CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

NS Solutions Corporation and Consolidated Subsidiaries For the six-month period ended September 30, 2006



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Consolidated Balance Sheets (Unaudited)

NS Solutions Corporation and Consolidated Subsidiaries September 30, 2005 and 2006, and March 31, 2006

| | Millions of yen | | | Thousands of U.S. dollars (Note 5) |
|--|-----------------|--------------------|------------|--|
| | September | March | September | September |
| - | 30, 2005 | 31, 2006 | 30, 2006 | 30, 2006 |
| Assets | | | | |
| Current assets; | | | | |
| Cash and bank deposits (Note 6) | ¥11,199 | $\mathbb{2}12,845$ | \$6,512 | \$ 55,231 |
| Deposited money (Note 6) | 12,951 | 18,880 | 19,567 | 165,964 |
| Trade notes and accounts receivable | 25,955 | 34,234 | $27,\!211$ | 230,796 |
| Inventories | 12,599 | 7,634 | 11,934 | 101,220 |
| Deferred tax assets-current | 2,867 | 3,218 | 3,033 | 25,724 |
| Others | 438 | 571 | 582 | 4,939 |
| Allowance for doubtful accounts | (16) | (21) | (14) | (117) |
| Total current assets | 65,993 | 77,361 | 68,825 | 583,757 |
| Property and equipment (Note 3 (11)); | | | | |
| Buildings and structures | 1,523 | 1,590 | 6,814 | 57,791 |
| Machinery and equipment | 8 | 8 | 7 | 58 |
| Tools, furniture and fixtures | 1,998 | 2,097 | 2,118 | 17,968 |
| Land | 883 | 883 | 883 | 7,489 |
| Construction in progress | 143 | 283 | 207 | 1,755 |
| Total property and equipment | 4,555 | 4,861 | 10,029 | 85,061 |
| Intangible fixed assets; | | | | |
| Software | 542 | 430 | 309 | 2,622 |
| Others | 116 | 94 | 87 | 739 |
| Total intangible fixed assets | 658 | 524 | 396 | 3,361 |
| Investments and other assets; | | | | |
| Investments in securities (Note 7) | 4,387 | 2,928 | 2,583 | 21,906 |
| Long-term prepaid expenses | 28 | 38 | 39 | 328 |
| Deferred tax assets-non-current | 3,614 | 3,111 | 3,442 | 29,196 |
| Guarantee deposits | 2,039 | 2,045 | 2,135 | 18,112 |
| Long term loan-related party | 12,000 | 12,000 | 12,000 | 101,781 |
| Others | 289 | 304 | 341 | 2,892 |
| Allowance for doubtful accounts | (54) | (55) | (57) | (482) |
| Total investments and other assets | 22,303 | 20,371 | 20,483 | 173,733 |
| Total assets | ¥93,509 | ¥103,117 | ¥99,733 | \$ 845,912 |

The accompanying notes are an integral part of these financial statements. $\,$

| | Millions of yen | | | U.S. dollars (Note 5) |
|---|--------------------|-------------------|-----------------------|--------------------------|
| | September 30, 2005 | March 31, 2006 | September 30, 2006 | September 30, 2006 |
| Liabilities | | | | _ |
| Current liabilities; | | | | |
| Trade notes and accounts payable | ¥12,141 | ¥15,691 | ¥10,757 | \$91,240 |
| Non-trade accounts payable | 678 | 1,647 | 493 | 4,180 |
| Accrued income taxes | 2,133 | 3,806 | 2,270 | 19,256 |
| Accrued expenses | 2,369 | 2,605 | 2,405 | 20,402 |
| Accrued bonuses to employees | 5,584 | 5,803 | 5,595 | 47,459 |
| Accrued bonuses to directors | , <u> </u> | 22 | , <u> </u> | _ |
| Advance receipts | 5,128 | 3,212 | 4,805 | 40,755 |
| Deposits | 217 | 187 | 254 | 2,154 |
| Allowance for program product warranties | _ | 337 | 374 | 3,172 |
| Others | _ | 67 | 327 | 2,769 |
| Total current liabilities | 28,250 | 33,377 | 27,280 | 231,387 |
| Non-current liabilities; | | | | |
| Allowance for employees' retirement benefits | 7,305 | 7,810 | 8,279 | 70,224 |
| Allowance for directors' retirement benefits | 191 | 232 | 273 | 2,312 |
| Allowance for loss on guarantees (Note 12) | 69 | 69 | 69 | 584 |
| Total non-current liabilities | 7,565 | 8,111 | 8,621 | 73,120 |
| Total liabilities | 35,815 | 41,488 | 35,901 | 304,507 |
| Minority interests | 1,453 | 1,623 | _ | _ |
| Net Assets | | | | |
| Shareholders' equity; | | | | |
| Common stock (Note 11) | 12,953 | 12,953 | 12,953 | 109,862 |
| Additional paid-in capital (Note 11) | 9,950 | 9,950 | 9,950 | 84,397 |
| Retained earnings | 33,487 | 37,600 | 39,964 | 338,965 |
| Treasury stock | (2) | (2) | (2) | (22) |
| Total shareholders' equity | 56,388 | 60,501 | 62,865 | 533,202 |
| - | | | | |
| Valuation and translation adjustments; | | | | |
| Valuation gain on available-for-sale securities | 614 | 780 | 553 | 4,692 |
| Reserve for revaluation of land | (757) | (1,277) | (1,277) | (10,831) |
| Foreign currency translation adjustment | (4) | 2 | 1 | 11 |
| Total valuation and translation adjustments | (147) | (495) | (723) | (6,128) |
| Minority interests; | | | 1,690 | 14,331 |
| Total net assets | 56,241 | 60,006 | 63,832 | 541,405 |
| Total liabilities and net assets | ¥93,509 | ¥103,117 | ¥99,733 | \$845,912 |

The accompanying notes are an integral part of these financial statements. $\,$

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Consolidated Statements of Income (Unaudited)

NS Solutions and Consolidated Subsidiaries

For the six-month period ended September 30, 2005 and 2006

| | Millions of yen | | Thousands of U.S. dollars (Note 5) |
|---|-----------------|---------|--|
| | 2005 | 2006 | 2006 |
| Net sales | ¥64,764 | ¥70,089 | \$ 594,479 |
| Cost of sales | 51,335 | 55,536 | 471,042 |
| Gross profit | 13,429 | 14,553 | 123,437 |
| Selling, general and administrative expenses | | | |
| (Notes 9) | 8,840 | 9,409 | 79,808 |
| Operating income | 4,589 | 5,144 | 43,629 |
| Other income (expenses); | | | |
| Interest income | 67 | 80 | 678 |
| Dividend income | 9 | 13 | 112 |
| Exchange loss | (5) | (1) | (5) |
| Equity in net income of affiliated companies | 92 | 15 | 125 |
| Loss on cancellation of leases | _ | _ | _ |
| Loss on revaluation of investments in securities | _ | (3) | (22) |
| Loss on revaluation of golf memberships | _ | (2) | (18) |
| Loss on disposal of fixed assets | (9) | (11) | (90) |
| Loss on disposal of inventories | (5) | _ | _ |
| Gain on reversal of allowance for doubtful accounts | 3 | 7 | 59 |
| Other, net | 15 | (1) | (18) |
| Income before income taxes and minority interests | 4,756 | 5,241 | 44,450 |
| Income taxes; | | | |
| Current | 2,113 | 2,095 | 17,773 |
| Deferred | (145) | 3 | 14 |
| Income before minority interests | 2,788 | 3,143 | 26,663 |
| Minority interests | (82) | (117) | (993) |
| Net income | ¥2,706 | ¥3,026 | \$25,670 |
| Net income per share (Note 3 (18)) | ¥51.06 | ¥57.11 | \$ 0.48 |

The accompanying notes are an integral part of these financial statements.

Consolidated Statements of Net Assets (Unaudited)

NS Solutions Corporation and Consolidated Subsidiaries

For the six-month period ended September 30, 2005 and 2006

| | Millions of yen | | Thousands of U.S. dollars (Note 5) |
|--|-----------------|---------|--|
| | 2005 | 2006 | 2006 |
| Shareholders' equity; | | | |
| Common stock (Note 11); | | | |
| Balance at beginning of the period | ¥12,953 | ¥12,953 | \$ 109,862 |
| Balance at end of the period | 12,953 | 12,953 | 109,862 |
| Additional paid-in capital (Note 11); | | | |
| Balance at beginning of the period | 9,950 | 9,950 | 84,397 |
| Balance at end of the period | 9,950 | 9,950 | 84,397 |
| Retained earnings (Note 11); | | | |
| Balance at beginning of the period | 31,266 | 37,600 | 318,914 |
| Net income | 2,706 | 3,026 | 25,670 |
| Dividends | (464) | (662) | (5,619) |
| Bonuses to directors | (21) | _ | _ |
| Balance at end of the period | 33,487 | 39,964 | 338,965 |
| Treasury stock; | | | |
| Balance at beginning of the period | (2) | (2) | (20) |
| Net change during the period | _ | 0 | (2) |
| Balance at end of the period | (2) | (2) | (22) |
| Total shareholders' equity at the end of the period | 56,388 | 62,865 | 533,202 |
| Valuation and translation adjustments; | | | |
| Valuation gain on available-for-sale securities; | | | |
| Balance at beginning of the period | 700 | 780 | 6,620 |
| Net change during the period | (86) | (227) | (1,928) |
| Balance at end of the period | 614 | 553 | 4692 |
| Reserve for revaluation of land; | | | |
| Balance at beginning of the period | (757) | (1,277) | (10,831) |
| Balance at end of the period | (757) | (1,277) | (10,831) |
| Foreign currency translation adjustments; | | | |
| Balance at beginning of the period | (6) | 2 | 15 |
| Net change during the period | 2 | (1) | (4) |
| Balance at end of the period | (4) | 1 | 11 |
| Total valuation and translation adjustments at the end of the period | (147) | (723) | (6,128) |
| Minority interests; | | | |
| Balance at end of the period | _ | 1,690 | 14,331 |
| Total minority interests at the end of the period | _ | 1,690 | 14,331 |
| Total net assets at the end of the period | 56,241 | 63,832 | 541,405 |

The accompanying notes are an integral part of these financial statements.

Consolidated Statements of Cash Flows (Unaudited)

NS Solutions Corporation and Consolidated Subsidiaries

For the six-month period ended September 30, $2005\ and\ 2006$

| | Millions of yen | | Thousands of U.S. dollars (Note 5) |
|---|-----------------|-----------------|--|
| | 2005 | 2006 | 2006 |
| Cash flows from operating activities; | | | |
| Income before income taxes | \$4,756 | $\forall 5,241$ | \$ 44,450 |
| Adjustments to reconcile income before income taxes | | | |
| to net cash provided by operating activities; | | | |
| Depreciation | 626 | 700 | 5,937 |
| Decrease in allowance for doubtful accounts | (3) | (7) | (59) |
| Increase in allowance for employees' retirement | | | |
| benefits, net of payments | 364 | 469 | 3,974 |
| Increase (decrease) in allowance for directors' | | | |
| retirement benefits, net of payments | (95) | 41 | 348 |
| Increase in other allowances | _ | 15 | 125 |
| Interest and dividend income | (76) | (93) | (790) |
| Loss on revaluation of investments in securities | _ | 3 | 22 |
| Loss on revaluation of golf memberships | _ | 2 | 18 |
| Equity in net income of affiliated companies | (92) | (15) | (125) |
| Loss on disposal of fixed assets | 9 | 10 | 81 |
| Decrease in accounts receivable | 11,310 | 7,023 | 59,567 |
| Increase in inventories | (5,097) | (4,300) | (36,475) |
| Decrease (increase) in other current assets | 42 | (11) | (90) |
| Decrease in accounts payable | (5,200) | (4,934) | (41,849) |
| Increase (decrease) in accrued bonuses to employees | (128) | (207) | (1,755) |
| Decrease in other current liabilities | (312) | 729 | 6,180 |
| Bonuses to directors | (21) | _ | _ |
| Others, net | 105 | 116 | 1,004 |
| Sub total | 6,188 | 4,782 | 40,563 |
| Proceeds from interest and dividend income | 104 | 93 | 787 |
| Income taxes paid | (3,844) | (3,736) | (31,693) |
| Net cash provided by operating activities | ¥2,448 | ¥1,139 | \$ 9,657 |

The accompanying notes are an integral part of these financial statements.

| | Millions of yen | | U.S. dollars (Note 5) |
|--|-----------------|---------|--------------------------|
| | 2005 | 2006 | 2006 |
| Cash flow from investing activities; | | | |
| Payments for purchase of property and equipment | | | |
| and intangible fixed assets | (714) | (5,913) | (50,149) |
| Payments for purchase of investments in securities. | (1) | (1) | (5) |
| Payments for purchase of investments in affiliates | _ | (18) | (149) |
| Others, net | (175) | (140) | (1,196) |
| Net cash used for investing activities | (890) | (6,072) | (51,499) |
| | | | |
| Cash flows from financing activities; | | | |
| Payment for purchase of treasury stock | _ | 0 | (2) |
| Dividends paid | (464) | (663) | (5,619) |
| Dividends paid to minority shareholders | (46) | (50) | (425) |
| Net cash used for financing activities | (510) | (713) | (6,046) |
| Effect of exchange rate changes on cash and cash | | | |
| equivalents | 3 | 0 | (4) |
| Net increase (decrease) in cash and cash equivalents | 1,051 | (5,646) | (47,892) |
| Cash and cash equivalents at beginning of | | | |
| the six-month period ended September 30 | 23,099 | 31,725 | 269,087 |
| Cash and cash equivalents at end of | | | |
| the six-month period ended September 30 | ¥24,150 | ¥26,079 | \$ 221,195 |

The accompanying notes are an integral part of these financial statements.

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1. Nature of Operations

NS Solutions Corporation (referred to as the "Company") was incorporated on April 1, 1980 as Nippon Steel Computer Systems Co., Ltd., a wholly-owned subsidiary of Nippon Steel Corporation. The Company changed its name in 1988 to Nippon Steel Information & Communication Systems Inc, or ENICOM. Effective April 1, 2001, the Company acquired part of the business of the Electronics & Information Systems Division of Nippon Steel ("EI Division") and changed its name to NS Solutions Corporation on that date. On October 11, 2002, the Company was successfully listed on the First Section of the Tokyo Stock Exchange. As a result, the parent company's, Nippon Steel Corporation's, equity share percentage of the Company was 72%.

NS Solutions Corporation and its consolidated subsidiaries (together, referred to as the "Companies") are leading information technology solution providers in Japan. The Companies provide integrated solutions which address their customers' needs for both business applications and system platforms. The Companies provide end-to-end services, including system consulting, planning, design, development, deployment, operation, and maintenance, and total end-to-end outsourcing services. The Companies are adept at providing multi-vendor and mission critical systems solutions, as well as incorporating best-of breed products and technologies to address customer needs.

The Companies' principal business lines are:

Business Solutions.

The Companies provide solutions for industry-specific business applications to corporate enterprises, government agencies and public organizations.

· Platform Solutions.

The Companies provide solutions for system platforms including middleware, databases, operating systems, networking systems, storage systems, security systems, and services which enable systems running on diverse platforms to collaborate with each other.

Business Services.

The Companies provide systems operation and maintenance services and total end-to-end outsourcing services.

2. Basis of Presenting Consolidated Financial Statements

The accompanying consolidated financial statements have been prepared based on the accounts maintained by the Company and its consolidated subsidiaries in accordance with the provisions set forth in the Corporate Law of Japan, the Securities and Exchange Law of Japan, and in conformity with accounting principles and practices generally accepted in Japan, which are different in certain respects from the application

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and disclosure requirements of International Financial Reporting Standards and of accounting principles and practices generally accepted and applied in the United States. The consolidated financial statements are not intended to present the consolidated financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Japan. However, certain reclassifications are incorporated in order to present the financial statements in a form which is more familiar to readers outside Japan. Such reclassifications have no effect on net income or retained earnings.

3. Summary of Significant Accounting Policies

(1) Principles of consolidation

The consolidated financial statements for the fiscal year ended March 31, 2006 and the six-month period ended September 30, 2005 and 2006 include the accounts of the Company and its 11 significant subsidiaries, as listed below:

Hokkaido NS Solutions Corporation

Tohoku NS Solutions Corporation

NS Solutions Tokyo Corporation

NS Solutions Kansai Corporation

NS Solutions Chubu Corporation

NS Solutions Nishinihon Corporation

NS Solutions Oita Corporation

NSSLC Service Corporation

Nittetsu Hitachi Systems Engineering, Inc.

NCI Systems Integration, Inc.

NS Solutions Software (Shanghai) Co., Ltd.

Due to a decrease in its importance as a result of suspension of its business operations, the investment in NS Solutions USA Corporation, a wholly-owned subsidiary, is stated at cost, after recognition of impairment losses, on the Company's consolidated balance sheets. The total assets, net sales, net income and surplus of NS Solutions USA Corporation are not significant to the Company's consolidated financial statements.

All significant inter-company accounts and transactions and unrealized inter-group profit, if any, have been eliminated on consolidation.

The Company's overseas subsidiary, NS Solutions Software (Shanghai) Co., Ltd., has a fiscal year ending December 31 and the six-month period ending June 30, which differ from those of the Company. This subsidiary does not prepare financial statements at any date after December 31 and June 30 or on or before March 31 and

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September 30 in the following year and six-month, respectively. Any material transactions occurring in the respective periods, January 1 to March 31 and July 1 to September 30, are adjusted for in these consolidated financial statements.

(2) Investments in affiliates

The Company's investments in the three significant affiliates were accounted for using the equity method for the six-month period ended September 30, 2005 as listed below:

NS&I System Service Corporation

Solnet Co., Ltd.

Hokkaido High Information Technology Center Co., Ltd.

The Company excluded NS&I System Service Corporation from the scope of the equity method at the end of the third quarter, due to the sale of the Company's ownership interest in it on December 28, 2005.

As a result, the Company's investments in the two significant affiliates were accounted for using the equity method for the fiscal years ended March 31, 2006 and the six-month period ended September 30, 2006 as listed below:

Solnet Co., Ltd.

Hokkaido High Information Technology Center Co., Ltd.

(3) Remeasurement of assets and liabilities of subsidiaries

For consolidated subsidiaries and affiliated companies where the Company exercises control or influence, assets and liabilities of those companies are fully marked to their respective fair values at the date of acquisition of control or influence.

(4) Translation of foreign currency

Assets and liabilities denominated in foreign currencies are translated into yen at the exchange rate prevailing at the relevant balance sheet date.

Assets, liabilities and all income and expense accounts of a foreign subsidiary are translated into Japanese yen at the exchange rate prevailing at the relevant balance sheet date. Shareholders' equity accounts of a foreign subsidiary are translated at historical rates.

The net difference arising from translation of the financial statements of the foreign subsidiary is recorded as a "Foreign currency translation adjustment" in the accompanying consolidated balance sheets.

(5) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank deposits able to be withdrawn on demand and short-term investments with an original maturity of three months or less and which have a minor risk of fluctuation in value.

(6) Allowance for doubtful accounts

Receivables are required to be categorized into "normal receivables" and "doubtful receivables" for the purpose of providing an allowance for doubtful accounts under prevailing accounting practice in Japan. An allowance for doubtful accounts is provided for normal receivables based on the Company's historical write-off experience, plus an estimate of irrecoverable amounts on an individual account basis.

(7) Allowance for loss on guarantees

An allowance for loss on guarantees is provided at the estimated amount of future losses likely to occur from guaranteeing the indebtedness of other parties, based on the Company's analysis of the other parties' financial condition and results of operations.

(8) Allowance for program product warranties

Allowance for program product warranties is provided at the estimated amount computed by the actual rate of the past expenditure, in order that the Company prepare for expenditure of program product warranties in the future.

Effective from the year ended March 31, 2006, the Company adopted the above procedure. Prior to this adoption, program product warranty expenses were charged to income in the fiscal year when the payment was made. Compared to the results which would have been obtained applying the same procedure as that used in the previous period, operating income and income before income taxes and minority interests decreased \mathbb{\fomathbb{3}}37 million (\mathbb{\fomathbb{3}}34 thousand).

(9) Inventories

(10) Investments in securities

Available-for-sale securities with a market quotation on a stock exchange are valued at market value. Unrealized holding gains and losses, net of tax, are

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recognized in "Valuation gain on available-for-sale securities" as a separate component of shareholders' equity.

Available-for-sale securities without a market quotation are recorded at cost. The cost of available-for-sale securities sold is principally based on the moving average cost method.

(11) Property and equipment

Property and equipment is recorded at cost, net of accumulated depreciation of ¥5,750 million and ¥6,709million (\$56,903 thousand) at September 30, 2005 and 2006 and ¥6,210 million at March 31, 2006, respectively. Depreciation of property and equipment is computed principally using the declining-balance method at rates based on the estimated useful lives of the assets. However, depreciation of buildings (except for building improvements) acquired on or after April 1, 1998, is computed using the straight-line method.

Depreciation of the leased assets is computed using the straight-line method over the period of the lease contract term, with no residual value.

Normal repairs and maintenance, including minor renewals and improvements, are charged to income as incurred.

(12) Intangible fixed assets and long-term prepaid expenses

Amortization of intangible fixed assets and long-term prepaid expenses is computed using the straight-line method over the estimated useful lives of the assets. Software costs for internal use are amortized over their estimated useful lives (less than 5 years) on a straight-line basis.

(13) Goodwill

Goodwill arising from mergers, which represents the excess of the purchase price over the fair value of net assets acquired, is amortized on a straight-line basis over five years unless a more appropriate period of amortization can be identified.

(14) Income taxes

Income taxes consist of corporate income taxes, local inhabitants taxes and enterprise taxes. The Company calculates and records income taxes currently payable based on taxable income determined in accordance with the applicable tax laws.

The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities.

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(15) Allowance for retirement benefits

(a) Retirement benefits for employees

The employees of the Company are generally covered by retirement benefit plans under which retiring employees are entitled to lump-sum payments determined by reference to current rates of pay, length of service and conditions under which the termination occurs.

An allowance for retirement benefits to employees of the Company and its major consolidated subsidiaries is provided based on the estimated present value of projected benefit obligations. For some minor consolidated subsidiaries, an allowance for retirement benefits to employees is provided using a simple method, as permitted by "Opinion Concerning Establishment of Accounting Standard for Retirement Benefits", based on the estimated amount which would be payable if all employees voluntarily retired at the relevant balance sheet date.

Actuarial gains (losses) are charged as income or expense in the year they arise.

(b) Retirement benefits for directors

An allowance for retirement benefits to directors and corporate auditors of the Company and its consolidated subsidiaries is provided based on the Companies' internal rules and is based on the estimated amount which would be payable if all directors and corporate auditors retired at the relevant balance sheet date.

(16) Accrued bonuses

(a) Bonuses to employees

Accrued bonuses to employees are provided at the estimated amount which the Company is obliged to pay employees after period-end, based on their service for the six-month period ended on the relevant balance sheet date.

(b) Bonuses to directors

Accrued bonuses to directors are provided at the estimated amount which the Company is obliged to pay directors after period-end, based on their service for the fiscal year ended on the relevant balance sheet date.

Effective from the year ended March 31, 2006, the Company adopted the Statement of "Practical solution on Directors' Bonus" issued by the Accounting Standards Board Japan. Prior to adopting the new statement, bonuses to directors and corporate auditors were included in an appropriation of retained earnings. However the new statement requires that bonuses to directors and corporate auditors which proposed outside appropriation of retained earnings should be charged to the income for the relevant fiscal year. The Company does not charge the bonuses to directors and corporate auditors to the income for the relevant six-month period ended September 30, 2006 because of its uncertainty of estimation.

(17) Accounting for finance lease transactions

Finance lease transactions, except for those which are deemed to transfer ownership of the leased assets to lessees, are accounted for using a method similar to that used for regular operating lease transactions.

(18) Net income per share

Net income per share of common stock is computed based on the weighted average number of outstanding shares of common stock during the respective periods. Under the Statement of Financial Accounting Standard No. 2 "Net income per Share" issued by the Accounting Standards Board of Japan, net income should be adjusted by deducting bonuses paid to directors and statutory auditors as well as the payment of dividends to shareholders of preferred stocks to be recognized as an appropriation of retained earnings, from net income shown in the statement of income, and the computation of net income per share be made on that adjusted net income basis. Since no convertible bonds or warrants were issued and outstanding, there was no dilutive effect on net income per share during these periods.

The average number of shares used in the computation was 52,998 thousand for the six-month period ended September 30, 2005 and 2006, respectively.

(19) Accounting for consumption tax

Consumption tax withheld by the Company on revenues and consumption tax paid by the Company on the purchase of goods and on expenses is recorded as an asset or a liability and is not included in the respective account items on the consolidated statements of income.

(20) Appropriation of retained earnings

Under the Corporate Law of Japan and the Articles of Incorporation of the Company, any appropriation of retained earnings proposed by the Board of Directors is subject to approval by the shareholders at a meeting which must be held within three months of the end of each fiscal year. Therefore the appropriations of retained earnings reflected in the accompanying consolidated financial statements include the results of such appropriations applicable to the immediately preceding fiscal year, as approved at the shareholders' meeting and effected during the relevant year. Dividends are paid to shareholders whose names appear on the shareholders' register as at the end of each fiscal year. As is customary practice in Japan, the payment of bonuses to directors and corporate auditors is made out of retained earnings through an appropriation, instead of being charged to the income for the relevant fiscal year.

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The Corporate Law of Japan provides that interim cash dividends may be paid as part of the annual dividend, following approval by the Board of Directors. The Company pays such interim dividends to those shareholders who are listed on the shareholders' register at September 30 of the relevant fiscal year.

4. Change in accounting principle

(1) Accounting Standard for Net Assets of Balance Sheet

"Accounting Standard for Net Assets of Balance Sheet" and "Application Guideline for Accounting Standard for Net Assets of Balance Sheet" have been adopted from the current term.

Total amount of conventional shareholders' equity was 62,142 million yen (\$527,074) at September 30, 2006.

5. U.S. Dollar Amounts

Amounts in U.S. dollars are included solely for the convenience of readers. The rate of ¥117.90=U.S. \$1, the effective rate of exchange prevailing at September 30, 2006, has been used in translation of yen amounts to U.S. dollar amounts. The inclusion of such amounts is not intended to imply that Japanese yen have been or could be readily converted, realized or settled in U.S. dollars at this or any other rate.

6. Cash and Cash Equivalents

Cash and cash equivalents at September 30, 2005 and 2006 and March 31, 2006 are as follows:

| | Millions of yen | | | Thousands of U.S. dollars (Note 5) |
|---------------------------|-----------------------|-------------------|-----------------------|------------------------------------|
| | September 30, 2005 | March 31, 2006 | September 30, 2006 | September 30, 2006 |
| Cash and bank deposits | ¥11,199 | ¥12,845 | ¥6,512 | \$55,231 |
| Deposited money | 12,951 | 18,880 | 19,567 | 165,964 |
| Cash and cash equivalents | ¥24,150 | ¥31,725 | ¥26,079 | \$221,195 |

7. Investments in Securities

Investments in securities at September 30, 2005 and 2006 and March 31, 2006 are as follows:

(1) Marketable securities classified as available-for-sale securities

The aggregate acquisition cost, gross unrealized gains and losses and carrying amount on the balance sheet, which were re-valued to the related fair value, of

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available-for-sale securities with market quotations at September 30, 2005 and 2006 and March 31, 2006 are as follows:

| | Millions of yen | | | |
|--------------------|-----------------------------|--------|----------|--|
| Cantamban 20, 2005 | Acquisition cost Net unreal | | Carrying | |
| September 30, 2005 | | gains | amount | |
| Equity securities | ¥416 | ¥1,005 | ¥1,421 | |
| Total | ¥416 | ¥1,005 | ¥1,421 | |

| | Millions of yen | | | |
|-------------------|------------------|------------------------------|--------|--|
| March 21, 2006 | Acquisition cost | uisition cost Net unrealized | | |
| March 31, 2006 | | gains | amount | |
| Equity securities | ¥416 | ¥1,267 | ¥1,684 | |
| Total | ¥416 | ¥1,267 | ¥1,684 | |

| | Millions of yen | | | |
|--------------------|------------------|----------------|----------|--|
| September 30, 2006 | Acquisition cost | Net unrealized | Carrying | |
| September 50, 2006 | | gains | amount | |
| Equity securities | ¥417 | ¥902 | ¥1,319 | |
| Total | ¥417 | ¥902 | ¥1,319 | |

| | Thousands of U.S. dollars (Note 5) | | | |
|--------------------|------------------------------------|----------------|----------|--|
| Ctl 20, 2000 | Acquisition cost | Net unrealized | Carrying | |
| September 30, 2006 | | gains | amount | |
| Equity securities | \$ 3,535 | \$7,654 | \$11,189 | |
| Total | \$ 3,535 | \$7,654 | \$11,189 | |

NS Solutions Corporation and Consolidated Subsidiaries

(2) Non-marketable securities classified as available-for-sale securities

The following is a summary of non-marketable securities:

| | Carrying amount | | | |
|-------------------------------------|-----------------|----------|-----------|--------------|
| _ | | | | Thousands of |
| | Millions of yen | | | U.S. dollars |
| | | | | (Note 5) |
| _ | September | March | September | September |
| | 30, 2005 | 31, 2006 | 30, 2006 | 30, 2006 |
| Equity securities of unconsolidated | | | | |
| subsidiary | ¥ 11 | ¥11 | ¥28 | \$240 |
| Equity securities of affiliates | 1,721 | 1,338 | 1,338 | 11,349 |
| Others (unlisted equity securities) | 1,234 | 1,085 | 1,082 | 9,177 |
| Total | ¥2,966 | ¥2,434 | ¥2,448 | \$20,766 |

8. Leases

Leased assets, and related expenses in respect of the Company's finance leases, other than those which transfer ownership of the leased assets, are accounted for using a method similar to that used for regular operating leases. Finance lease charges of the Companies were \(\frac{\frac{1}}{2}\)271 million and \(\frac{\frac{1}}{2}\)166 million (\\$1,412 thousand) for the six-month period ended September 30, 2005 and 2006 and \(\frac{\frac{1}}{2}\)463 million for the fiscal year ended March 31, 2006, respectively. Had they been capitalized, the following items would have been recognized on the consolidated balance sheets and the consolidated statements of income as at and for the six-month period ended September 30, 2005 and 2006 and the fiscal year ended March 31, 2006:

| | Millions of yen | | | |
|-------------------------------|-----------------|--------------|-------------|--|
| _ | Acquisition | Accumulated | | |
| September 30, 2005 | cost | depreciation | Net balance | |
| Machinery and equipment | ¥ 78 | ¥ 65 | ¥ 13 | |
| Tools, furniture and fixtures | 1,884 | 1,293 | 591 | |
| Software | 605 | 455 | 150 | |
| Total | ¥2,567 | ¥1,813 | ¥754 | |

Notes to Consolidated Financial Statements (Unaudited) NS Solutions Corporation and Consolidated Subsidiaries

| | Acquisition | Accumulated | | |
|-------------------------------|------------------------------------|-----------------|--------------|--|
| March 31, 2006 | Cost | depreciation | Net balance | |
| Machinery and equipment | ¥26 | ¥17 | ¥ | |
| Tools, furniture and fixtures | 1,897 | 1,416 | 48 | |
| Software | 476 | 358 | 113 | |
| Total | ¥2,399 | ¥1,791 | ¥60 | |
| | | Millions of yen | | |
| _ | Acquisition | Accumulated | | |
| September 30, 2006 | cost | depreciation | Net balance | |
| Machinery and equipment | ¥17 | ¥10 | ¥7 | |
| Tools, furniture and fixtures | 1,182 | 754 | 428 | |
| Software | 345 | 245 | 100 | |
| Total | ¥1,544 | ¥1,009 | ¥535 | |
| | Thousands of U.S. dollars (Note 5) | | | |
| _ | Acquisition | Accumulated | | |
| September 30, 2006 | cost | depreciation | Net balance | |
| Machinery and equipment | \$144 | \$83 | \$61 | |
| Tools, furniture and fixtures | 10,025 | 6,392 | 3,633 | |
| Software | 2,925 | 2,080 | 845 | |
| Total | \$13,094 | \$8,555 | \$4,539 | |
| | | | Thousands o | |
| | Millions of | yen | U.S. dollars | |

| | Millions of yen | | | Thousands of U.S. dollars (Note 5) |
|----------------------|-----------------|----------|-----------|------------------------------------|
| - | September | March | September | September |
| | 30,2005 | 31, 2006 | 30, 2005 | 30, 2006 |
| Depreciation expense | ¥253 | ¥431 | ¥149 | \$1,264 |
| Interest expense | 11 | 19 | 7 | 60 |

NS Solutions Corporation and Consolidated Subsidiaries

Depreciation is computed using the straight-line method over the lease period of leased assets, with no residual value at the end of the lease period. The interest expense portion is determined by subtracting an amount equivalent to the acquisition cost from the total lease fee. Total interest payments over the lease period are allocated to each period using the interest method.

The present values of future lease payments at September 30, 2005 and 2006 and March 31, 2006 are as follows:

| | Millions of yen | | | Thousands of U.S. dollars (Note 5) |
|-----------------|--------------------|----------------|--------------------|------------------------------------|
| _ | September 30, 2005 | March 31, 2006 | September 30, 2006 | September 30, 2006 |
| Within one year | ¥257 | ¥246 | ¥185 | \$1,570 |
| Over one year | 538 | 387 | 368 | 3,124 |
| Total | ¥795 | ¥633 | ¥554 | \$4,694 |

Future operating lease payments under non-cancelable lease contracts at September 30, 2005 and 2006 and March 31, 2006 are as follows;

| | Millions of yen | | | Thousands of |
|-----------------|-----------------|----------|-----------|--------------|
| | | | | U.S. dollars |
| | | | | (Note 5) |
| · | September | March | September | September |
| | 30, 2005 | 31, 2006 | 30, 2006 | 30, 2006 |
| Within one year | ¥2 | ¥2 | ¥1 | \$5 |
| Over one year | 2 | 1 | 1 | \$5 |
| Total | ¥4 | 3 | 2 | \$10 |

9. Selling, General and Administrative Expenses

The main components of selling, general and administrative expenses for the six-month period ended September 30, 2005 and 2006 are as follows:

| | Millions of | Thousands of U.S. dollars (Note 5) | | |
|--|-------------|------------------------------------|----------|--|
| September 30, | 2005 | 2006 | 2006 | |
| Payroll and bonuses | ¥3,649 | ¥3,827 | \$32,459 | |
| Allowance for employees' retirement benefits | 187 | 198 | 1,677 | |

NS Solutions Corporation and Consolidated Subsidiaries

| Allowance for directors' retirement benefits | 34 | 41 | 348 |
|--|-------|-------|--------|
| Depreciation expense | 80 | 99 | 843 |
| Operating expense for acceptance of | | | |
| orders | 1,421 | 1,455 | 12,344 |

10. Research and Development Costs

Research and development costs charged to income for the six-month period ended September 30, 2005 and 2006 were ¥582 million and ¥609 million (\$5,162 thousand), respectively.

11. Shareholders' Equity

(1) Capital increase

Under the Corporate Law of Japan, at least 50% of the issue price of newly issued shares is required to be designated as stated capital.

The portion, which was to be designated as, stated capital was determined by a resolution of the Board of Directors. The remaining 50% was credited to "Additional paid-in capital".

(2) Legal reserve

The Corporate Law of Japan provides that an amount equivalent to at least 10% of any appropriations of retained earnings paid in cash for each fiscal year be appropriated as a legal reserve until such legal reserve reaches a certain limit, which is 25% of common stock, less additional paid-in capital, in accordance with an amendment to the Corporate Law. The legal reserve is not available for distribution as cash dividends, but may be used to reduce a deficit or may be transferred to common stock.

The legal reserve included in retained earnings was \$247 million and \$273 million (\$2,315 thousand) at September 30, 2005 and 2006, and \$247 million, at March 31, 2006, respectively.

(3) Appropriation of retained earnings

In accordance with the Corporate Law of Japan, appropriations of retained earnings are not reflected in the financial statements for each fiscal year. The following appropriation of retained earnings of the Company, including cash dividends applicable to the fiscal years ended March 31, 2006, was proposed by the Board of Directors and approved at the shareholders' meeting held on June 27, 2006.

NS Solutions Corporation and Consolidated Subsidiaries

| Appropriation; | | |
|---|-----------------|-------|
| | Millions of yen | |
| March 31, | 2006 | |
| Cash dividends | | ¥662 |
| (Cash dividends at ¥8.75 per share for 2006.) | | |
| Reversal of special tax purpose reserve | | , |
| into retained earnings | | (221) |

Those appropriations applicable to the fiscal year ended March 31, 2006 were not recorded in the consolidated financial statements for the fiscal year ended March 31, 2006, but are recorded in the consolidated financial statements for the six-month period ended September 30, 2006.

The maximum amount that the Company can distribute as dividends is calculated based on the non-consolidated financial statements of the Company, in accordance with the Corporate Law of Japan.

12. Contingent Liabilities

The Company's loss contingencies for guaranteeing the indebtedness of other parties, excluding the portion for which a related allowance is provided as a liability on the consolidated balance sheets, were \mathbb{\cup}16 million and \mathbb{\cup}0 at September 30, 2005 and 2006, and \mathbb{\cup}2 million at March 31, 2006, respectively, each of which are Guarantees for bank loans of the Hokkaido High Information Technology Center Co., Ltd.

13. Derivative Transactions

The Companies do not engage in derivative transactions.

14. Segment Information

(1) Industry segment information

The Company responds to customer needs through the supply of a variety of information services ranging from information system planning through software development, hardware selection, system operation and system support. Based on the similarities in the type and nature of business, the Company's business constitutes a single segment and accordingly, industry segment information is not disclosed.

(2) Geographic segment information

The domestic proportion in relation to all segments is in excess of 90% in terms of both net income and total assets. Accordingly, geographic segment information is not separately disclosed.

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(3) Overseas sales

The overseas share of consolidated net sales is less than 10%. Accordingly, overseas sales information is not separately disclosed.

15. Subsequent Events

There have been no material events subsequent to September 30, 2006.