

United for Happiness



Annual Report 2012

www.olc.co.jp
www.tokyodisneyresort.co.jp

Oriental Land Co., Ltd.

1-1 Maihama, Urayasu, Chiba 279-8511, Japan

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Printed in Japan

Unique competitive advantages

Premium Location Own vast land in a superb location

- 1. Extensive Land** Approx. 2 million square meters of contiguous land 10 kilometers (6 miles) from the city center
- 2. Immense Market** Population of approx. 30 million with substantial disposable income living within a 50-kilometer (30-mile) radius
- 3. Convenient Access** 15 minutes by train from Tokyo Station, about 30 minutes by shuttle bus from Haneda Airport, and about 60 minutes by shuttle bus from Narita International Airport

Proven Partnership Only Oriental Land operates Disney theme parks in Japan*

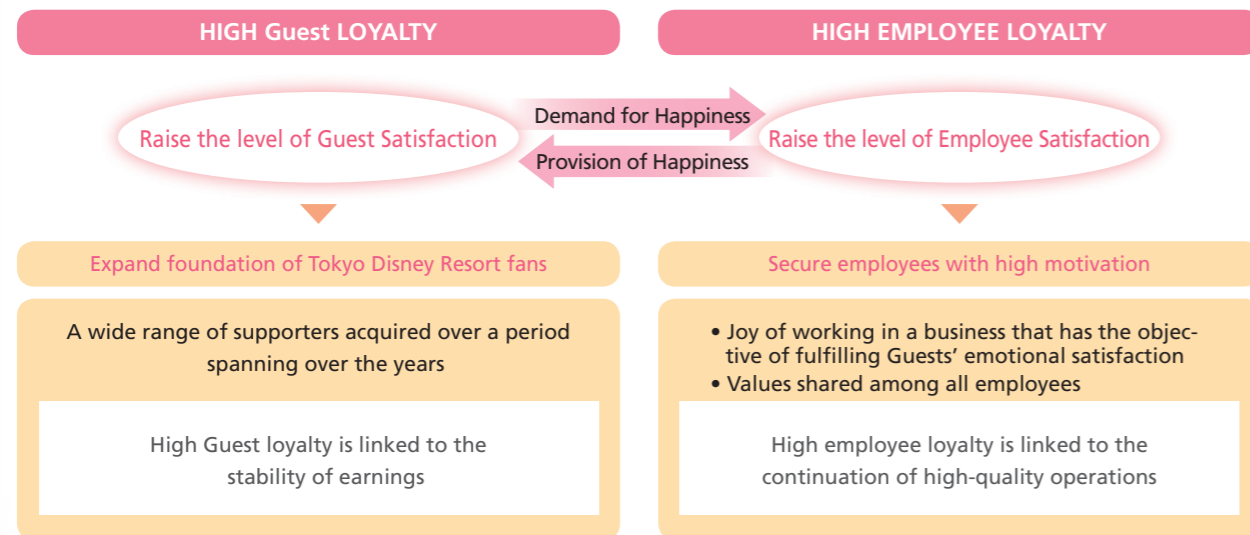
License agreement with Disney Enterprises, Inc. Management and operation of Disney-branded facilities in Tokyo Disney Resort

Royalties Proportionate to revenues (yen-denominated)

Note: OLC has no capital or personnel relationship with Disney Enterprises, Inc. *As of July 2012

Traditional Hospitality The source of our strength is human resources: our Cast Members provide magnificent hospitality

Sustaining Interest Creating a place of dreams where Guests will gain a whole new experience of happiness and wonder with every visit



Strong Finances Implement ongoing additional investment based on generating stable cash flow

Intangibles

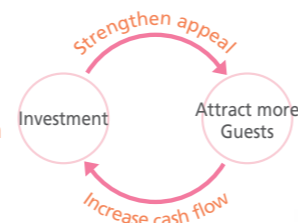
Outstanding Service Quality
The source of our strength is human resources: our Cast Members provide magnificent hospitality



Tangibles

Ongoing Investment
Creating a place of dreams where Guests will gain a whole new experience of happiness and wonder with every visit

➔ **Strengthen appeal**



Theme of Annual Report 2012

United for Happiness

—We are united in heart and mind,
working together for our common goals—



A desire to continue bringing happiness.
Delight in the joyful voices and smiling faces of our Guests.
Working alongside others with the same goals.
The surge of pride in realizing personal growth.
These are the sources of our strength.



United for Happiness

The Cast Members are the living face of Tokyo Disney Resort. Whether they encounter Guests directly, or support others from behind the scenes, they have worked together as one to recreate the Disney dream, overcoming every difficulty to continue bringing happiness.



One by one, they continue to stretch their limits, coming together as a team of 28,000 members, each dedicated to creating new value. To bring dreams, moving experiences, happiness, and contentment, 50, and even 100 years into the future.





Keisei Electric Railway Co., Ltd. head office building (as Oriental Land Co., Ltd. was established)



Signing of the agreement between OLC and Walt Disney Productions (currently Disney Enterprises, Inc.)



Tokyo Disneyland® opened



Tokyo DisneySea® opened



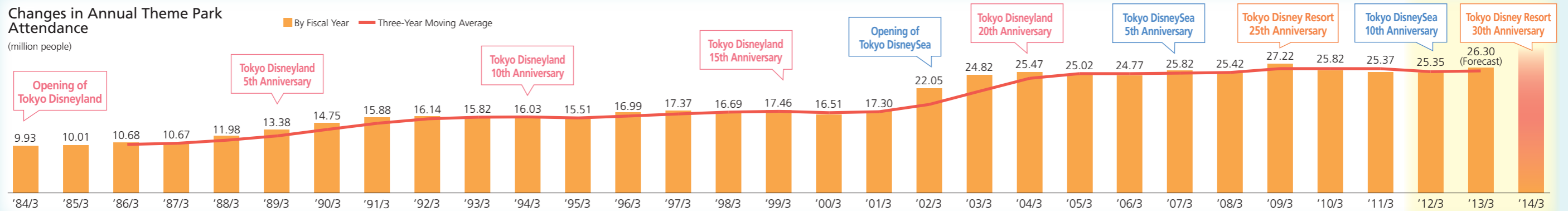
Tokyo Disney Resort 25th Anniversary



Tokyo Disney Resort 30th Anniversary

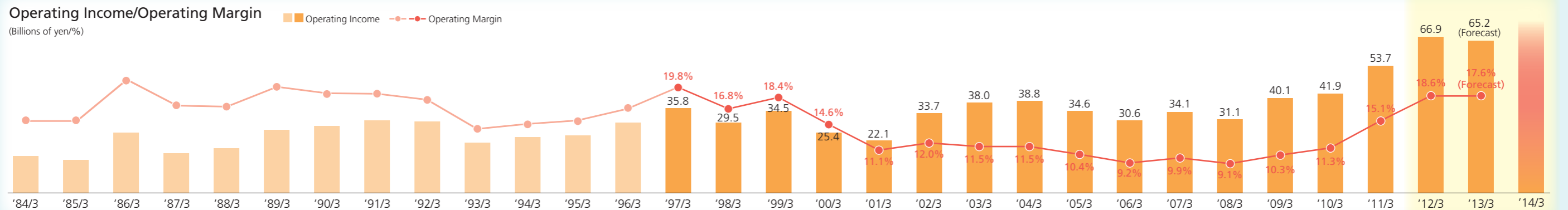
Changes in Annual Theme Park Attendance

(million people)



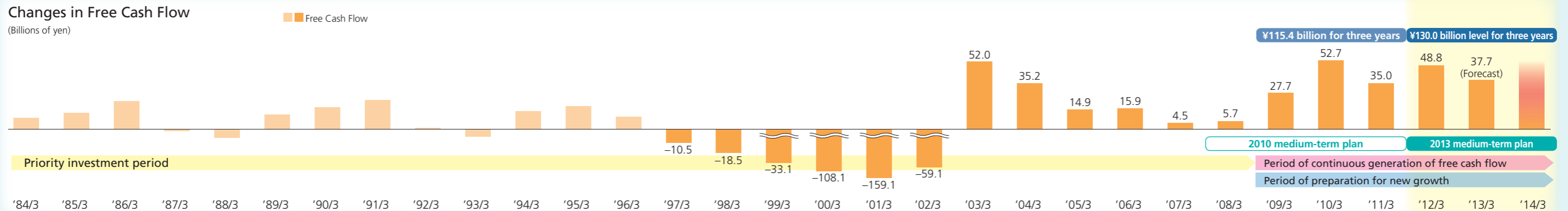
Operating Income/Operating Margin

(Billions of yen/%)



Changes in Free Cash Flow

(Billions of yen)



Note: Figures for operating income, operating margin, and free cash flow are formally disclosed only for the years ended March 31, 1997 and onward, since this was the year when OLC listed its shares on the Tokyo Stock Exchange. Figures for the year ended March 31, 1996 and previous years are for reference only. Figures for years up to and including the year ended March 31, 1999 are non-consolidated results.



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FACT BOOK 2012

OLC's Fact Book 2012 provides a wide range of long-term, historical data, including financial indicators and quantitative management data.

www.olc.co.jp/en/ir/pdf/factbook2012.pdf



Eleven-Year Financial Highlights

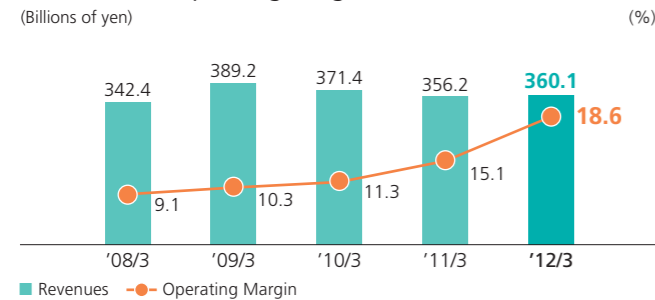
Oriental Land Co., Ltd. and Consolidated Subsidiaries
Fiscal Years Ended March 31

	Percent change											Millions of yen	Thousands of U.S. dollars ¹
	'12/3	'12/3 / '11/3	'11/3	'10/3	'09/3	'08/3	'07/3	'06/3	'05/3	'04/3	'03/3		
FOR THE YEAR:													
Revenues	¥360,061	1.1%	¥ 356,181	¥ 371,415	¥ 389,243	¥ 342,422	¥ 344,083	¥ 332,885	¥ 331,094	¥ 336,517	¥ 331,753	¥ 281,081	\$4,380,837
Operating income	66,923	24.7	53,664	41,924	40,096	31,144	34,111	30,605	34,562	38,765	38,029	33,662	814,247
Net income	32,114	40.2	22,908	25,427	18,089	14,731	16,309	15,704	17,224	18,530	18,932	12,727	390,729
Capital expenditures ²	23,210	(16.8)	27,904	19,419	40,140	52,691	54,807	43,129	46,855	29,277	14,848	109,788	282,394
Depreciation and amortization	39,850	(0.3)	39,985	46,695	49,733	43,623	42,951	43,374	44,555	45,982	47,935	37,954	484,852
EBITDA ³	106,773	14.0	93,649	88,619	89,829	74,767	77,062	73,979	79,117	84,747	85,964	71,616	1,299,100
Free cash flow ⁴	48,754	39.3	34,989	52,703	27,682	5,663	4,453	15,949	14,924	35,235	52,019	(59,107)	593,187
AT YEAR-END:													
Total assets	¥619,494	7.8%	¥ 574,635	¥ 615,090	¥ 644,992	¥ 757,542	¥ 699,772	¥ 718,866	¥ 660,225	¥ 654,425	¥ 691,883	¥ 694,769	\$7,537,340
Total net assets ⁵	383,085	7.1	357,779	366,473	373,660	388,181	385,001	375,947	389,714	373,866	355,002	338,618	4,660,968
Interest-bearing debt	149,580	4.6	142,937	173,289	193,019	294,320	235,626	266,945	202,449	209,286	265,922	296,985	1,819,929
											Yen	U.S. dollars ¹	
PER SHARE DATA:													
Net income (EPS)	¥ 384.98	45.1%	¥ 265.26	¥ 280.17	¥ 196.84	¥ 154.86	¥ 171.46	¥ 162.73	¥ 171.19	¥ 184.23	¥ 188.24	¥ 127.11	\$ 4.68
Net assets (BPS)	4,592.03	7.1	4,288.99	4,240.59	4,109.59	4,079.44	4,046.03	3,950.49	3,890.51	3,732.22	3,543.92	3,381.21	55.87
Cash dividends	100.00	0.0	100.00	100.00	70.00	60.00	55.00	45.00	35.00	29.00	24.00	19.00	1.22
											%		
SELECTED FINANCIAL DATA:													
Operating margin	18.6%	3.5 Points	15.1%	11.3%	10.3%	9.1%	9.9%	9.2%	10.4%	11.5%	11.5%	12.0%	
Return on assets (ROA) ⁶	5.4	1.5	3.9	4.0	2.6	2.0	2.3	2.3	2.6	2.8	2.7	1.9	
Return on equity (ROE) ⁷	8.7	2.4	6.3	6.9	4.7	3.8	4.3	4.1	4.5	5.1	5.5	3.8	
Equity ratio	61.8	(0.5)	62.3	59.6	57.9	51.2	55.0	52.3	59.0	57.1	51.3	48.7	
Payout ratio	26.0	(11.7)	37.7	35.7	35.6	38.7	32.1	27.7	20.4	15.7	12.7	14.9	
											Percent change		
Annual theme park attendance (thousands of Guests)	25,347	(0.1)%	25,366	25,818	27,221	25,424	25,816	24,766	25,021	25,473	24,820	22,047	
Revenues per Guest (¥)	10,336	3.1	10,022	9,743	9,719	9,370	9,309	9,220	9,178	9,247	9,505	9,763	

Notes: 1. The U.S. dollar amounts are provided for convenience only and have been converted at the rate of ¥82.19 to US\$1, the prevailing exchange rate at March 31, 2012.
2. Capital expenditures includes tangible and intangible assets and long-term prepaid expenses.
3. EBITDA = Operating income + Depreciation and amortization, aggregate

4. Free cash flow = Net income + Depreciation and amortization, aggregate – Capital expenditures
5. Total net assets as of March 31, 2006 and previous fiscal years has been restated in accordance with a change in accounting standards.
6. Return on assets = Net income / Total assets
7. Return on equity = Net income / Total stockholders' equity

Revenues & Operating Margin

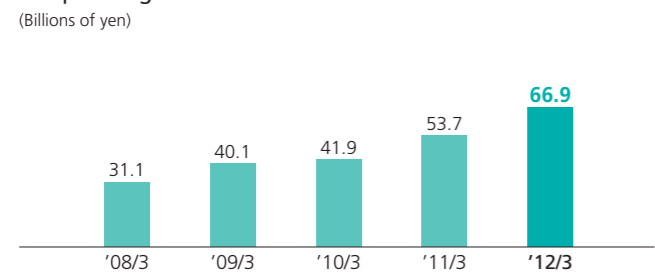


Consolidated revenues increased year on year to ¥360.1 billion as theme park attendance stayed level with the previous year at 25,347 thousand, while revenues per Guest increased to a record high of ¥10,336.

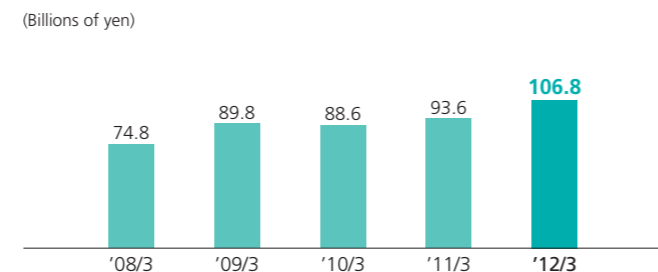
Meanwhile, the operating margin increased significantly to 18.6% due to a reduction in costs specific to the fiscal year under review, and a temporary reduction in costs after the Great East Japan Earthquake.

As a result, operating income increased for a fourth consecutive year to ¥66.9 billion.

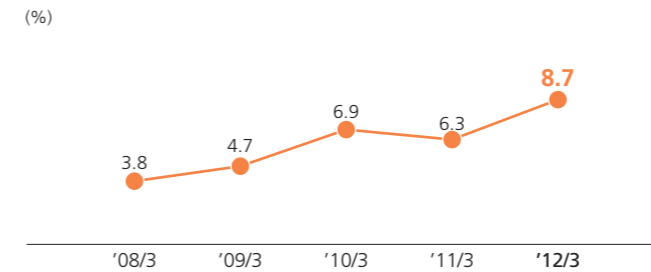
Operating Income



EBITDA



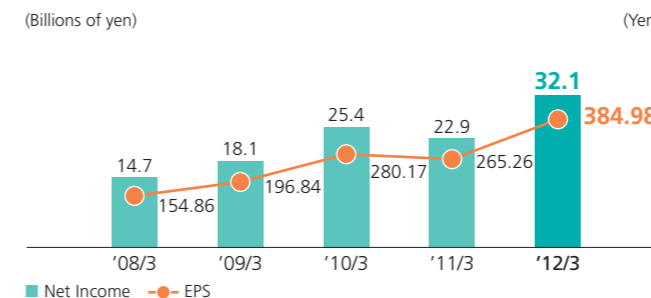
ROE



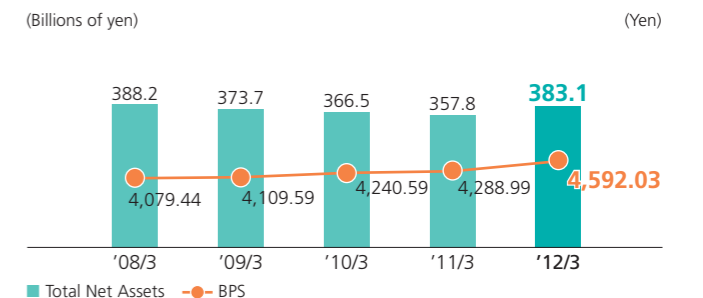
Net income increased to ¥32.1 billion due to the strong increase in operating income in the Theme Park Segment, despite recording an impairment loss in the theatrical business and loss on disaster.

As a result, the OLC Group achieved ROE of 8.7%, meeting the target of 8.0% or above.

Net Income & EPS



Total Net Assets & BPS





Sustaining Growth for 50 to 100 Years

Despite facing an extremely challenging economic environment in the fiscal year ended March 31, 2012 due mainly to the impact of the Great East Japan Earthquake, we managed to quickly reopen Tokyo Disney Resort and mount a recovery in our financial performance. I wish to take this opportunity to express my deepest gratitude for the support extended to the OLC Group from a wide range of stakeholders, without whom none of this would have been possible.

People as Valued Assets

The past year was a reminder once again of the importance of OLC's mission to create happiness and moving experiences by offering wonderful dreams and contentment. Looking back on our response to the disaster, it is clear that it was our people, the source of OLC's outstanding qualities, and our most prized assets, who enabled OLC to overcome the adversity we faced.

On the day that the disaster struck, our Cast Members at Tokyo Disney Resort were not only able to put their daily readiness training into effect, but in many cases also exhibited dedication above and beyond what was called for in the manual. I see this as a clear example of the spirit of kindness that they carry with them each day coming out naturally under trying circumstances.

The real product that we offer can be summed up as "heartfelt satisfaction for our Guests." At Tokyo Disney Resort, this product emerges and is consumed the moment we interact with our Guests. It vanishes in an instant, has no physical form, and cannot be put in stock; this is the very reason why the role of our Cast Members is so important.

For Cast Members, their involvement in a business centered on "heartfelt satisfaction for our Guests" is itself a source of tremendous joy and motivation. They take great pride in their work, view themselves as professionals, and do their utmost to offer real happiness to our Guests.

Disney founder Walt Disney once said, "You can dream, create, design and build the most wonderful place in the world...but it takes people to make the dream a reality."

It is people who breathe life into the wonderful facilities we have created together with Disney.

We view our people as prized assets. And it is precisely because they consistently strive each day to bring happiness to our Guests that they could offer hospitality from the heart, even during the disaster.

Every Individual is Evolving

In addition to their performance on the actual day of the disaster, our entire workforce came together to overcome the challenges of preparing to resume theme park operations and initiatives immediately after reopening.

There is a real sense that the extremely lean cost structure we achieved was the result of each employee searching for ways to improve operational efficiency by reexamining their work pace from square one. By viewing a crisis, the disaster, as an opportunity for growth, we took a major step toward the emergence of a new OLC Group.

Each and every one of us will continue to evolve, adapting to change but never forgetting our initial intent. Furthermore, by transforming the unity of purpose shown recently by our entire work into a force for growth, we hope to keep growing and evolving for 50 and even 100 years more. In closing, I ask our stockholders and investors for even greater understanding and support over the medium to long term of OLC.

July 2012

Representative Director,
Chairman and CEO
Toshio Kagami

Interview with the President



President Kyoichiro Uenishi at Tokyo DisneySea

Representative Director,
President and COO
Kyoichiro Uenishi

All employees of OLC will unite to continue bringing happiness to our Guests.

Q Please provide a recap of the fiscal year ended March 31, 2012. We recovered quickly from the disaster, with operating income and net income all at record highs.

Due to the impact of the disaster, OLC faced an extremely challenging economic environment in the fiscal year ended March 31, 2012. Nevertheless, we managed to recover our financial performance quickly. I would like to express my deepest gratitude for the support of our Guests, stockholders, and our many other stakeholders. None of this would have been possible without them.

Our theme parks were closed temporarily following the Great East Japan Earthquake, but we were subsequently able to reopen our facilities, including Tokyo Disneyland on April 15, 2011 and Tokyo DisneySea on April 28, 2011.

Although we revised our theme park plans in the wake of the disaster, we still carried out a variety of special events. In addition to the debut in April 2011 of "Fantasmic!," a new nighttime entertainment at Tokyo DisneySea, July 2011 saw the opening of "Jasmine's Flying Carpets," followed by "Be Magical!," the Tokyo DisneySea 10th Anniversary event, held from September 4, 2011 to March 19, 2012.

In terms of business performance, the year had an extremely rocky start, as Park closures and a sharp drop in theme park attendance resulted in a ¥3.0 billion operating loss for the first quarter.

From the second quarter onward, however, performance improved dramatically. Factors contributing to the improvement included the successful Tokyo DisneySea 10th anniversary events and strong popularity of new products introduced from April. A further boost came from Guests returning after having to postpone their visits because of Park closures following the earthquake as consumer confidence recovered. As a result, theme park attendance reached record highs in the second quarter and subsequent quarters.

Owing to the ticket price revisions implemented in April, in addition to brisk sales of merchandise commemorating the Tokyo DisneySea 10th Anniversary, revenues per Guest rose 3.1% year on year, to a record high of ¥10,336.

Complementing this recovery in revenues was a decline in costs specific to the fiscal year under review and temporary reduction in costs after the disaster, which lifted operating income into record high figures for each quarter from the second quarter onward. For the full fiscal year, both revenues and operating income increased, with operating income and net income both reaching historical highs.

More background information about "Fantasmic!"

→P24

More information about Tokyo DisneySea 10th Anniversary

→P26

Q In your estimation, what factors were behind this early recovery? The main factor was that our entire workforce came together to face the crisis.

To be perfectly honest, I never imagined that performance would recover so quickly. Looking back, I believe the deciding factor was that the entire workforce of the OLC Group came together to face the greatest challenge we have seen since OLC's establishment.

When the disaster struck on March 11, 2011, there were roughly 70,000 Guests in attendance at the two theme parks. Fortunately, there was not a single injury among our Guests or our Cast Members. We can partly attribute this to our insistence on safety with respect to our facilities, including such measures as ground improvement and increase in earthquake resistance. But escaping with no injuries also speaks to the success of our training employees to be always prepared. This training includes some 180 drills performed each year as part of our disaster prevention training program. Our Cast Members, meanwhile, have been highly praised by many grateful Guests for going well beyond the responses outlined in our manual in caring for them.

When pondering the reopening of the Parks during the closures, we approached this decision carefully, taking into account not only the need to respond to the power supply situation, but first and foremost the safety of our Guests.

I believe that our responses after the disaster won strong support from Guests, leading to a sharp and sudden recovery from July.

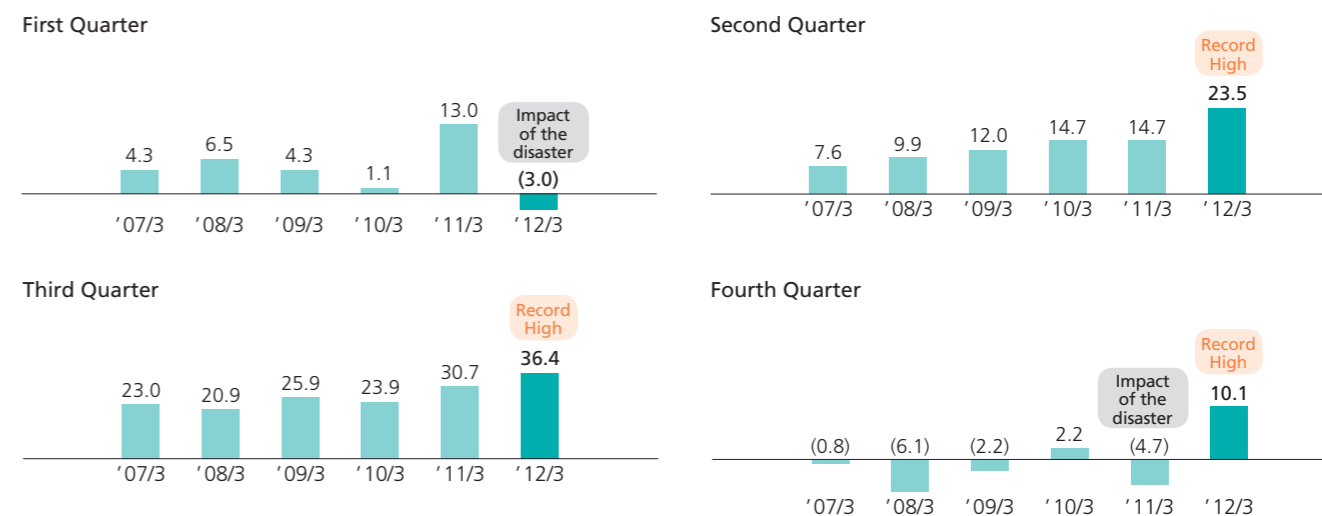
Similarly, there were also two major factors in the form of cost decreases. The first was a decrease in costs specific to the fiscal year under review. Specifically, the decision to conduct regular maintenance in tandem with inspections of attractions and other facilities during the Park closures led to lower costs for facility renovation. The disaster also led to an exemption and reduction in taxes on fixed assets related to land. The second factor was a temporary reduction in costs after the disaster. This mainly stemmed from the period when the impact of the disaster was unclear, as entertainment show production costs and sales promotion costs fell in line with the decision to review both the activities plan governing the schedule and contents of special events and advertising efforts. Beyond these factors, the entire Company came together as one to curtail costs, including by reassessing work styles and approaches to improve operational efficiency.

As a result, with net sales recovering more quickly than we had expected, operating income rose sharply thanks to benefits gained from a temporary reduction in costs and an improved operating margin.



More information about preparedness for disasters
→P18

Changes in Consolidated Quarterly Operating Income (Loss) (Billions of yen)



**Q Please provide your outlook for the fiscal year ending March 31, 2013.
We are projecting record-high net income for the year.**



In the fiscal year ending March 31, 2013, revenues are set to rise due to growth in theme park attendance, which is projected to increase to 26.3 million—the second highest level in OLC history. This represents a year-on-year increase of 950 thousand Guests. This increase will stem mainly from a return to normal business conditions in the first quarter, resulting in an increase in theme park attendance versus the period when the Parks were closed in the previous fiscal year. With that said, plans for the second quarter and beyond take into account that the previous fiscal year saw a boost in attendance from the Tokyo DisneySea 10th Anniversary and the later return of Guests who had postponed their visits to the Parks due to closures and other factors immediately after the disaster.

As in previous terms, these estimates are prefaced on efforts to curb costs and investments based on solidly established revenue plans, and OLC's management control method for maximizing earnings and free cash flow.

First, while revenues are likely to rise, operating income is expected to decline on higher costs. This outcome will largely reflect a return of costs to ordinary levels, as the decrease in costs during Park closures in the previous fiscal year and the temporary decrease in costs for the fiscal year ended March 31, 2012 that I mentioned earlier return to normal.

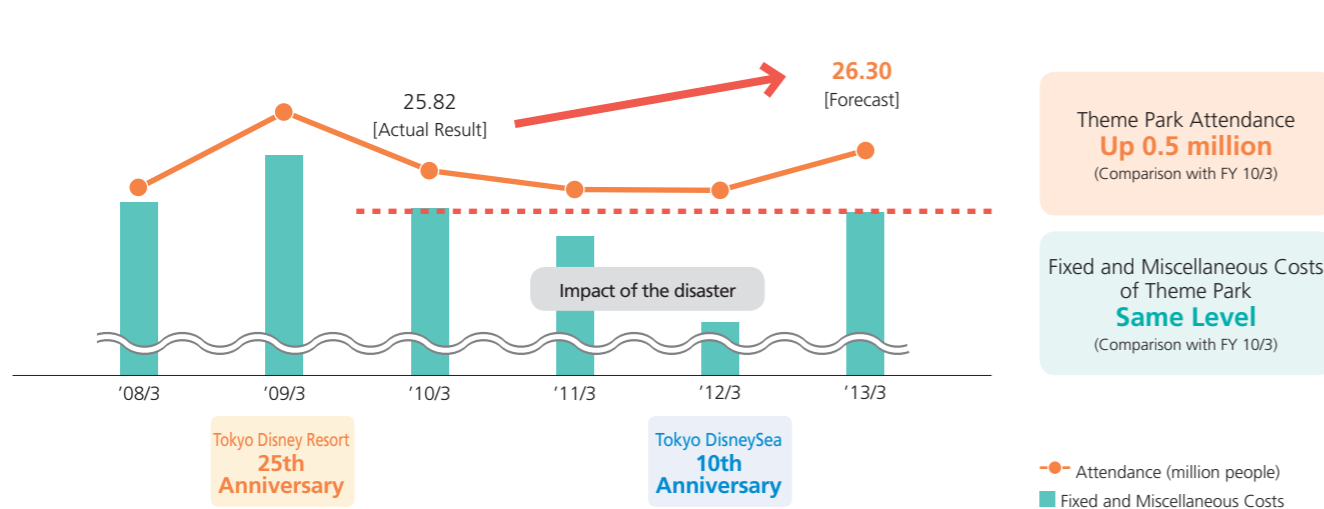
These costs are related mainly to improving Guest satisfaction, which is important for theme park operation over the long term.

But while costs are projected to increase year on year, we are also planning on substantially greater efficiency compared with past business performance. In comparison to our plan for the fiscal year ended March 31, 2010, while theme park fixed costs and running costs will remain at around the same levels as that year, theme park attendance is expected to increase by roughly 500 thousand Guests, from 25.82 million to 26.3 million. This clearly shows that we have a much leaner cost structure today than we did in the fiscal year ended March 31, 2010.

While we plan to apply whatever costs necessary for long-term theme park operations going forward, we will also work to control costs, with our entire workforce pulling together as in the previous fiscal year in a drive to boost operational efficiency by reviewing our styles and approaches to work.

Although we anticipate lower operating income, extraordinary losses will also decline. Consequently, we are projecting net income of ¥40.0 billion for the year, a new record high. As a result, net income per share is set to rise sharply to ¥479.5.

■ Changes in Theme Park Attendance and Theme Park Fixed and Miscellaneous Costs



**Q Please provide an overview of the progress of the 2013 medium-term plan, which is now going into its second year.
We have revised our target figure upward.**

More information about the 2013 medium-term plan →P14

More background information about "Toy Story Mania!" →P22

Even after the disaster, our commitment to pursuing sustainable growth in our core business, and then utilizing the stable free cash flow generated to lay the groundwork for new growth and to enhance stockholder returns, remains unchanged.

In the fiscal year ended March 31, 2012, we introduced a number of initiatives designed to enhance the value of Tokyo Disney Resort. These included the introduction of "Cinderella's Fairy Tale Hall" at Tokyo Disneyland, and at Tokyo DisneySea a new nighttime entertainment event called "Fantasmic!," as well as a new attraction, "Jasmine's Flying Carpets."

Meanwhile, July 2012 will see the unveiling of "Toy Story Mania!," a 3D ride attraction based on Disney/Pixar films *Toy Story*, at Tokyo DisneySea. In the fiscal year ending March 31, 2014, the final year of the period covered by the 2013 medium-term plan, we plan to celebrate Tokyo Disney Resort 30th Anniversary and to undertake a complete revamping of the "Star Tours" attraction at Tokyo Disneyland.

Guided by experience cultivated over the years, we are determined to effectively combine the introduction of new products with anniversary events to systematically enhance the value of the Tokyo Disney Resort.

In allocating free cash flow to reinforcing the Group's foundation for long-term sustainable growth, our highest priority is investment in businesses with the potential to generate new growth. We aim to draft a policy to guide this effort during the current medium-term plan. Investments will be carried out based on a policy of selecting and focusing on businesses in areas where we can leverage OLC Group's strengths, and in which we see potential for return. To this end, we will consider a variety of opportunities and methods from a long-term perspective.

With year one of the 2013 medium-term plan complete, we have seen the steady and effective implementation of various measures according to the plan, along with a rising level of income. In light of this, we have revised the numerical target for total free cash flow over the plan's three-year period from "the ¥120.0 billion level" to "the ¥130.0 billion level."

We will continue to generate a steady stream of free cash flow at a high level in order to achieve sustainable growth over the long term.

Q Please outline your message for investors and stockholders with respect to enhancing stockholder value?

Our ROE target of 8% has been achieved, and we will continue working for growth from a long-term perspective.

In accordance with our policy of providing stable dividends, annual cash dividends applicable to the fiscal year ended March 31, 2012 have been set at ¥100 per share, unchanged from the previous fiscal year. The same dividend is projected for the upcoming fiscal year. We remain committed to offering a stable dividend going forward, while taking the external environment and other factors carefully into account.

In terms of ROE, the level for the fiscal year under review was 8.7%, achieving our previously set target of 8%. We expect to improve on this figure even further in the coming fiscal year, and will continue to aim for ROE of more than 8% through profit growth and the direct return of profits.

The kind words of encouragement we received during Park closures in the wake of the Great East Japan Earthquake and throughout the process of restarting out operations helped us reaffirm the value expected of us as a corporate group. Harboring a strong desire to continue bringing happiness to our Guests, we are determined to maintain firm control over the operation of the OLC Group and move forward with pride and confidence.

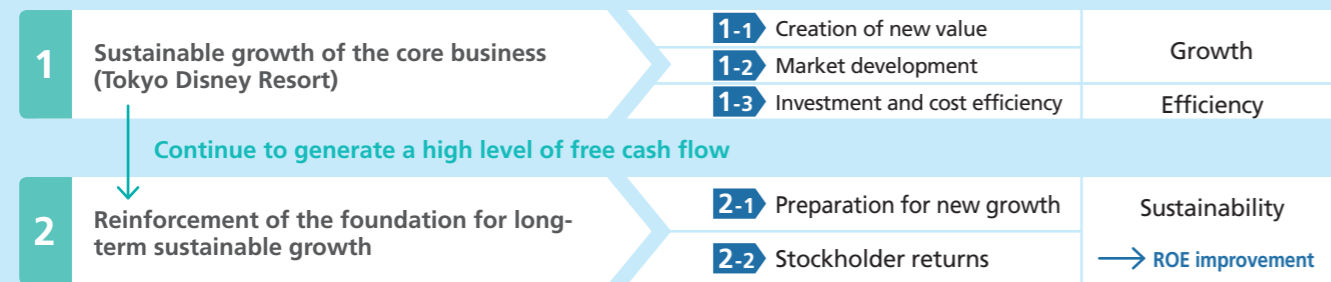
To our stockholders and investors, we invite you to look for even greater improvement in stockholder value over the long term, and humbly ask for your continued support of our endeavors.



2013 Medium-Term Plan (From the fiscal year ending March 31, 2012 to the fiscal year ending March 31, 2014)

Under the 2013 medium-term plan, we aim to achieve sustainable growth in our core business, to utilize the stable free cash flow generated to lay the groundwork for new growth and to enhance stockholder returns, and to reinforce the Group's foundation for long-term sustainable growth.

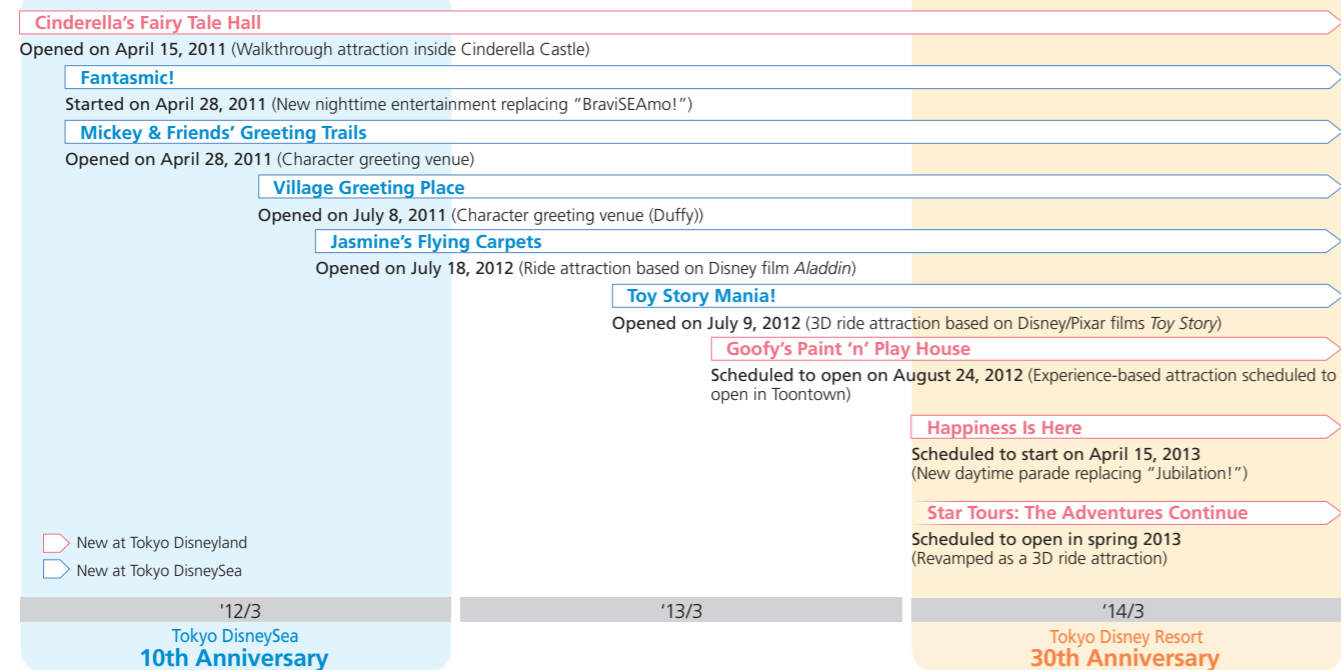
MANAGEMENT OBJECTIVE	Generate corporate value which will enable sustainable growth over the long term
TARGET	¥130.0 billion level of aggregated free cash flow* to be generated during three years



*Free cash flow = Net income + Depreciation and amortization expenses – Capital expenditures

1-1 Creation of New Value

We will increase the value of our theme parks by skillfully combining the introduction of new products with anniversary events.



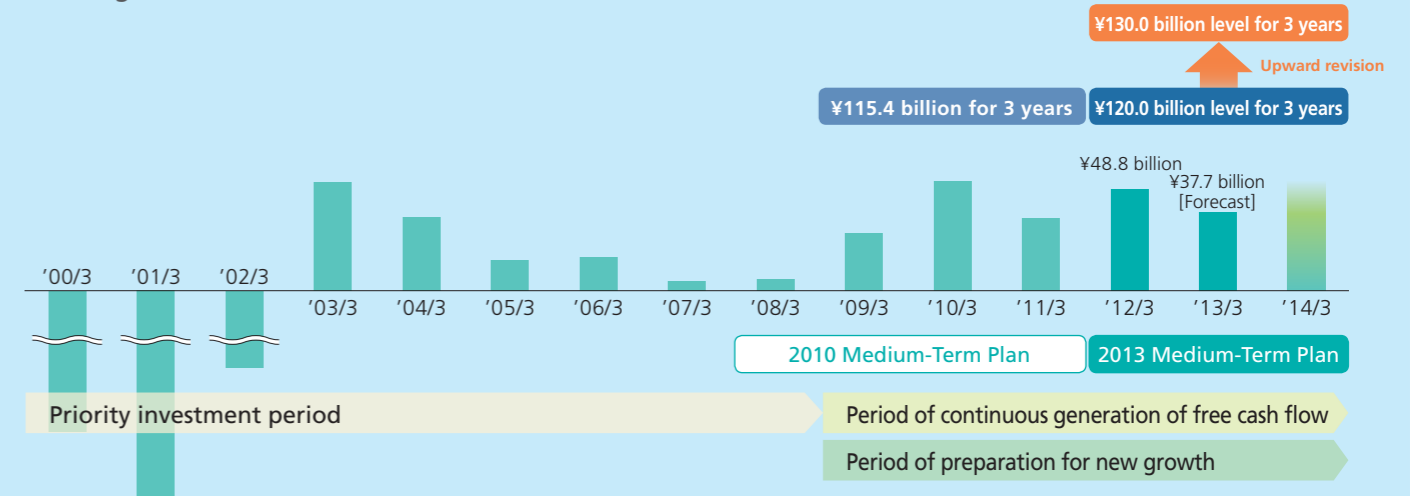
1-2 Market Development: Promotions to Attract Guests to Both Theme Parks

We aim to achieve an optimal balance between expanding the base of Tokyo Disney Resort fans and increasing our ability to attract repeat Guests.



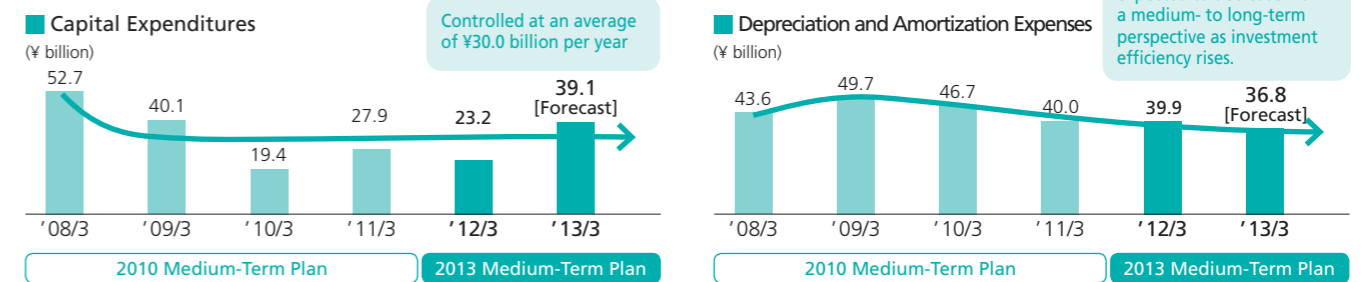
*Post-families: Guests primarily in their 40s and over whose children have already grown up.

Changes in free cash flow



1-3 Investment and Cost Efficiency

Control investment to help generate stable free cash flow. Control costs in line with sales, and control running costs that do not affect Guest experience value to improve cost efficiency.

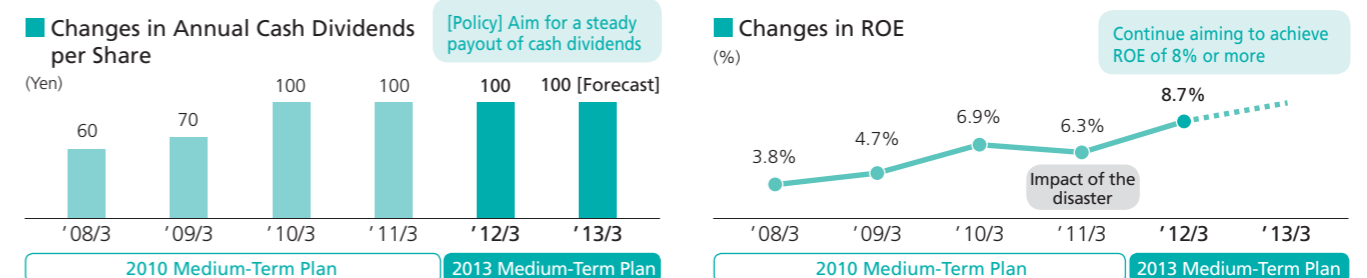


2-1 Preparation for New Growth

We will allocate the consistently generated high stream of free cash flow to reinforce the Group's foundation for long-term sustainable growth.

- Investment in new growth areas (Establish a policy during the period covered by the 2013 Medium-Term Plan)
- Stockholder returns
- Reduction of interest-bearing debt (To secure reserves to invest in new growth)

2-2 Stockholder Returns



United for Happiness

—We are united in heart and mind, working together for our common goals—

United in heart and mind, we will work together to continue bringing happiness to our Guests. In this section, we interview five of the Group's general managers to talk about preparations for crisis response during a disaster, and initiatives to increase theme park value.

It's All Due to SCSE → P18




Director
Security Department
Operations Division
Kiyotaka Hayakawa




Tokyo Disney Resort Central
Disaster Control
Monitoring Center

Responding to Challenges as One → P20



Privately owned power generators



Director
Facility Engineering Department
Engineering Division
Yoshima Hirano

Designing the Parks 10 Years into the Future → P22




Officer
Director
Theme Park Business
Supervision Department
Tetsuro Sato



Toy Story Mania!

Moving Experiences That Go Beyond Satisfaction → P24




New nighttime entertainment "Fantasmic!"




Deputy Director
Entertainment Division
Director
Entertainment Planning Department
Satoshi Hayashi

Maximizing the Power of Anniversaries → P26



Director
Resort Creation Department
Daisuke Iwase



Tokyo DisneySea 10th Anniversary decoration

It's All Due to SCSE

Disney theme parks have defined the SCSE (Safety, Courtesy, Show, Efficiency) conduct guidelines for bringing happiness to all our Guests. The most important of these is "Safety." Our Cast has won high praise from many quarters, not only for their usual high standards of hospitality, but also for their response during the Great East Japan Earthquake. Here we show how OLC's theme parks are always prepared for disasters and constantly vigilant about safety.

Director
Security Department
Operations Division
Kiyotaka Hayakawa



Q Tell us about the Oriental Land Group's risk management system.

A We have a risk management system that provides both control for risks at normal times and risk countermeasures during emergencies.

At Oriental Land, we have introduced a risk management system that allows us to address both the risks that are present in daily operations, and those that only emerge in cases of a natural disaster or some other emergency.

The Risk Management Committee is responsible for establishing policies that manage risk for the entire Oriental Land Group during normal business conditions. The committee operates a management cycle to appraise the risks and set policies to manage operations to prevent those risks from materializing.

In addition, in times of emergency, we will establish an Emergency Control Center (ECC) to take charge of coordinating our response and minimize losses. A vice president of Oriental Land will

be appointed to head up the ECC, which will respond immediately to any emergency situation that might have a major impact on the management of the Resort, the safety of Guests, or the business itself, and make decisions at each stage from initial response through to ongoing handling of the situation. If the scale of an emergency is great enough to affect Tokyo Disney Resort as a whole, a response coordination task force will be established, under the direct supervision of the Company president.

Following the March 11 disaster, the Company immediately set up an Earthquake Response Coordination Task Force, headed by President Uenishi, in line with our Tokyo Disney Resort Earthquake Response Plan.

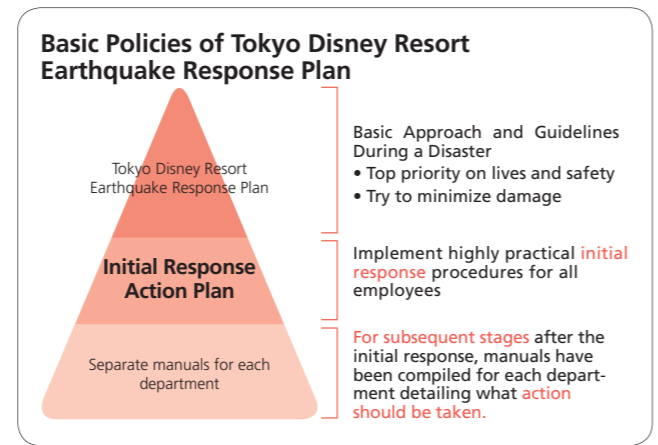
Q What are the specific provisions for earthquakes?

A The Tokyo Disney Resort Earthquake Response Plan seeks to ensure that employees will "always be prepared."

The two basic principles that underlie the Tokyo Disney Resort Earthquake Response Plan are to place top priority on the lives and safety of Guests and employees, and to try to minimize damage to the Resort. To accomplish these aims, we take thorough steps to ensure that the Resorts are always fully prepared for an earthquake—not only in terms of having the necessary equipment and infrastructure, but also by training employees and preparing response systems.

As far as infrastructure is concerned, Tokyo Disney Resort was built on reclaimed land, so ground improvements were made to

prevent soil liquefaction and all structures were built to be highly earthquake resistant. Interior fixtures and furnishings, such as cabinets, are all securely fastened in place to prevent them from injuring Guests during a quake, or employees who will look after them. The



A disaster drill in progress

same is true of all displays and fixtures in the theme parks; these are secured by wires or other fasteners to hold them in place.

In terms of employee training and systems, to ensure that employees and staff members are fully prepared for an emergency, each facility in the Resort conducts 180 disaster drills per year, and we conduct two full-scale, whole-park disaster drills per year



Fasteners to hold fixtures in place

Q What was your impression of the response of employees during the Great East Japan Earthquake?

A Our 28 years of accumulated experience, and a "be prepared" attitude really paid off.

On March 11, when the earthquake hit, there were roughly 70,000 Guests at the two theme parks, not to mention all the employees, who responded with great poise and professionalism. What was really important was their initial reaction to the emergency. Most of the Cast responded in exactly the way that they have been trained during disaster drills. While the ground was still shaking they swiftly shut down the attractions and called to each other to ensure the safety of themselves and our Guests, and when the shaking stopped they organized an orderly evacuation of the rides, helping Guests to exit the attractions and make their way to safety. The fact that this initial response went so correctly is a tribute to planning and preparation instilled throughout park operations by means of irregularity simulation drills conducted at each attraction, not to mention the 180 emergency drills we conduct every year. I believe it showed that our employees truly are always prepared for emergency situations.

The second phase of the response was even more challenging, as roughly 20,000 Guests had no way to get back home while transport links were disrupted. Everyone pulled together to ensure that our Guests were reassured and properly cared for, and the employees went far beyond any measures that could be detailed in some disaster preparedness manuals. Following the disaster we received countless letters and telephone calls from people who wanted to thank the staff for their kindness at that unsettling time.

at each theme park. The drills conducted at each separate facility last about an hour, and include two fire emergency simulations and two earthquake simulations, for a total of four drills. Great importance is placed on the actual performance in these drills, since it is extremely important to ensure that neither the Guests nor the employees should panic in the event of an actual emergency. By practicing these emergency drills over and over, employees become so well trained that the correct initial responses in the case of an actual emergency are second nature to them.

Furthermore, to heighten awareness of emergencies, we have installed emergency drill instructions and graphics in places like the employee rest rooms and on the tables of the employee cafeteria, as well as reminders in the in-house newsletter. With warnings and instructions constantly in sight, disaster preparedness is always in mind.

I believe the outstanding response of our Cast reflects the "SCSE" policy that has been in place since the opening of the theme park. SCSE is an acronym for Safety, Courtesy, Show, Efficiency, which indicates the order of our priorities in dealing with theme park operation. All employees at Tokyo Disney Resort understand their responsibility to serve park Guests, with hospitality and a dedication to the four qualities expressed in the "SCSE" policy. It is easy to say the words "do everything possible for our Guests," but when you consider that the Cast themselves were also victims of the earthquake, their selfless response in considering the Guests is truly exemplary. I am very proud to count this as one of the true strengths of OLC.

Thanks to these preparations, not a single person was injured in the earthquake or its aftermath. I will never forget my sense of relief, and feeling of pride, when I told President Uenishi that not a single person was injured.



Letters of gratitude

Q What are your thoughts on the future?

A We absolutely need to maintain the proper attitude: "always be prepared"

For those of us in the security department, the important thing is to constantly look for ways to enhance preparedness, and to keep conducting regular drills that keep everyone prepared. Since we had already carried out ground improvements and earthquake resistance work, none of the buildings sustained serious damage in the Great East Japan Earthquake. However, there are a number of things that we could still do better. We are examining ways to more quickly confirm the safety of the facilities, as well as studying transport routes that will allow us to transport supplies to the Parks more

effectively. We are also taking steps to enhance the functions of the Emergency Control Center, so that it can respond properly to a disaster on any day of the year and at any time of the day.

We will continue to operate the Parks on the basis of the "SCSE" policy, and conduct regular emergency drills to ensure that employees are always prepared. The cooperation and teamwork of our employees are indispensable in protecting the safety of all Guests, and ensuring that they thoroughly enjoy their visits to Tokyo Disney Resort.

Responding to Challenges as One

OLC had to close its two theme parks for over one month as a result of power shortages following the Great East Japan Earthquake. In this feature we look at how the Engineering Division responded immediately after the earthquake and to the power supply issue, and at how OLC was able to install privately owned generators in an amazingly short time.

Director
Facility Engineering Department
Engineering Division
Yoshima Hirano

Q First of all, can you tell us what the Engineering Division did immediately after the earthquake?

A The members of the division all worked together in a united effort to help the Parks resume operation as quickly as possible.

Immediately after the earthquake, the Engineering Division established an Earthquake Recovery Response Task Force to help those Guests who remained in the Parks to evacuate, and to verify the condition of transport, power, water and other life lines. We then conducted an immediate check of buildings and overhead objects for structural safety, and collaborated with the Earthquake Response Coordination Task Force to ensure the safety of Guests still inside the Parks. Fortunately the critical electricity, water and communications links were not interrupted after the earthquake, so we were able to quickly confirm the safety of all Guests, provide them with temporary shelter, and organize their evacuation. We then set to work on the task of inspecting all facilities one by one as the safety checks were completed, and getting them ready for reopening.

Although none of the attractions or machinery suffered serious damage in the earthquake, it was important that we inspect every item – literally tens of thousands of individual inspection points – to verify their safety. We had to install large-scale temporary scaffolding

to inspect elevated structures on some facilities, and we mobilized every person and every resource at our disposal to complete the inspections swiftly. We operated under extremely difficult conditions, including numerous aftershocks and rolling power blackouts. However, everyone in the Engineering Division pulled together to complete the inspections and repairs quickly, and to ensure that the theme parks were in condition to reopen by the middle of March.

The atmosphere during the recovery effort was a bit surreal. We are so used to seeing these facilities filled with laughing and bustling Guests; it was a bit unnerving to walk through them in utter silence. Everyone in the engineering division shared the feeling that we were trying to bring the place back to life. I recall the feeling of urgency we all felt as we worked, and our desire to return the Tokyo Disney Resort to its usual lively state as soon as possible. It was this sense of urgency that prompted us to install privately owned power generation equipment soon afterwards.

Q What did you do to conserve power at the theme parks after reopening?

A We took comprehensive measures to cut power usage throughout the Resort.

When we reopened the Parks, we worked quickly to make power consumption visible as a way to control it in accordance with the government's power-saving framework. In office buildings, lobbies, corridors and other locations, we introduced detailed guidelines on ways to reduce power consumption, such as keeping the lights low or turning them off entirely, adjusting the temperature settings of air conditioners, limiting the use of elevators and so on. Meanwhile, at the two theme parks, we took all steps possible to reduce power use while retaining the same level of quality and the safety of Guests. That included limiting the use of fountains, lowering the lights both inside and outside buildings and turning off some of the outside lighting.

During the summer months, when the government introduced a common usage control scheme, we took steps to reduce the amount of electric power consumed by Tokyo Disney Resort as a whole. These measures were integrated into daily activities, and we quickly installed a system for monitoring power usage in the



Limiting the use of fountains



Reduced lighting in shops

theme parks on a real-time basis, and strengthened our supervision to ensure that usage never exceeded the limits we had set. We introduced a rotating system for days off. Administrative divisions which traditionally had weekends off changed their schedules. Saturday and Sunday were designated as business days and everyone took days off together, on specified weekdays. We also introduced a variety of management policies and patterns, including the preparation of "emergency plans" to be implemented if power consumption exceeded our expectations.

The Engineering Division is now in charge of managing a large-scale power plant with enough capacity to supply the electricity needs of the entire park. In tandem, we have rolled out an energy management system that allows us to monitor the power



The central energy monitoring system

consumption of each separate facility. We coordinated the efforts of the entire Resort in cooperating to reduce power consumption, supporting their efforts by offering proposals on how to save energy and providing data to support the introduction of energy-saving plans.

Q Tell us more about the introduction of privately owned power generators.

A We achieved speedy introduction of the power generators.

After the earthquake, electric power supplies were very unstable, and we constantly faced the danger of massive power outages. This situation put our very survival as a business in jeopardy. The Engineering Division decided to examine the introduction of privately owned generators as a part of our rebuilding effort. We already had backup generators to provide emergency power, including a cogeneration system that utilizes natural gas. However, this was always intended to be used only to provide safe backup power in the case of emergencies and to help reduce our consumption from the public supply. The proposal we put forward was to try for the first time to install a 15,000 kilowatt power generation facility that could support the continued operation of the entire Resort.

By the end of March 2011, we had already set up a project team, with the aim of building and operating the power plant at the earliest possible date, and by mid-April we received approval to begin work on a privately owned generator. The swift response from management, in approving the proposal, really motivated us to move quickly. We didn't waste a single moment in the process of notifying and negotiating with regulators and relevant organizations. We asked the manufacturers who supplied us with the power plant to do their best to shorten production time for equipment, and to install and test the plant with as little delay as possible. Every possible step was taken to accelerate the process, and we have received tremendous cooperation from vendors and suppliers to facilitate quick construction and installation.

As a result, we were able to realize our plans with almost



A 15,000 kilowatt privately-owned power generation facility



unbelievable speed. Construction work began in early May 2011 and the power plant was completed by mid-August. The start-up ceremony was very moving, because the success and speed of the project was a testament to the cooperation and contributions of a great many people, who devoted themselves to the smooth completion of the power plant. I would like to thank every one of them for their tremendous efforts from the bottom of my heart.

Q What initiatives are you working on for the future?

A We will work to optimise energy use of Tokyo Disney Resort even further.

Even before the earthquake, we were taking measures to ensure that Tokyo Disney Resort is operated in an environmentally friendly manner. That included introducing equipment that minimizes power consumption and installing an energy management system which lets us visualize how much power the Parks are consuming. We have been working to a very comprehensive plan for energy use and environmental impact, based on the perspectives of "generation, storage and reduction". Under this plan we introduced policies and environmental equipment to generate and store electric power, and reduce energy consumption. We have now introduced a privately owned power generator, which allows us to generate

part of the electricity used to run the Park, in-house. In this way, we aim to ensure that business operations are not interrupted over the medium term.

In the future, we plan to introduce and operate an energy management system, to more effectively optimize the use of electricity at Tokyo Disney Resort.

The Resort has effectively the same scale and functions as a small city. Therefore we need to have the same capabilities as a so-called "smart city". Our task, therefore, is to take whatever steps necessary to turn Tokyo Disney Resort into a "smart theme park."

Designing the Parks 10 Years into the Future

Under the 2013 medium-term plan, we are not only realizing sustainable growth in our core business, but also implementing a host of initiatives for increasing value in line with our policy of promoting the evolution of Tokyo DisneySea. As part of this effort, on July 9, 2012, we launched “Toy Story Mania!,” an exciting new 3D ride attraction at Tokyo DisneySea. In this feature, we talk about the background and aims for this new ride, and our approach to increasing the value of our two theme parks by introducing further attractions.

Officer
Director
Theme Park Business Supervision Department
Tetsuro Sato



Q What has Oriental Land been doing to enhance the value of its theme parks?

A We have adopted a long-term approach to park design and investment, conceptualizing what the Park will look like in ten years’ time.

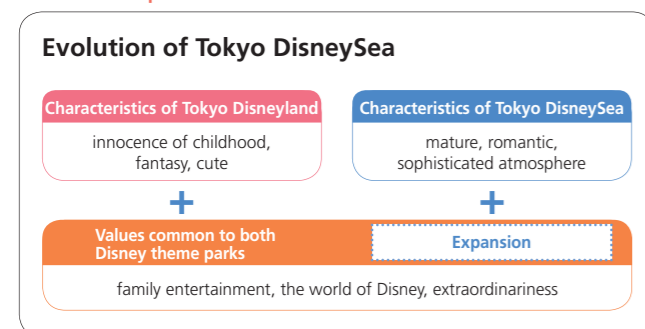
We take a very comprehensive approach in our efforts to enhance the value of Tokyo Disney Resort. Not only are we constantly designing new attractions, but we also implement strategic changes to improve the entertainment shows, the merchandise stores, restaurants, and indeed, every element of the Disney theme park. It takes some five to six years to develop and construct a new large-scale attraction, so unless we conceptualize what the Park will look like in ten years, the Park will start to look like a random patchwork, with no sense of overall cohesion.

There are some common elements in our approach with that of urban planning. After all, a theme park is like a small city in terms of scale and functions. We adopt a long-term approach to “town creation” based on a grand design for our two theme parks. We have also formulated a long-term investment plan. This forms our basic plan, and we make more subtle changes to it based on the changing business environment from year to year.

The development and construction of new attractions proceeds in line with the long-term investment plan. Oriental Land is responsible for analyzing the Japanese market and deciding what sort of attractions should be developed, and we then work closely with Disney Enterprises, Inc. to plan and create the actual attractions.

Q Please tell us about your strategy for Tokyo DisneySea, which has just celebrated its 10th anniversary.

A Our development of Tokyo DisneySea is proceeding in harmony with the shared value of all Disney theme parks.



The nitty-gritty details of attraction design are worked out by a team comprising members of our own Theme Park Business Unit and several specialists from Disney Enterprises, Inc. Once we have finalized plans for introducing a new attraction and the project enters the construction phase, the team expands significantly to handle every detail of design and construction. The key to success is to ensure that no matter how large the team, everyone has a clear and consistent image of what the attraction will look like and the objective for introducing it.

When addressing the issue of costs, we not only pay close attention to the development costs, but also the daily operating costs of the attraction. Care is taken to keep all of these costs to a minimum. Long-term thinking plays a key role in cost management. We can renew attractions several years down the road to offer new experience value, and keep both initial and running costs low. Thus, our long-term investment plan not only aims to steadily enhance the value of the theme parks, but also to keep costs low with respect to the total operating lifetime of the attraction. That way we can maximize free cash flow.

Since its opening, we have fostered the development of Tokyo DisneySea’s own distinctive brand that is differentiated from the Tokyo Disneyland brand. We have done this through a variety of strategies, such as offering an abundance of entertainment shows that appeal to mature audiences and by serving alcoholic beverages at the restaurants. These efforts have paid off, as reflected in our brand-image market research, which indicates that Tokyo DisneySea is seen by Guests as a theme park with a mature, romantic, sophisticated atmosphere, and that Tokyo Disneyland and Tokyo DisneySea are widely recognized as being quite distinct. Moreover, we have achieved consistent increases in the number of mature Guests aged 40 and over since the opening of Tokyo DisneySea.

As we prepare to take Tokyo DisneySea into the next stage of its evolution, we hope to expand upon the values that all Disney theme parks share. We do not view our role simply as a source of family entertainment, but as architects of a magical and extraordinary world, designing new vistas that embody the true spirit of Tokyo DisneySea.

Some of the specific additions we have made to the Park in recent years include the “Turtle Talk” attraction, which opened in 2009, and three character greeting facilities where Guests can interact with Disney characters, starting in 2010. In 2011 we launched a new nighttime entertainment entitled “Fantasmic!” and a new attraction called “Jasmine’s Flying Carpets.” These and many other products that we are constantly introducing are aimed at enriching the experience for everyone from adults to the youngest children.

Q Tell us a bit more about “Toy Story Mania!”

A This will be the first 3D ride attraction at Tokyo Disney Resort.

“Toy Story Mania!” is an attraction based on Disney/Pixar films *Toy Story*. It is the first ride attraction at Tokyo Disney Resort to utilize 3D technology, offering Guests the experience of full immersion into a world of *Toy Story* characters. This attraction is extremely popular in the US, and we hope that it provides fun for the entire family at Tokyo DisneySea as well.

To introduce this new attraction, we had to design an entirely new atmosphere and scenic ambience that merges the “exotic” feel of Tokyo DisneySea with the whimsical energy of the *Toy Story* movies. The area in which we located the attraction is a district called American Waterfront. We designed the exterior of the building to imitate the look and feel of an early 20th century waterfront district in the US. In this way we kept the attraction in harmony with this unique Tokyo DisneySea setting. Inside the attraction, Guests are transported in time and drawn naturally into the flow of a story

We hope to win the loyalty of Disney fans for both parks from a very young age, and continue to provide them with new experiences as they grow older. Research shows that people who first visited Tokyo Disney Resort as children will continue to come to the Parks as they mature, and then bring their own children, passing on the joy of the Disney experience to another generation. In this light, adopting a long-term approach to managing our theme parks promotes a very important cycle. In keeping with this strategy of constant evolution, we will open another new attraction in 2012—“Toy Story Mania!”

As the development of Tokyo DisneySea continues, and we continue to add value to the theme parks, we aim to expand the fan base by appealing to new segments of the public.



“Toy Story Mania!”

that starts with nostalgic toys from the past and runs through to the latest modern toys (the world of *Toy Story*).

I think that the new attraction will appeal to a wide range of Guests. It’s an excellent example of a new attraction that is helping to evolve the Tokyo DisneySea experience.

Q What are the company’s plans for the future?

A We will strive to win over a whole new generation of Disney fans, and continue to give them experiences that they cannot find anywhere else.

In order to continue to grow, Tokyo Disney Resort needs to find ways to attract a wider fan base. We will create different kinds of value at each theme park, allowing Guests to visit them for different purposes, while retaining the family entertainment-based values common to all Disney theme parks at both. We hope that young children will visit both parks as we try to cultivate a strong fanbase among the new generation.

The next few years are likely to prove essential to that goal. Right now, while earnings are on the rise, we need to set to work on plans for what the Parks will look like ten years down the road.

As the world and the entertainment industry change, we need to change as well. It is essential to provide Guests with an experience that they cannot find anywhere else. By designing the Park for the Guests who will visit ten years in the future, we can provide happiness to another generation of Disney fans.

Moving Experiences That Go Beyond Satisfaction

In April 2011, we introduced a new nighttime entertainment “Fantasmic!” at Tokyo DisneySea. The new show has been an outstanding hit among Guests of all ages. In this feature, we look at the background and aims behind the launch of “Fantasmic!”

Deputy Director
Entertainment Division
Director
Entertainment Planning Department
Satoshi Hayashi

Q Tell us about the background and aims for introducing the new nighttime entertainment “Fantasmic!”

A The key development principle for “Fantasmic!” was a show to appeal to people of all ages.

“Fantasmic!” is one of the main features we have added as part of the evolution of Tokyo DisneySea. Tokyo DisneySea is aiming at a wider age range, while still fully expressing the values shared by all Disney theme parks: “family-oriented” entertainment, the “world of Disney,” and a sense of the extraordinary. We decided to introduce “Fantasmic!” as a spectacular show designed to appeal to a wide age demographic, with an abundance of the world view that is central to the Disney experience.

The theme of “Fantasmic!” is the world of the imagination. It is a very lively, energetic show featuring Mickey Mouse—reprising his role as the sorcerer’s apprentice—and a host of other Disney characters making thematic appearances. The performance includes all sorts of special effects, with cascades of water and jets of flame creating a dramatic backdrop to an unfolding world of the imagination, as Mickey encounters various characters, including a climactic confrontation with a giant dragon.

We have been performing the show for over a year now, and based on surveys of past Guests, it appears that “Fantasmic!” has



The shows make use of various special effects including water and flame

truly achieved our objectives. The show is captivating entertainment for Guests of all ages, and we feel it has been well received by a broad demographic.

Q What are the key elements to the success of “Fantasmic!”?

A Customizing the show to the local context and tastes of a Japanese audience.

I think one of the main reasons why the show has achieved this level of success is that we put extensive effort into customizing the performance to suit the local context and the tastes of a Japanese audience. The show is based on the “Fantasmic!” performances developed for the Disney theme park in the US. However, compared with the US, the venue at Tokyo DisneySea—the Mediterranean Harbor—is much larger in scale. This created a challenge when developing the show here in Japan in that the distance from spectators to the performers is almost twice that in the US. In order to create a similar sort of experience, therefore, we had to change the scale of the sets and props. To get everything just right, we built a 1:500 scale model, and repeatedly adjusted the design before finally settling on the number and size of props. I believe that these efforts paid off, providing a configuration that matches the local context and the tastes of Japanese Guests, and a high standard of

production. This was a key factor in the show’s success.

Another critical factor was the strong dedication of the people who contributed to developing the show; without their input and cooperation we would not have enjoyed this sort of success. A project team with members from both Japan and the US labored for almost two-and-a-half years before “Fantasmic!” was ready to open before a live audience. As the project moved to the production and programming phase, the number of people working on development steadily increased. Then, just as they were putting the final touches on the show, the March 11 earthquake hit and threw everything into chaos. But in the midst of this confusion, we were determined to ensure that the show would be ready to open on the day that Tokyo DisneySea resumed operations. Our team spirit was further galvanized with the hope that the show would generate a sense of hope and renewed ambition for the people who would

visit the park. With this in mind, everyone pulled together with redoubled enthusiasm, laboring day and night to get everything in shape for the grand reopening. On April 28, 2011—the same day that Tokyo DisneySea reopened—we staged our first performance of “Fantasmic!” for a live audience.



The theme of “Fantasmic!” is the world of the human imagination

Q Tell us a bit more about the process used to develop a Disney entertainment show.

A We aim to develop a program mix of shows that complements the entire theme park.

When we create a show, it is important to identify the segment of Guests that it should appeal to. The program mix should be carefully tailored to complement the entire park. The Mediterranean Harbor venue, for example, can accommodate some 20,000 spectators, so we have designed a large-scale spectacle that reflects the values shared by all Disney theme parks. At the same time, we also have to design smaller performances with more narrowly defined thematic elements that reflect the characteristics of Tokyo DisneySea. In this way, our overall program mix appeals to all age segments among our Guests. For example, there is a family-oriented entertainment performance featuring “My Friend Duffy,” as well as a show called “Big Band Beat,” where characters appear on stage to the rhythms of authentic jazz music. We try to maintain the originality that is unique to Tokyo DisneySea, designing a program mix that differs significantly from what one might expect to see at Tokyo Disneyland.

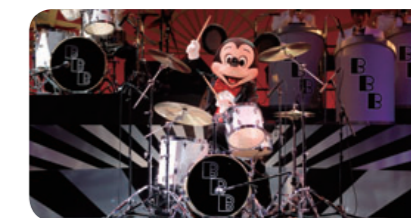
Over the medium to long term, we will look for ways to reduce the costs of the live performances. A live show presented on this scale generates considerable costs, not merely in the initial design and planning, but also in the operating costs of staging the show, night after night. These costs need to be carefully considered from the very beginning. We take cost considerations into account even

the development of a stage, trying to ensure that costs at every level are appropriate.

Looking ahead, we will not only seek ways to rein in costs; we will also take a comprehensive view of our program mix as we strive to provide truly appealing entertainment experiences for our Guests.



“My Friend Duffy”



“Big Band Beat”

Q What are you striving for?

A We want to offer more than just satisfying entertainment—we want to give our Guests amazement.

In the Entertainment Division, we believe that our mission is to provide park Guests with a once in a lifetime experience. We want to develop entertainment spectacles that cannot be matched—experiences that can only happen at Tokyo Disney Resort. In this way, we are enhancing the value of the theme parks as a whole.

The Cast involved in the entertainment shows are fortunate in being able to receive the applause from the Guests first hand as a direct expression of their appreciation. This applause is the driving motivation and the source of inspiration for all of us. As the song goes: “there’s no business like show business.”

That’s why I consider it important to go to the shows in person and gauge the reaction of the Guests directly. For me, shows I help to create are all about giving happiness and entertainment to the people who visit Tokyo Disney Resort. Of course as the creators of the shows we enjoy seeing the performers turn our creativity into action, but far more important to us is seeing the joy and emotion on the faces of Guests as they watch the shows. We measure our success by their applause.

We will continue trying to give Guests more than just entertainment—and seek to give them “amazement.”

Maximizing the Power of Anniversaries

Anniversary events have often driven record high theme park attendance throughout OLC's history. The fiscal year ended March 31, 2012 was no exception. Despite the impact of the Great East Japan Earthquake in the first quarter, the Resort enjoyed record levels of attendance from the second quarter onwards, as Guests flocked to partake in the Tokyo DisneySea 10th Anniversary event. In this feature, we look at OLC's system and concepts for carrying out anniversary events.

Director
Resort Creation Department
Daisuke Iwase



Q Tokyo DisneySea has been celebrating its tenth anniversary. What role do anniversary events play in company strategy?

A We want to take full advantage of these events to attract Guests from a wide range of markets to the Park.

In the Resort Creation Department, we are responsible for planning and staging all sorts of "special events" to match seasonal themes or holidays, such as Halloween and Christmas. In addition, we are responsible for organizing "anniversary events" to mark the anniversaries of Tokyo Disney Resort's establishment and the opening of Tokyo DisneySea.

Special events typically run for a period of 2-3 months, and we use them as a good opportunity to attract repeat Guests—the sort of Guests who visit Tokyo Disney Resort two to four times a year. The anniversary events, on the other hand, run for almost a full year. We view them as a promotional tool to attract infrequent Guests, who visit less than once a year, as well as to lure newcomers to Tokyo Disney Resort, and hopefully turn them into Disney fans.

To date, years when we have run anniversary events have seen record theme park attendance. In the fiscal year ended March 2007, when we marked the fifth anniversary of Tokyo DisneySea, these events helped achieve record attendance of 25.82 million, while in the year ended March 2009, the 25th anniversary of Tokyo Disney Resort, surpassed that mark, with 27.22 million Guests visiting the theme parks. These events are especially effective in attracting Guests who live some distance away, and who tend to stay overnight at the Resort.

In order to maximize their potential to attract greater numbers of visitors from a wide spectrum of markets, we strive to use anniversary events to the fullest advantage, tying them with nationwide marketing promotions and TV program coverage.

Q What was the key for the Tokyo DisneySea 10th Anniversary event?

A We worked on the concept of common values shared by the theme parks.

The planning for a commemorative event like this one begins two-and-a-half years in advance. When we sat down to begin the process, we agreed that most Guests already recognize the unique character of Tokyo DisneySea, and its mature, romantic and sophisticated atmosphere. We therefore decided to emphasize themes that are more at the heart of the Disney brand, like family entertainment, the world of Disney, and extraordinariness. Our policy was to use these commemorative events as a way to propel Tokyo DisneySea into the next stage of its evolution.



Tokyo DisneySea 10th Anniversary greeting show "Be Magical!"

With this in mind, the conceptual base for the Tokyo DisneySea 10th Anniversary event was the slogan "Be Magical!." We consider "magic" to be one of the common values shared between Disney theme parks, and we came up with a concept after repeated discussions on how best to express it in a way that is fitting for Tokyo DisneySea while appealing to a wide range of markets. It was this concept that was the main feature of the event.

The 10th anniversary celebration was preceded, in April 2011, by the introduction of a new side to Tokyo DisneySea with the launch of our nighttime entertainment, "Fantasmic!" In September of the commemorative year, we launched a greeting show with Guest participation at the Park's Mediterranean Harbor area, entitled "Be Magical!," which filled the Park with magic. At the same time, we introduced a variety of new decorative features, commemorative merchandise, special food menus and so on, to reinforce the "magical" theme. For example, we introduced a magical wand that flashes with light and plays musical messages when placed over one of six monuments shaped like sorcerer's hats set

around the Park. These items were particularly popular with children. All of these events were developed after considering the best way to express the concept "Be Magical!" and how to allow many Guests to experience it.



"Magical Wand"

All these efforts paid off, as theme park attendance set an all-time record high in each of the final three quarters of fiscal 2011. Revenues per Guest also soared to a record high, thanks to strong sales of Tokyo DisneySea 10th Anniversary merchandise. As a result, we were able to enhance sales growth and greatly support efforts to recover from the earthquake.

Q Please describe the planning and development process for anniversary events.

A The Special Event Planning Committee with representatives from all pertinent department develops the event.

There are no short cuts to staging a commemorative event. Success is based on a lot of careful planning and steady accumulation of experience. Part of this means carefully surveying and evaluating the responses of Guests to one event, then using the information gained to guide the planning and organization of the next event. It is a slow and gradual process, but one that we can monitor on the basis of three main indicators: effect on attracting Guests, sales impact, and customer satisfaction.

The project management for planning and development work for an anniversary event is handled by a Special Events Planning Committee, with the Resort Creation Department acting as the secretariat. The project is managed by the department directors of all theme park-related departments working together with their management teams. The plans and policies for the project agreed on by the committee are then discussed by the Theme Park Committee, which is the deciding body for matters related to theme park operation. To implement the proposals, each of the operating divisions

works to develop products, food and entertainment, and so on.

The planning and development for the overall event is conducted in parallel by the various teams, The Resort Creation Department supervises and coordinates this work each day to ensure that all of the teams are developing content in line with the policies or concept.

In the past, each division considered its own profit goals and efficiency in the course of its planning and development efforts, and it took time to make adjustments to the overall scheme of things. More recently, however, we have taken a more holistic approach, and actively discuss between organizations the overall policy, including the concept, and ways to optimize the overall sales from the event. This is largely because we have carried out so many anniversary events in the past. I get the sense that the planning and development system, working around the Special Events Planning Committee is steadily evolving.

Q What are your plans for the future?

A We hope to harness the power of anniversaries to maximize the impact of Tokyo Disney Resort's 30th anniversary.

In 2013, Tokyo Disney Resort will mark its 30th anniversary. Our planning and development system has evolved, and we hope to maximize the effect of these changes when we hold the 30th anniversary events.

We are planning a truly spectacular event to mark the occasion. Under the slogan "Tokyo Disney Resort 30th Anniversary: The Happiness Year," the commemoration will run for 340 days—from April 15, 2013 through March 20, 2014. The underlying theme for the event will be the unchanging common theme of the Tokyo Disney Resort, "Happiness." It will be a very special year indeed, as we share a happy experience with family, friends and all of the Disney friends. I hope that this event will communicate to all that Tokyo Disney Resort is a place that continues to bring happiness.

Both of the Parks will be decorated with colorful balloons, filled with "happiness," and Tokyo Disneyland will hold a new daytime parade in the afternoon entitled "Happiness is Here."

We are also planning to introduce a variety of special merchandise to allow our Guests to experience the concept of the event,

similar to the popular "Dream Key" which featured in the Tokyo Disney Resort 25th Anniversary and the "Magical Wand" offered as a part of the Tokyo DisneySea 10th Anniversary. The important thing, from my perspective, is to use our imaginations to develop unique concept-based surprises for the Guests that will exceed their expectations as they help us commemorate the Tokyo Disney Resort 30th Anniversary.



Using all of the experience we have acquired, we aim to make the Tokyo Disney Resort 30th Anniversary a resounding success, and maximize the impact that special events like these can have. Look forward to something momentous!

Tokyo Disney Resort 30th anniversary: "The Happiness Year"



2011

April	May	June	July	August	September
<p>4/28</p> <ul style="list-style-type: none"> ■ Announcement of financial results for the fiscal year ended March 31, 2011 ■ Reopening of Tokyo DisneySea ■ Reopening of Tokyo DisneySea Hotel MiraCosta ■ Start of "Fantasmic!" Nighttime Spectacular <p>Set in the Mediterranean Harbor at night, Mickey Mouse, as the sorcerer's apprentice, brings Guests a "world of imagination" in this nighttime entertainment extravaganza.</p> <p>More background information about "Fantasmic!" →P24</p> ■ Opening of "Mickey & Friends' Greeting Trails" Character Greeting Facility <p>Guests can enjoy direct interaction with Mickey Mouse, Minnie Mouse and Goofy, who come to meet Guests for commemorative photos at this greeting facility, which features three distinctively themed buildings.</p> ■ Start of New Regular Show "A Table is Waiting" <p>This lighthearted musical revue show has Mickey Mouse, fresh from a trip around the globe on the luxury liner S.S. Columbia, introducing fun treats brought back from countries around the world.</p> 	<p>5/6</p> <ul style="list-style-type: none"> ■ Announcement of financial results for the fiscal year ended March 31, 2011 		<p>7/18</p> <ul style="list-style-type: none"> ■ Opening of "Jasmine's Flying Carpets" Attraction <p>This ride attraction has Guests circling on magic carpets in the skies above Princess Jasmine's garden from the Disney film <i>Aladdin</i>.</p> 	<p>8/4</p> <ul style="list-style-type: none"> ■ Announcement of First-Quarter Financial Results <p>Second-half of August</p> <ul style="list-style-type: none"> ■ Operation of Privately Owned Power Generators <p>We began operating our own private on-site power generators, with a power output of approximately 15,000 kilowatts.</p> <p>More information about privately owned power generators →P20</p> 	<p>9/29</p> <ul style="list-style-type: none"> ■ Earthquake Risk Countermeasure Financing <p>As a step to mitigate risk, we took a long-term loan of ¥50.0 billion as financing specifically to cope with risks posed by earthquakes.</p> <p>9/4-10/31</p> <ul style="list-style-type: none"> ■ Special Event "Disney's Halloween" Held <p>This Halloween party hosted by the ghostly denizens of Halloween Street at Tokyo Disneyland brings Disney friends and Guests together for a fun and spooky parade and other exciting events.</p> 
<p>4/15</p> <ul style="list-style-type: none"> ■ Reopening of Tokyo Disneyland ■ Reopening of Tokyo Disneyland Hotel and Disney Ambassador Hotel ■ Opening of "Cinderella's Fairy Tale Hall" Attraction <p>Located inside Cinderella's Castle, this walkthrough attraction recreates a lavishly decorated space that brings to life the world of the classic Disney film Cinderella, where visitors can enjoy taking part in this timeless tale.</p> 			<p>9/4-3/19</p> <ul style="list-style-type: none"> ■ Tokyo DisneySea 10th Anniversary event "Be Magical!" Held <p>A greeting show with Guest participation, "Be Magical!" was accompanied by a variety of magically themed goods, menu items and decorations to celebrate the 10th anniversary of Tokyo DisneySea.</p> <p>More information about Tokyo DisneySea 10th Anniversary →P26</p> 		
<p>4/15-6/30</p> <ul style="list-style-type: none"> ■ Special Event "Disney's Easter Wonderland" Held <p>Now held for a second year, Disney's Easter Wonderland is a weird and wonderful event featuring Mickey Mouse dressed as the Easter Bunny and a host of other Disney friends.</p> 			<p>7/8</p> <ul style="list-style-type: none"> ■ Opening of "Village Greeting Place" Character Greeting Facility <p>Nestled inside a building with a host of displays all about Duffy, this greeting facility gives Guests a pleasant place to take a break, while taking photos with Duffy and getting to know this adorable character.</p> 		

October	November	December	January	February	March
<p>10/1</p> <ul style="list-style-type: none"> ■ Reopening of Palm & Fountain Terrace Hotel 	<p>11/4</p> <ul style="list-style-type: none"> ■ Announcement of Second-Quarter Financial Results <p>Previously undecided full-year forecasts for the fiscal year ended March 31, 2012 were announced.</p> 	<p>12/6</p> <ul style="list-style-type: none"> ■ Announcement of Introduction of ESOP (Employee Stock Ownership Plan) <p>This system was introduced to enhance the benefit package for employees and provide incentives for improving OLC's corporate value.</p> 	<p>1/4-3/16</p> <ul style="list-style-type: none"> ■ Limited-time Program "Tower of Terror: Level 13" <p>We introduced a new program to the popular Tokyo DisneySea attraction "Tower of Terror" for a limited time only, from January 4 to March 16, 2012, giving Guests an experience that offers more chills and screams than ever before.</p> 	<p>2/3</p> <ul style="list-style-type: none"> ■ Announcement of Third-Quarter Financial Results <p>We revised upward our full-year forecasts for the fiscal year ended March 31, 2012.</p> 	
	<p>11/7-12/25</p> <ul style="list-style-type: none"> ■ Special Event "Christmas Fantasy" Held <p>Guests enjoyed a new Christmas parade and other events in Parks bedecked with the unique decorations and illumination of the Christmas season.</p> ■ Special Event "Christmas Wishes" Held <p>Disney friends and Christmas fairies came together to weave a magical and romantic Christmas event, featuring a heartwarming revue show, as well as Christmas trees and objet d'art presentations at every themed port.</p> 		<p>12/31</p> <ul style="list-style-type: none"> ■ End of the <i>Cirque du Soleil</i> "ZED™" Performances <p>The <i>Cirque du Soleil</i> show "ZED™" was running since its debut on October 1, 2008. However, due to drastic changes in the business environment caused by the Great East Japan Earthquake, the decision was made to end the show's run on December 31, 2011.</p> 		

■ Theme Park ■ Hotel Business ■ Other Business ■ Others
 ■ Tokyo Disneyland ■ Tokyo DisneySea



IKSPIARI

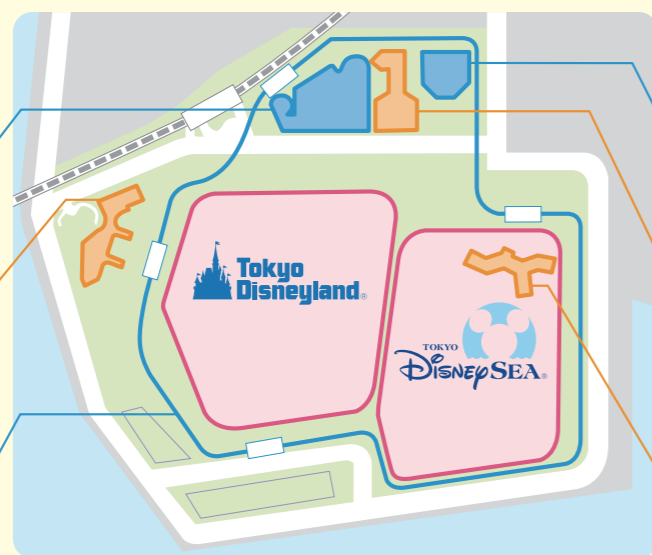
Ikspiari



Tokyo Disneyland Hotel

Disney RESORT LINE

Disney Resort Line



MAIHAMA Amphitheater*

Disney AMBASSADOR HOTEL

Disney Ambassador Hotel



Tokyo DisneySea HOTEL MIRACOSTA

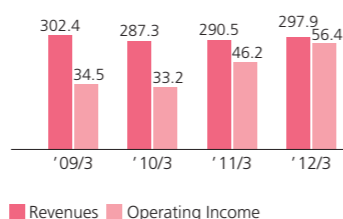
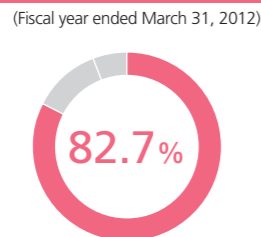
Tokyo DisneySea Hotel MiraCosta

* Formerly Cirque du Soleil Theatre Tokyo

Theme Park Segment



Percentage of Total Revenues Segment Revenues & Operating Income



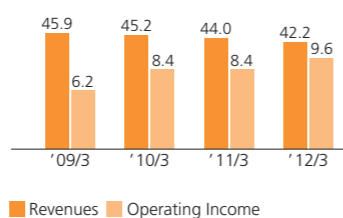
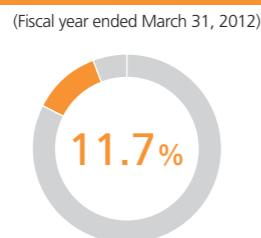
Segment Highlights

Revenues and operating income increased year on year owing to cost reductions specific to the fiscal year ended March 31, 2012 and post-disaster cost control, in addition to an increase in revenues per Guest.

Hotel Business Segment



Percentage of Total Revenues Segment Revenues & Operating Income



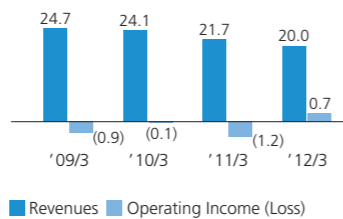
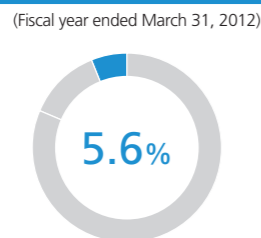
Segment Highlights

Despite a decrease in revenues due to the impact of the earthquake, operating income increased as a result of various factors, including a decrease in fixed expenses.

Other Business Segment



Percentage of Total Revenues Segment Revenues & Operating Income



Segment Highlights

Despite a decrease in revenues of theatrical business, operating income increased due to various factors, including a decrease in fixed expenses.

Theme Park Segment



Disney's Easter Wonderland (Tokyo Disneyland)

Segment Overview

- The main facilities of the Theme Park Segment are Tokyo Disneyland and Tokyo DisneySea.
 - Tokyo Disneyland opened in April 1983 and Tokyo DisneySea in September 2001. Total annual attendance at the two theme parks exceeds 25 million, for a cumulative total to date of over 500 million.
 - Tokyo Disneyland and Tokyo DisneySea have an approximately 40%* share of the Japanese amusement and leisure park market.
 - Revenues of the Theme Park Segment are broadly divided into attractions and shows, merchandise, and food and beverages.
 - Attractions and shows revenues include ticket receipts and parking receipts.
 - Merchandise revenues include sales of merchandise at Bon Voyage and commercial facilities within affiliated hotels, in addition to commercial facilities within the theme parks.
 - Food and beverages revenues include sales of food and beverages at commercial facilities within the theme parks.
- * Source: White Paper on Leisure 2011 (August 2011, Japan Productivity Center)

Segment Revenues

(Fiscal year ended March 31, 2012)



- 43.7% ● Attractions and Shows
- 36.5% ● Merchandise
- 18.8% ● Food and Beverages
- 1.0% ● Others

More background information about "Fantasmic!" →P24

More information about Tokyo DisneySea 10th Anniversary →P26

Summary of the Fiscal Year Ended March 31, 2012

Revenues	¥297.9 billion (up 2.6%)
Operating Income	¥56.4 billion (up 22.1%)

While both of our theme parks were closed following the Great East Japan Earthquake, we were able to reopen Tokyo Disneyland on April 15, 2011 and Tokyo DisneySea on April 28, 2011.

Following the reopening of the Parks, we launched a new nighttime entertainment, "Fantasmic!," at Tokyo DisneySea in April, along with a variety of other special events at the two theme parks. These include a Tokyo DisneySea 10th Anniversary event, "Be Magical!," held from September 2011 to March 2012 and "Disney's Halloween," held at Tokyo Disneyland from September 2011. At both theme parks, Christmas-themed special events were rolled out from November 2011, while from January to March 2012, "Tower of Terror: Level 13" was introduced at Tokyo DisneySea for a limited period.

Although theme park attendance dropped significantly year on year in the first quarter due to the impact of the disaster, attendance reached record highs in all of the three subsequent quarters. Factors contributing to this performance included the success of the Tokyo DisneySea 10th Anniversary events and new product introductions, as well as the fact that we were able to welcome many Guests who had postponed visits intended for the period the theme parks were closed until sometime after the reopening. As a result, theme park attendance for the entire fiscal year decreased by 0.1% from the fiscal year ended March 31, 2011 to 25.35 million Guests.



Be Magical! (Tokyo DisneySea)

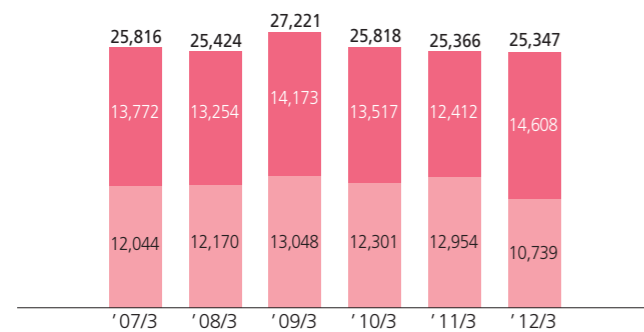
Revenues per Guest were a new record high of ¥10,336 (up 3.1%). Ticket receipts per Guest were ¥4,335 (up 2.8%), owing to the effects of ticket price revisions. Merchandise revenues per Guest were ¥3,796 (up 4.6%) primarily due to strong sales of Tokyo DisneySea 10th Anniversary-related products. Food and beverage revenues per Guest were ¥2,205 (up 1.3%) due to various factors, including strong sales of one-hand menu items.

As a result, revenues in the Theme Park Segment were ¥297.9 billion (up 2.6%).

Operating income climbed due to the following factors: an increase in net sales; reductions in the cost of merchandise ratio and cost of food/beverages ratio; cost reductions specific to the fiscal year ended March 31, 2012, including decreases in costs related to facility renovation as well as an exemption from fixed asset tax; and a decrease in fixed costs as a result of a temporary reduction in costs after the disaster, including sales promotion costs, entertainment show production costs, and others. The operating margin improved by 3.0 percentage points, to 18.9%.

Annual Attendance

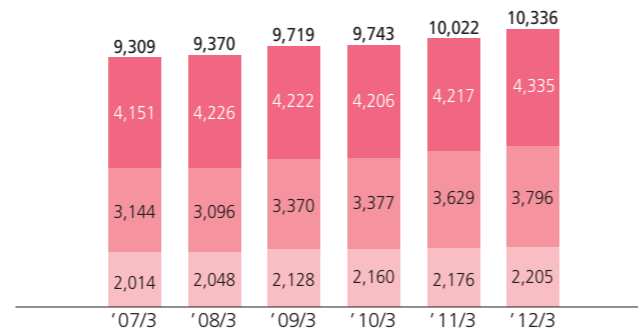
(Thousand)



■ 2nd half ■ 1st half

Revenues per Guest

(Yen)



■ Ticket Receipts ■ Merchandise ■ Food and Beverages

* OLC'S Fact Book provides further details on theme park data including "Breakdown of Guests by Age" and "Breakdown of Guests by Region" on pages 11-12.

The Growing World of Duffy

Sold only at Tokyo DisneySea, Duffy came to life in the winter of 2005 as a teddy bear given to Mickey by Minnie Mouse on the eve of a sea voyage. Ever since, we have taken steps to develop and grow the world of Duffy in various ways at Tokyo DisneySea.

January 2010 saw the debut of Duffy's friend Shellie May, followed in July with the start of a new stage show at a restaurant in the Park called, "My Friend Duffy." July 2011 saw the opening of a Duffy-themed greeting facility at Tokyo DisneySea called the "Village Greeting Place," where many Guests get to enjoy spending time with Duffy. And from April to June 2012, Duffy will appear with Mickey Mouse to star for the first time in a new special event, "Mickey & Duffy's Spring Voyage."



Mickey & Duffy's Spring Voyage (Tokyo DisneySea)



Goofy's Paint 'n' Play House (Tokyo Disneyland)



Disney's Natsu Matsuri (Tokyo Disneyland)

More background information about "Toy Story Mania!"

→P22

Forecast of Results for the Fiscal Year Ending March 31, 2013

Revenues ¥307.9 billion (up 3.4%)
Operating Income ¥56.0 billion (down 0.8%)

As in the past, we will continue to carry out a wide variety of special events at the two theme parks throughout the year. In the spring of 2012, we held "Disney's Easter Wonderland," a special Easter-themed event, at Tokyo Disneyland and "Mickey & Duffy's Spring Voyage" at Tokyo DisneySea. This is a special event featuring Duffy, for the first time, in a lead role alongside Mickey Mouse. In summer, we are holding a new special event, "Disney's Natsu Matsuri," at Tokyo Disneyland, and the water-themed program, "Summer Oasis Splash," at Tokyo DisneySea. Starting in the fall, we will roll out special events under the theme of Halloween and Christmas. In addition, launched a new attraction, "Toy Story Mania!," at Tokyo DisneySea in July, and we will launch "Goofy's Paint 'n' Play House" at Tokyo Disneyland in August.

Theme park attendance is expected to increase in the first quarter, mainly due to the return to normal operations. From the second quarter onwards, a decrease is projected in consideration of the fact that the current year follows on the heels of the Tokyo DisneySea 10th Anniversary year and that attendance grew in the same period of the previous fiscal year because Guests had been postponing their visits due to theme park closure. As a result, total annual theme park attendance is projected to reach 26.30 million, up 3.8% year on year.

In addition, revenues per Guest at the two theme parks are expected to be ¥10,270 (down 0.6%). Ticket receipts per Guest are forecast to be ¥4,470 (up 3.1%) due to the effect of a ticket price revision implemented last fiscal year. Our forecast for merchandise revenues per Guest is ¥3,620 (down 4.6%), owing to the end of sales of Tokyo DisneySea 10th Anniversary-related products. Food and beverage revenues per Guest are forecast to be ¥2,180 (down 1.1%).

As a result, we are forecasting segment revenues of ¥307.9 billion (up 3.4% year on year) and operating income of ¥56.0 billion (down 0.8%). The main factors behind the expected decline in income are increases in costs relating to the period of theme park closure during the previous fiscal year, and costs necessary for theme park operation over the long term.

Theme Parks Event Calendar (For the fiscal year ending March 31, 2013)



* Plans announced as of July 1, 2012

Hotel Business Segment



Segment Revenues

(Fiscal year ended March 31, 2012)



31.8%	● Tokyo Disneyland Hotel
35.8%	● Tokyo DisneySea Hotel MiraCosta
27.9%	● Disney Ambassador Hotel
4.5%	● Palm & Fountain Terrace Hotel

Segment Overview

The facilities included in the Hotel Business Segment are the three Disney Hotels of Tokyo Disneyland Hotel (opened July 2008), Tokyo DisneySea Hotel MiraCosta (opened September 2001) and Disney Ambassador Hotel (opened July 2000), as well as Palm & Fountain Terrace Hotel (opened February 2005), which is located in the Shin-Urayasu region.

Summary of the Fiscal Year Ended March 31, 2012

Revenues	¥42.2 billion (down 4.1%)
Operating Income	¥9.6 billion (up 13.5%)

During the fiscal year under review, we offered the "Tokyo Disney Resort Multi-day Passport Special" at the three Disney hotels as a standard practice for all hotel Guests, continuing from the previous fiscal year. We also continued implementing the "Tokyo Disneyland 'Happy 15' Entry" program, under which hotel Guests are allowed to enter Tokyo Disneyland 15 minutes earlier. In addition, we conducted a variety of programs associated with special events at the theme parks.

However, overall revenues in this segment declined year on year to ¥42.2 billion (down 4.1%). The main factor was a decline in the occupancy rates of each hotel, mainly as a result of the first quarter occupancy rates falling short of those recorded in the same period of the previous fiscal year owing to the impact of the disaster.

Despite the decrease in revenues, operating income increased year on year to ¥9.6 billion (up 13.5%) due to a reduction in fixed expenses such as sales promotion costs and personnel expenses as a result of cost control efforts.

Forecast of Results for the Fiscal Year Ending March 31, 2013

Revenues	¥45.2 billion (up 7.2%)
Operating Income	¥9.5 billion (down 0.3%)

As well as continuing to offer programs for all Disney Hotel Guests as a standard practice, we plan to carry out a wide range of programs at each hotel such as events and special menus linked to special events at the theme parks. Disney Ambassador Hotel will close all its facilities from January 23 to February 5, 2013 to refurbish its Guest rooms and conduct other maintenance.

While revenues are forecast to increase year on year to ¥45.2 billion (up 7.2%), operating income is expected to decrease to ¥9.5 billion (down 0.3%). The main factors behind this expected decrease are an increase in operational costs relating to the period of theme park closure during the previous fiscal year, and a rise in fixed expenses due to higher facility renovation costs incurred for the refurbishment of Guest rooms at Disney Ambassador Hotel.

Occupancy Rate & Average Revenues per Guest Room

	Tokyo Disneyland Hotel		Tokyo DisneySea Hotel MiraCosta		Disney Ambassador Hotel		Palm & Fountain Terrace Hotel	
	2012/3 (Results)	2013/3 (Forecast)	2012/3 (Results)	2013/3 (Forecast)	2012/3 (Results)	2013/3 (Forecast)	2012/3 (Results)	2013/3 (Forecast)
Occupancy rate	Approx. 85%	Approx. 90%	Low 90% range	Approx. 95%	Low 70% range	Low 70% range	High 70% range	Approx. 75%
Average revenues per Guest room	Approx. ¥55,000	Approx. ¥50,000	Approx. ¥55,000	Approx. ¥50,000	Approx. ¥45,000	Approx. ¥45,000	Approx. ¥20,000	Approx. ¥15,000

Note: Occupancy rates for the fiscal year ended March 31, 2012 excluding the period of hotel closure due to the effects of the March 2011 earthquake

Disney Character-Themed Guest Rooms

At the Disney Hotels, we work in a variety of ways to make repeat stays an enjoyable experience for our Guests. The Tokyo Disneyland Hotel introduced the character-themed "Cinderella Room" when it first opened in July 2008. In February 2010, the Disney Ambassador Hotel was remodeled to convert several rooms into "Donald Duck Rooms," which proved extremely popular with Guests. Two new rooms, the "Mickey Mouse Room" and the "Minnie Mouse Room," are scheduled to debut at the Disney Ambassador Hotel in February 2013.

These are just some of the ways in which we create a world where Guests are never apart from their favorite Disney characters, a dream where the fun of the Park lingers even when returning to the hotel.



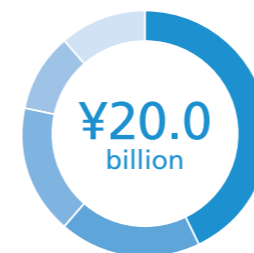
Donald Duck Room

Other Business Segment



Segment Revenues

(Fiscal year ended March 31, 2012)



43.0%	● Ikspiari
18.4%	● Theatrical
17.0%	● Monorail
10.4%	● Group Employee Cafeterias
11.2%	● Others

Segment Overview

The main facilities of the Other Business Segment are Ikspiari (opened July 2000), MAIHAMA Amphitheater* (scheduled to open in September 2012), and Disney Resort Line (opened July 2001).

Ikspiari is a commercial facility based on the concept of "a town full of stories and entertainment." It includes approximately 140 shops and restaurants and a 16-screen cinema complex.

Disney Resort Line is a monorail connecting four stations within Tokyo Disney Resort.

* Formerly, *Cirque du Soleil* Theatre Tokyo

* The "ZED™" production that played at *Cirque du Soleil* Theatre Tokyo was terminated as of December 31, 2011.

Summary of the Fiscal Year Ended March 31, 2012

Revenues	¥20.0 billion (down 8.0%)
Operating Income	¥0.7 billion (up ¥1.9 billion)

Ikspiari held seasonal events in celebration of Halloween and Christmas while at the same time renovating stores and welcoming new tenants. At *Cirque du Soleil* Theatre Tokyo, the "ZED™" production was terminated as of December 31, 2011 due to a drastic change in the business environment surrounding the theatrical business resulting from the impact of the disaster.

As a result, overall revenues declined year on year to ¥20.0 billion (down 8.0%) due to various factors including a decrease in revenues in the theatrical business.

Despite a decrease in revenues, operating income improved to ¥0.7 billion (up ¥1.9 billion) as the segment turned profitable. The improvement was due to various factors, including decreases in fixed expenses in the theatrical business and facility renovation costs in the Ikspiari business.

Forecast of Results for the Fiscal Year Ending March 31, 2013

Revenues	¥16.3 billion (down 18.4%)
Operating Loss	¥0.5 billion (operating income of ¥0.7 billion in fiscal 2012)

Ikspiari will hold various events and fairs throughout the year. At the same time, Ikspiari will renovate stores and welcome new tenants.

However, the "ZED™" production was terminated as of December 31, 2011, so revenues for the theatrical business are expected to decrease, leading to a drop in overall revenue in the segment to ¥16.3 billion (down 18.4%).

We are forecasting an operating loss of ¥0.5 billion due to temporary increases in costs such as facility renewal costs in the Ikspiari business and statutory vehicle inspection fees for the Disney Resort Line, among others.

End of the *Cirque du Soleil* "ZED™" Performances

Since its debut in October 2008, the *Cirque du Soleil* show "ZED™" enjoyed a long, open-ended run at the same venue, becoming the fastest show in Japanese entertainment history to attract more than 1 million visitors. Many Guests had the opportunity to enjoy the show, which ran more than 1,000 times over the past 4 years. The impact of the Great East Japan Earthquake, however, triggered massive changes in the environment surrounding the theatrical business. After reexamining the break-even point for the business in the near future, the decision was made to end the show's run on December 31, 2011.

As for the venue, we are considering options for ensuring that it remains in regular use. Current plans call for changing the name of the theater to the "MAIHAMA Amphitheater," and temporarily leasing it as a multipurpose hall from fall 2012 for corporate and school ceremonies and lectures, music concerts for domestic and overseas artists, and other purposes.



MAIHAMA Amphitheater

Our mission is to create happiness and contentment by offering wonderful dreams and moving experiences created with original, imaginative ideas.

We aim to constantly maintain a perspective at the forefront of each era as we strive for emotion as a company.

As we move ever closer to our ideal, we have a firm conviction in its realization.

Our asset is our imagination. It may be said that imagination is the Earth's only inexhaustible resource.

Utilizing this asset, we pursue our business of bringing abundant humanity and happiness.

In the lives of people today, emotions that we tend to cast aside, dreams that we harbor deep in our hearts, moving experiences that uplift our souls, joy that makes life worth living, a true sense of peace that provides us with rejuvenation...

It is the mission of Oriental Land to bring all of these to each and every person.

Acting in accordance with this business mission, we have strengthened corporate governance aiming to increase our corporate value and fulfilled our social responsibilities.

We will continue working to strengthen corporate governance, based on our understanding of the importance of raising management transparency and fairness, achieving sustainable growth and development and fulfilling our social responsibilities.

Specifically, we aim to strengthen corporate governance by reinforcing internal controls, promoting reinforcement of management oversight functions and increasing management transparency.

By conducting honest management that emphasizes corporate ethics through these measures, we aim to increase our corporate value.

Basic Systems

Business Execution

In response to changes in the operating environment, OLC has introduced a Corporate Officer System in order to strengthen overall control of Group management and enhance corporate governance. The purpose of the Corporate Officer System is to more clearly define supervisory and executive responsibilities in each of the OLC Group's businesses, strengthen the management supervisory functions of directors by shifting the focus of their roles to supervision and accelerate decision making by promoting delegation of authority to corporate officers.

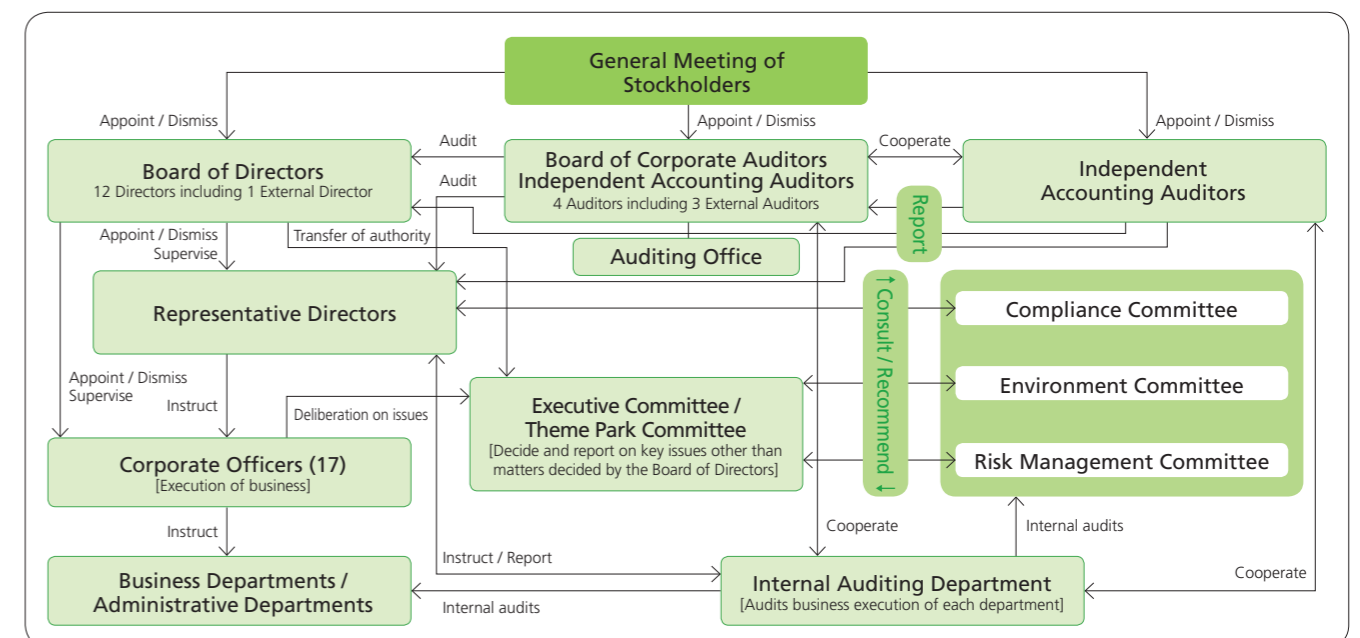
Appointment of Directors

As described in the Company's articles of incorporation, the appointment of directors must be approved by a majority vote at a General Meeting of Stockholders at which stockholders whose voting rights exceed one-third of the total voting rights are present. Furthermore, the appointment of directors may not be approved by cumulative voting.

Board of Directors

The Board of Directors consists of 12 directors, including one external director. Board of Directors' meetings are held once a month in principle. All corporate auditors attend the meetings, whether or not they hold standing positions.

■ Corporate Governance Structure (As of July 1, 2012)



Number of Committee in the Fiscal Year Ended March 31, 2012

Board of Directors	12
Executive Committee	14
Theme Park Committee	14

All directors and corporate auditors, who have different duties, monitor management from their own unique perspectives. Additionally, directors conduct extensive deliberation in accordance with the Company's management policies to ensure that the Company's operations are not in violation of laws, regulations or the articles of incorporation in any manner.

Executive Committee

The Executive Committee makes decisions and files reports regarding important matters, excluding items to be resolved by the Board of Directors, pertaining to the management of the Company.

Theme Park Committee

The Theme Park Committee makes decisions and files reports relating to the operation and business execution of the theme park business.

Corporate Auditors

In the Corporate Auditor System adopted by the Company, the two standing corporate auditors attend meetings of the Board of Directors, the Executive Committee and the Theme Park Committee, as well as other meetings and committees the corporate auditors deem important, where they state their opinions. Three of the four corporate auditors are external auditors, a structure that actively incorporates opinions from an objective and independent standpoint to enable effective audits. Furthermore, to assist the corporate auditors in their duties, a specialized staff has been assembled within the Corporate Auditor Office, which is a body that is independent from the executive arm of the Company.

Board of Corporate Auditors

In accordance with auditing policy and its basic audit plan, corporate auditors carry out activities including listening to reports from directors, officers and employees and viewing important documents, while working to ensure the effectiveness of its audits by discussing the status of deliberation at important meetings, audit results and other matters among the corporate auditors.

As a means of establishing and maintaining good corporate governance, the Company has clarified the corporate auditors' role and work responsibilities by setting the Regulations for the Board of Corporate Auditors and the Audit Standards for Corporate Auditors.

Major Activities of an External Director and External Auditors (Fiscal year ended March 31, 2012)

Director

- In his post as director Tsutomu Hanada attended 11 of the 12 meetings of the Board of Directors.
- * In cases where an external director is unable to attend a meeting of the Board of Directors, the Company provides the director with a timely report concerning the proceedings of the meeting, and requests the director's opinions and advice related to the management of the Company.

Auditors

- In his post as auditor Isao Iizuka attended 12 of the 12 meetings of the Board of Directors, and 14 of the 14 meetings of the Board of Corporate Auditors.
- In his post as auditor Hiroshi Otsuka attended 12 of the 12 meetings of the Board of Directors, and 14 of the 14 meetings of the Board of Corporate Auditors.
- In his post as auditor Akiyasu Nakano attended 12 of the 12 meetings of the Board of Directors, and 14 of the 14 meetings of the Board of Corporate Auditors.

* Outside auditors conduct audits according to auditing policies and plans determined by the Board of Corporate Auditors. In meetings of the Board of Corporate Auditors, they listen to and discuss reports on the methods and results of audits performed by each auditor. Furthermore, they provide relevant opinions regarding the audits at meetings of the Board of Directors.

Internal Control

The Company has enhanced internal control with the establishment of an Internal Auditing Department to conduct internal audits on compliance with laws and internal rules as well as efficient business execution. This department is separate from the other executive departments of the Company to ensure that it can conduct unbiased audits.

Internal audits are conducted with the goal of improving managerial efficiency and profitability. Furthermore, the Internal Auditing Department objectively investigates and evaluates whether or not business operations are in compliance with management policies and plans as well as internal regulations, and also that they are conducted in an efficient manner. The department offers advice as it deems necessary.

Independent Accounting Auditors

To ensure accurate accounting, we receive audits by KPMG AZSA LLC. Our designated unlimited liability and engagement partners from KPMG AZSA LLC are certified public accountants Eiji Mizutani and Hiroaki Komatsu. Additionally, a total of 12 accountants and assistants engage in other accounting and auditing activities.

Practice of the OLC-WAY

OLC-WAY

- 1. Honesty** Focus not only on your own good and the good of the organization, but also on the good of everyone else.
- 2. Proactive Execution** There is no need for excuses or criticism. Act without fear of mistakes.
- 3. Healthy Conflict** The precedent is not necessarily the best. Discuss matters starting from zero and heading toward the goal.

Even with our thorough governance systems in place, ultimately the awareness of the people who use these systems will decide if they will function or not. In recognition of this fact, the OLC Group is working to spread and provide education about the OLC-WAY, a set of shared promises among all officers and employees. Having all officers and employees fulfill the promises of "Honesty," "Proactive Execution" and "Healthy Conflict" contained in the OLC-WAY will foster a highly compliance-aware corporate culture and corporate climate.

Reinforcing the Internal Control System

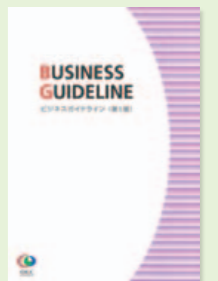
Compliance

We have established the OLC Group Code of Compliance, which outlines the rules for officers' and employees' compliance with ethics and laws, and the Business Guideline, which outlines specific standards for the practice of compliance.

OLC Group Code of Compliance

The OLC Group's officers and employees have a strong ethical commitment to compliance with external laws and regulations and internal rules.

- 1. Prioritize safety above all else.
- 2. Respect human rights and prevent discrimination and harassment.
- 3. Engage in fair and transparent transactions.
- 4. Strictly control confidential information including personal information.
- 5. Take a firm stance toward anti-social organizations.



Business Guideline

Examples of Group Discussions that Use Case Studies

- Protection of Personal Information
- Prevention of Harassment
- Prevention of Insider Trading
- Appropriate Labor Control
- Protection of Intellectual Property Rights
- Maintaining Appropriate Relationship with Business Partners

Strengthening Operations to Ensure Compliance

We set up the Compliance Committee, which is chaired by a designee of the president, to ensure the legality of the Company's management and to promote a spirit of compliance. If the committee discovers misconduct by an officer or employee or a serious violation of law or the Company's articles of incorporation, it conducts the necessary investigations and reports its findings to management or to the Executive Committee and the Board of Corporate Auditors. Moreover, we have set up an Employee Consultation Office as a channel for internal reporting within the OLC Group.

Furthermore, we institute education programs related to compliance once a year in principle. These programs are custom-tailored for various different ranks of employees. All employees participate in these programs, which serve as an opportunity for the sharing of information and awareness related to compliance issues. We also implement strict monitoring to ensure the effectiveness of measures related to compliance.

Specific Risks for which ECCs are Held

Earthquakes, fires, typhoons, snow, oxidase smog, lightning, power outages, accidents, food poisoning, infectious diseases, terrorism, unscheduled Park closure, etc.

From the fiscal year ended March 31, 2009, the OLC Group is developing more practical education for regular employees with the introduction of original e-learning that was produced by the OLC Group's compliance managers and group discussions that use case studies.

Risk Management System

In order to entrench the risk management system, the OLC Group Risk Management Guidelines, which outline basic rules of conduct, have been established. In addition, the Risk Management Committee, chaired by the president, identifies, analyzes, evaluates and prioritizes risks that the OLC Group faces, and manages the overall risk management cycle to formulate individual preventative and response measures, evaluate these measures and constantly pursue their improvement. Furthermore, we are bolstering our responsiveness toward unforeseen risks through the Emergency Control Center (ECC), a response unit consisting of the president and other related personnel that works to manage response systems in the event that risks materialize.

Crisis Management System

An Earthquake Response Coordination Task Force was set up immediately following the earthquake, headed by the president, to manage the crisis. The task force promptly undertook various measures in accordance with the Tokyo Disney Resort Earthquake Response Plan created by OLC. Under the plan, we have made a point of implementing emergency drills and training for our employees at each Tokyo Disney Resort facility and maintaining a substantial store of food and beverages for emergency purposes. This helped us deal with the crisis effectively.

In response to the recent disaster, OLC will renew its efforts to identify potential risks that were previously unforeseeable, and establish preventive and responsive measures while aiming to achieve a higher level of disaster protection and safety for our facilities. We will also continue to provide our employees with training and guidance, as we have in the past, to empower them to offer high-quality hospitality even in the event of an emergency.

Information Security Management System

The OLC Group's fundamental policies regarding information security are outlined in the OLC Group Fundamental Information Security Policy, while specific rules of conduct are defined in the OLC Group Information Security Policy. Acting in accordance with the OLC Group Information Security Policy, we are enhancing our information security management systems by defining regulations regarding the handling of information, documents and information security systems. Additionally, we have been working to improve the level of information security management through the creation of an Information Security Management Subcommittee in the Risk Management Committee. These two organizations oversee the management of information.

Reinforcing Decision Making, Authority and Responsibilities

We have defined the administrative duties of each department and the Company's ranking system in the Organizational Rules, and the authority of each position and the chain of command in the Rules of Administrative Authority, in order to ensure directors' efficient execution of duties.

Group Management System

By principle, corporate governance systems of the Company also apply to its subsidiaries. Representatives from subsidiaries are present among the members of the various committees we have developed to strengthen our corporate governance systems and subsidiaries are expected to adhere to all Company regulations. Additionally, we have established Management Regulations for Associated Companies to serve as a guideline for the appropriate management of subsidiaries.

Reinforcing Management Oversight Functions

Utilizing External Directors and External Auditors

External directors give advice or make suggestions to the Board of Directors as necessary, mainly speaking from the perspective of business managers with abundant experience, to ensure the validity and appropriateness of the decisions made by the Board of Directors. The presence of outside perspectives

helps guarantee the justness of management. Also, the external directors offer prudent advice based on their wealth of experience and wide-ranging insights, further enhancing management's ability to make appropriate decisions.

The external auditors receive reports on the results of the independent accounting auditors' year-end reviews and audits of the Company's financial statements for the first through third quarters. They also exchange opinions regarding the Company's operations throughout the fiscal year while remaining well versed on a variety of Company-related information. The external auditors also help bolster cooperation within the Company's auditing systems by adjusting auditing plans together with the Internal Auditing Department and receiving a report from the Internal Auditing Department each time it conducts an audit.

Reporting to Corporate Auditors

Directors and corporate officers of the Company quickly report risks that may greatly damage the Company and occurrences that may significantly affect management to corporate auditors. In urgent cases, employees may report such occurrences directly to the corporate auditors. We promote the timely reporting of necessary and pertinent information for audits with the formulation of the Policy for Reporting to Auditors, which stipulates what matters officers and employees must report to the corporate auditors, as well as the timing and method of reporting.

Additionally, should the corporate auditors discover that a director is acting in violation of laws, regulations or the articles of incorporation they will report this fact to the Board of Directors.

Ensuring the Reliability of Financial Reports

To ensure the reliability of financial reports we have established the Internal Control Committee, which promotes all areas of our internal control system for financial reporting as set forth in the Financial Instruments and Exchange Law. Additionally, we have prepared systems in order to allow for mutual cooperation between departments responsible for constructing and evaluating the OLC Group's internal control systems.

We have judged that our internal controls for consolidated financial reporting were effective as of March 31, 2012, and submitted an internal control report on the results of the evaluation. The contents are being audited by an external auditor. The OLC Group will continue working to reinforce internal controls through ongoing evaluations of the system's condition and application.

Increasing Management Transparency

Compensation Paid to Directors and Corporate Auditors and Audit Compensation

In the fiscal year ended March 31, 2012, compensation paid to directors and corporate auditors and compensation paid to independent auditors (compensation for services prescribed in Article 2, Paragraph 1 of the Certified Public Accountants Law of Japan and compensation for other services) was as follows:

Compensation Paid to Directors and Corporate Auditors (Fiscal year ended March 31, 2012)
(Millions of yen)

	Recipients	Amount
Compensation paid to directors	12	428
[Compensation paid to external directors included in above]	1	6
Compensation paid to corporate auditors	4	67
[Compensation paid to external corporate auditors included in above]	3	39
Total	16	495

Notes: 1. Employee wages are not paid to directors who work concurrently as employees of the Company.
2. The Company has abolished bonuses and such bonuses are not included in compensation paid to directors.

Audit Compensation (Fiscal year ended March 31, 2012)

	(Millions of yen)
	Amount
Compensation based on audit certification	82
Other compensation	0
Total	82

Note: The Company's auditing contract with the independent auditors does not clearly differentiate compensation for auditing as based on the Company Law or the Financial Instruments and Exchange Law. Because the amounts cannot be practically differentiated, compensation, etc., for the period is listed in the total.

Policy for Determining Compensation Paid to Directors and Corporate Auditors

Directors are compensated in the form of set monthly payments only. The amount to be paid is determined in accordance with policies accepted by the Board of Directors and must not exceed a limit decided at the General Meeting of Stockholders. This amount is decided based on the position, roles and responsibilities of each director as well as in consideration of how well they met management and individual goals and how much they contributed to the management of the Company.

Corporate auditors are compensated in the form of set monthly payments only. The amount to be paid is determined through negotiation with the corporate auditors and must not exceed a limit decided at the General Meeting of Stockholders.

There is no set policy for determining the compensation of independent accounting auditors. When deciding this compensation, the Company takes into account such factors as the number of days used to conduct audits.

Policy Regarding Control of the Company (Outline)

The OLC Group's management policy is to raise corporate value by continuing to be a company that is widely loved and familiar, deepening the trust and understanding of all its stakeholders and maximizing the resulting cash flow.

This management policy is aimed at continued long-term growth and is not meant for pursuing short-term profits. The Company will not categorically reject the reform or vitalization of management through the transfer of rights to control the Company, nor obstruct an acquisition with the potential to further enhance corporate value or the common benefit of stockholders. The Company currently has no specific predetermined anti-hostile takeover measures. However, the Company believes it is inappropriate for an individual or financial entity who may work to the detriment of the Company's corporate value (including individuals or financial entities that attempt to manage without regard to the Company's management policies) to control decision making regarding the Company's financial or operational policy. In the event such an individual or financial entity should appear, the Board of Directors will consider appropriate measures with outside experts and implement countermeasures in response to conditions.

Investor Relations (IR) Activities of OLC

Top management, corporate officers and general managers are supported by a specialized IR staff consisting of six members. This staff constantly endeavors to improve the transparency and speed of information disclosure.

We aim to disclose information in an easy-to-understand manner through such means as transmitting on-demand video presentations of financial results and voice files of quarterly financial teleconferences, as well as by providing materials in Japanese and English that are geared toward investors who are unfamiliar with OLC.

Conducting Active Information and Disclosure Transmitting Feedback throughout the Company

OLC values opportunities for management to communicate directly with stockholders. The Company holds discussion forums with its stockholders and investors, participates in conferences throughout Japan and overseas that are organized by securities companies and conducts Company explanations for private investors and securities companies.



Investor Relations Group

We not only make reports to management, we also hold internal explanatory meetings for individual departments that use our financial results meeting materials over 50 times a year in order to communicate opinions of stockholders and investors to employees in detail. In addition, the several thousands of opinions, suggestions and evaluations received from our approximately 120,000 individual stockholders through questionnaires were sorted by content for regular feedback for appropriate managers and departments so we could work to improve our management and business activities.

External Evaluations of the OLC Group's IR Activities

OLC's IR activities, characterized by the active disclosure of information, have been highly evaluated by external organizations, and have thus received a number of awards. In the fiscal year ended March 31, 2012, we were awarded the FY2011 Best IR Award presented by the Japan Investor Relations Association (JIRA). Additionally, OLC's annual report received the Excellence Awards at the Annual Report Awards 2011, hosted by Nikkei Inc., due to its superiority as an IR tool.

Appraisals of the OLC Group's IR Activities (In the fiscal year ended March 2012)

FY2011 Best IR Award
NIKKEI Annual Report Awards 2011 (Excellence Awards)

Message from External Corporate Auditor

At this year's General Meeting of Stockholders, I was appointed as an external corporate auditor of Oriental Land Co., Ltd. I have had many chances to observe corporate compliance issues for many years, as a prosecuting attorney and a judge for the Supreme Court of Japan. After retiring from the judiciary I became an attorney at law, and have served as a chairman of third-party advisory committees and investigative committees for companies with corporate governance and compliance issues, including the high-profile Olympus Corporation case. I hope that my knowledge and background in the legal profession will be of value to OLC, as I take up my new position.

It would be wonderful if everyone always acted in good faith and with the best intentions. Unfortunately, there are both good and bad people in this world. And the same thing is true of business corporations. There are some that pursue immediate opportunities to make a profit regardless of compliance issues, creating problems for affected individuals and becoming an intolerable nuisance to society in general. A "good" company, on the other hand, is one that observes strict standards of compliance, makes a positive contribution to society through its business operations, and in doing so, generates an appropriate level of profit.

From this perspective, I consider OLC to be an excellent corporation – one that gives dreams and moving experiences to many people, and strives to bring enjoyment to Guests and Cast Members alike. I have had the opportunity to experience this joy myself, taking my children and my grandchildren to the Tokyo Disney Resort. The experience of visiting these magical places as young children will remain a treasured memory for a lifetime.



Tatsuo Kainaka
Corporate Auditor (External)
Attorney at law

However, a corporation whose business model is so closely associated with human dreams and emotions also bears a heavy burden of responsibility to society. It must ensure the safety of all Guests and uphold social rules and norms, while making positive contributions to society in various forms, rather than just seeking to maximize immediate profits. The OLC Group must continue to fulfill its social responsibility, bringing happiness to a multitude of people by appealing to their dreams and imaginations.

I consider it my role to ensure that the management and employees of the OLC Group fully understand the wonder and importance of their work, as well as their responsibility to fulfill a role in society, and to help the OLC Group chart its course far into the future.

I will do my utmost as one of the external corporate auditors to perform these duties effectively and diligently.

Corporate Social Responsibility (CSR)

The OLC Group will continue to promote various activities involving Guests, communities, employees, and the environment based on sincere corporate activities to create a future filled with dreams that enrich people's lives.

Providing the Peace of Mind That Comes From Safety

To ensure that all Guests are able to enjoy our theme parks with peace of mind, the OLC Group prioritizes safety and quality control initiatives in the operation of its theme parks.

SCSE Conduct Guidelines

Disney theme parks are operated based on the SCSE (Safety, Courtesy, Show and Efficiency) conduct guidelines. These standards guide the operational decisions and behavior of all of our Cast Members to ensure that we provide the highest levels of service to all of our Guests. The order in which the letters are presented also represents the order of their importance in the theme parks.

In addition to learning about the Disney philosophy when they join the Company, all of the Cast Members that work at the Resort also learn about SCSE as part of the training for their assigned roles.



Safety Management Is the Top Priority in the Theme Parks

We practice thorough safety management and have developed standards and guidelines to ensure the safety of attractions, shows and parades. All attractions have been designed with safety as their highest priority. Also, we regularly inspect all attractions to confirm and manage their safety. In addition to the legal requirements, we also conduct daily and other regular inspections based on our internal maintenance standard, which is significantly stricter than the legal requirements. Through these efforts, we are working to bolster the safety of our theme parks.

Moreover, for shopping and dining in the theme parks, having established the Basic Policy for Merchandise Safety and Quality and the OLC Group Food Safety Policy, we strive to ensure that we provide products that are both safe and high quality through the implementation of thorough product development and food safety management measures in cooperation with partner manufacturing plants and suppliers.

Security and Disaster Response Systems

We maintain strict security throughout Tokyo Disney Resort. Security Cast Members routinely patrol the theme parks and their surrounding areas, and also conduct bag checks at Park entrances to prevent hazardous and suspicious items from being brought into Park premises.

The emergency response operations team monitors the Resort 24 hours a day, 365 days a year, to ensure that fires and other abnormalities have not occurred. The team inspects and maintains firefighting equipment and is responsible for all fire prevention operations within the theme parks. They also oversee operation of the Central Disaster Control Monitoring Center, provide guidance and supervision in fire prevention activities and are responsible for theme park security. In the event of a fire, the Central Disaster Control Monitoring Center will request immediate dispatching of firefighting units via its direct hotline to the Urayasu City Fire Department, while our own firefighting team will take initial measures to tackle any fire.

We will continue to maintain security and disaster preparedness systems as we work to make the Resort even safer for Guests.



Cast Members positioned along a parade route



Specialist disaster prevention staff are on duty to monitor the Parks 24 hours a day

Emergency Response Methods

We have developed an emergency response manual that is designed to enable Cast Members to take prompt action in the event of an earthquake or other emergency at theme parks. We also conduct comprehensive emergency drills in each area four times a year, in addition to a program of more than 180 drills carried out on an individual building basis each year. In this way, we ensure that our employees fully understand the procedures in the emergency response manual. Moreover, we gather information on disaster prevention from government organizations and specialists with the intent of increasing knowledge and improving skills within the Group.

The manual ensures that we are ready to take prompt action in the event of a natural disaster. Several sites have been identified within the two theme parks that can be used for evacuation, so that appropriate evacuation areas can be designated as the situation demands. We will also set up temporary emergency shelters to facilitate emergency assistance.

When the Great East Japan Earthquake struck, there were approximately 70,000 Guests at the 2 theme parks. We evacuated the Guests to safe locations and asked them to wait there temporarily. Fortunately, we were able to send all our Guests home safely, without a single person injured.

We will continue to strive for greater disaster preparedness to ensure our ability to provide the optimal response in any emergency.



Regular implementation of comprehensive emergency drills for the safety of Guests

Incorporating Social Perspectives and Needs into Our Business

We remain committed to bringing happiness to our Guests and the community through business operations that give due consideration to the diversifying values of our customers and by addressing concerns and matters related to the community as a whole.

Pursuing Normalization

At Tokyo Disney Resort, we are continuing our efforts to establish barrier-free facilities and other support systems for Guests with disabilities. This goal has been set since Tokyo Disneyland first opened. Our facilities and systems cater for Guests who use wheelchairs, and Guests with visual or hearing disabilities. We are committed to making continuous improvements so that even more Guests can enjoy the Resort.

Our efforts go beyond facilities. We are also conducting Cast education and training programs to bolster our ability to offer Guests with disabilities services that better meet their individual needs. To enable communication with a greater number of Guests, many Cast Members have learned sign language, and we currently have approximately 100 employees holding certificates of proficiency in this language.



Sign language performers express the content of the show using sign language and dance

Learning from Guest Feedback

The comments from Guests visiting Tokyo Disney Resort offer myriad clues as to how we can make the Resort even better. These comments are analyzed and shared within the Company, and we use them to explore and implement a wide range of measures aimed at improving the safety and quality of our services and facilities.

We will continue to listen carefully to what our Guests tell us, and reflect their feedback in our constant efforts to improve Tokyo Disney Resort. Our goal is to provide a wonderful experience for all our Guests.

Examples of Facilities and Services Improved due to Guest Feedback

Discomfort while waiting in line for attractions for long periods of time on hot days

Installed parasols to keep Guests from being exposed to direct sunlight and misting water to lower temperatures around attractions

Separation of smoking areas in theme parks

Planted shrubbery around smoking areas to reduce the spread of second-hand smoke, set up new indoor smoking areas, and clarified smoking areas



Tokyo Disney Resort Guest Relations Center

Enhancing the Work Environment and Work-Related Systems

The OLC Group has introduced a variety of education programs matched to each work area and a career advancement program. Additionally, we are implementing a number of measures to help employees develop harmony between their work and private lives while also promoting occupational health and safety.

Training and Career Development

As stated in our management credo, we are committed to “respecting individuals and supporting their work” and offer our employees both the opportunity to maximize their potential and a range of programs that give our employees the support they need to enhance their professional skills. Our employees are encouraged to pursue career development opportunities within the Group, and we have a system that enables part-time employees to apply for theme park employee status and for theme park employees to apply to become corporate employees.

Moving ahead, we will continue to provide support systems for employees to allow them to improve themselves and develop their abilities in line with their individual goals and desires.

Corporate Culture as a Wellspring for Creation of Moving Experiences

In line with our business mission, which emphasizes the value of original and imaginative ideas, the OLC Group is striving to develop a corporate culture in which all employees think about how to achieve this mission. For example, OLC has a program in which ideas received from employees are utilized at Tokyo Disney Resort. To date, ideas received through this program have successfully resulted in improvements to facilities, in new merchandise and in menu items for special events.

In addition to this proposal system, we also have several programs to recognize the efforts of staff, such as “Spirit of Tokyo Disney Resort,” where Cast Members recognize each other’s excellent efforts in customer service, the “Five Star Program” where supervisors recognize Cast Members who have performed outstanding service, and “Thanks Day” where officers and employees host Cast Members. These programs raise employee satisfaction levels through communication and help to foster a corporate culture where employees feel motivated to make their best effort in their work.



Encouragement of employee independence through career advancement programs



Award ceremony for the “I Have an Idea” program



Five Star Cards recognize Cast Members who have performed outstanding service

Environmental Protection Activities

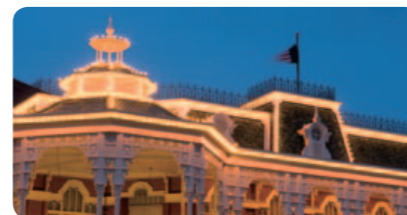
The OLC Group has established an Environmental Policy that sets forth guidelines for action and our philosophy governing the Group’s environmental activities. We have set out plans and targets for environmental measures, and are working to reduce the environmental impact of our operations through a variety of different means.

Measures against Global Warming

The OLC Group is working to prevent global warming by promoting measures to reduce CO₂ emissions and energy consumption. We have been working to reduce CO₂ emissions through such initiatives as reducing energy consumption by installing a large-scale heat pump in our central energy plant*. Furthermore, in order to reduce energy consumption, we have established the Energy Management System, and have been combining a diverse range of measures including promoting the visibility of energy consumption level, as well as changing lights in buildings and those used in night parades to light-emitting diodes (LEDs).

We also installed solar panels on the rooftops of our buildings, and in fiscal 2010 our renewable energy generation grew to equal the energy used in our nighttime parades.

* Rather than building heat pumps for each of the facilities in our theme parks, such as attractions, restaurants and shops, we built a central heat pump, which distributes the heat used in the air conditioners in all of these facilities.



LEDs are used to light the edges of the World Bazaar



Solar panels installed on the roof of a Company building

Initiatives to Reduce Waste

We have been working to reduce waste by installing hand dryers* in restrooms and using tableware made of porcelain, ceramic and metal in dining facilities. Additionally, we are aggressively promoting recycling through such initiatives as the appropriate disposal of waste and separating garbage based on highly detailed specifications. As a result of these measures, we have raised the recycling rate for Tokyo Disney Resort as a whole from less than 50% in the fiscal year ended March 31, 2003—the first full year of operation of Tokyo DisneySea—to over 70% in the fiscal year ended March 31, 2012. Among the various recycling categories, the recycling rate for kitchen garbage at the theme parks is now almost 100%.

*According to the power supply/demand situation, hand dryers are sometimes turned off in order to conserve electricity.

Water Treatment

The precious water used at Tokyo Disney Resort is collected and purified at the Company’s own water treatment facilities. Furthermore, approximately 60% of used water is subsequently recycled and used in toilets.

Additionally, through the establishment of the OLC Group Water Supply and Disposal Guidelines, we are constructing systems to enable optimal management and operation of water supply and wastewater.



Some parts of our Cast costumes are sourced from recycled materials



Water is collected and purified at OLC’s own water treatment facilities

Social Contribution Activities

The OLC Group’s community action programs focus on the “heart.” Support for the well-being of children and families is deeply rooted in our business and we put particular emphasis on programs that support positive childhood development, since children are our future.

OLC Group Policy on Community Action Programs

The OLC Group seeks to engage in community action programs that focus on the positive development of children—our hope for the future—as a means of creating healthy and happy families, regions and communities.

- Programs Fostering the Positive Development of Children

The OLC Group will support programs that “nurture the heart” with a view toward developing intellectual curiosity and consideration for others in children.

- Programs that Support Children

The OLC Group will support programs that provide assistance to children who have been placed at a disadvantage for various reasons.



Lessons for junior high school students in Urayasu City

Programs to Educate Children in Local Communities

The OLC Group is actively involved in work experience study programs and hosting classes in schools. Since fiscal 2007, the Group has taken part in career education programs that foster a positive attitude to work among junior high school students in Urayasu City. Specifically, we conduct classes to teach children about the meaning and enjoyment of work, and to show them how at Tokyo Disney Resort all jobs are connected to the happiness of Guests.

Delivering the Dream of Our Theme Parks

By visiting hospitals and other facilities nationwide, the OLC Group has been working to deliver the Disney dream to people who are unable to visit Tokyo Disney Resort as an ongoing commitment since Tokyo Disneyland opened to the public in 1983.

In April and May 2011, Tokyo Disney Resort Ambassadors and Disney characters visited children staying in 21 emergency shelters and schools in areas affected by the Great East Japan Earthquake (namely, Iwate, Miyagi, and Fukushima prefectures), to bring them cheer and comfort.



Tokyo Disney Resort Ambassadors and Disney characters visited children in areas affected by the Great East Japan Earthquake

Board of Directors, Corporate Auditors and Corporate Officers

(As of July 1, 2012)

Board of Directors



(Left)
**Representative Director,
 Chairman and CEO**
Toshio Kagami
 1972 Entered the Company
 2005 Representative Director,
 Chairman and CEO
<Concurrent office>
 Representative Director and Chairman
 of Milial Resort Hotels Co., Ltd.
 Corporate Auditor (External) of Keiyo
 Gas Co., Ltd.

(Right)
**Representative Director,
 President and COO**
Kyoichiro Uenishi
 1980 Entered the Company
 2009 Representative Director,
 President and COO
<Concurrent office>
 Corporate Auditor of Keisei Electric
 Railway Co., Ltd.



Representative Director
Kiichi Sunayama
 1970 Entered the Company
 2007 Representative Director



Representative Director
Yojiro Shiba
 2005 Entered the Company
 2009 Representative Director



Executive Director
Norio Irie
 1975 Entered the Company
 2003 Executive Director



Executive Director
Yasushi Tamaru
 1975 Entered the Company
 2009 Executive Director



Executive Director
Shigeru Suzuki
 1980 Entered the Company
 2003 Executive Director



Executive Director
Yumiko Takano
 1980 Entered the Company
 2003 Executive Director
<Concurrent office>
 Representative Director and President
 of Milial Resort Hotels Co., Ltd.



Executive Director
Akiyoshi Yokota
 1980 Entered the Company
 2009 Executive Director



Executive Director
Yoritoshi Kikuchi
 1980 Entered the Company
 2009 Executive Director



Executive Director
Hirofumi Kohnobe
 1981 Entered the Company
 2009 Executive Director
<Concurrent office>
 Representative Director and President
 of IKSPIARI Co., Ltd.



Executive Director (External)
Tsutomu Hanada
 1966 Entered Keisei Electric Railway Co., Ltd.
 2005 Executive Director of the Company
<Concurrent office>
 Representative Director and Chairman
 of Keisei Electric Railway Co., Ltd.
 Executive Director (External) of
 Shin-Keisei Electric Railway Co., Ltd.

Corporate Auditors



Standing Corporate Auditor
Fumio Tsuchiya
 1979 Entered the Company
 2005 Corporate Auditor



**Standing Corporate Auditor
 (External)**
Akio Nakajima
 2012 Corporate Auditor of the
 Company



Corporate Auditor (External)
Hiroshi Otsuka
 1958 Entered Keisei Electric Railway Co., Ltd.
 1996 Corporate Auditor of the Company
<Concurrent office>
 Advisor of Keisei Electric Railway Co., Ltd.
 Executive Director (External) of Tokyu
 Construction Co., Ltd.
 Corporate Auditor (External) of The Keiyo Bank Ltd.



Corporate Auditor (External)
Tatsuo Kainaka
 2002 Chief Justice of the Supreme Court
 2010 Licensed attorney at law
 Entered Takusyou Sogo Law Office
 2012 Corporate Auditor of the Company
<Concurrent office>
 Executive Director (External) of Japan Airlines
 Co., Ltd.
 President of Life Insurance Policyholders
 Protection Corporation of Japan

Note: Executive Director (External) Tsutomu Hanada and Corporate Auditor (External) Tatsuo Kainaka satisfy the requirements for independent officers as specified in Article 436-2 of the Securities Listing Regulations of Tokyo Stock Exchange, Inc.

Corporate Officers

President Officer
Kyoichiro Uenishi

**Executive Vice President
 Officers**
Kiichi Sunayama
 General Manager of Theme Park
 Business Unit, Theme Park Business
 Supervision Department, Resort
 Creation Department

Yojiro Shiba
 Deputy General Manager of Theme
 Park Business Unit, Marketing Divi-
 sion, Theatrical Business Division,
 Finance / Accounting Department

Senior Executive Officer
Norio Irie
 Human Resources Division, IT Promo-
 tion Department, Food Safety Control
 Department, Casting Department

Executive Officers
Yasushi Tamaru
 Operations Division, Entertainment
 Division

Shigeru Suzuki
 General Affairs Department, Social
 Activity Promotion Department,
 Publicity Department, Internal Audit-
 ing Department, Business Solution
 Department

Yumiko Takano
 Representative Director and President
 of Milial Resort Hotels Co., Ltd.

Akiyoshi Yokota
 Corporate Strategy Planning Division,
 Affiliated Business Department

Officers
Yoritoshi Kikuchi
 Director of Engineering Division

Hirofumi Kohnobe
 Representative Director and President
 of IKSPIARI Co., Ltd.

Katsuhisa Udagawa
 Business Solution Department,
 Affiliated Business Department

Etsuko Nagashima
 CS Enhancement Department,
 Cast Development Department

George Yasuoka
 Director of Theatrical Business Division

Wataru Takahashi
 Finance / Accounting Department

Masufumi Sumimoto
 Merchandise Division

Seiji Kurokawa
 Food Division

Tetsuro Sato
 Director of Theme Park Business
 Supervision Department

Six-Year Summary

Oriental Land Co., Ltd. and Consolidated Subsidiaries
Fiscal Years Ended March 31

	(Millions of yen)						(Thousands of U.S. dollars ¹⁾)
	'12/3	'11/3	'10/3	'09/3	'08/3	'07/3	'12/3
FOR THE YEAR:							
Revenues	¥360,061	¥356,181	¥371,415	¥389,243	¥342,422	¥344,083	\$4,380,837
Operating income	66,923	53,664	41,924	40,096	31,144	34,111	814,247
Income before income taxes	55,289	38,086	37,780	34,841	25,475	28,863	672,697
Total income taxes	23,183	15,188	12,354	16,878	10,739	12,546	282,066
Net income	32,114	22,908	25,427	18,089	14,731	16,309	390,729
Capital expenditures ²	23,210	27,904	19,419	40,140	52,691	54,807	282,394
Depreciation and amortization	39,850	39,985	46,695	49,733	43,623	42,951	484,852
EBITDA ³	106,773	93,649	88,619	89,829	74,767	77,062	1,299,100
Free cash flow ⁴	48,754	34,989	52,703	27,682	5,663	4,453	593,187
AT YEAR-END:							
Total assets	¥619,494	¥574,635	¥615,090	¥644,992	¥757,542	¥699,772	\$7,537,340
Theme parks, resorts and other property, at cost	447,110	472,152	487,871	516,040	531,479	526,217	5,439,956
Total net assets	383,085	357,779	366,473	373,660	388,181	385,001	4,660,968
Interest-bearing debt	149,580	142,937	173,289	193,019	294,320	235,626	1,819,929
(Yen) (U.S. dollars ¹)							
PER SHARE DATA:							
Net income (EPS)	¥ 384.98	¥ 265.26	¥ 280.17	¥ 196.84	¥ 154.86	¥ 171.46	\$ 4.68
Diluted net income	372.87	—	—	—	—	—	4.54
Net assets (BPS)	4,592.03	4,288.99	4,240.59	4,109.59	4,079.44	4,046.03	55.87
Cash dividends	100.00	100.00	100.00	70.00	60.00	55.00	1.22
(%)							
SELECTED FINANCIAL DATA:							
Operating margin	18.6%	15.1%	11.3%	10.3%	9.1%	9.9%	
Return on revenues	8.9	6.4	6.8	4.6	4.3	4.7	
Return on assets (ROA) ⁵	5.4	3.9	4.0	2.6	2.0	2.3	
Return on equity (ROE) ⁶	8.7	6.3	6.9	4.7	3.8	4.3	
Equity ratio	61.8	62.3	59.6	57.9	51.2	55.0	
Payout ratio	26.0	37.7	35.7	35.6	38.7	32.1	
Annual theme park attendance (thousands of Guests)	25,347	25,366	25,818	27,221	25,424	25,816	
Revenues per Guest (¥)	10,336	10,022	9,743	9,719	9,370	9,309	
Number of shares issued (thousands)	90,923	90,923	90,923	95,123	95,123	100,123	
Number of employees	3,939	3,960	3,954	4,115	3,896	3,750	

Notes: 1. The U.S. dollar amounts are provided for convenience only and have been converted at the rate of ¥82.19 to U.S.\$1, the prevailing exchange rate at March 31, 2012.
2. Capital expenditures includes tangible and intangible assets and long-term prepaid assets.
3. EBITDA = Operating income + Depreciation and amortization, aggregate
4. Free cash flow = Net income + Depreciation and amortization, aggregate – Capital expenditures
5. Return on assets = Net income / Total assets
6. Return on equity = Net income / Total stockholders' equity

Message from the Officer in Charge of the Finance / Accounting Department

Aiming for sustainable, long-term improvement in corporate value by stably generating abundant free cash flow

Despite being impacted by the Great East Japan Earthquake, we achieved a rapid recovery in performance during the first year of the 2013 medium-term plan (the fiscal year ended March 31, 2012). The plan is framed around two central objectives. The first is to stably generate abundant free cash flow for investing in new growth opportunities and reducing interest-bearing debt through sustainable growth in our core business, Tokyo Disney Resort. The second is to allocate free cash flow to returns to our stockholders. By steadily implementing the medium-term plan and remaining committed to managing from a long-term perspective, the OLC Group is determined to sustainably improve corporate value over the long term.



Officer and Director of Finance / Accounting Department
Wataru Takahashi

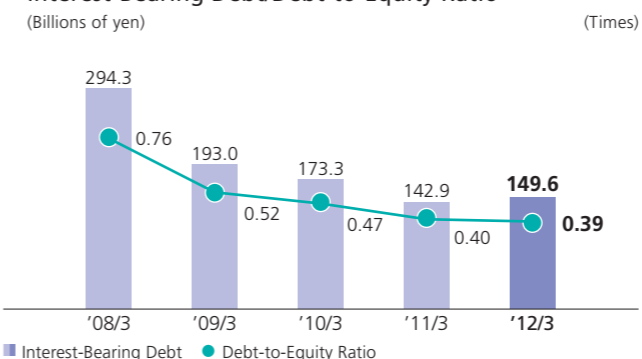
Enhancing Risk Responsiveness and the Financial Base

When the Great East Japan Earthquake struck, our facilities and employees were prepared. We were also prepared from a financial standpoint, having established commitment lines and other measures. This preparation is what enabled OLC to continue operating, and supported our rapid recovery in performance. As a risk response measure based on this experience, in September 2011 we took out a new long-term loan of ¥50.0 billion as earthquake risk countermeasures financing. This step has prepared the OLC Group to deal with a massive seismic event above and beyond any previously imagined. These funds will be held and managed mainly as cash and deposits, then allocated to working capital and other uses should the contingency arise. This is a level sufficient to cover our financial needs even if our theme parks were to close, for six months or so.

At the same time, strengthening our financial base by paring down interest-bearing debt is also essential, since this ensures we have the capacity to invest in new growth opportunities. Although, as I mentioned earlier, we secured funds to cope with future risks in the fiscal year ended March 31, 2012, our interest-bearing debt level at fiscal year-end was ¥149.6 billion, and the debt-to-equity ratio was 0.39 times. These levels were virtually unchanged from ¥142.9 billion and 0.40 times recorded at the end of the previous fiscal year.

In this way, by preparing for risk while steadily strengthening our financial base, we are simultaneously laying the groundwork for responding swiftly to a range of decisions.

Interest-Bearing Debt/Debt-to-Equity Ratio



Net Income Marks a New Record High

Despite the impact of the Great East Japan Earthquake in the fiscal year ended March 31, 2012, our operating margin increased on improved cost efficiency, coupled with a recovery in revenues. As a result, our operating income base rose dramatically to the mid- ¥60.0 billion level, leading to record-high net income of ¥32.1 billion.

Going forward, we will aim to promote sustainable growth in our core business to raise the level of profit.

Aiming for Further Improvement in Corporate Value

With a rise in net income as I described, free cash flow, net income per share, and ROE have also improved.

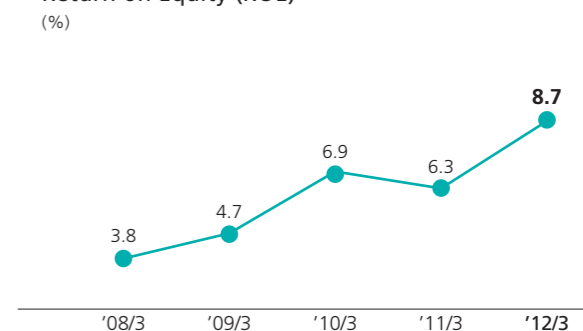
For the fiscal year ended March 31, 2012, free cash flow increased steadily, rising ¥13.8 billion over the previous fiscal year to ¥48.8 billion, and is expected to retain this high level. In light of this, we opted to upwardly revise our medium-term plan target for total free cash flow over the plan's three-year period from the "¥120.0 billion level" to the "¥130.0 billion level."

Net income per share rose to a record high of ¥385.0 for the fiscal year under review.

As for ROE, our target until now had been to reach a level of 8% or higher as quickly as possible. We achieved this in the fiscal year ended March 31, 2012, with ROE of 8.7%. We intend to continue aiming to keep the level above 8% by striving for profit growth and making stockholder returns.

Looking ahead, we will seek to generate stable free cash flow to achieve further improvements in corporate value.

Return on Equity (ROE)



1. Overview of Consolidated Results (Fiscal Year Ended March 31, 2012)

(1) Revenues and Income

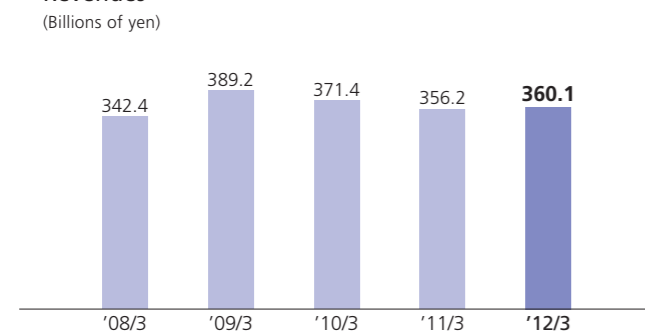
During the fiscal year ended March 31, 2012, Japan's economic outlook remained uncertain, reflecting such factors as the European sovereign debt crisis. Consumer confidence, however, which had slumped largely as a consequence of the Great East Japan Earthquake and subsequent power shortage, exhibited a gradual recovery trend.

Under these circumstances, the OLC Group resumed operation of its Tokyo Disney Resort facilities, which had been suspended due to the impact of the disaster, reopening Tokyo Disneyland and Tokyo DisneySea on April 15 and 28, 2011, respectively. Although an operating loss was posted for the first quarter (April to June) due to the impact of theme park closure, among other factors, operating income reached record highs in all of the three subsequent quarters. Factors contributing to the strong performance from the second quarter onward included a recovery in revenues driven by the highest ever figures for theme park attendance and revenues per Guest. These figures reflected the success of the Tokyo DisneySea 10th Anniversary events, cost decreases specific to the fiscal year under review, and reductions in costs after the disaster.

As a result, revenues for the OLC Group increased to ¥360.1 billion (up 1.1%), and operating income and net income set new records at ¥66.9 billion (up 24.7%) and ¥32.1 billion (up 40.2%), respectively.

	(Billions of yen)			
	Fiscal year ended March 31, 2012	Fiscal year ended March 31, 2011	Increase (decrease)	Change from previous period (%)
Revenues	360.1	356.2	3.9	1.1
Theme Park Segment	297.9	290.5	7.4	2.6
Hotel Business Segment	42.2	44.0	(1.8)	(4.1)
Other Business Segment	20.0	21.7	(1.7)	(8.0)
Operating Income	66.9	53.7	13.3	24.7
Theme Park Segment	56.4	46.2	10.2	22.1
Hotel Business Segment	9.6	8.4	1.1	13.5
Other Business Segment	0.7	(1.2)	1.9	—
Net Income	32.1	22.9	9.2	40.2

Revenues



Revenues

Revenues for the OLC Group increased to ¥360.1 billion (up 1.1%). The Theme Park Segment saw revenues increase, while revenues decreased in the Hotel Business Segment and Other Business Segment.

Theme Park Segment

Theme Park Segment revenues were ¥297.9 billion (up 2.6%). Although theme park attendance dropped significantly year on year in the first quarter due to the impact of the disaster, attendance reached record highs in all of the three subsequent quarters. Factors contributing to this performance included the success of the Tokyo DisneySea 10th Anniversary events and new product introductions, as well as the fact that we were able to welcome many Guests who had postponed visits intended for the period the theme parks were closed until sometime after the reopening. As a result, theme park attendance for the entire fiscal year declined slightly to 25.35 million (down 0.1%).

Revenues per Guest were a new record high of ¥10,336 (up 3.1%). This was mainly due to the effects of ticket price revisions and strong sales of Tokyo DisneySea 10th Anniversary-related products.

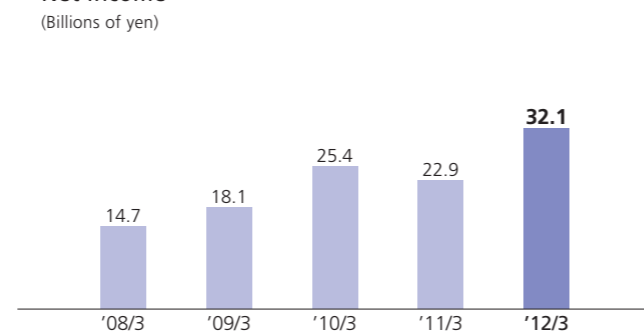
Theme Park Information

	Fiscal year ended March 31, 2012	Fiscal year ended March 31, 2011	Change from previous period (%)
Theme park attendance (Millions of Guests)	25.35	25.37	(0.1%)
Revenues per Guest	¥10,336	¥10,022	3.1%
Ticket receipts	4,335	4,217	2.8%
Merchandise	3,796	3,629	4.6%
Food and beverages	2,205	2,176	1.3%

Hotel Business Segment

Revenues in the Hotel Business Segment declined to ¥42.2 billion (down 4.1%). This was due to lower occupancy rates at each hotel compared with the previous fiscal year mainly as a result of the first quarter occupancy rates falling short of those recorded in the same period of the previous fiscal year, owing to the disaster. The occupancy rates were in the mid-80% range at Tokyo Disneyland Hotel, the lower

Net Income



90% range at Tokyo DisneySea Hotel MiraCosta, the lower 70% range at Disney Ambassador Hotel, and the upper 70% range at Palm & Fountain Terrace Hotel.

Other Business Segment

Revenues in the Other Business Segment decreased to ¥20.0 billion (down 8.0%). This was mainly due to a decrease in revenues from the theatrical business owing to termination of the "ZED™" production as of December 31, 2011.

Operating Income

Operating income increased to ¥66.9 billion (up 24.7%), reaching a new record high for a fourth consecutive year. Factors contributing to the performance from the second quarter onward included a recovery in revenues driven by the highest ever figures for theme park attendance and revenues per Guest, cost decreases specific to the fiscal year ended March 31, 2012, and a temporary reduction in costs after the disaster. The operating margin improved 3.5 percentage points, to 18.6%.

Theme Park Segment

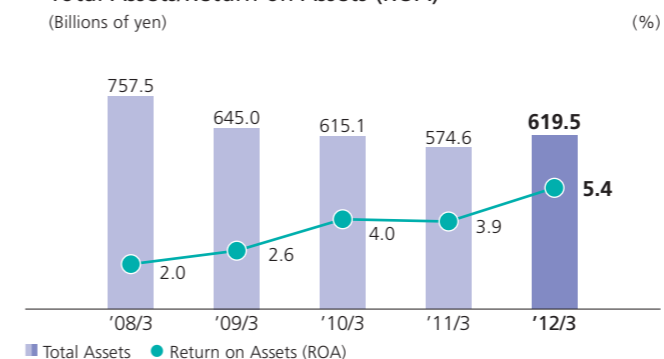
Operating income increased to ¥56.4 billion (up 22.1%), due to reductions in the variable cost ratios and fixed expenses, in addition to an increase in revenues.

The reductions in costs included the following: reductions in the cost of merchandise ratio and cost of food/beverages ratio; cost decreases specific to the fiscal year under review, including decreases in costs related to facility renovation as well as an exemption from fixed asset tax; and a decrease in fixed expenses as a result of a temporary reduction in costs after the disaster, including sales promotion costs, entertainment show production costs, and others.

Hotel Business Segment

Despite a decrease in revenues, operating income increased to ¥9.6 billion (up 13.5%), due to a reduction in fixed expenses such as sales promotion costs and personnel expenses as a result of cost control efforts.

Total Assets/Return on Assets (ROA)



Other Business Segment

Despite a decrease in revenues, operating income improved to ¥0.7 billion (change of ¥1.9 billion) as the segment turned profitable. The improvement was due to various factors, including decreases in fixed expenses in the theatrical business and facility renovation costs in the Ikspiari business.

Please see the review of consolidated operations on pages 30 through 35 for detailed segment information.

Other Income (Expenses) and Income before Income Taxes

Other expenses totaled ¥11.6 billion, compared with other expenses of ¥15.6 billion for the previous fiscal year. Impairment loss in the theatrical business of ¥6.3 billion and loss on disaster of ¥3.6 billion were recorded.

As a result of the above, income before income taxes increased to ¥55.3 billion (up 45.2%).

Income Taxes

Income taxes were ¥23.2 billion (up 52.6%). The effective tax rate, calculated as the ratio of income taxes to income before income taxes, rose 2.0 percentage points, to 41.9%.

Net Income

Net income was ¥32.1 billion (up 40.2%). Net income per share increased to ¥384.98. Return on equity (ROE) increased to 8.7%.

(2) Assets, Liabilities and Net Assets

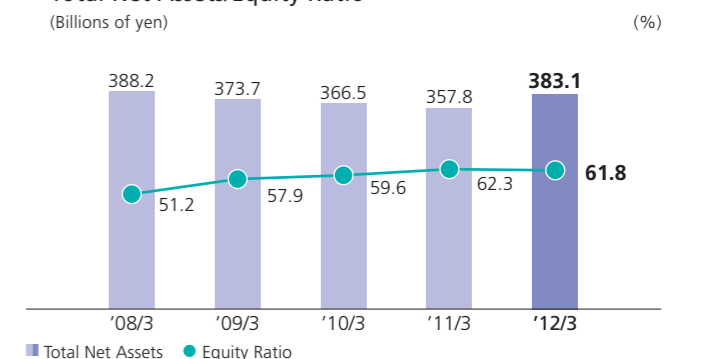
Assets

Total assets as of March 31, 2012 were ¥619.5 billion (up 7.8%).

Total current assets rose to ¥134.2 billion (up 105.3%) due to increases in cash and cash equivalents, notes and accounts receivable-trade and short-term investment securities, among other factors.

Total non-current assets dropped to ¥485.3 billion (down 4.7%) due to various factors, including a decrease in property, plant and equipment as a result of the continued depreciation and amortization of facilities at Tokyo Disney Resort.

Total Net Assets/Equity Ratio



■ Liabilities

Total liabilities as of March 31, 2012 were ¥236.4 billion (up 9.0%).

Current liabilities declined to ¥94.2 billion (down 12.0%) as a result of various factors, including repayment of loans.

Total non-current liabilities rose to ¥142.2 billion (up 29.4%) due to an increase in long-term debt, among other factors.

As of March 31, 2012, interest-bearing debt totaled ¥149.6 billion (up 4.6%). The debt-to-equity ratio improved to 0.39 times from 0.40 times in the previous term.

■ Net Assets

Total net assets as of March 31, 2012 were ¥383.1 billion (up 7.1%) due to various factors, including the increase in net income. The shareholders' equity ratio stood at 61.8% (down 0.5 of a percentage point).

(3) Cash Flows

■ Cash Flows

Cash and cash equivalents as of March 31, 2012 totaled ¥48.5 billion, up ¥13.1 billion year on year.

Cash Flows from Operating Activities

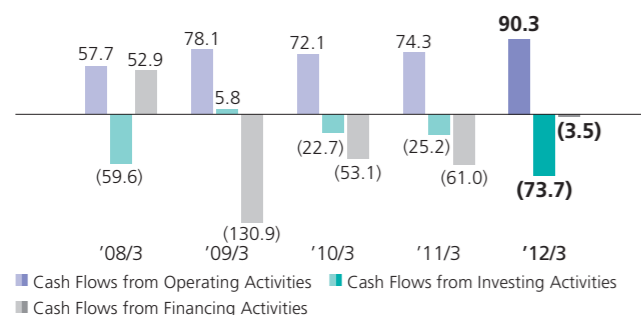
Net cash provided by operating activities increased ¥16.0 billion year on year, to ¥90.3 billion, due mainly to a rise in net cash provided by major operating activities.

Cash Flows from Investing Activities

Net cash used in investing activities increased ¥48.5 billion, to ¥73.7 billion, due to factors that included an increase in payments into time deposits.

■ Cash Flows

(Billions of yen)



Cash Flows from Financing Activities

Net cash used in financing activities decreased ¥57.5 billion, to ¥3.5 billion, mainly due to an increase in proceeds from long-term debt.

■ Capital Expenditures and Depreciation and Amortization

Capital expenditures were ¥23.2 billion (down 16.8%). The decline was due to lower capital expenditures in "Toy Story Mania!" and "Fantasmic!," although it was somewhat offset by the introduction of privately owned generators.

Depreciation and amortization totaled ¥39.9 billion (down 0.3%).

■ Free Cash Flow

Free cash flow totaled ¥48.8 billion (up 39.3%). This was primarily the result of increased net income and decreased capital expenditures.

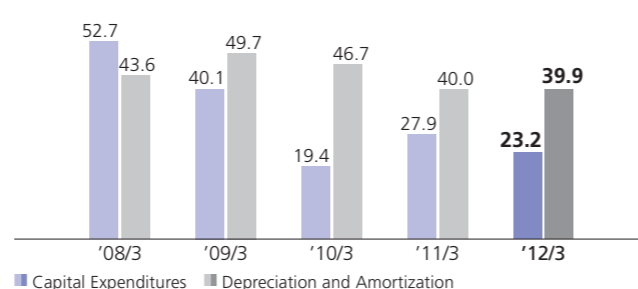
■ Funding and Bond Ratings

The OLC Group's primary source of liquidity is cash generated in day-to-day operating activities. In addition, the OLC Group will work to increase free cash flow under the 2013 medium-term plan. The OLC Group's policy is to allocate free cash flow to direct stockholder returns while reducing interest-bearing debt and enhancing business development in order to secure surplus capital to fund new growth.

As of March 31, 2012, the OLC Group's long-term debt was rated AA by Japan Credit Rating Agency, Ltd. (JCR) and AA- by Rating and Investment Information Inc. (R&I).

■ Capital Expenditures/ Depreciation and Amortization

(Billions of yen)



2. Forecast for Consolidated Results (Fiscal Year Ending March 31, 2013)

(1) Forecast for Revenues and Operating Income

	Fiscal year ending March 31, 2013 (Forecast)	Fiscal year ended March 31, 2012	Increase (decrease)	Change from previous period (%)
(Billions of yen)				
Revenues	369.4	360.1	9.4	2.6
Theme Park Segment	307.9	297.9	10.0	3.4
Hotel Business Segment	45.2	42.2	3.0	7.2
Other Business Segment	16.3	20.0	(3.7)	(18.4)
Operating Income	65.2	66.9	(1.8)	(2.6)
Theme Park Segment	56.0	56.4	(0.4)	(0.8)
Hotel Business Segment	9.5	9.6	(0.0)	(0.3)
Other Business Segment	(0.5)	0.7	(1.2)	-
Net Income	40.0	32.1	7.9	24.6

■ Revenues

Revenues are forecast to increase to ¥369.4 billion (up 2.6%) mainly due to a return to normal operations.

Theme Park Segment

Revenues are forecast to increase to ¥307.9 billion (up 3.4%). Theme park attendance is expected to increase, mainly due to the return to normal operations; however, revenues per Guest are expected to decrease owing to a decline in merchandise revenues due to the end of sales of Tokyo DisneySea 10th Anniversary-related products.

Theme Park Information

	Fiscal year ending March 31, 2013 (Forecast)	Fiscal year ended March 31, 2012	Change from previous period (%)
Theme park attendance (Millions of Guests)	26.30	25.35	3.8%
Revenues per Guest	¥10,270	¥10,336	(0.6%)
Ticket receipts	4,470	4,335	3.1%
Merchandise	3,620	3,796	(4.6%)
Food and beverages	2,180	2,205	(1.1%)

Hotel Business Segment

Revenues are forecast to increase to ¥45.2 billion (up 7.2%) due to the return to normal operations. Occupancy rates are expected to be approximately 90% at Tokyo Disneyland Hotel, the mid-90% range at Tokyo DisneySea Hotel MiraCosta, the lower 70% range at Disney Ambassador Hotel, and the mid-70% range at Palm & Fountain Terrace Hotel.

Other Business Segment

Revenues are forecast to decrease to ¥16.3 billion (down 18.4%), mainly due to a decrease in revenues from the theatrical business following the termination of the "ZED™" production.

■ Operating Income

Operating income is expected to decline to ¥65.2 billion (down 2.6%). This is mainly due to the increase in operational costs relating to the period of theme park closure in the fiscal year ended March 31, 2012, and a rise in fixed expenses following a temporary reduction during the previous fiscal year owing to the disaster.

Theme Park Segment

Operating income is expected to decrease to ¥56.0 billion (down 0.8%). While revenues are projected to increase, the ratio of variable charges is expected to rise as a result of increases in energy expenses and other factors, as will the cost of merchandise ratio and cost of food/beverages ratio. In addition, operating income is expected to decline due to the increase in operational costs related to the period of theme park closure and a rise in fixed expenses following a temporary reduction during the previous fiscal year owing to the disaster.

Hotel Business Segment

While revenues are forecast to increase, operating income is expected to decrease to ¥9.5 billion (down 0.3%). The main factors behind this expected decrease are an increase in operational costs related to the period of theme park closure, and a rise in fixed expenses due to higher facility renovation costs incurred for the refurbishment of Guest rooms at Disney Ambassador Hotel.

Other Business Segment

Operating loss is forecast to be ¥0.5 billion due to a temporary increase in costs such as facility renovation costs in the Ikspiari business and statutory vehicle inspection fees for the Disney Resort Line, among others.

■ Net Income

Net income is forecast to be ¥40.0 billion (up 24.6%), another record high, mainly due to a decrease in impairment loss and loss on disaster. Net income per share is also expected to increase significantly to ¥479.48.

(2) Cash Flows Forecast

■ Capital Expenditures and Depreciation and Amortization

Capital expenditures are expected to increase to ¥39.1 billion (up 68.5%). The main components are investments for renovation of "Star Tours" and facility renovation at Disney Ambassador Hotel.

Depreciation and amortization are forecast to decrease to ¥36.8 billion (down 7.7%), mainly due to completion of straight-line method depreciation initiated under the fiscal 2007 tax reform.

■ Free Cash Flow

Free cash flow for the fiscal year ending March 31, 2013 is expected to decrease to ¥37.7 billion (down 22.6%), mainly due to the

3. Progress on the 2013 Medium-Term Plan

■ 2013 Medium-Term Plan (From fiscal year ended March 31, 2012 to fiscal year ending March 31, 2014)

In the fiscal year ended March 31, 2012, we launched the 2013 medium-term plan, which covers the period between the fiscal year ended March 31, 2012 and the fiscal year ending March 31, 2014. We will continue to innovate and reinvent ourselves in order to consistently create new value, while at the same time responding to expected future changes in the surrounding environment, such as shifting demographics.

OLC has formulated the following two fundamental policies for the medium-term plan: "Sustainable Growth of the Core Business (Tokyo Disney Resort)" and "Reinforcement of the Foundation for Long-Term Sustainable Growth." We will allocate a high level of the free cash flow consistently generated from the sustainable growth of the core business, to preparations for new growth and stockholder returns, among other areas.

4. Basic Policy on Distribution of Profit and Dividends

■ Dividends

The total cash dividend for the fiscal year ended March 31, 2012 is set at ¥100.00 per share, the same amount as in the previous fiscal year. This will make for a consolidated dividend payout ratio of 26.0%.

We will remain focused on stockholder returns when allocating the steady stream of free cash flow. Going forward, we aim to pay stable dividends while taking external factors into consideration.

We plan to keep total dividends at ¥100 per share for the fiscal year ending March 31, 2013, the same amount as the fiscal year under review.

5. Business Risks

Issues that could exert a material effect on the results, financial position, stock price and other aspects of the OLC Group include, but are not limited to, the following. Management believes that these are among the issues that could significantly affect the decisions of investors.

expected increase in capital expenditures, despite record high net income.

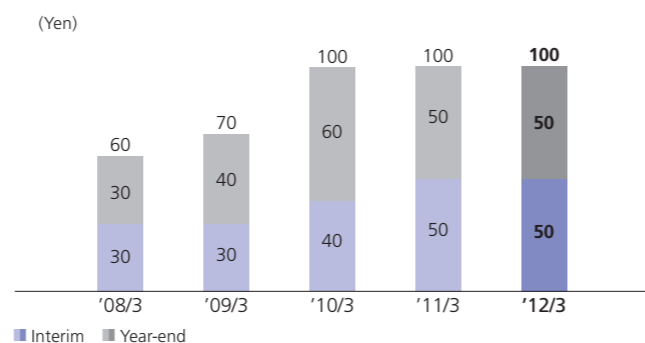
Under the 2013 medium-term plan, a numerical target of "generating the ¥120.0 billion level of aggregated free cash flow over three years" was set with a view to generating corporate value that will enable sustainable growth over the long term. We are steadily on the path towards reaching the target, with free cash flow for the fiscal year ended March 31, 2012 amounting to ¥48.8 billion and projected to be ¥37.7 billion for the fiscal year ending March 31, 2013. In light of our steady progress so far, OLC has revised the numerical target upwards from "the ¥120.0 billion level" to "the ¥130.0 billion level."

* Please see pages 14 to 15 for more information about the 2013 medium-term plan.

■ ROE

Regarding our target of achieving an ROE of 8% or more, ROE for the fiscal year ended March 31, 2012 successfully reached the targeted figure. We will continue to aim at an ROE of 8% or more through earnings growth and direct stockholder returns.

■ Annual Cash Dividends per Share



Please note that forward-looking statements are based on judgments made by the OLC Group as of June 28, 2012.

(1) Risks Related to Weakening of the Tokyo Disney Resort Brand

■ Quality of Tangibles (Facilities, Services, etc.)

The OLC Group's principal business, Tokyo Disney Resort, maintains Guest satisfaction at a high level by constantly creating new experience value for Guests through such means as introducing new facilities. The OLC Group will work to raise the overall appeal of Tokyo Disney Resort by raising the quality of its facilities and services. However, lower Guest satisfaction due to factors including an inability to properly time investments as a result of unforeseen circumstances could damage the Group brand.

■ Quality of Intangibles (Cast Hospitality, etc.)

The OLC Group's principal business, Tokyo Disney Resort, is supported by numerous Cast Members. The hospitality of Cast Members creates strong feelings of satisfaction among Guests. Going forward, the OLC Group will educate Cast Members and create a work environment that gives Cast Members a sense of pride and joy in their work. However, lower Guest satisfaction due to factors including a shortage of workers as a result of unforeseen circumstances could damage the Group brand.

(2) Risks Related to Operations

■ Product Deficiencies and Problems

Incidents, including attraction incidents, sale of defective merchandise or product tampering, involving the products and services of Tokyo Disney Resort, including attractions, products and foods, could entail serious harm to the Guests, who are customers, and could result in material costs from factors including decreased trust in the Group's priority on safety, damage to the Group brand and lawsuits.

■ Regulatory Violations

The OLC Group emphasizes compliance in operating its businesses and conducting related transactions, including the procurement of products and materials. We maintain systems that promote compliance and provide ongoing education to managers. These efforts notwithstanding, failure among managers to prevent major regulatory violations or incidents could result in the cessation of part or all operations due to government actions, reduced trust in the OLC Group, damage to the Group brand or other negative consequences including lawsuits involving large expenses.

■ Information Security

The OLC Group takes full precautions in its business activities to prevent avoidable leaks of the personal information it maintains on Guests and the proprietary information it maintains concerning business operations. These precautionary measures include strengthening surveillance systems for internal networks and limiting access to information.

However, unforeseeable or unexpected instances such as hacking of internal information, misuse of internal databases, leaks or

falsification could lead to a decrease in trust in the OLC Group, damage to the Group brand or other negative consequences including lawsuits involving large expenses that could affect the performance of the OLC Group.

(3) Risks Related to the External Environment

■ Weather

In the OLC Group's principal business, Tokyo Disney Resort, the number of Guests that visit the theme parks is easily influenced by weather conditions such as climate and temperature. Consequently, an extended period of inclement weather could lead to a temporary decrease in the number of Guests.

■ Natural Disasters

The OLC Group's business infrastructure is concentrated in the Maihama area, and a major earthquake, fire, flood or other disaster there could lead to adverse effects. Although the Group has given sufficient consideration to disaster resistance at all Tokyo Disney Resort facilities, there is a possibility that in the event of a disaster the damage caused to facilities, public transportation and lifelines (electricity, gas and water), will likely cause a drop in consumer confidence. This could lead to a temporary decrease in the number of Guests.

■ Terrorism, Infectious Diseases or Similar Incidents

The OLC Group has numerous facilities where Guests are present, and places the highest priority on ensuring safety at each of them. However, in the event of a terrorist attack or similar incident at a large-scale consumer-oriented facility in Japan or overseas, or in the event of an outbreak of an infectious disease for which no treatment is available, consumer confidence would presumably decline. This could lead to a temporary decrease in the number of Guests.

■ Changes in the Economy

The results of the OLC Group's principal business, Tokyo Disney Resort, have been stable in the past, even when economic conditions were unfavorable in Japan. We therefore believe that Tokyo Disney Resort is not greatly affected by the state of the economy. However, factors such as an unprecedented recession could lead to a temporary decrease in the number of Guests.

■ Regulatory Issues

The OLC Group is subject to various regulatory systems including safety standards for attractions, quality standards for products and other items provided to Guests, environmental standards, accounting standards and tax laws. Of note, the OLC Group maintains its own standards for safety and quality that exceed those mandated by law. In the other areas, the OLC Group promotes full compliance. However, the OLC Group would necessarily have to comply with newly introduced or revised laws and regulations as part of its responsibility to society, which could temporarily constrain some or all operations.

Consolidated Financial Statements

Consolidated Balance Sheets

As of March 31, 2012 and 2011

	Millions of yen		Thousands of U.S. dollars ^(Note 1)
	'12/3	'11/3	'12/3
ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents ^(Notes 2, 5 and 9)	¥ 48,511	¥ 35,387	\$ 590,230
Trade receivables ^(Notes 5 and 9)	17,753	9,050	216,000
Inventories ^(Note 3)	11,531	12,301	140,297
Deferred tax assets ^(Note 7)	5,027	5,961	61,163
Other current assets ^(Notes 5 and 9)	51,378	2,660	625,112
Total current assets	134,200	65,359	1,632,802
THEME PARKS, RESORTS AND OTHER PROPERTY, AT COST:			
Attractions, buildings and equipment ^(Note 5)	897,794	885,782	10,923,397
Land ^(Note 5)	93,302	93,302	1,135,199
Construction in progress	10,472	13,548	127,412
	1,001,568	992,632	12,186,008
Less accumulated depreciation	(554,458)	(520,480)	(6,746,052)
Total theme parks, resorts and other property, at cost	447,110	472,152	5,439,956
INVESTMENTS AND OTHER ASSETS:			
Investment securities ^(Notes 2, 5 and 9)	21,809	17,560	265,349
Other intangible assets	6,063	7,680	73,768
Deferred tax assets ^(Note 7)	4,042	4,030	49,179
Other assets ^(Note 9)	6,270	7,854	76,286
Total investments and other assets	38,184	37,124	464,582
Total non-current assets	485,294	509,276	5,904,538
Total assets	¥ 619,494	¥ 574,635	\$ 7,537,340

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

	Millions of yen		Thousands of U.S. dollars ^(Note 1)
	'12/3	'11/3	'12/3
LIABILITIES			
CURRENT LIABILITIES:			
Trade payables ^(Note 9)	¥ 15,936	¥ 11,892	\$ 193,892
Short-term loans payable ^(Note 9)	–	10,000	–
Current portion of long-term debt ^(Notes 4, 5 and 9)	15,606	31,603	189,877
Accrued income taxes	18,548	9,380	225,672
Reserve for loss on disaster ^(Note 13)	489	3,398	5,950
Other current liabilities ^(Note 5)	43,613	40,708	530,637
Total current liabilities	94,192	106,981	1,146,028
NON-CURRENT LIABILITIES:			
Long-term debt ^(Notes 4, 5 and 9)	133,974	101,334	1,630,052
Provision for retirement benefits ^(Note 6)	4,114	3,906	50,055
Other non-current liabilities	4,129	4,635	50,237
Total non-current liabilities	142,217	109,875	1,730,344
Total liabilities	236,409	216,856	2,876,372
COMMITMENTS AND CONTINGENT LIABILITIES ^(Note 10)			
NET ASSETS			
SHAREHOLDERS' EQUITY: ^(Note 8)			
Common stock:			
Authorized—330,000,000 shares;			
Issued—90,922,540 shares in 2012			
90,922,540 shares in 2011	63,201	63,201	768,962
Capital surplus	111,417	111,403	1,355,603
Retained earnings	256,095	232,323	3,115,890
Treasury stock, 7,498,674 shares in 2012 and 7,506,574 shares in 2011	(47,165)	(47,215)	(573,853)
Total shareholders' equity	383,548	359,712	4,666,602
ACCUMULATED OTHER COMPREHENSIVE INCOME			
Valuation difference on available-for-sale securities	210	(1,178)	2,555
Deferred gains or losses on hedges ^(Note 9)	(673)	(763)	(8,189)
Total accumulated other comprehensive income	(463)	(1,941)	(5,634)
MINORITY INTERESTS			
Total net assets	383,085	357,779	4,660,968
Total liabilities and net assets	¥619,494	¥574,635	\$7,537,340

Consolidated Statements of Income

Years Ended March 31, 2012, 2011 and 2010

	Millions of yen			Thousands of U.S. dollars (Note 1)
	'12/3	'11/3	'10/3	'12/3
REVENUES	¥360,061	¥356,181	¥371,415	\$4,380,837
COST OF REVENUES	248,457	255,089	272,530	3,022,959
Gross profit	111,604	101,092	98,885	1,357,878
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	44,681	47,428	56,961	543,631
Operating income	66,923	53,664	41,924	814,247
OTHER INCOME (EXPENSES):				
Interest and dividends income	577	439	330	7,020
Gain on sales of investment securities (Note 2)	–	1	–	–
Loss on sales of stocks of subsidiaries and affiliates	–	–	(2,135)	–
Interest expenses	(1,858)	(2,010)	(2,202)	(22,606)
Loss on retirement of non-current assets	–	–	(375)	–
Loss on valuation of investment securities (Note 2)	–	(1,547)	–	–
Impairment loss (Note 11)	(6,332)	(3,367)	(238)	(77,041)
Loss on adjustment for changes of accounting standard for asset retirement obligations	–	(162)	–	–
Loss on disaster (Note 13)	(3,618)	(9,727)	–	(44,020)
Equity in earnings of affiliates	57	37	52	694
Other, net	(460)	758	424	(5,597)
	(11,634)	(15,578)	(4,144)	(141,550)
Income before income taxes	55,289	38,086	37,780	672,697
INCOME TAXES: (Note 7)				
Current	23,218	15,052	12,437	282,492
Deferred	(35)	136	(83)	(426)
Total income taxes	23,183	15,188	12,354	282,066
Income before minority interests	32,106	22,898	–	390,631
MINORITY INTERESTS IN LOSS	(8)	(10)	(1)	(98)
Net income	¥ 32,114	¥ 22,908	¥ 25,427	\$ 390,729

	Yen			U.S. dollars (Note 1)
	'12/3	'11/3	'10/3	'12/3
AMOUNTS PER SHARE:				
Net income	¥384.98	¥265.26	¥280.17	\$4.68
Diluted net income	372.87	–	–	4.54
Cash dividends	100.00	100.00	100.00	1.22

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

Consolidated Statements of Comprehensive Income

Years Ended March 31, 2012, 2011 and 2010

	Millions of yen			Thousands of U.S. dollars (Note 1)
	'12/3	'11/3	'10/3	'12/3
INCOME BEFORE MINORITY INTERESTS	¥32,106	¥22,898	¥–	\$390,631
OTHER COMPREHENSIVE INCOME				
Valuation difference on available-for-sale securities	1,388	(676)	–	16,888
Deferred gains or losses on hedges	90	(289)	–	1,095
Total other comprehensive income (Note 12)	1,478	(965)	–	17,983
Comprehensive income (Note 12)	33,584	21,933	–	408,614
(Comprehensive income attributable to)				
Comprehensive income attributable to owners of the parent	33,592	21,943	–	408,712
Comprehensive income attributable to minority interests	(8)	(10)	–	(98)

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

Consolidated Statements of Changes in Net Assets

Years Ended March 31, 2012, 2011 and 2010

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock	Millions of yen	
'12/3							
Balance at April 1, 2011	90,923	¥63,201	¥111,403	¥232,323	¥(47,215)	¥359,712	
Changes of items during the period							
Dividends from retained earnings				(8,342)		(8,342)	
Net income				32,114		32,114	
Disposal of treasury stock			14		50	64	
Net changes of items other than shareholders' equity							
Total changes of items during the period	–	¥ –	¥ 14	¥ 23,772	¥ 50	¥ 23,836	
Balance at March 31, 2012	90,923	¥63,201	¥111,417	¥256,095	¥(47,165)	¥383,548	

	Millions of yen				
	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Total accumulated other comprehensive income	Minority interests	Total net assets
'12/3					
Balance at April 1, 2011	¥(1,178)	¥(763)	¥(1,941)	¥ 8	¥357,779
Changes of items during the period					
Dividends from retained earnings					(8,342)
Net income					32,114
Disposal of treasury stock					64
Net changes of items other than shareholders' equity	1,388	90	1,478	(8)	1,470
Total changes of items during the period	¥1,388	¥ 90	¥ 1,478	¥(8)	¥ 25,306
Balance at March 31, 2012	¥ 210	¥(673)	¥ (463)	¥ –	¥383,085

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock	Millions of yen	
'11/3							
Balance at April 1, 2010	90,923	¥63,201	¥111,403	¥218,921	¥(26,094)	¥367,431	
Changes of items during the period							
Dividends from retained earnings				(9,506)		(9,506)	
Net income				22,908		22,908	
Purchase of treasury stock					(21,121)	(21,121)	
Net changes of items other than shareholders' equity							
Total changes of items during the period	–	¥ –	¥ –	¥ 13,402	¥(21,121)	¥ (7,719)	
Balance at March 31, 2011	90,923	¥63,201	¥111,403	¥232,323	¥(47,215)	¥359,712	

	Millions of yen				
	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Total accumulated other comprehensive income	Minority interests	Total net assets
'11/3					
Balance at April 1, 2010	¥ (502)	¥(474)	¥ (976)	¥ 18	¥366,473
Changes of items during the period					
Dividends from retained earnings					(9,506)
Net income					22,908
Purchase of treasury stock					(21,121)
Net changes of items other than shareholders' equity	(676)	(289)	(965)	(10)	(975)
Total changes of items during the period	¥ (676)	¥(289)	¥ (965)	¥(10)	¥ (8,694)
Balance at March 31, 2011	¥(1,178)	¥(763)	¥(1,941)	¥ 8	¥357,779

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock		
'10/3							Millions of yen
Balance at April 1, 2009	95,123	¥63,201	¥111,403	¥225,212	¥(24,464)	¥375,352	
Changes of items during the period							
Dividends from retained earnings				(7,273)		(7,273)	
Net income				25,427		25,427	
Purchase of treasury stock					(26,075)	(26,075)	
Retirement of treasury stock	(4,200)			(24,445)	24,445	-	
Net changes of items other than shareholders' equity							
Total changes of items during the period	(4,200)	¥ -	¥ -	¥ (6,291)	¥ (1,630)	¥ (7,921)	
Balance at March 31, 2010	90,923	¥63,201	¥111,403	¥218,921	¥(26,094)	¥367,431	

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock		
'10/3							Millions of yen
Balance at April 1, 2009		¥(1,404)	¥(307)	¥(1,711)	¥19	¥373,660	
Changes of items during the period							
Dividends from retained earnings						(7,273)	
Net income						25,427	
Purchase of treasury stock						(26,075)	
Retirement of treasury stock						-	
Net changes of items other than shareholders' equity		902	(167)	735	(1)	734	
Total changes of items during the period		¥ 902	¥(167)	¥ 735	¥ (1)	¥ (7,187)	
Balance at March 31, 2010		¥ (502)	¥(474)	¥ (976)	¥18	¥366,473	

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock		
'12/3							Thousands of U.S. dollars (Note 1)
Balance at April 1, 2011	90,923	\$768,962	\$1,355,433	\$2,826,658	\$(574,462)	\$4,376,591	
Changes of items during the period							
Dividends from retained earnings				(101,497)		(101,497)	
Net income				390,729		390,729	
Disposal of treasury stock			170		609	779	
Net changes of items other than shareholders' equity							
Total changes of items during the period	-	\$ -	\$ 170	\$ 289,232	\$ 609	\$ 290,011	
Balance at March 31, 2012	90,923	\$768,962	\$1,355,603	\$3,115,890	\$(573,853)	\$4,666,602	

	Number of shares (Thousands)	Shareholders' equity					Total shareholders' equity
		Common stock	Capital surplus	Retained earnings	Treasury stock		
'12/3							Thousands of U.S. dollars (Note 1)
Balance at April 1, 2011		\$(14,333)	\$(9,284)	\$(23,617)	\$ 98	\$4,353,072	
Changes of items during the period							
Dividends from retained earnings						(101,497)	
Net income						390,729	
Disposal of treasury stock						779	
Net changes of items other than shareholders' equity		16,888	1,095	17,983	(98)	17,885	
Total changes of items during the period		\$ 16,888	\$ 1,095	\$ 17,983	\$(98)	\$ 307,896	
Balance at March 31, 2012		\$ 2,555	\$(8,189)	\$ (5,634)	\$ -	\$4,660,968	

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

Consolidated Statements of Cash Flows

Years Ended March 31, 2012, 2011 and 2010

	Millions of yen			Thousands of U.S. dollars (Note 1)
	'12/3	'11/3	'10/3	'12/3
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income taxes	¥ 55,289	¥ 38,086	¥ 37,780	\$ 672,697
Adjustments to reconcile income before income taxes to net cash provided by operating activities:				
Depreciation and amortization	41,945	42,287	46,695	510,342
Impairment loss	6,332	3,367	238	77,041
Increase (decrease) in estimated termination and retirement and other allowances	(2,686)	3,878	538	(32,680)
Interest and dividends income	(577)	(439)	(330)	(7,020)
Interest expenses	1,858	2,010	2,202	22,606
Exchange loss (gain)	4	(12)	(26)	49
Gain on sales of investment securities	-	(1)	-	-
Loss on sales of stocks of subsidiaries and affiliates	-	-	2,135	-
Loss on valuation of investment securities	-	1,547	-	-
Equity in earnings of affiliates	(57)	(37)	(52)	(694)
Decrease (increase) in trade receivables	(8,363)	7,464	(720)	(101,752)
Decrease (increase) in inventories	770	(1,061)	(1,506)	9,369
Increase (decrease) in trade payables	5,044	(4,708)	(1,768)	61,370
Increase (decrease) in accrued consumption taxes	1,560	(1,937)	1,577	18,980
Other, net	4,702	(410)	2,709	57,209
Subtotal	105,821	90,034	89,472	1,287,517
Interest and dividends received	484	437	344	5,888
Interest paid	(1,942)	(2,081)	(2,345)	(23,628)
Income taxes paid	(14,035)	(14,062)	(15,377)	(170,763)
Net cash provided by operating activities	90,328	74,328	72,094	1,099,014
CASH FLOWS FROM INVESTING ACTIVITIES				
Payment for purchase of marketable securities	(1,999)	-	-	(24,322)
Proceeds from maturity of marketable securities	1,999	10	726	24,322
Payment for purchase of property	(23,463)	(25,102)	(17,055)	(285,473)
Payment for purchase of investment securities	(2,000)	(3,500)	(303)	(24,334)
Proceeds from sales of investment securities	-	9	10	-
Addition of time deposits included in other current assets	(60,500)	(8,000)	(19,000)	(736,099)
Proceeds from maturity of time deposits included in other current assets	11,500	12,000	15,000	139,920
Collection of loans receivable	419	522	2	5,098
Payments for sales of investments in subsidiaries resulting in change in scope of consolidation	-	-	(1,268)	-
Other, net	330	(1,157)	(838)	4,015
Net cash used in investing activities	(73,714)	(25,218)	(22,726)	(896,873)
CASH FLOWS FROM FINANCING ACTIVITIES				
Increase in short-term loans payable	20,000	10,000	-	243,339
Decrease in short-term loans payable	(30,000)	-	-	(365,008)
Proceeds from long-term debt	56,137	15,000	12,370	683,015
Repayment of long-term debt	(40,757)	(55,355)	(32,104)	(495,888)
Dividends paid	(8,338)	(9,486)	(7,258)	(101,448)
Purchase of treasury stock	-	(21,121)	(26,076)	-
Other, net	(528)	(9)	(13)	(6,424)
Net cash used in financing activities	(3,486)	(60,971)	(53,081)	(42,414)
Effect of exchange rate changes on cash and cash equivalents	(4)	15	26	(48)
Net increase (decrease) in cash and cash equivalents	13,124	(11,846)	(3,687)	159,679
Cash and cash equivalents at beginning of period	35,387	47,233	50,920	430,551
Cash and cash equivalents at end of period	¥ 48,511	¥ 35,387	¥ 47,233	\$ 590,230

The accompanying Notes to Consolidated Financial Statements are an integral part of these statements.

1. SIGNIFICANT ACCOUNTING AND REPORTING POLICIES

A BASIS OF PRESENTING CONSOLIDATED FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared in accordance with the provisions set forth in the Japanese Financial Instruments and Exchange Law and its related accounting regulations, and in conformity with accounting principles generally accepted in Japan ("Japanese GAAP"), which are different in certain aspects as to application and disclosure requirements from the International Financial Reporting Standards.

The accompanying consolidated financial statements have been restructured and translated into English (with some expanded descriptions) from the consolidated financial statements of Oriental Land Co., Ltd. ("the Company") prepared in accordance with Japanese GAAP and filed with the appropriate Local Finance Bureau of the Ministry of Finance as required by the Financial Instruments and Exchange Law. Some supplementary information included in the statutory Japanese language consolidated financial statements, but not required for fair presentation, is not presented in the accompanying consolidated financial statements.

The translation of the Japanese yen amounts into U.S. dollars is included solely for the convenience of readers outside Japan, using the prevailing exchange rate at March 31, 2012, which was ¥82.19 to U.S. \$1. The convenience translations should not be construed as representations that the Japanese yen amounts have been, could have been, or could in the future be, converted into U.S. dollars at this or any other rate of exchange.

Certain reclassifications have been made to the 2011 and 2010 consolidated financial statements to conform to the classifications used in 2012.

B PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of the Company and all of its subsidiaries ("the Companies"). Material inter-company balances, transactions and profits have been eliminated in consolidation. In the elimination of investments in subsidiaries, the assets and liabilities of the subsidiaries, including the portion attributable to minority stockholders, are evaluated using the fair value at the time the Company acquired control of the respective subsidiaries. The number of consolidated subsidiaries was 14, 13 and 14 in 2012, 2011 and 2010, respectively.

Investments in 20-50% owned affiliates are accounted for by the equity method and are included in investment securities in the accompanying consolidated balance sheets. The number of companies accounted for under the equity method was 3 in 2012, 2011 and 2010.

C FOREIGN CURRENCY TRANSLATION

Receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates prevailing on the balance sheet date. Gains and losses resulting from the translation are charged to income.

D CASH AND CASH EQUIVALENTS

In preparing the consolidated statements of cash flows, cash on hand, readily available deposits and short-term highly liquid

investments with negligible risk of changes in value and maturities not exceeding three months at the time of purchase are considered to be cash and cash equivalents.

E MARKETABLE SECURITIES AND INVESTMENT SECURITIES

Marketable securities and investment securities are classified as (a) securities held for trading purposes (hereafter, "trading securities"), (b) debt securities intended to be held to maturity (hereafter, "held-to-maturity-debt securities"), (c) equity securities issued by subsidiaries and affiliate companies, or (d) all other securities that are not classified in any of the above categories (hereafter, "available-for-sale securities"). The Companies do not have trading securities and held-to-maturity-debt securities.

Available-for-sale securities with available fair market value are stated at fair market value as of the balance sheet date. Unrealized gains or losses on these securities are reported, net of applicable income taxes, as a separate component of net assets. Realized gains and losses on sales of such securities are computed using the moving-average method. Available-for-sale securities without fair market value are stated at the moving-average cost.

If the market value of available-for-sale securities declines significantly, such securities are restated at fair market value and the difference between fair market value and the carrying amount is recognized as loss in the period of the decline. For the available-for-sale securities without fair market value, if the net asset value declines significantly, such securities are restated to net asset value with the corresponding losses recognized in the period of decline. In these cases, such fair market value or the net asset value will be the carrying amount of the securities at the beginning of the next year.

F INVENTORIES

Consumer products, materials for food, beverages and supplies are primarily stated at the lower of cost or market using the moving-average method.

G THEME PARKS, RESORTS AND OTHER PROPERTY

Depreciation on property of Tokyo Disneyland and others is computed primarily using the declining-balance method. Depreciation on property of Tokyo DisneySea and others and buildings acquired after April 1, 1998 is computed primarily using the straight-line method.

Ordinary maintenance and repairs are charged to income as incurred. Major replacements and betterments are capitalized. When property is retired or otherwise disposed of, the property and accumulated depreciation accounts related to it are relieved of the applicable amounts and any differences are included in maintenance costs for theme parks, resorts and other property, except for the extraordinary nature of disposal of property which is included in other expenses.

H SOFTWARE

Amortization of the software for internal use included in other intangible assets is computed by the straight-line method over the estimated useful lives (five years).

I DEVELOPMENT EXPENSES

Expenses relating to development activities are charged to income as incurred.

J PROVISION FOR RETIREMENT BENEFITS

The Companies provide allowances for employees' severance and retirement benefits at the balance sheet date based on the estimated amounts of projected benefit obligation and the fair value of the plan assets at that date.

The net transition obligation incurred effective April 1, 2000 due to the adoption of new accounting standards (¥4,573 million) has been recognized in expenses in equal amounts over 15 years. Unrecognized actuarial net gains or losses are amortized mainly over 12 years on a straight-line basis commencing from the succeeding period, and unrecognized prior service cost is amortized mainly over 15 years on a straight-line basis.

The Company and certain consolidated subsidiaries have defined the cash-balance type of defined benefit pension plans.

(Change in Accounting Policy)

Effective from the year ended March 31, 2010, the Companies adopted the "Partial Amendments to Accounting Standard for Retirement Benefits (Part 3)" (Statement No. 19, issued by the Accounting Standards Board of Japan "ASBJ" on July 31, 2008).

However, in accordance with this standard, if the difference between the discount rate currently in use and the interest rates of applicable bonds at the end of the fiscal year is within a certain range, it is not necessary to adjust the discount rate.

Therefore, in the year ended March 31, 2010, the discount rate remained unchanged and there was no impact on operating income and income before income taxes after the adoption of this standard.

K INCOME TAXES

The provision for income taxes is computed based on the income before income taxes included in the Consolidated Statements of Income. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes.

(Additional Information)

With the issuance of the "Act Regarding Revision of Part of the Income Tax Act and Other Related Laws/Regulations, in order to Establish a Taxation System that Reflects Structural Changes in the Economy and Society" (Law No. 114 of 2011) and the "Act Regarding Securing Funds Necessary for Implementing Programs Promoting Recovery from the Great East Japan Earthquake" (Law No. 117 of 2011) on December 2, 2011, corporate income tax rates have been revised for fiscal years beginning on or after April 1, 2012. The effective tax rate used to calculate deferred tax assets and deferred tax liabilities has been revised downward from 40.4% to 37.8% and 35.4% for temporary differences expected to be settled or realized from April 1, 2012 to March 31, 2015 and on or after April 1, 2015, respectively. As a result, for the year ended March 31, 2012, deferred tax assets (the amount derived after deducting the deferred tax liabilities) decreased by ¥843 million (US\$10,257 thousand), deferred tax liabilities by ¥11

million (US\$134 thousand), and deferred gains or losses on hedges by ¥29 million (US\$353 thousand), respectively, while increasing the valuation difference on available-for-sale securities by ¥3 million (US\$37 thousand) and deferred income taxes by ¥806 million (US\$9,807 thousand), respectively.

L PER SHARE DATA

Dividends per share shown in the Consolidated Statements of Income have been presented on an accrual basis and include, in each fiscal period, dividends approved after each balance sheet date, but applicable to the fiscal period then ended. Net income per share is based on the weighted average number of shares of common stock.

The diluted net income per share assumes the dilution that would occur if stock acquisition rights were exercised. The number of shares used in the computations of diluted net income per share was 86,514 thousand shares for the year ended March 31, 2012. The diluted net income per share for the years ended March 31, 2011 and 2010 is omitted as the Companies had no potential dilutive shares.

M USE OF ESTIMATES

In preparing financial statements, generally accepted accounting principles require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

N ASSET RETIREMENT OBLIGATIONS

Effective from the year ended March 31, 2011, the Companies adopted the "Accounting Standards for Asset Retirement Obligations" (Statement No. 18, issued by the ASBJ on March 31, 2008) and the "Guidance on Accounting Standards for Asset Retirement Obligations" (Guidance No. 21, issued by the ASBJ on March 31, 2008).

As a result, for the year ended March 31, 2011, operating income decreased by ¥14 million, and income before income taxes decreased by ¥176 million. The changes in asset retirement obligations amount to ¥416 million, effective from the adoption of the accounting standards.

O CHANGES IN PRESENTATION

(Consolidated Statements of Income)

Effective from the year ended March 31, 2011, the Companies adopted the "Accounting Standard for Consolidated Financial Statements" (Statement No. 22, issued by the ASBJ on December 26, 2008) and implemented the measures outlined in the "Cabinet Office Order to Revise the Ordinance on Terminology, Forms, and Preparation Methods of Financial Statements" (Order 5, issued by the Cabinet Office on March 24, 2009). Accordingly, income before minority interests has been included as a new item.

P ADDITIONAL INFORMATION

(Adoption of Accounting Standards for Accounting Changes and Error Corrections)

The Companies adopted the "Accounting Standard for Accounting Changes and Error Corrections" (Statement No. 24, issued by the

ASBJ on December 4, 2009) and the "Guidance on Accounting Standard for Accounting Changes and Error Corrections" (Guidance No. 24, issued by the ASBJ on December 4, 2009) for accounting changes and corrections of past errors made from the fiscal year beginning on April 1, 2011.

(Employee Stock Ownership Plan ESOP)

Effective from the year ended March 31, 2012, the Company has adopted the "Employee Stock Ownership Plan ESOP" in order to further enhance employees' welfare and grant incentives to improve the corporate value of the Company.

For the purchase and disposal of treasury stocks by the trust under this scheme, the Company has guaranteed the obligations. Therefore, the Company and trust are treated as a single economic unit for the accounting purpose as placing emphasis on economic substance. Assets and liabilities, including the shares of the Company held by the trust and gains and losses therefrom, are therefore included in the Consolidated Balance Sheets, Consolidated Statements of Income, and Consolidated

Statements of Comprehensive Income.

The number of shares of treasury stock was as follows as of March 31, 2012.

Number of shares of treasury stock: 7,498,674 shares
Of which, the number of shares of treasury stock owned by the Company: 7,205,974 shares
Of which, the number of shares of the Company's stock held by the trust: 292,700 shares

(Consolidated Statements of Comprehensive Income)

Effective from the year ended March 31, 2011, the Companies adopted the "Accounting Standard for Presentation of Comprehensive Income" (Statement No. 25, issued by the ASBJ on June 30, 2010). The values for "accumulated other comprehensive income" and "total accumulated other comprehensive income" in the year ended March 31, 2010 are the values for "accumulated gains (losses) from valuation and translation adjustments" and "total accumulated gains (losses) from valuation and translation adjustments," respectively.

2. MARKETABLE SECURITIES AND INVESTMENT SECURITIES

The following tables summarize book values, acquisition costs, and differences of available-for-sale securities with available fair value as of March 31, 2012 and 2011:

Securities with book value exceeding acquisition cost

Type	Millions of yen						Thousands of U.S. dollars		
	'12/3			'11/3			'12/3		
	Book Value	Acquisition Cost	Difference	Book Value	Acquisition Cost	Difference	Book Value	Acquisition Cost	Difference
Equity securities	¥6,458	¥5,859	¥599	¥4,903	¥4,282	¥621	\$ 78,574	\$ 71,286	\$ 7,288
Bonds	2,722	2,711	11	730	712	18	33,118	32,985	133
Others	—	—	—	—	—	—	—	—	—
Total	¥9,180	¥8,570	¥610	¥5,633	¥4,994	¥639	\$111,692	\$104,271	\$7,421

Securities with book value not exceeding acquisition cost

Type	Millions of yen						Thousands of U.S. dollars		
	'12/3			'11/3			'12/3		
	Book Value	Acquisition Cost	Difference	Book Value	Acquisition Cost	Difference	Book Value	Acquisition Cost	Difference
Equity securities	¥11,066	¥11,446	¥(380)	¥ 9,406	¥12,023	¥(2,617)	\$134,639	\$139,262	\$(4,623)
Bonds	9,499	9,499	(0)	—	—	—	115,574	115,574	(0)
Others	19,500	19,500	—	9,500	9,500	—	237,255	237,255	—
Total	¥40,065	¥40,445	¥(380)	¥18,906	¥21,523	¥(2,617)	\$487,468	\$492,091	\$(4,623)

Non-listed equity securities and others (total amount of ¥1,767 million (US\$21,499 thousand) and ¥767 million at March 31, 2012 and 2011 respectively) are not included in the above table, as they have no market value and their fair value is not readily determinable.

Total sales amounts of available-for-sale securities sold in the years ended March 31, 2012 and 2011 are indicated below.

Equity securities	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Total sales amount	¥—	¥9	\$—
Total gains on sales	—	1	—
Total losses on sales	—	—	—

In the year ended March 31, 2011, an impairment loss of ¥1,547 million was recorded on the value of investment securities (available-for-sale securities). Investments in affiliated companies accounted for by the equity method amounted to ¥1,796 million (US\$21,852 thousand) and ¥1,754 million at March 31, 2012 and 2011 respectively.

3. INVENTORIES

Inventories at March 31, 2012 and 2011 are summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Merchandise and finished goods	¥ 7,539	¥ 8,258	\$ 91,727
Work in process	108	132	1,314
Raw materials and supplies	3,884	3,911	47,256
Total	¥11,531	¥12,301	\$140,297

4. LONG-TERM DEBT

Long-term debts as of March 31, 2012 and 2011 are summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Bonds			
1.86%, unsecured straight bonds, payable in yen, due March 2016	¥ 29,996	¥ 29,996	\$ 364,959
1.31%, unsecured straight bonds, payable in yen, due January 2015	9,998	9,997	121,645
1.70%, unsecured straight bonds, payable in yen, due January 2018	20,000	20,000	243,339
Subtotal	59,994	59,993	729,943
Loans			
Unsecured bank loans due 2010 through 2071 at the average interest rate of 0.96%	58,338	22,319	709,794
Unsecured loans from life insurance companies due 2012 at the average interest rate of 0.78%	1,217	5,200	14,807
Unsecured syndicate loans due 2010 through 2013 at the average interest rate of 0.56%	30,000	35,000	365,008
Subtotal	89,555	62,519	1,089,609
Payables			
Secured other long-term payable 2.15%, due 2019	—	10,389	—
Unsecured other long-term payable 4.18%, due 2018	31	36	377
Subtotal	31	10,425	377
Total	149,580	132,937	1,819,929
Less current portion included in current liabilities	(15,606)	(31,603)	(189,877)
Grand total	¥133,974	¥101,334	\$1,630,052

The average interest rates shown above are weighted according to the loan balances at the end of the year ended March 31, 2012.

The aggregate annual maturities of long-term debt subsequent to March 31, 2012, are summarized as follows:

	Millions of yen	Thousands of U.S. dollars
Year ending March 31,		
2013	¥ 15,606	\$ 189,877
2014	19,384	235,844
2015	11,820	143,813
2016	30,606	372,381
2017	468	5,694
Thereafter	71,696	872,320
Total	¥149,580	\$1,819,929

5. PLEDGED ASSETS

The net carrying value of pledged assets at March 31, 2012 and 2011 is as follows:

	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Cash and cash equivalents	¥108	¥ 161	\$ 1,314
Trade receivables	17	15	207
Buildings	–	31,414	–
Land	–	2,655	–
Investment securities	722	730	8,785
Others	124	–	1,508
Total	¥971	¥34,975	\$11,814

In addition to the above, in the fiscal year ended March 31, 2011, trade receivables eliminated internally on consolidation of ¥1 million were pledged, while in the year ended March 31, 2012 the future receivables of a consolidated subsidiary, trade receivables eliminated internally on consolidation of ¥1 million (US\$12 thousand), and other current assets of ¥1 million (US\$12 thousand) were pledged.

Cash and cash equivalents, trade receivables, buildings, land and future receivables of a subsidiary are pledged to secure other long-term payables (¥2,220 million (US\$27,011 thousand) and ¥12,708 million at March 31, 2012 and 2011, respectively). Investment securities and others are pledged to advances received of gift certificates (¥343 million (US\$4,173 thousand) and ¥353 million at March 31, 2012 and 2011, respectively).

6. PROVISION FOR RETIREMENT BENEFITS

Provision for retirement benefits included in the liability section of the consolidated balance sheets as of March 31, 2012 and 2011 consist of the following:

	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Projected benefit obligation	¥ 27,655	¥ 26,361	\$ 336,476
Less fair value of pension assets	(19,964)	(18,487)	(242,900)
Funded status	7,691	7,874	93,576
Unrecognized net transition obligation	(915)	(1,219)	(11,133)
Unrecognized actuarial differences	(2,421)	(2,478)	(29,456)
Unrecognized prior service cost	(241)	(271)	(2,932)
Liability for severance and retirement benefits, net	4,114	3,906	50,055
Prepaid pension cost	–	–	–
Provision for retirement benefits	¥ 4,114	¥ 3,906	\$ 50,055

Included in the consolidated statements of income for the years ended March 31, 2012, 2011 and 2010 are severance and retirement benefit expenses comprised of the following:

	Millions of yen			Thousands of U.S. dollars
	'12/3	'11/3	'10/3	'12/3
Service costs-benefits earned during the year	¥1,395	¥1,353	¥1,387	\$16,973
Interest cost on projected benefit obligation	513	486	463	6,241
Expected return on plan assets	(481)	(465)	(413)	(5,852)
Amortization of prior service costs	31	31	31	377
Amortization of actuarial differences	256	182	235	3,115
Amortization of net transition obligation	305	305	305	3,711
Special termination benefit	5	13	95	61
Severance and retirement benefit expenses	¥2,024	¥1,905	¥2,103	\$24,626

	'12/3	'11/3	'10/3
Discount rate	mainly 2.0%	mainly 2.0%	mainly 2.0%
Rate of expected return on plan assets	2.6%	2.6%	2.6%

The estimated amount of all retirement benefits to be paid at the future retirement date is allocated equally to each service year using the estimated number of total service years.

7. INCOME TAXES

The Companies are subject to corporation, enterprise and inhabitants' taxes, which resulted in an aggregate normal effective tax rate of approximately 40.4% for the years ended March 31, 2012, 2011 and 2010.

The following table summarizes the significant differences between the statutory tax rate and the Companies' effective tax rate for financial statement purposes for the year ended March 31, 2010. The differences for the years ended March 31, 2012 and 2011 are not shown because they were not significant.

	'10/3
Statutory tax rate	40.4%
Increase in valuation allowance	(8.2)
Amortization of goodwill	0.5
Others	0.0
Effective tax rate	32.7%

Significant components of the Companies' deferred tax assets and liabilities as of March 31, 2012 and 2011 are as follows:

	Millions of yen		Thousands of U.S. dollars
	'12/3	'11/3	'12/3
Deferred tax assets:			
Excess bonuses accrued	¥ 2,713	¥ 2,291	\$ 33,009
Impairment loss	2,653	1,832	32,279
Loss on valuation of investment securities	1,641	1,876	19,966
Provision for retirement benefits	1,455	1,577	17,703
Accrued business tax	1,317	–	16,024
Deferred gains or losses on hedges	515	–	6,266
Tax loss carryforwards of subsidiaries	391	–	4,757
Reserve for loss on disaster	–	1,662	–
Valuation difference on available-for-sale securities	–	809	–
Others	1,515	3,411	18,433
Total deferred tax assets	12,200	13,458	148,437
Valuation allowance	(2,873)	(3,226)	(34,956)
Net deferred tax assets	9,327	10,232	113,481
Deferred tax liabilities:			
Others	(332)	(344)	(4,039)
Net deferred tax assets	¥ 8,995	¥ 9,888	\$109,442

8. SHAREHOLDERS' EQUITY

Net assets comprise three subsections, which are shareholders' equity, accumulated other comprehensive income, and minority interests.

Under Japanese laws and regulations, the entire amount paid for new shares is required to be designated as common stock. However, a company may, by a resolution of the board of directors, designate an amount not exceeding one-half of the price of the new shares as additional paid-in capital which is included in capital surplus.

In cases where dividend distribution of surplus is made, the lesser of an amount equal to 10% of the dividend or the excess, if any, of 25% of common stock over the total of additional paid-in capital and legal reserve must be set aside as additional paid-in capital or legal reserve. Legal reserve is included in retained earnings in the accompanying consolidated balance sheets.

Both appropriations of legal reserve and additional paid-in capital used to eliminate or reduce a deficit generally require a resolution of the stockholders' meeting. Additional paid-in capital and legal reserve may not be distributed as dividends. All

additional paid-in capital and legal reserve may be transferred to other capital surplus and retained earnings, respectively, which are potentially available for dividends.

The maximum amount that the Company can distribute as dividends is calculated based on the non-consolidated financial statements of the Company in accordance with Japanese laws and regulations.

At the annual stockholders' meeting held on June 28, 2012, the stockholders resolved to pay cash dividends amounting to ¥4,171 million (US\$50,748 thousand). Such appropriations have not been accrued in the consolidated financial statements as of March 31, 2012. Such appropriations were recognized in the period when they were resolved. The total dividend paid does not include dividends of ¥15 million (US\$183 thousand) payable to the trust established by the Employee Stock Ownership Plan ESOP. This is because the Company has recognized the shares of the Company held by the trust as treasury stock.

9. FINANCIAL INSTRUMENTS

A POLICIES ON THE USE OF FINANCIAL INSTRUMENTS

The Companies raise the funds needed to implement capital investment plans through loans from banks and other institutions and by issuing corporate bonds. The Companies limit their investment of temporary surpluses to deposits and highly liquid financial assets such as bank deposits.

The Companies employ derivative financial instruments only as needed to limit the scope of actual settlement and do not undertake speculative transactions for the purpose of generating trading profits.

B FINANCIAL INSTRUMENT CONTENT AND RISKS

Trade-notes and accounts receivable, involve credit risk on the part of customers and business partners.

Investment securities, which are mainly equity securities, involve market risk.

Currency swap contracts and interest rate swap contracts are used to mitigate risks arising from foreign currency rate fluctuations on transactions denominated in foreign currencies and from interest rate fluctuations on interest payments related to loans and bonds, respectively.

The Companies evaluate hedge effectiveness by comparing the cumulative changes in cash flows from or the changes in fair value of hedged items to the corresponding changes in the hedging derivative instruments.

C FINANCIAL INSTRUMENT RISK MANAGEMENT

(a) Management of credit risk (the risk that a business partner will default on its transactional obligations)

The Companies employ accounts receivable management regulations to reduce the risks related to trade-notes and accounts receivable, which are collected within one year.

As the Companies' transaction partners on derivative financial instruments are limited to prominent international financial institutions, credit risk related to breach of contract is judged to

be immaterial.

(b) Management of market risk (the risk of foreign exchange and interest rate fluctuations)

The Companies have entered into currency swap contracts in order to hedge risks resulting from fluctuations in foreign currency exchange rates on transactions denominated in foreign currencies. The Companies have also entered into interest rate swap contracts in order to mitigate exposure resulting from interest rate fluctuations on interest payments related to loans and bonds.

The fair value of investment securities in listed companies is determined on a quarterly basis.

The Companies have formulated operational handling procedures pertaining to the execution and management of derivative financial transactions. Departments handling such transactions are managed closely, and a system is in place to ensure an effective internal control function.

D SUPPLEMENTARY EXPLANATION REGARDING THE FAIR VALUE OF FINANCIAL INSTRUMENTS

With regard to the fair value of financial instruments, in addition to basing fair value on market value, the fair value of financial instruments that have no available market value is determined by using a rational method of calculation. However, as variables are inherent in these value calculations, the resulting values may differ if different assumptions are used. Also, market risk related to derivative financial instruments is not included within the contract amounts of derivative financial instruments.

E MATTERS RELATED TO THE FAIR VALUE OF FINANCIAL INSTRUMENTS

(Year ended March 31, 2012)

The following table summarizes book value, fair value and difference on financial instruments, excluding financial instruments without fair value, as of March 31, 2012:

	Millions of yen			Thousands of U.S. dollars		
	'12/3 Book value	'12/3 Fair value	Difference	'12/3 Book value	'12/3 Fair value	Difference
Cash and cash equivalents						
(1) Cash and deposits (maturing within 3 months)	¥ 17,513	¥ 17,513	¥ -	\$ 213,079	\$ 213,079	\$ -
(2) Marketable securities (maturing within 3 months)	30,999	30,999	-	377,163	377,163	-
Trade receivables						
(3) Notes and accounts receivable	17,753	17,753	-	216,000	216,000	-
Other current assets						
(4) Cash and deposits (maturing after 3 months)	49,000	49,000	-	596,180	596,180	-
Investment securities						
(5) Investment securities	18,247	18,247	-	222,010	222,010	-
Other assets						
(6) Long-term loans receivable	630	630	-	7,664	7,664	-
Total assets	¥134,142	¥134,142	¥ -	\$1,632,096	\$1,632,096	\$ -

	Millions of yen			Thousands of U.S. dollars		
	'12/3 Book value	'12/3 Fair value	Difference	'12/3 Book value	'12/3 Fair value	Difference
Trade payables						
(1) Notes and accounts payable-trade	¥ 15,936	¥ 15,936	¥ -	\$ 193,892	\$ 193,892	\$ -
Current portion of long-term debt						
(2) Current portion of long-term loans payable	15,601	15,601	-	189,816	189,816	-
Long-term debt						
(3) Bonds payable	59,994	63,184	3,190	729,943	768,755	38,812
(4) Long-term loans payable	73,954	73,967	13	899,793	899,951	158
Total liabilities	¥165,485	¥168,688	¥3,203	\$2,013,444	\$2,052,414	\$38,970
Financial derivative transactions*	¥ (1,082)	¥ (1,082)	¥ -	\$ (13,165)	\$ (13,165)	\$ -

* Stated values are the net amounts of receivables and payables arising from derivative financial transactions. Figures in parentheses are negative.

Method of calculating the fair value of financial instruments and matters related to derivatives

Assets

(1) Cash and deposits (maturing within 3 months), (2) marketable securities, (3) notes and accounts receivable, and (4) cash and deposits (maturing after 3 months)
As these instruments are settled within a short term and their fair values and book values are nearly identical, their book values are assumed as their fair values.

(5) Investment securities

The fair values of equity securities are determined by their prices on stock exchanges.

(6) Long-term loans receivable

For long-term loans receivable, fair value is determined by discounting the total amount of principal and interest with the assumed interest rate on new borrowings of the same type.

Liabilities

(1) Notes and accounts payable-trade, and (2) current portion of long-term loans payable

As these instruments are settled within a short term and their fair values and book values are nearly identical, their book values are assumed as their fair values.

(3) Bonds payable

The fair value of corporate bonds is determined based on market prices.

(4) Long-term loans payable

For long-term loans payable, fair value is determined by discounting the total amount of principal and interest with the assumed interest rate on new loans of the same type. However, for loans with floating interest rates that do not employ interest rate swaps, as interest rates are revised in set increments as conditions dictate and their fair values and book values are nearly identical, the book values are assumed as their fair values.

Financial derivative transactions

(1) Transactions on which hedge accounting is not employed

None applicable

(2) Derivative financial instruments employing hedge accounting.

Currency related

Hedge accounting method	Transaction type	Main items hedged	Millions of yen			Thousands of U.S. dollars		
			Contract amounts	Over 1 year	Fair value	Contract amounts	Over 1 year	Fair value
Exchange forward contracts and other deferral hedge accounting	Currency swap contracts, U.S. dollars	Accounts payable, other payables	¥6,923	¥3,444	¥(1,082)	\$84,232	\$41,903	\$(13,165)
Total			¥6,923	¥3,444	¥(1,082)	\$84,232	\$41,903	\$(13,165)

Note: Fair value calculation method

Fair value is calculated at the rates indicated by the financial institutions handling these transactions for the Companies.

Financial instruments of which fair value is not readily determinable

	Millions of yen		Thousands of U.S. dollars	
	'12/3	'12/3	'12/3	'12/3
Non-listed equity securities	¥3,302		\$40,175	
Investment	260		3,163	

These instruments are not included within "(5) investment securities," as they have no market value, and their fair value is not readily determinable.

Monetary assets and liabilities and the expected maturity values of marketable securities with maturities after the balance sheet date

Type	Millions of yen			
	'12/3			
	Within one year	Over one year but within five years	Over five years but within ten years	Over ten years
Cash and deposits	¥ 54,000	¥ –	¥–	¥–
Notes and accounts receivable	17,753	–	–	–
Marketable securities and investment securities				
Maturities of available-for-sale securities				
(1) Government bonds	–	710	–	–
(2) Other	30,999	260	–	–
Long-term loans receivable	188	441	1	0
Total	¥102,940	¥1,411	¥1	¥0

Type	Thousands of U.S. dollars			
	'12/3			
	Within one year	Over one year but within five years	Over five years but within ten years	Over ten years
Cash and deposits	\$ 657,014	\$ –	\$ –	\$–
Notes and accounts receivable	216,000	–	–	–
Marketable securities and investment securities				
Maturities of available-for-sale securities				
(1) Government bonds	–	8,639	–	–
(2) Other	377,163	3,163	–	–
Long-term loans receivable	2,287	5,366	12	0
Total	\$1,252,464	\$17,168	\$12	\$0

For information on the expected maturity values after the balance sheet date of corporate bonds and long-term loans payable, see Note 4. "Long-term debt."

(Year ended March 31, 2011)

The following table summarizes book value, fair value and difference on financial instruments, excluding financial instruments without fair value, as of March 31, 2011:

	Millions of yen		
	'11/3		
	Book value	Fair value	Difference
Cash and cash equivalents			
(1) Cash and deposits (maturing within 3 months)	¥ 25,887	¥ 25,887	¥ –
(2) Marketable securities (maturing within 3 months)	9,500	9,500	–
Trade receivables			
(3) Notes and accounts receivable	9,050	9,050	–
Investment securities			
(4) Investment securities	15,039	15,039	–
Other assets			
(5) Long-term loans receivable	1,048	1,048	–
Total assets	¥ 60,524	¥ 60,524	¥ –
Trade payables			
(1) Notes and accounts payable-trade	¥ 11,892	¥ 11,892	¥ –
Short-term debt			
(2) Short-term loans payable	10,000	10,000	–
Current portion of long-term debt			
(3) Current portion of long-term loans payable	30,299	30,299	–
Long-term debt			
(4) Bonds payable	59,993	62,679	2,686
(5) Long-term loans payable	32,220	32,341	121
Total liabilities	¥144,404	¥147,211	¥2,807
Financial derivative transactions*	¥ (1,325)	¥ (1,325)	¥ –

* Stated values are the net amounts of receivables and payables arising from derivative financial transactions. Figures in parentheses are negative.

Method of calculating the fair value of financial instruments and matters related to derivatives

Assets

(1) Cash and deposits, (2) marketable securities, and (3) notes and accounts receivable

As these instruments are settled within a short term and their fair values and book values are nearly identical, their book values are assumed as their fair values.

(4) Investment securities

The fair values of equity securities are determined by their prices on stock exchanges.

(5) Long-term loans receivable

For long-term loans receivable, fair value is determined by discounting the total amount of principal and interest with the assumed interest rate on new borrowings of the same type.

Liabilities

(1) Notes and accounts payable-trade, (2) short-term loans payable, and (3) current portion of long-term loans payable

As these instruments are settled within a short term and their fair values and book values are nearly identical, their book values are assumed as their fair values.

(4) Bonds payable

The fair value of corporate bonds is determined based on market prices.

(5) Long-term loans payable

For long-term loans payable, fair value is determined by discounting the total amount of principal and interest with the assumed interest rate on new loans of the same type.

However, for loans with floating interest rates that do not employ interest rate swaps, as interest rates are revised in set increments as conditions dictate and their fair values and book values are nearly identical, the book values are assumed as their fair values.

Financial derivative transactions

(1) Transactions on which hedge accounting is not employed

None applicable

(2) Derivative financial instruments employing hedge accounting.

Currency related

Hedge accounting method	Transaction type	Main items hedged	Millions of yen		
			Contract amounts	Over 1 year	Fair value
Exchange forward contracts and other deferral hedge accounting	Currency swap contracts, U.S. dollars	Accounts payable, other payables, long-term accounts payable	¥7,526	¥3,479	¥(1,325)
Total			¥7,526	¥3,479	¥(1,325)

Note: Fair value calculation method

Fair value is calculated at the rates indicated by the financial institutions handling these transactions for the Companies.

Financial instruments of which fair value is not readily determinable

	Millions of yen
Non-listed equity securities	¥2,261
Investment	260

These instruments are not included within "(4) Investment securities," as they have no market value, and their fair value is not readily determinable.

Monetary assets and liabilities and the expected maturity values of marketable securities with maturities after the balance sheet date

Type	Millions of yen			
	'11/3			
	Within one year	Over one year but within five years	Over five years but within ten years	Over ten years
Cash and deposits	¥ 500	¥ –	¥ –	¥–
Notes and accounts receivable	9,050	–	–	–
Marketable securities and investment securities				
Maturities of available-for-sale securities				
(1) Government bonds	–	710	–	–
(2) Other	9,500	–	260	–
Long-term loans receivable	410	637	1	0
Total	¥19,460	¥1,347	¥261	¥0

For information on the expected maturity values after the balance sheet date of corporate bonds and long-term loans payable, see Note 4. "Long-term debt."

10. COMMITMENTS AND CONTINGENT LIABILITIES

The Companies have non-cancelable lease agreements, principally for vehicles and computer equipment.

11. IMPAIRMENT LOSS

Impairment loss for the years ended March 31, 2012, 2011 and 2010 is as follows:

Location	Use	Classification	'12/3	
			Millions of yen	Thousands of U.S. dollars
©Cirque du Soleil Theatre Tokyo (Urayasu City)	Theater	Buildings and machinery, equipment and vehicles	¥6,319	\$76,883
Shops (Hiratsuka City, Kanagawa)	Restaurants and retail stores	Buildings, kitchen facilities and equipment.	13	158
Total			¥6,332	\$77,041

The Company resolved to close the theater and end the performances at the theater in the year ended March 31, 2012. Therefore, the Company expensed the amount of non-current assets related to the theater business and presented it as an impairment loss. For restaurants and retail stores, a certain consolidated subsidiary determined to recognize an impairment loss by reducing the book value to the recoverable amount of the group of assets continuously making a loss. For restaurants and retail stores, the recoverable amount of the property was determined based on the value in use calculated under the 4% discount rate of future cash flows.

Location	Use	Classification	'11/3
			Millions of yen
©Cirque du Soleil Theatre Tokyo (Urayasu City)	Theater	Buildings and machinery, equipment and vehicles	¥3,326
Shops (Chuo district, Tokyo)	Restaurants	Buildings and kitchen facilities	28
Shops (Minato-district, Tokyo)	Retail stores	Buildings and equipment	13
Total			¥3,367

The Company and certain consolidated subsidiaries recognized impairment loss to match the carrying amount to the recoverable amount for buildings and others in connection with grouping assets of theaters, restaurants, and retail stores that had consecutive losses from operating activities. For theaters, the recoverable amount is measured at the net realizable value based on appraised value. For theater assets that are difficult to sell or use for other applications, the recoverable amount is estimated as ¥0. For restaurants, the recoverable amount of the property was determined based on the value in use calculated under the 4% discount rate of future cash flows. As the Company has decided to discontinue its retail business by March 31, 2012, it derecognized the full amount of non-current assets related to the retail business and presented it as an impairment loss.

Location	Use	Classification	'10/3
			Millions of yen
Shops (Setagaya-district, Tokyo, and others)	Restaurants	Buildings and kitchen facilities	¥100
Shops (Gotenba, Shizuoka, and others)	Retail stores	Buildings and equipment	138
Total			¥238

Certain consolidated subsidiaries recognized impairment loss to match the carrying amount to the recoverable amount for buildings and others in connection with grouping assets of restaurants and retail stores which had consecutive losses from operating activities.

The estimate of the recoverable amount of the property was determined based on the value in use calculated under the 4% discount rate of cash flows.

12. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

The amounts related to the tax effect on other comprehensive income for the year ended March 31, 2012 are as follows:

The amounts related to the tax effect on other comprehensive income	'12/3	
	Millions of yen	Thousands of U.S. dollars
Valuation difference on available-for-sale securities		
Current year accrual	¥2,208	\$26,865
Tax effect	(820)	(9,977)
Total valuation difference on available-for-sale securities	1,388	16,888

The amounts related to the tax effect on other comprehensive income	'12/3	
	Millions of yen	Thousands of U.S. dollars
Deferred gains (losses) on hedges		
Current year accrual	199	2,421
Tax effect	(109)	(1,326)
Total deferred gains (losses) on hedges	90	1,095
Total	¥1,478	\$17,983

Comprehensive income and other comprehensive income in the year ended March 31, 2010 are as follows.

Comprehensive income	'10/3
	Millions of yen
Comprehensive income attributable to owners of the parent	¥26,162
Comprehensive income attributable to minority interests	(0)
Total	¥26,162

Other comprehensive income	'10/3
	Millions of yen
Valuation difference on available-for-sale securities	¥ 902
Deferred gains (losses) on hedges	(167)
Total	¥ 735

13. LOSS ON DISASTER

Loss on disaster represents the fixed expenses (personnel expenses, depreciation and amortization, etc.) incurred during the period of being closed to business due to the Great East Japan Earthquake, as well as the restoration cost and the disposal loss on merchandise. Additionally, this value includes provisions set aside based on estimated future costs in the year ended March 31, 2011.

14. SEGMENT INFORMATION

A Segment information for the years ended March 31, 2012 and 2011

Reportable segments are the segments of the Companies for which financial information can be obtained. The Board of Directors examines such information to determine the allocation of management resources and evaluate the business performance on a regular basis. The Companies conduct the management and operation of hotels and theme parks as their primary business. Taking into consideration the type and nature of services offered and similarity of market, the Company has established two reportable segments: the Theme Park Segment and the Hotel Segment.

The Theme Park Segment manages and operates theme parks. The Hotel Segment manages and operates the Tokyo Disneyland Hotel, Tokyo DisneySea Hotel MiraCosta, Tokyo Disney Ambassador Hotel, and Palm & Fountain Terrace Hotel.

Methods of accounting for reportable segments are generally identical to those described in Note 1. "Significant accounting and reporting policies."

(Year ended March 31, 2012)

	Millions of yen						
	'12/3						Consolidated
	Reportable Segments			Other Business	Total	Adjustment	
Theme Park	Hotel	Total					
Net sales							
Sales to external customers	¥297,891	¥42,210	¥340,101	¥19,960	¥360,061	¥ –	¥360,061
Intersegment sales or transfers	4,463	519	4,982	3,608	8,590	(8,590)	–
Total	302,354	42,729	345,083	23,568	368,651	(8,590)	360,061
Segment income	56,433	9,555	65,988	734	66,722	201	66,923
Segment assets	¥383,092	¥81,268	¥464,360	¥52,703	¥517,063	¥102,431	¥619,494
Others							
Depreciation and amortization	¥ 32,122	¥ 4,478	¥ 36,600	¥ 3,289	¥ 39,889	¥ (39)	¥ 39,850
Impairment loss	–	–	–	6,332	6,332	–	6,332
Loss on disaster	2,795	766	3,561	61	3,622	(4)	3,618
Increase in property, plant and equipment and intangible assets	¥ 22,009	¥ 640	¥ 22,649	¥ 564	¥ 23,213	¥ (3)	¥ 23,210

	Thousands of U.S. dollars						
	'12/3						Consolidated
	Reportable Segments			Other Business	Total	Adjustment	
Theme Park	Hotel	Total					
Net sales							
Sales to external customers	\$3,624,419	\$513,566	\$4,137,985	\$242,852	\$4,380,837	\$ –	\$4,380,837
Intersegment sales or transfers	54,301	6,315	60,616	43,898	104,514	(104,514)	–
Total	3,678,720	519,881	4,198,601	286,750	4,485,351	(104,514)	4,380,837
Segment income	686,616	116,255	802,871	8,931	811,802	2,445	814,247
Segment assets	\$4,661,054	\$988,782	\$5,649,836	\$641,233	\$6,291,069	\$1,246,270	\$7,537,339
Others							
Depreciation and amortization	\$ 390,826	\$ 54,484	\$ 445,310	\$ 40,017	\$ 485,327	\$ (475)	\$ 484,852
Impairment loss	–	–	–	77,041	77,041	–	77,041
Loss on disaster	34,007	9,320	43,327	742	44,069	(49)	44,020
Increase in property, plant and equipment and intangible assets	\$ 267,782	\$ 7,787	\$ 275,569	\$ 6,862	\$ 282,431	\$ (37)	\$ 282,394

- (a) "Other business" includes business segments that are not part of the Company's reportable segments. These include the management and operation of IKSPIARI, Cirque du Soleil Theatre Tokyo, and Disney Resort Line; the operation of employee cafeterias; and the management and operation of theme restaurants.
- (b) Segment income has been adjusted by ¥201 million (US\$2,445 thousand) to account for intersegment sales or transfers.
- (c) Segment assets have been adjusted by ¥102,431 million (US\$1,246,270 thousand). This included deducting intersegment sales or transfers totaling ¥3,315 million (US\$40,333 thousand) and adjusting for assets valued at ¥105,746 million (US\$1,286,604 thousand) that are not attributable to any segment. These assets primarily represent the parent company's surplus operating capital (cash and cash equivalents) and long-term invested capital (investment securities).
- (d) Adjustments to extraordinary losses arising from the one-time accelerated repayment of interest-bearing debts and elimination of inter-segment transactions amounted to ¥579 million (US\$7,045 thousand).
- (e) Segment income has been adjusted to operating income on the consolidated statements of income.
- (f) Depreciation and amortization, impairment loss, and increase in property, plant and equipment and intangible assets include the amortization, impairment, and addition of long-term prepaid expenses.
- (g) Impairment loss in "Other business" is primarily attributable to the management and operation of Cirque du Soleil Theatre Tokyo.
- (h) Revenues outside Japan and revenues by sales to foreign customers are less than 10% of the Companies' consolidated net revenues for the year ended March 31, 2012.

(Year ended March 31, 2011)

	Millions of yen						
	'11/3						Consolidated
	Reportable Segments			Other Business	Total	Adjustment	
Theme Park	Hotel	Total					
Net sales							
Sales to external customers	¥290,478	¥44,005	¥334,483	¥21,698	¥356,181	¥ –	¥356,181
Intersegment sales or transfers	4,795	587	5,382	3,743	9,125	(9,125)	–
Total	295,273	44,592	339,865	25,441	365,306	(9,125)	356,181
Segment income (loss)	46,207	8,422	54,629	(1,205)	53,424	240	53,664
Segment assets	¥404,231	¥84,056	¥488,287	¥61,714	¥550,001	¥24,634	¥574,635
Others							
Depreciation and amortization	¥ 31,364	¥ 4,999	¥ 36,363	¥ 3,679	¥ 40,042	¥ (57)	¥ 39,985

	Millions of yen						
	'11/3						Consolidated
	Reportable Segments			Other Business	Total	Adjustment	
Theme Park	Hotel	Total					
Impairment loss	–	–	–	3,367	3,367	–	3,367
Loss on disaster	8,493	804	9,297	473	9,770	(43)	9,727
Increase in property, plant and equipment and intangible assets	¥ 26,237	¥ 863	¥ 27,100	¥ 1,101	¥ 28,201	¥ (6)	¥ 28,195

- (a) "Other business" includes business segments that are not part of the Company's reportable segments. These include the management and operation of IKSPIARI, Cirque du Soleil Theatre Tokyo, and Disney Resort Line; the operation of employee cafeterias; and the management and operation of theme restaurants.
- (b) Segment income has been adjusted by ¥240 million to account for intersegment sales or transfers.
- (c) Segment assets have been adjusted by ¥24,634 million. This included deducting intersegment sales or transfers totaling ¥1,896 million and adjusting for assets valued at ¥26,530 million that are not attributable to any segment. These assets primarily represent the parent company's surplus operating capital (cash and cash equivalents) and long-term invested capital (investment securities).
- (d) Extraordinary loss has been adjusted by ¥1,504 million in consideration of impairment loss on investment securities not attributable to any segment and intersegment sales or transfers.
- (e) Segment income has been adjusted to operating income on the consolidated statements of income.
- (f) Depreciation and amortization, impairment loss, and increase in property, plant and equipment and intangible assets include the amortization, impairment, and addition of long-term prepaid expenses.
- (g) Impairment loss in "Other business" is primarily attributable to the management and operation of Cirque du Soleil Theatre Tokyo.
- (h) Revenues outside Japan and revenues by sales to foreign customers are less than 10% of the Companies' consolidated net revenues for the year ended March 31, 2011.

(Additional Information)

Effective from the year ended March 31, 2011, the Companies adopted the "Revised Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" (Statement No. 17, issued by the ASBJ on March 27, 2009) and the "Guidance on the Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" (Guidance No. 20, issued by the ASBJ on March 21, 2008).

B Business segment information for the year ended March 31, 2010

The Companies are primarily engaged in the business areas of Theme Park, Hotel, Retail and Other businesses in Japan. Business segments are classified based on the type and nature of products and similarity of market.

Main businesses by segment are as follows:

Segments	Main business
Theme Park	Management and operation of theme parks
Hotel	Management and operation of Tokyo Disneyland Hotel, Tokyo DisneySea Hotel MiraCosta, Tokyo Disney Ambassador Hotel and Palm & Fountain Terrace Hotel
Retail Business	Management and operation of Disney Store Japan In addition, owing to the transfer of shares in Retail Networks Co., Ltd., the Retail Business Segment was excluded as of March 31, 2010
Other Business	Management and operation of IKSPIARI, Cirque du Soleil Theatre Tokyo and Disney Resort Line Operation of employee cafeterias, Management and operation of theme restaurants, and others

	Millions of yen						
	'10/3						Consolidated
	Theme Park	Hotel	Retail Business	Other Businesses	Total	Elimination and Corporate	
Revenues:							
Revenues from customers	¥287,321	¥45,231	¥14,760	¥24,103	¥371,415	¥ –	¥371,415
Inter-segment revenues	4,667	622	960	6,041	12,290	(12,290)	–
Total	291,988	45,853	15,720	30,144	383,705	(12,290)	371,415
Operating expenses	258,752	37,450	15,699	30,230	342,131	(12,640)	329,491
Operating income (loss)	¥ 33,236	¥ 8,403	¥ 21	¥ (86)	¥ 41,574	¥ 350	¥ 41,924
Total assets	¥402,897	¥90,744	¥ –	¥69,197	¥562,838	¥ 52,252	¥615,090
Depreciation and amortization	36,253	6,030	292	4,243	46,818	(123)	46,695
Impairment loss on fixed assets	–	–	126	112	238	–	238
Capital expenditures	¥ 17,645	¥ 271	¥ 336	¥ 1,169	¥ 19,421	¥ (2)	¥ 19,419

- (a) There are no unallocated operating expenses.
- (b) Unallocated assets amounted to ¥52,568 million as of March 31, 2010, and include primarily cash, marketable securities, investment securities and so on.
- (c) Depreciation and capital expenditures included amortization and addition of long-term prepaid expenses.
- (d) Revenues outside Japan and revenues by sales to foreign customers are less than 10% of the Companies' consolidated net revenues for the year ended 31 March, 2010.

15. SUBSEQUENT EVENT

None applicable.

Independent Auditors' Report

To the Board of Directors of Oriental Land Co., Ltd.:

We have audited the accompanying consolidated financial statements of Oriental Land Co., Ltd. and its consolidated subsidiaries, which comprise the consolidated balance sheets as at March 31, 2012 and 2011, and the consolidated statements of income for the years ended March 31, 2012, 2011 and 2010, the consolidated statements of comprehensive income for the years ended March 31, 2012 and 2011, the consolidated statements of changes in net assets and statements of cash flows for the years ended March 31, 2012, 2011 and 2010, and a summary of significant accounting policies and other explanatory information.

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 accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we comply with ethical requirements and 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 our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control 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, while the objective of the financial statement audit is not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the 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 present fairly, in all material respects, the financial position of Oriental Land Co., Ltd. and its consolidated subsidiaries as at March 31, 2012 and 2011, and their financial performance and cash flows for the years ended March 31, 2012, 2011 and 2010 in accordance with accounting principles generally accepted in Japan.

Convenience Translation

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2012 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 1 to the consolidated financial statements.

KPMG AZSA LLC

June 28, 2012
Tokyo, Japan

Corporate Data / Stock Information

As of March 31, 2012

Corporate Data

Company Name:	Oriental Land Co., Ltd.
Address:	1-1 Maihama, Urayasu, Chiba 279-8511, Japan
Established:	July 11, 1960
Capital Stock:	¥63,201 million
Number of Employees:	3,939 (Consolidated) (OLC Group) 2,201 (Nonconsolidated) (Oriental Land Co., Ltd.)

Primary Subsidiaries

Milial Resort Hotels Co., Ltd.	Photo Works Co., Ltd.
Maihama Resort Line Co., Ltd.	Design Factory Co., Ltd.
IKSPIARI Co., Ltd.	Bay Food Services Co., Ltd.
RC Japan Co., Ltd.	Resort Costuming Service Co., Ltd.
Maihama Corporation Co., Ltd.	Maihama Building Maintenance Co., Ltd.
Green and Arts Co., Ltd.	M TECH Co., Ltd.

Stock Information

Common Stock Outstanding:	90,922,540 shares
Stock Listing:	Tokyo Stock Exchange, First Section
Code No.:	4661
Investment Unit:	100 shares
Number of Stockholders:	120,108
Bond Ratings:	JCRAA R&IAA-
Share Registrar:	Sumitomo Mitsui Trust Bank, Limited 4-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-0005, Japan
Transfer Agent:	Stock Transfer Agent Department, Sumitomo Mitsui Trust Bank, Limited 8-4, Izumi 2-chome, Suginami-ku, Tokyo 168-0063 Japan

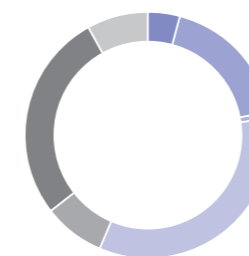
Principal Stockholders*1 (Top Ten)

Stockholders	Number of Shares (Thousands)	Percentage Held (%)
Keisei Electric Railway Co., Ltd.	18,157	19.97
Mitsui Fudosan Co., Ltd.	7,689	8.46
Chiba Prefecture	3,300	3.63
The Master Trust Bank of Japan, Ltd. (Trust accounts)	1,892	2.08
Japan Trustee Services Bank, Ltd. (Trust accounts)	1,675	1.84
The Dai-ichi Life Insurance Company, Limited	1,640	1.80
Mizuho Trust & Banking Co., Ltd.*2	1,480	1.63
SSBT OD05 OMNIBUS ACCOUNT-TREATY CLIENTS	1,118	1.23
Japan Trustee Services Bank, Ltd. (Trust accounts 4)	1,031	1.13
The Chuo Mitsui Trust and Banking Company, Limited	832	0.92

*1. In addition to the above, 7,205 thousand shares are held in treasury. Treasury stock does not include 292 thousand shares of the Company's stock that are held by the trust.

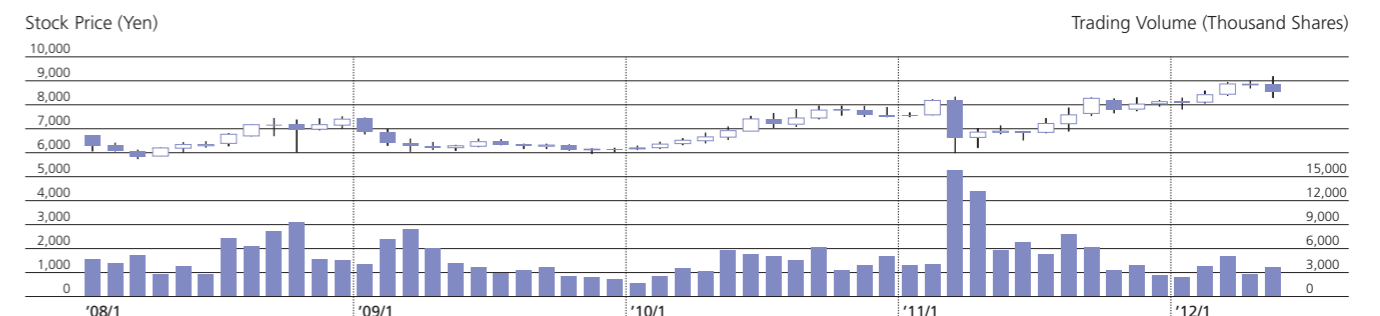
*2. Shares held in a pension trust account with Mizuho Trust & Banking Co., Ltd., are for the benefit of retirement plans of Mizuho Corporate Bank, Ltd.

Distribution of Stockholders



4.36%	National government and local public organizations
17.81%	Financial institutions
0.76%	Securities companies
33.62%	Other corporations
8.13%	Foreign corporations and individuals
27.39%	Individuals and others
7.93%	Treasury stock

Stock Price Range and Trading Volume



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