

## Consolidated Financial Summary under Japanese GAAP For the Nine months ended December 31, 2022

January 27, 2023

Company Name	AIZAWA SECURITIES GROUP CO., LTD.
Listed Stock Exchange	Tokyo Stock Exchange Prime Market
Securities Code	8708
URL	<a href="https://www.aizawa-group.jp/">https://www.aizawa-group.jp/</a>
Representative	Takuya Aizawa, President & CEO
Contact Person	Kazuhiro Mashiba, Director & CFO

Scheduled date of filing quarterly report	February 9, 2023
Scheduled date of dividend payment	--
Supporting explanatory documents on financial results	YES
Briefing on financial results	NO

(All figures are rounded off to the nearest million yen)

### 1. Consolidated financial summary (From April 1, 2022 to December 31, 2022)

#### (1) Consolidated business results

(% represents year-on-year change)

	Operating revenue		Net operating revenue		Operating profit (loss)		Ordinary profit (loss)		Profit (loss) attributable to owners of parent	
	million yen	%	million yen	%	million yen	%	million yen	%	million yen	%
Nine months ended December 31, 2022	9,347	△25.3	8,988	△27.4	△2,206	—	△1,710	—	△1,207	—
Nine months ended December 31, 2021	12,515	2.7	12,385	2.3	△204	—	1,345	△14.1	3,224	△23.5

Note: Comprehensive income  
 Nine months ended December 31, 2022: △1,080 million yen (----% vs previous year same period)  
 Nine months ended December 31, 2021: 2,006 million yen (△76.8% vs previous year same period)

	Earnings per share	Diluted earnings per share
	yen	yen
Nine months ended December 31, 2022	△31.42	—
Nine months ended December 31, 2021	81.72	—

Note: We have introduced ESOP, and average number of company's share bought under this program for the period under review are being accounted under company's own treasury shares.

#### (2) Consolidated financial position

	Total assets	Net assets	Shareholders' equity ratio	Net assets per share
	million yen	million yen	%	yen
As of December 31, 2022	104,792	55,773	50.2	1,381.65
Fiscal year ended March 31, 2022	104,723	58,029	53.2	1,440.62

Note: Shareholders' equity  
 As of December 31, 2022: 52,570 million yen  
 As of March 31, 2022: 55,712 million yen

## 2. Dividends

	Dividend per share				
	End of 1Q	End of 2Q	End of 3Q	End of 4Q	Annual Total
	yen	yen	yen	yen	yen
Fiscal year ended 2022	—	13.00	—	15.00	28.00
Fiscal year ending 2023	—	13.00	—		
Fiscal year ending 2023 (Forecast)				—	—

## 3. Earning forecast for the fiscal year ending March 31, 2023 (Consolidated)

The Group operates principally in the financial securities business, and its operating results are likely to be affected by economic and market fluctuations. Due to such nature of its business and consequential difficulty in predicting its performance, the group does not disclose the forecast of operating results. Such forecasts may mislead the investors. Instead of it, as we finalize the financial results, we release the preliminary numbers for the quarterly and yearly results.

### ※ Notes

- |   |  |
|---|--|
| (1) Important changes in subsidiaries during the term<br>(Changes pursuant to the subsidiaries that lead to a change in the scope of consolidation)<br>New: 1 (Company name: Ariake Secondary Fund III LP)<br>Exclusion: None | YES  |
| (2) Accounting treatments specific to quarterly financial statements  | NO   |
| (3) Changes in accounting policies, changes in accounting estimates and retrospective restatements  |  |
| 1) Changes in accounting policies based on revisions of accounting standard   | YES  |
| 2) Changes in accounting policies other than item 1)above   | NO   |
| 3) Change in accounting estimates   | NO   |
| 4) Retrospective restatements   | NO   |
| (4) Number of issued shares (Common stock)  |  |
| 1) Number of shares issued at the end of the term including treasury shares   |  |
| As of December 31, 2022: 47,525,649 shares  | As of March 31, 2022: 47,525,649 shares    |
| 2) Number of treasury shares at the end of the term   |  |
| As of December 31, 2022: 9,476,751 shares   | As of March 31, 2022: 8,853,110 shares     |
| 3) Average number of shares outstanding (Cumulative)  |  |
| As of December 31, 2022: 38,416,036 shares  | As of December 31, 2021: 39,457,167 shares |

※ This quarterly financial summary is not subject to quarterly review procedures by certified public accountants or audit corporations.

### ※ Explanation on forecasts

The group operates principally in the financial securities business, and its operating results are likely to be affected by market fluctuations. Due to such nature of its business and difficulty in predicting its performance, group does not forecast on business results and dividends. At the end of the term, we make efforts to release the preliminary numbers, as we finalize the financial results.

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## 1. Qualitative information for the Nine months ended December 31, 2022

### (1) Explanation of Management results

For the period under review (April 1, 2022 to December 31, 2022), despite the prolonged concerns over COVID-19, Russia-Ukraine war and rising inflation, economic activities have partially restarted worldwide and started regaining the momentum.

In Japan, household consumption picked up as economic activity regained momentum from summer. Japanese yen continued to depreciate against USD and touched 150 yen for the first time since 1990. The price of food, electricity and gas continued to rise due to the rise in import prices. As in other countries, the situation remains unstable, with a mixture of uncertainties. For the period under review, Nikkei 225 average index closed down 6.2% at 26,094.50 points.

In U.S. stock market, technology stocks were under pressure as central bank increased the interest rate to curb the rising inflation. CPI after started rising since the spring of 2021, witnessed a 9% YoY increase for the first time in 40 years. FOMC, which aims to maximize employment and stabilize the consumer prices, hiked the benchmark interest rates at all six FOMC meetings held since May, 2022. With the benchmark rates above 4%, stock markets may be volatile as the speculation over maintenance or cut in the benchmark rates continue.

In Asia, currencies depreciated against USD due to continuous hike in benchmark rates by U.S. This led to increase in inflation due to rise in import prices. Southeast Asian countries hiked the benchmark rates several times and tightened the monetary policy to curb currency depreciation and rising inflation. The economies of these countries remained generally firm, supported by recovering domestic demand and strong exports. For the period under review, Vietnam's VN Index fell by 32.5% led by increase in benchmark interest rates and new restrictions applied to real estate. The stock indexes of Indonesia, Thailand, and the Philippines also declined, resulting in an overall weaker performance. China's continuation to its zero-corona policy and the leadership changes made at the National congress of Chinese Communist Party in October caused concerns about an economic downturn and tightening of regulations. However, stock prices have been on a recovery trend after steps to deregulate the zero-corona policy and bail out real estate were taken in November, 2022.

Under such conditions, group is working with the management philosophy of "Making life better through securities investment" to provide the asset building services in line with the best customer satisfaction. Group is focusing on one of its principle of "thoroughly client-oriented", of the medium-term management plan "Define Next 100 years – More and more for clients", implemented this fiscal year. Group is aiming to establish an asset-building business through close communication with our clients.

In the asset management business, AIZAWA ASSET MANAGEMENT Co., Ltd., concluded the second close of fund raising in October for its 3<sup>rd</sup> secondary fund "Ariake Secondary Fund III LP".

In the brokerage business, AIZAWA SECURITIES Co., Ltd., opened a new co-working space near the campus of Shizuoka University in collaboration with its alliance partner Shizuoka University. The facility is open to junior and senior high school students, university students, and adults to support new entrepreneurs.

Group will continue to provide a good working environment where all employees can exercise their abilities while maintaining a balance between work and family life. In December, AIZAWA SECURITIES Co., Ltd. received "KURUMIN" certification from the Minister of Health, Labor and Welfare as a "Company Supporting Child-care".

As part of our ongoing efforts to promote cooperation with educational institutions, our alliance partners; Ube Kojo High School in Yamaguchi Prefecture and Hitachi-Omiya High School in Ibaraki Prefecture exchanged opinion online on start-ups, financial and investment education.

Group also conducted financial education class for students of Fukiage Junior High School in Ome City for the third year in November and December in collaboration with its alliance partner "Ome Shinkin Bank" and the Tokyo Finance Office of the Kanto Local Finance Bureau of the Ministry of Finance.

For the Nine months ended December 31, 2022, break-down of business results are as follow;  
(Percentage indicates a year-on-year change. The same shall apply hereinafter in this section)

(Commission received)

Total commissions received declined by 16.9% to 6,644 million yen, due to decline in the turnover of stocks.

(Net trading income)

Net trading income declined by 56.8% to 1,747 million yen, due to decline in handling of OTC foreign stocks.

(Net financial income)

Net financial income increased by 7.4% to 272 million yen. Under this category, income increased by 2.8% to 325 million yen and expenses declined by 15.7% to 53 million yen.

(Other operating revenue and expenses)

Other operating revenues increased by 290.4% to 629 million yen, due to increase in the sales of operational investment securities. Other operating expenses increased by 356.9% to 305 million yen, due to increase in the cost of operational investment securities.

(Selling, general and administrative expenses)

Selling, general and administrative expenses declined by 11.1% to 11,195 million yen due to decline in personnel expenses.

(Non-operating profit and losses)

Non-operating profit declined by 68.0% to 496 million yen. Under this category, income were 527 million yen including the dividend income of 429 million yen. While expenses under this category were 31 million yen including the interest expenses of 15 million yen and settlement expense of 10 million yen.

(Extraordinary profit and losses)

Total extraordinary profit was 705 million yen. Under this category, income were 742 million yen due to gain from sale of investment securities. While losses were 36 million due to loss from sale of investment securities.

With above factors, for the reporting period, operating revenue declined by 25.3% to 9,347 million yen; operating losses was 2,206 million yen; ordinary losses was 1,710 million yen; and loss attributable to owners of parent was 1,207 million yen.

## **(2) Explanation of the financial results**

(All comparisons in this section (2) are with the previous fiscal year ended March 2022)

(Assets)

As of at the end of the period under review, total assets was 104,792 million yen, an increase of 68 million yen. This was mainly due to; increase of 1,946 million yen in cash & deposits; increase of 1,885 million yen in operational investment securities and a decline of 3,674 million yen in cash segregated as deposits.

(Liabilities)

As of at the end of the period under review, total liabilities was 49,018 million yen, an increase of 2,324 million yen. This was mainly due to increase of 2,150 million yen in short-term loans payable.

(Net assets)

As for the period under review, total net assets was 55,773 million yen, a decline of 2,256 million yen. This was mainly due to decline of 2,306 million yen in the retained earnings.

## **(3) Explanation on the forecast of consolidated business results**

The group operates principally in the financial securities and investments business. In this industry, there exist uncertainties due to, but not limited, economic and market conditions. Group tries to monitor and calculate such market risks and its effects on the business results. Due to such nature of its business and consequential difficulty in predicting its performance, the group does not disclose the forecast of business results. Instead of it, as we finalize the financial results, we release the preliminary numbers for the quarterly and yearly results.

## 2. Financial statements and major notes

## (1) Consolidated balance sheets

(million yen)

	As of March 31, 2022	As of December 31, 2022
<b>Assets</b>		
<b>Current assets</b>		
Cash and deposit	19,126	21,073
Cash segregated as deposits	23,419	19,745
Cash segregated as deposits for customers	23,418	19,744
Other deposits	0	0
Operational investment securities	8,601	10,487
Trading products	361	181
Trading securities and other	361	181
Trade date accrual	776	1,463
Margin transaction assets	15,810	15,897
Loans on margin transactions	15,528	15,730
Cash collateral pledged for securities borrowing on margin transactions	281	167
Advances paid	176	79
Advances paid to customers	174	71
Other advance payments	2	7
Other current assets	1,215	1,890
<b>Total current assets</b>	<b>69,488</b>	<b>70,818</b>
<b>Non-current assets</b>		
Property, plant and equipment	8,160	8,767
Intangible assets	241	146
Goodwill	182	97
Others	58	49
Investments and other assets	26,815	25,046
Investment securities	24,791	22,796
Net defined benefit asset	1,067	1,136
Others	959	1,118
Allowance for doubtful accounts	△3	△3
<b>Total non-current assets</b>	<b>35,217</b>	<b>33,961</b>
<b>Deferred assets</b>		
Deferred organization expenses	1	0
Business commencement expenses	16	11
<b>Total deferred assets</b>	<b>17</b>	<b>12</b>
<b>Total assets</b>	<b>104,723</b>	<b>104,792</b>

(million yen)

	As of March 31, 2022	As of December 31, 2022
<b>Liabilities</b>		
<b>Current liabilities</b>		
Trading products	117	60
Trading securities and other	117	60
Derivatives trading	0	—
Margin transaction liabilities	1,791	1,287
Borrowings on margin transactions	1,115	722
Cash received for securities lending on margin transactions	675	564
Loans payable secured by securities	4,800	5,587
Cash received on debt credit transaction of securities	4,800	5,587
Deposits received	20,514	21,001
Deposits from customers	18,088	14,558
Other deposits	2,425	6,443
Guarantee deposits received	4,937	5,339
Short-term loans payable	3,795	5,945
Income taxes payable	1,212	81
Provision for bonuses	423	168
Provision for director bonuses	27	—
Other current liabilities	819	943
<b>Total current liabilities</b>	<b>38,440</b>	<b>40,416</b>
<b>Non-current liabilities</b>		
Long-term borrowings	3,036	3,550
Deferred tax liabilities	4,553	4,370
Provision for share based remuneration	226	266
Other non-current liabilities	290	269
<b>Total non-current liabilities</b>	<b>8,107</b>	<b>8,456</b>
<b>Reserves under special laws</b>		
Reserve for financial instruments transaction liabilities	146	146
<b>Total reserves under special laws</b>	<b>146</b>	<b>146</b>
<b>Total liabilities</b>	<b>46,693</b>	<b>49,018</b>
<b>Net assets</b>		
<b>Shareholders' equity</b>		
Capital stock	8,000	8,000
Capital surplus	8,122	8,186
Retained earnings	36,922	34,615
Treasury shares	△4,790	△5,277
<b>Total shareholders' equity</b>	<b>48,254</b>	<b>45,524</b>
<b>Accumulated other comprehensive income</b>		
Valuation difference on available-for-sale securities	7,391	6,588
Foreign currency translation reserve	85	474
Remeasurements of defined benefit plans	△19	△17
<b>Total accumulated other comprehensive income</b>	<b>7,457</b>	<b>7,045</b>
<b>Non-controlling interests</b>	<b>2,317</b>	<b>3,203</b>
<b>Total net assets</b>	<b>58,029</b>	<b>55,773</b>
<b>Total liabilities and net assets</b>	<b>104,723</b>	<b>104,792</b>

**(2) Consolidated statements of income and comprehensive income statement**  
**Consolidated statements of income** (For the Nine months ended December 31, 2022)

(million yen)

	Nine months ended December 31, 2021	Nine months ended December 31, 2022
Operating revenue		
Commission received	7,994	6,644
Net trading income	4,042	1,747
Financial revenue	316	325
Others	161	629
Total operating revenue	12,515	9,347
Financial expenses	63	53
Other operating expenses	66	305
Net operating revenue	12,385	8,988
Selling, general and administrative expenses		
Trading related expenses	2,063	1,850
Personnel expenses	6,231	5,773
Real estate expenses	1,243	1,124
Office expenses	1,859	1,554
Depreciation	372	268
Taxes and dues	415	248
Provision of allowance for doubtful accounts	0	—
Others	403	375
Total selling, general and administrative expenses	12,589	11,195
Operating profit (loss)	△204	△2,206
Non-operating income		
Interest income	24	23
Dividend income	1,471	429
Profit distributions	109	26
Others	32	47
Total non-operating income	1,637	527
Non-operating expenses		
Interest expense	0	15
Loss on investments in partnership	69	0
Cancellation penalty	10	0
Settlement expenses	1	10
Commission for purchase of treasury shares	3	1
Others	2	3
Total non-operating expenses	87	31
Ordinary profit (loss)	1,345	△1,710
Extraordinary income		
Gain on sales of non-current assets	1	0
Gain on sales of investment securities	3,091	729
Gain on redemption of investment securities	—	12
Reversal of reserve for financial instruments transaction liabilities	0	0
Total extraordinary income	3,092	742
Extraordinary losses		
Loss on sales of non-current assets	69	2
Loss on retirement of non-current assets	—	13
Loss on sales of investment securities	43	15
Loss on liquidation of investment securities	1	—
Impairment loss	—	4
Total extraordinary losses	114	36
Profit (loss) before income taxes	4,324	△1,004
Income taxes – current	1,115	80
Income taxes – deferred	△ 10	140
Total income taxes	1,145	221
Profit (loss)	3,178	△1,226
Profit (loss) attributable to non-controlling owners	△ 45	△18
Profit (loss) attributable to owners of parent	3,224	△1,207



**Consolidated comprehensive income statement** (For the Nine months ended December 31, 2022)

(million yen)

	Nine months ended December 31, 2021	Nine months ended December 31, 2022
Profit (loss)	3,178	△1,226
Other comprehensive income		
Valuation difference on available-for-sale securities	△ 1,253	△803
Foreign currency translation reserve	101	946
Remeasurements of defined benefit plans	△ 20	2
Total accumulated other comprehensive income	△ 1,172	145
Comprehensive income	2,006	△1,080
(Description)		
Comprehensive income attributable to owners of parent	1,992	△1,618
Comprehensive income attributable to non-controlling owners	13	538

**(3) Notes on quarterly consolidated financial statements**

**(Notes on going concern assumption)**

Not applicable.

**(Notes on material changes in shareholders' equity)**

Not applicable

**(Change in accounting policy)**

Application of "Accounting standard for fair value measurement"

From the beginning of the consolidated 1<sup>st</sup> quarter of current accounting period, company has applied the "Accounting standard for fair value measurement" under ASBJ statement no. 31 as of June 17, 2021.

The transitional treatment will be applied in accordance with the paragraph 27-2 of "Accounting standard for fair value measurement". New accounting policy will be applied in the future.

There is no impact on the quarterly consolidated financial statements due to change in accounting policy.

**(Additional information)**

**Introduction of ESOP**

The company has introduced an Employee Stock Ownership Plan Trust ("ESOP Trust") from July 22, 2019 with the motive to increase the enterprise value over mid to long term. The Company's stock held by the ESOP Trust is included in treasury shares under net assets with a book value of 619 million yen for 942 thousand shares as of December 31, 2022.

**(Important subsequent events)****1. Purchase of treasury shares**

Company decided to purchase the treasury shares in accordance with the paragraph 1 of article 459, company law. Decision was taken in the board meeting conducted on January 28, 2022. Company pursued the purchase of its treasury shares.

1. Minutes of board meeting on purchase of treasury shares
  - (1) Reason for pursuing purchase of treasury shares  
To maintain flexible capital policy and increase the capital efficiency and return on equity
  - (2) Details on purchase of treasury shares
    - 1) Share type: Common share
    - 2) Number of treasury shares: Maximum of 1,000,000 shares (Within 2.6% of outstanding shares excluding the treasury shares)
    - 3) Value of treasury share: Maximum of 1,200 million yen
    - 4) Term for purchase: From February 1, 2022 to January 31, 2023
    - 5) Mode of purchase: Direct trade through Tokyo Stock Exchange
2. Details on completed purchase of treasury shares
  - (1) Share type: Common share
  - (2) Number of shares: 114,900 shares
  - (3) Value of shares: 80 million yen
  - (4) Buyback term: From January 1, 2023 to January 27, 2023
  - (5) Mode of purchase: Direct trade through Tokyo Stock Exchange

In line with above mentioned board decision, the status of purchase of treasury shares as of January 27, 2023 is as follow:

- (1) Number of treasury shares purchase completed: 1,000,000 shares
- (2) Value of treasury shares purchase completed: 719 million yen

**2. Decision to purchase of treasury shares**

Company decided to purchase the treasury shares in accordance with the paragraph 1 of article 459, company law. Decision was taken in the board meeting conducted on January 27, 2023.

Minutes of board meeting on purchase of treasury shares

- (1) Reason for pursuing purchase of treasury shares  
To maintain flexible capital policy and increase the capital efficiency and return on equity
- (2) Details on purchase of treasury shares
  - 1) Share type: Common share
  - 2) Number of treasury shares: Maximum of 400,000 shares (Within 1.1% of outstanding shares excluding the treasury shares)
  - 3) Value of treasury share: Maximum of 400 million yen
  - 4) Term for purchase: From February 1, 2023 to June 30, 2023
  - 5) Mode of purchase: Direct trade through Tokyo Stock Exchange

**3. Supplementary information****Consolidated business results for the Nine months ended December 31, 2022****(1) Commission received**

## A) Breakdown of commission received

(million yen)

	Nine months ended December 31, 2021 (A)	Nine months ended December 31, 2022 (B)	Change (B/A)	Consolidated fiscal year ended March 31, 2022
Brokerage commission	4,384	3,368	76.8%	5,571
Equities	4,315	3,273	75.9%	5,471
Bonds	—	—	—	—
Beneficiary securities	69	94	137.4%	99
Commission from underwriting, secondary distribution and solicitation towards professional investors	24	35	142.8%	25
Equities	23	33	145.0%	24
Bonds	1	1	106.9%	1
Fee from offering, secondary distribution and solicitation towards professional investors	1,379	1,452	105.3%	1,705
Other fees received	2,205	1,789	81.1%	2,873
Total	7,994	6,644	83.1%	10,176

## B) Product wise breakdown

(million yen)

	Nine months ended December 31, 2021 (A)	Nine months ended December 31, 2022 (B)	Change (B/A)	Consolidated fiscal year ended March 31, 2022
Equities	4,375	3,336	76.3%	5,556
Bonds	1	1	120.5%	1
Beneficiary securities	2,196	2,407	109.6%	2,820
Others	1,421	898	63.2%	1,798
Total	7,994	6,644	83.1%	10,176

**(2) Net trading income**

(million yen)

	Nine months ended December 31, 2021 (A)	Nine months ended December 31, 2022 (B)	Change (B/A)	Consolidated fiscal year ended March 31, 2022
Equities etc.	3,490	1,213	34.8%	4,031
Bonds, forex etc.	552	534	96.8%	719
Bonds etc.	89	78	88.1%	101
forex etc.	462	455	98.5%	617
Total	4,042	1,747	43.2%	4,751

## (3) Comparative quarterly consolidated income statement

(million yen)

	FY 2022		FY 2023		
	Third quarter ended December 31	Fourth quarter ended March 31	First quarter ended June 30	Second quarter ended September 30	Third quarter ended December 31
Operating revenue					
Commission received	2,711	2,181	2,010	2,142	2,492
Brokerage commission	1,503	1,186	1,060	1,080	1,226
Commission from underwriting, secondary distribution and solicitation towards professional investors	18	0	1	31	2
Fee from offering, secondary distribution and solicitation towards professional investors	463	326	363	416	672
Other fees received	726	668	584	613	590
Net trading income	1,516	708	560	745	441
Financial revenue	105	105	93	116	114
Others	65	540	81	195	352
Total operating revenue	4,399	3,535	2,746	3,199	3,401
Financial expenses	27	23	17	16	18
Other operating expenses	31	278	51	283	△29
Net operating revenue	4,341	3,234	2,676	2,899	3,412
Selling, general and administrative expenses					
Trading related expenses	761	627	605	619	625
Personnel expenses	2,127	1,758	1,958	1,930	1,884
Real estate expenses	347	392	350	414	359
Office expenses	549	535	517	496	539
Depreciation	88	81	75	107	86
Taxes and dues	234	60	82	77	87
Provision of allowance for doubtful accounts	△0	△0	—	—	—
Others	123	106	114	128	133
Total selling, general and administrative expenses	4,232	3,563	3,705	3,773	3,716
Operating profit (loss)	108	△328	△1,028	△874	△303
Non-operating income	205	420	281	46	199
Non-operating expenses	2	8	6	18	5
Ordinary profit (loss)	311	83	△753	△846	△110
Extraordinary income	1,069	274	259	326	156
Extraordinary losses	112	9	283	18	△265
Profit (loss) before income taxes	1,268	348	△778	△539	312
Income tax expenses	333	661	131	26	63
Profit (loss)	934	△312	△909	△566	249
Profit (loss) attributable to non-controlling interests	△6	9	△12	△8	1
Profit (loss) attributable to owners of parent	940	△322	△897	△558	247