormer Cosmo Oil (Cosmo Refining)

was merged into Cosmo Oil.

dings Co., Ltd. was established.

subishi UFJ, Ltd.; and Sumitomo Mitsui Banking Corporation

estern Japan

nding of the Cosmo Energy Group's creation of values to all nual Report and the Corporate Report have been integrated into nce FY2016.

from April 1, 2016 to March 31, 2017 mation for FY2017)

ngs Co., Ltd. and major consolidated subsidiaries and affiliated

covers mainly Cosmo Energy Holdings and 54 Group share the "CSR Initiative Policy" but includes data on employees for three core companies, and data only for some other

age for these data is provided individually in appended notes.

ublication scheduled for August 2018: to be issued every year)

klet) is designed to be easily looked at, while further details IR website and CSR website. ng is focused on priority issues while using GRI (Global Sustainability Reporting Guidelines 4th edition and rting Guidelines (2012 Version) established by the Ministry of

Japan as reference. energy Holdings' official websites are as follows:

//ceh.cosmo-oil.co.jp/eng/ir/ //ceh.cosmo-oil.co.jp/eng/csr/

orward-looking statements about the plans, strategies and no Energy Group. These statements include assumptions and ased on information currently available to us. As such, the fer from those mentioned herein, due to various factors in the