

Shareholders' Report

Vol. 49

69th Interim Term

(April 1 to September 30, 2018)





Hiroyasu Naito President

In providing this interim report on the first two quarters (April 1 – September 30, 2018) of the fiscal year ending March 31, 2019, despite moderate economic recovery in the United States and Europe, a sense of uncertainty permeated the world economy, largely due to a slowdown in China and trade issues centered on the United States and China. In Japan, the economy maintained its recovery tone, sustained by an improvement in corporate earnings and a rally in personal consumption.

The domestic housing sector was affected by sluggish growth in construction of new housing, especially condominiums, and conditions in the housing appliance industry remained weak in the absence of robust replacement demand.

Against this backdrop, the Rinnai Group embarked on a new medium-term business plan, "G-shift 2020," in April 2018. Guided by this plan—which features the slogans "heat and lifestyles" and "health and lifestyles"—we pursued approaches to improve living standards in the global market and embraced new initiatives going beyond the sale of existing products and services to the creation of unique products and services that integrate new technologies and our own core technologies. On the sales front, we marked an increase thanks to brisk overseas business, particularly in China and the United States. But on the profit front, consolidated operating income decreased, owing to sluggish demand for high-value-added products in Japan. Consequently, performance for the first two quarters of the fiscal year ending March 31, 2019, is as presented on the next page. The interim cash dividend was raised ¥2.00, year on year, to ¥46.00 per share.

The Rinnai Group will strive to make a great leap forward in turning Rinnai into a global brand by anticipating various changes in the business environment, enhancing technological innovation for the next generation and strengthening overseas growth strategies. I ask you, our valued shareholders, for your continued support and cooperation as we work toward these goals together.

December 2018

Hiroyasu Naito President

Consolidated Business Results

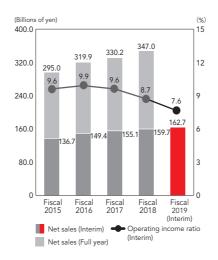
(First Two Quarters of the Fiscal Year ending March 2019)

Financial Data

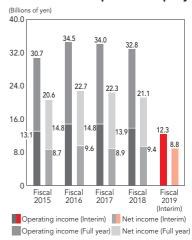
Performance Highlights

- Net sales broke past records
- Net sales marked sixth consecutive year-on-year increase, driven by brisk demand for water heaters in China and the United States
- Marked ninth consecutive year of interim dividend increase with payout of ¥46.00 per share

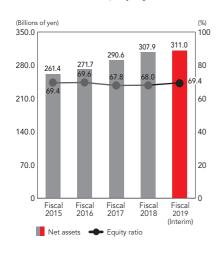
Net sales, operating income ratio



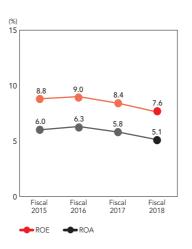
Operating income, net income attributable to owners of the parent company



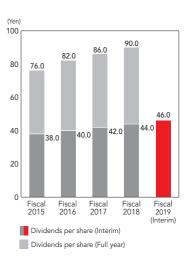
Net assets, equity ratio



ROE, ROA



Dividends per share



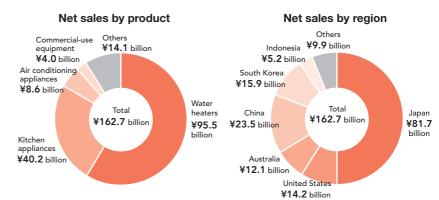
^{*} From this consolidated accounting period, Rinnai has applied "Partial Amendments to Accounting Standard for Tax Effect Accounting," and amounts have been retroactively adjusted for past fiscal years.

Consolidated Business Results

(First Two Quarters of the Fiscal Year ending March 2019)

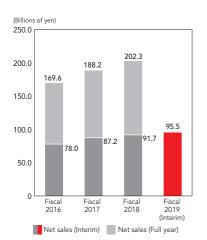
Highlights by Product Segment

- Water heaters: Higher sales thanks to healthy overseas demand in China and United States
- Kitchen appliances: Lower sales due to shrinking tabletop cookers market and heightened competition on built-in hobs (stovetops) in Japan
- Air conditioning appliances, commercial-use equipment, and others: Lower sales due to drop in demand for air conditioning appliances in Australia

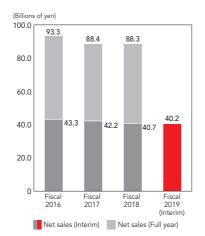


| Product segment | Principal products |
|-----------------------------|---|
| Water heaters | Tankless water heater with basic functions, bath-filling systems, heating systems, and hybrid water heater with heating systems |
| Kitchen appliances | Tabletop cookers, built-in hobs (stovetops), ovens, dishwashers, range hoods and rice cookers |
| Air conditioning appliances | Fan heaters, fanned flue heaters and infrared heaters |
| Commercial-use equipment | Commercial-use ceramics griller, ranges and rice cookers |
| Others | Clothes dryers, infrared burners and components |

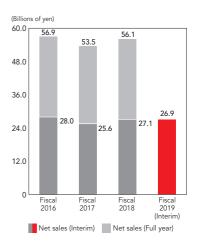
Sales of water heaters



Sales of kitchen appliances

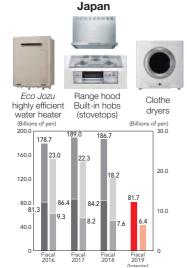


Sales of air conditioning appliances, commercial-use equipment, and others



Financial Data

Highlights by Regional Segment

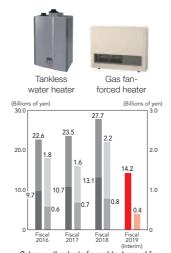


Lower sales and income due to decrease in sales of mainstay water heaters, bath-filling systems and built-in hobs (stovetops)

Net sales (Interim) Operating income (Interim)

Net sales (Full year) Operating income (Full year)

United States



Sales up, thanks to favorable demand for tankless water heaters, but **income down**, owing to **higher sales** promotion expenses

Net sales (Interim) Operating income (Interim)

Net sales (Full year) Operating income (Full year)

Australia

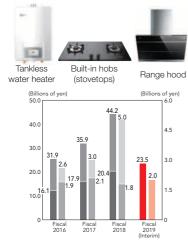


Higher sales, reflecting brisk replacement demand for fan-forced room heaters, but lower income, due to deterioration in product mix

Net sales (Interim) Operating income (Interim)

Net sales (Full year) Operating income (Full year)

China

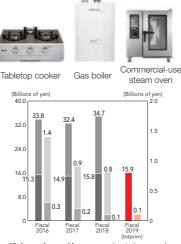


Higher sales and income, as government-driven environmental policy promoting shift from coal to gas as fuel source led to brisk demand for boilers

Net sales (Interim) Operating income (Interim)

Net sales (Full year) Operating income (Full year)

South Korea



Higher sales and income, owing to increased sales of gas stoves as well as steady expansion of electric stove lineup

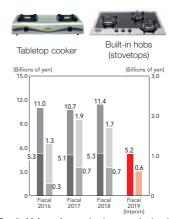
Net sales (Interim)

Operating income (Interim)

Net sales (Full year)

Operating income (Full year)

Indonesia



Despite **higher sales** on a local-currency basis, a high yen led to lower sales on a yen basis. **Income down,** mainly due to skyrocketing cost of raw materials.

Net sales (Interim)

Operating income (Interim)

Net sales (Full year)

Operating income (Full year)



Rinnai's Rakukaji+

Offering additional value to make life easier



Delicia Series Total sales hit 600,000 units*2

Delicia series built-in gas stoves boast stylish design and have gained popularity as cooking appliances that create sophisticated dishes and make cleanup a breeze.







^{*1} Share of households in which both the husband and wife work as non-agricultural employees to total number of households. Source: Labor Force Survey (detailed tally) by Statistics Bureau of Ministry of Internal Affairs and Communications (2017 average). Does not include husband and wife if both are part of non-workforce population.

Making daily routine more enjoyable with IoT technology Launched Service for Voice-Activated Smart Speaker Operation

Today, the application of digital technology, hinging on IoT, is expanding in the housing industry. Against this backdrop, Rinnai is working to promote services that enable customers to operate appliances from various devices as a way to make lives more comfortable.

In 2017, we debuted a smartphone app that controls water- and room-heating, and in October 2018, we enhanced the service by enabling voice-activated operation using smart speakers. Customers can control their water- and room-heating systems simply by saying "run the bath," "reheat" or "floor heating on" or "off." Going forward, we will continue to enhance services to meet the varied needs of our customers.

Special Feature

In Japan, the number of double-income households is increasing and, as of 2016, comprised 60%*1 of all households that did not include seniors. Through its products, Rinnai strives to lessen the drudgery of household chores for people with a busy schedule using *Rakukaji*+ features that promote a sense of relaxation and enjoyment in daily at-home routines.



New Kanta-kun model

launched October 2018

Soft-line styling and

clean, fresh color

scheme

Popular Rakukaji+

Gas-powered *Kanta-kun* is perfect solution to laundry-washing/drying worries

This appliance has gained favor because it dries laundry at times, such as the rainy season and in the winter, when laundry typically does not dry well and obviates the need to hang laundry outside even on nice-weather days if the air is heavy with pollen.



Tests run by: Rinnai Corporation

■ Conditions: 5kg of everyday clothing (50% cotton/50% synthetic), spin-dry rate 70%, RDT-54S-SV, standard setting
Gas type: If using LPG, about 52 minutes



乾太くか

Newly added drum

sanitizing cycle

Constant use year-round, regardless of the weather, makes daily laundry a pleasant task

Powerful flow of hot air typical of gas-driven appliances eliminates bacteria that causes sour odor of still-damp laundry

Bacteria-reduction rate with Kanta-kun 99-9%*5

*5 Testing organization: School of Pharmacy at Aichi Gakuin University Test subject: Moraxella osloensis Testing method: Titration of viable cell count on bacteria-contaminated cloth. Wash bacteria out in buffer solution, then cultivate on

*2 Total number of units sold between 2007 and November 2017. *3 As of July 2018. *4 Partial, some lineups do not include the cocotte dutch oven.



Control water- and room-heating systems just by calling out "run the bath," "reheat" or "floor-heating on" or "off."



Service uses the *Docodemo* Rinnai app and a smart speaker*6 featuring Google Assistant or Amazon Alexa.

*6 Includes Google Home smart speaker with Google Assistant, and Amazon Echo series smart speaker with Amazon Alexa. This function can be accessed with compatible MBC-301 and 302 series remote controls. Google, Google Assistant and Google Home are trademarks of Google LCC.

Rinnai Topics

Rinnai Topics

New, high-efficiency tankless water heater model for North American market goes on sale

Rinnai America Completes Headquarters Expansion

In September 2018, Rinnai America Corporation completed its headquarters expansion project. Anticipating an increase in demand for gas tankless water heaters in the United States, Rinnai America began local production of tankless water heaters at a facility in Griffin, Georgia, in April 2018. The company launched sales of the SENSEI series, a new, highefficiency tankless water heater for the North American market, in May 2018.



Rinnai America headquarters (Peachtree City, Georgia)



SENSEI series, new highefficiency tankless water heater

Comprising companies that lead in areas of recruiting, retaining and elevating women and promoting diversity Selected for Inclusion in "MSCI Japan Empowering Women Index (WIN)"

Rinnai was selected for the first time as a corporate stock in the "MSCI Japan Empowering Women Index (WIN)," created to promote ESG (environment, social and governance) investments. This index was developed by MSCI Inc., a provider of investment information for investors, and is one of the ESG indexes used by Japan's Government Pension Investment Fund (GPIF) as a benchmark for its asset management activities. Rinnai is also included in the "FTSE Blossom Japan Index" and the "MSCI Japan ESG Select Leaders Index," which the GPIF refers to as well in its ESG investments.



2018 Constituent MSCI Japan Empowering Women Index (WIN)

250 million people and more than 60 million households—huge market continues to grow

30th Anniversary Ceremony at Rinnai Indonesia

In August 2018, P.T. Rinnai Indonesia celebrated its 30th anniversary at Holiday Inn Jakarta Kemayoran. As of the fiscal year ended March 31, 2018, the company has sold more than 6.3 million tabletop stoves—a mainstay product—and enjoys top share in the local market. The company enjoys a high brand profile, substantiated by best brand awards in Indonesia. Going forward, Rinnai Indonesia will reinforce its lineup of built-in hobs and strive to expand exports.



Rinnai Indonesia 30th anniversary ceremony

Build production points emphasizing connection to society

Completed Welfare Building at Oguchi Factory

In September 2018, construction of a welfare building—a two-story, above-ground structure with floor space of 3,248m²—wrapped up at the Oguchi Factory, a key facility for kitchen appliance production in Niwa-gun, Aichi Prefecture. This welfare building benefits employees as well as customers and local citizens, as it features extra seating—expanded to 400—in the employee cafeteria as well as a larger product display corner and a new cooking demon-

stration corner to promote greater interaction and communication with the community.



Local elementary school children, on social studies field trip, visit for factory tour

Financial Data

Consolidated Balance Sheets (Millions of yen)

Current Term (As of September 30, 2018) Previous Term (As of March 31, 2018)

Current Term Previous Term

| | Current term | Previous lerri |
|----------------------------------|--------------|----------------|
| Assets | | |
| Current assets | 270,021 | 263,462 |
| Fixed assets | 149,736 | 158,960 |
| Property, plant and equipment | 83,237 | 83,415 |
| Intangible fixed assets | 5,929 | 6,350 |
| Investments and advances | 60,569 | 69,194 |
| Total assets | 419,758 | 422,422 |
| | | |
| Liabilities | | |
| Current liabilities | 86,725 | 92,905 |
| Long-term liabilities | 21,942 | 21,551 |
| Total liabilities | 108,668 | 114,457 |
| NET ASSETS: | | |
| Shareholders' equity: | 280,182 | 272,170 |
| Common stock | 6,459 | 6,459 |
| Capital surplus | 8,756 | 8,756 |
| Earned surplus | 266,829 | 258,814 |
| Treasury stock | (1,863) | (1,860) |
| Other comprehensive income: | 11,092 | 15,112 |
| Minority interests | 19,815 | 20,682 |
| Total net assets | 311,089 | 307,965 |
| Total liabilities and net assets | 419,758 | 422,422 |

^{*} From this consolidated accounting period, Rinnai has applied "Partial Amendments to Accounting Standard for Tax Effect Accounting," and amounts have been retroactively adjusted for past fiscal years.

Consolidated Statements of Income (Millions of yen)

Current Term (From April 1, 2018, to September 30, 2018) Previous Term (From April 1, 2017, to September 30, 2017)

Current Term Previous Term

| Net sales | 162,750 | 159,752 |
|-------------------------------------|---------|---------|
| Cost of sales | 109,507 | 107,039 |
| Gross profit | 53,242 | 52,713 |
| Selling, general and administrative | | |
| expenses | 40,904 | 38,785 |
| Operating income | 12,338 | 13,927 |
| Other income | 1,882 | 1,233 |
| Other expenses | 75 | 162 |
| Ordinary income | 14,145 | 14,998 |
| Extraordinary income | 69 | 291 |
| Extraordinary loss | 69 | _ |
| Income before income taxes | 14,145 | 15,290 |
| Income taxes | 3,867 | 4,357 |
| Net income | 10,277 | 10,933 |
| Net income attributable to | | |
| non-controlling interests | 1,475 | 1,498 |
| Net income attributable to | | |
| owners of the parent company | 8,802 | 9,435 |

Consolidated Statements of Cash Flows (Millions of yen)

Current Term (From April 1, 2018, to September 30, 2018) Previous Term (From April 1, 2017, to September 30, 2017)

| | Current Term | Previous Term |
|---|--------------|---------------|
| Cash flows provided by operating activities | 8,334 | 4,699 |
| Cash flows provided by investing activities | (367) | (5,514) |
| Cash flows provided by financing activities | (3,771) | (9,388) |
| Cash and cash equivalents at end of term | 104,592 | 84,836 |

Corporate Data

Directory (As of September 30, 2018)

IncorporatedSeptember 1, 1920EstablishedSeptember 2, 1950Paid-in capital¥6,459,746,974

Head office 2-26, Fukuzumi-cho, Nakagawa-ku,

Nagoya 454-0802 TEL: +81-52-361-8211

Number of employees 10,588 (Consolidated)

3,658 (Nonconsolidated)

Domestic Network (As of September 30, 2018)

Factories and related centers Technology Development Center, Production Technology Center, Integrated Logistics Center, East Japan Logistics Center, Parts Center, Oguchi Factory, Seto Factory, Asahi Factory. Akatsuki Factory

Branches Tohoku, Kanto, Chubu, Kansai, Kyushu

Domestic sales offices Hokkaido, Kita-Tohoku, Sendai, Niigata, Tokyo, Kita-Kanto, Higashi-Kanto, Minami-Kanto, Tokai, Shizuoka, Hokuriku, Nagano, Osaka, Keji, Hyogo, Chugoku, Shikoku, Fukuoka

Domestic satellite offices (89 offices)

Other domestic offices 11 Training Centers, 2 Customer Centers

Board of Directors (As of September 30, 2018)

Chairman Kenji Hayashi Managing Executive Terumasa Kaneko Standing Audit & Takashi Sonoda Haruhiko Ishikawa Officers Kinji Mori Supervisory President and Hiroyasu Naito Yasuo Koketsu **Board Members Executive Officer** Greg Ellis Audit & Supervisory Masaaki Matsuoka Director and Tsunenori Narita **Executive Officers** Fuminobu Ishikawa **Board Members** Ippei Watanabe **Executive Vice** Chuji Nakashima President Shinji Tanaka Notes: 1. Nobuyuki Matsui and Takashi Kazuhiko Matsumoto Director and Masao Kosugi Kamio (Directors) serve as an Kenji Endo Senior Managing Yuji Kondo outside director. Masanori Shimizu **Executive Officers** 2. Masaaki Matsuoka and Ippei Kazuto Inoue Watanabe (Audit & Supervisory Directors Nobuyuki Matsui Hideyuki Shiraki Board Members) serve as an Takashi Kamio Koji Fujioka outside auditor. Katsuhiko Shinji

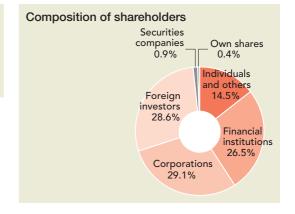
Share Composition (As of September 30, 2018)

Number of shares

Authorized: 200,000,000

Outstanding: 51,616,463 (Including treasury stock)

Number of shareholders: 4,112



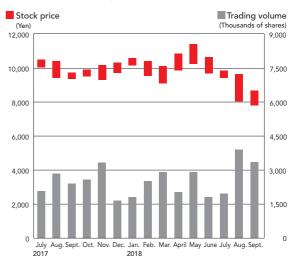
Rinnai Group (As of September 30, 2018)

15 Domestic Subsidiaries 31 Overseas Subsidiaries and Affiliates Manufacture and Sale of Products Holding Company/Sale of Products Shanghai Rinnai Co., Ltd. Yanagisawa Manufacturing Co., Ltd. Rinnai Holdings (Pacific) Pte Ltd. Rinnai Korea Corporation Rinnai Technica Co., Ltd. P.T. Rinnai Indonesia Sale of Products Gastar Co., Ltd. Rinnai New Zealand Ltd. Rinnai Hong Kong Ltd. Rinnai Taiwan Corporation Manufacture and Sale of Rinnai Italia S.r.I. Rinnai (Thailand) Co., Ltd. Rinnai Canada Holdings Ltd. Components Rinnai Brasil Heating Technology Ltd. RB Controls Co., Ltd. Shanghai Rinnai Thermo Rinnai Viet Nam Co., Ltd. Rinnai Precision Co., Ltd. Energy Engineering Co., Ltd. RT Engineering Co., Ltd. Rinnai UK Ltd. Manufacture and Sale of Japan Ceramics Co., Ltd. Rinnai (Malaysia) Sdn. Bhd. Components Noto Tech Co., Ltd. ■ Guangzhou Rinnai Gas and Electric RB Korea Ltd. Techno Parts Co., Ltd. ■ Shanghai RB Controls Co., Ltd. Appliance Co., Ltd. Rinnai Plus Corp. RS Korea Ltd. Sale of Products Hainan Rinnai Minsheng Kitchen Mikuni RK Corporation Rinnai Net Co., Ltd. Appliances Sales Co., Ltd. RG Co., Ltd. Other Business Gas Appliance Services Pty., Ltd. **Other Business** Manufacture and Sale of Products Rinnai Enterprises Rinnai America Corporation Other six companies Other three companies Rinnai Australia Pty., Ltd. Consolidated subsidiary Nonconsolidated subsidiary Affiliated company (equity method not applied)

Major Shareholders (As of September 30, 2018)

| Name Shares held (Thousands | |
|--|-------|
| Naito Co., Ltd. | 6,215 |
| Yoshikane Shoji Co., Ltd. | 4,002 |
| The Master Trust Bank of Japan, Ltd. (Trust Account) | 3,340 |
| Kenji Hayashi | 2,454 |
| Japan Trustee Services Bank, Ltd. (Trust Account 9) | 2,173 |
| Japan Trustee Services Bank, Ltd. (Trust Account) | 1,867 |
| MISAKI ENGAGEMENT MASTER FUND | 1,278 |
| HSBC-FUND SERVICES CLIENTS A/C 500 | 902 |
| Tokyo Gas Company, Limited | 784 |
| THE BANK OF NEW YORK MELLOW 140044 | 730 |

Stock Price Range



Memorandum for Shareholders

Investor Information

Financial year

From April 1 to March 31

Annual meeting of shareholders

Every June

Dates of record

Annual meeting of shareholders,

year-end dividend: March 31
Interim dividend: September 30

Minimum trading unit

100 shares

Public notice

Public notices by the Company will be announced online. https://www.rinnai.co.jp

However, if due to accident or some other unavoidable reason that prevents the Company from completing an online announcement should arise, a public notice will be made by posting in the Nihon Keizai Shimbun.

Transfer agent

Sumitomo Mitsui Trust Bank, Limited

4-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-0005

Special account administrator

Sumitomo Mitsui Trust Bank, Limited 4-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-0005

Mailing and contact

Sumitomo Mitsui Trust Bank, Limited Stock Transfer Agency Department 8-4, Izumi 2-chome, Suginami-ku, Tokyo 168-0063

(Telephone)

Freedial 0120-782-031(9:00 am~17:00 pm on weekdays) Transfer administration offices: Sumitomo Mitsui Trust Bank, Limited Head office, and branches throughout Japan

Stock Listings:

Tokyo Stock Exchange, First Section Nagoya Stock Exchange, First Section

Inquiries Pertaining to Share-Related Procedures

- Non-Payment of Dividends
 Please contact the transfer agent (Sumitomo Mitsui Trust Bank, Limited; contact details above).
- Change of address, purchases (or increases in purchases) of fractional shares, designation of dividend payment method, etc.
 - Shareholders with account at a securities company Please contact the securities company handling your account.
 - (2) Shareholders with a special account opened due to absence of account at a securities company Please contact Sumitomo Mitsui Trust Bank, Limited

Dividend Calculation Notice

The Dividend Calculation Notice, sent to shareholders at the time of dividend payment, also functions as the Payment Notice according to regulations under the Act on Special Measures Concerning Taxation. This document can be used as a reference attachment when preparing final tax returns. For shareholders who have chosen to receive dividends by the allocation based on the number of shares method, a withholding tax amount are calculated by security companies. For inquiries about a reference attachment when preparing final tax returns, please contact your securities company. The Company will issue a Dividend Calculation Notice to shareholders who receive dividends by presenting the Year-End Dividend Receipt.

* Shareholders who prepare their own final tax returns are asked to keep the Dividend Calculation Notice in a safe place.