

(English translation and a part of summary of the Annual Securities Report for the twelve-month period ended March 31, 2016 pursuant to the Financial Instruments and Exchange act of Japan.)

# **Annual Financial Report**

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For the fiscal year ended March 31, 2016

**Advantest Corporation**

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As used in this annual report, the term “fiscal” preceding a year means the twelve-month period ended March 31 of the year subsequent to the year referred to. For example, “fiscal 2015” refers to the twelve-month period ended March 31, 2016. All other references to years refer to the applicable calendar year.

“¥” or “yen” means Japanese yen.

Unless otherwise noted, all references and discussions of the financial position of Advantest Corporation (the “Company”) and its consolidated subsidiaries (collectively, “Advantest”), results of operations and cash flows in this annual report are made with reference to Advantest’s consolidated financial statements prepared in accordance with the International Financial Reporting Standards (“IFRS”), which has been changed from the accounting principles generally accepted in the United States (“U.S. GAAP”), that had been used in prior years. Comparative figures for fiscal 2014 have also been prepared based on the IFRS.

### Cautionary Statement with Respect to Forward-Looking Statements

This annual report contains “forward-looking statements” that are based on Advantest’s current expectations, estimates and projections. These statements include, among other things, the discussion of Advantest’s business strategy, outlook and expectations as to market and business developments, production and capacity plans. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as “anticipate,” “believe,” “estimate,” “expect,” “intend,” “project,” “should” and similar expressions. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause Advantest’s actual results, levels of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking statements, including:

- changes in demand for the products and services produced and offered by Advantest’s customers, including semiconductors, communications services and electronic goods;
- circumstances relating to Advantest’s investment in technology, including its ability to timely develop products that meet the changing needs of semiconductor manufacturers and communications network equipment and components makers and service providers;
- the environment in which Advantest purchases materials, components and supplies for the production of its products, including the availability of necessary materials, components and supplies during a significant expansion in the market in which Advantest operates; and
- changes in economic conditions, competitive environment, currency exchange rates or political stability in the major markets where Advantest produces, distributes or sells its products.

These risks, uncertainties and other factors also include those identified in “Risk Factors” and set forth elsewhere in this annual report.

## 1. Consolidated Financial Statements

### (1) Consolidated Statements of Financial Position

		Millions of Yen		
	Note	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Assets				
Current assets				
Cash and cash equivalents	7, 27	68,997	97,574	85,430
Trade and other receivables	8, 27	21,775	26,478	28,005
Inventories	9	30,457	38,159	33,912
Other current assets		2,427	2,430	3,049
Total current assets		<u>123,656</u>	<u>164,641</u>	<u>150,396</u>
Non-current assets				
Property, plant and equipment, net	11	35,677	34,216	31,451
Goodwill and intangible assets	12	15,400	18,175	16,726
Other financial assets	10, 27	6,518	4,677	3,542
Deferred tax assets	15	10,763	11,180	8,038
Other non-current assets		292	348	298
Total non-current assets		<u>68,650</u>	<u>68,596</u>	<u>60,055</u>
Total assets	6	<u><u>192,306</u></u>	<u><u>233,237</u></u>	<u><u>210,451</u></u>

		Millions of Yen		
	Note	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
<b>Liabilities and Equity</b>				
<b>Liabilities</b>				
<b>Current liabilities</b>				
Trade and other payables	16, 27	19,559	29,671	22,101
Bonds	17, 27	—	10,000	—
Income tax payables		1,097	2,119	1,548
Provisions	18	1,589	1,525	1,709
Other financial liabilities	27	328	271	487
Other current liabilities		3,785	5,752	3,589
<b>Total current liabilities</b>		<b>26,358</b>	<b>49,338</b>	<b>29,434</b>
<b>Non-current liabilities</b>				
Bonds	17, 27	54,366	44,492	44,618
Other financial liabilities	27	152	159	65
Retirement benefit liabilities	19	28,855	35,395	41,076
Deferred tax liabilities	15	779	389	358
Other non-current liabilities		2,204	1,654	1,281
<b>Total non-current liabilities</b>		<b>86,356</b>	<b>82,089</b>	<b>87,398</b>
<b>Total liabilities</b>		<b>112,714</b>	<b>131,427</b>	<b>116,832</b>
<b>Equity</b>				
Share capital	20	32,363	32,363	32,363
Share premium	20	44,623	44,487	44,478
Treasury shares	20	(96,083)	(94,686)	(94,585)
Retained earnings	20	97,398	106,916	105,190
Other components of equity	20	1,291	12,730	6,173
<b>Total equity attributable to owners of the parent</b>		<b>79,592</b>	<b>101,810</b>	<b>93,619</b>
<b>Total equity</b>		<b>79,592</b>	<b>101,810</b>	<b>93,619</b>
<b>Total liabilities and equity</b>		<b>192,306</b>	<b>233,237</b>	<b>210,451</b>

## (2) Consolidated Statements of Profit or Loss and Consolidated Statements of Comprehensive Income

### Consolidated Statements of Profit or Loss

		Millions of Yen	
	Note	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Net sales	6	163,803	162,111
Cost of sales	11, 12, 19	(72,048)	(70,636)
Gross profit		91,755	91,475
Selling, general and administrative expenses	11, 12, 18, 19, 22	(75,086)	(79,109)
Other income		566	630
Other expenses		(377)	(399)
Operating income	6	16,858	12,597
Financial income	24	4,158	475
Financial expenses	24	(249)	(1,305)
Income before income taxes		20,767	11,767
Income taxes	15	(4,014)	(5,073)
Net income		16,753	6,694
Net income attributable to:			
Owners of the parent		16,753	6,694
Earnings per share:			
Basic (Yen)	26	96.15	38.35
Diluted (Yen)	26	87.67	35.38

### Consolidated Statements of Comprehensive Income

		Millions of Yen	
	Note	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Net income		16,753	6,694
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of defined benefit pension plans	19, 25	(4,651)	(4,869)
Items that may be subsequently reclassified to profit or loss			
Exchange differences on translation of foreign operations	25	11,674	(6,002)
Net change in fair values of available-for-sale financial assets	25	(235)	(555)
Total other comprehensive income		6,788	(11,426)
Total comprehensive income for the year		23,541	(4,732)
Comprehensive income attributable to:			
Owners of the parent		23,541	(4,732)

**(3) Consolidated Statements of Changes in Equity**

Millions of Yen

	Note	Equity attributable to owners of the parent					Total	Total equity
		Share capital	Share premium	Treasury shares	Retained earnings	Other components of equity		
Balance at April 1,2014		32,363	44,623	(96,083)	97,398	1,291	79,592	79,592
Net income					16,753		16,753	16,753
Other comprehensive income						6,788	6,788	6,788
Total comprehensive income for the year		—	—	—	16,753	6,788	23,541	23,541
Purchase of treasury shares	20			(33)			(33)	(33)
Disposal of treasury shares	20		(136)	1,430	(842)		452	452
Dividends	21				(1,742)		(1,742)	(1,742)
Transfer from other components of equity to retained earnings					(4,651)	4,651	—	—
Total transactions with the owners		—	(136)	1,397	(7,235)	4,651	(1,323)	(1,323)
Balance at March 31,2015		32,363	44,487	(94,686)	106,916	12,730	101,810	101,810
Net income					6,694		6,694	6,694
Other comprehensive income						(11,426)	(11,426)	(11,426)
Total comprehensive income for the year		—	—	—	6,694	(11,426)	(4,732)	(4,732)
Purchase of treasury shares	20			(1)			(1)	(1)
Disposal of treasury shares	20		(9)	102	(60)		33	33
Dividends	21				(3,491)		(3,491)	(3,491)
Transfer from other components of equity to retained earnings					(4,869)	4,869	—	—
Total transactions with the owners		—	(9)	101	(8,420)	4,869	(3,459)	(3,459)
Balance at March 31,2016		32,363	44,478	(94,585)	105,190	6,173	93,619	93,619

#### (4) Consolidated Statements of Cash Flows

Millions of Yen

	Note	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Cash flows from operating activities:			
Income before income taxes		20,767	11,767
Adjustments to reconcile income before income taxes to net cash provided by (used in) operating activities:			
Depreciation and amortization		4,730	4,965
Gain on sales of available-for-sale financial assets		(750)	(174)
Impairment losses		211	—
Changes in assets and liabilities:			
Trade and other receivables		(1,274)	(2,726)
Inventories		(5,786)	3,621
Trade and other payable		9,052	(6,784)
Warranty provisions		(135)	189
Retirement benefit liabilities		714	864
Other		(1,629)	(152)
Subtotal		25,900	11,570
Interest and dividends received		204	303
Interest paid		(137)	(117)
Income taxes paid		(1,486)	(4,028)
Net cash provided by (used in) operating activities		24,481	7,728
Cash flows from investing activities:			
Proceeds from sale of available-for-sale financial assets		2,132	503
Proceeds from sale of property, plant and equipment		99	509
Purchases of property, plant and equipment		(3,230)	(3,116)
Purchases of intangible assets		(477)	(449)
Other		166	158
Net cash provided by (used in) investing activities		(1,310)	(2,395)
Cash flows from financing activities:			
Redemption of bonds	17	—	(10,000)
Dividends paid	21	(1,742)	(3,488)
Other		444	(43)
Net cash provided by (used in) financing activities		(1,298)	(13,531)
Net effect of exchange rate changes on cash and cash equivalents		6,704	(3,946)
Net change in cash and cash equivalents		28,577	(12,144)
Cash and cash equivalents at beginning of year		68,997	97,574
Cash and cash equivalents at end of year	7	97,574	85,430

## Notes to the Consolidated Financial Statements

### 1. Reporting Entity

Advantest Corporation (the “Company”) is a public company located in Japan.

The Company’s consolidated financial statements consist of the Company and its subsidiaries (collectively, “Advantest”).

Advantest manufactures and sells semiconductor and component test system products and mechatronics-related products such as test handlers and device interfaces. Advantest also engages in research and development activities and provides maintenance and support services associated with these products.

### 2. Basis of Preparation

#### (1) Compliance with IFRS

Advantest prepares consolidated financial statements in accordance with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standard Board. As Advantest meets the requirements of a “Specified Companies applying Designated IFRS” pursuant to Article 1-2 of the “Ordinance on Terminology, Forms, and Preparation Methods of Consolidated Financial Statements”, Advantest adopts Article 93 of the same ordinance.

Advantest applied IFRS in the fiscal year ended March 31, 2016, and the date of transition to IFRS (the “Date of Transition”) is April 1, 2014. With regard to Date of Transition and the comparative fiscal year, the effects of the transition to IFRS on Advantest’s financial position, results of operations and cash flows are included in IFRS Transition Disclosure (see note 29 for additional details).

The consolidated financial statements were approved on June 29, 2016 by Representative Director, Shinichiro Kuroe, and Chief Financial Officer, Hiroshi Nakamura, of the Company.

#### (2) Basis of Measurement

The consolidated financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities measured at their fair values, as included in Significant Accounting Policies (see note 3 for additional details).

#### (3) Functional Currency and Presentation Currency

The consolidated financial statements are presented in Japanese Yen, which is the Company’s functional currency.

### 3. Significant Accounting Policies

#### (1) Basis of Consolidation

Advantest’s consolidated financial statements include financial statements of the Company and its subsidiaries, all of which are wholly owned. Subsidiaries are entities controlled by the Company. Control is obtained when the Company has risks or rights to variable returns from its involvement with the entity and has the ability to use its power over the entity to affect the variable returns.

The Company consolidates all subsidiaries from the date on which the Company acquires control until the date on which the Company loses control.

Inter-company balances and transactions are eliminated in consolidation.

Subsidiaries’ financial statements are adjusted, if necessary, when their accounting policies differ from those of the Company. For subsidiaries with different reporting dates from that of the Company, the financial statements based on provisional settlement of accounts made as of the reporting date are used in the preparation of the consolidated financial statements. The reporting date of the subsidiaries is not more than 3 months earlier than that of the Company.

#### (2) Business combinations

Business combinations are accounted for using the acquisition method. Goodwill is measured as the excess of

the total amount of the consideration transferred, the amount of any non-controlling interests in the acquiree and, if a business combination is achieved in stages, the amount of the fair value at the date of acquisition of acquirer's previously held equity interest in the acquiree over the net amounts recognized of the identifiable acquired assets and assumed liabilities (which is usually measured at fair value). If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. During the measurement period, which does not exceed one year from the acquisition date, the Company retrospectively adjusts the provisional amounts recognized at the acquisition date. Acquisition-related costs are recognized as expenses in the period in which they are incurred.

### **(3) Foreign Currency Translation**

#### **1) Translation of Foreign Currency Transactions**

Monetary assets and liabilities denominated in foreign currencies are converted into the functional currency of each company using the exchange rate at the end of the reporting period. Foreign currency transactions are converted into the functional currency using the exchange rate prevailing at the transaction date. Foreign exchange gains and losses resulting from the currency conversion and settlement are recognized as financial income (expenses).

#### **2) Translation of Foreign Operations**

Assets and liabilities of foreign operations are translated into Japanese Yen using the exchange rate at the end of the reporting period, and revenue and expense items are translated using the average exchange rates during the period. Gains or losses derived from translating foreign operations' financial statements are recognized in other comprehensive income, and presented in other components of equity.

The financial statements of foreign operations whose functional currency is Japanese Yen are remeasured into Japanese Yen. All exchange gains and losses from the remeasurement are included in financial income (expenses) for the period in which the remeasurement is made.

### **(4) Financial Instruments**

#### **1) Non-derivative Financial Assets**

Advantest classifies non-derivative financial assets into the following categories: loans and receivables and available-for-sale financial assets.

Advantest initially recognizes loans and receivables on the date that they originate. All other financial assets are recognized initially on the trade date, the date on which Advantest becomes party to the contractual provisions.

Advantest derecognizes a financial asset when contractual rights to the cash flows from the asset expire. In transferring contractual rights to the cash flows from a financial asset, Advantest will derecognize the financial asset if Advantest neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and does not retain control of the financial asset.

Financial assets and liabilities are offset and presented net in the consolidated statements of financial position only when Advantest has a legally enforceable right to offset the recognized amounts and intends to settle on a net basis or to realize the asset and settle the liability simultaneously.

#### ***Financial Assets Measured at Fair Value through Profit or Loss***

Financial assets measured at fair value through profit or loss are financial assets designated as held for trading purposes or measured at fair value through profit or loss.

These assets are measured at fair value, and the changes in fair value are recognized as profit or loss. Advantest does not hold such assets.

#### ***Loans and Receivables***

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market; this category includes trade and other receivables.

Such assets are initially measured at fair value, plus any directly attributable transaction costs and subsequently at amortized cost using the effective interest method, less any impairment losses. The amortization charge for each period is recognized as financial income in profit or loss.

#### ***Available-for-sale Financial Assets***

Available-for-sale financial assets are those financial assets designated as available for sale or are not classified in one of the other categories of non-derivative financial assets above.

These assets are initially measured at fair value plus any directly attributable transaction costs and subsequently measured at fair value. Changes in fair value are recognized in other comprehensive income and presented in other components of equity.

Upon derecognition of the assets, the gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

#### **2) Non-derivative Financial Liabilities**

Advantest recognizes debt securities on the day that they are issued. All other financial liabilities are initially recognized on the trade date, the date on which Advantest becomes party to contractual provisions. Other financial liabilities include loans and borrowings and trade and other payables.

Advantest derecognizes a financial liability when its contractual obligations are discharged, cancelled, or expire.

These financial liabilities are measured initially at fair value, less any directly attributable transaction costs and subsequently measured at amortized cost using the effective interest method.

The amortization charge for each period is recognized as financial expenses in profit or loss.

#### **3) Equity**

##### ***Share capital***

Share capital is included in equity. The direct issuance costs of share capital are deducted, net of tax, from share premium.

##### ***Treasury shares***

Treasury shares are recognized at cost and deducted from equity. No gain or loss is recognized at purchase, sale and retirement of treasury shares.

#### **4) Compound Financial Instruments**

The compound financial instruments issued by Advantest include corporate bonds with subscription rights to new shares that can be converted to equity at the option of the holder and for which the number of new shares to be issued is not affected by changes in fair value. The liability element of a compound financial instrument is initially recognized at the fair value of a similar liability that does not have an equity conversion option. The equity element of a compound financial instrument is initially recognized at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability element. Any directly attributable transaction costs are allocated to each element in proportion to the initial carrying amounts. After initial recognition, the liability element of a compound financial instrument is measured at amortized cost using the effective interest method. The equity element of a compound financial instrument is not remeasured after initial recognition.

#### **5) Derivative Financial Instruments**

Advantest uses derivative instruments primarily to manage exposures to foreign currency. The primary objective in holding derivatives is to reduce the volatility of earnings and cash flows associated with changes in foreign currency. The instruments are not designated for trading or speculative purposes. Derivative financial instruments contain an element of risk in the event the counterparties are unable to meet the terms of the agreements. However, Advantest minimizes risk exposure by limiting the counterparties to major international banks and financial institutions meeting established credit guidelines. Management of the Company does not expect any counterparty to default on its obligations and, therefore, does not expect to incur any losses due to counterparty default on its obligations. Advantest generally does not require or provide

collateral for these derivative financial instruments.

Derivative financial instruments are initially recognized at fair value, and remeasured after initial recognition to their fair value. If the derivative instrument is not designated as a hedge, the gain or loss is recognized in earnings in the period of change.

The accounting for changes in the fair value (that are, gains or losses) of a derivative instrument depends on the objective for holding such instrument and whether it meets the criteria for designation as a cash flow hedge or a fair value hedge.

If certain conditions are met, Advantest may elect to designate a derivative instrument as a hedge of exposures to changes in fair values, cash flows, or a net investment in a foreign operation.

## **(5) Impairment**

### **1) Non-derivative Financial Assets**

Financial assets not classified as at fair value through profit or loss are assessed for objective evidence of impairment at the reporting date and the amount of impairment loss is determined if any such evidence exists.

Objective evidence that financial assets are impaired includes significant financial difficulty of a debtor, restructuring of an amount due to Advantest on terms which Advantest would not consider otherwise, adverse changes in the payment status of borrowers or issuers such as bankruptcy, and other adverse changes in the economic climate impacting default of payment such as the disappearance of an active market for a security.

In addition, equity investments are considered to be impaired if there is a significant or prolonged decline in its fair value in comparison with the original acquisition value.

#### ***Financial Assets Measured at Amortized Cost***

Advantest assesses whether objective evidence of impairment exists individually for financial assets considered to be individually significant, or collectively if not considered to be individually significant.

If there is objective evidence that a financial asset has been impaired, the amount of the impairment loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows discounted at the assets original effective interest rate. The carrying amount is reduced either directly or through the use of an allowance account, and the impairment loss is recognized in profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed in profit or loss.

#### ***Available-for-sale Financial Assets***

Impairment losses on available-for-sale financial assets are recognized by reclassifying the cumulative losses previously recognized in net change in fair values of available-for-sale financial assets, a component of equity, to the profit or loss. The amount of cumulative losses reclassified from other comprehensive income to profit or loss is equal to the difference between the acquisition costs and its present fair value less the impairment losses previously recognized in profit or loss. The reversal of impairment losses of equity instruments is recognized in other comprehensive income.

### **2) Non-financial Assets**

If there is any indication of impairment for non-financial assets other than inventories and deferred tax assets, the asset's recoverable amount is estimated and the asset is tested for impairment. Goodwill is tested for impairment both annually and when there is any indication of impairment. An impairment loss is recognized if the recoverable amount of an asset, cash-generating unit (CGU) or CGU group is less than its carrying amount.

The recoverable amount of an asset, CGU or CGU group is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows associated with the asset, CGU or CGU group are discounted to present value using a pre-tax discount rate which reflects current market assessments of the time value of money and any risks specific to the asset, CGU or CGU group. For impairment testing purposes, assets are grouped together into the smallest assets, CGU or CGU group that

generates cash inflows independently of cash inflows of other assets, CGU or CGU group. Goodwill is grouped together so that the impairment is tested for the smallest group of units used for internal reporting purposes. Goodwill acquired in a business combination is allocated to CGU or CGU group that is expected to benefit from the synergies of the business combination.

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGU are allocated first to reduce the carrying amount of any goodwill allocated to that CGU or CGU group and then to reduce the carrying amounts of other assets in CGU or CGU group on a pro-rata basis.

Impairment losses on goodwill are not reversed. For all other assets, impairment losses are only reversed to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

## **(6) Cash and Cash Equivalents**

Cash and cash equivalents includes cash on hand, deposits at call with banks, and other short term highly liquid investments with maturities of three months or less from the date of acquisition that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

## **(7) Inventories**

The cost of inventories includes purchase costs, processing costs and all other costs incurred to bring inventories to their present location and condition.

Inventories are measured at the lower of cost or net realizable value. If net realizable value is less than the cost, that difference is accounted for as a write off and recognized as an expense. The weighted average method is used to calculate cost. Net realizable value represents the estimated selling price in the ordinary course of business, less all estimated costs of completion and estimated costs necessary to make the sale.

## **(8) Property, Plant and Equipment (Except Lease Asset)**

Property, plant, and equipment are measured by using the cost model and are stated at cost less accumulated depreciation and accumulated impairment losses.

The cost includes any costs directly attributable to the acquisition of the asset and dismantlement, removal and restoration costs.

Except for assets that are not subject to depreciation such as land, assets are depreciated using the straight-line method over their estimated useful lives. The estimated useful lives of major asset items are as follows:

- Buildings : 15 to 50 years
- Machinery and equipment : 4 to 10 years
- Tool, furniture and fixture : 2 to 5 years

The estimated useful lives, depreciation method and residual value are reviewed at each fiscal year end and if there are any changes made to the estimated useful lives, depreciation method and residual value, such changes are accounted for on a prospective basis as changes in estimate.

## **(9) Goodwill and Intangible Asset**

### **1) Goodwill**

Details on the measurement of goodwill at initial recognition are included in Business Combinations (see note (2) for additional details).

Goodwill is not amortized. It is allocated to CGU or group of CGUs that are identified according to types of business and regions and tested for impairment each fiscal year or when there is any indication of impairment. Impairment losses on goodwill are recognized in profit or loss, and no subsequent reversal is made.

After initial recognition, goodwill is presented at cost less accumulated impairment losses.

### **2) Intangible Assets (Except Lease Asset)**

Intangible assets acquired separately are measured at cost at the initial recognition, and the cost of intangible assets acquired through business combinations are recognized at fair value at the acquisition date.

Expenses on internally generated intangible assets are recognized as expense in the period when incurred, except for those that satisfy the criteria for recognition as assets. Internally generated intangible assets that

satisfy the criteria for recognition as assets are stated at cost in the total amount of spending that is incurred after the assets first met recognition standards.

Intangible assets are subsequently measured at cost less accumulated amortization and accumulated impairment losses.

Intangible assets for which useful lives can be determined are amortized on a straight-line method over their estimated useful lives from the date the assets are available for use. These assets are also tested for impairment whenever there is any indication of impairment.

Estimated useful lives, residual values and amortization methods are reviewed at each fiscal year end and the effect of any changes in estimate are accounted for during the period in which the change occurred and on a prospective basis. The effect of any changes in estimate is recognized in the period in which the change occurs.

The estimated useful lives of major assets are as follows:

- Software : 3 to 5 years
- Customer relationships : 7 years

## **(10) Leases**

The contract which should be subject to lease or including lease is defined based on the actual condition of the agreement at inception of lease. In the contract, the lease all risks and economic value accompany with possession of asset materially transfer to lessee is categorized as finance lease. The other leases are categorized as operating lease.

### **1) Leases-Lessor**

Revenue from operating lease is recognized on the straight line basis over the leasing period.

### **2) Leases-Lessee**

The lease payment amount on operating lease is recorded on a straight-line method over the leasing period.

## **(11) Employee Benefits**

The Company and certain of its subsidiaries have retirement and severance defined benefit plans covering substantially all of their employees. For each defined benefit plan, the present value of defined benefit obligations, related current service cost and past service cost are calculated using the projected unit credit method. The discount rates are the yields of high quality corporate bonds that have maturity terms approximating those of the obligations which the benefits are expected to be paid. Net defined benefit liability (asset) is measured at the present value of the defined benefit obligation less the fair value of plan assets. Remeasurements of net of liabilities or assets for defined benefit plans are recognized in full as other comprehensive income in the period when they are incurred and reclassified to retained earnings immediately. Past service costs are recognized immediately in profit or loss.

## **(12) Provisions**

Provisions are recognized when Advantest has present legal or constructive obligations as a result of past events, it is probable that outflows of resources embodying economic benefits will be required to settle the obligations, and reliable estimates of the obligations can be made.

When the effect of the time value of money is material, provisions are measured at the present value of the expenditures expected to be required to settle the obligations.

### **1) Warranty Provisions**

Advantest's products are generally subject to warranty, and Advantest provides an allowance for such estimated costs when product revenue is recognized. To provide for future repairs during warranty periods, estimated repair expenses over the warranty period are accrued based on the historical ratio of actual repair expenses to corresponding sales, and any facts and circumstances that occurred.

### **2) Asset Retirement Obligation**

Estimated amounts for the costs of removing hazardous substances related to property, plant and equipment

and restoring rented offices to the original condition are recorded in the provision for asset retirement obligation costs.

### **(13) Stock-Based Compensation**

Advantest applies the fair-valued-based method of accounting for stock-based compensation and recognizes stock-based compensation expense in the consolidated statements of profit or loss. The cost of employee services received in exchange for an award of equity instruments is measured based on the grant-date fair value of the stock options granted to employees. The cost is recognized on the straight line basis over the period during which an employee is required to provide service in exchange for the award. The Black Scholes pricing model is used to estimate the value of stock options.

Expected dividend yield is determined by the Company's dividend ratio of the past and other associated factors. Risk free interest rate is determined by Japanese government bond yield for the period corresponding to expected life. Expected volatility is determined by historical volatility and trend of the Company's share prices, and other associated factors. Expected life is determined by the Company's option exercise history, post vesting employment termination behavior for similar grants, and other pertinent factors.

### **(14) Revenue Recognition**

#### **1) Sales of Products**

Sales of products which require installation are recognized when the related installation is completed and other sales recognition criteria are met since the installation is essential to the functionality of the equipment. When customer acceptance is uncertain, revenue is deferred until customer acceptance has been received.

Sales of products and component which do not require installation service by Advantest is recognized upon shipment if the terms of the sale are free on board ("FOB") shipping point or upon delivery if the terms are FOB destination which coincide with the passage of title and risk of loss.

#### **2) Rendering of Services**

Revenue from long-term service contracts is recognized on the straight-line basis over the contract term.

#### **3) Multiple Deliverables**

Advantest's revenue recognition policies provide that, when a sales arrangement contains multiple elements such as hardware and software products and services, Advantest allocates revenue to each element based on a selling price hierarchy and recognizes revenue when the criteria for revenue recognition have been met for each element.

### **(15) Financial Income and Expenses**

Financial income mainly consists of dividend income, interest income, gains on sales of available-for-sale financial assets and foreign exchange gains. Dividend income is recognized on the date when the right of Advantest to receive the dividend is established. Interest income is recognized using the effective interest method as incurred.

Financial expenses mainly consist of interest expenses and foreign exchange losses. Interest expenses are recognized using the effective interest method as incurred.

### **(16) Income Taxes**

Current and deferred taxes are stated as income taxes in the consolidated statements of profit or loss except when they relate to business combinations or on items recognized in other comprehensive income or directly in equity.

Current and deferred taxes related to items recognized in other comprehensive income are recognized as other comprehensive income.

#### **1) Current Taxes**

Current income taxes are measured at the amount that is expected to be paid to or refunded from the tax authorities. For the calculation of the tax amount, Advantest uses the tax rates and tax laws that have been

enacted or substantively enacted by the end of the fiscal year.

## **2) Deferred Taxes**

Deferred income taxes are calculated based on the temporary differences between the amounts used for tax purpose and the carrying amount for assets and liabilities at the fiscal year end. Deferred tax assets are recognized for deductible temporary differences, unused tax credits and unused tax losses to the extent that it is probable that future taxable profit will be available against which they can be utilized. Deferred tax liabilities are recognized for taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the fiscal year when the asset is realized or the liability is settled, based on the tax laws that have been enacted or substantively enacted by the fiscal year end.

Deferred tax assets and deferred tax liabilities are not recognized for the following temporary differences:

- taxable temporary differences on initially recognized goodwill
- temporary differences arising from the initial recognition of assets or liabilities in transactions that are not business combinations and at the time of transaction affect neither accounting profit nor taxable profit or tax loss
- taxable temporary differences on investments in subsidiaries to the extent that the timing of the reversal of the temporary difference is controlled and that it is probable the temporary difference will not reverse in the foreseeable future
- deductible temporary differences on investments in subsidiaries to the extent that it is not probable the temporary differences will reverse in the foreseeable future

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same tax authority on the same taxable entity (including consolidated tax payments).

## **(17) Earnings per Share**

Basic earnings per share is calculated by dividing net income attributable to owners of the parent by the weighted average number of shares outstanding during the year. Diluted earnings per share reflects the maximum possible dilution from conversion, exercise, or contingent issuance of securities. All potentially dilutive securities are excluded from the calculation in a situation where there is a net loss attributable to owners of the parent.

## **4. Significant Accounting Judgments, Estimates and Assumptions**

The preparation of the consolidated financial statements requires Advantest to make judgments, accounting estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and assumptions are based on the best judgment of management in light of historical experience and various factors deemed to be reasonable according to the situation. However, given their nature, actual results may differ from those estimates and assumptions.

The estimates and underlying assumptions are continuously reviewed. The effects of a change in these estimates and assumptions are recognized in the period of the change and subsequent periods.

The estimates and assumptions that could have a material effect on the amounts recognized in its consolidated financial statements are as follows:

### **(1) Inventories**

Inventories are measured at the lower of cost or net realizable value. If net realizable value is less than the cost, that difference is accounted for as a write off and recognized as an expense. Advantest may experience substantial losses in cases where the net realizable value drops dramatically as a result of deterioration in the market environment against the forecast.

## **(2) Impairment of Property, Plant and Equipment, Goodwill and Intangible Assets**

Advantest performs an impairment test for property, plant and equipment, goodwill and intangible assets when there is any indication that the recoverable amount is less than the carrying amount of the assets.

The impairment test is performed by comparing the carrying amount and the recoverable amount of assets. If the recoverable amount is less than the carrying amount, impairment loss is recognized. The recoverable amount is mainly calculated based on the discounted cash flow model. Certain assumptions are made for the useful lives and the future cash flows of the assets, discount rate and long-term growth rate. These assumptions are based on the best estimates and judgments of management, but they could be affected by variable and uncertain future economic conditions. Any changes in these assumptions may have a material impact on the consolidated financial statements in future periods.

The method of calculating the recoverable amount of goodwill is included in Goodwill and Intangible Assets (see note 12 for additional details).

## **(3) Employee Benefits**

The Company and certain of its subsidiaries have retirement and severance defined benefit plans covering substantially all of their employees. The present value of defined benefit obligations on each of these plans and the service costs are calculated based on actuarial assumptions. These actuarial assumptions require estimates and judgments on variables, such as discount rates.

The actuarial assumptions are determined based on the best estimates and judgments made by management. However, there is the possibility that these assumptions may be affected by changes in uncertain future economic conditions, which may have a material impact on the consolidated financial statements in future periods.

These actuarial assumptions and related sensitivity analysis are included in Employee Benefits (see note 19 for additional details).

## **(4) Provisions**

Advantest recognizes warranty provisions in the consolidated statements of financial position.

The provision is recognized based on the best estimates of the expenditures required to settle the obligations, taking into account risks and uncertainty related to the obligations as of the fiscal year end date.

Expenditures necessary for settling the obligations are calculated by taking all possible future results into account; however, they may be affected by unexpected events or changes in conditions which may have a material impact on the consolidated financial statements in future periods.

The nature and amount of recognized provisions are included in Provisions (see note 18 for additional details).

## **(5) Income Taxes**

Advantest, which conducts business around the world, makes reasonable estimates of income tax to be paid to local tax authorities in accordance with local laws and regulations, and recognizes income tax payable and current tax expense based on these estimates.

Calculating income tax payable and current tax expense requires estimates and judgments on various factors, including, for example, the interpretation of tax regulations by taxable entities and the tax authority in the jurisdiction or experience of prior tax investigation.

Therefore, there may be differences between the amount recognized as income tax payable and current tax expense and the amount of actual income tax payable and current tax expense. These differences may have a material impact on the consolidated financial statements in future periods.

In addition, deferred tax assets are recognized to the extent that it is probable that taxable income will be available against which deductible temporary differences can be utilized.

In recognizing the deferred tax assets, Advantest judges the possibility of future taxable income and reasonably estimate the timing and amount of future taxable income based on the business plan.

The timing and amount of taxable income may be affected by variable and uncertain future economic conditions, and changes may have a material impact on the consolidated financial statements in future periods.

The contents and amounts related to income taxes are included in the Income Taxes (see note 15 for additional details).

## (6) Contingencies

With regard to contingencies, any items that may have a material impact on business in the future are disclosed in light of all the available evidence as of the fiscal year ended and by taking into account the probability of these contingencies and their impact on financial reporting.

## 5. New Accounting Standards and Interpretations Issued but not yet Applied

New or revised accounting standards and interpretations that were issued by the date of approval of the consolidated financial statements but have not yet been applied by Advantest as of March 31, 2016, are principally as follows:

Advantest is currently assessing the impacts of adopting these, and it is not possible to make estimates at this time.

Standards and Interpretations	Title	Date of mandatory application (fiscal year beginning on or after)	Reporting periods of application (end date of the reporting period)	Overview of new/revised Standards and Interpretations
IFRS 9	Financial Instruments	January 1, 2018	March 31, 2019	Revision of classification, measurement and recognition of financial instruments, and revision of hedge accounting
IFRS 15	Revenue from Contracts with Customers	January 1, 2018	March 31, 2019	New standard of revenue recognition that replaces IAS 18, IAS 11 and relevant interpretations.
IFRS 16	Leases	January 1, 2019	March 31, 2020	Amendments to accounting treatment for lease arrangements

## 6. Segment Information

### (1) Overview of Reporting Segments

Advantest manufactures and sells semiconductor and component test system products and mechatronics-related products such as test handlers and device interfaces. Advantest also engages in research and development activities and provides maintenance and support services associated with these products. Advantest's organizational structure consists of three reportable operating segments, which are the design, manufacturing, and sale of semiconductor and component test systems, mechatronics systems and services, support and others. These reportable operating segments are determined based on the nature of the products and the markets. Segment information is prepared on the same basis that management reviews financial information for operational decision making purposes.

The semiconductor and component test system segment provides customers with test system products for the semiconductor industry and the electronic parts industry. Product lines provided in the semiconductor and component test system segment include test systems for SoC semiconductors for non memory semiconductor devices and test systems for memory semiconductors for memory semiconductor devices.

The mechatronics system segment provides product lines such as test handlers, mechatronic-applied products, for handling semiconductor devices, device interfaces that serve as interfaces with the devices that are measured and operations related to nano-technology products.

The services, support and others segment consists of comprehensive customer solutions provided in connection with the above segments, support services, equipment lease business and others.

### (2) Information of Reporting Segments

Accounting treatment applied to operating segments is the same as in the note "3. Significant Accounting Policies."

Advantest uses the operating income (loss) before stock option compensation expense for management's analysis of operating segment results.

Segment income (loss) is presented on the basis of operating income (loss) before stock option compensation expense.

Inter-segment sales are based on market prices.

Date of Transition April 1, 2014

Millions of Yen

	Semiconductor and Component Test System Business	Mechatronics System Business	Services, Support and Others	Elimination and Corporate	Consolidated
Segment assets	58,910	18,366	37,781	77,249	192,306

Fiscal year ended March 31, 2015

Millions of Yen

	Semiconductor and Component Test System Business	Mechatronics System Business	Services, Support and Others	Elimination and Corporate	Consolidated
Net sales					
Net sales to unaffiliated customers	108,596	28,461	26,746	—	163,803
Inter-segment sales	90	—	—	(90)	—
Total	108,686	28,461	26,746	(90)	163,803
Segment income	15,955	4,288	3,452	(6,837)	16,858
Financial income	—	—	—	—	4,158
Financial expenses	—	—	—	—	(249)
Income before income taxes (Other profit and loss items)	—	—	—	—	20,767
Depreciation and amortization	1,560	717	2,244	209	4,730
Impairment losses	—	—	—	211	211
Segment assets (Other assets item)	64,758	24,866	41,660	101,953	233,237
Capital expenditures	2,051	716	1,428	51	4,246

Fiscal year ended March 31, 2016

Millions of Yen

	Semiconductor and Component Test System Business	Mechatronics System Business	Services, Support and Others	Elimination and Corporate	Consolidated
Net sales					
Net sales to unaffiliated customers	100,706	31,482	29,923	—	162,111
Inter-segment sales	56	—	—	(56)	—
Total	100,762	31,482	29,923	(56)	162,111
Segment income	10,514	2,599	4,944	(5,460)	12,597
Financial income	—	—	—	—	475
Financial expenses	—	—	—	—	(1,305)
Income before income taxes (Other profit and loss items)	—	—	—	—	11,767
Depreciation and amortization	2,027	710	1,960	268	4,965
Segment assets (Other assets item)	60,295	23,338	40,598	86,220	210,451
Capital expenditures	1,970	898	1,089	19	3,976

(Notes)

1. Adjustments to segment income in Corporate principally represent corporate general and administrative expenses and research and development expenses related to fundamental research activities that are not allocated to operating segments.
2. Segment assets included in Corporate consist of cash and cash equivalents, assets for general corporate use and assets used for fundamental research activities, which are not allocated to reportable segments.
3. Capital expenditures included in Corporate consist of purchases of software and fixed assets for general corporate use.

### (3) Net Sales to Unaffiliated Customers by Segments of Products and Services

The segments of products and services are the same as the segments in the report.

### (4) Net Sales to Unaffiliated Customers by Region

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Japan	13,112	12,979
Americas	27,783	29,551
Europe	9,077	6,181
Asia	113,831	113,400
Total	163,803	162,111

Net sales to unaffiliated customers are based on customer's location. Net sales indicated as Asia were mainly generated in Taiwan, Korea and China in the amount of ¥56,109 million, ¥28,453 million and ¥15,406 million for fiscal year ended March 31, 2015 and ¥46,395 million, ¥28,013 million and ¥22,626 million for fiscal year ended March 31, 2016, respectively. Substantially all net sales indicated as Americas were generated in the United States of America.

### (5) Non-Current Assets (Property, Plant and Equipment, Goodwill and Intangible assets, Other Non-Current Assets) by Region

Millions of Yen

	Date of Transition April 1, 2014	As of March, 2015	As of March, 2016
Japan	21,709	36,475	34,220
Americas	2,595	2,813	3,224
Europe	2,761	2,297	2,302
Asia	24,304	11,154	8,729
Total	51,369	52,739	48,475

Non-current assets are those assets located in each geographic area.

Substantially all non-current assets indicated as Americas were located in the United States of America. Substantially all non-current assets indicated as Europe were located in Germany. Non-current assets in Asia were primarily located in Korea, Taiwan, China and Singapore.

### (6) Information of Main Customers

Net sales to one customer mainly in the semiconductor and component test system segment and the

mechatronics system segment was ¥23,790 million and ¥19,526 million for fiscal years ended March 31, 2015 and 2016, respectively. Net sales to another customer mainly in the semiconductor and component test system segment and the mechatronics system segment was ¥15,646 million and ¥18,160 million for fiscal years ended March 31, 2015 and 2016, respectively.

## 7. Cash and Cash Equivalents

The breakdown of cash and cash equivalents was as follows:

	Millions of Yen		
	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Cash and short-term deposits with maturities of three months or less	68,997	97,574	85,430

Cash and cash equivalents are classified as financial assets measured at amortized cost.

The balances of cash and cash equivalents on the consolidated statements of financial position agreed with the respective balances in consolidated statements of cash flows.

## 8. Trade and Other Receivables

The breakdown of trade and other receivables was as follows:

	Millions of Yen		
	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Note Receivables	1,448	1,078	276
Trade Receivables	19,485	25,062	26,947
Other Receivables	1,248	431	1,120
Less allowance for doubtful accounts	(406)	(93)	(338)
Total	21,775	26,478	28,005

Trade and other receivables are presented net of the allowance for doubtful accounts in the consolidated statements of financial position.

Trade and other receivables are classified as financial assets measured at amortized cost.

## 9. Inventories

The breakdown of inventories was as follows:

	Millions of Yen		
	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Finished goods	6,501	12,521	7,875
Work in process	11,467	12,330	13,778
Raw materials and supplies	12,489	13,308	12,259
Total	30,457	38,159	33,912

Inventory valuation losses recognized as an expense due to the decline in profitability for the fiscal years ended March 31, 2015 and 2016 were ¥2,196 million and ¥2,185 million, respectively.

## 10. Other Financial Assets

The breakdown of other financial assets was as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Available-for-sale financial assets	4,312	2,867	1,777
Others	2,302	2,033	1,950
Less allowance for doubtful accounts	(96)	(223)	(185)
Total	6,518	4,677	3,542
Non-current assets	6,518	4,677	3,542
Total	6,518	4,677	3,542

## 11. Property, Plant and Equipment, Net

### (1) Increase or Decrease Table

Changes in carrying amount of property, plant and equipment were as follows:

Fiscal year ended March 31, 2015

Millions of Yen

	Land	Buildings	Others	Construction in progress	Total
Balance at beginning of year	12,255	13,262	9,061	1,099	35,677
Acquisition	—	153	4,261	(963)	3,451
Sales and disposals	(122)	(21)	(1,877)	—	(2,020)
Depreciation	—	(944)	(3,187)	—	(4,131)
Impairment losses	(120)	(90)	(1)	—	(211)
Exchange differences	206	949	293	3	1,451
Others	(1)	—	—	—	(1)
Balance at end of year	12,218	13,309	8,550	139	34,216

Fiscal year ended March 31, 2016

Millions of Yen

	Land	Buildings	Others	Construction in progress	Total
Balance at beginning of year	12,218	13,309	8,550	139	34,216
Acquisition	—	164	3,590	(48)	3,706
Sales and disposals	(269)	(197)	(499)	—	(965)
Depreciation	—	(1,021)	(3,334)	—	(4,355)
Exchange differences	(199)	(579)	(370)	(2)	(1,150)
Others	(1)	—	—	—	(1)
Balance at end of year	11,749	11,676	7,937	89	31,451

Gross carrying amount, accumulated depreciation and impairment losses and carrying amount of property, plant and equipment were as follows:

Millions of Yen

	Land	Buildings	Others	Construction in progress	Total
Date of Transition April 1, 2014					
Gross carrying amount	13,433	35,840	55,882	1,099	106,254
Accumulated depreciation and impairment losses	1,178	22,578	46,821	—	70,577
Carrying amount	12,255	13,262	9,061	1,099	35,677
As of March 31, 2015					
Gross carrying amount	13,385	37,112	51,229	139	101,865
Accumulated depreciation and impairment losses	1,167	23,803	42,679	—	67,649
Carrying amount	12,218	13,309	8,550	139	34,216
As of March 31, 2016					
Gross carrying amount	12,858	35,499	47,318	89	95,764
Accumulated depreciation and impairment losses	1,109	23,823	39,381	—	64,313
Carrying amount	11,749	11,676	7,937	89	31,451

Depreciation expense is included in cost of sales and selling, general and administrative expenses in the consolidated statements of profit or loss.

## (2) Impairment Losses

During fiscal year ended March 31, 2015, Advantest measured the specific property, plant and equipment by fair value(level 3) after classified to non-current assets held for sale, and ¥122 million was included in other current assets in the consolidated statements of financial position. Impairment losses of ¥211 million were recorded in selling, general and administrative expenses in the consolidated statements of profit or loss.

## (3) Commitments Related to Acquisition of Fixed Assets

Commitments related to acquisition of fixed assets were as follows:

Millions of Yen

	As of March 31, 2015	As of March 31, 2016
Acquisition of Fixed Assets	145	575

## 12. Goodwill and Intangible Assets

### (1) Increase or Decrease Table

Changes in carrying amount of goodwill and intangible assets were as follows:

Fiscal year ended March 31, 2015

Millions of Yen

	Goodwill	Software	Customer relationships	Others	Total
Balance at beginning of year	13,693	683	702	322	15,400
Acquisition	—	464	—	331	795
Sales and disposals	—	(5)	—	(1)	(6)
Amortization	—	(319)	(184)	(96)	(599)
Exchange differences	2,295	106	96	88	2,585
Balance at end of year	15,988	929	614	644	18,175

Fiscal year ended March 31, 2016

Millions of Yen

	Goodwill	Software	Customer relationships	Others	Total
Balance at beginning of year	15,988	929	614	644	18,175
Acquisition	—	266	—	4	270
Sales and disposals	—	—	—	(15)	(15)
Amortization	—	(349)	(206)	(55)	(610)
Exchange differences	(997)	(47)	(24)	(26)	(1,094)
Balance at end of year	14,991	799	384	552	16,726

Gross carrying amount, accumulated amortization and impairment losses and carrying amount of goodwill and intangible assets were as follows:

Millions of Yen

	Goodwill	Software	Customer relationships	Others	Total
Date of Transition April 1, 2014					
Gross carrying amount	13,693	1,080	1,184	676	16,633
Accumulated amortization and impairment losses	—	397	482	354	1,233
Carrying amount	13,693	683	702	322	15,400
As of March 31, 2015					
Gross carrying amount	15,988	1,470	1,382	780	19,620
Accumulated amortization and impairment losses	—	541	768	136	1,445
Carrying amount	15,988	929	614	644	18,175
As of March 31, 2016					
Gross carrying amount	14,991	1,478	1,296	704	18,469
Accumulated amortization and impairment losses	—	679	912	152	1,743
Carrying amount	14,991	799	384	552	16,726

Amortization expense is included in cost of sales and selling, general and administrative expenses in the consolidated statements of profit or loss.

## (2) Impairment Test for Goodwill

Carrying amount of goodwill allocated to CGU group was as follows:

CGU group	Date of Transition April 1, 2014	Millions of Yen	
		As of March 31, 2015	As of March 31, 2016
Semiconductor and component test system business			
-Japan	—	9,484	8,892
-Singapore	8,122	—	—
Services, support and others			
-Japan	—	6,504	6,099
-Singapore	5,571	—	—

The recoverable amount of CGU group is calculated by its value in use based on the business plan for 3 years approved by management and the growth rate. The business plan reflect the past experience using external and internal data, for the cash flows exceeding the period, its value in use is calculated by the growth rate that does not exceed the expected long-term growth rate of the market CGU group belongs to.

A pre-tax discount rate used for measuring its value in use for fiscal years ended March 31, 2015 and 2016 were 11.2% ~ 11.4% and 10.6% ~ 10.7%, respectively. Since the recoverable amount of CGU group is well above the carrying amount, the probability that the recoverable amount is less than the carrying amount is expected low even when the primary assumption of the goodwill changes to reasonable extent.

Additionally, during fiscal year ended March 31, 2015, the CGU of some products was transferred to Japan from Singapore, therefore, the related goodwill was allocated to the CGU group included in semiconductor and component test system business and services, support and others in Japan.

## (3) Research and Development Expenses

Research and development expenses included in selling, general and administrative expenses for fiscal years ended March 31, 2015 and 2016 were ¥29,507 million and ¥31,298 million, respectively.

## 13. Leases

### (1) Leases- Lessor

Advantest provides leases that enable its customers to use its semiconductor test systems. All leases are classified as operating leases. Lease terms range from 1 year to 5 years, and certain of the lease agreements are cancelable.

Future minimum lease income under noncancelable operating leases was as follows:

	Date of Transition April 1, 2014	Millions of Yen	
		As of March 31, 2015	As of March 31, 2016
Not later than 1 year	664	425	335
Later than 1 year and not later than 5 years	154	65	96
Later than 5 years	—	—	—
Total	818	490	431

**(2) Leases- Lessee**

Advantest has several noncancelable operating leases, primarily for office space and office equipment. Rent expense, including rental payments for cancelable leases, for fiscal years ended March 31, 2015 and 2016 was ¥2,114 million and ¥2,203 million, respectively.

Future minimum lease payments under noncancelable operating leases were as follows:

	Millions of Yen		
	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Not later than 1 year	840	1,189	1,039
Later than 1 year and not later than 5 years	1,712	3,241	3,136
Later than 5 years	853	1,570	889
Total	3,405	6,000	5,064
Less sublease income to be received in the future under noncancelable subleases	585	382	124
Net minimum lease payments	2,820	5,618	4,940

#### 14. Subsidiaries

Major subsidiaries were as follows:

Name	Location	Principal business	Ownership interest Voting rights (%)
Advanfacilities Co., Ltd.	Saitama, Japan	Providing welfare services	100.0
Advantest Laboratories Ltd.	Miyagi, Japan	Research and development of measuring and testing technologies	100.0
Advantest Finance Inc.	Tokyo, Japan	Leasing of the Company's products and sales of used products	100.0
Advantest Kyushu Systems Co., Ltd.	Fukuoka, Japan	Development, sales and support of the Company's products	100.0
Advantest Component, Inc.	Miyagi, Japan	Development and manufacturing of the parts	100.0
Cloud Testing Service Inc.	Tokyo, Japan	Planning and sales of testing services by testing IP licensing	100.0
Advantest America, Inc.	California, U.S.A.	Development and sales of the Company's products	100.0
Advantest Europe GmbH	Munich, Germany	Development and sales of the Company's products	100.0
Advantest Taiwan Inc.	Hsinchu, Taiwan	Sales of the Company's products	100.0
Advantest (Singapore) Pte. Ltd.	Singapore	Sales of the Company's products	100.0
Advantest (M) Sdn. Bhd.	Penang, Malaysia	Manufacturing of the Company's products	100.0
Advantest Korea Co., Ltd.	Cheonan, Korea	Support for sales of the Company's products	100.0
Advantest (China) Co., Ltd.	Shanghai, China	Support for sales of the Company's products	100.0

## 15. Income Taxes

### (1) Deferred Tax Assets and Liabilities

The breakdown of deferred tax assets and liabilities was as follows.

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Deferred tax assets			
Inventories	1,443	3,777	2,008
Warranty provisions	88	132	14
Retirement benefit liabilities	2,288	4,220	3,655
Accrued expenses	145	354	559
Operating loss carryforwards	5,307	1,526	1,237
Property, plant and equipment	1,393	1,264	487
Tax credits	361	249	415
Others	536	498	263
Total deferred tax assets	11,561	12,020	8,638
Deferred tax liabilities			
Intangible assets	(305)	(192)	(142)
Gains or losses on revaluation of available-for-sale financial assets to fair value	(503)	(351)	(189)
Undistributed earnings of foreign subsidiaries	(769)	(686)	(627)
Total deferred tax liabilities	(1,577)	(1,229)	(958)
Net deferred tax assets	9,984	10,791	7,680

Net deferred tax assets were included in the following line items in the consolidated statements of financial position.

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Deferred tax assets	10,763	11,180	8,038
Deferred tax liabilities	779	389	358

Changes in net deferred tax assets were as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Net deferred tax assets		
Balance at beginning of year	9,984	10,791
Recognized in profit or loss	(1,996)	(2,427)
Recognized in other comprehensive income	2,146	(298)
Others	657	(386)
Balance at end of year	10,791	7,680

Advantest recognizes deferred tax assets after taking into consideration taxable temporary differences, the forecasted future taxable profits and tax planning.

Deductible temporary differences, operating loss carryforwards and tax credits that are not recognized as deferred tax assets in the consolidated statements of financial position were as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Deductible temporary differences	49,257	50,196	59,187
Operating loss carryforwards	124,248	122,350	122,350
Tax credits	2,006	256	287

The expiration dates of operating loss carryforwards and tax credits that were not recognized as deferred tax assets in the consolidated statements of financial position were as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Operating loss carryforwards			
Not later than 1 year	117	—	—
Later than 1 year and not later than 5 years	66,147	71,970	75,655
Later than 5 years	57,984	50,380	46,695
Total	124,248	122,350	122,350
Tax credits			
Not later than 1 year	2,006	—	—
Later than 1 year and not later than 5 years	—	—	—
Later than 5 years	—	256	287
Total	2,006	256	287

The taxable temporary differences related to investments in subsidiaries for which deferred tax liabilities were not recognized as of Date of Transition April 1, 2014, March 31, 2015 and 2016 were ¥ 13,049 million,

¥ 14,506 million and ¥ 14,481 million, respectively.

Deferred tax liabilities are not recognized for these differences for which Advantest can control timing of the reversal and that will unlikely reverse in the foreseeable future.

## (2) Income Tax Expense

The breakdown of income tax expense was as follows:

	Millions of Yen	
	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Income tax expense		
Current income tax expense	2,018	2,646
Deferred income tax expense		
Origination and reversal of temporary differences	1,705	1,004
Changes in unrecognized deferred tax assets	(5,168)	(1,274)
Adjustments to deferred tax assets and liabilities due to changes in tax rate	5,459	2,697
Total	4,014	5,073

## (3) Reconciliations between Applicable Tax Rate and Effective Tax Rate

Reconciliations between the applicable tax rate and the effective tax rate were as follows:

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Applicable tax rate	35.4%	32.8%
Differences in statutory tax rate of foreign subsidiaries	(22.8)	(2.7)
Tax credits	8.5	(1.8)
Non-deductible expenses	3.9	1.1
Expiration of stock options	0.0	(0.2)
Undistributed earnings of foreign subsidiaries	(0.4)	(0.5)
Changes in unrecognized deferred tax assets	(33.5)	(10.8)
Effect of tax rate changes	26.3	22.9
Others	1.9	2.3
Effective tax rate	19.3%	43.1%

The Company and its domestic subsidiaries are primarily affected by the corporation tax, resident tax, and business tax. As a result of revision of tax act in Japan, the statutory income tax rate calculated based on these rates were 35.4% and 32.8% for the years ended March 31, 2015 and 2016, respectively.

Its foreign subsidiaries are affected by the corporation tax and other taxes at the domicile of each subsidiary.

Following the promulgation on March 29, 2016 of "Act for Partial Amendment of the Income Tax Act, etc.", the statutory income tax rate used to measure deferred tax assets and liabilities was changed from 32.0% to 30.7% for temporary differences expected to be realized or settled in the fiscal year beginning on April 1,

2016 and to 30.4% for temporary differences expected to be realized or settled in the fiscal year beginning on and after April 1, 2018. The impact of this change in tax rate on the consolidated financial statements was slight.

## 16. Trade and Other Payables

The breakdown of trade and other payables was as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Accounts payables	12,353	18,101	11,809
Accrued expenses	6,561	10,121	8,796
Other payables	645	1,449	1,496
Total	19,559	29,671	22,101

## 17. Bonds

### (1) Breakdown Table

The breakdown of bonds was as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Current portion of bonds	—	10,000	—
Non-current portion of bonds	54,366	44,492	44,618
Total	54,366	54,492	44,618

### (2) The Conditions of Bond Issuance

The summary of the conditions of bond issuance was as follows:

Millions of Yen

Company	Name	Issue date	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016	Interest rate (%)	Mortgage	Redemption date
Advantest	No3 Unsecured Bonds	May 25, 2012	10,000	10,000	—	0.416	—	May 25, 2015
Advantest	No4 Unsecured Bonds	May 25, 2012	15,000	15,000	15,000	0.606	—	May 25, 2017
Advantest	Zero Coupon Convertible Bonds due 2019	March 14, 2014	29,366	29,492	29,618	0.000	—	March 14, 2019
Total	—	—	54,366	54,492	44,618	—	—	—

## 18. Provisions

The change in provisions for the years ended March 31, 2016 was summarized as follows:

	Millions of Yen	
	Warranty Provisions	Total
Balance at beginning of year	1,525	1,525
Increase during the year	3,817	3,817
Decrease due to intended use	(3,628)	(3,628)
Reversal during the year	—	—
Exchange differences	(5)	(5)
Balance at end of year	1,709	1,709
Current liabilities	1,709	1,709
Total	1,709	1,709

Advantest's products are generally subject to warranty, and Advantest provides an allowance for such estimated costs when product revenue is recognized. To provide for future repairs during warranty periods, estimated repair expenses over the warranty period are accrued based on the historical ratio of actual repair expenses to corresponding sales, and any facts and circumstances that occurred.

Most of these expenses are expected to be incurred in the next fiscal year.

## 19. Employee Benefits

The Company and its domestic subsidiaries have unfunded retirement and severance plans (point-based benefits system). Under a point-based benefits system, the benefits are calculated based on accumulated points allocated to employees each year according to their job classification and their performance. The Company and its domestic subsidiaries also have a defined benefit corporate pension plan covering substantially all employees.

In accordance with the Defined-Benefit Corporate Pension Act of Japan, the Company has an obligation to make contributions to Advantest Pension Fund (the Fund) which manages the corporate pension plans. The directors of the Fund are responsible for faithfully executing operations in compliance with laws and regulations, and any orders issued by the Minister of Health, Labor and Welfare, and the Director-General of Regional Bureaus of Health and Welfare based on laws and regulations, as well as the rules of the Fund and the resolution of the Board of Representatives. And the directors are jointly and severally liable for responsible if they fail to manage and operate the Fund. The actual management of the contributions is conducted by trustees in accordance with rules approved by the Board of Representatives.

The Company is required to make contributions to the Fund and obligated to make contributions in the amount stipulated by the Fund. Contributions are also regularly reviewed and adjusted as necessary to the extent permitted by laws and regulations.

Plan assets are managed on the basis of soundness. However, financial instruments have inherent investment risks. Discount rates and other aspects of defined benefit plan obligations are based on pension actuarial assumptions. There is a risk when these pension actuarial assumptions are changed.

Certain foreign subsidiaries also have defined benefit pension plans covering substantially all of their employees. Benefits payable under the plans are based on employee compensation levels and years of service.

**(1) Defined Benefit Obligations and Plan Assets**

The changes in present value of defined benefit obligations and fair value of plan assets of the Company and certain of its consolidated subsidiaries were as follows:

## Japanese Plans

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Defined benefit obligations:		
Balance at beginning of year	46,632	51,290
Service cost	1,776	1,883
Interest cost	604	513
Remeasurements:		
Actuarial (gain) or loss – Changes in demographic assumptions	421	2,813
Actuarial (gain) or loss – Changes in financial assumptions	2,677	2,764
Benefits paid	(820)	(994)
Balance at end of year	51,290	58,269
Plan assets:		
Balance at beginning of year	26,785	31,288
Interest income	348	313
Remeasurements:		
Actual return on plan assets, excluding interest income	3,321	(358)
Employer contributions	1,448	972
Benefits paid	(614)	(752)
Balance at end of year	31,288	31,463
Effects of asset ceiling	—	—
Net liability amount recognized in the consolidated statements of financial position	20,002	26,806

## Non-Japanese Plans

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Defined benefit obligations:		
Balance at beginning of year	15,619	22,400
Service cost	462	589
Interest cost	527	363
Remeasurements:		
Actuarial (gain) or loss – Changes in demographic assumptions	(179)	723
Actuarial (gain) or loss – Changes in financial assumptions	7,608	(2,591)
Benefits paid	(87)	(134)
Exchange differences	(1,690)	(403)
Other	140	134
Balance at end of year	22,400	21,081
Plan assets:		
Balance at beginning of year	6,737	7,007
Interest income	229	112
Remeasurements:		
Actual return on plan assets, excluding interest income	414	(286)
Employer contributions	167	41
Plan participants' contributions	140	135
Benefits paid	(87)	(62)
Exchange differences	(593)	(136)
Balance at end of year	7,007	6,811
Effects of asset ceiling	–	–
Net liability amount recognized in the consolidated statements of financial position	15,393	14,270

## (2) Plan Assets

The fair value of pension plan assets by asset category was as follows:

### Japanese Plans

Millions of Yen

	Date of Transition April 1, 2014			As of March 31, 2015			As of March 31, 2016		
	With quoted market price in an active market	With no quoted market price in an active market	Total	With quoted market price in an active market	With no quoted market price in an active market	Total	With quoted market price in an active market	With no quoted market price in an active market	Total
Cash and cash equivalents	1,400	—	1,400	690	—	690	2,417	—	2,417
Equity securities:									
Japanese companies	937	—	937	1,208	—	1,208	780	—	780
Pooled funds	—	9,211	9,211	—	11,695	11,695	—	10,283	10,283
Debt securities:									
Pooled funds	—	7,025	7,025	—	7,998	7,998	—	7,473	7,473
Hedge funds	—	5,316	5,316	—	6,741	6,741	—	7,796	7,796
Life insurance company general accounts	—	2,896	2,896	—	2,956	2,956	—	2,714	2,714
<b>Total</b>	<b>2,337</b>	<b>24,448</b>	<b>26,785</b>	<b>1,898</b>	<b>29,390</b>	<b>31,288</b>	<b>3,197</b>	<b>28,266</b>	<b>31,463</b>

### Non-Japanese Plans

Millions of Yen

	Date of Transition April 1, 2014			As of March 31, 2015			As of March 31, 2016		
	With quoted market price in an active market	With no quoted market price in an active market	Total	With quoted market price in an active market	With no quoted market price in an active market	Total	With quoted market price in an active market	With no quoted market price in an active market	Total
Cash and cash equivalents	1,949	—	1,949	2,493	—	2,493	3,813	—	3,813
Equity securities:									
Pooled funds	—	2,901	2,901	—	2,775	2,775	—	1,952	1,952
Debt securities:									
Pooled funds	—	1,687	1,687	—	1,619	1,619	—	976	976
Commodities	—	200	200	—	120	120	—	70	70
<b>Total</b>	<b>1,949</b>	<b>4,788</b>	<b>6,737</b>	<b>2,493</b>	<b>4,514</b>	<b>7,007</b>	<b>3,813</b>	<b>2,998</b>	<b>6,811</b>

Investment policies of Advantest are designed to ensure adequate plan assets are available to provide future payments of pension benefits to eligible participants by attaining necessary long-term total returns on plan assets. Taking into consideration the expected returns, associated risks and correlations of returns between asset categories in plan assets, Advantest determines an optimal combination of equity, debt securities and other investments as Policy Asset Allocation (“PAA”). Plan assets are invested in accordance with PAA with mid-term to long-term viewpoint, which is revised periodically to the extent considered necessary to achieve the expected long-term rate of return on plan assets.

The Company and certain of its subsidiaries expects to contribute ¥ 876 million to defined benefit plans during the year ended March 31, 2017.

### (3) Actuarial Assumptions

The significant actuarial assumptions used to determine the present value of defined benefit obligations were as follows:

#### Japanese Plans

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Discount rate (%)	1.3	1.0	0.7
Rate of compensation increase (%)	2.6	2.7	2.6

#### Non-Japanese Plans

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Discount rate (%)	3.4	1.6	2.0
Rate of compensation increase (%)	2.8	2.5	2.6

The effects on defined benefit obligations of 0.5% increase or decrease in the discount rate were as follows. The sensitivity analysis is based on an assumption that all other variables other than the one analyzed are held constant. In reality, changes in other assumptions may impact the analysis.

#### Japanese Plans

Millions of Yen

	Changes in actuarial assumptions	As of March 31, 2015	As of March 31, 2016
Discount rate	0.5% increase	(4,349)	(5,298)
	0.5% decrease	4,961	6,102

#### Non-Japanese Plans

Millions of Yen

	Changes in actuarial assumptions	As of March 31, 2015	As of March 31, 2016
Discount rate	0.5% increase	(2,300)	(2,033)
	0.5% decrease	2,765	2,376

The weighted average duration of defined benefit obligations was as follows:

#### Japanese Plans

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Weighted average duration (Years)	18	18	19

#### Non-Japanese Plans

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Weighted average duration (Years)	22	24	24

#### (4) Employee Benefit Expenses

The total amount of employee benefit expenses in the consolidated statements of profit or loss for the ended March 31, 2015 and 2016 were ¥59,466 million and ¥59,872 million.

## 20. Equity and Other Equity Items

### (1) Share Capital

#### 1) Authorized Shares

The number of authorized shares as of Date of Transition April 1, 2014 and March 31, 2015 and 2016 were 440,000,000 ordinary shares.

#### 2) Fully Paid Issued Shares

The movement of the number of issued shares was as follows:

	Number of ordinary issued shares
Date of Transition April 1, 2014	199,566,770
Increase (decrease)	—
As of March 31, 2015	199,566,770
Increase (decrease)	—
As of March 31, 2016	199,566,770

The shares issued by the Company are non-par value ordinary shares that have no restriction of rights.

#### (2) Treasury Shares

The movement of treasury shares was as follows:

	Number of shares
Date of Transition April 1, 2014	25,368,828
As of March 31, 2015	25,020,294
As of March 31, 2016	24,994,162

### (3) Surplus

#### 1) Share Premium

Under the Companies Act of Japan, at least 50% of the proceeds of certain issues of common shares shall be credited to share capital. The remainder of the proceeds shall be credited to additional paid-in capital within share premium.

#### 2) Retained Earnings

The Companies Act provides that a 10% dividend of retained earnings shall be appropriated as additional paid-in capital or as a legal reserve until the aggregate amount of the additional paid-in capital and the legal reserve within retained earnings equals 25% of share capital.

#### (4) Other Components of Equity

Millions of Yen

	Remeasurements of defined benefit pension plans (Note1)	Exchange differences on translation of foreign operations (Note2)	Net change in fair values of available-for-sale financial assets (Note3)	Total
Date of Transition April 1, 2014	—	—	1,291	1,291
Increase (decrease)	(4,651)	11,674	(235)	6,788
Transfer to retained earnings	4,651	—	—	4,651
As of March 31, 2015	—	11,674	1,056	12,730
Increase (decrease)	(4,869)	(6,002)	(555)	(11,426)
Transfer to retained earnings	4,869	—	—	4,869
As of March 31, 2016	—	5,672	501	6,173

(Note1) Remeasurements of defined benefit pension plans are differences in return on plan assets and interest income on plan assets due to differences between actuarial assumptions at the start of the year and actual results.

(Note2) Exchange differences on translation of foreign operations are exchange differences resulting from the translation of financial statements of foreign operations.

(Note3) Net change in fair values of available-for-sale financial assets is cumulative in nature.

## 21. Dividends

#### (1) Dividends Paid

Fiscal year ended March 31, 2015

Resolution	Class of shares	Amount of dividend (Millions of Yen)	Dividend per share (Yen)	Record date	Effective date
Board of Directors' meeting held on May 28, 2014	Ordinary shares	871	5	March 31, 2014	June 3, 2014
Board of Directors' meeting held on October 28, 2014	Ordinary shares	871	5	September 30, 2014	December 1, 2014

Fiscal year ended March 31, 2016

Resolution	Class of shares	Amount of dividend (Millions of Yen)	Dividend per share (Yen)	Record date	Effective date
Board of Directors' meeting held on May 27, 2015	Ordinary shares	1,745	10	March 31, 2015	June 2, 2015
Board of Directors' meeting held on October 26, 2015	Ordinary shares	1,746	10	September 30, 2015	December 1, 2015

**(2) Dividends Whose Record Date is in the Fiscal Year under Review but Whose Effective Date is in the Following Fiscal Year**

Resolution	Class of shares	Amount of dividend (Millions of Yen)	Dividend per share (Yen)	Record date	Effective date
Board of Directors' meeting held on May 25, 2016	Ordinary shares	1,746	10	March 31, 2016	June 2, 2016

**22. Selling, General and Administrative Expenses**

The breakdown of selling, general and administrative expenses was as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Employee benefit expenses	47,959	48,984
Depreciation and amortization	3,704	3,442
Others	23,423	26,683
Total	75,086	79,109

**23. Stock-Based Compensation**

Advantest has stock-based compensation plans using stock options as incentive plans for directors (excluding audit and supervisory committee members), executive officers and selected employees. Stock options have been issued to directors, executive officers and certain employees of the Company and its subsidiaries under stock option plans approved by the Board of Directors. Options were generally granted with an exercise price of per share that were equal to the higher of (1) 1.05 times the average price of the Company's common shares of the preceding month on the date of grant and (2) the closing price of the Company's common shares traded on the Tokyo Stock Exchange on the date of grant. The options have an exercise period of 4 years.

The exercisable stock option plans were as follows:

No.	Number of shares to be issued/ delivered	Grant date	Exercise Period	Settlement Method	Vesting Conditions
10-(1)	988,000	July 12, 2011	From April 1, 2012 to March 31, 2016	Quotient Clearance	The persons who are director, auditor, executive officer, employee, adviser, part-time worker or any other similar position of the Company or its subsidiaries after grant date (July 12, 2011) to vesting date (March 31, 2012) are entitled.
10-(2)	658,000	August 16, 2011	From April 1, 2012 to March 31, 2016	Quotient Clearance	The persons who are director, auditor, executive officer, employee, adviser, part-time worker or any other similar position of the Company or its subsidiaries after grant date (August 16, 2011) to vesting date (March 31, 2012) are entitled.
11	2,521,000	July 12, 2012	From April 1, 2013 to March 31, 2017	Quotient Clearance	The persons who are director, auditor, executive officer, employee, adviser, part-time worker or any other similar position of the Company or its subsidiaries after grant date (July 12, 2012) to vesting date (March 31, 2013) are entitled.
12	2,763,000	July 12, 2013	From April 1, 2014 to March 31, 2018	Quotient Clearance	The persons who are director, auditor, executive officer, employee, adviser, part-time worker or any other similar position of the Company or its subsidiaries after grant date (July 12, 2013) to vesting date (March 31, 2014) are entitled.

In connection with the acquisition of Verigy, the Company assumed the stock options previously granted to Verigy directors and employees. Therefore, replacement options were granted for all 89 types of stock options arrangements previously granted to the directors and employees of Verigy and its subsidiaries under a stock option plan approved by the Board of Directors of Advantest. The terms and conditions of the granted options are substantially the same as those for the Verigy stock options. The number of granted shares totaled 2,387,046. Options were granted with exercise prices from ¥883 to ¥3,917 per share. All options are exercisable from July 20, 2011. The options have expiration dates from July 29, 2011 to January 31, 2018. The exercise price of the stock options is subject to adjustment, if there is a stock split or consolidation of shares, or if new shares are issued or treasury stocks are sold at a price that is less than the market price.

Stock option activity was as follows:

	Fiscal year ended March 31, 2015		Fiscal year ended March 31, 2016	
	Number of shares	Weighted average exercise price (Yen)	Number of Shares	Weighted average Exercise price (Yen)
Outstanding at beginning of year	7,094,339	1,523	5,776,069	1,536
Granted	—	—	—	—
Exercised	(377,903)	1,202	(27,000)	1,207
Expired	(940,367)	1,760	(1,740,885)	1,644
Outstanding at end of year	5,776,069	1,536	4,008,184	1,477
Exercisable at end of year	5,776,069	1,536	4,008,184	1,477

Weighted-average stock price as of exercised date was ¥1,515 and ¥1,386 for stock option plans exercised during fiscal years ended March 31, 2015 and 2016, respectively.

The outstanding stock options were as follows:

As of March 31, 2015

Exercise Price	Outstanding		Exercisable	
	Number of shares	Weighted average Remaining contractual life (Years)	Number of shares	Weighted average remaining contractual life (Years)
1,048~1,668	3,008,990	1.6	3,008,990	1.6
1,669~3,836	2,767,079	2.7	2,767,079	2.7

As of March 31, 2016

Exercise Price	Outstanding		Exercisable	
	Number of shares	Weighted average remaining contractual life (Years)	Number of shares	Weighted average remaining contractual life (Years)
1,139~1,668	1,676,184	1.0	1,676,184	1.0
1,669~2,351	2,332,000	2.0	2,332,000	2.0

No stock based compensation expense was recognized for fiscal years ended March 31, 2015 and 2016.

## 24. Financial Income and Expenses

### (1) Financial Income

The breakdown of financial income was as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Interest income	147	257
Dividend income	56	44
Foreign exchange gain	3,205	—
Gains on sales of available-for-sale financial assets	750	174
Total	4,158	475

### (2) Financial Expenses

The breakdown of financial expenses was as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Interest expense	249	216
Foreign exchange loss	—	1,059
Others	—	30
Total	249	1,305

## 25. Other Comprehensive Income

Each component of other comprehensive income, Reclassification adjustments to Net income and tax effects were as follows:

Millions of Yen

	Fiscal year ended March 31, 2015			Fiscal year ended March 31, 2016		
	Pretax amount	Tax (expense) or benefit	Net of tax amount	Pretax amount	Tax (expense) or benefit	Net of tax amount
Remeasurements of defined benefit pension plans						
Gains (losses) during the year	(6,610)	1,959	(4,651)	(4,406)	(463)	(4,869)
Reclassification adjustments to Net income	—	—	—	—	—	—
Net change during the year	(6,610)	1,959	(4,651)	(4,406)	(463)	(4,869)
Exchange differences on translation of foreign operations						
Gains (losses) during the year	11,674	—	11,674	(6,002)	—	(6,002)
Reclassification adjustments to Net income	—	—	—	—	—	—
Net change during the year	11,674	—	11,674	(6,002)	—	(6,002)
Net change in fair values of available-for-sale financial assets						
Gains (losses) during the year	328	(68)	260	(546)	114	(432)
Reclassification adjustments to Net income	(750)	255	(495)	(174)	51	(123)
Net change during the year	(422)	187	(235)	(720)	165	(555)
Total other comprehensive income	4,642	2,146	6,788	(11,128)	(298)	(11,426)

## 26. Earnings per Share

### (1) Basic Earnings per Share and Diluted Earnings per Share

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Basic earnings per share (Yen)	96.15	38.35
Diluted earnings per share (Yen)	87.67	35.38

### (2) Calculation Bases for Basic Earnings per Share and Diluted Earnings per Share

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Net income attributable to owners of the parent (Millions of Yen)	16,753	6,694
Net income not attributable to owners of the parent (Millions of Yen)	—	—
Net income to calculate basic earnings per share (Millions of Yen)	16,753	6,694
Dilutive effect of exercise of convertible bonds (Millions of Yen)	126	126
Net income to calculate diluted earnings per share (Millions of Yen)	16,879	6,820
Weighted average number of ordinary shares—basic	174,244,799	174,569,193
Dilutive effect of exercise of stock options	163,433	61,173
Dilutive effect of exercise of convertible bonds	18,126,888	18,126,888
Weighted average number of ordinary shares—diluted	192,535,120	192,757,254

## 27. Financial Instruments

### (1) Capital Management

Advantest seeks out the most appropriate methods to enhance capital efficiency considering safety and liquidity for the sake of securing the fund.

Advantest raises fund through bonds. Derivative transactions for speculation purposes is prohibited by Advantest's policy, and limited to transactions to avoid the risks discussed later.

Advantest manages net interest-bearing debt, where cash and cash equivalents are deducted from interest-bearing debt, and capital. The amounts as of each fiscal year end were as follows:

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Interest-bearing debt	54,366	54,492	44,618
Cash and cash equivalents	(68,997)	(97,574)	(85,430)
Net interest-bearing debt <sup>(Note)</sup>	(14,631)	(43,082)	(40,812)
Capital (equity attributable to owners of the parent company)	79,592	101,810	93,619

<sup>(Note)</sup> The figure represents the net amount of cash and cash equivalents after deducting interest-bearing debt.

Advantest monitors financial indicators in order to maintain a well-balanced capital structure that ensures an appropriate return on equity and a stable and flexible financial condition for future investment.

Advantest monitors credit ratings for a financial stability and flexibility, and ROE (return on equity) for profitability, while focusing on changes in the domestic and overseas environment.

## (2) Basic Policy on Financial Risk Management

Advantest is exposed to financial risks (credit risks, liquidity risks, foreign exchange risks, and market price fluctuation risks) in the process of its management activities and it manages risks based on a specific policy in order to avoid or reduce said risks. The results of risk management are regularly reported by the Accounting Department to management.

Advantest's policy limits derivatives to transactions for the purpose of mitigating risks from transactions based on actual demand. Therefore, Advantest does not transact derivatives for speculation purposes or trading purposes.

## (3) Credit Risk

Receivables, such as notes and trade receivables, resulting from operating activities of Advantest are exposed to customers' credit risks.

Equity securities held for strategic purposes are exposed to the issuer's credit risks.

In addition, derivative transactions in order to hedge foreign exchange fluctuation risks are exposed to credit risks of counter party financial institutions.

Advantest strives to mitigate collection risk in accordance with credit management standards and procedures in selling goods and services.

Advantest assesses the credit standing of customers and manages collection date and outstanding balance for each customer to ensure smooth collection of trade receivables.

Advantest minimizes risk exposure by limiting the counterparties to major international banks and financial institutions meeting established credit guidelines.

Any maximum exposure to credit risk in financial assets is stated in the carrying amounts presented in the consolidated statements of financial position.

The change in aging of Trade and other receivables that are past due but not impaired was as follows:

Millions of Yen

	Date of Transition April 1, 2014	As of March 31, 2015	As of March 31, 2016
Within 90 days	2,997	2,963	2,804
Over 90 days, within 180 days	130	389	171
Over 180 days	211	468	15
Total	3,338	3,820	2,990

Impairment is accounted for using the allowance for doubtful accounts, not directly reducing the carrying amount of financial assets.

The allowance for doubtful accounts against the financial assets is included in "Trade and other receivables" and "Other financial assets" in the consolidated statement of financial position.

The change in the allowance for doubtful accounts was presented below.

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Balance at beginning of year	502	316
Increase during the year	50	327
Decrease due to intended use	(102)	(33)
Reversal during the year	(167)	(49)
Exchange differences	33	(38)
Balance at end of year	316	523
Current	93	338
Non-current	223	185
Total	316	523

The financial assets for which impairment was recognized individually at March 31, 2015 and 2016 were ¥357 million and ¥634 million, respectively. And their corresponding allowance for doubtful accounts were ¥244 million and ¥486 million, respectively.

#### (4) Liquidity Risk

Advantest establishes a financing plan based on the annual business plan and the Accounting Department monitors and collects information on the balance of liquidity-on-hand and interest-bearing debt and reports it to management. In addition, Advantest manages liquidity risks with the balance of liquidity-on-hand maintained at a proper level by working out the financing plan on a timely basis, and by taking into consideration the financial environment.

The financial liability balance (including derivative financial instruments) by maturity was as follows:

Date of Transition April 1, 2014

Millions of Yen

	Carrying amount	Contractual cash flow	Due within 1 year	Due after 1 year through 2 years	Due after 2 years through 3 years	Due after 3 years through 4 years	Due after 4 years through 5 years	Due after 5 years
Non-derivative financial liabilities								
Trade and other payables	19,559	19,559	19,559	—	—	—	—	—
Bonds	54,366	55,381	133	10,112	91	15,045	30,000	—
Other financial liabilities	480	480	328	35	29	10	—	78
Total	74,405	75,420	20,020	10,147	120	15,055	30,000	78

As of March 31, 2015

Millions of Yen

	Carrying amount	Contractual cash flow	Due within 1 year	Due after 1 year through 2 years	Due after 2 years through 3 years	Due after 3 years through 4 years	Due after 4 years through 5 years	Due after 5 years
Non-derivative financial liabilities								
Trade and other payables	29,671	29,671	29,671	—	—	—	—	—
Bonds	54,492	55,248	10,112	91	15,045	30,000	—	—
Other financial liabilities	430	430	271	68	29	—	—	62
Total	84,593	85,349	40,054	159	15,074	30,000	—	62

As of March 31, 2016

Millions of Yen

	Carrying amount	Contractual cash flow	Due within 1 year	Due after 1 year through 2 years	Due after 2 years through 3 years	Due after 3 years through 4 years	Due after 4 years through 5 years	Due after 5 years
Non-derivative financial liabilities								
Trade and other payables	22,101	22,101	22,101	—	—	—	—	—
Bonds	44,618	45,136	91	15,045	30,000	—	—	—
Other financial liabilities	552	552	487	28	—	—	—	37
Total	67,271	67,789	22,679	15,073	30,000	—	—	37

## (5) Foreign Exchange Risk

### 1) Foreign Exchange Risk Management

As part of developing its global business, Advantest has foreign currency receivables and payables, which are subject to foreign exchange fluctuation risk.

To manage this risk, Advantest determines its foreign exchange fluctuation risk in each currency every month and, in principle, hedges this risk by using forward exchange transactions.

Depending on foreign exchange market conditions, Advantest may also enter into forward exchange contracts on foreign currency receivables and payables for expected transactions it deems certain to occur.

### 2) Foreign Exchange Sensitivity Analysis

The table below shows the impact on income before income taxes of a 1% increase in value of the functional currency included U.S. Dollar and the Euro, due to its holdings of financial instruments at the end of each fiscal year, assumed no changes in currencies other than those used.

The impact from the translation of functional currency-denominated financial instruments, assets and liabilities of foreign operations into presentation currency is not included.

Millions of Yen			
	Currency	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Impact on income before income taxes	U.S. Dollar	(277)	(130)
	Euro	6	(10)

### (6) Carrying Amounts and Fair Value of Financial Instruments

The carrying amounts and the fair values of the financial instruments were as follows:

Millions of Yen						
	Date of Transition April 1, 2014		As of March 31, 2015		As of March 31, 2016	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
Financial liabilities measured at amortized cost						
Bonds <sup>(Note)</sup>	54,366	54,407	54,492	54,601	44,618	44,930

<sup>(Note)</sup> Bonds include balances redeemable or repayable within one year.

#### (Bonds)

Fair values of corporate bonds are calculated based on market prices. Fair values of convertible bonds are calculated based on resembling bonds without the option to convert to stocks.

#### (Other)

Financial instruments other than above mentioned are settled mainly on a short-term basis, and their fair values approximate their carrying amounts.

### (7) Fair Value Hierarchy of Financial Instruments

Financial instruments measured at fair value on a recurring basis after the initial recognition are classified into three levels of the fair value hierarchy based on the measurement inputs' observability and materiality as follows:

Level 1: Fair value measured at quoted prices for identical assets or liabilities in active markets

Level 2: Fair value measured by direct or indirect observable inputs other than Level 1

Level 3: Fair value measured by significant unobservable inputs

When several inputs are used for a fair value measurement, the level is determined based on the input with the lowest level in the fair value measurement as a whole.

The transfers between levels in the fair value hierarchy are deemed at the beginning of each quarter period.

There were no transfers of financial instruments between Level 1 and Level 2 during the years ended March 31, 2015 and 2016.

The assets measured at fair value on a recurring basis were classified by hierarchy as follows:

Date of Transition April 1, 2014

Millions of Yen

	Level 1	Level 2	Level 3	Total
Financial assets				
Available-for-sale financial assets	3,272	717	323	4,312
Total	3,272	717	323	4,312

As of March 31, 2015

Millions of Yen

	Level 1	Level 2	Level 3	Total
Financial assets				
Available-for-sale financial assets	1,773	742	352	2,867
Total	1,773	742	352	2,867

As of March 31, 2016

Millions of Yen

	Level 1	Level 2	Level 3	Total
Financial assets				
Available-for-sale financial assets	819	591	367	1,777
Total	819	591	367	1,777

The movement of financial instruments categorized within Level 3 of the fair value hierarchy was as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Balance at beginning of year	323	352
Gains(losses) recognized in other comprehensive income	29	15
Balance at end of year	352	367

Gains or losses recognized in other comprehensive income are presented in net change in fair values of available-for-sale financial assets of the consolidated statements of comprehensive income.

#### (8) Derivatives and Hedge Accounting

There were no derivatives designated as hedging instruments at March 31, 2015 and 2016.

#### 28. Related Party Disclosures

Management personnel compensation was as follows:

Millions of Yen

	Fiscal year ended March 31, 2015	Fiscal year ended March 31, 2016
Fixed compensation and bonus	486	373

## **29. IFRS Transition Disclosure**

The consolidated financial statements are the first consolidated financial statements that Advantest has prepared in accordance with IFRS. Significant accounting policies disclosed in Note 3 are applied in the preparation of the consolidated financial statements for the year ended March 31, 2015 as well as the consolidated statement of financial position at the Date of Transition April 1, 2014.

### **(1) IFRS 1 Exemptions**

IFRS 1 requires that companies adopting IFRS for the first time (“first-time adopters”) apply IFRS retrospectively, although there are some areas for which first-time adopters can choose whether to apply IFRS retrospectively, and there are also certain exceptions for which retrospective application is prohibited. IFRS 1 exemptions, which Advantest has applied, are as follows.

#### **(a) Business Combinations**

Under IFRS 1, an entity may elect not to apply IFRS 3 “Business Combinations” retrospectively to business combinations that occurred before the transition date. Advantest has elected not to apply IFRS 3 retrospectively to business combinations that occurred before the transition date. As a result, goodwill arising from business combinations prior to the Date of Transition is recognized at its carrying amount under U.S.GAAP. Such goodwill was tested for impairment at the transition date, irrespective of whether or not there was any indication that the goodwill may be impaired.

#### **(b) Exchange Differences on Translation of Foreign Operations**

Under IFRS 1, an entity may elect not to apply IAS 21 “The Effects of Changes in Foreign Exchange Rates” retrospectively to cumulative exchange differences on translation of foreign operations at the Date of Transition. Advantest has elected to deem the cumulative exchange differences on translation of foreign operations at the Date of Transition to be zero.

#### **(c) Deemed Cost**

Under IFRS 1, an entity is permitted to use the fair value of an item of property, plant and equipment at the Date of Transition to IFRS as the deemed cost as of the Date of Transition. For certain property, plant and equipment, Advantest uses its fair value as of the Date of Transition as its deemed cost as of the Date of Transition.

### **(2) Mandatory Exception to Retrospective Application of IFRS 1**

IFRS 1 prohibits the retrospective application of IFRS to “estimates”, “derecognition of financial assets and financial liabilities” and “classification and measurement of financial assets”. Advantest applies IFRS to these items prospectively from the Date of Transition.

### **(3) Reconciliation from U.S. GAAP to IFRS**

Upon preparing the consolidated statement of financial position at the Date of Transition, Advantest has made adjustments to the amounts in the consolidated financial statements prepared in accordance with U.S.GAAP. The impact of the transition from U.S.GAAP to IFRS on Advantest’s consolidated financial position, results of operations and cash flows is as follows.

Adjustment to equity as of the Date of Transition April 1, 2014

Millions of Yen

Presentation under U.S. GAAP	U.S. GAAP	Reclassification	Difference in recognition and measurement	IFRS	Note	Presentation under IFRS
Assets						Assets
Cash and cash equivalents	68,997			68,997		Cash and cash equivalents
Trade receivables, net	20,404	970	401	21,775		Trade and other receivables
Inventories	30,200		257	30,457		Inventories
Other current assets	5,218	(2,797)	6	2,427		Other current assets
Total current assets	124,819	(1,827)	664	123,656		Total current assets
Investment securities	3,741	(3,741)		—		
Property, plant and equipment, net	39,925		(4,248)	35,677	B	Property, plant and equipment, net
Intangible assets, net	3,545	46,846	(34,991)	15,400	A	Goodwill and intangible assets
Goodwill	46,846	(46,846)		—		
	—	5,947	571	6,518	F	Other financial assets
	—	10,273	490	10,763	E,F	Deferred tax assets
Other assets	10,980	(10,652)	(36)	292		Other non-current assets
Total non-current assets	105,037	1,827	(38,214)	68,650		Total non-current assets
Total assets	229,856	—	(37,550)	192,306		Total assets
Liabilities:						Liabilities and Equity
Trade accounts payable	12,353	7,206		19,559		Liabilities
Accrued expenses	6,775	(6,775)		—		Trade and other payables
Income taxes payable	1,089		8	1,097		Income tax payables
Accrued warranty expenses	1,589			1,589		Provisions
	—	328		328	F	Other financial liabilities
Customer prepayments	2,488	(2,488)		—		
Other current liabilities	2,313	1,472		3,785		Other current liabilities
Total current liabilities	26,607	(257)	8	26,358		Total current liabilities
Corporate bonds	25,000	30,149	(783)	54,366		Bonds
Convertible bonds	30,149	(30,149)		—		
	—	152		152		Other financial liabilities
Accrued pension and severance costs	28,641	214		28,855	C	Retirement benefit liabilities
	—	894	(115)	779	F	Deferred tax liabilities
Other liabilities	3,207	(1,003)		2,204		Other non-current liabilities
Total non-current liabilities	86,997	257	(898)	86,356		Total non-current liabilities
Total liabilities	113,604	—	(890)	112,714		Total liabilities
Stockholders' equity:						Equity
Common stock	32,363			32,363		Share capital
Capital surplus	43,906		717	44,623		Share premium
Treasury stock	(96,083)			(96,083)		Treasury shares
Retained earnings	130,740		(33,342)	97,398		Retained earnings
Accumulated other comprehensive income	5,326		(4,035)	1,291	C,D	Other components of equity
	—	—	(36,660)	79,592		Total equity attributable to owners of the parent
Total stockholders' equity	116,252	—	(36,660)	79,592		Total equity
Total liabilities and stockholders' equity	229,856	—	(37,550)	192,306		Total liabilities and equity

Adjustment to equity as of March 31, 2015

Millions of Yen

Presentation under U.S. GAAP	U.S. GAAP	Reclassification	Difference in recognition and measurement	IFRS	Note	Presentation under IFRS
Assets						Assets
Cash and cash equivalents	97,574			97,574		Cash and cash equivalents
Trade receivables, net	24,960	643	875	26,478		Trade and other receivables
Inventories	37,210		949	38,159		Inventories
Other current assets	5,057	(2,633)	6	2,430		Other current assets
Total current assets	164,801	(1,990)	1,830	164,641		Total current assets
Investment securities	2,249	(2,249)		—		
Property, plant and equipment, net	38,480		(4,264)	34,216	B	Property, plant and equipment, net
Intangible assets, net	4,085	54,590	(40,500)	18,175	A	Goodwill and intangible assets
Goodwill	54,590	(54,590)		—		
	—	4,059	618	4,677	F	Other financial assets
	—	8,641	2,539	11,180	E,F	Deferred tax assets
Other assets	8,836	(8,461)	(27)	348		Other non-current assets
Total non-current assets	108,240	1,990	(41,634)	68,596		Total non-current assets
Total assets	273,041	—	(39,804)	233,237		Total assets
Liabilities:						Liabilities and Equity
Trade accounts payable	18,101	11,570		29,671		Liabilities
	—	10,000		10,000		Trade and other payables
Accrued expenses	10,482	(10,482)		—		Bonds
Income taxes payable	2,106		13	2,119		Income tax payables
Accrued warranty expenses	1,525			1,525		Provisions
	—	271		271	F	Other financial liabilities
Corporate bonds - current portion	10,000	(10,000)		—		
Customer prepayments	4,900	(4,900)		—		
Other current liabilities	2,572	3,180		5,752		Other current liabilities
Total current liabilities	49,686	(361)	13	49,338		Total current liabilities
Corporate bonds	15,000	30,119	(627)	44,492		Bonds
Convertible bonds	30,119	(30,119)		—		
	—	159		159		Other financial liabilities
Accrued pension and severance costs	35,034	361		35,395	C	Retirement benefit liabilities
	—	451	(62)	389	F	Deferred tax liabilities
Other liabilities	2,264	(610)		1,654		Other non-current liabilities
Total non-current liabilities	82,417	361	(689)	82,089		Total non-current liabilities
Total liabilities	132,103	—	(676)	131,427		Total liabilities
Stockholders' equity:						Equity
Common stock	32,363			32,363		Share capital
Capital surplus	43,770		717	44,487		Share premium
Treasury stock	(94,686)			(94,686)		Treasury shares
Retained earnings	141,104		(34,188)	106,916		Retained earnings
Accumulated other comprehensive income	18,387		(5,657)	12,730		Other components of equity
	—	—	(39,128)	101,810	C,D	Total equity attributable to owners of the parent
Total stockholders' equity	140,938	—	(39,128)	101,810		Total equity
Total liabilities and stockholders' equity	273,041	—	(39,804)	233,237		Total liabilities and equity

Adjustment to net profit and comprehensive income for the fiscal year ended March 31, 2015

Millions of Yen

Presentation under U.S. GAAP	U.S. GAAP	Reclassification	Difference in recognition and measurement	IFRS	Note	Presentation under IFRS
Net sales	163,329		474	163,803		Net sales
Cost of sales	(72,903)		855	(72,048)		Cost of sales
Gross profit	90,426	—	1,329	91,755		Gross profit
Research and development expenses	(29,876)	29,876		—		
Selling, general and administrative expenses	(45,931)	(29,876)	721	(75,086)		Selling, general and administrative expenses
	—	566		566		Other income
	—	(377)		(377)		Other expenses
Operating income (loss)	14,619	189	2,050	16,858		Operating income
	—	4,188	(30)	4,158	G	Financial income
	—	(137)	(112)	(249)	G	Financial expenses
Interest and dividend income	203	(203)		—		
Interest expense	(137)	137		—		
Gain on sale of investment securities	750	(750)		—		
Other, net	3,424	(3,424)		—		
Total other income (expense)	4,240			—		
Income (loss) before income taxes and equity in earnings (loss) of affiliated company	18,859	—	1,908	20,767		Income before income taxes
Income tax expense	(5,911)		1,897	(4,014)	E	Income taxes
Net income (loss)	12,948	—	3,805	16,753		Net income
	—			16,753		Net income attributable to: Owners of the parent
Net income (loss)	12,948	—	3,805	16,753		Net income
Other comprehensive income (loss), net of tax						Other comprehensive income
Pension related adjustments	(4,147)		(504)	(4,651)		Items that will not be reclassified to profit or loss Remeasurements of defined benefit pension plans
Foreign currency translation adjustments	17,474		(5,800)	11,674		Items that may be subsequently reclassified to profit or loss Exchange differences on translation of foreign operations
Net unrealized gains (losses) on investment securities	(266)		31	(235)		Net change in fair values of available-for-sale financial assets
Total other comprehensive income	13,061	—	(6,273)	6,788		Total other comprehensive income
Total comprehensive income (loss)	26,009	—	(2,468)	23,541		Total comprehensive income for the year
				23,541		Comprehensive income attributable to: Owners of the parent

**(4) Notes on Adjustments to Equity and Comprehensive Income and Loss**

The impact of the transition from U.S. GAAP to IFRS on the above Adjustment is as follows:

**A. Impairment of Goodwill**

Under U.S. GAAP, the fair value of a reporting unit and its carrying amount including goodwill is compared, and if the fair value of the reporting unit is below its carrying amount, the fair value of the goodwill is

calculated, and then when the fair value of the goodwill calculated is below its carrying amount, the difference is recognized as an impairment loss of the goodwill.

Under IFRS, if the carrying amount of CGU or CGU group including goodwill exceeds its recoverable amount, the excess is recognized as an impairment loss.

As a result of goodwill impairment test at the Date of Transition, impairment loss of ¥19,153 million and ¥14,000 million respectively was recorded for the goodwill allocated to the CGU groups of “Semiconductor and Component Test System Business” and “Services, Support and Others” in Japan, since future cash flows that had been projected in the initial business plan were no longer expected to be generated. Total impairment loss of ¥33,153 million was charged to “retained earnings” at the Date of Transition. The recoverable amount of CGU groups was calculated based on the value in use. The value in use of a CGU group was calculated using 12.0% of the pre-tax discount rates.

### **B. Deemed Cost**

At the Date of Transition, the previous carrying amount of certain items of “property, plant and equipment” to which the deemed cost election was applied was ¥14,979 million, and the fair value was ¥10,731 million.

As a result, at the Date of Transition, “property, plant and equipment” decreased by ¥4,248 million, and the adjustment difference, net of ¥163 million adjustments of deferred taxes, is included in “retained earnings”.

### **C. Employee Benefits**

Under U.S. GAAP, actuarial gains and losses and past service cost which were incurred from defined benefit plans but not recognized in profit or loss as component of pension costs during reporting period, are recognized in accumulated other comprehensive income and amortized from accumulated other comprehensive income into profit or loss over a certain period of future years.

Under IFRS, past service cost is recognized in profit or loss. Actuarial gains and losses arising from defined benefit plans are recognized in other comprehensive income and reclassified directly from other components of equity to retained earnings when they are incurred.

As a result, ¥12,070 million of actuarial losses and past service cost at the Date of Transition were reclassified to “retained earnings”, and cost of sales and selling, general and administrative expense decreased by ¥86 million and ¥528 million, respectively, in the consolidated statements of profit or loss for the year ended March 31, 2015.

### **D. Exchange Differences on Translation of Foreign Operations**

Under IFRS, first-time adopters can choose to deem the cumulative exchange differences on translation of foreign operations at the Date of Transition to be zero.

As a result, the cumulative amounts of exchange differences on translation of foreign operations of ¥16,489 million at the Date of Transition were entirely reclassified to “retained earnings”.

### **E. Income Taxes**

With respect to the tax effects arising from elimination of intercompany unrealized gains, under U.S. GAAP, income tax expenses are deferred based on the sellers’ tax amounts.

Under IFRS, intercompany unrealized gains are treated as temporary differences associated with the purchasers’ assets and the tax effects are recognized as deferred tax assets using the purchasers’ tax rates after an assessment of the recoverability of the deferred tax assets.

As a result, “deferred tax assets” and “retained earnings” at the Date of Transition, and March 31, 2015 increased by ¥420 million, and ¥2,596 million, respectively.

### **F. Reclassification of the Consolidated Statements of Financial Position**

The accompanying consolidated statements of financial position has been reclassified in conformity to IFRS requirements, but the Consolidated Statements of Profit or Loss, the consolidated statements of comprehensive income and retained earnings have not been affected. The principal reclassifications made in the consolidated statements of financial position are follows:

- (i) Under U.S. GAAP, the deferred tax assets/liabilities are classified as current and non-current assets/liabilities. However, under IFRS, deferred tax assets and liabilities are not permitted to be presented as current assets and liabilities, and they have been reclassified to non-current assets and liabilities.
- (ii) Under IFRS, financial assets and financial liabilities are separately presented.

**G. Reclassification of the Consolidated Statements of Profit or Loss**

The accompanying consolidated statements of profit or loss has been reclassified in conformity to IFRS but retained earnings have not been affected. The principal reclassification made in the consolidated statements of profit or loss is following:

(i) Under IFRS, financial income and financial expenses are separately presented.

**(5) Adjustment Items of Consolidated Statement of Cash Flows for the fiscal year ended March 31, 2015**

There is no significant difference in the consolidated statements of cash flows of IFRS and consolidated statements of cash flows of U.S. GAAP.

## TRANSLATION

This is an English translation of the original Independent Auditors Report filed under the Financial Instruments and Exchange Act of Japan, prepared in Japanese language. This report is presented merely as supplemental information. Ernst & Young ShinNihon LLC have not audited English language version of the consolidated financial statements of Advantest Corporation (the “Company”) applicable to the fiscal year from April 1, 2015 through March 31, 2016.

### Independent Auditor’s Report

June 29, 2016

The Board of Directors  
Advantest Corporation

Ernst & Young ShinNihon LLC

Certified Public Accountant  
Designated and Engagement Partner      Makoto Usui

Certified Public Accountant  
Designated and Engagement Partner      Takuya Tanaka

Certified Public Accountant  
Designated and Engagement Partner      Keiichi Wakimoto

Pursuant to Article 193-2, Paragraph 1 of the Financial Instruments and Exchange Act, we have audited the accompanying consolidated financial statements included in the Financial Section, which comprise the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows and the notes to the consolidated financial statements of Advantest Corporation (the “Company”) applicable to the fiscal year from April 1, 2015 through March 31, 2016.

#### ***Management’s Responsibility for the Consolidated Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards pursuant to the provision of Article 93 of the Regulation for Terminology, Forms and Preparation of Consolidated Financial Statements, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

#### ***Auditor’s Responsibility***

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. The purpose of an audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity’s internal control, but in making these risk assessments the auditor considers internal controls relevant to the entity’s preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. 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 consolidated financial statements.

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

***Opinion***

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Advantest Corporation, which consisted of the Company and consolidated subsidiaries, as at March 31, 2016, and the results of their operations and their cash flows for the year then ended March 31, 2016 in conformity with International Financial Reporting Standards.

## **2. Business Review**

### **(1) Summary of Economic Environment and Business Strategy**

#### **1) Economic Environment**

During Advantest's fiscal 2015, the global economy maintained its trend of overall growth, supported by continued robust economic growth in the U.S. However, the slowdown in economies of China and other emerging nations also affected economic activity in developed countries, holding global growth to a moderate pace.

The semiconductor-related markets saw robust investment in leading-edge equipment, particularly for memory semiconductors, in the first half of fiscal 2015. However, because the smartphone market slowed down due to macroeconomic deterioration, the semiconductor market is thought to have posted negative growth in 2015. Adjusting to the softening of the market, semiconductor manufacturers increasingly moved to adjust inventory and limit capital spending.

#### **2) Business Strategy**

With a core competence of measurement technologies developed over decades of R&D, Advantest aims to enhance corporate value through promoting two management policies.

The first policy is to continuously improve its cost structure such that it can generate stable profits even in the semiconductor test equipment market with high fluctuations in demand. Specifically, it will seek to hold down its break-even point by reducing its cost of sales, flexibly optimizing overall costs in response to changes in the business environment, and improving work efficiency, among other measures.

The second policy is to reinforce and diversify its profit sources to enable sustainable growth by implementing a two-pronged strategy of seeking deep demand in the test market that is expected to expand multidimensionally and creating new businesses that leverage its technological strengths. Development of technologies for advanced information society, including the spread of use of smartphones, 5G and other high-speed networks, IoT, ADAS (advanced driver assistance systems) and artificial intelligence will drive further utilization of semiconductors in every machined device and systems. Advantest believes this will increase the need for functional tests and reliability tests at every stage of manufacturing, from semiconductor chips to complicated high-end systems. It sees this market shift as a business opportunity and will continue to rapidly develop and provide products and services to meet these needs. It will also aim to identify promising markets of new applications for its measurement technologies, and create and grow businesses to serve these markets. To support this reinforcement and diversification of its profit sources, it is committed to R&D management from a medium- to long-term perspective, allowing for agile and strategic allocation of resources, while maintaining the company's financial health and efficiency.

### **(2) Changes in the year ended March 31, 2016**

Advantest prepares consolidated financial statements in accordance with the IFRS, changed from the U.S. GAAP that had been used in prior years. Comparative figures for fiscal 2014 have also been prepared based on the IFRS.

### **(3) Important Accounting Policies and Estimates**

Advantest's important accounting policies and estimates are described in "note 3 and note 4" under "Notes to Consolidated Financial Statements" in "1. Consolidated Financial Statements".

## (4) Results of Operations

### 1) Analysis of Statement of Operations

	Fiscal year ended March31, 2015 (Millions of Yen)	Fiscal year ended March31, 2016 (Millions of Yen)	Change (Millions of Yen)	Change (%)
Net sales	163,803	162,111	(1,692)	(1.0)
Cost of sales	(72,048)	(70,636)	1,412	(2.0)
Selling, general and administrative expenses	(75,086)	(79,109)	(4,023)	5.4
Other income (expenses)	189	231	42	22.2
Operating income	16,858	12,597	(4,261)	(25.3)
Financial income (expenses), net	3,909	(830)	(4,739)	—
Income before income taxes	20,767	11,767	(9,000)	(43.3)
Income taxes	(4,014)	(5,073)	(1,059)	26.4
Net income	16,753	6,694	(10,059)	(60.0)
Net income attributable to: Owners of the parent	16,753	6,694	(10,059)	(60.0)

#### *Net sales*

Advantest's Semiconductor and Component Test Segment focused on stimulating customer's motivation to invest despite worsening market conditions by launching new products for memory and non-memory semiconductors. Our Mechatronics and Services Segments also sought to increase net sales with strategies such as obtaining new customers in growth sectors.

As a result, Advantest's net sales decreased by ¥1,692 million, or 1.0%, compared to fiscal 2014 to ¥162,111 million in fiscal 2015 – sales remaining at approximately the same level as in fiscal 2014. It is estimated that the fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales by ¥7,869 million in fiscal 2015.

#### *Cost of sales*

In fiscal 2015, cost of sales decreased by ¥1,412 million, or 2.0%, compared to fiscal 2014 to ¥70,636 million. This decrease was mainly due to decrease in net sales.

#### *Selling, general and administrative expenses*

In fiscal 2015, selling, general and administrative expenses increased by ¥4,023 million, or 5.4%, compared to fiscal 2014 to ¥79,109 million. This increase was mainly due to the depreciation of the Japanese yen and corresponding increase in cost in foreign currency-denominated costs, as well as increase in investment in research and development in new business sectors.

#### *Operating income*

As a result of the above, in fiscal 2015, Advantest's operating income decreased by ¥4,261 million, or 25.3%, compared to fiscal 2014, resulting in operating income of ¥12,597 million. Operating income to net sales ratio was 7.8%, a decrease of 2.5 percentage points from fiscal 2014.

#### *Financial income (expenses), net*

In fiscal 2015, net financial income decreased by ¥4,739 million compared to fiscal 2014 to a loss of ¥830 million. This decrease was mainly due to the appreciation of the Japanese yen compared to the end of fiscal 2014.

### ***Income before income taxes***

As a result of the above, in fiscal 2015, income before income taxes decreased by ¥9,000 million, or 43.3%, compared to fiscal 2014 to ¥11,767 million.

### ***Income Taxes***

In fiscal 2015, Advantest's effective tax rate was 43.1%, while the effective income tax rate for fiscal 2014 was 19.3%. For a more details on income taxes of Advantest in fiscal 2015 and fiscal 2014, see note 15 under "Notes to Consolidated Financial Statements" in "1. Consolidated Financial Statements".

### ***Net income attributable to owners of the parent***

As a result of the above, in fiscal 2015, Advantest's net income attributable to owners of the parent decreased by ¥10,059 million, or 60.0%, compared to fiscal 2014, resulting in an income of ¥6,694 million. Net income attributable to owners of the parent to net sales ratio was 4.1%, a decrease of 6.1 percentage points from fiscal 2014.

## **2) Operations by Segment**

### **Sales by Segment**

	Fiscal year ended March 31, 2015 (Millions of Yen)	Fiscal year ended March 31, 2016 (Millions of Yen)	Change (Millions of Yen)	Change (%)
Semiconductor and Component Test System Segment	108,686	100,762	(7,924)	(7.3)
Mechatronics System Segment	28,461	31,482	3,021	10.6
Services, Support and Others Segment	26,746	29,923	3,177	11.9
Elimination	(90)	(56)	34	—
Total	163,803	162,111	(1,692)	(1.0)

### ***Semiconductor and Component Test System Segment***

In fiscal 2015, net sales of Advantest's Semiconductor and Component Test System Segment accounted for 62.2% of total net sales.

Despite market recovery that commenced in the third quarter after the latest round of customer inventory adjustments, the Semiconductor and Component Test System Segment saw sluggish overall demand for non-memory test systems because of weakening sales of major end-products of non-memory devices, such as smartphones and PCs. In memory test systems, demand for DRAM also decreased due to negative impact of the slowdown in the smartphone market. However, sales of NAND flash memory test systems remained solid. As a result, net sales of Advantest's Semiconductor and Component Test System Segment for fiscal 2015 decreased by ¥7,924 million, or 7.3%, compared to fiscal 2014 to ¥100,762 million, and segment income decreased by ¥5,441 million, or 34.1%, compared to fiscal 2014 to ¥10,514 million. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales in its Semiconductor and Component Test System Segment by ¥4,903 million.

### ***Mechatronics System Segment***

In fiscal 2015, net sales of Advantest's Mechatronics System Segment accounted for 19.4% of total net sales. The Mechatronics System Segment saw stagnant orders particularly in the second half of fiscal 2015 due to limited capital expenditure of major semiconductor manufacturers. However, sales remained solid as a result of measures to increase sales in this segment undertaken from the beginning of the period, including growth in sales of high-performance test handlers and obtaining new customers in device interfaces for non-memory semiconductors.

As a result, net sales of Advantest's Mechatronics System Segment for fiscal 2015 increased by ¥3,021 million, or 10.6%, compared to fiscal 2014 to ¥31,482 million, and segment income decreased by

¥1,689 million, or 39.4%, compared to fiscal 2014 to ¥2,599 million due to changes in the product mix. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales in its Mechatronics System Segment by ¥1,658 million.

### ***Services, Support and Others Segment***

In fiscal 2015, net sales of Advantest's Services, Support and Others Segment accounted for 18.5% of total net sales.

In the Services, Support and Others Segment, initiatives to enhance the profitability of Advantest's field services, such as increasing the number of annual maintenance contracts, progressed.

As a result, net sales of the Services, Support and Others Segment increased by ¥3,177 million, or 11.9%, compared to fiscal 2014 to ¥29,923 million, and segment income increased by ¥1,492 million, or 43.2%, compared to fiscal 2014 to ¥4,944 million. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales in its Services, Support and Others Segment by ¥1,307 million.

### **3) Sales by Geographic Markets**

Advantest's overseas sales as a percentage of total sales was 92.0% for fiscal 2015 (92.0% in fiscal 2014).

#### ***Japan***

Net sales in Japan decreased by ¥133 million, or 1.0%, compared to fiscal 2014 to ¥12,979 million in fiscal 2015.

#### ***Asia (excluding Japan)***

Net sales in Asia (excluding Japan) decreased by ¥431 million, or 0.4%, compared to fiscal 2014 to ¥113,400 million in fiscal 2015. This decrease was mainly due to decline in sales in Taiwan where there are many chipmakers related to smartphones. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales in Asia by approximately ¥5,461 million.

#### ***Americas***

Net sales in the Americas increased by ¥1,768 million, or 6.4%, compared to fiscal 2014 to ¥29,551 million in fiscal 2015. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to an increase of Advantest's net sales in the Americas by approximately ¥2,548 million, primarily due to the depreciation of the Japanese yen against the U.S. dollar.

#### ***Europe***

Net sales in Europe decreased by ¥2,896 million, or 31.9%, compared to fiscal 2014 to ¥6,181 million in fiscal 2015 mainly due to a weak demand for non-memory test systems. It is estimated that fluctuations in exchange rates during fiscal 2015 contributed to a decrease of Advantest's net sales in Europe by approximately ¥168 million, primarily due to the appreciation of the Japanese yen against the Euro.

### **(5) Summary of Financial Condition**

#### **1) Liquidity and Capital Resources**

In accordance with Advantest's funding and treasury policy, which is overseen and controlled by its Accounting Department, Advantest funds its cash needs through cash from operating activities and cash and cash equivalents on hand, and is able to procure funds as necessary through issuance of debt and equity securities in domestic and foreign capital markets and through obtainment of bank loans.

If conditions in the semiconductor industry, and thus the semiconductor and component test system industry, experience a downturn in the medium term, Advantest may need to fund future capital expenditures and other working capital needs through the incurrence of additional issuance of debt or dilutive issuances of equity securities.

Advantest issued ¥25.0 billion in corporate bonds in Japan on May 25, 2012, of which ¥10.0 billion was repaid in May 2015. As for ¥15.0 billion, May 25, 2017 is the maturity date. Advantest issued Zero Coupon Convertible Bonds (Euroyen bonds with stock acquisition rights) in the aggregate principal amount of ¥30.0 billion on March 14, 2014, with a maturity date of March 14, 2019.

## **2) Cash Flows**

Advantest's cash and cash equivalents balance decreased by ¥12,144 million in fiscal 2015 to ¥85,430 million as of March 31, 2016.

### ***Cash flows from operating activities***

Net cash provided by operating activities was ¥7,728 million, as a result of ¥11,767 million in income before income taxes, decrease of ¥6,784 million in trade and other payables, ¥4,028 million in income taxes paid and decrease of ¥3,621 million in inventories, and an adjustment of noncash items such as depreciation. Net cash provided by operating activities decreased by ¥16,753 million in fiscal 2015 compared to ¥24,481 million in fiscal 2014. The main reason for the decrease in fiscal 2015 was decreases in trade and other payables and income before income taxes which resulted in an increase in net income, which was partially offset by the decrease in inventories.

### ***Cash flows from investing activities***

Net cash used in investing activities was ¥2,395 million in fiscal 2015, of which purchases of property, plant and equipment accounted for ¥3,116 million. The increase by ¥1,085 million compared to ¥1,310 million in fiscal 2014 was primarily due to the fact that while the purchases of property, plant and equipment was comparable to fiscal 2014, there was decrease in the amount of proceeds from sale of available-for-sale financial assets.

### ***Cash flows from financing activities***

Net cash used in financing activities was ¥13,531 million in fiscal 2015, of which ¥10,000 million was accounted for by the repayment of bonds in May 2015. The increase by ¥12,233 million in fiscal 2015, compared to net cash used by financing activities in the amount of ¥1,298 million in fiscal 2014, was primarily due to redemption of ¥10,000 million in bonds in fiscal 2015.

## **3) Assets, Liabilities and Equity**

Total assets as of March 31, 2016 amounted to ¥210,451 million, a decrease of ¥22,786 million compared to March 31, 2015, primarily due to a decrease of ¥12,144 million in cash and cash equivalents and decrease of ¥4,247 million in inventories. The amount of total liabilities as of March 31, 2016 was ¥116,832 million, a decrease of ¥14,595 million compared to March 31, 2015, primarily due to redemption of ¥10,000 million in bonds and a decrease of ¥7,570 million in trade and other payables. The amount of total equity or equity attributable to owners of the parent as of March 31, 2016 was ¥93,619 million. Equity attributable to owners of the parent to assets ratio was 44.5% as of March 31, 2016, an increase of 0.8 percentage points from March 31, 2015.

### 3. Research and Development

In order to support technology on the leading-edge, Advantest undertakes research and development initiatives to develop products which play a central role in the area of measuring technologies to support electronics, information and communications, and semiconductor manufacturing. Advantest's research and development focuses on the development of new products and the improvement of existing products. In particular, in the Semiconductor and Component Test System Segment, a large and ongoing investment in research and development is necessary in order to maintain market competitiveness and to provide many types of products that meet the various needs of the customers. Advantest also conducts research of basic technologies. Advantest's expenditures for research and development were approximately ¥29.5 billion in fiscal 2014 and approximately ¥31.3 billion in fiscal 2015. Advantest employs over 1,000 engineers and other personnel in its research and development division.

The contents and achievements for fiscal 2015 of Advantest's research and development activities include:

#### ***Basic Technology***

- development of constituent technologies in the field of terahertz waves;
- development of constituent technologies, including high speed, energy-saving micro switches and high speed samplers used in semiconductor and component test systems and millimeter wave measuring instruments;
- development of methods to detect timing jitters in high bit-rate signals; and
- development of compound semiconductor devices, including less-distortion devices used for semiconductor and component test systems.

#### ***Semiconductor and Component Test System Segment***

- development of semiconductor and component test systems that enable testing of super high speed memory semiconductors at actual motion speed;
- development of semiconductor and component test systems that enhance the functionality of testing of DRAM semiconductors and flash memory semiconductors and require less floor space;
- development of semiconductor and component test systems that have the capacity to simultaneously test multiple complex SoC semiconductors with large pin counts and require less floor space;
- development of semiconductor and component test systems with specialized applications;
- development of measurement modules for devices that operate at extremely high frequencies and for networks that carry extremely high density transmissions;
- development of high speed transmission technologies for high speed large pin counts and high speed transmission signal contact technologies;
- development of application software for interface between the semiconductor designing environment and semiconductor and component test systems, as well as development of software to analyze defective semiconductors; and
- development of systems that impress the physical stimulus on each sensor.

### ***Mechatronics System Segment***

- development of test handlers for memory semiconductors enabling measuring of multiple semiconductors for high throughput testing;
- development of test handlers for SoC semiconductors that respond to diversified device types and packages;
- development of real Active Thermal Control technology with high speed response for high power devices;
- development of the device interface (substrate/circuit technology) to measure high speed device;
- development of conveyance technology and the device interface which supports miniaturization and fine pitches of semiconductors;
- development of MVM-SEM<sup>®</sup> (3D-CDSEM) for high throughput / high precision measurement intended for 3D measurement & observation; and
- development of high resolution E-Beam lithography tool which supports various type of wafers.

Advantest has research and development facilities in Japan, the U.S., Europe and China.

Advantest promotes joint development efforts between its various research facilities to capitalize on the capabilities of its researchers worldwide. Advantest's research and development team for semiconductor and component test systems in Japan works closely with Advantest research and development teams in the U.S. and Europe for the development of hardware and software.

Advantest is currently engaged in the research and development of electron-beam, or e-beam, lithography technology used to draw circuit patterns directly on semiconductor wafers, as well as the research and development of electron-beam length measuring systems used to measure the microscopic size of the circuit pattern of a photomask. Due to their throughput limitations, e-beam lithography systems are currently used in the development of high value-added semiconductors with limited production volumes and semiconductor prototypes. Advantest believes that in order to meet demand for next generation equipment, further research and development will be necessary for technologies for improvement in throughput as well as for attaining high precision technologies necessary for the leading semiconductor design and manufacturing process.

## 4. Risk Factors

### Risks Related to Advantest's Business

The risks related to Advantest's business are as follows.

#### *Advantest's business and results of operations are subject to significant demand volatility in the semiconductor industry*

Advantest's business depends largely upon the capital expenditures of semiconductor industrial, design and manufacturing companies, fabless semiconductor companies, foundries and test houses. These companies, in turn, determine their capital expenditure and investment levels largely based on current and anticipated market demand for semiconductors and products incorporating semiconductors. Such demand is influenced significantly by the overall condition of the global economy. Historically, the percentage reduction in capital expenditures by semiconductor manufacturers during downturns in the semiconductor industry, including investment in semiconductor test systems, has typically been much greater than the percentage reduction in worldwide sales of semiconductors. The semiconductor industry has been highly cyclical with recurring periods of excess inventory, which often have had a severe effect on the semiconductor industry's demand for semiconductor test systems, including those of Advantest.

The worldwide semiconductor market in 2014, the semiconductor market continued to increase by 9.9% compared to 2013, the highest growth rate since 2011, despite some variations among products. In 2015, the semiconductor market decreased by 0.2% compared to 2014, due to the slowdown in demand for electronic equipment such as smartphones. Worldwide sales of non-memory semiconductors in 2014 increased by 7.6% compared to 2013 due to a further global adoption of smartphones and improvements in handset performance. In 2015, worldwide sales of non-memory semiconductors decreased by 0.4% compared to 2014 due to the slowdown in demand for electronic equipment such as smartphones. In 2014, worldwide sales of memory semiconductors increased by 18.2% compared to 2013 due to a strong demand of semiconductor for PCs, among other factors. In 2015, sales decreased by 2.6% compared to 2014 due to, as in the case for non-memory semiconductors, the slowdown in demand for electronic equipment such as smartphones.

The significant volatility in demand for semiconductors is affected by various factors such as:

- the overall state of the global economy;
- levels of investment in communications infrastructure and trends of demand in communication devices such as smartphones and wearable devices;
- demand in personal computer and data server industries;
- consumer demand for digital consumer products such as flat-panel TVs, DVD/Blu-ray disc recorders, portable audio players and electronic books;
- demand in the automobile industry; and
- trends in the semiconductor industry.

In fiscal 2014, Advantest strove to maximize profitability by engaging in sales promotions for non-memory test systems for which demand growth has been particularly strong and by expanding its customer base across all operating segments. As a result, Advantest's net sales in fiscal 2014 largely increased ¥163,803 million. Advantest returned to profitability, with net income attributable to owners of the parent of ¥16,753 million, mainly due to higher year-over-year net sales, an improved mix of high-profitability products and successful cost-cutting measures undertaken across the entire Advantest Group. Advantest's Semiconductor and Component Test System Segment focused on stimulating customer's motivation to invest despite worsening

market conditions by launching new products for memory and non-memory semiconductors. Our Mechatronics System and Services, Support and Other Segments also sought to increase net sales with strategies such as obtaining new customers in growth sectors. As a result, Advantest's net sales in fiscal 2015 decreased by 1.0%, as compared to fiscal 2014, to ¥162,111 million. Net income attributable to owners of the parent was ¥6,694 million, mainly due to an increase in costs denominated in foreign currency due to the continuing depreciation of the yen.

Advantest believes that its results are significantly affected by the significant volatility in demand in the semiconductor industry. While Advantest is unable to predict future trends in the semiconductor industry, if there is a significant downturn in the semiconductor industry, Advantest's financial condition and results of operations will be adversely affected. With respect to semiconductor prices in recent years, even though prices for certain products such as DRAM appear to have bottomed out, if the prices decline as a result of over-supply of semiconductors, semiconductor manufacturers' earnings could deteriorate, resulting in their restraint towards capital expenditures, and Advantest's results of operations could be adversely affected.

***If Advantest does not introduce new products meeting its customers' technical requirements in a timely manner and at competitive prices, its products may become obsolete and its financial condition and results of operations may suffer***

Advantest sells its products to several industries that are characterized by rapid technological changes, frequent introduction of new products and services, varying and unpredictable product lifecycles and evolving industry standards. Advantest anticipates that future demand for its products will be driven, in large part, by technological innovation in semiconductor technology, which creates new testing requirements that are not adequately addressed by currently-installed semiconductor test systems. Customer needs in response to these technological innovations, and their need for greater cost-effectiveness and efficiency to respond to the market environment, include:

- test solutions of non-memory semiconductors that incorporate more advanced memory semiconductors, logic and analog circuits;
- test solutions of power semiconductors that control small and large motor drives;
- solutions for complexed IC incorporating RF, logic and memory chips in a single package in order to achieve IC with advanced 3D integration as well as downsizing and technical advantages, through TSV technology;
- mechatronics-related products which transport devices faster, more accurately and more stably;
- test solutions of testing technologies that employ self-test circuit designs incorporated into semiconductor chips;
- test solutions of testing technologies that employ test circuit designs for Device Under Test (DUT);
- test solutions of system level testing that guarantees performance of the final products;
- introduction of mechatronics products that respond to reduced testing time resulting from advances in customers' back-end testing;
- prompt response and quick repair in the event of failure;
- total solutions that allow customers to reduce their testing costs; and
- solutions for measurement and observation of state-of-the-art photomasks and wafer.

Advantest also believes demand for its products, including semiconductor and component test systems, is affected by the level of demand for personal computers, high-speed wireless and wireline data services, digital consumer products and communication devices, such as smartphones and wearable devices, and data servers. It is likely that advances in technologies used in those products and services will require new testing systems. Without the timely introduction of semiconductor test systems capable of effectively testing and measuring equipment that use these new technologies, Advantest's products and services may become technologically obsolete over time.

A failure by Advantest to meet its customers' technical requirements at competitive prices or to deliver conforming equipment in a timely manner may result in its products being replaced by those of a competitor or an alternative technology solution. Furthermore, Advantest's inability to secure sufficient personnel appropriate for the business during a period of recovery or its inability to provide a product that meets requested performance criteria at an acceptable price when required by its customers would severely damage its reputation with such customers and may adversely affect future sales efforts with respect to such customers.

***Advantest's dependence on a sole source or a limited number of suppliers for its components and parts may prevent it from delivering its products on a timely basis or its failure to meet the demand for its products upon a sudden expansion of the markets may adversely affect its future market share and financial results***

Advantest relies on suppliers to perform some of the assembly requirements for its products. In addition, many of the components used in Advantest's semiconductor and component test systems and mechatronics systems are produced by suppliers based on Advantest's specifications. Advantest's reliance on these suppliers gives it less control over the manufacturing process and exposes it to significant risks, especially inadequate manufacturing capacity, late delivery, substandard quality, lack of labor availability and high costs. In addition, Advantest depends on a sole source or a limited number of suppliers for a portion of its components and parts. Advantest does not maintain long-term supply agreements with most of its suppliers, and it purchases most of its components and parts through individual purchase orders. If a supplier becomes unable to provide components or parts in the volumes needed and at acceptable prices, or if a supplier withdraws from business thereby stopping production or sales of custom or general components and parts that Advantest uses or will use in the future, or a large scale natural disaster or electricity shortage occurs, Advantest would have to identify and procure acceptable replacements. Advantest may lose its capacity to supply test systems if it becomes unable to procure acceptable replacements. Suppliers have typically adjusted their production capacity through the reduction of production lines and personnel. Therefore, if the market for semiconductor and component test systems and mechatronics systems were to suddenly expand, Advantest would require significant increases in production capabilities including personnel, as well as materials, components and supplies from suppliers, in order to fully capitalize on such expansion. Furthermore, the markets for semiconductors and other specialized components have, in the past, experienced periods of inadequate supply to meet demand. Moreover, there may be a shortage of components if a large scale natural disaster or electricity shortage occurs. The process of selecting suppliers and of identifying suitable replacement components and parts is lengthy and may result in Advantest being unable to deliver products meeting customer requirements in a timely manner. Advantest has, in the past, been unable to deliver its products according to production schedules primarily due to the inability of suppliers to supply components and parts based on Advantest's specifications and by other shortages in components and parts. Moreover, a deterioration in the financial position of Advantest's suppliers reflecting the decline in the economic environment or the failure of Advantest to adjust to large increases in demand for its products during the period of recovery in demand could result in Advantest losing one or more of its existing large-volume customers or losing the opportunity to establish a strong relationship with potential large-volume customers with which it currently does little or no business. Such failure may adversely affect Advantest's future market share and its financial results.

***Advantest faces substantial competition in its businesses and, if Advantest does not maintain or expand its market share, its business may be harmed***

Advantest faces substantial competition throughout the world. Advantest's primary competitors in the semiconductor and component test system market include, among others, Teradyne, Inc., Xcerra Corporation, UniTest Inc. and EXICON Ltd. In the mechatronics system related market, Advantest also competes with Delta Design, Inc., TechWing, Inc. and Seiko Epson Corporation in test handler devices, and with TSE Co., Ltd., Semes Co., Ltd., SL-link Co., Ltd. and TechWing, Inc. in device interfaces. Some of Advantest's competitors have greater financial and other resources than Advantest.

Advantest faces many challenges in its businesses, including increased pressure from customers to produce semiconductor and component test systems and mechatronics systems that reduce testing costs or from customers who have developed internal test solutions. For device interfaces, acquisition of vendors that supply core technical components by Advantest's competitors, or leakage of the manufacturing technology of printed circuit boards, may result in reduced testing costs by customers or difficulty by Advantest to realize its products' full performance.

To compete effectively and maintain and expand its market share, Advantest must continue to enhance its business processes to lower the cost of its products, or introduce enhancements that lower overall testing costs. Advantest also expects its competitors to continue to introduce new products with improvements in price and performance, as well as increasing their customer service and support offerings, and Advantest expects new market participants to launch low-price testers. Significant increases in competition may erode Advantest's profit margin and weaken its earnings.

***Advantest may not be able to meet the targets set in its strategies and medium-term business plan***

The attainment of goals such as those in medium-term business plans is subject to various internal and external factors, including the general economic and market conditions in which Advantest and its customers operate, the level of competition, the level of corporate capital expenditure, the level of demand for Advantest's products and fluctuations in exchange rates. As a result, any strategies and medium-term business goals and targets (as amended from time to time) should not be treated as forecasts of future results. There can be no assurance that Advantest's strategies to accomplish medium-term business plans and implementation of such strategies will be successful, that the implementation of its strategies will have the intended effects, that the medium-term business plan or other targets (whether quantitative or qualitative, and as amended from time to time) will be met, or that such goals, targets and aims will not be changed in the future by Advantest's management.

***Advantest's largest customers currently account for a significant part of its net sales and, in addition to the risk of Advantest's business being harmed by the loss of one or more of these customers or changes in their capital expenditures, Advantest may not be able to recover its accounts receivables if its largest customers experience a deterioration in their financial position***

Advantest's success depends on its continued ability to develop and manage relationships with its major customers. A small number of such major customers currently account for a significant portion of its net sales. Sales to Advantest's five largest customers accounted for approximately 41% in fiscal 2014 and approximately 38% in fiscal 2015. The loss of one or more of these major customers, changes in their capital expenditures or failure of their main products could materially harm Advantest's business. Furthermore, if Advantest's major customers experience deterioration in their financial position and are unable to fulfill their payment obligations to Advantest in accordance with the applicable terms, Advantest's business, results of operations and financial position may be adversely affected.

### ***Advantest's product lines are facing significant price pressure***

Price pressure on Advantest's businesses is adversely affecting Advantest's operating margins. Irrespective of the trend in the demand for semiconductors, there is ongoing price pressure on semiconductors, which puts continuous pressure on the market price for products in the Semiconductor and Component Test System Segment and Mechatronics System Segment. During periods when there is rapid decrease in semiconductor prices, semiconductor manufacturers, Outsourced Semiconductor Assembly and Test (OSAT) and test houses, which are Advantest's customers, seek to increase their production capacities while minimizing their capital expenditures. In addition, increased competition in the market for digital consumer products, personal computers, mobile devices such as smartphones and wearable devices, and data servers have driven down prices of these goods, subsequently creating significant price pressure on Advantest's product lines. If prices of semiconductors continue to decline, customers may postpone capital expenditures on new equipment by remodeling or adapting the usage of existing equipment. If price pressure further increases in the future, Advantest's financial condition and results of operations may be adversely affected.

### ***Fluctuations in exchange rates could reduce Advantest's profitability***

The majority of Advantest's net sales are derived from products sold to customers located outside of Japan. Of Advantest's fiscal 2015 net sales, 92.0% were from products sold to overseas customers. Approximately 79% of Advantest's net sales in fiscal 2015 were derived from currencies other than the Japanese yen, predominantly the U.S. dollar. If the Japanese yen becomes strong relative to foreign currencies (mostly the U.S. dollar and, to a much lesser extent, other currencies), it would increase the prices of Advantest products as stated in U.S. dollars and in those other currencies, which could hurt sales in those countries.

With respect to the Euro, if the Japanese yen weakens, there may be a negative impact on Advantest's profitability since there are currently more costs incurred in Euro than net sales derived in Euro.

In addition, significant fluctuations in the exchange rate between the Japanese yen and foreign currencies, especially the U.S. dollar, could require Advantest to lower its prices with respect to foreign sales of its products that are priced in Japanese yen, and reduce the Japanese yen equivalent amounts of its foreign sales for products that are based in U.S. dollars or other foreign currencies, thereby reducing its profitability overall. These fluctuations could also cause prospective customers to push out or delay orders because of the increased relative cost of Advantest's products. In the past, there have been significant fluctuations in the exchange rate between the Japanese yen and the foreign currencies in which Advantest's sales are denominated.

Furthermore, Advantest's consolidated financial statements for a particular period or for a particular date will be affected by changes in the prevailing exchange rates of the currencies in which subsidiaries of Advantest prepare their financial statements against the Japanese yen. Foreign exchange rate fluctuations may have an effect on those amounts not denominated in yen which are translated into yen for Advantest's consolidated financial statements, and depending on the direction of the foreign exchange fluctuation, it may have an adverse effect on Advantest's reported financial position, results of operations and net assets.

### ***Advantest may not recoup costs incurred in the development of new products***

Enhancements to existing products and the development of new generations of products are, in most cases, costly processes. Furthermore, because the decision to purchase semiconductor and component test systems products and mechatronics systems generally involves a significant commitment of capital, the sale of this equipment typically involves a lengthy sales period and requires Advantest to expend substantial funds and sales efforts to secure the sale. Advantest's enhancements or new generations of products may not generate net sales in excess of development and sales costs if, for example, these new enhancements or products are quickly rendered obsolete by changing customer preferences, the introduction by Advantest's competitors of products embodying new technologies or features, the introduction by Advantest's customers of new products

that require different testing functions or the failure of the market for Advantest's customer's products to grow at the rate, or to the levels, anticipated by Advantest. In some cases, Advantest must anticipate industry trends and develop products in advance of the commercialization of its customers' products. This requires Advantest to make significant investments in product development well before it determines the commercial viability of these innovations. If Advantest's customers fail to introduce their devices in a timely manner or the market rejects their devices, Advantest may not recover its investments in product development through sales in significant volume.

***The market for Advantest's major products is highly concentrated, and Advantest may not be able to increase sales of its products because of limited opportunities***

The market for test systems for memory semiconductors in the Semiconductor and Component Test System Segment is highly concentrated, with a small number of large semiconductor manufacturers, foundries and test houses accounting for a large portion of total sales in the semiconductor and component test system industry. Advantest believes that this market concentration could become even more severe in the future as larger semiconductor device manufacturers, foundries and test houses acquire smaller semiconductor market participants, and as corporate restructuring, such as elimination and consolidation of businesses, progresses. Advantest's ability to increase sales will depend in large part upon its ability to obtain or increase orders from large-volume customers. Furthermore, in the event there is an over-supply of semiconductor and component test system products on the second-hand market reflecting, among others, restructuring within the industry, or delay to meet the specific needs of Advantest's customers, Advantest faces an additional risk of losing its sales opportunities.

***Advantest may be required to record a significant impairment charge which could have a material adverse effect on Advantest's financial condition and results of operations.***

If there is any indication of impairment for Property, plant and equipment, the asset is tested for impairment. Goodwill is tested for impairment both annually and when there is any indication of impairment. An impairment loss is recognized if the recoverable amount of an asset, cash-generating unit (CGU) or CGU group is less than its carrying amount. Therefore, depending on the expected future cash flow of property, plant and equipment or business operations to which goodwill relates, Advantest may be required to record a significant impairment charge, which could have a material adverse effect on Advantest's financial condition and results of operations.

***If Advantest's main facilities for research and development, production or information technology systems for its businesses, or the facilities of its subcontractors and suppliers, were to experience catastrophic loss, its results of operations would be seriously harmed***

Advantest's main facilities for research and development for its Semiconductor and Component Test Systems and Mechatronics System Segments production, as well as Advantest's service bases, are located in Gunma Prefecture, Saitama Prefecture and Miyagi Prefecture in Japan. In addition, the main system server and the network hub are maintained in system centers approved by the Information System Management System, or ISMS, and local network servers are located in certain operations offices in Japan.

Japan is a region that is susceptible to frequent earthquakes. If Advantest's facilities, particularly its semiconductor and component test system manufacturing factories, were to experience a catastrophic loss from, but not limited to, earthquakes, it would materially disrupt Advantest's operations, delay production, shipments and revenue, and result in large expenses to repair or replace the facilities. Advantest has insurance to cover most potential losses at its manufacturing facilities, other than those that result from earthquakes. However, this insurance may not be adequate to cover all possible losses. Similar disruptions to Advantest's business may occur if the facilities of Advantest's subcontractors and suppliers or if the facilities of Advantest's information system network were to experience a catastrophic loss.

Advantest has prepared itself for crises such as large-scale natural disasters, and each department of Advantest has documented its own disaster-response procedures and manuals. Furthermore, in order to prevent any disruption of its core businesses, or in case of suspension, to re-start the suspended businesses, including the recovery of important facilities, in the shortest possible time, Advantest formulated and implemented a “Business Continuity Plan.” However, if such Business Continuity Plan is not effective, Advantest’s core businesses could be disrupted at a time of crisis, such as large-scale natural disasters, and could take a substantial amount of time to recover.

***Advantest’s business is subject to economic, political and other risks associated with international operations and sales***

Advantest’s business is subject to risks associated with conducting business internationally because it manufactures and sells its products, and purchases parts and components from, around the world. In fiscal 2015, 70.0% of Advantest’s total net sales came from Asia (excluding Japan), a majority of which consisted of sales in Taiwan, the People’s Republic of China (“China”) and Korea, 18.2% from the Americas and 3.8% from Europe. Advantest anticipates that net sales from international operations will continue to represent a substantial portion of its total net sales. In addition, some of the Company’s distribution and support subsidiaries are located in the Americas, Europe, and Asian countries, including Taiwan, Singapore, Korea and China, and some of Advantest’s suppliers and factories are also located overseas, such as Korea and Malaysia. Accordingly, Advantest’s future results could be harmed by a variety of factors, including:

- political and economic instability, including economic and political disruptions, disputes, natural calamities, epidemics or other risks related to countries where Advantest procures its components and parts or manufactures and sells its products;
- trade protection measures and import or export licensing requirements;
- potentially negative consequences from changes in tax laws;
- risks with respect to international taxation, including transfer pricing regulations;
- difficulty in staffing and managing widespread operations;
- differing protection of intellectual property;
- difficulties in collecting accounts receivable because of distance and different legal rules;
- risks with respect to social and political crises and issues resulting from, among others, terrorism, war and deterioration in the political and/or economic relationships between Japan and other countries;
- risks with respect to decline in the quality of procurement and manufacturing where Advantest’s suppliers or manufacturing facilities are located in countries that do not have developed infrastructures in mechanical processing and assembly; and
- risks with respect to increases in cost, delays in delivery or expenses in repairing products where low quality and counterfeit products are mixed into the supply chain.

***Advantest may not be able to recover its capital expenditures***

Advantest continues to make capital expenditures. From fiscal 2012 through fiscal 2013, Advantest built a new factory in South Korea in order to increase its share of sales to major Korean customers. The factory began operating in May 2013. Advantest may not be able to recover the capital expenditures for such projects within the assumed timeframe, or at all, if it cannot achieve the assumed volume of sales due to customers

cutting back on capital expenditures or if intense competition with competitors results in a reduction in unit prices. In such event, the asset would be subject to impairment, which may have an adverse impact on Advantest's profitability.

***Advantest's business may be negatively affected by factors relating to its marketing and sales capabilities and its branding***

Advantest's business may be negatively affected by factors relating to its marketing and sales capabilities and its branding, including:

- the long selling process involved in the sale of semiconductor and component test systems and mechatronics system;
- the relatively small number of total units sold in the semiconductor and component test system and mechatronics system market;
- order cancellations or postponement of capital expenditures by customers;
- delays in collection of accounts receivable, increases in losses resulting from bad debt or increases in provisions for doubtful receivables, reflecting the financial condition of customers;
- increases in required provisions for product warranty costs and write-downs of inventory; and
- any real or perceived decrease in performance and reliability of Advantest products, which could lead to a decline in Advantest's reputation.

***Chemicals used by Advantest may become subject to more stringent regulations, and Advantest may be required to incur significant costs in adapting to new requirements***

Advantest uses chemicals in the manufacturing of its products, the manufacture, processing and distribution of which are subject to environmental related laws, regulations and rules of Japanese governmental agencies, as well as by various industry organizations and other regulatory bodies in other countries. These regulatory bodies may strengthen existing regulations governing chemicals used by Advantest and may also begin to regulate other chemicals used by Advantest. While Advantest is taking measures to eliminate toxic substances included in parts used to manufacture its products, Advantest uses solder, which contains lead for mounting electronic parts and components for its products, in order to ensure the reliability of its products as a matter of priority. Further, as a method to cool some of its semiconductor and component test systems and mechatronics systems, Advantest uses fluorinated liquid which use is not currently regulated by laws. Advantest believes that it is in compliance with regulations with respect to the use of chemicals by promoting environmental policies for its products with the focus on ensuring the safety and the reliability of its products; however, Advantest must be prepared to adapt to regulatory requirements in all relevant countries as requirements change. Advantest may be required to incur significant cost in adapting to new requirements. Any failure by Advantest to comply with applicable government or industry regulations could result in restrictions on its ability to carry on with or expand sales of its products.

***Advantest could suffer significant liabilities, litigation costs or licensing expenses or be prevented from selling its products if it is infringing on the intellectual property of third parties***

Advantest may be unknowingly infringing on the intellectual property rights of third parties and may be held responsible for that infringement. To date, Advantest has not been the subject of a material intellectual property claim. However, any future litigation regarding patents or other intellectual property infringement could be costly and time consuming and divert management and key personnel from Advantest's business operations. If Advantest loses a claim, it may be forced to pay significant damages, pay license fees, modify

its products or processes, stop making products or stop using processes. A license could be very expensive to obtain or may not be available at all. Changing Advantest's products or processes to avoid infringing on the rights of third parties may be costly or impractical.

***Advantest may be unable to protect its proprietary rights due to the difficulty of Advantest gaining access to, and investigating, the products believed to infringe on Advantest's intellectual property rights***

Advantest relies on patents, utility model rights, design rights, trademarks and copyrights obtained in various countries to actively protect its proprietary rights. For instance, with respect to the device interface market, Advantest has taken legal action based on its patent and utility model rights against manufacturers that sell replicas of Advantest's products and, in some instances, has obtained injunctions against sales of such replicas. However, in general, it is difficult for Advantest to gain access to, and investigate, the products believed to infringe on its intellectual property rights. Therefore, Advantest cannot ensure that its intellectual property rights will provide meaningful protection of its proprietary rights. Nevertheless, Advantest is focused on protecting its intellectual property rights from third party infringement and will continue to monitor and enforce its rights.

***The technology labor market is very competitive, and Advantest's business may suffer if Advantest is unable to hire and retain engineers and other key personnel***

Advantest's future success depends partly on its ability to attract and retain highly qualified engineers for its research and development and customer service and support divisions. If Advantest fails to hire and retain a sufficient number of these personnel, it may not be able to maintain and expand its business. Advantest may need to revise its compensation and other personnel related policies to retain its existing officers and employees and attract and retain the additional personnel that it expects to require.

***Damage, interference or interruption to Advantest's information technology networks and systems could hinder business continuity and lead to substantial costs or harm Advantest's reputation***

Advantest relies on various information technology networks and systems, some of which are managed by third parties, to process, transmit and store electronic information, including confidential data, and to carry out and support a variety of business activities, including manufacturing, research and development, supply chain management, sales and accounting. Advantest has the Information Security Committee and Legal Department to create policies on information security measures. The IT section builds and operates the information and technology network and system based on the above-mentioned policies. However, attacks by hackers or computer viruses, wrongful use of the information security system, careless use, accidents or disasters could undermine the defenses established by Advantest and disrupt business continuity, which could not only risk leakage or tampering of information but could also result in a legal claim, litigation, damages liability or an obligation to pay fines. If this were to occur, Advantest's reputation could be harmed, Advantest could incur substantial costs, and it may have a material adverse effect upon Advantest's financial condition and results of operation.

***Product defects and any damages stemming from Advantest's product liability could harm Advantest's reputation among existing and potential customers and could have a material adverse effect upon Advantest's business results and financial condition***

Advantest manufactures its products in accordance with internationally accepted quality control standards such as ISO 9000. However, Advantest cannot guarantee that there are no defects in its products. Advantest maintains product liability insurance, but cannot guarantee that such insurance will sufficiently cover the ultimate amount of damages with respect to Advantest's liabilities. Large scale accidents due to product defects or any discovery of defects in its products could harm Advantest's reputation for not adequately addressing defects, could cause Advantest to incur higher costs, could result in claims for damages and could have a material adverse effect upon Advantest's business results and financial condition.