

Financial Results Report for the December 2009 Term (Consolidated)

February 9, 2010

McDonald's Holdings Company (Japan), Ltd.

Company code number: 2702 (URL <http://www.mcd-holdings.co.jp/>)
Shares traded: JASDAQ
Executive position of legal representative: Eikoh Harada
Chairman, President and Chief Executive Officer,
Representative Director
Please address all communications to: Takayuki Yasuda
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Schedule of ordinary annual shareholders' meeting: March 25, 2010
Schedule of dividends payment: March 26, 2010
Schedule of annual security report submission: March 26, 2010

1. Consolidated operating results (From January 1, 2009 to December 31, 2009)

(1) Consolidated financial results

(In millions of yen, with fractional amounts discarded)
(negative figures are shown in parenthesis)

| | Net sales | | Operating income | | Ordinary income | |
|-------------------|-------------------|--------|-------------------|------|-------------------|------|
| | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % |
| December 31, 2009 | 362,312 | (10.8) | 24,230 | 24.0 | 23,252 | 27.5 |
| December 31, 2008 | 406,373 | 2.9 | 19,543 | 16.8 | 18,239 | 16.8 |

| | Net income | | Net income per share | Net income per share, fully diluted | Return on shareholders' equity | Ratio of ordinary income to total assets | Ratio of operating income to net sales |
|-------------------|-------------------|------|----------------------|-------------------------------------|--------------------------------|--|--|
| | (Millions of yen) | % | (Yen) | (Yen) | % | % | % |
| December 31, 2009 | 12,809 | 3.4 | 96.34 | - | 8.9 | 11.6 | 6.7 |
| December 31, 2008 | 12,393 | 58.5 | 93.21 | - | 9.1 | 9.1 | 4.8 |

(Notes)

- Gains or losses on investments through equity method accounting:
December 2009 term: - December 2008 term: -
- The percentages shown next to net sales, operating income, ordinary income and net income represent changes from the previous year.

(2) Consolidated financial position

| | Total assets | Shareholders' equity | Equity ratio | Shareholders' equity per share |
|-------------------|-------------------|----------------------|--------------|--------------------------------|
| | (Millions of yen) | (Millions of yen) | % | (Yen) |
| December 31, 2009 | 200,798 | 148,502 | 73.9 | 1,115.95 |
| December 31, 2008 | 200,024 | 139,371 | 69.6 | 1,047.46 |

(Note)

Equity amount (consolidated):

December 2009 term: 148,375 million yen

December 2008 term: 139,270 million yen

(3) Consolidated cash flows statement

| | Net cash (used in)/provided by operating activities | Net cash (used in)/provided by investing activities | Net cash (used in)/provided by financing activities | Cash and cash equivalents at end of term |
|-------------------|---|---|---|--|
| | (Millions of yen) | (Millions of yen) | (Millions of yen) | (Millions of yen) |
| December 31, 2009 | 22,919 | (3,964) | (8,589) | 20,148 |
| December 31, 2008 | 17,855 | (15,674) | (4,389) | 9,782 |

2. Dividend

| | Dividends per share | | | | | Dividend Payment | Dividend payout ratio | The ratio of dividend to shareholders' equity |
|----------------------------------|--------------------------|---------------------------|--------------------------|----------|--------|---------------------|--------------------------|--|
| | First Quarter -End | Second Quarter- End | Third Quarter- End | Year-End | Annual | | | |
| | (Yen) | (Yen) | (Yen) | (Yen) | (Yen) | (Millions of Yen) | | % |
| December 31, 2008 | — | 0.00 | — | 30.00 | 30.00 | 3,988 | 32.2 | 2.9 |
| December 31, 2009 | — | 0.00 | — | 30.00 | 30.00 | 3,988 | 31.1 | 2.8 |
| December 31, 2010 (Estimated) | | 0.00 | 0.00 | 30.00 | 30.00 | - | 84.9 | - |

3. Consolidated forecasts for December 2010 term (From January 1, 2010 to December 31, 2010)

| | Net Sales | | Operating income | | Ordinary income | | Net income | | Net income per share |
|----------------|-------------------|--------|-------------------|------|-------------------|------|-------------------|--------|-------------------------|
| | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % | Yen |
| Interim period | 164,000 | (10.9) | 12,800 | 32.8 | 12,000 | 33.2 | 1,000 | (80.0) | 7.52 |
| Annual | 313,000 | (13.6) | 26,000 | 7.3 | 24,400 | 4.9 | 5,800 | (54.7) | 43.62 |

The percentages shown next to net sales, operating income, ordinary income and net income represent changes from the previous year.

4. Other

(1) Changes in significant subsidiaries (Changes in scope of consolidation): None

(2) Changes of significant accounting principles, procedures and descriptions for the financial results report (Described in "Changes in significant accounting policy")

- Changes caused by revision of accounting standard: Yes
- Other: None

*Note: Please refer to "Significant accounting policy" and "Changes in significant accounting policy" for details.

(3) The number of shares outstanding (Common stock)

- The number of shares outstanding (inclusive of treasury stock)
December 2009: 132,960,000 shares December 2008: 132,960,000 shares
- The number of treasury stock
December 2009: 473 shares December 2008: 245 shares

*Note: Please refer to "Per share-related financial information" for details.

(Reference) Summary of nonconsolidated results

1. Nonconsolidated operating results

(From January 1, 2009 to December 31, 2009)

(1) Nonconsolidated financial results

(In millions of yen, with fractional amounts discarded)
(The number with parenthesis shows negative figure)

| | Net sales | | Operating income | | Ordinary income | |
|-------------------|-------------------|-----|-------------------|------|-------------------|--------|
| | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % |
| December 31, 2009 | 55,920 | 1.1 | 743 (△28.0) | | 1,248 | (24.7) |
| December 31, 2008 | 55,315 | 1.4 | 1,033 | 31.4 | 1,659 | 62.3 |

| | Net income | | Net income per share | Net income per share, fully diluted |
|-------------------|-------------------|-------|----------------------|-------------------------------------|
| | (Millions of yen) | % | (Yen) | (Yen) |
| December 31, 2009 | 708 (70.6) | | 5.33 | - |
| December 31, 2008 | 2,409 | 357.9 | 18.12 | - |

(Notes)

- The percentages shown next to net sales, operating income, ordinary income and net income represent changes from the previous year.
- Net income for December 2008 term included 2,582 million yen of gain on sales of investment securities.

(2) Nonconsolidated financial position

| | Total assets | Shareholders' equity | Equity ratio | Shareholders' equity per share |
|-------------------|-------------------|----------------------|--------------|--------------------------------|
| | (Millions of yen) | (Millions of yen) | % | (Yen) |
| December 31, 2009 | 128,958 | 121,639 | 94.3 | 914.86 |
| December 31, 2008 | 138,178 | 124,919 | 90.4 | 939.53 |

(Reference)

Equity amount:

December 2009 term: 121,639 million yen

December 2008 term: 124,919 million yen

2. Nonconsolidated forecasts for December 2010 term

(From January 1, 2010 to December 31, 2010)

| | Net Sales | | Operating income | | Ordinary income | | Net income | | Net income per share |
|----------------|-------------------|---|-------------------|---|-------------------|---|-------------------|---|----------------------|
| | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % | (Millions of yen) | % | Yen |
| Interim period | — | — | — | — | — | — | — | — | — |
| Annual | — | — | — | — | — | — | — | — | — |

As a holding company, the company's main business is investment in subsidiaries and real estate leases. Its principal revenue source is lease income of real estate and noncurrent assets deriving from its consolidated subsidiary, McDonald's Company (Japan), Ltd, which ultimately being offset through the process of intercompany elimination. Therefore, as investment information, it is thought that the importance is minimal and the description of the nonconsolidated forecasts will be omitted. Further, transactions with parties other than its consolidated subsidiary are less than 1% of its net sales.

※About the usage of performance forecasts and other information:

The forecasts shown above are predicted upon information that is available as of the day of the announcement of this report; they incorporate assumptions, made as of the day of the announcement of this report, based on a number of uncertain factors that may affect future performance. Actual financial performance, therefore, may differ considerably from these forecasts due to a variety of factors hereafter.

1. Operating Results

(1) Analysis of Operating Results

(Our group's operating results)

In the consolidated fiscal year 2009 (from January 1, 2009 to December 31, 2009), the corporate sector's performance and the employment situation in Japan showed no visible sign of recovery from the prolonged downturn due to expanded financial crisis since the previous year. The Japanese economy has severely suffered from persistent slowdown in consumers' spending.

In such hostile economic environment, the Group continued to concentrate its management resources on its principal hamburger restaurant business virtually as planned and thoroughly carried out a consistent strategy to expand its customer base including the following activities in the business. This resulted in a 1.1% increase in same-store sales from the previous year and the 6th consecutive year-on-year sales growth. The restaurant business also achieved new record annual systemwide sales of 531,921 million yen (up 13,605 million yen or 2.6% from the previous year). While the Group's consolidated sales 362,312 million yen (down 44,060 million yen or 10.8% from the preceding year), its consolidated operating income was 24,230 million yen (up 4,686 million yen or 24.0% from last year), consolidated ordinary income was 23,252 million yen (up 5,012 million yen or 27.5%) and consolidated net income was 12,809 million yen (up 416 million yen or 3.4%), all of which were record highs since its listing on the JASDAQ market.

As a part of its strategic store closures mainly of small restaurants that is to be completed in the next several years, the Group decided to close 68 restaurants in this consolidated fiscal year and recorded loss of 522 million yen on restaurant closing in extraordinary loss for 54 restaurants closed in the fiscal year. For the remaining 14 restaurants that are to be closed in the next consolidated fiscal year, 236 million yen from the provision for loss on store closing is recorded in extraordinary loss.

Notes:

1. Same-store sales are total sales achieved in the fiscal year by McDonald's restaurants that have been in business for 13 months or longer compared to total sales achieved by such restaurants in the previous year.
2. Systemwide sales are sales of company-operated restaurants and franchised restaurants and are not equal to the total sales reported in the consolidated profit and loss statement.
3. Please refer to the "3. Management Policy (4) Issues facing the Company" below for more details about the strategic store closures.

(Operating results of hamburger restaurant businesses)

McDonald's Company (Japan), Ltd. that operates the hamburger restaurant business, the Group's core business, has continued strategic investment to provide more customers with opportunities to visit McDonald's based on QSC (trusted quality, speedy and friendly service and clean and comfortable atmosphere). The Company strives to expand its customer base through expanded 24-hour operation (1,813 restaurant are open 24 hours as of the end of consolidated fiscal year 2009), expanded drive-thru restaurant operation (1,312 drive-thru restaurants in business as of the end of the fiscal year), and restaurant remodeling (178 restaurants remodeled as of the end of the fiscal year). The Company also has promoted its efforts to offer customers more opportunities to use McDonald's by offering values unique to McDonald's through promotional activities that match current economic conditions and the times.

The following are major measure taken by the company in the fiscal year.

1. National launch of "Quarter Pounder with Cheese" and "Double Quarter Pounder with Cheese" that had been phased in since its initial offering in the Kanto area in November 2008.
2. Expansion of the variety of breakfast menu "Asa Mc" with launch of "McHotDog Classic"
3. Introduction of "Mc de DS", a new service to offer fun activities that can be enjoyed with

- Nintendo DS®, such as download of popular game characters and stamp rally, in about 3,200 restaurants all over Japan
4. Expansion of ¥100 menu as a part of “Value for Money”, by adding “Shaka Shaka Chicken” and “McPork”, offer of “M Power Special Lunch Sets” in week-day lunch time, the “Enjoy ¥100 Back” campaign in April to vitalize Japan suffering the economic downturn with “fun” and “tasty food”, and “Catch the Boom” campaign in May to offer ¥20,000 worth gift certificates at ¥12,000 to encourage consumers to use their fixed amount cash handouts.
 5. Limited time-offer of a free cup of “Premium Roasted Coffee” in limited areas
 6. “Nippon All Stars” Campaign to offer Japan’s popular original products in a sequence for a limited period of time
 7. Limited time offer of the “Drive Set” in about 1,300 restaurants with drive-thru facilities all over Japan.
 8. Introduction of “7 new coffee menu items” in about 400 restaurants in Tokyo and Fukuoka in November

The company also started an overseas training system as a part of its continued investment in people development to send about 100 restaurant salaried managers for training in McDonald’s restaurants in English-speaking countries for up to 6 months.

In addition, the Company has carried out various CSR activities including its support to Donald McDonald Houses that provide accommodations to seriously ill children and their families and these activities have contribute to enhancement of McDonald’s brand equity and expansion its customer base.

For restaurant development, the Company has promoted restaurant franchising as follows:

| Classification | Previous term end | Newly opened | Closed | Classification change*Note | | Current term end |
|-----------------------------|-------------------|--------------|--------|----------------------------|----------|------------------|
| | | | | Increase | Decrease | |
| Company-operated | 2,166 | 29 | (51) | 26 | (465) | 1,705 |
| Franchised | 1,588 | 41 | (58) | 465 | (26) | 2,010 |
| Total number of restaurants | 3,754 | 70 | (109) | 491 | (491) | 3,715 |

*Note: These figures do not include sales of restaurant businesses by BFL exercise. The total number of sales of restaurant businesses for the period is 386 inclusive of sales by BFL exercise, and gain on sales of restaurant businesses was recorded at 4,329 million yen (5 million yen decrease from the same period last year)

Meaning of BFL and BFL Exercise:

Arrangements where the company leases the businesses, including equipment, to franchisees who generally have options to purchase the businesses. BFL exercise is the case where franchisees choose to exercise (application by franchisees to McDonald’s Japan) these options to convert into conventional contracts (where franchisees purchase all necessary equipments for restaurant operation) after examination procedures by McDonald’s Japan.

(Operating results of other businesses)

EveryD Mc, Inc., a consolidated subsidiary of the Company, provides support to McDonald’s restaurants and their customers. As a result of its activities, the subsidiary reported 735million yen in sales in the consolidated fiscal year, 212 million yen down from the previous year, 42 million yen in ordinary income, also down 17 million yen from the last year, and 26 million yen in net income.

The JV Inc., another consolidated subsidiary of the Company (a joint venture of NTT DoCoMo, Inc. and the Company who own 30% and 70% of the venture respectively), designs and operates promotional activities of a membership organization of McDonald’s company (Japan), Ltd. The membership of the Tokusuru Keitai site” operated by the JV has been steadily increasing and exceeded 16 million members as of the end of the fiscal year (and more than 6,700 thousand members are also registered as “Kazasu Coupon (contactless coupon) members). The JV increased its sales by 92 million yen to 875 million yen and its ordinary income by 74 million yen to 146 million yen from

last year, and attained 87 million yen in net income this year.

(Operating results of the Company)

As a holding company, the Company's main business is investment in subsidiaries and real estate leases. Its principal revenue source is lease income received from one of its consolidated subsidiaries, McDonald's Company (Japan), Ltd. The Company's business activities in this fiscal year produced 55,920 million yen in sales, up 604 million yen from the last year, 1,248 million yen in ordinary income, down 410 million yen from the preceding year, and 708 million yen in net income, down 1,701 million yen from the previous year due to recording of 2,582 million yen in gain on sales of investment securities in the previous year.

(Analysis of the Group's operating results)

| Millions of yen | | Year ended December 31, 2008 | | Year ended December 31, 2009 | | Year-on-year Change |
|--|--------|---------------------------------|-------|---------------------------------|-------|------------------------|
| | | | % | | % | |
| Systemwide sales | Note 1 | 518,316 | | 531,921 | | 13,605 |
| Net Sales | | | | | | |
| Company-operated restaurant sales | Note 2 | 361,670 | | 302,529 | | (59,140) |
| Franchise revenue | Note 3 | 44,179 | | 59,229 | | 15,049 |
| Other | | 523 | | 553 | | 30 |
| Net sales | Note 1 | 406,373 | 100.0 | 362,312 | 100.0 | (44,060) |
| Cost of sales | | | | | | |
| Cost of sales for company operated restaurant | Note 2 | 312,499 | 76.9 | 259,001 | 71.5 | (53,497) |
| Raw material | | 118,776 | 29.2 | 95,433 | 26.3 | (23,343) |
| Labor | | 103,664 | 25.5 | 88,252 | 24.4 | (15,412) |
| Other | | 90,057 | 22.2 | 75,315 | 20.8 | (14,741) |
| Cost of franchise revenue | Note 3 | 24,410 | 6.0 | 34,453 | 9.5 | 10,043 |
| Cost of other sales | | 503 | 0.1 | 547 | 0.1 | 43 |
| Total cost of sales | | 337,412 | 83.0 | 294,002 | 81.1 | (43,410) |
| Gross profit | | 68,960 | 17.0 | 68,310 | 18.9 | (649) |
| Selling, general and administrative expenses | Note 4 | | | | | |
| Advertising and selling expense | | 24,751 | 6.1 | 19,412 | 5.4 | (5,339) |
| Labor | | 13,516 | 3.3 | 13,564 | 3.7 | 47 |
| Other | | 11,148 | 2.8 | 11,104 | 3.1 | (44) |
| Total selling, general and administrative expenses | | 49,416 | 12.2 | 44,080 | 12.2 | (5,336) |
| Operating income | | 19,543 | 4.8 | 24,230 | 6.7 | 4,686 |
| Non-operating income | | 1,344 | 0.3 | 1,225 | 0.3 | (119) |
| Non-operating expenses | | 2,648 | 0.6 | 2,202 | 0.6 | (445) |
| Ordinary income | | 18,239 | 4.5 | 23,252 | 6.4 | 5,012 |
| Extraordinary income | | 4,114 | 1.0 | 64 | 0.1 | (4,050) |
| Extraordinary loss | Note 5 | 769 | 0.2 | 1,279 | 0.4 | 510 |
| Income before income taxes and minority interests | | 21,584 | 5.3 | 22,037 | 6.1 | 452 |
| Net income | | 12,393 | 3.0 | 12,809 | 3.5 | 416 |

Note 1: Systemwide sales and total sales

Please refer to the above "Operating results of hamburger restaurant business" section for details about its business activities. The Group's business activities produced 531,921 million yen in systemwide sales, up 13,605 million yen or 2.6% from the preceding year, and 362,312 million yen in total sales, down 44,060 million yen or 10.8% from last year.

Note 2: Sales and cost of products sold of company-operated restaurants

Total sales of company-operated restaurants in this consolidated fiscal year dropped 59,140 million yen or 16.4% from the preceding year to 302,529 million yen. Cost of products sold of company-operated restaurants also declined by 53,497 million yen or 17.1% from the previous year to 259,001 million yen. The major reason for these declines is the decreased number of company-operated restaurants resulting from promotion of restaurant franchising.

Note 3: Franchise revenue and cost of franchise revenue

In this consolidated fiscal year, franchise revenue increased by 15,049 million yen or 34.1% from the previous year to 59,229 million yen. Cost of franchise revenue also rose by 10,043 million yen or 41.1% from last year to 34,453 million yen. The above increased mainly resulted from the increased number of franchised restaurants due to promotion of restaurant franchising. Gain on sales of restaurant businesses from entering franchise agreements, which is included in this fiscal year's franchise revenue, is 4,329 million yen while gain on sales of restaurant businesses in the previous year was 4,335 million yen.

Please refer to "Note: Consolidated statement of income-related" for more details about gain on sales of restaurant businesses.

Note 4: Selling, general and administrative expenses

Please refer to "Note: Consolidated statement of income-related" for details of Selling, general and administrative expenses.

Note 5: Extraordinary loss

Please refer to "Note: Consolidated statement of income-related" for details of Extraordinary loss.

(Forecasts for 2010)

The Company will continue to focus on its core hamburger business. Based on its established QSC (trusted quality, speedy and friendly service and clean and comfortable atmosphere) and existing customer base, the Company will further promote its franchising strategy that has been in progress since 2007 and pursue higher Value for Money for customers through such efforts as providing menu and restaurant experiences exclusive to McDonald's and investing in people development. As a part of its business structural reform along with the franchising strategy, the Company will deploy a new restaurant development strategy including innovative new restaurant designs and full-capacity kitchen equipment and facilities. At the same time it will promote strategic closure of 433 restaurants in 2010 including restaurants that the new strategy is inapplicable to, those impairing the brand image, and/or those investment in which is expected to produce no positive effect.

Based on the above activity, we expect to record in 2010, 313,000 million yen in sales, 26,000 million yen in operating income, 24,400 million yen in ordinary income, and 5,800 million yen in net income on a consolidated basis. Approximately 12,000 million yen of extraordinary loss for the strategic store closures is included in the above forecasts.

(2) Analysis of Financial position

(Group's financial position)

| Millions of yen | December 31, 2008 | | December 31, 2009 | | Year-on-year Change |
|---|-------------------|--------------|-------------------|--------------|---------------------|
| | | % | | % | |
| Assets | | | | | |
| Current assets | 30,610 | 15.3 | 40,626 | 20.2 | 10,015 |
| Noncurrent assets | 169,414 | 84.7 | 160,171 | 79.8 | (9,242) |
| 1 Property, plant and equipment | 81,333 | 40.7 | 73,229 | 36.5 | (8,103) |
| 2 Intangible assets | 17,060 | 8.5 | 19,385 | 9.7 | 2,324 |
| 3 Investments and other assets | 71,020 | 35.5 | 67,557 | 33.6 | (3,463) |
| Total assets | 200,024 | 100.0 | 200,798 | 100.0 | 773 |
| Liabilities | | | | | |
| Current liabilities | 57,090 | 28.5 | 47,838 | 23.8 | (9,252) |
| Noncurrent liabilities | 3,562 | 1.8 | 4,457 | 2.2 | 894 |
| Total liabilities | 60,653 | 30.3 | 52,295 | 26.0 | (8,358) |
| Net assets | | | | | |
| Total net assets | 139,371 | 69.7 | 148,502 | 74.0 | 9,131 |
| Total liabilities and net assets | 200,024 | 100.0 | 200,798 | 100.0 | 773 |

1. Summary of group's assets, liabilities and net assets

Total assets as of fiscal year end were 200,798 million yen, increase of 773 million yen from previous year end. The main reasons are increase in current assets of 10,015 million yen due to increased cash and deposits based on the group's good operating results and decrease in noncurrent assets of 8,103 million yen due to sales of restaurant businesses etc.

Total liabilities were 52,295 million yen, decrease of 8,358 million yen from previous year end. The main reason is decrease in current liabilities of 9,252 million yen due to decreased accounts payable-other.

Net assets were 148,502 million yen, increase of 9,131 million yen from previous year end. The main reasons are 12,809 million yen of net income for this year and 3,988 million yen of dividends paid.

2. Cash Flow Summary

Cash flows for the term are as follows:

Cash and cash equivalents ('cash') outstanding as of the end of the term totaled 20,148 million yen, increase of 10,366 million from previous year end.

(Net cash provided by operating activities)

Operating activities during the period resulted in a net cash inflow of 22,919 million yen. The main reasons are 22,037 million yen of net income before taxes, 12,233 million yen of depreciation and amortization and 7,265 million yen of income taxes paid.

(Net cash used in investing activities)

Investing activities during the period resulted in a net cash outflow of 3,964 million yen. The main

reasons are 6,445 million yen of purchase of software, 1,824 million yen of payments for lease and guarantee deposits and 3,849 million yen of proceeds from collection of lease and guarantee deposits.

(Net cash used in financing activities)

Financing activities during the period resulted in a net cash outflow of 8,589 million yen. The main reasons are net decrease in short-term loans payable of 4,500 million yen and 3,980 million yen of cash dividends paid.

Trends in cash flow-related indices for the corporate group are shown below.

| | 2005 | 2006 | 2007 | 2008 | 2009 |
|--------------------------------------|---------------|---------------|---------------|-------------|-------------|
| Equity ratio | 71.4% | 67.3% | 66.1% | 69.6% | 73.9% |
| Equity ratio based on market prices | 133.3% | 136.5% | 123.3% | 119.6% | 117.8% |
| Years required to redeem liabilities | 0.3 years | 0.2 years | 0.2 years | 0.3 years | 0.1 years |
| Interest-coverage ratio | 1,638.1 times | 2,189.6 times | 1,627.1 times | 304.8 times | 634.8 times |

Equity ratio: Equity / total assets

Equity ratio based on market prices: Market capitalization/total assets

Years required to redeem liabilities: Interest-bearing liabilities/operating cash flow

Interest-coverage ratio: Operating cash flow/interest payments

- * Each of the foregoing ratios is calculated on the basis of consolidated financial data.
- * Interest-bearing debt refers to all liabilities on the consolidated balance sheets on which interest is paid.
- * Operating cash flow and debt-service payments are calculated using the respective figures for cash flow from operating activities and interest expenses paid, as listed on the consolidated statement of cash flows.

(3) Fundamental policy with regard to the distribution of profits

Taking into consideration the overall balance between business results, dividend payout ratios, and cash flows, the Company strives to return profits based on the continuous payment of a stable dividend, while maintaining financial indicators like capital ratio and return on equity at appropriate levels.

The Company's basic policy is to make annual dividend once in the year end from retained earnings its decision making is made at annual shareholders' meeting.

For this fiscal year, the Company is planning to make a dividend of 30 yen per share (same amount as in last year) based on the above policy.

(4) Operational and Other Risks

The Company's operating results and financial position are subject to the following risks. References in this document relating to the remainder of this fiscal year are the estimates made on December 31, 2009.

(Restaurants' reliance on rented property)

The Company's headquarters, offices and more than 95% of its restaurants are leased properties. The lease term can be extended upon agreement between the Company and the lessor. Contracts may be terminated prematurely due to the lessor's circumstances, making the closure of some restaurants unavoidable even where they are profitable.

The Company pays a deposit to the lessor of which the security deposit (shikikin) is returned in full at the end of the contract, and the security money (hoshoukin) ["cooperative construction deposit" (kensetsukyoryokukin)] is returned as separate sums over several years up to a maximum 20 years. The current balance of security deposit and security money is 59,535 million yen. There is a risk that the whole or part of this may become uncollectible due to bankruptcy or other problems of the lessor.

(Fluctuations in the price of ingredients)

The cost of the ingredients of McDonald's Japan's products, such as beef and potatoes, is subject to international commodity market conditions. Such fluctuations could affect the Group's operating results.

(Currency risk)

Since most of the ingredients in food served at McDonald's Japan are imported, foreign exchange rates affect their costs. McDonald's Japan makes every effort to avoid currency risk by having favorable exchange contracts with import agencies. However, there is no guarantee that we will be able to execute the optimum deal at all times. We may see the cost of sales rise, should the yen fall sharply beyond the scope of the contracts' coverage. This could affect the Group's operating results.

(Risks associated with weather and natural disasters)

There is a risk from natural disasters such as typhoons and earthquakes, especially where there is a high concentration of restaurants, as in metropolitan area. This would also have a bearing on the Group's finance and operating results.

(Legal regulations)

McDonald's Japan's directly operated and franchise restaurants are licensed by the authorities to operate in restaurant, pastry production and dairy product sales businesses and must comply with the provisions of the food hygiene law. It is also bound by many kinds of conservation ordinances designed to protect the environment, such as the Containers and Packaging Recycling Law. Should these restrictions be strengthened, our costs would increase, which in turn could affect the Group's operating results.

(Food safety control of the Company)

McDonald's Japan recognizes the importance of food safety in the restaurant industry. In going beyond the statutory food hygiene requirements, it carries out periodic independent inspections based on the HACCP technique (Hazard Analysis Critical Control Point: see note below) . The appointment of Food Hygiene Inspectors, extermination of insect pests, strict enforcement of hand washing and the cleanliness of uniforms for employees, periodic maintenance of restaurant equipment, development of food management manual, employees' training, among others, enable us to provide safe products for our customers. We are planning to implement measures, which would, if any mishap should occur, provide prompt medical support and contain damage. We have also taken out indemnity insurance for such a possibility.

However, it is in the nature of the food and drink business that there is always the possibility of food poisoning or other health problems and these are the risk elements that could affect the Group's operating results.

(Note) A hygiene management procedures developed by NASA to produce space food.

(General food safety crisis)

The company's business may be affected by general hygiene problems such as BSE and avian influenza and other hygiene rumors in society. In such a case, the Group's sales will decline and additional investment will be required for improving safety procedures and upgrading facilities as well as running safety campaigns.

(Competition)

McDonald's Japan is competing not only with other burger-based fast food chains, but also with convenience stores and so-called "nakashoku" (takeaway) businesses. McDonald's Japan defines itself as a player in the IEO (Informal Eating Out) market; that is the market comprising of restaurant businesses excluding pubs, bars and canteens. We analyze our business within the framework of this market. Any intensification of competition within the IEO market could affect the Group's operating results.

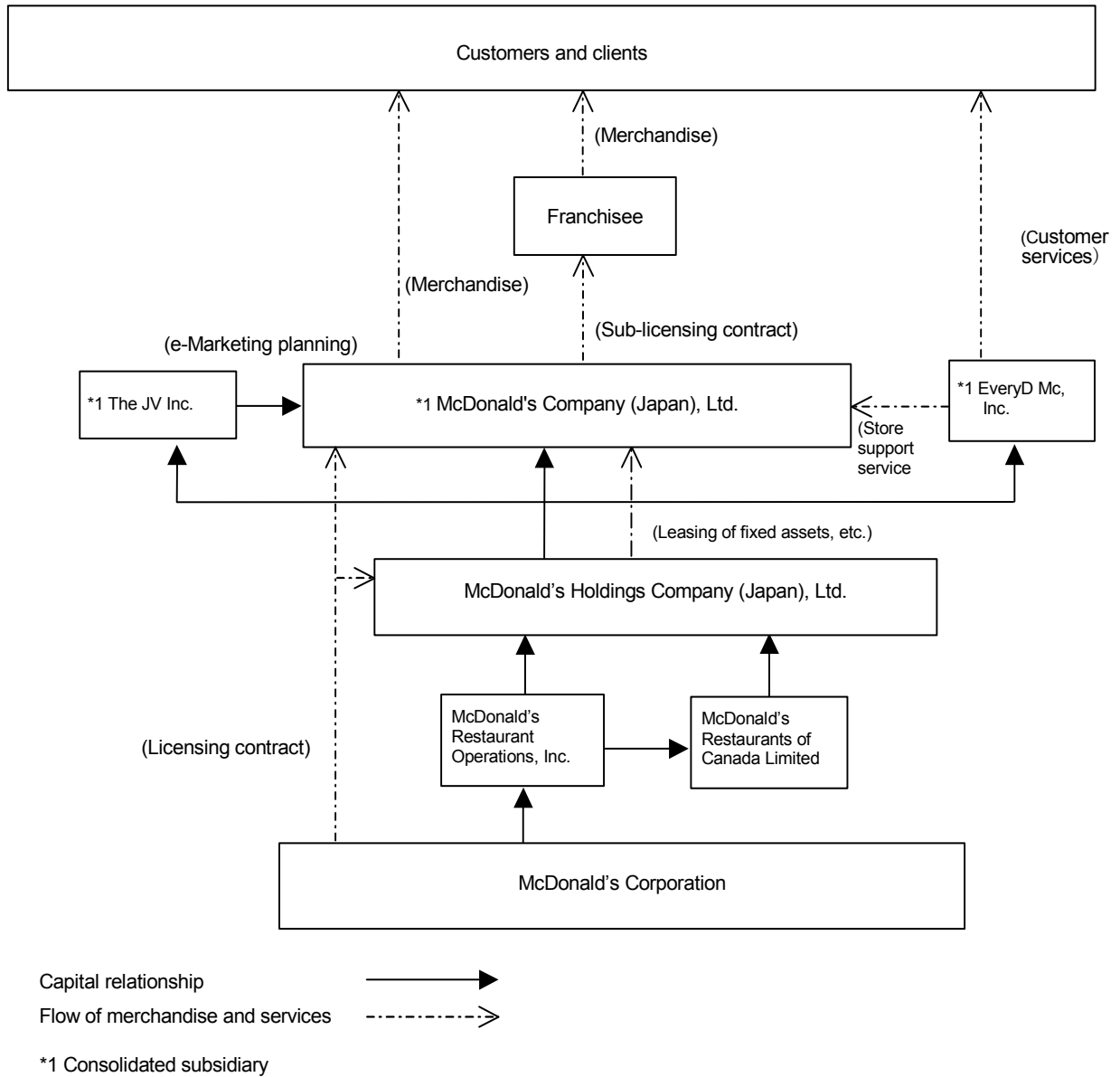
(Personal data protection)

McDonald's Japan and EveryD Mc, Inc. manage customers' personal data in strict accordance with the Personal Data Protection Law. If there is any leak, it would cause great damage to our customers and would put our credibility at risk.

2. Group business relationships

(Group relationship diagram)

The business relationships described above for the fiscal year ended December 2009 are shown in diagram form below.



3. Management policy

(1) Fundamental Management Policy

The Company operates as a holding company to achieve stable long-term business growth of the McDonald's Japan group through the effective utilization of resources cultivated in the hamburger business. To achieve the end, the Company aims at increasing corporate value through more efficient management and increased flexibility.

(2) Performance Indicators and Targets

Taking into consideration the overall balance between business results, dividend payout ratios, and cash flows, the Company strives to return profits based on the continuous payment of a stable dividend, while maintaining financial indicators like capital ratio and return on equity at appropriate levels.

(3) Medium-term management strategy

The role of the Company, which presides over the McDonald's group in Japan, is to implement organizational rearrangement as required to maximize group efficiency, and to provide operational support to group companies. In the near term, the Company views the core McDonald's hamburger restaurant operations as its foremost priority, and it is devoting its resources entirely to this area.

(McDonald's Company (Japan), Ltd.)

McDonald's Company (Japan), Ltd. is at present the flagship company of the group. Its mission is to offer the best quick service restaurant experience in the industry and is committed to better satisfy its customers. It has focused on developing a long-term strategy, reorganizing its structure and assets as well as on enhancing operational excellence at its existing restaurants.

This year, our successful implementation of systems such as "Made For You" in the past led to further improvement in our QSC (Trusted quality, speedy and friendly service and clean and comfortable atmosphere). Also, the Company continued initiatives such as the Value-menu enhancement, introduction of strategic new products, expansion of 24 hours operation restaurants, remodel to pursue comfort for target demography and expansion of the number of franchised restaurants. The Company will continue the effort to further strengthen its foundation.

(EveryD Mc, Inc.)

Primary objectives of EveryD Mc, Inc. are to maximize the profit of McDonald's Holdings Japan as a group through comprehensive communication with McDonald's Japan, major client, and clarifying its role within the group.

(The JV Inc.)

The JV Inc. aims to provide new services to interface the Osaifu-Keitai and McDonald's restaurant for the newly established membership club in place of current service provided by McDonald's Japan's "Tokusuru Keitai Site" service. The JV Inc. determines to provide services by linking restaurants and Osaifu-Keitai to provide a comfortable, safe, and steady promotion of further development in digital lifestyle market in Japan which ultimately contributes to McDonald's Japan's growth. The company strives to be an opinion leader and continues to contribute to further development of the digital market in Japan.

(4) Issues facing the Company

The Company plans to continue focusing management resources on its principal hamburger restaurant business. It strives to enhance people's acknowledgement of the McDonald's brand by offering the best QSC (Trusted quality, speedy and friendly service and clean and comfortable atmosphere) and with brand strategies under the "i'm lovin' it™" theme. While it managed to win support from more customers through the Value Strategy, the Company will make further efforts to build sales and profits by executing measures faster and better. The Company also proactively supports social contribution activities with good corporate citizenship such as pursuing food safety, environmental efforts, enhancing food education activities, and supporting Donald McDonald House.

In addition to the restaurant scrap and build strategy to reinforce its revenue base and improve return on assets, the Group started strategic closure of 68 unprofitable sites including small restaurants to further improve profitability and the McDonald's brand in conjunction with its franchising strategy. Its Board of Directors decided at its meeting held on February 9, 2010 to begin strategic closure of additional 433 restaurants in the next consolidated fiscal year whose closure will maximize its managerial efficiency and brand image. The Group will also work to enhance the quality of its entire restaurant network including franchised restaurants through development of excellent restaurants in the coming years for higher profitability and brand image building.

(5) Other significant matters to the Company

Not applicable.

4. Consolidated financial statements

(1) Consolidated balance sheets

| Millions of yen | Note | December 31, 2008 | December 31, 2009 |
|--------------------------------------|------|-------------------|-------------------|
| (Assets) | | | |
| Current assets | | | |
| Cash and deposits | | 9,782 | 20,148 |
| Accounts receivable - trade | | 9,853 | 9,963 |
| Inventories | | 2,817 | - |
| Merchandise | | - | 3 |
| Raw materials and supplies | | - | 2,230 |
| Deferred tax assets | | 2,628 | 2,355 |
| Other | | 5,530 | 5,950 |
| Allowance for doubtful accounts | | (1) | (25) |
| Total current assets | | 30,610 | 40,626 |
| Noncurrent assets | | | |
| Property, plant and equipment | | | |
| Buildings and structures | | 86,638 | 76,325 |
| Accumulated depreciation | | (46,614) | (42,264) |
| Buildings and structures, net | | 40,024 | 34,061 |
| Machinery and equipment | | 24,384 | 22,333 |
| Accumulated depreciation | | (10,495) | (9,910) |
| Machinery and equipment, net | | 13,889 | 12,422 |
| Tools, furniture and fixtures | | 22,598 | 20,394 |
| Accumulated depreciation | | (12,864) | (12,254) |
| Tools, furniture and fixtures, net | | 9,733 | 8,140 |
| Land | 4 | 17,490 | 17,677 |
| Lease assets | | - | 927 |
| Accumulated depreciation | | - | (88) |
| Lease assets, net | | - | 839 |
| Construction in progress | | 195 | 88 |
| Total property, plant and equipment | 3,5 | 81,333 | 73,229 |
| Intangible assets | | | |
| Goodwill | | 1,723 | 1,656 |
| Software | | 14,563 | 16,958 |
| Other | | 773 | 770 |
| Total intangible assets | 5 | 17,060 | 19,385 |
| Investments and other assets | | | |
| Investment securities | 1 | 398 | 398 |
| Long-term loans receivable | | 9 | 9 |
| Deferred tax assets | | 2,081 | 1,646 |
| Lease and guarantee deposits | | 61,910 | 59,535 |
| Other | | 7,343 | 6,802 |
| Allowance for doubtful accounts | | (721) | (833) |
| Total investments and other assets | | 71,020 | 67,557 |
| Total noncurrent assets | | 169,414 | 160,171 |
| Total assets | | 200,024 | 200,798 |

| Millions of yen | Note | December 31, 2008 | December 31, 2009 |
|--|------|-------------------|-------------------|
| (Liabilities) | | | |
| Current liabilities | | | |
| Accounts payable-trade | | 10,472 | 8,527 |
| Short-term loans payable | | 4,500 | - |
| Accounts payable-other | | 20,812 | 16,823 |
| Accrued expenses | | 8,709 | 7,708 |
| Lease obligations | | - | 161 |
| Income taxes payable | | 4,078 | 5,732 |
| Provision for bonuses | | 2,309 | 2,069 |
| Provision for loss on store closing | | - | 236 |
| Other | | 6,207 | 6,577 |
| Total current liabilities | | 57,090 | 47,838 |
| Noncurrent liabilities | | | |
| Long-term loans payable | | 500 | 500 |
| Lease obligations | | - | 730 |
| Provision for retirement benefits | | 2,193 | 2,123 |
| Provision for directors' retirement benefits | | 118 | 148 |
| Deferred tax liabilities due to land revaluation | 4 | 508 | 508 |
| Other | | 242 | 447 |
| Total noncurrent liabilities | | 3,562 | 4,457 |
| Total liabilities | | 60,653 | 52,295 |
| (Net assets) | | | |
| Shareholders' equity | | | |
| Capital stock | | 24,113 | 24,113 |
| Capital surplus | | 42,124 | 42,124 |
| Retained earnings | | 78,628 | 87,449 |
| Treasury stock | | (0) | (0) |
| Total shareholders' equity | | 144,866 | 153,687 |
| Valuation and translation adjustments | | | |
| Deferred gains or losses on hedges | | (355) | (70) |
| Revaluation reserve for land | 4 | (5,240) | (5,240) |
| Total valuation and translation adjustments | | (5,596) | (5,311) |
| Minority interests | | 100 | 126 |
| Total net assets | | 139,371 | 148,502 |
| Total liabilities and net assets | | 200,024 | 200,798 |

(2) Consolidated statement of income

| | | Millions of yen | |
|---|------|---------------------------------|---------------------------------|
| | Note | Year ended December 31, 2008 | Year ended December 31, 2009 |
| Net sales | 2 | 406,373 | 362,312 |
| Cost of sales | | 337,412 | 294,002 |
| Gross profit | | 68,960 | 68,310 |
| Selling, general and administrative expenses | 1,3 | 49,416 | 44,080 |
| Operating income | | 19,543 | 24,230 |
| Non-operating income | | | |
| Interest income | | 105 | 115 |
| Dividends income | | 37 | - |
| Revenue from unredeemed gift certificates | | 144 | 259 |
| Insurance income | | 119 | 37 |
| Compensation income | | 405 | 84 |
| Subsidy income | | - | 361 |
| Other | | 532 | 367 |
| Total non-operating income | | 1,344 | 1,225 |
| Non-operating expenses | | | |
| Interest expenses | | 67 | 44 |
| Allowance for doubtful accounts | | - | 123 |
| Loss on retirement of noncurrent assets at Company-operated restaurants | | 2,355 | 1,735 |
| Other | | 225 | 299 |
| Total non-operating expenses | | 2,648 | 2,202 |
| Ordinary income | | 18,239 | 23,252 |
| Extraordinary income | | | |
| Reversal of allowance for doubtful accounts | | 152 | - |
| Gain on settlement of lawsuit | 4 | 1,378 | - |
| Compensation for transfer | | - | 64 |
| Gain on sales of investment securities | | 2,582 | - |
| Total extraordinary income | | 4,114 | 64 |
| Extraordinary loss | | | |
| Loss on retirement of noncurrent assets | 5 | 370 | 372 |
| Impairment loss | 7 | 261 | 130 |
| Loss on sales of noncurrent assets | 8 | 136 | 17 |
| Provision for loss on store closing | 6 | - | 236 |
| Loss on store closing | 6 | - | 522 |
| Loss on sales of investment securities | | 0 | - |
| Total extraordinary loss | | 769 | 1,279 |
| Income before income taxes and minority interests | | 21,584 | 22,037 |
| Income taxes-current | | 7,131 | 8,700 |
| Income taxes-deferred | | 2,047 | 500 |
| Total income taxes | | 9,178 | 9,201 |
| Minority interests in income | | 12 | 25 |
| Net income | | 12,393 | 12,809 |

(3) Consolidated statement of changes in net assets

(Millions of yen)

| Year ended December 31, 2008 | Shareholders' equity | | | | |
|--|----------------------|-----------------|-------------------|----------------|---------|
| | Capital stock | Capital surplus | Retained earnings | Treasury stock | Total |
| Balance at December 31, 2007 | 24,113 | 42,124 | 70,224 | (0) | 136,462 |
| Cash dividends | | | (3,988) | | (3,988) |
| Net income | | | 12,393 | | 12,393 |
| Changes in items except shareholders' equity | | | | | — |
| Total changes in the term | — | — | 8,404 | (0) | 8,404 |
| Balance at December 31, 2008 | 24,113 | 42,124 | 78,628 | (0) | 144,866 |

| Year ended December 31, 2008 | Valuation & translation adjustment | | | | Minority Interests | Grand total |
|--|-------------------------------------|------------------------------------|------------------------------|---------|--------------------|-------------|
| | Unrealized gain on other securities | Deferred gains or losses on hedges | Revaluation reserve for land | Total | | |
| Balance at December 31, 2007 | 1,937 | 1 | (5,240) | (3,302) | 88 | 133,247 |
| Cash dividends | | | | | | (3,988) |
| Net income | | | | | | 12,393 |
| Changes in items except shareholders' equity | (1,937) | (356) | — | (2,293) | 12 | (2,280) |
| Total changes in the term | (1,937) | (356) | — | (2,293) | 12 | 6,123 |
| Balance at December 31, 2008 | — | (355) | (5,240) | (5,596) | 100 | 139,371 |

(Millions of yen)

| Year ended December 31, 2009 | Shareholders' equity | | | | |
|--|----------------------|-----------------|-------------------|----------------|---------|
| | Capital stock | Capital surplus | Retained earnings | Treasury stock | Total |
| Balance at December 31, 2008 | 24,113 | 42,124 | 78,628 | (0) | 144,866 |
| Cash dividends | | | (3,988) | | (3,988) |
| Net income | | | 12,809 | | 12,809 |
| Acquisition of Treasury Stock | | | | (0) | (0) |
| Changes in items except shareholders' equity | | | | | — |
| Total changes in the term | — | — | 8,821 | (0) | 8,820 |
| Balance at December 31, 2009 | 24,113 | 42,124 | 87,449 | (0) | 153,687 |

| Year ended December 31, 2009 | Valuation & translation adjustment | | | | Minority Interests | Grand total |
|--|-------------------------------------|------------------------------------|------------------------------|---------|--------------------|-------------|
| | Unrealized gain on other securities | Deferred gains or losses on hedges | Revaluation reserve for land | Total | | |
| Balance at December 31, 2008 | — | (355) | (5,240) | (5,596) | 100 | 139,371 |
| Cash dividends | | | | | | (3,988) |
| Net income | | | | | | 12,809 |
| Acquisition of Treasury Stock | | | | | | (0) |
| Changes in items except shareholders' equity | — | 284 | — | 284 | 25 | 310 |
| Total changes in the term | — | 284 | — | 284 | 25 | 9,131 |
| Balance at December 31, 2009 | — | (70) | (5,240) | (5,311) | 126 | 148,502 |

(4) Consolidated statement of cash flows

| Millions of yen | Year ended December 31, 2008 | Year ended December 31, 2009 |
|--|---------------------------------|---------------------------------|
| Net cash provided by (used in) operating activities | | |
| Income before income taxes and minority interests | 21,584 | 22,037 |
| Depreciation and amortization | 11,867 | 12,233 |
| Impairment loss | 261 | 130 |
| Increase (decrease) in provision for loss on store closing | - | 236 |
| Increase (decrease) in other provision | 312 | (91) |
| Unredeemed gift certificates | (144) | (259) |
| Interest and dividends income | (142) | (115) |
| Interest expenses | 67 | 44 |
| Loss on store closing | - | 175 |
| Loss (gain) on sales of noncurrent assets | 136 | 17 |
| Loss on retirement of noncurrent assets | 1,542 | 1,332 |
| Loss(gain) on sales of investment securities | (2,582) | - |
| Decrease (increase) in accounts receivable - trade | (803) | (115) |
| Decrease (increase) in inventories | 54 | 583 |
| Decrease (increase) in goodwill from acquisition of franchised restaurants | (335) | 66 |
| Decrease (increase) in other assets | (460) | 463 |
| Increase (decrease) in accounts payable-trade | (2,123) | (1,944) |
| Increase (decrease) in accounts payable-other | - | (3,951) |
| Increase (decrease) in accrued expenses payable | (1,129) | (838) |
| Increase (decrease) in other current liabilities | (1,233) | (56) |
| Other, net | 42 | 31 |
| Subtotal | 26,913 | 29,982 |
| Interest and dividend income received | 42 | 4 |
| Interest expenses paid | (58) | (36) |
| Income taxes paid | (9,042) | (7,265) |
| Income taxes refund | - | 233 |
| | 17,855 | 22,919 |
| Net cash provided by (used in) investment activities | | |
| Purchase of property, plant and equipment | (23,522) | (9,268) |
| Proceeds from sales of property, plant and equipment | 9,199 | 9,732 |
| Proceeds from sales of investment securities | 2,702 | - |
| Proceeds from return of investment in equity | 0 | - |
| Payments for lease and guarantee deposits | (2,659) | (1,824) |
| Proceeds from collection of lease and guarantee deposits | 4,660 | 3,849 |
| Collection of loans receivable | 14 | 2 |
| Purchase of software | (7,708) | (6,445) |
| Proceeds from returned deposited money | 1,610 | - |
| Other, net | 29 | (9) |
| | (15,674) | (3,964) |
| Net cash provided by (used in) financing activities | | |
| Net increase (decrease) in short-term loans payable | (500) | (4,500) |
| Repayments of finance lease obligations | - | (108) |
| Purchase of treasury stock | (0) | (0) |
| Cash dividends paid | (3,889) | (3,980) |
| | (4,389) | (8,589) |
| Effect of exchange rate changes on cash and cash equivalents | | |
| | (14) | 0 |
| Net increase (decrease) in cash and cash equivalents | (2,223) | 10,366 |
| Cash and cash equivalents at beginning of period | 12,005 | 9,782 |
| Cash and cash equivalents at end of period *Note | 9,782 | 20,148 |

(5) Notes for assumption of going concern

Not applicable.

(6) Significant accounting policy

| Item | December 31, 2008 | December 31, 2009 |
|--|---|---|
| 1. Item relating to scope of consolidation | (1) Number of consolidated subsidiary: 3 Name of consolidated subsidiary: McDonald's Company (Japan), Ltd. EveryD Mc, Inc. The JV Inc. | (1) Number of consolidated subsidiary: 3 Name of consolidated subsidiary: Same as December 31, 2008 |
| | (2) Number of nonconsolidated subsidiary: 1 Name of nonconsolidated subsidiary: California Family Restaurants, Inc. (Reason for exclusion from consolidation) This nonconsolidated subsidiary is small in scale, and its effect on consolidated financial statements in terms of total assets, sales, net income for the term (amount corresponding to ownership share), and retained earnings (amount corresponding to ownership share) is not significant. | (2) Number of nonconsolidated subsidiary: 1 Name of nonconsolidated subsidiary: Same as December 31, 2008 (Reason for exclusion from consolidation) Same as December 31, 2008 |
| 2. Item relating to application of the equity method | The Company did not apply the equity method to its nonconsolidated subsidiary California Family Restaurants, Inc. because of its minimal impact on consolidated net income, consolidated retained earnings, etc. |) The Company did not apply the equity method to its nonconsolidated subsidiary Same as December 31, 2008 |
| 3. Item relating to the fiscal years etc. of consolidated subsidiaries | All consolidated subsidiaries end their fiscal years on the same day as the date of closing of consolidated accounts. | Same as December 31, 2008 |
| 4. Items related to accounting standards | (1) Standards and methods of valuation for important assets i. Marketable and investment securities (a) Other securities: Quoted securities: market price method based on closing prices on the date of the closing of accounts (all differences are credited or debited directly to the shareholders' equity account; sales prices are calculated on the basis of average cost) Unquoted securities: valued at cost using the periodic average method | i. Marketable and investment securities (a) Other securities: Quoted securities: — Unquoted securities Same as December 31, 2008 |
| | ii. Derivatives Market price method. | ii. Derivatives Same as December 31, 2008 |
| | iii. Inventories: Food materials and supplies: valued at cost, computed on a periodic average basis | iii. Inventories: Merchandise Raw materials and supplies Inventories are measured principally at the lower cost or market, determined by the total average method (The carrying amount of inventories is determined by write-down method base on decreased profitability). (Changes in accounting policies) Beginning with the year under review, the Accounting Standard for Measurement of inventories (ASBJ Statement No. 9, July 5, 2006) is being applied. There was no impact of the change on operating income, ordinary income and income before income taxes. |

| Item | December 31, 2008 | December 31, 2009 |
|--|---|---|
| (2) Major depreciable assets and methods of depreciation | i. Property, plant and equipment: straight-line method Years of useful life for principal assets: Buildings and structures: 2 - 50 years Machinery and equipment: 2 - 15 years Tools, appliances and fixtures: 2 - 20 years | i. Property, plant and equipment (excluding lease assets): Same as December 31, 2008 |
| | ii. Intangible assets: straight-line method For software used internally, the straight-line method is applied based on the period of expected use by the Company (5 years). | ii. Intangible assets (excluding lease assets) Same as December 31, 2008 |
| | — | iii. Lease assets Lease assets related to finance lease transactions where there is no transfer of ownership: straight-line method with estimated useful lives equal to lease terms, and zero residual values For finance lease transactions where there is no transfer of ownership beginning on or before December 31, 2008, the Company continues to use an accounting method that is based on the method used for ordinary lease transactions. |
| | iii. Long-term prepaid expenses: Straight-line method | iv. Long-term prepaid expenses: Same as December 31, 2008 |
| (3) Standards for important allowances | i. Allowance for doubtful accounts To provide for potential losses from doubtful accounts, the Company recognizes an amount calculated on the basis of a statutory deduction ratio for general accounts receivable plus an amount for specific accounts for which collection appears doubtful. | i. Allowance for doubtful accounts Same as December 31, 2008 |
| | ii. Provision for bonuses In order to prepare for the payment of bonuses to employees, a provision is made for the estimated amount to be paid as of the end of the fiscal year. | ii. Provision for bonuses Same as December 31, 2008 |
| | iii. Provision for retirement benefits To provide for employees' retirement benefits, the Company recognizes an amount based on retirement benefit liabilities and estimated pension assets as of the end of the term. Differences arising in the course of mathematical calculations are proportionally divided using the straight-line method over a fixed number of years not exceeding the average number of remaining years of service of employees in each term (8), and are treated as expenses from the year following the year in which they occur. | iii. Provision for retirement benefits Same as December 31, 2008 |
| | iv. Provision for directors' retirement benefit In order to prepare for the payment of retirement benefit to directors, a provision is made for the estimated amount to be paid as of the end of the fiscal year based on the regulations of retirement allowance to retiring directors. | iv. Provision for directors' retirement benefit Same as December 31, 2008 |
| | — | v. Provision for store closing A reasonably estimated amount is recorded in provision for store closing as loss expected to occur from store closing scheduled for this fiscal year. |
| (4) Accounting for significant lease transactions | Financing leases, which exclude lease assets for which title is recognized as being conveyed to lessees, are treated as ordinary rental transactions. | — |

| Item | December 31, 2008 | December 31, 2009 |
|---|--|--|
| (5) Important hedge accounting methods | i. Accounting method Appropriated methods. | i. Accounting method Same as December 31, 2008 |
| | ii. Hedging methods and items hedged: Hedging methods: exchange contract Items hedged: expected future imports | ii. Hedging methods and items hedged: Same as December 31, 2008 |
| | iii. Policy related to hedging: McDonald's Japan hedges foreign currency risks in accordance with its internal rules. Exchange contract is executed within the amount of imported inventories under normal operating cycle. | iii. Policy related to hedging: Same as December 31, 2008 |
| | iv. Method of evaluating the effectiveness of hedging: Accumulated amount of changes in cash flow between items hedged and hedging methods are matched quarterly to evaluate the effectiveness of hedging. | iv. Method of evaluating the effectiveness of hedging: Same as December 31, 2008 |
| (6) Other significant items associated with the preparation of financial statements | Accounting for consumption taxes and local consumption taxes: Amounts shown are exclusive of consumption taxes. | Accounting for consumption taxes and local consumption taxes: Same as December 31, 2008 |
| 5. Scope of funds in the consolidated statement of cash flows | "Funds" (cash and cash equivalents) in the context of the consolidated cash flows statement comprise cash on hand, freely withdraw able deposits, and short-term investments maturing in less than three months from the date of their acquisition, which must also be easily converted to cash and subject to minimal risk of price fluctuations. | Same as December 31, 2008 |

(7) Changes in significant accounting policy

| December 31, 2008 | December 31, 2009 |
|-------------------|---|
| — | <p>(Accounting standards for lease transactions) In prior years, the Company accounted for finance lease transactions where there is no transfer of ownership as ordinary lease transactions for accounting purpose. From the current year, the Company has adopted "Accounting Standards for Lease Transactions" (ASBJ Statement No. 13: originally issued on June 17, 1993 by Section 1 of the Business Accounting Deliberation Counsel, and revised on March 30, 2007 by Accounting Standards Board of Japan), and "Guidance on Accounting Standards for Lease Transactions" (ASBJ Guidance No. 16: originally issued on January 18, 1994 by Accounting Standards Committee of the Japanese Institute of Certified Public Accountants, and revised on March 30, 2007 by Accounting Standards Board of Japan) in the current fiscal year, and using an accounting method for leases that is based on the method used for ordinary purchases and sales.</p> <p>For finance lease transactions where there is no transfer of ownership beginning on or before December 31, 2008, the Company continues to use an accounting method that is based on the method used for ordinary lease transactions.</p> <p>The impact of the change on operating income, ordinary income and income before income taxes is immaterial.</p> |

(8) Changes in the method of presentation

| December 31, 2008 | December 31, 2009 |
|---|--|
| <p>(Consolidated balance sheets) "Software" was included in "Other" in the intangible assets section of consolidated balance sheets until previous interim period. However, the amount of the account is more than 5% of total assets in the current period; therefore, the account is designated in the statement. The amount for year 2008 was 7,621 million yen.</p> | <p>(Consolidated balance sheets) With the adoption of "Cabinet Office Ordinance Partially Revising Regulation for Terminology, Forms and Preparation Methods of Financial Statements" (Cabinet Office Ordinance No. 50, August 7, 2008), "Inventories" is reclassified and presented as "Merchandise" and "Raw materials and Supplies" in the current fiscal year. The amount of "Merchandise" and "Raw Materials and Supplies" in the current fiscal year was 4 million yen and 2,812 million yen, respectively</p> <p>(Consolidated statement of cash flows) "Increase (decrease) in accounts payable-other" was included in "Increase (decrease) in other current liabilities" in the net cash provided by operating activities section until last fiscal year. However, the importance of the account is increased in this year. Therefore, the account is designated in the statement. The amount for the last fiscal year was (476) million yen.</p> |

(9) Notes to consolidated financial statements (Consolidated balance sheets - related)

| Millions of yen | December 31, 2008 | December 31, 2009 | |
|--|-------------------|--|---------|
| 1. Amounts at nonconsolidated subsidiaries and affiliates are as follows | | 1. Amounts at nonconsolidated subsidiaries and affiliates are as follows | |
| Investment securities | 341 | Investment securities | 341 |
| 2. Contingent liabilities | | 2. Contingent liabilities | |
| (1) Guarantees provided for borrowings from financial institutions by parties in which the Company has an equity stake: | | (1) Guarantees provided for borrowings from financial institutions by parties in which the Company has an equity stake: | |
| Toys"R"Us-Japan, Ltd. | 776 | Toys"R"Us-Japan, Ltd. | 600 |
| (2) Guarantees provided for employees' mortgages from banks: | 1 | (2) Guarantees provided for employees' mortgages from banks: | 1 |
| 3. Reductions of property, plant and equipment from gains on insurance claims were 82 million yen, and reductions of tangible assets from expropriation were 110 million yen. | | 3. Reductions of Property, plant and equipment from gains on insurance claims were 80 million yen, and reductions of tangible assets from expropriation were 110 million yen. | |
| 4. Revaluation of land | | 4. Revaluation of land | |
| As per the Law Regarding the Revaluation of Land (Public Law No. 34, March 31, 1998), land used for business purposes is revalued and any valuation differential is recorded under shareholders' equity. | | As per the Law Regarding the Revaluation of Land (Public Law No. 34, March 31, 1998), land used for business purposes is revalued and any valuation differential is recorded under shareholders' equity. | |
| Revaluation method: | | Revaluation method: | |
| As per Article 2-3 of the Implementation Order for the Revaluation of Land (Public Ordinance No. 119, March 31, 1998), the calculation was carried out using a rational adjustment based on the valuation amount for property tax. | | As per Article 2-3 of the Implementation Order for the Revaluation of Land (Public Ordinance No. 119, March 31, 1998), the calculation was carried out using a rational adjustment based on the valuation amount for property tax. | |
| Date of revaluation: December 31, 2001 | | Date of revaluation: December 31, 2001 | |
| Differential between book value and post-revaluation market value of revalued land at end of term | (4,342) | Differential between book value and post-revaluation market value of revalued land at end of term | (3,777) |
| 5. The book value of noncurrent assets transferred to other accounts due to selling of restaurant business to franchisee by entering franchise contracts: | | 5. The book value of noncurrent assets transferred to other accounts due to selling of restaurant business to franchisee by entering franchise contracts: | |
| Buildings and structures | 5,395 | Buildings and structures | 6,071 |
| Machinery and equipment | 1,684 | Machinery and equipment | 2,053 |
| Tools, furniture and fixtures | 1,476 | Tools, furniture and fixtures | 1,526 |
| Other | 170 | Other | 376 |
| Total | 8,727 | Total | 10,028 |
| The book value of noncurrent assets transferred in the previous year: | | | |
| Buildings and structures | 1,229 | | |
| Machinery and equipment | 371 | | |
| Tools, furniture and fixtures | 118 | | |
| Other | 84 | | |
| Total | 1,803 | | |

(Consolidated statement of income - related)

| Millions of yen | December 31, 2008 | December 31, 2009 | |
|--|-------------------|--|--------|
| 1. Primary items and amounts included under selling, general and administrative expenses | | 1. Primary items and amounts included under selling, general and administrative expenses | |
| (1)Advertising expenses | 10,877 | (1)Sales promotion expenses | 12,556 |
| (2)Sales promotion expenses | 13,874 | (2)Advertising expenses | 6,856 |
| (3)Salaries | 6,674 | (3)Salaries | 6,780 |
| (4)Bonuses | 1,718 | (4)Provision for bonuses | 1,515 |
| (5)Provision for bonuses | 1,616 | (5)Pension expenses | 1,456 |
| (6)Pension expenses | 435 | (6)Provision for directors' retirement allowances | 29 |
| (7)Provision for directors' retirement allowances | 22 | (7)Provision of allowance for doubtful accounts | 27 |
| (8)Rent on real estate | 809 | | |
| (9)Depreciation | 2,556 | | |
| (10)Outside services expenses | 3,363 | | |
| (11)Investigation and research expenses | 402 | | |
| 2. For 2008, 4,335 million yen of gain on sales of restaurant businesses from entering franchising contracts is included in sales. The determination of the value of restaurant businesses is based on the expected stream of future cash flows and is agreed by franchisee (buyer). The figure for year 2007 was 1,367 million yen. | | 2. 4,329 million yen of gain on sales of restaurant businesses from entering franchising contracts is included in sales. The determination of the value of restaurant businesses is based on the expected stream of future cash flows and is agreed by franchisee (buyer). | |
| 3. R&D expenses in selling, general and administrative expenses | 402 | 3. R&D expenses in selling, general and administrative expenses | 346 |
| 4. Income resulting from settlement of dispute between Toys"R"Us-Japan, Ltd and McDonald's Company (Japan), Ltd. (consolidated subsidiary). | | 4. | — |
| 5. Breakdown of losses on retirement of noncurrent assets | | 5. Breakdown of losses on retirement of noncurrent assets | |
| Buildings and structures | 170 | Buildings and structures | 146 |
| Machinery and equipment | 57 | Machinery and equipment | 18 |
| Tools, furniture and fixtures | 66 | Tools, furniture and fixtures | 18 |
| Software | 76 | Software | 188 |
| Total | 370 | Total | 372 |
| 6. | — | 6. Provision for loss on store closing and loss on store closing A reasonably estimated amount is recorded in provision for loss on store closing as loss expected to occur from closure of company-operated and franchised restaurants scheduled for this fiscal year as a part of strategic closure of small and other unprofitable restaurants in the coming years for business structural reform. Loss on restaurant closing actually occurred in this fiscal year is recorded in loss on store closing. | |

| Millions of yen | December 31, 2008 | | | December 31, 2009 | | | |
|---|-------------------------------|--------|--------|---|-------------------------------|--------|--------|
| 7. Impairment loss | | | | 7. Impairment loss | | | |
| Impairment loss was recognized during current term | | | | Impairment loss was recognized during current term | | | |
| Breakdown of impairment loss by assets type are as follows: | | | | Breakdown of impairment loss by assets type are as follows: | | | |
| Intended use | Assets type | Region | Amount | Intended use | Assets type | Region | Amount |
| Restaurants in operation | Building and structures etc. | Kanto | 258 | Restaurants in operation | Building and structures etc. | Kanto | 130 |
| Same as above | Same as above | Other | 3 | | | | |
| | | Total | 261 | | | | |
| <p>Calculations of impairment losses were conducted by grouping assets and grouping assets are the certain regional area that we monitor its revenue and expense continuously, mainly managerial accounting unit. Group assets that generates operating loss continuously and off-chance to recover their book value are considered to be impaired, and the book value was written down to recoverable level. That write-down (261 million yen) was reported as an impairment loss and shown in the extraordinary loss.</p> | | | | <p>Calculations of impairment losses were conducted by grouping assets and grouping assets are the certain regional area that we monitor its revenue and expense continuously, mainly managerial accounting unit. Group assets that generates operating loss continuously and off-chance to recover their book value are considered to be impaired, and the book value was written down to recoverable level. That write-down (130 million yen) was reported as an impairment loss and shown in the extraordinary loss.</p> | | | |
| Breakdown of impairment loss by assets type are as follows: | | | | Breakdown of impairment loss by assets type are as follows: | | | |
| | Buildings and structures | | 132 | | Buildings and structures | | 64 |
| | Machinery and equipment | | 82 | | Machinery and equipment | | 42 |
| | Tools, furniture and fixtures | | 45 | | Tools, furniture and fixtures | | 16 |
| | Lease assets | | 1 | | Lease assets | | 6 |
| | | Total | 261 | | | Total | 130 |
| <p>The recoverable value of the group assets was calculated by utility value and it was calculated by discounting future cash flow at 6.6% rate.</p> | | | | <p>The recoverable value of the group assets was calculated by utility value and it was calculated by discounting future cash flow at 10.2% rate.</p> | | | |
| 8. The detail for loss on sales of noncurrent assets is as below: | | | | 8. The detail for loss on sales of noncurrent assets is as below: | | | |
| | Tools, furniture and fixtures | | 136 | (Breakdown) | | | |
| | | | | | Machinery and equipment | | 12 |
| | | | | | Tools, furniture and fixtures | | 4 |
| | | | | | Total | | 17 |

(Consolidated statement of shareholders' equity)

December 31, 2008

1. Type and number of outstanding shares and treasury stock

| | December 31, 2007 | Increase | Decrease | December 31, 2008 |
|--------------------|-------------------|----------|----------|-------------------|
| Outstanding shares | | | | |
| Common stock | 132,960,000 | — | — | 132,960,000 |
| Total | 132,960,000 | — | — | 132,960,000 |
| Treasury stock | | | | |
| Common stock* | 198 | 47 | — | 245 |
| Total | 198 | 47 | — | 245 |

*Note: Increase in 47 treasury stocks is due to the acquisition of fractional shares.

2. Type and number of warrant

Not applicable.

3. Dividend

(1) Amount of dividend paid

| Resolution | Type of share | Total amount of dividend (million yen) | Dividend per share (yen) | Reference date | Effective date |
|--|---------------|--|--------------------------|----------------|----------------|
| Regular general shareholders meeting March 27, 2008 | Common stock | 3,988 | 30 | 2007/12/31 | 2008/3/28 |

(2) Amount which reference date is in the current year but effective date is in the following year(forecast)

To be decided as follow:

| Resolution (forecast) | Type of share | Total amount of dividend (million yen) | Resource | Dividend per share (yen) | Reference date | Effective date |
|--|---------------|--|-------------------|--------------------------|----------------|----------------|
| Regular general shareholders meeting March 27, 2009 | Common stock | 3,988 | Retained earnings | 30 | 2008/12/31 | 2009/3/30 |

December 31, 2009

1. Type and number of outstanding shares and treasury stock

| | December 31, 2008 | Increase | Decrease | December 31, 2009 |
|--------------------|-------------------|----------|----------|-------------------|
| Outstanding shares | | | | |
| Common stock | 132,960,000 | — | — | 132,960,000 |
| Total | 132,960,000 | — | — | 132,960,000 |
| Treasury stock | | | | |
| Common stock* | 245 | 228 | — | 473 |
| Total | 245 | 228 | — | 473 |

*Note: Increase in 228 treasury stocks is due to the acquisition of fractional shares.

2. Type and number of warrant

Not applicable.

3. Dividend

(1) Amount of dividend paid

| Resolution | Type of share | Total amount of dividend (million yen) | Dividend per share (yen) | Reference date | Effective date |
|--|---------------|--|--------------------------|----------------|----------------|
| Regular general shareholders meeting March 27, 2009 | Common stock | 3,988 | 30 | 2008/12/31 | 2009/3/30 |

(2) Amount which reference date is in the current year but effective date is in the following year (forecast)

| Resolution (forecast) | Type of share | Total amount of dividend (million yen) | Resource | Dividend per share (yen) | Reference date | Effective date |
|--|---------------|--|-------------------|--------------------------|----------------|----------------|
| Regular general shareholders meeting March 25, 2010 | Common stock | 3,988 | Retained earnings | 30 | 2009/12/31 | 2010/3/26 |

(Consolidated statement of cash flows - related)

| December 31, 2008 | | December 31, 2009 | |
|-------------------|---|-------------------|---|
| 1 | Balance of cash and cash equivalents agrees with balance of cash and deposit the balance sheets | 1 | Same as December 31, 2008 |
| 2 | — | 2 | Significant noncash transactions: The amount of asset and liability related to finance lease transactions newly booked in this year are 927 million yen and 973 million yen, respectively. |

(Lease related)

Because the necessity of disclosing this information in the financial results report is regarded to be not high, this section is omitted.

(Marketable and investment securities)

Because the necessity of disclosing this information in the financial results report is regarded to be not high, this section is omitted.

(Derivatives)

I. Items related to the status of transactions December 2008 term and December 2009 term

1. Transaction details

Derivative transactions used by the Company consist of forward foreign exchange contracts. The forward foreign exchange contracts with importers for food materials are carried out based on the decision made by McDonald's Company (Japan), Ltd. The forward foreign exchange contracts with financial institutions for inventories are carried out based on the decision made by McDonald's Company (Japan), Ltd. The effect of these forward foreign exchange contracts is reflected in the price of transactions with shipping companies that purchase ingredients from the importer and deliver them to McDonald's Company (Japan), Ltd. and its franchisees.

2. Policy regarding transactions

The Company's derivative transactions are undertaken for the purpose of avoiding risk from future movements in foreign exchange rates, always taking into consideration the amount of expected future imports. The Company does not enter into derivative transactions for speculative purposes.

3. Purpose of transactions

Forward foreign exchange contracts are undertaken for the purpose of maintaining stable purchase prices for food ingredients and etc. at McDonald's Company (Japan), Ltd. and its franchisees. The Company uses hedge accounting for the derivatives. The detail for accounting treatment is described in "Accounting policy".

4. Transaction risks

Forward foreign exchange contracts are recognized as having some market risk due to exchange rate fluctuations. But because the counterparties to the contracts undertaken by importers and McDonald's Company (Japan), Ltd. are major domestic banks, the risk of a counterparty defaulting on a contract (credit risk) is deemed negligible.

5. Risk management system for transactions

The execution and management of derivative transactions are carried out in accordance with internal rules and procedures of McDonald's Company (Japan), Ltd. The policy for forward foreign exchange contracts is determined by the responsible officers, and the request to the importer for the execution of a full or partial contract is made based on the decision of the general manager of the purchasing department. The execution of the contract is confirmed upon receipt of a written report or a copy of the confirmation from the importer for each contract.

6. Supplementary explanation of items related to the market value of contracts

With regard to the market value of contracts, the contract amount is strictly that of the derivative contract, and in and of itself does not represent the amount of risk inherent in the derivative transaction. In addition, the contract amounts, market values and valuation profits and losses include portions that will be returned to McDonald's Company (Japan), Ltd. and its franchisees.

II. Market value of transactions

Contract amount, market value, and valuation profit or loss of derivative transactions

Currency-related

| Millions of yen | December 31, 2008 | | | December 31, 2009 | | |
|---|--|--------------|------------------------|--|--------------|------------------------|
| | Amount of contract etc. Over one year | Market value | Unrealized gain (loss) | Amount of contract etc. Over one year | Market value | Unrealized gain (loss) |
| Category and type | | | | | | |
| Transactions other than market transactions | | | | | | |
| Exchange contract transactions | | | | | | |
| Buying contracts | | | | | | |
| U.S. Dollar | 49,822 | 16,118 | 42,790 (7,032) | 67,223 | 35,126 | 65,266 (1,956) |
| | 49,822 | 16,118 | 42,790 (7,032) | 67,223 | 35,126 | 65,266 (1,956) |

Note

Market value calculation method for 2008 and 2009

The end-of-term market value is calculated using prices in the futures market.

Derivative transaction using hedge accounting is excluded.

(Retirement benefits)

1. Outline of retirement benefit system

Consolidated subsidiary has adopted the defined benefit corporate pension plan for employees of mandatory retirement age. This is in addition to the internal reserve for lump-sum retirement payments as per its retirement regulations. Also, the company switched its pension plan from Qualified Pension Plan to the Defined Benefit Pension Plan in February 2008.

2. Matters relating to retirement benefit liabilities

| Millions of yen | December 31, 2008 | December 31, 2009 |
|---|-------------------|-------------------|
| (1) Retirement benefit liabilities | (20,377) | (16,550) |
| (2) Pension assets | 18,025 | 17,135 |
| (3) Unaccrued pension benefit liabilities (1) + (2) | (2,352) | 584 |
| (4) Unrecognized actuarial gains or losses | 5,097 | 1,803 |
| (5) Net amount shown on consolidated balance sheets (3) + (4) | 2,744 | 2,387 |
| (6) Prepaid pension expenses | 4,938 | 4,511 |
| (7) Allowance for retirement benefits (5) – (6) | (2,193) | (2,123) |

3. Matters relating to retirement benefit expenses

| Millions of yen | December 31, 2008 | December 31, 2009 |
|--|-------------------|-------------------|
| (1) Current service costs | 1,653 | 1,622 |
| (2) Interest expense | 316 | 300 |
| (3) Expected earnings on pension fund assets | (363) | (270) |
| (4) Expensing of differences based on actuarial calculations | (60) | 772 |
| (5) Subtotal | 1,546 | 2,425 |
| (6) Additional retirement funds | 3 | 514 |
| (7) Total retirement benefit expenses | 1,549 | 2,940 |

4. Assumptions underlying the calculation of retirement benefit liabilities

| | December 31, 2008 | December 31, 2009 |
|---|----------------------|----------------------|
| (1) Discount rate | 1.6% | 1.3% |
| (2) Expected rate of return | 1.5% | 1.5% |
| (3) Method of allocating prospective retirement benefits to each period | Straight-line method | Straight-line method |
| (4) Amortization period for actuarial gains or losses | 8 years | 8 years |

(Stock option)

December 2008 term and December 2009 term

Not applicable.

(Deferred taxes)

1. Breakdown of primary causes of deferred tax assets and liabilities

| Millions of yen | December 31, 2008 | December 31, 2009 |
|--|-------------------|-------------------|
| Deferred tax assets | | |
| Enterprise taxes payable | 503 | 614 |
| Excess over limit of allowance for bonuses | 1,222 | 1,071 |
| Allowance for directors' retirement | 49 | 61 |
| Excess over limit of allowance for doubtful accounts | 293 | 348 |
| Excess over limit of allowance for retirement benefits | 1,252 | 1,225 |
| Valuation loss on food products and supplies | 218 | 150 |
| Depreciation expenses | 1,063 | 649 |
| Loss carried forward | 850 | 386 |
| Impairment loss | 497 | 645 |
| Other | 1,202 | 1,059 |
| Total | 7,152 | 6,213 |
| Valuation allowance | (203) | (207) |
| Grand total | 6,948 | 6,006 |
| Deferred tax liabilities | | |
| Prepaid pension cost | (2,076) | (1,896) |
| Gift Card miscellaneous income | (22) | - |
| Labor insurance | (78) | - |
| Other | (61) | (107) |
| Total | (2,239) | (2,004) |
| Total deferred tax assets – net | 4,709 | 4,001 |

In addition to the above figures, there are deferred tax assets and liabilities for “revaluation for land” account as follows.

| Millions of yen | December 31, 2008 | December 31, 2009 |
|---|-------------------|-------------------|
| Deferred tax assets for revaluation for land | 2,433 | 2,433 |
| Valuation allowance | (2,433) | (2,433) |
| Deferred tax liabilities for revaluation for land | (508) | (508) |
| Total deferred tax liabilities-net | (508) | (508) |

2. Causes of differences between legal effective tax rates and actual corporate tax rate after the application of deferred tax accounting

| | December 31, 2008 | December 31, 2009 |
|--|-------------------|---|
| Legal effective tax rate | 40.69% | The differences between legal effective tax rates and actual corporate tax rate after the application of tax-effect accounting in this fiscal year is less than 5% of legal effective tax rate, this part is omitted. |
| <adjustment> | | |
| Expenses not deductible for tax purposes (such as entertainment expenses) | 0.80% | |
| Incomes not included for tax purposes (such as interests receivable) | (0.04%) | |
| Per capita rate of inhabitant tax | 0.33% | |
| Tax rate variance of subsidiaries | 1.10% | |
| Valuation allowance | 0.04% | |
| Other | (0.40%) | |
| Income tax and other accompanying adoption of tax effect accounting | 42.52% | |

(Business combination-related financial information)

Not applicable for 2008 and 2009.

(Segment information)

Business segment information

For the year ended December 2008 (January 1 – December 31, 2008) and 2009 (January 1 – December 31, 2009), sales, operating income and assets corresponding to hamburger restaurant operations accounted for more than 90% of the group's total sales, operating income and assets for all business segments. Accordingly, business segment information is omitted.

Geographical segment information

For the year ended December 2008 (January 1 – December 31, 2008) and 2009 (January 1 – December 31, 2009), the Company had no consolidated subsidiaries domiciled outside Japan. Accordingly, there is no geographical segment information.

Overseas sales

For the year ended December 2008 (January 1 – December 31, 2008) and 2009 (January 1 – December 31, 2009), the Company had no sales outside Japan, therefore this section is omitted.

(Transaction with related parties)

December 2008 term

(1) Parent company and primary institutional shareholders

| December 31; Millions of yen | Address | Capital | Type of business or occupation | % of voting rights held (held by others) | Relationship | | | Value of transactions | Accounting classification | Balance at term end | |
|--|---------------------|---------------|-----------------------------------|---|-----------------------------|--------------------------|------------------------|--------------------------|------------------------------|---------------------------|-----|
| | | | | | Shareholder and director | Business relationship | Type of transaction | | | | |
| Other affiliated company | | | | | | | | | | | |
| McDonald's Restaurant Operations, Inc. | Delaware, U.S.A. | US\$ 3,000 | Holding company | Owned: Direct 22.43 Indirect 27.56 | 2 | | - | - | - | Long-term borrowings | 500 |

The interest rate applied in the borrowings from McDonald's Restaurant Operations, Inc. is based on the market rate of interest.

Reference (Transaction with related parties)

December 2008 term

Transactions between parties affiliated with both the Company and its consolidated subsidiary, McDonald's Company (Japan) Ltd. (affiliated party relationships on a consolidated basis) are as follows:

(1) Parent company and primary institutional shareholders

| December 31; Millions of yen | Address | Capital | Type of business or occupation | % of voting rights held (held by others) | Relationship | | | Value of transactions | Accounting classification | Balance at term end |
|--|---------------------|--------------------|-----------------------------------|---|-----------------------------|--|--|--------------------------|-----------------------------------|---------------------------|
| | | | | | Shareholder and director | Business relationship | Type of transaction | | | |
| Other affiliated company | | | | | | | | | | |
| McDonald's Corporation | Illinois, U.S.A. | US\$ 16,600,000 | Hamburger restaurant chain | Owned: Indirect 49.99 | 4 | Licensing consent based on a licensing contract | Royalties | 13,346 | Accounts payable - other | 6,699 |
| | | | | | | | Accrued Income etc. | 23 | Other (current assets) | 5 |
| | | | | | | | Advertising expenses and salaries of seconded staff etc. | 2,041 | Other (current liabilities) | 406 |
| Other affiliated company | | | | | | | | | | |
| McDonald's Restaurant Operations, Inc. | Delaware, U.S.A. | US\$ 3,000 | Holding company | Owned: Direct 22.43 Indirect 27.56 | 2 | | -Borrowings | - | Long-term borrowings | 500 |

Policies regarding transaction conditions

- McDonald's Company (Japan), Ltd., a consolidated company, has concluded the License Agreement with McDonald's Corporation, under which royalties are paid in the amount of 2.5% of systemwide sales (total sales of company-operated and franchised restaurants).
- The interest rate applied in the borrowings from McDonald's Restaurant Operations, Inc. is based on the market rate of interest.

(Transaction with related parties)

December 2009 term

(Additional information)

Effective from the current fiscal year, the Company has adopted “Accounting Standard for Related Party Disclosure” (ASBJ Statement No. 11, October 17, 2006) and the “Guidance on Accounting Standard for Related Party Disclosures” (ASBJ Guidance No. 13, October 17, 2006). This change has no impact on the scope of disclosure.

(1) Transactions between the Company and related parties

Parent company and primary institutional shareholders

| December 31; Millions of yen | Address | Capital | Type of business or occupation | % of voting rights held (held by others) | Relationship | Type of transaction | Value of transactions | Accounting classification | Balance at term end |
|--|---------------------|---------------|-----------------------------------|---|---------------------------|------------------------|--------------------------|------------------------------|---------------------------|
| Other affiliated company | | | | | | | | | |
| McDonald's Restaurant Operations, Inc. | Delaware, U.S.A. | US\$ 3,000 | Holding company | Owned: Direct 22.43 Indirect 27.56 | Interlocking directorates | Borrowings | - | Long-term borrowings | 500 |

The interest rate applied in the borrowings from McDonald's Restaurant Operations, Inc. is based on the market rate of interest.

(2) Transactions between the consolidated subsidiary of the Company and related parties

Parent company and primary institutional shareholders

| Millions of yen | Address | Capital | Type of business or occupation | % of voting rights held (held by others) | Relationship | Type of transaction | Value of transactions | Accounting classification | Balance at term end |
|---|---------------------|--------------------|--------------------------------------|---|---|--|--------------------------|--------------------------------|---------------------------|
| Other affiliated company of parent company | | | | | | | | | |
| McDonald's Corporation | Illinois, U.S.A. | US\$ 16,600,000 | Hamburger restaurant chain | Owned: Indirect 49.99 | Licensing consent based on a licensing contract Interlocking directorates | Royalties | 13,298 | Accounts payable - other | 6,782 |
| | | | | | | Accrued income etc. | 1,012 | Other (current assets) | 957 |
| | | | | | | System maintenance cost, salaries of seconded staff etc. | 2,208 | Accounts payable - other | 251 |

Policies regarding transaction conditions

- McDonald's Company (Japan), Ltd., a consolidated company, has concluded the License Agreement with McDonald's Corporation, under which royalties are paid in the amount of 2.5% of systemwide sales (total sales of company-operated and franchised restaurants).
- The interest rate applied in the borrowings from McDonald's Restaurant Operations, Inc. is based on the market rate of interest.

(Per share-related financial information)

| Yen | December 31, 2008 | | December 31, 2009 |
|---|-------------------|---|-------------------|
| Shareholders' equity per share | 1,047.46 | Shareholders' equity per share | 1,115.95 |
| Net income per share | 93.21 | Net income per share | 96.34 |
| No amounts for fully diluted earnings per share have been shown because the Company had neither bonds with warrants nor convertible bonds outstanding in the year to December 2008. | | No amounts for fully diluted earnings per share have been shown because the Company had neither bonds with warrants nor convertible bonds outstanding in the year to December 2009. | |

(Note)

Net earning per share is calculated based on the following information.

| Millions of yen | December 31, 2008 | December 31, 2009 |
|--|-------------------|-------------------|
| Net income | 12,393 | 12,809 |
| Income not available to common stockholders | - | - |
| Income available to common stockholders | 12,393 | 12,809 |
| Average number of common shares outstanding (thousands shares) | 132,959 | 132,959 |

(Important matters occurring subsequent to report period)

| December 31, 2008 | December 31, 2009 |
|-------------------|---|
| — | <p>McDonald's Company (Japan), Ltd, a fully owned subsidiary of McDonald's Holdings Company (Japan), Ltd., decided at a board meeting held on February 9, 2010 to strategically close 433 restaurants over the year.</p> <ol style="list-style-type: none"> Reasons for their closing <p>The Group has scrapped and built its restaurants for higher ROA to reinforce its revenue base and in the consolidated fiscal year 2009, started strategic closure of 68 restaurants including small restaurants to ensure improvement of profitability and McDonald's brand in conjunction with the franchising strategy. In addition to these strategic store closures, 433 more restaurants will be closed from a perspective of restaurant size and location to maximize the Group's managerial efficiency and the brand image for higher quality of its entire restaurant network including franchised restaurants.</p> Timing of closing <p>The above 433 restaurants will be closed in sequence over the year as soon as necessary arrangements for their closure are completed.</p> Estimated loss on restaurant closing <p>While it is still difficult to estimate the amount of the loss because it is anticipated to change depending on negotiations on store closing terms and conditions, we estimate the amount at around 12,000 million yen as of February 9, 2010.</p> |

5. Nonconsolidated Financial Statements

(1) Nonconsolidated balance sheets

| Millions of yen | December 31, 2008 | December 31, 2009 |
|--|-------------------|-------------------|
| (Assets) | | |
| Current assets | | |
| Cash and deposits | 451 | 1,330 |
| Accounts receivable - trade | 4,825 | 5,488 |
| Prepaid expenses | 2,295 | 2,328 |
| Deferred tax assets | 39 | 29 |
| Short-term loans receivable | 19,000 | 12,000 |
| Other | 210 | 100 |
| Total current assets | 26,823 | 21,277 |
| Noncurrent assets | | |
| Property, plant and equipment | | |
| Buildings | 46,767 | 39,321 |
| Accumulated depreciation | (35,570) | (31,040) |
| Buildings, net | 11,196 | 8,280 |
| Structures | 5,148 | 3,991 |
| Accumulated depreciation | (4,058) | (3,285) |
| Structures, net | 1,090 | 705 |
| Tools, furniture and fixtures | 86 | 81 |
| Accumulated depreciation | (81) | (81) |
| Tools, furniture and fixtures, net | 5 | 0 |
| Land | 17,490 | 17,677 |
| Total property, plant and equipment | 29,782 | 26,663 |
| Intangible assets | | |
| Leasehold right | 729 | 729 |
| Software | 14,561 | 16,956 |
| Telephone subscription right | 44 | 40 |
| Total intangible assets | 15,335 | 17,727 |
| Investments and other assets | | |
| Investment securities | 56 | 56 |
| Stocks of subsidiaries and affiliates | 1,370 | 1,370 |
| Long-term loans receivable | 9 | 9 |
| Claims provable in bankruptcy, claims provable in rehabilitation and other | 646 | 763 |
| Long-term prepaid expenses | 1,341 | 1,308 |
| Deferred tax assets | 1,490 | 958 |
| Lease and guarantee deposits | 61,910 | 59,527 |
| Other | 121 | 120 |
| Allowance for doubtful accounts | (711) | (824) |
| Total investments and other assets | 66,237 | 63,289 |
| Total noncurrent assets | 111,354 | 107,680 |
| Total assets | 138,178 | 128,958 |

| Millions of yen | December 31, 2008 | December 31, 2009 |
|--|-------------------|-------------------|
| (Liabilities) | | |
| Current liabilities | | |
| Accounts payable - trade | 612 | 654 |
| Short-term loans payable | 4,500 | - |
| Accounts payable - other | 6,424 | 4,983 |
| Accrued expenses | 232 | 86 |
| Income taxes payable | 95 | 74 |
| Other | 103 | 71 |
| Total current liabilities | 11,968 | 5,870 |
| Noncurrent liabilities | | |
| Long-term loans payable to subsidiaries and affiliates | 500 | 500 |
| Provision for directors' retirement benefits | 57 | 71 |
| Long-term guarantee deposited | 224 | 214 |
| Deferred tax liabilities for land revaluation | 508 | 508 |
| Other | - | 154 |
| Total noncurrent liabilities | 1,290 | 1,448 |
| Total liabilities | 13,258 | 7,319 |
| (Net assets) | | |
| Shareholders' equity | | |
| Capital stock | 24,113 | 24,113 |
| Capital surplus | | |
| Legal capital surplus | 42,124 | 42,124 |
| Total capital surplus | 42,124 | 42,124 |
| Retained earnings | | |
| Legal retained earnings | 253 | 253 |
| Other retained earnings | | |
| Retained earnings brought forward | 63,670 | 60,389 |
| Total earned surpluses | 63,923 | 60,642 |
| Treasury stock | (0) | (0) |
| Total shareholders' equity | 130,160 | 126,879 |
| Valuation & translation adjustments | | |
| Revaluation reserve for land | (5,240) | (5,240) |
| Total valuation and translation adjustments | (5,240) | (5,240) |
| Total net assets | 124,919 | 121,639 |
| Total liabilities and net assets | 138,178 | 128,958 |

(2) Nonconsolidated statement of income

| Millions of yen | Year ended December 31, 2008 | Year ended December 31, 2009 |
|---|---------------------------------|---------------------------------|
| Net sales | 55,315 | 55,920 |
| Cost of sales | 51,505 | 52,047 |
| Gross profit on sales | 3,810 | 3,873 |
| Selling, general and administrative expenses | 2,776 | 3,129 |
| Operating income | 1,033 | 743 |
| Non-operating income | | |
| Interest income | 453 | 311 |
| Dividend income | 37 | - |
| Management service fee income | 184 | 224 |
| Compensation income | 195 | 159 |
| Other | 58 | 53 |
| Total non-operating income | 929 | 749 |
| Non-operating expenses | | |
| Interest expenses | 67 | 27 |
| Provision of allowance for doubtful accounts | - | 123 |
| Loss on retirement of noncurrent assets at Company-operated restaurants | 165 | 84 |
| Amortization of idle software | 17 | - |
| Other | 52 | 9 |
| Total non-operating expenses | 303 | 244 |
| Ordinary income | 1,659 | 1,248 |
| Extraordinary income | | |
| Reversal of allowance for doubtful accounts | 83 | - |
| Gain on sales of investment securities | 2,582 | - |
| Compensation for transfer | - | 51 |
| Total extraordinary income | 2,666 | 51 |
| Extraordinary loss | | |
| Loss on retirement of noncurrent assets | 134 | 40 |
| Loss on sales of investment securities | 0 | - |
| Total extraordinary loss | 134 | 40 |
| Income before income taxes | 4,191 | 1,260 |
| Income taxes-current | 9 | 9 |
| Income taxes-deferred | 1,772 | 543 |
| Total income taxes | 1,781 | 552 |
| Net Income | 2,409 | 708 |

(3) Nonconsolidated statements of changes in net assets

(Millions of yen)

| Year ended December 31, 2008 | Shareholders' equity | | | | | | | |
|---|----------------------|-----------------|-----------------------|----------------------|-------------------------|-------------------------|----------------|---------|
| | Capital stock | Capital surplus | | Legal income reserve | Retained earnings | | Treasury stock | Total |
| | | Capital surplus | Total capital surplus | | Other retained earnings | Total retained earnings | | |
| Balance at December 31, 2007 | 24,113 | 42,124 | 42,124 | 253 | 65,249 | 65,502 | (0) | 131,740 |
| Cash dividends | | | | | (3,988) | (3,988) | | (3,988) |
| Net income | | | | | 2,409 | 2,409 | | 2,409 |
| Acquisition of Treasury Stock | | | | | | | (0) | (0) |
| Changes in items except shareholders' equity, net | | | | | | | | — |
| Total changes in the term | — | — | — | — | (1,579) | (1,579) | (0) | (1,579) |
| Balance at December 31, 2008 | 24,113 | 42,124 | 42,124 | 253 | 63,670 | 63,923 | (0) | 130,160 |

| Year ended December 31, 2008 | Valuation & translation adjustment | | | Grand total |
|---|-------------------------------------|------------------------------|---------|-------------|
| | Unrealized gain on other securities | Revaluation reserve for land | Total | |
| Balance at December 31, 2007 | 1,937 | (5,240) | (3,303) | 128,436 |
| Cash dividends | | | | (3,988) |
| Net income | | | | 2,409 |
| Acquisition of Treasury Stock | | | | △0 |
| Changes in items except shareholders' equity, net | (1,937) | — | (1,937) | (1,937) |
| Total changes in the term | (1,937) | — | (1,937) | (3,516) |
| Balance at December 31, 2008 | — | (5,240) | (5,240) | 124,919 |

(Millions of yen)

| Year ended December 31, 2009 | Shareholders' equity | | | | | | | |
|---|----------------------|-----------------|-----------------------|----------------------|-----------------------------------|-------------------------|----------------|---------|
| | Capital stock | Capital surplus | | Legal income reserve | Retained earnings | | Treasury stock | Total |
| | | Capital surplus | Total capital surplus | | Other retained earnings | Total retained earnings | | |
| | | | | | Carried forward retained earnings | | | |
| Balance at December 31, 2008 | 24,113 | 42,124 | 42,124 | 253 | 63,670 | 63,923 | (0) | 130,160 |
| Cash dividends | | | | | (3,988) | (3,988) | | (3,988) |
| Net income | | | | | 708 | 708 | | 708 |
| Acquisition of Treasury Stock | | | | | | | (0) | (0) |
| Changes in items except shareholders' equity, net | | | | | | | | — |
| Total changes in the term | — | — | — | — | (3,280) | (3,280) | (0) | (3,280) |
| Balance at December 31, 2009 | 24,113 | 42,124 | 42,124 | 253 | 60,389 | 60,642 | (0) | 126,879 |

| Year ended December 31, 2009 | Valuation & translation adjustment | | Grand total |
|---|------------------------------------|---------|-------------|
| | Revaluation reserve for land | Total | |
| Balance at December 31, 2008 | (5,240) | (5,240) | 124,919 |
| Cash dividends | | | (3,988) |
| Net income | | | 708 |
| Acquisition of Treasury Stock | | | (0) |
| Changes in items except shareholders' equity, net | — | — | — |
| Total changes in the term | — | — | (3,280) |
| Balance at December 31, 2009 | (5,240) | (5,240) | 121,639 |

(4) Notes for assumption of going concern

Not applicable.

6. Other

(1) Changes in the board of directors

This section will be disclosed when information is fixed.

(2) Sales

The Group derives its revenue from the development of company-operated McDonald's hamburger restaurants and from royalties paid by franchised restaurants. The Composition of sales, sales of company-operated restaurants by geographic region, and number of company-operated restaurants are shown below.

Sales

(1) Sales results by division

| Millions of yen | December 31, 2008 | | December 31, 2009 | |
|--|-------------------|-------------------------|-------------------|-------------------------|
| | Amount | Percentage of total (%) | Amount | Percentage of total (%) |
| Company-operated restaurant sales | | | | |
| Sandwiches | 143,486 | 35.3 | 119,984 | 33.1 |
| Desserts | 112,027 | 27.6 | 87,997 | 24.3 |
| Drinks | 76,414 | 18.8 | 66,592 | 18.4 |
| Breakfasts | 12,883 | 3.2 | 13,321 | 3.7 |
| Breakfast desserts | 9,911 | 2.4 | 9,235 | 2.5 |
| Other | 6,946 | 1.7 | 5,398 | 1.5 |
| | 361,670 | 89.0 | 302,529 | 83.5 |
| Franchise revenue | 44,179 | 10.9 | 59,229 | 16.3 |
| Other | 523 | 0.1 | 553 | 0.2 |
| | 406,373 | 100.0 | 362,312 | 100.0 |

(Note)

1. The above does not include consumption taxes.
2. The portion of sales from franchised restaurants is not included in the amounts shown as company-operated restaurant sales.
3. Sandwiches consist of burgers including Hamburger, Cheeseburger, Big Mac, Quarter Pounder with Cheese, Double Quarter Pounder with Cheese, Teriyaki Mcburger and etc.
4. Sales amounts shown under franchise revenue include royalties, rental fees, sales promotion expenses, and proceeds from the sales of restaurant business.
5. "Other" sales consist of revenue from service fees related to restaurant support business etc.

(2) Company-operated restaurant sales and number of restaurants by geographic region

| Geographic region | December 31, 2008 | | | December 31, 2009 | | |
|-------------------|-----------------------|------------------------|-------------------------|-----------------------|------------------------|-------------------------|
| | Number of restaurants | Millions of yen Amount | Percentage of total (%) | Number of restaurants | Millions of yen Amount | Percentage of total (%) |
| Hokkaido | 40 | 5,352 | 1.5 | 1 | 3,824 | 1.3 |
| Aomori | - | 794 | 0.3 | - | - | - |
| Iwate | 16 | 1,611 | 0.4 | 1 | 1,055 | 0.3 |
| Miyagi | 23 | 5,010 | 1.4 | 13 | 3,292 | 1.1 |
| Akita | 13 | 1,379 | 0.4 | 12 | 1,291 | 0.4 |
| Fukushima | 31 | 3,429 | 0.9 | 9 | 3,219 | 1.1 |
| Ibaraki | 41 | 8,204 | 2.3 | 27 | 4,945 | 1.6 |
| Tochigi | 41 | 5,491 | 1.5 | - | 3,334 | 1.1 |
| Gunma | 5 | 4,659 | 1.3 | 2 | 378 | 0.1 |
| Saitama | 125 | 18,146 | 5.0 | 96 | 16,903 | 5.6 |
| Chiba | 38 | 17,052 | 4.7 | 11 | 4,729 | 1.6 |
| Tokyo | 374 | 68,468 | 18.9 | 339 | 65,552 | 21.6 |
| Kanagawa | 217 | 34,947 | 9.7 | 182 | 31,741 | 10.5 |
| Toyama | 22 | 2,842 | 0.8 | 22 | 2,933 | 1.0 |
| Ishikawa | 9 | 2,254 | 0.6 | 3 | 831 | 0.3 |
| Fukui | 12 | 1,541 | 0.4 | 5 | 1,149 | 0.4 |
| Yamanashi | 8 | 1,899 | 0.5 | 2 | 533 | 0.2 |
| Nagano | 3 | 4,156 | 1.1 | 1 | 195 | 0.1 |
| Gifu | 49 | 5,857 | 1.6 | 39 | 5,419 | 1.8 |
| Shizuoka | 62 | 8,136 | 2.2 | 51 | 7,691 | 2.5 |
| Aichi | 183 | 26,498 | 7.3 | 156 | 23,313 | 7.7 |
| Mie | 39 | 5,082 | 1.4 | 25 | 4,605 | 1.5 |
| Shiga | 35 | 4,899 | 1.4 | 27 | 3,575 | 1.2 |
| Kyoto | 63 | 10,260 | 2.8 | 60 | 9,227 | 3.1 |
| Osaka | 246 | 38,237 | 10.6 | 228 | 37,709 | 12.5 |
| Hyogo | 115 | 17,259 | 4.8 | 113 | 16,950 | 5.6 |
| Nara | 30 | 3,752 | 1.0 | 13 | 2,851 | 0.9 |
| Wakayama | 19 | 2,381 | 0.7 | 8 | 1,825 | 0.6 |
| Tottori | - | 160 | 0.1 | - | - | - |
| Shimane | 3 | 844 | 0.2 | 4 | 562 | 0.2 |
| Okayama | 3 | 3,860 | 1.1 | 3 | 600 | 0.2 |
| Hiroshima | 44 | 6,771 | 1.9 | 47 | 7,274 | 2.4 |
| Yamaguchi | 18 | 2,071 | 0.6 | 14 | 2,003 | 0.7 |
| Tokushima | 11 | 1,740 | 0.5 | 9 | 1,756 | 0.6 |
| Kagawa | 25 | 3,223 | 0.9 | 24 | 3,356 | 1.1 |
| Ehime | 31 | 3,387 | 0.9 | 31 | 3,572 | 1.2 |
| Fukuoka | 60 | 10,609 | 2.9 | 50 | 8,369 | 2.8 |
| Saga | 13 | 1,387 | 0.4 | - | 1,293 | 0.4 |
| Nagasaki | 8 | 1,067 | 0.3 | 1 | 997 | 0.3 |
| Kumamoto | 14 | 3,517 | 1.0 | 9 | 1,957 | 0.6 |
| Oita | 22 | 3,313 | 0.9 | 16 | 3,118 | 1.0 |
| Miyazaki | 19 | 2,112 | 0.6 | 17 | 2,370 | 0.8 |
| Kagoshima | 19 | 2,706 | 0.7 | 17 | 2,841 | 0.9 |
| Okinawa | 17 | 5,286 | 1.5 | 17 | 3,373 | 1.1 |
| | 2,166 | 361,670 | 100.0 | 1,705 | 302,529 | 100.0 |

(Note)

1. The number of restaurants shown above is the number of restaurants as of the final day of the term under review.
2. The above does not include consumption taxes.
3. The number of restaurants and sales amounts shown above do not include the franchised restaurants' portion.
4. All restaurants in Yamagata-ken, Niigata-ken, Aomori-ken, Tottori-ken, Kouchi-ken, Tochigi-ken and Saga-ken are franchised restaurants as of the final day of the term under review. (Restaurants in Tochigi-ken, Saga-ken became franchised regions during 2009).