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Sec. Code 4716

August 2, 2019

To Our Shareholders

Frank Obermeier
Director, President & CEO
Oracle Corporation Japan
Kita-Aoyama 2-5-8, Minato-ku, Tokyo

NOTICE OF THE 34th ANNUAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 34th Annual Meeting of Shareholders.

If you are unable to attend the meeting, you may vote on the proposals in advance by mail or via the Internet. To do so, please exercise your voting right after examination with reference materials. Please refer to the “Procedure for exercising voting rights via the Internet” on pages if you plan to vote on the proposals via the Internet.

1. **Date:** Tuesday, August 20, 2019, at 10:00 a.m.
2. **Place:** Main Ballroom “Aoi”, 2nd Floor, PALACE HOTEL TOKYO
1-1-1 Marunouchi, Chiyoda-ku, Tokyo, Japan 100-0005

3. Meeting Objectives:

Reporting:

Presentation of the Business Report, Balance Sheet and Statement of Income for the 34th business Period (from June 1, 2018 to May 31, 2019)

Agenda:

Proposal Election of 8 Directors

4. Guidance for the exercise of voting rights:

[Vote on the proposals by mail]

Please indicate your approval or disapproval of each proposal on the enclosed document for the exercise of voting rights, and then mail it to arrive by 5:00 p.m. on Monday, August 19, 2019.

[Vote on the proposals via the Internet]

Please vote on the proposals from the e-vote website (<https://www.evoting.tr.mufg.jp/>) by 5:00 p.m. on Monday, August 19, 2019. Please refer to the “Procedure for exercising voting rights via the Internet” on pages 3-4 if you plan to vote on the proposals via the Internet. Please refer to the “Procedure for exercising voting rights via the Internet” on next page.

End of proposals

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If you plan on attending the meeting, please submit the enclosed document for the exercise of voting rights to the receptionist at the meeting.

If the entries of the business report, statements of account or reference material for the meeting of shareholders need to be amended, we post all revised subjects on our website (<http://www.oracle.com/jp/corporate/investor-relations/index.html>).

© Other requests

Please note that in the event of unforeseeable circumstances, the proceedings may need to be changed. Please see information on evacuation routes at the end of this notice or at the site and at the place.

We will have turned down the air conditioning, and our officers and staffs are wearing light clothing. We ask for your understanding and cooperation.

[Procedure for Exercising Voting Rights via the Internet]

When exercising your voting rights by using the Internet, keep the following in mind:

Notes:

1. E-vote website

- (1) You may exercise your right to vote at our specified site (<https://www.evoting.tr.mufg.jp/>) from a personal computer, Smartphone, or cellular phone.
- (2) Votes by personal computer or Smartphone will depend on your environment for the usage of Internet services. When you use Internet firewalls or antivirus software or proxy servers, votes by the Internet may not be possible.
- (3) Votes by cellular phone will depend on model of your cellular phones. For security, cellular phone models of which TLS communication and cellular phone information transmission are available are only applicable.
- (4) Votes by the Internet will be accepted until up to 5:00 p.m. of the day prior to the day of the Annual Meeting of Shareholders (Monday, August 19, 2019). However, for consideration of totaling the results of exercising voting rights, please exercise your voting rights as early as possible. If you have questions, please contact our help desk.

2. Procedure for exercising voting rights by the Internet

- (1) At our e-vote website (<https://www.evoting.tr.mufg.jp/>), please exercise your voting rights following the guidance on the screen, using the voting rights code and temporary password given on the voting form (or your registered password).
- (2) To avoid incorrect access by person who is not our shareholder and falsification of your exercise, we will request the change of your temporary password and the acquisition of our specified electronic certificate.
- (3) Concerning the voting rights code, new one will be given every Notice of Annual Meeting of Shareholders.

3. Treatment when the exercise of voting rights is conducted several times

- (1) If you exercise your right to vote by using the Internet, to vote by document is unnecessary. When you exercise your right to vote both by document and by using the Internet, the vote submitted by using the Internet will be accepted.
- (2) The last exercise of voting rights will be assumed to be valid when the exercise of voting rights is conducted more than once via the Internet. The last exercise of voting rights will be assumed to be valid when you exercise your right to vote both by personal computer, Smartphone, and cellar phone.

4. Expenses for the access to the site for exercising voting rights

When you access a site to exercise your voting rights, connection fees for internet access and telephone fees payable to communication carriers will be charged, and you bear those expenses. When you use cellar phone, packet communication fees and other fees will be charged, and you bear those expenses.

5. Receiving a Notice of the Annual Meeting

From next general shareholders meeting, you can receive a Notice of the Annual Meeting by E-mail. If you are interested, take the necessary procedure at the site at which you exercise your right to vote through personal computer or Smartphone. (You neither take procedure by cellar phone nor designate mail-address of cellar phone.)

<p>Contact related to the system Mitsubishi UFJ Trust Bank Custody service (help desk) TEL:0120-173-027 (9:00-21:00 free dial)</p>
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*Note: This service is available in Japanese language only.

Proposal: Election of 8 Directors

The term of office of all directors (8) expires at the close of this Annual Meeting of Shareholders. In accordance with the re decision of the Nomination Committee, it is proposed to elect 8 directors (2 of outside directors), including 1 new candidate.

1. The candidates for directors are listed below. (* indicates new candidate.)

(Candidate number) Name (Date of birth)	Profile, position and assignment in our company (Representative position for other company)	Number of Oracle Corporation Japan shares owned
(1) Frank Obermeier (Feb. 22, 1968)	Jul. 1991 Hewlett Packard Germany	
	Aug. 1993 Computer 2000 (TechData) Germany	
	Apr. 1995 Oracle Germany, Sales Manager	
	Dec. 1996 Owner and Managing Director OMEGA IT solutions Germany	
	Jan. 2000 Unit.Net Switzerland, VP Sales	
	Nov. 2003 Avaya Germany, Sales Director	
	Nov. 2005 Avaya EMEA, Director Service Customer Operations	
	Jan. 2007 Dell Germany, General Manager Global Segment	
	Jan. 2009 Dell Area VP Global Segment, Central Europe	
	Jun. 2010 Teleplan International Netherlands, Executive VP Sales	
	Mar. 2011 Hewlett Packard Germany, General Manager PPS	
	Apr. 2013 Hewlett Packard Switzerland, COO PPS	
	Apr. 2014 Hewlett Packard United States, VP WW Channel Sales	
	Feb. 2015 Oracle Germany, VP Technology Sales Business Unit	
	Jun. 2017 Oracle Corporation Japan, Chief Executive Officer	
	Aug. 2017 Director, Chief Executive Officer	
	Apr. 2018 Director, President & CEO (Current position)	
Jun. 2018 Oracle Corporation, Senior Vice President, Japan & ANZ for Technology (Current position)		

(Candidate number) Name (Date of birth)	Profile, position and assignment in our company (Representative position for other company)	Number of Oracle Corporation Japan shares owned
(2) * Koji Minato (May 21, 1970)	Apr. 1994 Joined Nippon Telegraph and Telephone Corporation (NTT)	-
	Apr. 2004 Joined NTT COMWARE CORPORATION	
	Jul. 2008 Sun Microsystems Support Service Dept. General Manager of Operation	
	Jun. 2010 Joined Oracle Information Systems (Japan) G.K. Customer Support, System Support Dept. General manager of Account Management of Oracle Corporation Japan	
	Jun. 2014 Director of Corporate Planning Office	
	Jun. 2015 Operating Officer, Director of CEO Office	
	Aug. 2016 Senior Operating Officer, Director of Operations and CEO Office	
	Oct. 2017 Senior Managing Operating Officer, Director of Strategy & Operations	
	Aug. 2018 Executive Officer, Executive Deputy President, Chief Operating Officer (Current Position)	
(3) Krishna Sivaraman (Mar. 21, 1968)	May. 1996 Oracle India Private Limited	-
	Feb. 2014 Vice President Finance, Oracle Corporation Japan and GFIC (Current position)	
	Aug. 2014 Corporate Executive Officer of Oracle Corporation Japan	
	Aug. 2017 Director, Corporate Executive Officer	
	Aug. 2018 Director, Chief Financial Officer (Current position)	
	Jun. 2019 Oracle Corporation, Vice President of Finance, Japan & APAC (Current position)	

(Candidate number) Name (Date of birth)	Profile, position and assignment in our company (Representative position for other company)	Number of Oracle Corporation Japan shares owned
(4) Edward Paterson (Oct. 7, 1963)	Jun. 1988 Joined Federal Reserve Bank of St. Louis	-
	May. 1994 Joined Anheuser-Busch Companies (Currently, Anheuser-Busch InBev)	
	Apr. 1999 Director, Anheuser-Busch Japan (An Anheuser-Busch and Kirin Holdings Company Joint Venture)	
	Jun. 2000 Vice President Foreign Exchange and Interest Rate Derivatives, U.S. Bancorp	
	Nov. 2001 Director of Treasury, Oracle Corporation	
	Jul. 2005 Senior Director of Treasury, Oracle Corporation	
	Jun. 2008 Joined International Game Technology	
	Sep. 2009 Senior Director of Treasury, Oracle Corporation	
	Mar. 2010 Assistant Treasurer, Oracle Corporation	
	Sep. 2012 Vice President and Assistant Treasurer, Oracle Corporation (Current Position)	
Aug. 2016 Director of Oracle Corporation Japan (Current position)		
(5) Kimberly Woolley (April 4, 1972)	Oct. 1998 Associate at law firm Sullivan & Cromwell	-
	Sept. 2000 Associate at law firm Gibson, Dunn & Crutcher	
	Jan. 2008 Corporate Counsel for Franklin Templeton Investments	
	May 2009 Senior Corporate Counsel of Oracle Corporation	
	Oct. 2009 Managing Counsel and Assistant Secretary of Oracle Corporation	
	July 2012 Director, Associate General Counsel of Williams-Sonoma, Inc.	
	Oct. 2014 Member, Board of Trustees of Ripon College (Current Position)	
	Dec. 2014 Assistant General Counsel and Assistant Secretary of Oracle Corporation (Current Position)	
	Oct. 2015 Vice Chair of Audit Committee, Board of Trustees of Ripon College	
	Mar. 2017 Director of Oracle Financial Services Software Limited (Current Position)	
	Aug. 2017 Director of Oracle Corporation Japan (Current position)	
	Oct. 2017 Chair of the Infrastructure Committee of Ripon College	

(Candidate number) Name (Date of birth)	Profile, position and assignment in our company (Representative position for other company)	Number of Oracle Corporation Japan shares owned
(6) Yoshiaki Fujimori (July 3, 1951)	Apr. 1975 Nissho Iwai Corporation (Currently, Sojitz Corporation)	-
	Oct. 1986 GE Japan Inc.	
	May. 2001 General Electric Company, Senior Vice President	
	Oct. 2008 GE Japan Inc. Representative Director, Chairperson, President & CEO	
	Mar. 2011 GE Japan Inc. (Currently SMFL Capital Co., Ltd.) Representative Director, Chairperson	
	Jun. 2011 LIXIL Corporation Director LIXIL GROUP CORPORATION Director	
	Aug. 2011 LIXIL Corporation Director Representative Director, President & CEO LIXIL GROUP CORPORATION Director, Representative Executive Officer, President and CEO	
	Jun. 2012 Tokyo Electric Power Co.,Inc. (Currently Tokyo Electric Power Company Holdings, Inc.) Outside Director	
	Jan. 2016 LIXIL Corporation Director Representative Director, Chairperson & CEO	
	Jun. 2016 LIXIL GROUP CORPORATION Advisor (Current Position) Takeda Pharmaceutical Company Limited Director (Current Position)	
	Jul. 2016 Boston Scientific Corporation Outside Director (Current Position)	
	Feb. 2017 CVC Asia Pacific Ltd. Supreme Advisor (Current Position)	
	Aug. 2018 Oracle Corporation Japan, Outside Director, Chairperson (Current Position)	
	Jun. 2019 TOSHIBA CORPORATION, Outside Director (Current Position)	

(Candidate number) Name (Date of birth)	Profile, position and assignment in our company (Representative position for other company)	Number of Oracle Corporation Japan shares owned
(7) John L. Hall Oct. 30, 1954)	Jan. 1977 Joined IBM Corporation	-
	Sep. 1992 Director of Open Systems Sales and Marketing of Unisys Corporation	
	Oct. 1994 Corporate Global Alliance Manager of Oracle Corporation	
	Jun. 1996 Vice President, Oracle Asia Pacific Alliances	
	Mar. 1997 Managing Director, Oracle Thailand	
	Sep. 1997 Senior Vice President, Oracle Worldwide Alliances	
	Apr. 1999 Senior Vice President of Oracle University	
	Aug. 2003 Director of Oracle Corporation Japan (Current position)	
	Jun. 2015 Retired from Oracle Corporation	
(8) Takeshi Natsuno (Mar. 17, 1965)	Apr. 1988 Joined TOKYO GAS Co.,Ltd	-
	Jun. 1996 Director, Director, Executive Officer Deputy President of Hyper Net	
	Sep. 1997 Joined NTT DOCOMO, INC.	
	Jun. 2005 Operating Officer, Mulch Media Service Director of NTT DOCOMO	
	May. 2008 Professor of Graduate School of Media and Governance, Keio University (Current Position)	
	Jun. 2008 Outside Director of SEGA SAMMY HOLDINGS INC. (Current Position)	
	Outside Director of transcosmos inc. (Current Position)	
	Director of NTT Resonant Incorporated (Current Position)	
	Dec. 2008 Director of DWANGO Co., Ltd.	
	Jun. 2009 Outside Director of DLE Inc. (Current Position)	
	Sep. 2009 Outside Director of GREE, Inc. (Current Position)	
	Dec. 2010 Outside Director of USEN-NEXT HOLDINGS Co., Ltd. (Current Position)	
	Aug. 2016 Director of Oracle Corporation Japan (Current position)	
	Jun. 2017 Outside Director of Ubicom Holdings, Inc.	
	Director of GENETEC CORPORATION	
	Outside Director of Cool Japan Fund Inc.	
Jun. 2018 Representative Director & Chairperson, MOVIE WALKER Co., Ltd. (Current position)		
Oct. 2018 Director, BOOK WALKER Co.,Ltd. (Current position)		
Nov. 2018 Director, KADOKAWA CORPORATION (Current position)		
Feb. 2019 Representative Director, President, DOWANGO CORPORATION (Current position)		

Note 1. Special interests between the candidates and the Company

Mr. Frank Obermeier is Senior Vice President, Japan & ANZ for Technology of Oracle Corporation, Mr. Krishna Sivaraman is Vice President of Finance, Japan & APAC of Oracle Corporation, Mr. Edward Paterson is Vice President and Assistant Treasurer of Oracle Corporation and Ms. Kimberly Woolley is Assistant General Counsel and Assistant Secretary of Oracle Corporation.

Oracle Corporation is special related entities to the Company. For information on the relationship of the Company with Oracle Corporation, please refer to Relationship with the parent company of (5) Parent company and consolidated subsidiaries in 1. OVERVIEW OF THE COMPANY” of attached document.

2. Candidates for outside directors

(1) Messrs. Yoshiaki Fujimori, John L. Hall and Takeshi Natsuno are candidates for outside directors.

(2) Reason

Director Yoshiaki Fujimori, John L. Hall and Takeshi Natsuno are outside directors in accordance with Article 2, Section 15 and Article 400, section 3 of the Corporate Law.

(3) Tenure of outside director (outside statutory auditor) of the Company (at the end of this shareholders meeting)

Yoshiaki Fujimori	Outside Director	1 year
John L. Hall	Outside Director	16 years
Takeshi Natsuno	Outside Director	3 year

(4) Agreements limiting liability for outside directors

The company stipulates its articles of incorporation for entering into agreement with outside directors and for limiting their liabilities so that directors may perform properly the roles expected of them in carrying out the duties of directors, and valuable human resources may be invited as outside directors. Please refer to “Notes of (1) Directors and Corporate Executive Officers in 4. DIRECTORS” of attached document for the summary of the agreements. The Company has concluded agreements limiting the liability with current outside directors. If the current outside directors are appointed, the Company renews the current agreements with each of them.

(5) Regarding violations of laws and regulations by other company at which currently running Outside Director candidates is appointed as director.

DLE Inc., a stock company at which Outside Director candidate Mr. Takeshi Natsuno is appointed as a director, was found to have improperly accounted and reported its financial results for the previous fiscal year.

After DLE Inc. filed a securities corrections report on December 3rd, 2018, the Tokyo Stock Exchange issued a Special Market Warning Notice regarding DLE Inc.’s securities on December 28th, 2018 and subsequently was charged with a monetary fine by the Financial Services Agency on April 18th, 2019.

While Mr. Natsuno was not privy to the violation until its discovery, he gave appropriate advice from a legal compliance perspective when called upon. Once Mr. Natsuno became aware of the issue at hand, he has made and continues to make all necessary efforts to prevent the recurrence of the incident, including giving his opinion on DLE Inc.’s undertakings regarding the same.

3. Notifications of Directors, Yoshiaki Fujimori, John L. Hall and Takeshi Natsuno satisfy the requirements of Independent Director stipulated in Rule of the Securities Listing Regulations of the Tokyo Stock Exchange. If they are appointed, the Company will apply them to Tokyo Stock Exchange as Independent Director.

Reason for selecting the candidates:

The nomination committee decided that each candidate as mentioned above is supposed to be a director who can decide important business judgments and supervise of the business operation of the company properly based on their expertise.

Business Report

(From June 1, 2018 to May 31, 2019)

1. OVERVIEW OF THE COMPANY

(1) Progress and Results of Business

During the fiscal year under review (from Jun 1, 2018 to May 31 2019, hereinafter “this year”), the Japanese economy continuously improved moderately, however we need to concern over overseas policy trends in the United States and the expansion of trade conflict. In terms of social and corporate activity, it has become important to utilize digital technologies when cope with issues such as the shrinking productive-age population, globalization and the challenge of developing new business. Similarly, the Japanese information services industry in which the Company operates enjoyed firm system renewal demand and solid IT investment aimed at corporate growth and boosting competitiveness, including investing in mobile solutions, improving efficiency through the use of IoT and other digital data, and strengthening contact points with end users.

In this business environment, the Company strives to become an ideal partner by achieving customer’s innovation and supporting their business transformation by utilizing cloud service and data. The company continuously has been investing in our employees to enhance their expertise, promotes combination proposals to customers by closer cooperation with sales, consulting services and support services.

In December, 2018, the Company opened “Oracle Digital Hub Tokyo” as a sales base to promote utilizing IT and cloud technology by companies in mid-markets. The Company has deployed the sales teams of “Oracle Digital” and “Oracle NetSuite” of cloud ERP, and they are promoting solution offering with Oracle Cloud while using advanced digital tools in order to respond directly to customers nationwide.

And in May, 2019, the Oracle opened the next generation datacenter for mission critical workload in Tokyo region, the Company has been promoting sales of “Oracle Cloud” including “Oracle Autonomous Database”.

As a result of these measures, the Company posted 202,389 million yen (up 9.1 % year on year) in revenue, 62,337 million yen (rising 11.3 %) in operating income, 62,284 million yen (gaining 11.3 %) in ordinary income and 43,360 million yen (increasing 11.9 %) in net income. The Company exceeded the forecast range announced at the beginning of fiscal year, and renewed record highs in revenue for consecutively ninth period and in operating income, ordinary income and net income for eighth straight year.

(2) The results of each business segment are as follows:

Go to Market Strategy

The Company has the comprehensive product portfolio which consists of platform, applications, hardware which can be deployed on cloud environment and on-premise environment. Especially our software license products have been widely adopted in the field of mission critical systems, which have demanded high security, availability and high performance for many years. The Oracle Cloud, which the Company has focused on as a pillar of its new business, has been developed based on the same system architecture and technologies as these software licenses, and the Company enjoys a strength in enabling coordination and bidirectional migration between on-premises systems built with the software licenses products and the Oracle Cloud.

Currently the Company has been taking advantage of these strengths, so that our customers can use our products and services in optimal state, the company invests in our employees to enhance their expertise, promotes combination proposals to customers by closer cooperation with sales, consulting services and support services and focusses on the initiatives of “Acquiring big deals”, “Autonomous upgrades” and “ERP upgrades”.

Regarding our products and services, currently Oracle incorporates AI in the Oracle Cloud, and promotes to make it autonomy of maintenance and operation like patching, performance tuning and so on as one of differentiation with other cloud services. The Company released “Oracle Autonomous Transaction Processing” in August 2018 followed by “Oracle Autonomous Data Warehouse Cloud” we released in March 2018. And as a service to promote “ERP upgrades”, we provides “Oracle Soar” which migrates “Oracle E-Business Suite” on on-premise environment to Oracle ERP cloud in a short time. And the Company concluded the reseller agreement of cloud services with Oracle Information Systems Japan G.K. in February, 2019 (which appoints the company as the agency of Cloud services in Japan).

Regarding purchasing experience, in order to use Oracle technologies more flexible for a wider range of customers, we provide “Bring Your Own License (BYOL)”, enabling customers to move their existing Oracle software licenses over to “Oracle PaaS” and “Universal Credits” which allows the use of all Oracle PaaS and IaaS by entering into a single and simple contract, and we are striving to expand our cloud and license business.

(Glossary)

- Cloud service: Providing software and hardware resources which are used for IT system infrastructure at companies and other organizations as services under agreements for certain periods through the networks such as Internets.
- SaaS: Stands for “Software as a Service,” and refers to services that offer financial accounting, salary/personnel management, and other functions of software that are provided via the Internet.
- PaaS: Stands for “Platform as a Service,” and refers to services that offer database management software for the construction and operation of the IT systems and middle layer software that ensure the smooth linkage between different software that are provided via the Internet.
- IaaS: Stands for “Infrastructure as a Service,” and refers to services that offer infrastructure that are provided via the Internet for the construction and operation of IT systems, such as server machines, storage devices, and other hardware and networks.
- On-premises: A form of IT system developed and operated as the company’s possession.

[Cloud & License(*)]

Revenue in the Cloud & license segment was 162,813million yen, up 11.1 % from the corresponding period of the previous fiscal year. Revenue in the Cloud license & on-premise license was 52,747 million yen (increasing 13.3 % year on year), revenue in the Cloud services & license support was 110,066 million yen (rising 10.1 % year on year). This segment consists of the “Cloud license & on-premise license” that the Company sells software licenses for database management software, a range of middleware, and ERP and other business applications, etc., the “License support” that the Company provides software updates and technical support for customers using the Company’s software licenses, and the “Cloud services” are services the Company provides the resources of software and hardware via the Internet.

* (Note) The Company has changed reporting segments since the this fiscal year ended May31, 2019, renamed “Cloud & Software” to “Cloud & license”, “New software license” to “Cloud license & on-premise license”, integrated “Cloud(SaaS/PaaS/IaaS)” and “Update & product support” to “Cloud services & license support”.

In the 1st Quarter of the fiscal year, we successfully closed large deals in mainly the service sector, the telecommunication sector and the retail and distribution sector. These orders came from customers improving customer engagement by utilizing data and digital technologies aggressively and pursuing revenue growth, and customers enhancing their core systems to adapt their rapid business growth.

In the 2nd Quarter, we received orders from the customers in wide variety of industries and company size including the manufacturing, Retail, Service, Public and Utility. As a result of our sales activities taking advantage of our strengths, we got orders of ERP cloud for the overseas base from a customer in the manufacturing industry that is developing globally. And we successfully closed the comprehensive cloud deals from a customer in retail services, which contained ERP cloud, Marketing cloud, Engagement cloud integrated functions of sales management and customer service, and PaaS to develop additional functions.

In the 3rd Quarter, there was a reactionary downturn following the large deals won in the same period of the previous fiscal year. However the Company received orders of “Oracle Exadata” for systems of store sales management, digital settlement services and production management from customers in retail and distribution sector, service sector and manufacturing sector.

In the 4th, the Company successfully won several large deals, as a result we had been promoting combined offerings so far. Customers in the wide range of industries mainly manufacturing, financial services, retail services, public services aiming renewal of IT platform to corresponding to the next generation technologies, security reinforcement and enhancement of platform to respond increasing transaction data, adopted our technology products including our database products.

The demand for “Oracle Cloud Platform” is increasing due to its compatibility with on-premise systems and the abundant functions of PaaS and IaaS, in addition to this, the demand for "Oracle Cloud Infrastructure" is increasing for customers who need high cost-performance while securing security and supporting high workload processing such as analysis processing and risk calculation. Regarding SaaS, customers who plan to enhance management and risk control and to improve business efficiency along with expansion of company scale, are studying and adopting SaaS including ERP cloud because of its rapid implementation.

[Hardware systems]

Revenue in the Hardware systems segment was 18,340 million yen, gaining 1.5 % from the corresponding period of the previous fiscal year. This segment consists of the Hardware systems product division which sells servers, storage, engineered systems and network devices, and provides operating systems and related software, and the Hardware systems support division which provides technical support for hardware products, maintenance and repair services and updated versions of related software including operating systems.

[Services]

Revenue in the Services segment was 21,234 million yen, gaining 1.6 % from the corresponding period of the previous fiscal year. This segment consists of Consulting Services, which support the introduction of products of the Company; Advanced Customer Support Services, which provide a preventive maintenance service and a comprehensive operation management service for customers' IT environments; and Education services, which provide training for engineers and users, and also encompasses a technology qualification business. As for Consulting Services, the number of composite projects taking advantage of the Company's comprehensive product and service portfolio has increased steadily. They include projects for platform transition from the on-premise environment to the IaaS and PaaS environment and those for linkage with SaaS solutions such as the ERP cloud.

<Revenue breakdown by business segments>

Item	May 2018		May 2019		
	Amount	Comp.	Amount	Comp.	Variance
	Million Yen	%	Million Yen	%	%
Cloud license & on-premise license	46,557	25.1	52,747	26.1	13.3
Cloud services & license support	99,960	53.9	110,066	54.4	10.1
Cloud & License	146,518	79.0	162,813	80.4	11.1
Hardware systems	18,063	9.7	18,340	9.1	1.5
Services	20,898	11.3	21,234	10.5	1.6
Total	185,481	100.0	202,389	100.0	9.1

*Amount is rounded down. Composition ratio and year-to-year comparison (% of change YoY) are rounded off.

(3) Capital investment

The total amount of the company's capital investment in this period was 3,094 million yen. This was attributable primarily to purchase of computers.

Capital investment includes the payment for guarantee deposit.

(4) Issues to address

① Our basic business policies

The Company practices a basic philosophy of creating new IT value and contributing to customer success and the development of society. The role of IT has been evolving from tools for operational efficiency and cost cutting, to business infrastructure that transforms corporate processes and business models.

The basic policy of the Company as a technology company is to help enhance the competitiveness and improve the performance of customers and provide for the greater convenience and development of society by delivering the most-advanced digital technologies such as cloud solutions.

② Targeted business indices

The Company aims to improve corporate value and return profits to shareholders by driving revenue, operating income and EPS.

③ The Company's medium- and long-term management strategies and issues to be addressed

The Company is aiming for further business growth by supporting our customer's cloud migration of their core systems and active data utilization.

In order to further accelerate our focus points "Win big deals", "Autonomous Upgrades" and "ERP Upgrades", the Company will open a new datacenter in Osaka region added on the "Generation 2 Cloud" datacenter in Tokyo region opened in May,2019, and deliver our cloud services corresponding to enterprise workload and security. And we deploy enterprise cloud sales teams "Autonomous Database Rep" added on the "Oracle Digital" for SMB market, and we expand our cloud business by add value sales with our consulting services.

(5) Parent company and consolidated subsidiaries

① Status of Parent Company

(a) Relationship with the parent company

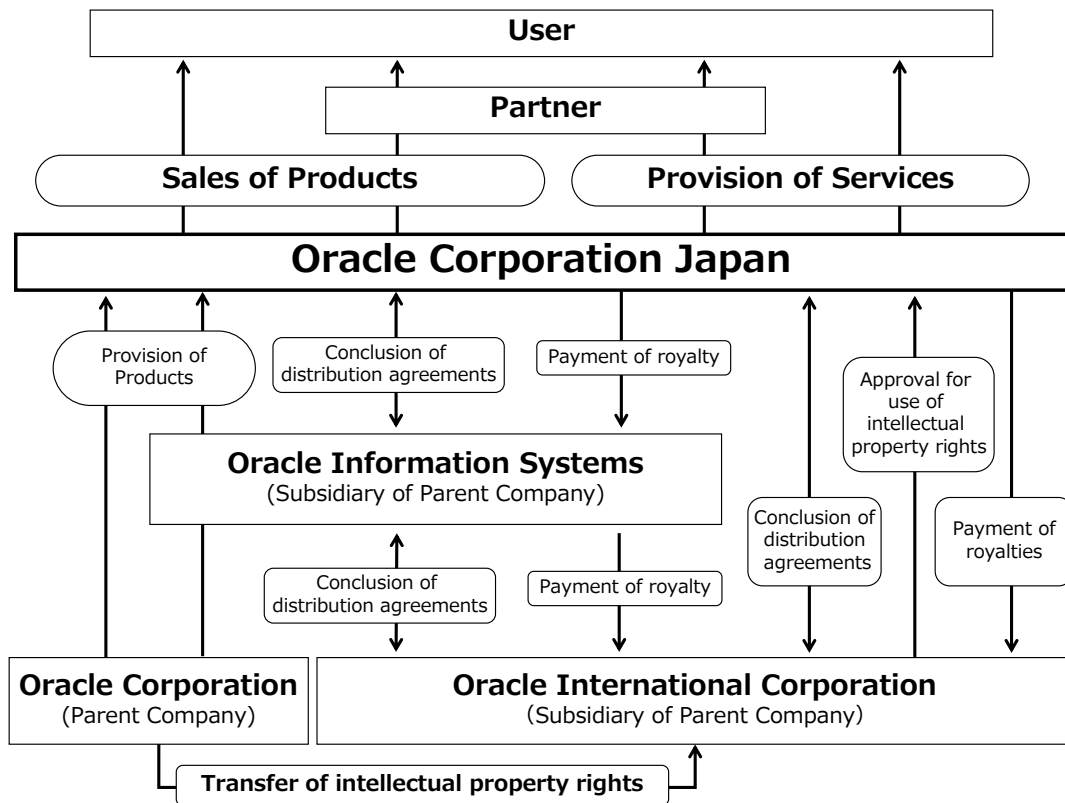
Oracle Corporation Japan's parent company is Oracle Japan Holding, Inc. (California, U.S.A), which owns 74.1% of voting rights (94,967 thousand shares) of the company's stock. This company is a subsidiary of Oracle Corporation (California, U.S.A).

(b) Matters related to transactions with the parent company

The Company belongs to a corporate group centered on Oracle Corporation, which is the substantive parent company of the Company.

The corporate group undertakes worldwide sales of software, including relational database management software, middleware, and applications; and hardware, including servers, storage devices, and network devices. Its products are used for building and operating IT environments, such as cloud computing environments. In addition, the Company provides products such as cloud services that are offered over the Internet and through other networks, and a variety of services to support the introduction and use of these products.

(Business relation diagram)



The Company has concluded sales agency agreements with Oracle International Corporation, which owns and manages the intellectual property rights of Oracle Corporation, the parent company of the Company, and mutual sales license agreements with Oracle Information Systems Japan G.K., a subsidiary of Oracle Corporation, which owns the right to license and the right to sell cloud services and products that have been acquired by Oracle Corporation in Japan. Based on these agreements, the Company receives supplies of products for the Japanese market from Oracle Corporation and pays a certain percentage of the sales proceeds from the products including cloud services and the acquired products to Oracle International Corporation and Oracle Information Systems Japan G.K., respectively, in consideration thereof.

In addition, as the principal operations of the Company are selling products developed by Oracle Corporation and providing related services incidental to these products in the Japanese market, the Company does not conduct research and development activities on its own.

Although the research and development of products are carried out mainly by Oracle Corporation, products suitable for the Japanese market are developed with the participation of the Company in the development of new products from an early stage based on its close cooperation with Oracle Corporation.

From the standpoint of securing independence from the parent company, the Company's Board of Directors makes the final decisions regarding the business development of the Company, and the directors make their decisions in such a manner that their decisions are in the best interests of the Company and all of its shareholders.

- ② Major consolidated subsidiaries
Not applicable.

(6) Performance and Assets

Category		31st fiscal year ending May 2016 (Note)	32nd fiscal year ending May 2017 (Note)	33rd fiscal year ending May 2018 (Note)	34th fiscal year ending May 2019 (Note)
Revenue	(M Yen)	170,203	173,190	185,481	202,389
Ordinary income	(M Yen)	50,273	52,502	55,978	62,284
Net income	(M Yen)	33,568	36,360	38,751	43,360
Earnings per share	(Yen)	263.64	285.11	303.25	338.92
Total assets	(M Yen)	223,402	198,731	236,509	269,518
Net assets	(M Yen)	136,227	105,783	131,425	160,288
Net assets per share	(Yen)	1,062.14	824.79	1,025.38	1,251.45

(Note) As the Company treats its own shares owned by the Board Incentive Plan (BIP) Trust for its directors and executive officers and the Employee Stock Ownership Plan (ESOP) Trust as treasury stock, the Company subtracts the number of shares of the treasury stock from the average number of shares during the period in the calculation of net income per share since the 30th fiscal year. In the calculation of net assets per share, the Company also subtracts the number of shares of the treasury stock from the number of outstanding shares at the fiscal year end.

(7) Major Offices

As of May 31, 2019

Headquarter: Kita- Aoyama 2-5-8, Minato-ku, Tokyo
Regional Offices: Kita-Nihon
Hokkaido (Chuo-ku, Sapporo City)
Tohoku (Aoba-ku, Sendai City)
Naka-Nihon
Tokai (Naka-ku, Nagoya City),
Hokuriku (Kanazawa City, Ishikawa Prefecture)
Nishi-Nihon
Kansai (Kita-ku, Osaka City)
Chugoku/Shikoku (Naka-ku, Hiroshima City)
Kyushu (Chuo-ku, Fukuoka City)
Okinawa (Naha City, Okinawa Prefecture)
Offices: Akasaka Office (Minato-ku, Tokyo),
Toyota Office (Toyota City, Aichi Prefecture)
Training Centers: Training Campus Osaka (Kita-ku, Osaka City),
Training Campus Akasaka (Minato-ku, Tokyo)

(8) Employees

As of May 31, 2019

Number of employees	Difference from end of last fiscal year	Average age	Average service years of employment
2,622	+125	43.1	9.0

(Note) "Number of employees" includes employees on loan from the other companies (352 persons) and temporary employees (2 persons). The employees on loan from the other companies and temporary employees are excluded from the calculation of average age and average service years of employment.

2. SHARES

As of May 31, 2019

- (1) Number of shares authorized to issue 511,584,909 shares
 (2) Number of shares issued 128,098,771 shares (including 11,325 own shares)
 (3) Number of shareholders 20,785
 (4) Major shareholder

Name of shareholder	Number of shares held (1,000 shares)	Composition %
Oracle Japan Holding, Inc	94,967	74.1
The Master Trust Bank of Japan, Ltd.	1,928	1.5
STATE STREET BANK AND TRUST COMPANY 505001	1,589	1.2
SSBTC CLIENT OMNIBUS ACCOUNT	1,462	1.1
Japan Trustee Services Bank, Ltd.	1,454	1.1
Japan Trustee Services Bank, Ltd. (Account #5)	780	0.6
THE CHASE MANHATTAN BANK 385036	648	0.5
STATE STREET BANK WEST CLIENT - TREATY 505234	628	0.5
Japan Trustee Services Bank, Ltd. (Account #7)	607	0.5
GOVERNMENT OF NORWAY	581	0.5

Note: 1. The composition is calculated without treasury stock (11,325 shares) from total shares issued.

2. The number of shares of the treasury stock held by The Master Trust Bank of Japan, Ltd (ESOP trust: 153,062 shares, BIP trust 20,043 shares) are included in the calculation of "Composition %".

(5) Other important matters related to shares

The Company has introduced the BIP Trust, an incentive plan for its directors and executive officers, and the ESOP Trust, an incentive plan for its employees.

(i) BIP Trust for directors and officers

At the Compensation Committee meeting held on October 24, 2014, the Company resolved to introduce the Board Incentive Plan (BIP) Trust (hereinafter the “BIP Trust”) as a new incentive plan to change the compensation plan to one that would more strongly motivate the directors and executive officers of the Company to execute their duties.

The Company will first establish a trust by contributing funds to acquire the Company’s shares, with the directors and executive officers who have met certain requirements as beneficiaries, among those who have elected to use the BIP Trust. The trust will acquire a certain number of the Company’s shares that are expected to be delivered to the relevant directors and executive officers from the stock market during the predetermined acquisition period based on the pre-established Regulations for Share Regulations for Shares Distribution of the Company. Then, the trust will deliver the number of the Company’s shares to the directors and executive officers as compensation every year according to the business performance, etc. of the Company during the trust period pursuant to the provisions of the Regulations for Share Regulations for Shares Distribution.

The number of the Company’s shares owned by the BIS Trust as of the end of the fiscal year under review (May 31, 2019) is 20,043.

(ii) ESOP Trust

At the Board of Directors meeting held on October 24, 2014, the Company resolved to introduce the Employee Stock Ownership Plan (ESOP) Trust (hereinafter the “ESOP Trust”), an incentive plan for its employees, for the purpose of increasing the corporate value of the Company in the medium and long term.

The Company will first establish a trust by contributing funds to acquire the Company’s shares, with the employees who have met certain requirements as beneficiaries, among those who have elected to use the ESOP Trust. The trust will acquire a certain number of the Company’s shares that are expected to be delivered to the relevant employees from the stock market during the predetermined acquisition period based on the pre-established Regulations for Share Regulations for Shares Distribution of the Company. The trust will then deliver the number of the Company’s shares to the employees on a certain day every year according to the degree of their contribution to the business performance, etc. of the Company pursuant to the provisions of the Regulations for Share Regulations for Shares Distribution.

The number of the Company’s shares owned by the ESOP Trust as of the end of the fiscal year under review (May 31, 2019) is 153,062.

3. SHARE WARRANTS

(1) Share warrants held by company directors

As of May 31, 2019

① Share warrants held by directors (exclude outside directors and include executive officer)

Date that rights were granted	Number of remaining share warrants to be issued (Note) 1	Type and number of remaining shares to be issued	Number of directors that rights were granted	Exercise value (Yen)	Period in which the rights can be exercised (Note) 2,3
October 15, 2009 (Note) 4	5	Common stock 500 shares	1	3,930	From October 15, 2011 to September 25, 2019
October 15, 2010 (Note) 4	112	Common stock 11,200 shares	2	4,338	From October 15, 2012 to September 22, 2020
September 28, 2012 (Note) 4	30	Common stock 3,000 shares	1	4,025	From September 28, 2014 to September 12, 2022
September 30, 2013 (Note) 4	65	Common stock 6,500 shares	2	3,942	From September 30, 2015 to September 13, 2023

② Share warrants held by outside directors

Date that rights were granted	Number of remaining share warrants to be issued (Note) 1	Type and number of remaining shares to be issued	Number of directors that rights were granted	Exercise value (Yen)	Period in which the rights can be exercised (Note) 2,3
September 30, 2015	25	Common stock 2,500 shares	1	5,200	From September 30, 2017 to September 16, 2025

- (Note)
1. 100 common stock per share warrant
 2. Please refer to the next (2) Share warrants issued in this fiscal year as a consideration for the execution of the duties "Note 2 and 3".
 3. 40,000 shares out of 40,000 shares were disclaimed since some of the directors and executive officers selected the BIP trust in the fiscal year under review. The conversion ratio of the number of shares delivered in the BIP Trust to the number of shares granted by share warrants at the time of selecting the share warrant plan and the stock compensation plan is 4:1.
 4. Including Share warrants granted during employed on the Company.

(2) Share warrants issued to employees in this fiscal year as a consideration for the execution of the duties

Date that rights were granted	Number of remaining share warrants to be issued (Note) 1	Type and number of remaining shares to be issued	Number of the employees that rights were granted	Exercise value (Yen)	Period in which the rights can be exercised (Note) 2,3
October 12, 2018	216	Common stock 21,600 shares	17	9,185	From October 12, 2020 to September 21, 2028

- (Note)
1. 100 common stock per share warrant
 2. Those who are allocated the share warrants may exercise a part of or all of the rights in accordance with the following classifications:
 - (a) Recipients may exercise half of the allocated rights after the period in which the rights can be exercised starts.
 - (b) Recipients may exercise all of the allocated rights after 2 years from (a).
 3. (1) Those allocated the share warrants are required to be a director, Corporate Executive Officer, or an employee of Oracle Corporation Japan at the time of exercising the stock purchase warrant. However, as long as the requirements set out in the share warrants allocation agreement executed between Oracle Corporation Japan and the recipient of allocation are met, the recipient may continue to exercise his or her rights after they no longer hold the position of employee, director or Corporate Executive Officer.
 (2) Those who are allocated the share warrants may not dispose of part or all of the share warrants through assignment, attachment or other methods.
 (3) Other conditions set out in the share warrants allocation agreement must be followed.
 4. 343,400 shares out of 365,000 shares were selected since some of employees selected the ESOP trust in the fiscal year under review. The conversion ratio of the number of shares delivered in the ESOP Trust to the number of shares granted by share warrants at the time of selecting the share warrant plan and the ESOP Trust is 4:1.

4. DIRECTORS

(1) Directors and Corporate Executive Officers

As of May 31, 2019

Name	Position	Assignment or major contents of work
Frank Obermeier	Director Corporate Executive Officer President & Chief Executive Officer	Oracle Corporation, Senior Vice President Japan & ANZ for Technology
Shigeru Nosaka	Director Deputy Chairperson	Director, YAMAHA CORPORATION
Krishna Sivaraman	Director Corporate Executive Officer Chief Financial Officer	Vice President Finance, Oracle Corporation Japan and GFIC
Edward Paterson	Director Compensation Committee Member Audit Committee Member	Vice President and Assistant Treasurer, Oracle Corporation
Kimberly Woolley	Director Nominating Committee Member	Assistant General Counsel and Assistant Secretary, Oracle Corporation
Yoshiaki Fujimori	Director Chairperson Compensation Committee Member Audit Committee Member	Advisor, LIXIL GROUP CORPORATION Outside Director, Takeda Pharmaceutical Company Limited Outside Director, Boston Scientific Corporation Outside Supreme Advisor, CVC Asia Pacific Ltd.
John L. Hall	Director Chairperson of the Nominating Committee Chairperson of the Compensation Committee Chairperson of the Audit Committee	-

Name	Position	Assignment or major contents of work
Takeshi Natsuno	Director Nominating Committee Member	Professor of Graduate School of Media and Governance, Keio University Outside Director, SEGA SAMMY Holdings Inc. Outside Director, Transcosomos, Inc Director, NTT Resonant Incorporated Representative Director & President, DWANGO Co., Ltd Outside Director, DLE Inc Outside Director, GREE, Inc Outside Director, U-NEXT HOLDINGS CO., Ltd Outside Director, Uicom Holdings, Inc. Director, GENETEC CORPORATION Outside Director, Cool Japan Fund Inc. Representative Director & Chairperson, MOVIE WALKER Co., Ltd. Director, BOOK WALKER Co.,Ltd. Director, KADOKAWA CORPORATION
Tadahiro Kaneko	Representative Corporate Executive Officer Chief Legal Officer	Chief Executive Officer, Oracle Information Systems (Japan) G.K.
Koji Minato	Corporate Executive Officer Deputy President Chief Operating Officer	-
Hisayuki Ishizumi	Corporate Executive Officer Deputy President	-

- (Notes)
1. Yoshiaki Fujimori, John L. Hall and Takeshi Natsuno are outside Directors.
 2. Director Yoshiaki Fujimori and Takeshi Natsuno are assigned to serve as director or auditor of several companies. The Company has no business relationship with the concurrent companies. Tadahiro Kaneko is assigned to serve as Chief Executive Officer of Oracle Information Systems G.K. For information on the relationship of the Company with Oracle Information Systems, please refer to Relationship with the parent company of (5) Parent company and consolidated subsidiaries in 1. OVERVIEW OF THE COMPANY” of attached document.
 3. Notifications of Directors, Yoshiaki Fujimori, John L. Hall and Takeshi Natsuno have been filed as the independent directors stipulated in Rule of the Securities Listing Regulations of the Tokyo Stock Exchange.
 4. Personnel change of the position or assignment in this period

Name	Date	Position and assignment in our company (Representative position for other company)	Appointment or Resignation
Frank Obermeier	Jun. 1, 2018	Director President & Chief Executive Officer	Director President & Chief Executive Officer <u>Senior Vice President Japan & ANZ for Technology of Oracle Corporation</u>
Hitoshi Matsufuji	Aug. 22, 2018	Director Audit Committee Nominating Committee Member Compensation Committee Member	Retired at the expiration of his term
Shigeru Nosaka	Mar. 22, 2019	Director Deputy Chairperson <u>Audit Committee Member</u>	Director Deputy Chairperson
Edward Paterson	Mar. 22, 2019	Director Compensation Committee Member	Director Compensation Committee Member <u>Audit Committee Member</u>

5. The Company and each of the Outside Directors have entered into an agreement with the Company limiting their liability as prescribed in Paragraph 1, Article 427, of the Corporate Law and the limit of amount of the liability based on the agreement shall be 20 million yen or more, and shall be a pre-determined amount or an amount provided in laws and ordinances, whichever is higher.
6. The audit committee members are on a non-permanent basis in particular as they make sufficient efforts to maintain communications and coordination with the internal audit team members so as to perform their functions.

(2) Remuneration of Directors and Executive Officers

Policy on Determination of Remuneration of Directors and Executive Officers

The remuneration package of Directors and Executive Officers consists of three elements, a base salary, a performance-based bonus and Share incentive plan, and each element is determined in accordance with the following policy.

(a) Base salary

A salary level commensurate with role and responsibility is determined with reference to the salary levels of other companies in the same industry.

(b) Performance-based bonus

Bonus is determined based on the Company's target management indicator in that particular fiscal year (sales, profits, etc.) and is paid according to the degree of attainment of targets set at the beginning of the fiscal year.

The Company adopted a system that ensures bonuses clearly reflect management responsibilities and results by closely linking them to corporate performance through the inclusion of growth i.e. as an indicator in addition to degree of attainment of the operating income target and revenue growth ratio of the Company's flagship products.

(c) Share incentive plan

Adding to stock option plan which are granted to Directors, the Company introduced the Board Incentive Plan (BIP) Trust (hereinafter the "BIP Trust") as an incentive plan to change the compensation plan to one that will more strongly motivate the directors and executive officers of the Company to execute their duties.

Note: The Company will apply to unify stock option plan into BIP Trust for share incentive plan from FY2020 and the Company will abolish to grant new stock option.

Amount of Payments of Directors and Executive Officers

Classification	Number of persons	Amount of payments (Million yen)
Directors (including Outside Directors)	5 (4)	90 (57)
Executive Officers	2	77
Total	7 (4)	168 (57)

- (Notes)
1. The above numbers include one Outside Director who retired during the fiscal year under review.
 2. The above table includes expenses for the fiscal year under review on the granting of share warrants to one Outside Directors: 0 million yen.
 3. The payment amount above includes the expenses of the BIP Trust for director and executive officers, which is a stock compensation plan that posts expenses for multiple years, posted according to their service period in the fiscal year under review. The amount of expenses posted in the fiscal year under review is 6 million yen for one director and 12 million yen for two Executive officers.
 4. The company has no retirement allowance plan for directors.
 5. The payment amount above includes a provision for one executive officers' bonuses for the fiscal year under review totaling 11 million yen. A bonus of 2 million yen paid to one executive officer in the fiscal year under review is also included.
 6. In addition to the above, the company covers the rent for one director. The burden amount for the current fiscal year is 11 million yen.
 7. The Executive Officers of the Company concurrently serve as Directors of the Company haven't received payments as Executive Officers.

(3) Outside Directors

① Significant concurrent positions held and bearing on the Company

As stated in “(1) Names, etc. of Directors and Executive Officers”

② Major activities during the year under review

(a) Attendant meetings to the Board of Directors and each Committee in this Fiscal Year.

(Attendant / held, “-” is outside charge)

Name	Board of Directors	Audit Committee	Nominating Committee	Compensation Committee
Yoshiaki Fujimori	4/4	4/4	-	2/2
John L. Hall	6/6	5/5 (Chairperson)	1/1 (Chairperson)	2/2 (Chairperson)
Takeshi Natsuno	6/6	-	0/0	-
Hitoshi Matsufuji	2/2	1/1	1/1	-

- (Note)
1. Director Takeshi Natsuno was assigned to new Nominating Committee member of August 22, 2018. The activities is after assignment, and no meeting was held within his term.
 2. Director Yoshiaki Fujimori was elected to new Director and members of each of the Committee of August 22, 2018. The activities are after assignment, and they attended all of meetings.
 3. Director Hitoshi Matsufuji was retired up his term of office of August 22, 2018, and he attended all of meetings within his term.

(b) Activities and advices, etc.

- Yoshiaki Fujimori provided helpful advice about the Company’s management and made other necessary statements, from insights based on his rich experiences in a globally operating company as well as having had various important roles in one of the world leading global corporations.
- John L. Hall provided helpful advice about the Company’s management and made other necessary statements, from an expert perspective as a specialist in the business field and in the Company’s products and services.
- Takeshi Natsuno provided helpful advice about the Company’s management and made other necessary statements, from an expert perspective as a business management on broad industries.
- Hitoshi Matsufuji provided helpful advice about the Company’s management and made other necessary statements, from an expert perspective as a qualified certified public accountant through his extensive experience in corporate accounting

5. INDEPENDENT AUDITOR

(1) Name of the Independent Auditor

Earnst & Young ShinNihon LLC

(2) Amount of Fee paid to Independent Auditor

- | | | |
|------|--|----------------|
| (i) | Total amount of fee to Independent Auditor | 65 million yen |
| (ii) | Total amount of fee for which the company must pay | 65 million yen |

- (Note) 1. In the Audit contract between the Company and the Independent auditor, the amount of the Audit fee of the Audit based on the Corporate Law and the Audit based on Securities and Exchange Law is not clearly divided, and it is not possible to divide substantially, so these amount of the total fee is described above.
2. The Audit Committee has decided to agree on the amount of the payment to the independent auditor after conducting the necessary verifications as to whether the content of the audit plan, the execution of duties and the grounds for the calculation of the payment estimate for the independent auditor are appropriate.

(3) Details of any fee paid to the Independent Auditor for services other than those stipulated in Article 2-1 of the Certified Public Accountant Law (non-audit services).

Not applicable.

(4) Policy on determination of Dismissal and Non-reappointment of Independent Auditor

When the Audit Committee judges that the Independent Auditor applies to any item of Paragraph 1, Article 340 of the Corporate Law, the Audit Committee, subject to prior consent of all Audit Committee members, will dismiss the Independent Auditor in accordance with the provisions of said article. In this case, an audit committee member elected by the Audit Committee will report the dismissal of the Independent Auditor and the reason for dismissal at the first Annual Meeting of Shareholders convened after the dismissal.

(5) Summary of agreements limiting liability

Not applicable.

6. Guideline about Distribution, etc. of Surpluses

The Company recognizes that one of its most important business missions is to enhance corporate value and distribute profits to shareholders.

The basic policy for the distribution of surplus is to provide a return to shareholders through dividends, while ensuring management flexibility by comprehensively taking into account the balance between the cash required for the Company's business plan, business results, and cash flows.

For dividends for the fiscal year under review, we will pay an annual dividend of 136 yen per share.

Balance Sheet

As of May 31, 2019

(Unit : Million yen)

Items	Amount	Items	Amount
(Assets)		(Liabilities)	
I Current assets		I Current liabilities	
1. Cash and deposits	65,505	1. Accounts payable-trade	15,910
2. Accounts receivable-trade	20,283	2. Accounts payable-other	5,313
3. Prepaid expenses	208	3. Income taxes payable	10,969
4. Other	7,020	4. Advances received	70,772
5. Allowance for doubtful accounts	-12	5. Deposits received	160
Total current assets	93,005	6. Provision for bonuses	2,581
		7. Provision for directors' bonuses	11
		8. Provision for product warranties	119
		9. Provision for stock benefits	311
		10. Other	3,072
		Total current liabilities	109,222
II Noncurrent assets		II Noncurrent liabilities	
1. Property, plant and equipment		Other	7
(1) Buildings	11,088	Total noncurrent liabilities	7
(2) Tools, furniture and fixtures	3,743	Total liabilities	109,230
(3) Land	26,057		
Total property, plant and equipment	40,889	(Net assets)	
2. Intangible assets		I Shareholders' equity	
Software	2	1. Capital stock	24,679
Total intangible assets	2	2. Capital surplus	
3. Investments and other assets		Legal capital surplus	8,030
(1) Investment securities	36	Total capital surplus	8,030
(2) Deferred tax assets	3,474	3. Retained earnings	
(3) Guarantee deposits	328	Other retained earnings	
(4) Bankruptcy and reorganization claim	34	Retained earnings brought forward	128,580
(5) Long-term loans receivable from subsidiaries and associates	130,000	Total retained earnings	128,580
(6) Other	1,781	4. Treasury stock	-1,211
(7) Allowance for doubtful accounts	-34	Total shareholders' equity	160,078
Total investments and other assets	135,620	II Subscription rights to shares	209
Total noncurrent assets	176,512	Total net assets	160,288
Total assets	269,518	Total liabilities and net assets	269,518

Statement of Income

(From June 1, 2018 to May 31, 2019)

(Unit : Million yen)

	Amount
Net sales	202,389
Cost of sales	106,735
Gross profit	95,653
Selling, general and administrative expenses	33,316
Operating income	62,337
Non-operating income	43
Non-operating expenses	96
Ordinary income	62,284
Extraordinary income	
Gain on reversal of subscription rights to shares	20
Total extraordinary income	20
Income before income taxes	62,305
Income taxes-current	18,942
Income taxes-deferred	2
Net income	43,360

Statement of changes in shareholders' equity

Current term end (From June 1, 2018 to May 31, 2019)

(Unit : Million yen)

	Shareholders' equity						
	Capital stock	Capital surplus		Retained earnings		Treasury stock	Total shareholders' equity
		Legal capital surplus	Total Capital surplus	Other retained earnings	Total retained earnings		
Balance at the beginning of current period	24,480	7,831	7,831	99,450	99,450	-599	131,162
Cumulative effects of changes in accounting policies				1,258	1,258		1,258
Restated balance	24,480	7,831	7,831	100,708	100,708	-599	132,420
Changes of items during the period							
Issuance of new shares-exercise of subscription rights to shares	198	198	198				397
Dividends from surplus				-15,489	-15,489		-15,489
Net income				43,360	43,360		43,360
Purchase of treasury stock						-943	-943
Sale of treasury stock						332	332
Net changes of items other than shareholders' equity							
Total changes of items during the period	198	198	198	27,871	27,871	-611	27,658
Balances at end of current period	24,679	8,030	8,030	128,580	128,580	-1,211	160,078

	Subscription rights to shares	Net assets
Balance at the beginning of current period	262	131,425
Cumulative effects of changes in accounting policies		1,258
Restated balance	262	132,683
Changes of items during the period		
Issuance of new shares-exercise of subscription rights to shares		397
Dividends from surplus		-15,489
Net income		43,360
Purchase of treasury stock		-943
Sale of treasury stock		332
Net changes of items other than shareholders' equity	-53	-53
Total changes of items during the period	-53	27,604
Balances at end of current period	209	160,288

The Accounting Auditor's Report

Independent Auditor's Report

July 19, 2019

Oracle Corporation Japan
The board of Directors

Ernst & Young Shin Nihon LLC
Engagement Limited Partner:
Mitsunobu Yamaguchi, Certified Public Accountant
Engagement Limited Partner:
Atsuko Tanabe, Certified Public Accountant

Pursuant to Article 436, paragraph 2, item 1 of the Japanese Companies Act, we have audited the financial statements of Oracle Corporation Japan for the 34 term commencing on June 1, 2018, and ending on May 31, 2019, which comprise the balance sheets, the statements of income, the statements of changes in net assets, and the notes to the financial statements. We have also audited the annexed detailed statements thereof.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements and the annexed detailed statements thereof in accordance with the accounting standards generally accepted in Japan. This responsibility includes development and operation of such internal control as management determines necessary to enable the preparation and fair presentation of the financial statements and the annexed detailed statements thereof that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements and the annexed detailed statements thereof from an independent standpoint based on the audit we conducted. We conduct our audit in accordance with the auditing standards generally accepted in Japan.

Those auditing standards require that we formulate an audit plan and perform the audit based on this plan to obtain reasonable assurance about whether the financial statements and the annexed detailed statements thereof are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the annexed detailed statements thereof. According to our decision, the audit procedures are selected and applied based on an assessment of the risk of material misstatement in the financial statements and the annexed detailed statements thereof, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the preparation and fair presentation of the financial

statements and the annexed detailed statements thereof in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the annexed detailed statements thereof.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Audit Opinion

In our opinion, the financial statements and the annexed detailed statements thereof referred to above present fairly, in all material respects, the financial position and the results of operations of Oracle Corporation Japan. for the period of the financial statements and the annexed detailed statements thereof, in accordance with the corporate accounting standards generally accepted in Japan.

Interests

No relationship involving interests that must be indicated herein under the provisions of the Certified Public Accountants Act exists between Oracle Corporation Japan. and us or the engagement partners.

End

Audit Report by Audit Committee

The Audit Committee has completed an audit of the performance of the duties of the directors and executive officers in the 34th fiscal year from June 1, 2018 to May 31, 2019. The following is a report of the methods and results of the audit:

① Method and content of audit

The Audit Committee received a report regally about the content of the resolutions of the Board of Directors relating to the matters specified in Article 416, Paragraph 1, Items 1b and 1e of the Companies Act and the system developed based on the resolutions (internal control system) from the directors, executive officers and employees regarding its formulation and operation status, requested explanations as needed and expressed opinions, and examined on the basis of the audit policy and the segregation of duties set out by the Audit Committee, in cooperation with the internal control division of the Company, reviewed processes and contents of decision making in important meetings, contents of major approval documents and other important operation-related documents, performance of the duties of the executive officers (and major employees), and company's operations and financial matters. With respect to the matters heeded specified in Article 118, Item 5, (a) of the Corporation Law Enforcement Regulations, and the determination on the matters specified in (b) of the said Item and the reason therefor, as stated in business report, the Audit Committee reviewed the content in light of the status of the Board of Directors Meeting's deliberation etc. The Audit Committee also monitored and checked whether the accounting auditor maintained its independent position and carried out an appropriate audit, received reports from the accounting auditor on its performance of duties, and requested explanations as needed. The accounting auditor notified the Audit Committee that the accounting auditor has established a system for ensuring the appropriate performance of duties (each item of Article 131 of the Ordinance on Company Accounting) under the "Quality Control Standards for Audit" (Business Accounting Council, October 28, 2005) among others, and the Audit Committee requested explanations as needed.

By the methods above, the Audit Committee examined the business report, accounting statements (balance sheet, statement of income, statement of changes in net assets, and notes), and their supplemental schedules.

1. Results of audit

(1) Results of audit of business report

- (i) The Audit Committee acknowledges that the business report and its supplemental schedules show the situation of the Company properly under laws and regulations, and the articles of incorporation.
- (ii) The Audit Committee has found no wrongdoing in relation to directors and executive officers' performance of their duties or significant facts violating laws and regulations, or the articles of incorporation.
- (iii) The Audit Committee acknowledges that the contents of business report and the resolutions of the Board of Directors in relation to the internal control system are appropriate. The Audit Committee has found no matters out of significance in association with directors and executive officers' performance of their duties relating to the internal control system.
- (iv) With respect to the transactions that the interest conflicts with the parent company etc., as stated in business report, the Audit Committee has found no matters out of significance in association with the matters heeded not to harm the interest of the Company in conducting such transactions, and with the Board of Directors Meeting's determination whether or not such transactions harm the interest of the Company and the reason therefor.

(2) Results of audit of accounting statements and their supplemental schedules

The Audit Committee acknowledges that the method and results of the audit by the accounting auditor Ernst & Young ShinNihon LLC are appropriate.

July 22, 2019

Audit Committee of Oracle Japan Corporation

Audit Committee of Oracle Corporation Japan

Audit Committee Member	John L. Hall	Seal
Audit Committee Member	Edward Paterson	Seal
Audit Committee Member	Yoshiaki Fujimori	Seal

(Note) Audit Committee Member John L. Hall and Yoshiaki Fujimori are outside directors as stipulated in Article 2, Item 15 and Article 400, Item 3 of the Companies Act.

The 34th Fiscal Year

**Materials Disclosed via the Internet
For Notice of Shareholders' Meeting**

The Systems to Ensure Properness of the Company's Businesses
The operation status of "The Systems to Ensure Properness of the Company's Businesses"
Notes to Non-consolidated Financial Statements

From June 1, 2018

To May 31, 2019

The Systems to Ensure Properness of the Company's Businesses

① The system concerning the retention and management of information pertaining to the execution of duties of Corporate Executive Officers

Establish regulations on the management of such documents as the minutes of a meeting of shareholders, minutes of a meeting of the board of directors, minutes of any other important meeting concerning management, and keep a record of any important decisions made. Such regulations may not be established or amended without the approval of the board of directors. Documents that will be managed under such regulations will be retained so as to facilitate easy searching and browsing as required.

② The regulations and other systems concerning the control of risk of loss

With respect to the risks pertaining to compliance, disaster, and information security, the department in charge of each risk will establish regulations/guidelines and provide related education. If a new risk arises, a Corporate Executive Officer will be promptly appointed in charge of said risk.

③ The system for securing efficient execution of duties of Corporate Executive Officers

- 1) Hold meetings to assist execution by the Chief Executive Officer, as well as to discuss and decide matters pertaining to decisions of the board of directors.
- 2) Establish regulations on the clarification of responsibilities and authorities of Corporate Executive Officers and employees, thereby establishing the environment in which the Company's businesses can be efficiently executed within their responsibilities and authorities.

④ The system for securing compliance of the execution of duties by employees with applicable laws and regulations, and the Articles of Incorporation

- 1) Establish a basic policy on compliance by applying the corporate code of ethics of the Oracle Group.
- 2) Establish a system through which any illegal misconduct by an employee will be reported by using the Oracle Group's internal reporting channel for compliance.
- 3) For purposes of building, maintaining, and improving the internal control system, each department in charge will establish and implement internal regulations, and conduct training on applicable laws and regulations as well as internal regulations, etc.
- 4) Appoint a person in charge of compliance, thereby establishing the compliance system at the Company.
- 5) Set up an audit department, which, in accordance with the regulations on internal audits, will audit the business process of each department, and discover or prevent any fraud, and correct the business process as required.

⑤ **The system for securing the properness of business in the business group consisting of the Company and its parent and subsidiaries**

- 1) Establish a corporate code of ethics for the Oracle Group.
- 2) Establish a system through which any violation of laws and regulations can be reported by using the internal reporting channel for compliance. Establish a system through which any wrongful acts of Corporate Executive Officers and employee-status Operating Officers appointed by the Board of Directors can be reported to the Audit Committee, in addition to Company's Internal Reporting Channel for Compliance (Oracle HelpLine).
- 3) The Company will accept regular audits by the internal audit department of the parent, and will receive reports on the audit results.
- 4) The Company conducts internal audit on its subsidiaries and reports the result to the Board of Directors and the Audit Committee.

⑥ **The matters pertaining to the placement of employees to assist responsibilities of the Audit Committee**

Set up an Administrative Office to assist responsibilities of the Audit Committee.

⑦ **The matters pertaining to the independence of employees from Corporate Executive Officers under the foregoing item**

When employees are placed to assist the responsibilities of the Audit Committee, the Audit Committee must be consulted regarding the appointment, transfer, and appraisal, etc. of such employees, and the Corporate Executive Officers must respect it.

⑧ **The matters pertaining to securing the effectiveness of the instructions given by the Audit Committee to an employee**

An Assistant who assists in the affairs of the Administrative Office and Audit Committee Members shall follow the instructions of the Audit Committee.

⑨ **The system for the Corporate Executive Officers and employees to report to the Audit Committee, and other system pertaining to reporting to the Audit Committee**

Corporate Executive Officers and employees must promptly report on matters pertaining to business execution whenever requested to do so by Audit Committee Member. The Audit Committee will have the opportunity to hold, if necessary, hearings with the Corporate Executive Officers and employees.

⑩ **The system for securing that any person who has made a report set forth in the preceding item shall not be treated disadvantageously by reason of his/her making said report**

Prohibit any disadvantageous treatment of a person who has made a report to the Audit Committee by reason of his/her making said report.

⑪ Procedures to prepay or reimburse the expenses with respect to the execution of the Audit Committee Members' duties and other matters concerning the policy pertaining to the disposition of the expenses or debt with respect to the execution of said duties

If the Audit Committee Members make a request for the expenses that are necessary for the execution of their duties, such request shall be treated pursuant to the Article 404, Paragraph 4 of the Companies Act. Also, the Audit Committee Members may, as necessary, appoint one or more external advisors at the Company's expense without obtaining a prior approval of the Board of the Directors Meeting or Corporate Executive Officers.

⑫ Other systems for securing effective audits by the Audit Committee

- 1) The annual plan for internal audits implemented by the internal audit department will be explained beforehand to the Audit Committee, who may request amendment thereto. The Audit Committee may also occasionally receive reports on the implementation of an internal audit and, if necessary, request the implementation of an additional audit and measures to improve business.
- 2) The Chief Executive Officer and accounting auditor(s) will arbitrarily meet with the Audit Committee Members, and exchange views on issues that the Company should address, progress on establishing the environment for an audit of the Audit Committee, and material issues relating to audits, so that the Chief Executive Officer accounting auditors, and the Audit Committee Members can increase common awareness.
- 3) The Audit Committee Members may attend important meetings concerning management, and may access to the minutes and/or materials of the meetings on an as-needed basis, for the purpose of auditing execution of the duties by the Corporate Executive Officers and employees.

The operation status of "The Systems to Ensure Properness of the Company's Businesses"

We making all executives and employees aware of the Oracle Group's Code of Business Ethics as well as conducting ongoing and regular training to ensure that the rules are in place.

Also, the internal audit department audits the Company and reports regularly to the Audit Committee and the Board of Directors on the results of the audit.

In addition, a dedicated helpline has been established as a notification/consulting contact regarding compliance, in an effort to prevent fraud and early detection, and if problems are found through reports from the internal notification contact We report to the Board of Directors and the Audit Committee, and work to establish and operate an appropriate internal control system by providing guidance on improvement as necessary.

Notes to Non-consolidated Financial Statements

Notes to Significant Accounting Policies

1. Valuation standard and method applied to negotiable securities
 - Available-for-sale securities
 - Securities without fair market value: At cost method based on moving average method
 - Debt securities without fair market value: Amortized cost method

2. Depreciation method applied to fixed assets
 - (1) Tangible fixed assets
 - Buildings: At straight-line method
 - Appliances and equipment: At straight-line methodThe useful life of major items are as follows:
 - Buildings: 5 to 38 years
 - Appliances and equipment
 - Personal computers: 2 years
 - Computer servers: 3 years
 - Computer storages: 4 years
 - Others: 5 to 15 years

 - (2) Intangible fixed assets: At straight-line method
 - Based on an in-house estimated available period (5 years) for software for in-house use.

3. Accounting standard for allowances
 - (1) Allowance for doubtful accounts
 - To reserve for loss on doubtful accounts, general allowances are provided using a rate determined by past experience with bad debts. For specific claims such as claims suspected of being irrecoverable, allowances are provided according to the estimates of amounts considered uncollectible after reviewing the possibility of collection on an individual claim basis.

 - (2) Provision for bonuses
 - To provide for the payment of bonuses to employees, the estimated liabilities in the current period is recorded based on the estimated amount of bonus payment.

 - (3) Provision for directors' bonuses
 - To provide for the payment of bonuses to directors, the estimated liabilities in the current period is recorded based on the estimated amount of bonus payment.

 - (4) Provision for product warranties
 - To provide for the expenditure of after-sales service, warranty accrual is established based on estimated future cost of repair and replacement within the warranty period principally using historical experience of warranty claims

 - (5) Provision for stock benefits
 - Provision for stock benefits is recorded based on the estimated amount of stock delivery obligations at the end of the fiscal year under review in order to prepare to provide the directors, executive officers and employees with the Company's shares based on the stock delivery regulations.

4. Revenue recognition policy
 - The Company applies ASBJ Statement No. 29 Accounting Standard for Revenue Recognition (March 30, 2018) and ASBJ Guidance No. 30 Implementation Guidance on Accounting Standard for Revenue Recognition (March 30, 2018), and revenues are recognized based on the following 5 steps approach for contracts with customers.

Step1: Identification of the contract, or contracts, with a customer;

Step2: identification of the performance obligations in the contract;

Step3: Determination of the transaction price;

Step4: Allocation of the transaction price to the performance obligations in the contract; and

Step5: Recognition of revenues when, or as, the contractual performance obligations are satisfied.

In addition, in the incremental costs associated with the acquisition of contracts, bonuses of sales departments arising from acquisition of contracts are subject to the capitalization bonus for acquisition of cloud and support contracts, and its amortization period is mainly based on the contract period, but for certain types of contracts will be amortized by the straight-line method over the estimated contract period including the renewal of future contracts, the expected useful lives of our technologies, and other factors.

The incremental costs associated with the acquisition of contracts mean the costs incurred to acquire a contract with a customer that would have not been incurred if the contract was not acquired.

5. Accounting of consumption tax

Based on pre-tax method

6. Accounting Policy Changes

As ASBJ Statement No. 29 Accounting Standard for Revenue Recognition (March 30, 2018) (hereinafter referred to as the "Accounting Standard for Revenue Recognition) and ASBJ Guidance No. 30 Implementation Guidance on Accounting Standard for Revenue Recognition (March 30, 2018) became applicable from the beginning of a fiscal year starting on and after April 1, 2018, the Accounting Standard for Revenue Recognition and other related standards have been applied from the beginning of the fiscal year under review.

In the application of the Accounting Standard for Revenue Recognition and other related standards, the transitional treatment set forth in the proviso of Paragraph 84 of the Accounting Standard for Revenue Recognition is followed. The aggregate amount of the impact on retroactive application of the new accounting policy prior to the beginning of the fiscal year under review is added to/subtracted from retained earnings at the beginning of the fiscal year under review and the new accounting policy is applied to the balance at the beginning of the fiscal year under review.

The changes are as follows.

1) Changes in revenue recognition criteria

Revenues are recognized in an amount expected to be received in exchange for the agreed-on property or service upon transfer of control of the said property or service to the customer. We heretofore had recognized revenue over the licensing period prescribed in the contract for the sale of some licenses, but changed to a method to recognize revenue at the time of sale.

As the result, the balance of retained earnings at the beginning of the current term increased 287 million yen. The impact on revenue, operating income and income before income taxes for the result of the fiscal year under review is insignificant.

2) Incremental costs for the acquisition of contracts

Bonuses of sales departments arising from acquisition of contracts had been capitalized and amortized based on the straight-line method over contract period (service provision period), however, from the fiscal year under review, the scope of capitalization and its amortization period are partially revised.

In addition to bonuses by acquiring cloud contracts, bonuses by acquiring support contracts are also

covered by capitalization, and the amortization period is mainly based on the contract period, but for certain types of contracts will be amortized by the straight-line method over the estimated contract period including the renewal of future contracts, the expected useful lives of our technologies, and other factors. As a result, the balance of retained earnings at the beginning of the current term increased 970 million yen. The impact of the changes on operating income and income before income taxes for the result of the fiscal year under review is insignificant.

Notes to the balance sheet

Accumulated depreciation of tangible fixed assets	13,040 million yen
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Notes to the statement of income

Transactions with affiliated companies

Operating transactions

Sales	626 million yen
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Purchase amount	103 million yen
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Notes to the Statement of changes in shareholders' equity

2. Type and number of issued shares and treasury stocks

	Number of shares as of May 31,2018 (Thousand shares)	Increase (thousand shares)	Decrease (thousand shares)	Number of shares as of May 31,2019 (Thousand shares)
Issued shares				
Common stock	128,019	79	—	128,098
Treasury stocks				
Common stock	103	137	56	184

(Note) 1. Increase of 79 thousand outstanding shares was due to exercise of share warrants.

2. Out of 137 thousand shares increase in the number of shares of treasury stock, 137 thousand shares were due to acquisition the company's own stock to board of directors and employees through the Board Incentive Plan (BIP) Trust (5 thousand) and the Employee Stock Ownership Plan (ESOP) Trust (132 thousand), and 0 thousand shares was due to purchase of odd lots.
3. The decrease in the number of shares of treasury stock (56 thousand) was due to delivering the company's own stock to board of directors and employees through the Board Incentive Plan (BIP) Trust (7 thousand) and the Employee Stock Ownership Plan (ESOP) Trust (48 thousand).
4. The balance of treasury stocks includes 173 thousand treasury stocks owned by the BIP trust (20 thousand) and ESOP trust (153 thousand).

2. Dividend

(1) Amount of paid dividends

Resolution	Type of share	Total amount of dividends (Million yen)	Resource of dividend	Dividend per share (Yen)	Reference date	Effective date
Board of director held on July 24, 2018	Common stock	15,489	Retained earnings	121	May 31, 2018	August 6, 2018

(Note) Total amount of dividend which was resolved at the board of directors meeting which was held on July 24, 2018 includes the 11 million yen dividend for the Company's stock held by Board Incentive Plan Trust (2 million yen) and Employee Stock Ownership Plan Trust (8 million yen).

(2) Dividend that effective date is in the next term though its reference date was in current term

The board meeting on July 22, 2019

Type of share	Total amount of dividend (Million yen)	Resource of dividend	Dividend per share (Yen)	Reference date	Effective date
Common stock	17,419	Retained earnings	136	May 31, 2019	August 5, 2019

(Note) Total amount of dividend which will be resolved at the board of directors meeting which was held on July 22, 2019 includes the 23 million yen dividend for the Company's stock held by Board Incentive Plan Trust (2 million yen) and Employee Stock Ownership Plan Trust (20 million yen).

3. Share warrants

Date that rights were granted	Type of stock	Number of remaining shares to be issued
October 15, 2009	Common stock	23,500 shares
October 15, 2010	Common stock	52,100 shares
September 28, 2011	Common stock	27,900 shares
September 28, 2012	Common stock	55,800 shares
September 30, 2013	Common stock	63,500 shares
September 30, 2014	Common stock	10,700 shares
September 30, 2015	Common stock	12,900 shares
October 5, 2016	Common stock	6,000 shares
Total		252,400 shares

Note: The plans of which exercise period have not come are excluded.

Notes to tax-effect accounting

1. Breakdown of major causes of deferred tax assets

As of May 31, 2019

(Unit: Million yen)

Deferred tax assets	
Accounts payable-other	432
Accrued business tax	579
Advances received	1,465
Provision for bonuses	551
Depreciation in excess	176
Investment securities	18
Others	251
Total deferred tax assets	3,474

Notes to Financial Instruments

1. Qualitative information on financial instruments

(1) Policies for using financial instruments

With respect to fund management, the Company ensures a very high level of safety and appropriate liquidity, being limited to investing in highly rated securities and depositing funds at highly rated financial institutions under the Company's fund management regulations (which conform to the global policy of Oracle Corporation).

In addition, we will not conduct derivative transactions.

(2) Details of financial instruments used and the exposure to risk and how it arises

Notes receivable, accounts receivable-trade, accounts receivable-other, and long-term loans receivable from subsidiaries and associates are exposed to the credit risks of counterparties. The Company seeks to mitigate these risks through due date control and balance management for each counterparty, while determining the credit standing of each counterparty regularly under the Company's credit management regulations (which conform to the global policy of Oracle Corporation).

Securities and investment securities are exposed to the market price fluctuation risk and credit risk. The Company seeks to mitigate these risks by limiting investments to investments in highly rated securities in yen and by regularly monitoring the market values of securities and the financial situations of the issuers.

Accounts payable-trade, which are trade payables, are settled in the short term.

(3) Supplementary information on fair values

The fair value of financial instruments is calculated based on quoted market price or, in cases where there is no market price, by making a reasonable estimation. Because the preconditions applied include fluctuation factors, estimations of fair value may vary.

2. Market value of financial instruments

Amounts recognized in the balance sheet, market values, and the differences between them on May 31, 2019 are as shown below. Moreover, items for which it is extremely difficult to determine market values are not included in the following table (see (note2)).

(Unit : Million yen)

	Book value	Market value	Difference
(1) Cash and deposits	65,505	65,505	—
(2) Accounts receivable-trade	20,283		
Allowance for doubtful accounts (*)	-12		
Net	20,271	20,271	—
(3) Long-term loans receivable from subsidiaries and associates	130,000	130,000	—
Total assets	215,777	215,777	—
(1) Accounts payable-trade	15,910	15,910	—
(2) Accounts payable-other	5,313	5,313	—
(3) Income taxes payable	10,969	10,969	—
Total liabilities	32,193	32,193	—

(*) Allowance for doubtful accounts recognized in accounts receivable-trade.

Note: 1. Calculation of the market value of financial instruments

Assets

(1) Cash and deposits (2) Accounts receivable-trade

Because the settlement periods of the above items are short and their market values are almost the same as their book values, the relevant book values are used.

(3) Long-term loans receivable from subsidiaries and associates

Because the market value is almost the same as the book value, the relevant book value is used.

Liabilities

(1) Accounts payable-trade (2) Accounts payable-other (3) Income taxes payable

Because the settlement periods of the above items are short and their market values are almost the same as their book values, the relevant book values are used.

2. Financial instruments for which it is extremely difficult to determine market value

Item	Book value
Unlisted equity securities	36 Million yen

Because it is recognized that this does not have market values and the fair market values are extremely difficult to determine, unlisted equity securities don't include in the schedule above.

Notes to transactions with related parties

1. Parent company and major corporate shareholders, etc.

Attributes	Corporate name	Ratio of voting and other rights in possession (or being possessed) (%)	Relationship	Description of transactions	Transaction amount (Million yen)	Item	Term-end balance (million yen)
Parent company	Oracle Japan Holding Inc.	(Being possessed) Direct 74.3	Direct parent company Making a long-term loan	Payments of long-term loans receivable from subsidiaries and associates (Note)	130,000	Long-term loans receivable from subsidiaries and associates	130,000

(Note) Terms and conditions of transactions and decision of terms and conditions of transactions

The interest rate on loans is determined rationally after the market interest rate is taken into account. Interest income 6 million yen has been booked in this fiscal year (accumulated interest income is 6 million yen).

2. Sister companies, etc.

Attributes	Corporate name	Ratio of voting and other rights in possession (or being possessed) (%)	Relationship	Description of transactions	Transaction amount (Million yen)	Item	Term-end balance (million yen)
Subsidiary of parent company	Oracle America, Inc.	—	Settlement of funds for transactions among Oracle Group companies and making a short-term loan	Settlement of funds for transactions among Oracle Group companies (Note) 1	43,696	Accounts payable	9,927
					15,298	Accounts payable-other	3,461
					7,211	Accounts receivable-other	4,930
	Oracle International Corporation	—	Conclusion of sales agency agreements	Payment of royalties (Note) 2	49,801	Accounts payable	3,771

(Notes) Terms and conditions of transactions and decision of terms and conditions of transactions

- 1: The settlement of funds for transactions among Group companies of Oracle Corporation (not including transactions with Oracle International Corporation) is processed through the account of Oracle America, Inc. The above transaction amounts in accounts payable and accounts payable-other are settlements, the majority of which are the payments of royalties (15,858 million yen in FY19) to Oracle Information Systems Japan G.K. (a subsidiary of the parent company) and the purchases of products and services (14,806 million yen in FY19) relating to the Hardware Systems segment. In addition, royalties and prices for products and services purchased are agreed between Oracle Corporation and Group companies, including our Company, using reasonable standards.
- 2: Royalties are set at certain ratios of sales of Oracle products, with the ratios agreed between Oracle Corporation and Group companies that handle Oracle products, including our Company, using reasonable standards.

3. Officers and major individual shareholders

Related party	Name	Business or occupation	Ownership ratio of voting rights (or being possessed) (%)	Description of transaction	Transaction amount (Million yen)	Item	Term-end balance (million yen)
Officer	Ishizumi Hisayuki	Executive Officer	(Being possessed) Direct: 0.00	Exercise of stock options (Note)	17	—	—
Officer	Tadahiro Kaneko	Executive Officer	(Being possessed) Direct: 0.00	Exercise of stock options (Note)	14	—	—

(Notes) The exercise of stock options granted under the resolution of the Company's shareholders meeting during the fiscal year under review is described.

Per share data

1. Net assets per share 1,251.45 yen
2. Net income per share for the current term 338.92 yen

(Note) The Company's shares remaining in the BIP Trust and the ESOP Trust introduced in the fiscal year under review, which are recorded as treasury stock in shareholders' equity, are included in treasury stock that is subtracted in the calculation of the average number of shares during the period to calculate the amount of net income per share in the fiscal year under review (19,886 shares in the BIP Trust and 92,397 shares in the ESOP Trust).

The Company's shares owned by trust accounts are included in the treasury stock that is subtracted from the number of outstanding shares at the end of the fiscal year to calculate the amount of net assets per share (20,043 shares in the BIP Trust and 153,062 shares in the ESOP Trust).

Notes to important subsequent events

Not Applicable

Notes to revenue recognition

As regards the sales contract for products to customers, at the time of delivery of products to customers, control over products is transferred to customers, and revenue is recognized at that point because performance obligations are satisfied.

As regards the provision of services, the Company mainly recognizes revenue over a certain period of time in accordance with the fulfillment of performance obligations in contracts with customers is fulfilled.

- Cloud & License

Revenue from sales of software licenses is recognized when software becomes available to customers, and revenues from licensing support and cloud services, which are services provided, are recognized over a certain period of time in accordance with fulfillment of performance obligations in contracts with customers.

- Hardware systems

Revenue from sales of hardware systems products is recognized upon delivery of products to customers, and revenue from provision of hardware systems support are recognized over a certain period of time in accordance with fulfillment of performance obligations in contracts with customers.

- Services

Revenues from the provision of consulting services, advanced customer support services and education services are mainly recognized over a certain period of time in accordance with fulfillment of performance obligations in contracts with customers.