Results of Operations

Year ended December 31, 2008

February 13, 2008

Bell-Park Co., Ltd.

(Stock code: 9441)

http://www.bellpark.co.jp/

Contents

Segment Information

Business segment information is not presented starting with 2008 because net sales, operating income and assets of the mobile phone sales business represent more than 90% of total net sales, operating income and total assets, and because Japan Pro Staff Co., Ltd. has become an equity-method affiliate.

Ⅰ. Financial Highlights

Summary of 2008 Consolidated Results

(million yen, %)

	2007		2008		YoY change		Remarks
	Amount	Comp.	Amount	Comp.	Amount	Comp.	
Net sales	31,453	100.0	33,457	100.0	+2,004	+6.4	Increase in new handset sales on expansion of the shop chain and higher unit prices. Increase of 6 shops (104 at Dec. 31, 2007 to 110 at Dec. 31, 2008) New handset sales: +6,583 units (165,382 in 2007 to 171,965 in 2008)
Gross profit	6,886	21.9	7,408	22.1	+522	+7.6	Increased due to higher new handset sales and the focusing on sales of handsets with high profit margins.
SG&A expenses	5,202	16.5	5,948	17.7	+745	+14.3	SG&A expenses rose reflecting the addition of new shops and more active sales promotion. Personnel +368, advertising/sales promotion +232, rent +247, depreciation +62, supplies -111, others -53
Operating income	1,684	5.4	1,460	4.4	-223	-13.3	Same as above reasons.
Ordinary income	1,685	5.4	1,423	4.3	-261	-15.5	Same as above reasons.
Extraordinary income	70	0.2	173	0.5	+102	+144.9	Gain on sale of investments in affiliates +173
Extraordinary loss	23	0.1	28	0.1	+5	+23.6	Loss on revaluation of memberships 12, loss on store closures 5, other 9
Income before income taxes	1,733	5.5	1,568	4.7	-164	-9.5	Same as above reasons.
Net income	840	2.7	1,143	3.4	+302	+36.0	Decrease in income taxes (317) by capital reduction with compensation at subsidiary

2008 Financial Highlights (1/2)

Operating Environment

- Mobile Communications Industry

- In 2008, all major mobile communications carriers in Japan took a variety of actions to attract subscribers. Measures included introducing new handsets during primary selling seasons and offering new rate plans. However, the 2008 net increase in subscriptions of 5.30 million was less than the 5.58 million net increase in 2007.

  In addition, total handset sales of the three major carriers* were down 19.1% from 2007 as the start of sales of handsets using installment payments lengthened the replacement cycle.

  (*Bell-Park estimate based on sales figures announced by the three companies)

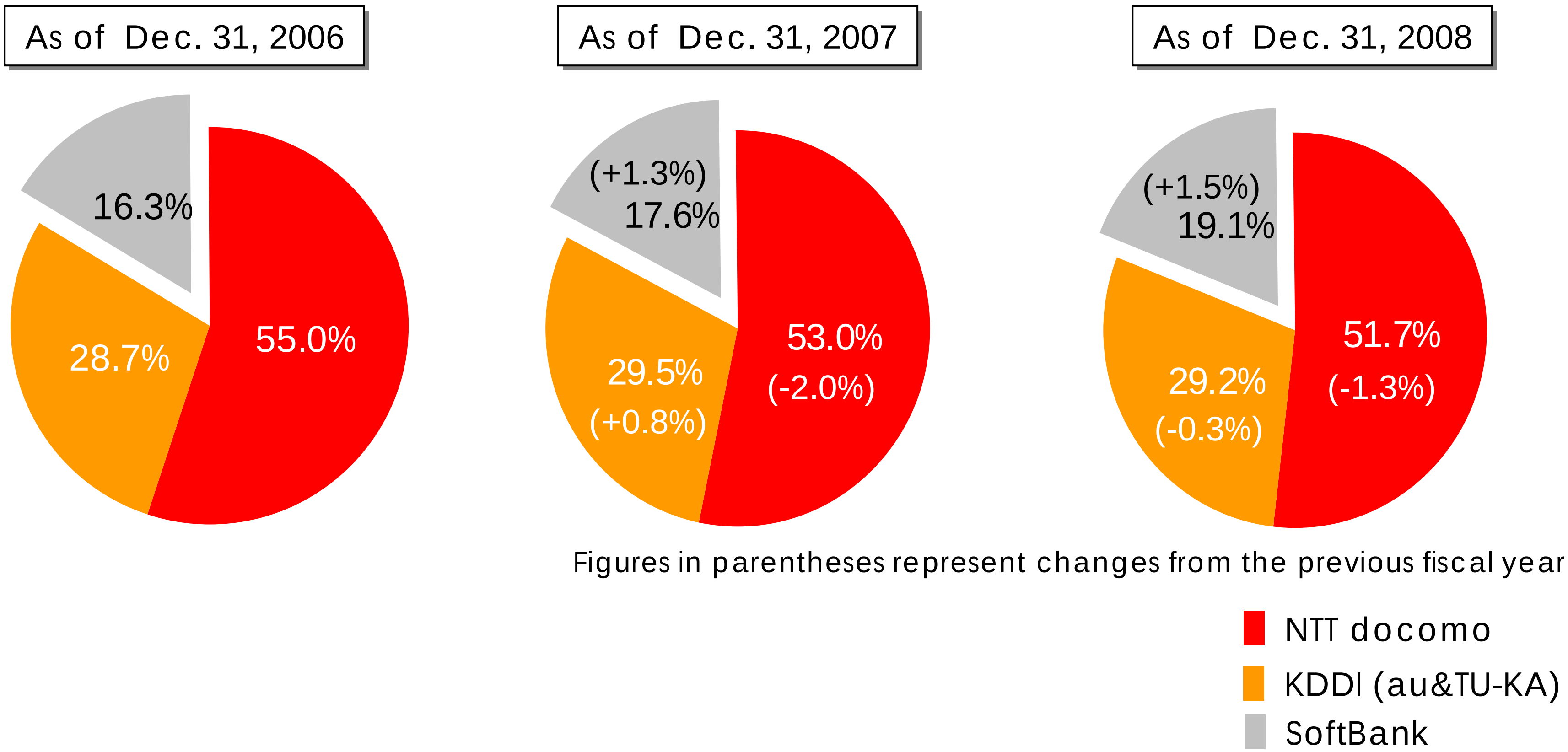
- SoftBank

- There were many marketing activities during 2008 at SoftBank, the primary communications carrier handled by Bell-Park. Significant events included the February 2008 introduction of the “White Plan Student Discount” and the July launch of the Apple iPhone™ 3G. As a result, SoftBank ranked first in Japan for the 20 consecutive months, starting in May 2007, in terms of net increase in subscribers.
- Sales of SoftBank handsets* decreased 11.2% in 2008 to 8,558 thousand. Sales of handsets to new subscribers decreased 4.9% to 4,694 thousand units and sales of replacement handsets were down 17.8% to 3,864 thousand units.

  (*Bell-Park estimate based on sales figures announced by SoftBank)

Cumulative Subscriptions at Major Carriers (YoY Comparison)

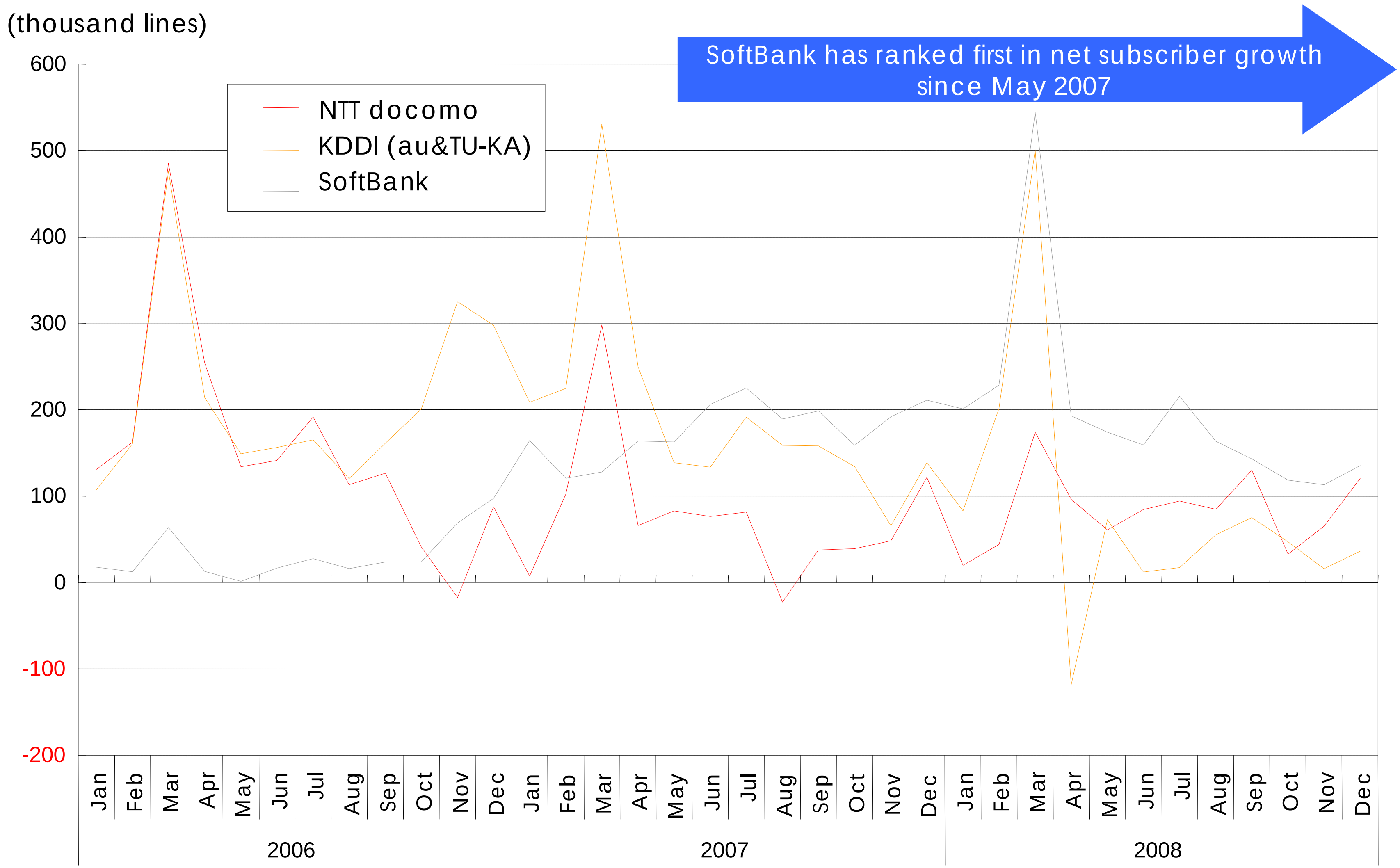
SoftBank's share of cumulative subscriptions is increasing steadily as SoftBank captures market share from NTT docomo and KDDI.



Figures in parentheses represent changes from the previous fiscal year

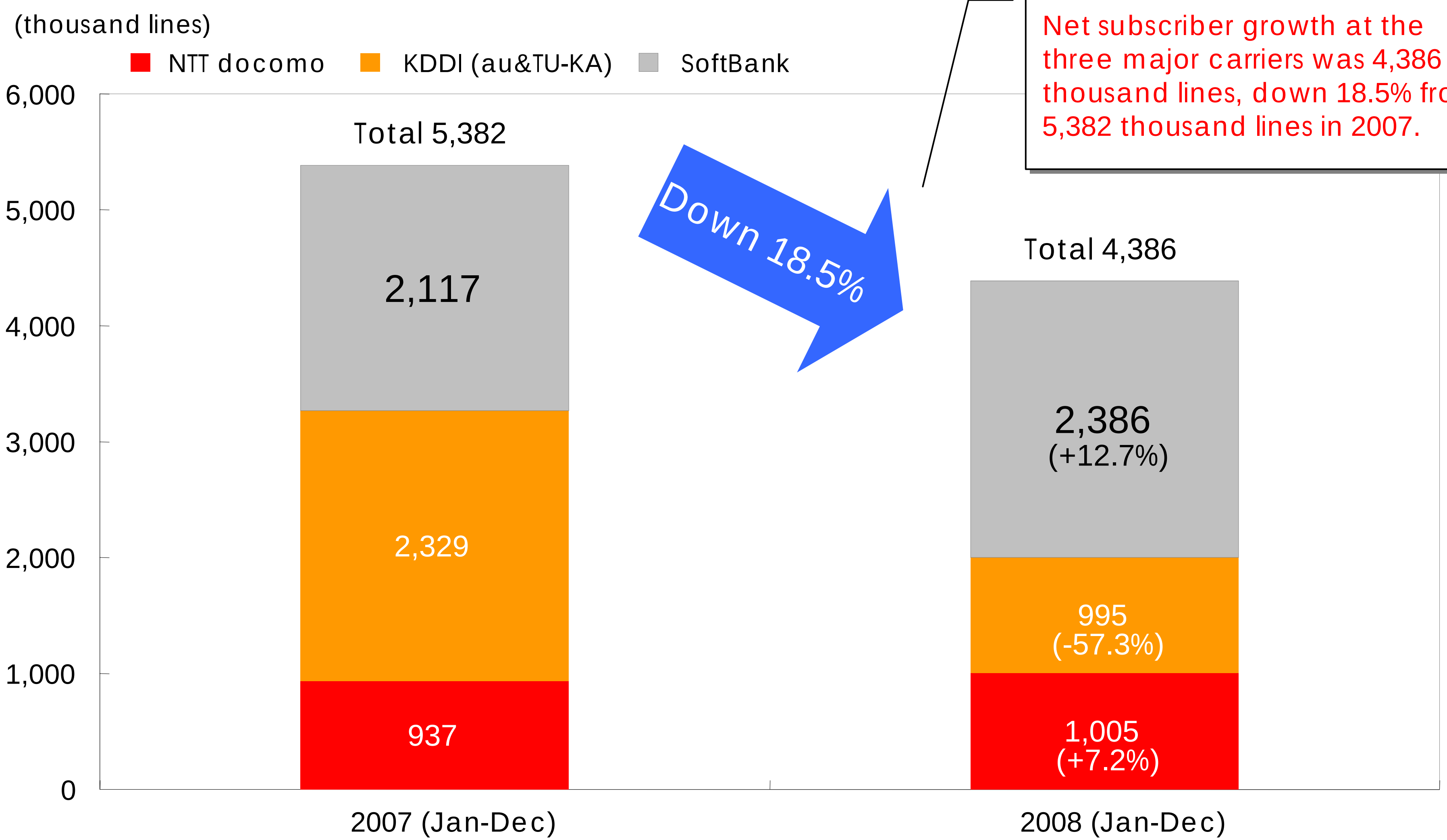
Source: Telecommunications Carriers Association

Net Subscriber Growth by Major Carriers



Source: Telecommunications Carriers Association

Net Subscriber Growth by Major Carriers (YoY Comparison)

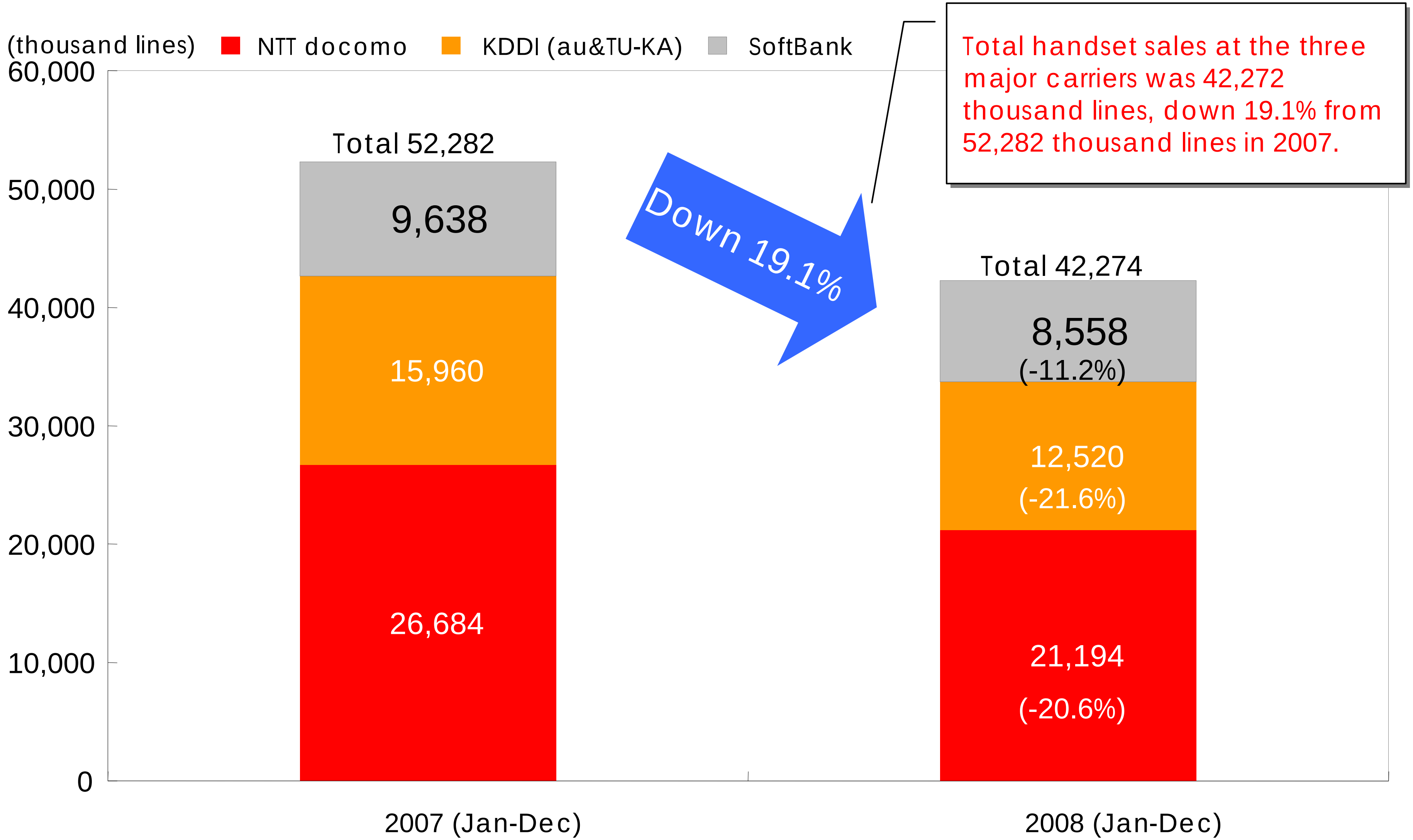


Net subscriber growth at the three major carriers was 4,386 thousand lines, down 18.5% from 5,382 thousand lines in 2007.

Figures in parentheses represent year-on-year percentage changes

Source: Telecommunications Carriers Association

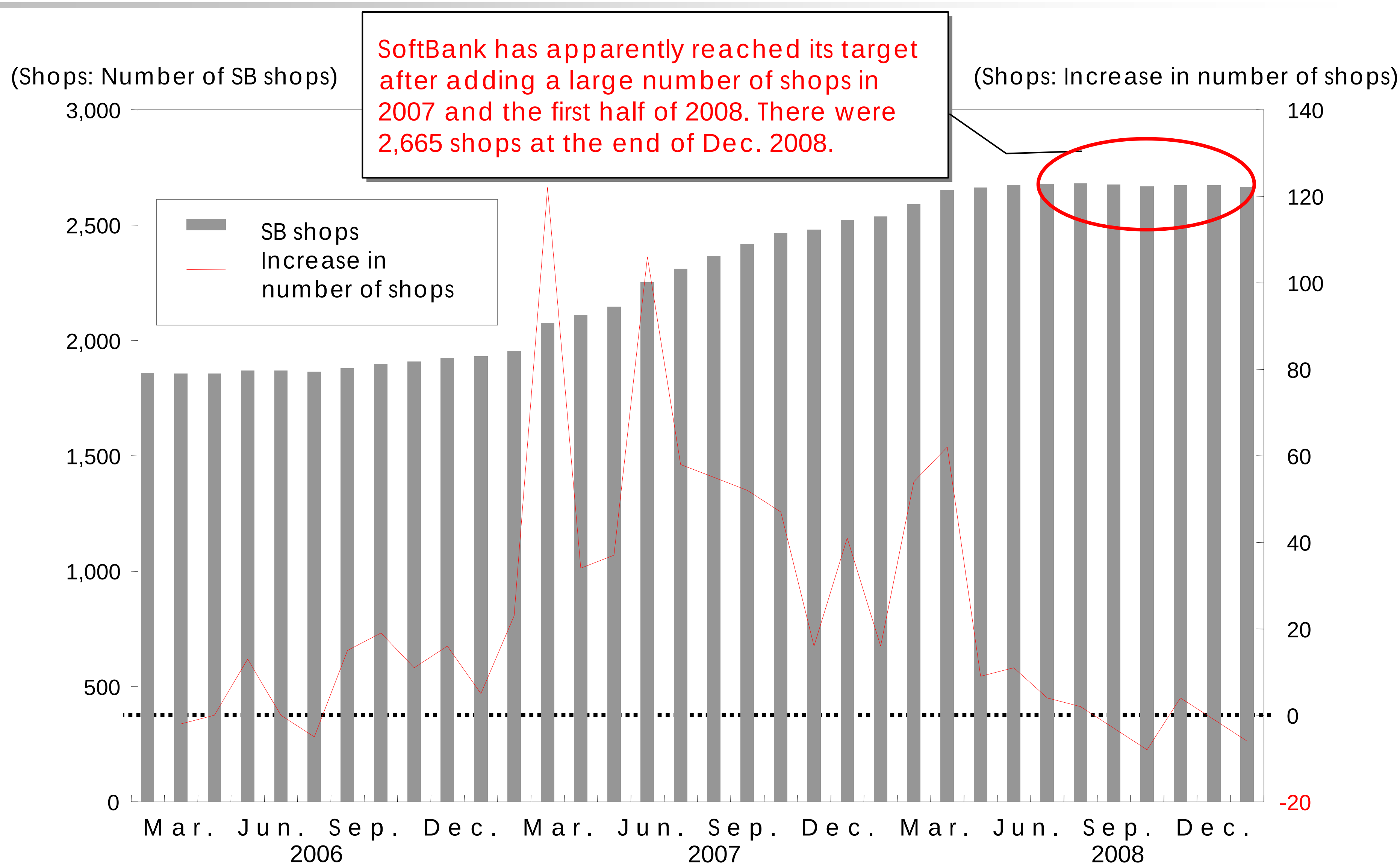
Handset Sales by Major Carriers (Bell-Park estimates)



Figures in parentheses represent year-on-year percentage changes

Source: Bell-Park, based on data from NTT docomo, KDDI and SOFTBANK MOBILE .

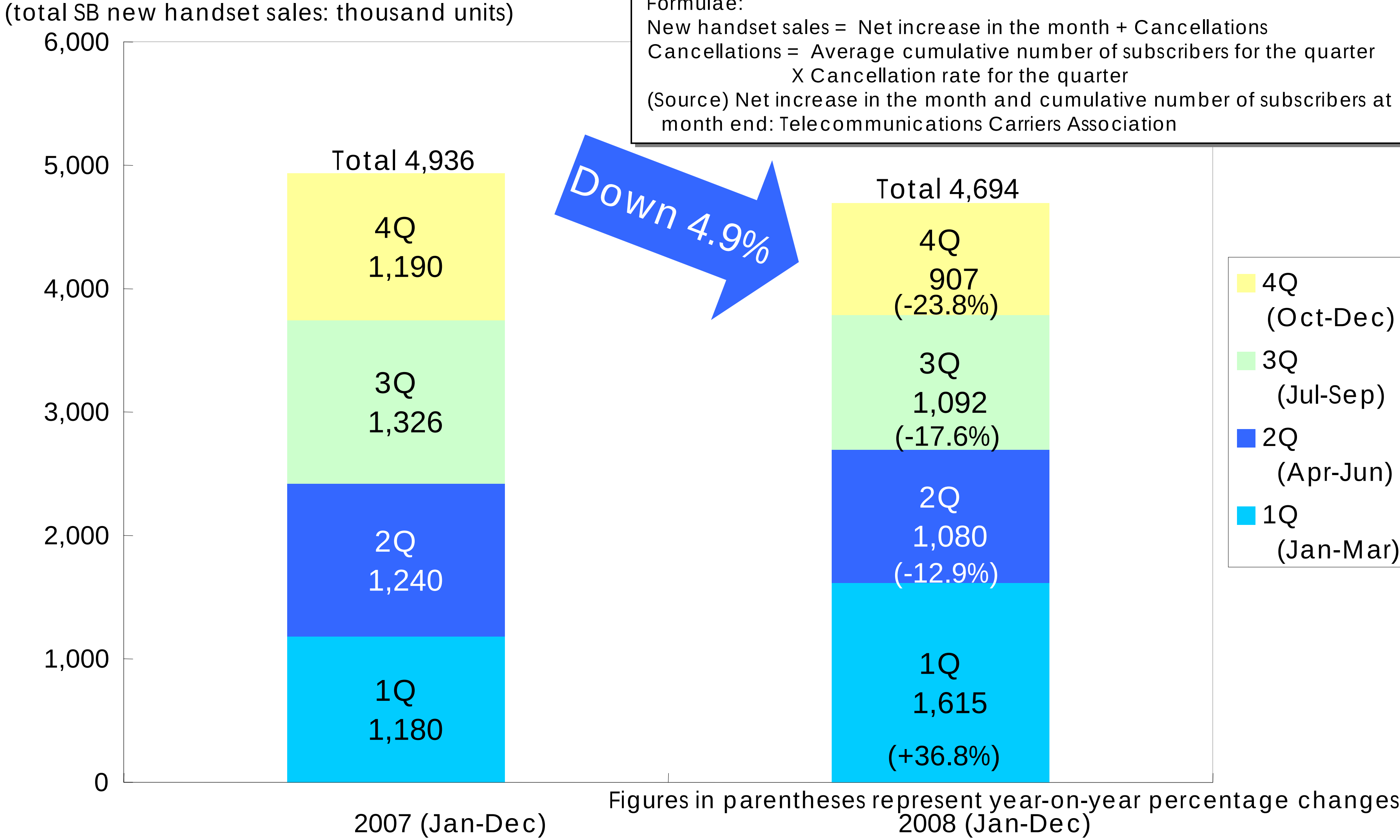
SoftBank Shops



Source: Bell-Park, based on SOFTBANK MOBILE data.

SoftBank Handset Sales to New Subscribers (Bell-Park estimates)

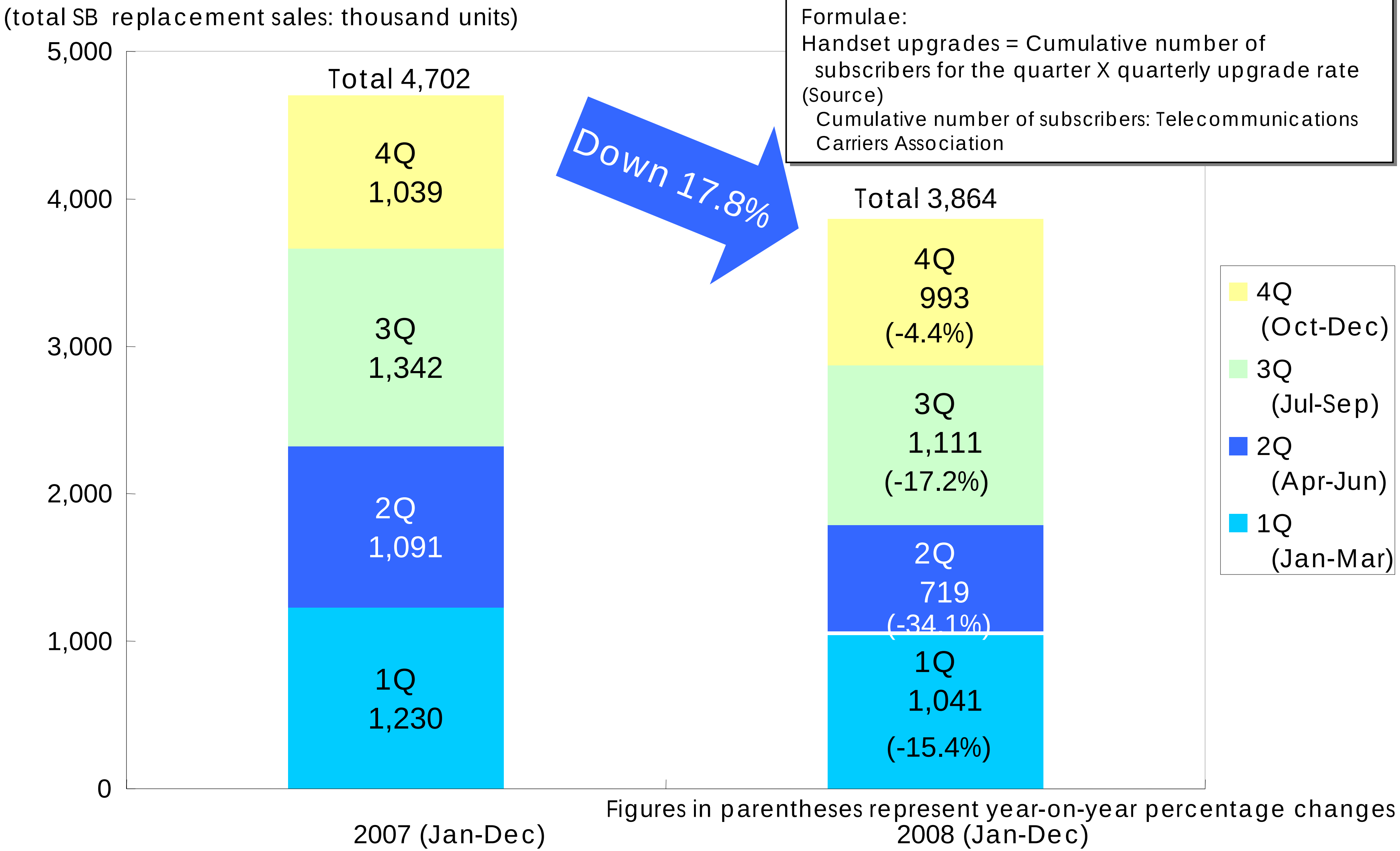
Formulae:
New handset sales = Net increase in the month + Cancellations
Cancellations = Average cumulative number of subscribers for the quarter X Cancellation rate for the quarter
(Source) Net increase in the month and cumulative number of subscribers at month end: Telecommunications Carriers Association



Figures in parentheses represent year-on-year percentage changes

Source: Bell-Park, based on SOFTBANK MOBILE data.

SoftBank Replacement Sales (Bell-Park estimates)



Formulae:
Handset upgrades = Cumulative number of subscribers for the quarter X quarterly upgrade rate
(Source)
Cumulative number of subscribers: Telecommunications Carriers Association

Figures in parentheses represent year-on-year percentage changes

Source: Bell-Park, based on SOFTBANK MOBILE data.

2008 Financial Highlights (2/2)

Major Initiatives

➢Improve profitability of shops

Improving the per-store profitability is an urgent issue due to the longer handsets replacement cycle resulting from the start of installment sales of handsets and to intense competition among stores selling mobile phones, including major retailers. To accomplish this, Bell-Park is conducting high-profile sales promotion activities to increase customer traffic at stores, training store personnel to upgrade sales capabilities, and using store personnel more efficiently. To improve profitability per customer, we are also focusing on sales of high-margin handset models, sales of accessories and other items, and skills in offering customers new ideas.

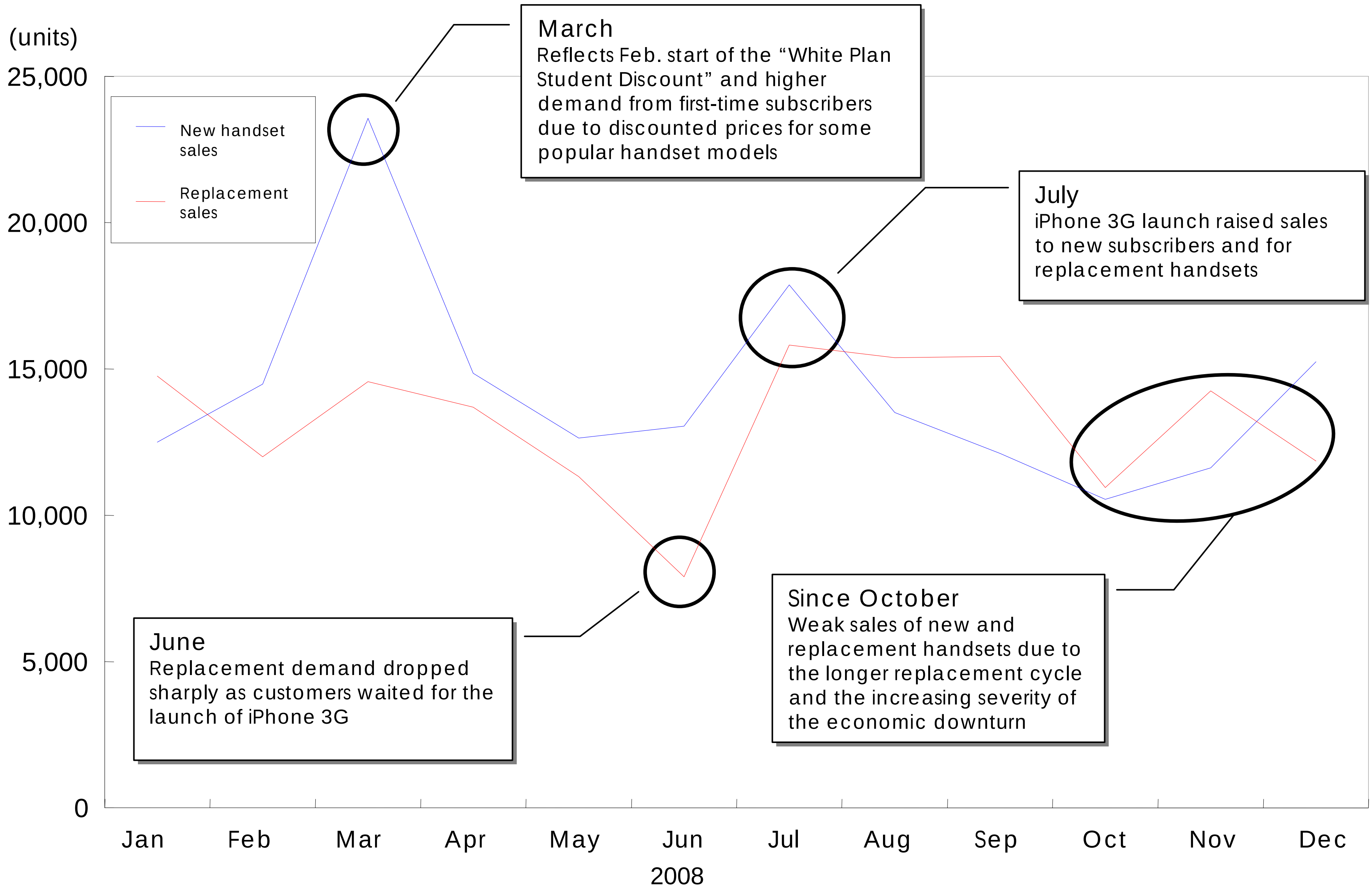
➢Expanded store network

In 2008, Bell-Park concentrated on expanding its store network, opening eight new directly managed stores and acquiring two more from other chains. The Bell-Park chain reached 111 stores (93 directly managed, 17 franchised and 1 Bell-Park Brand Shop) as of December 31.
As a result, sales of new handsets rose 4.0% year-on-year to 171,965 units. But handset replacement sales fell 7.0% to 157,934 units as the replacement cycle lengthened.

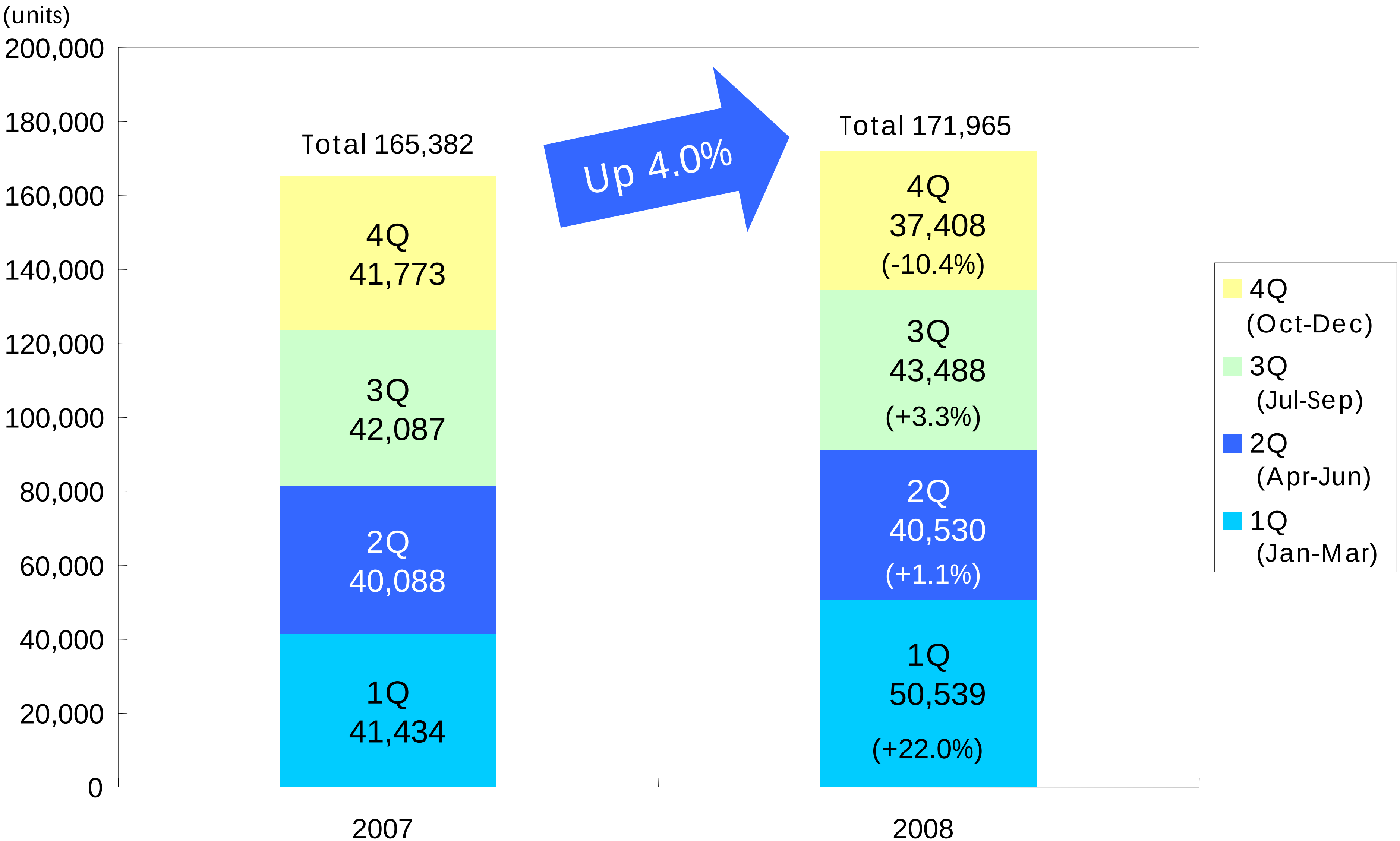
➢Other businesses

In the other business segment, we sold 50% of our equity interest in Japan Pro Staff Co., Ltd., a wholly owned human resources subsidiary engaged in the staffing business, to P and P Corporation in June. Bell-Park posted an extraordinary income of 173 million yen on the sale of the subsidiary. In addition, Nikka Co., Ltd., a wholly owned subsidiary, executed a return of capital to shareholders in December. There was an accompanying 317 million yen decrease in income tax.

Number of Mobile Phones Sold in 2008

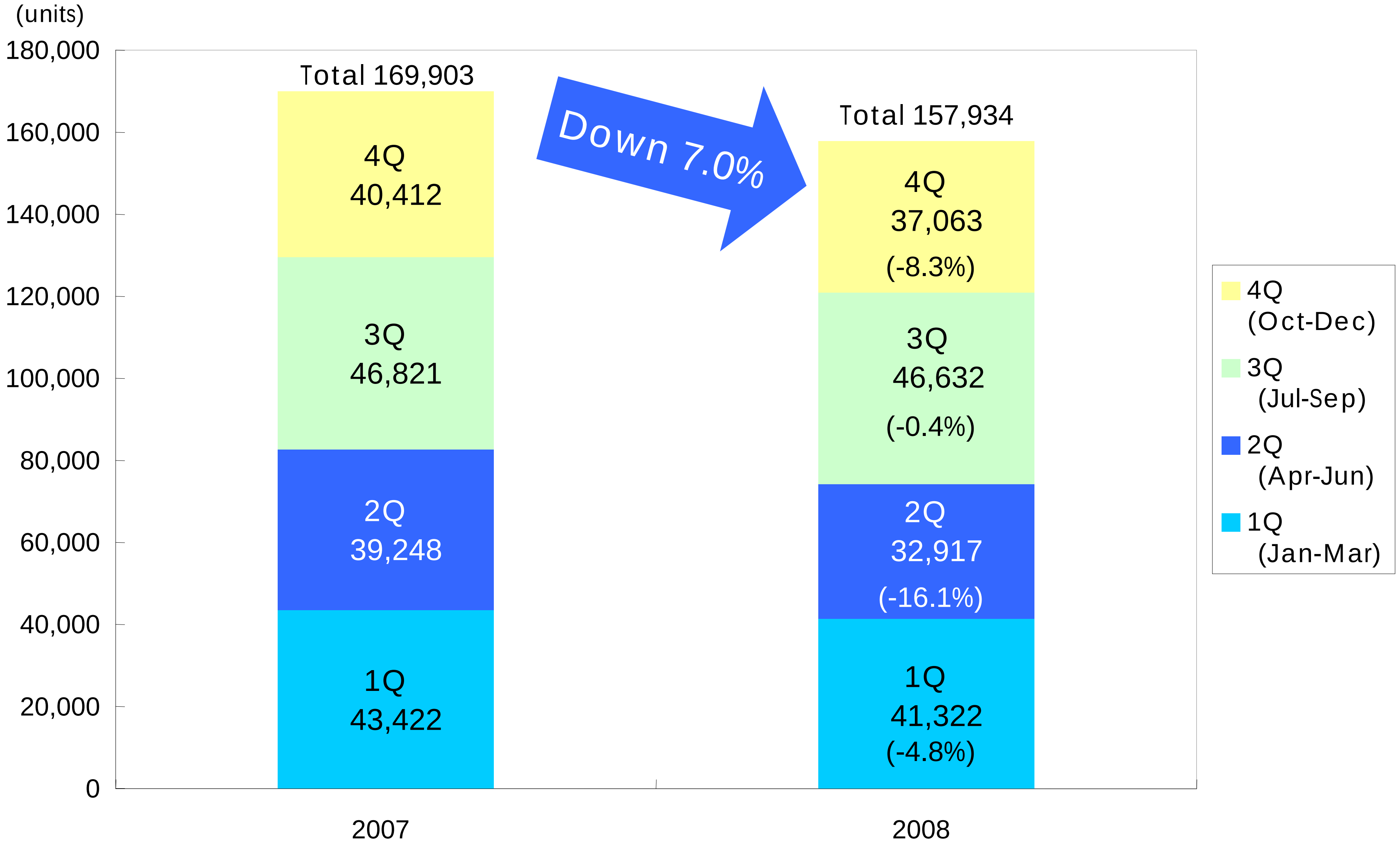


Handset Sales Comparisons (First-time subscribers)



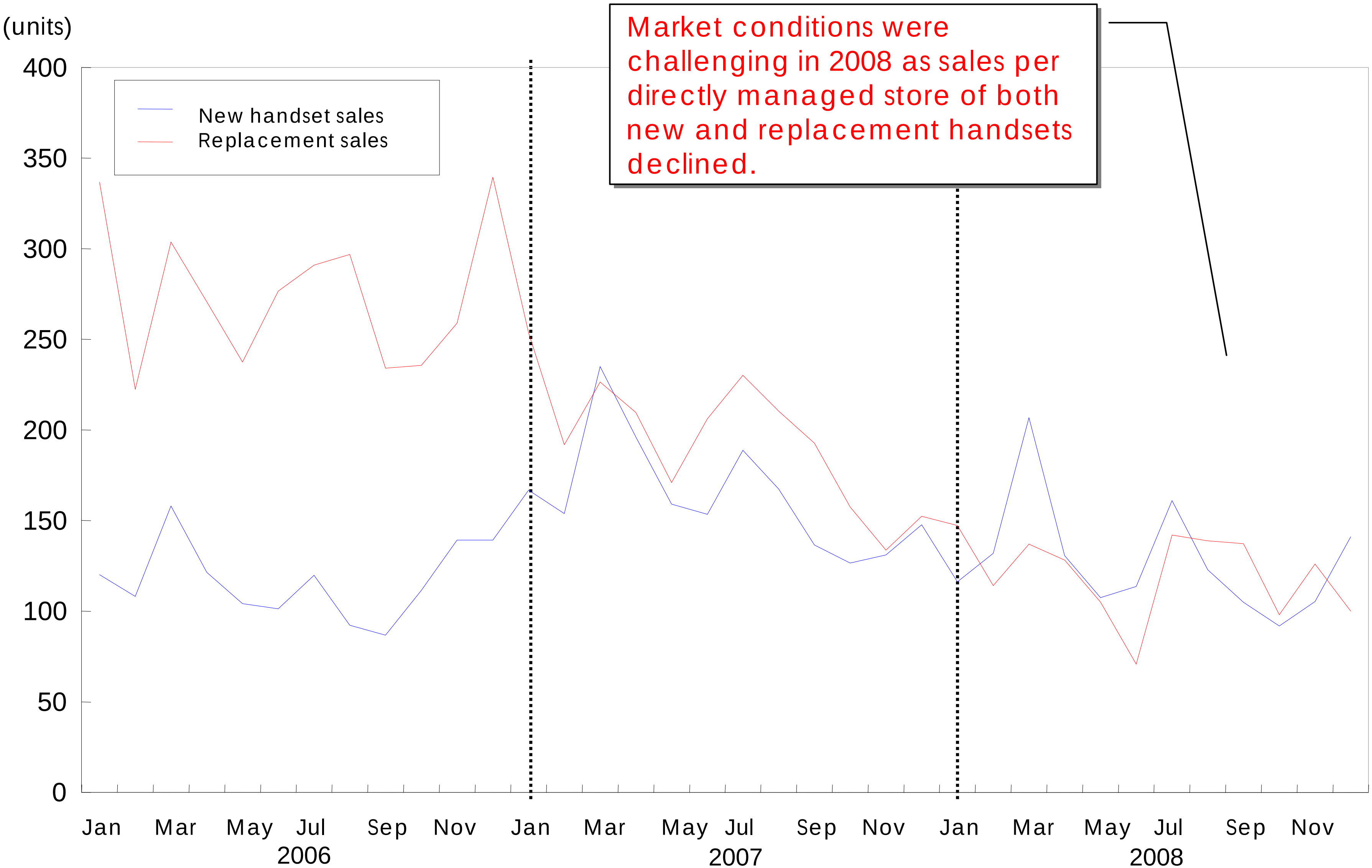
Figures in parentheses represent year-on-year percentage changes

Handset Sales Comparisons (Handset upgrades)

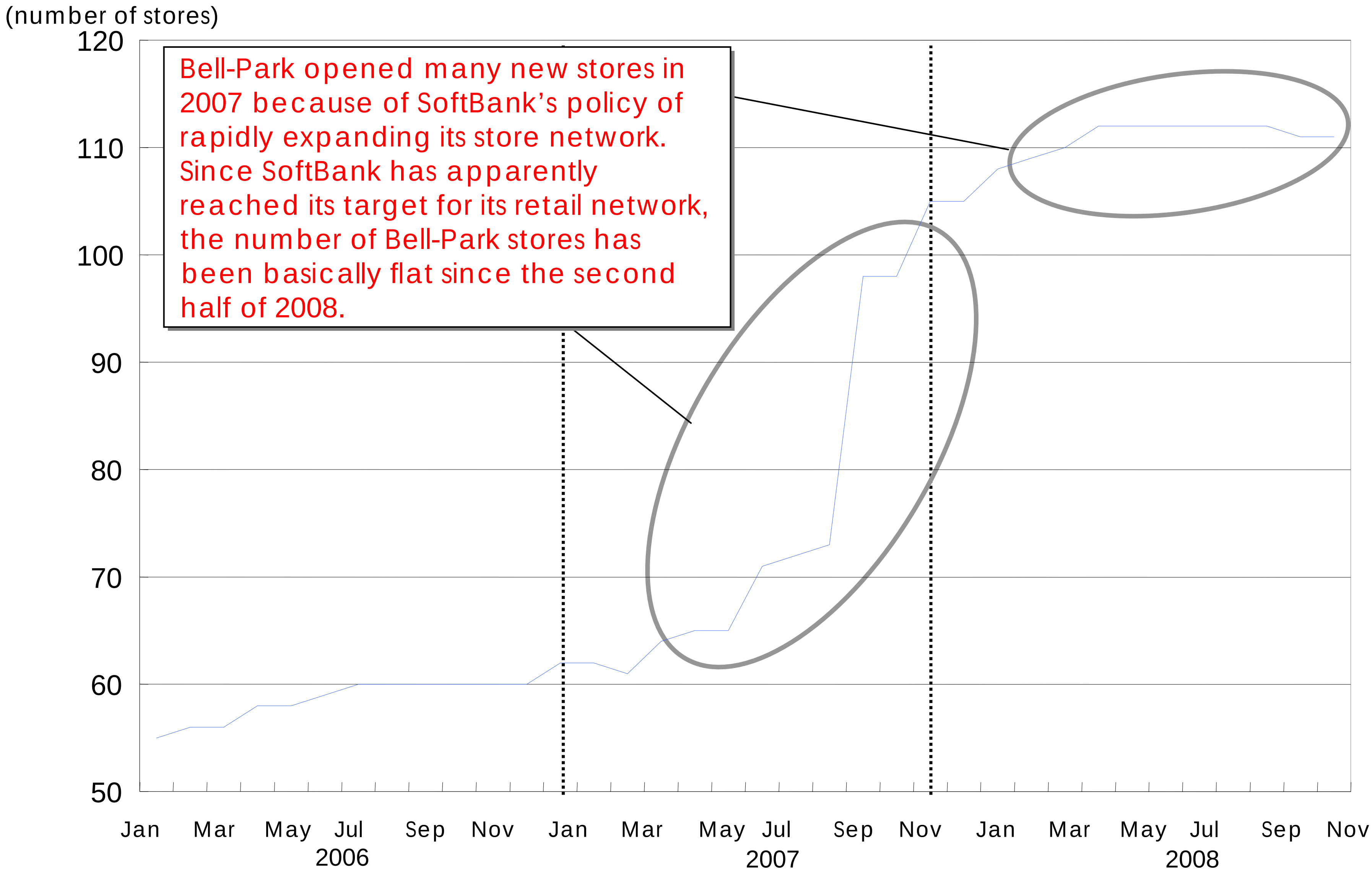


Figures in parentheses represent year-on-year percentage changes

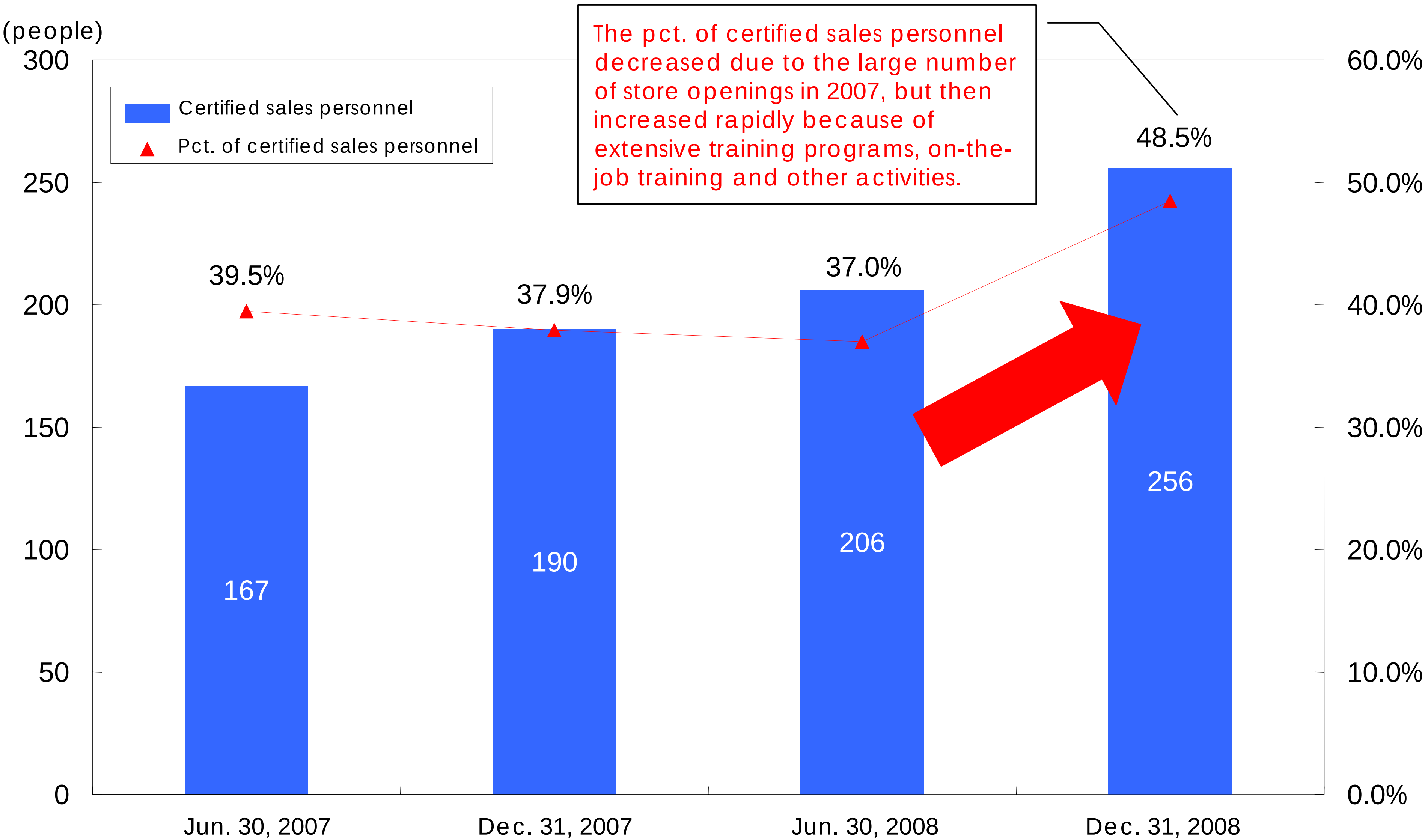
Handset Sales per Directly Managed Store (2006-2008)



Number of Stores



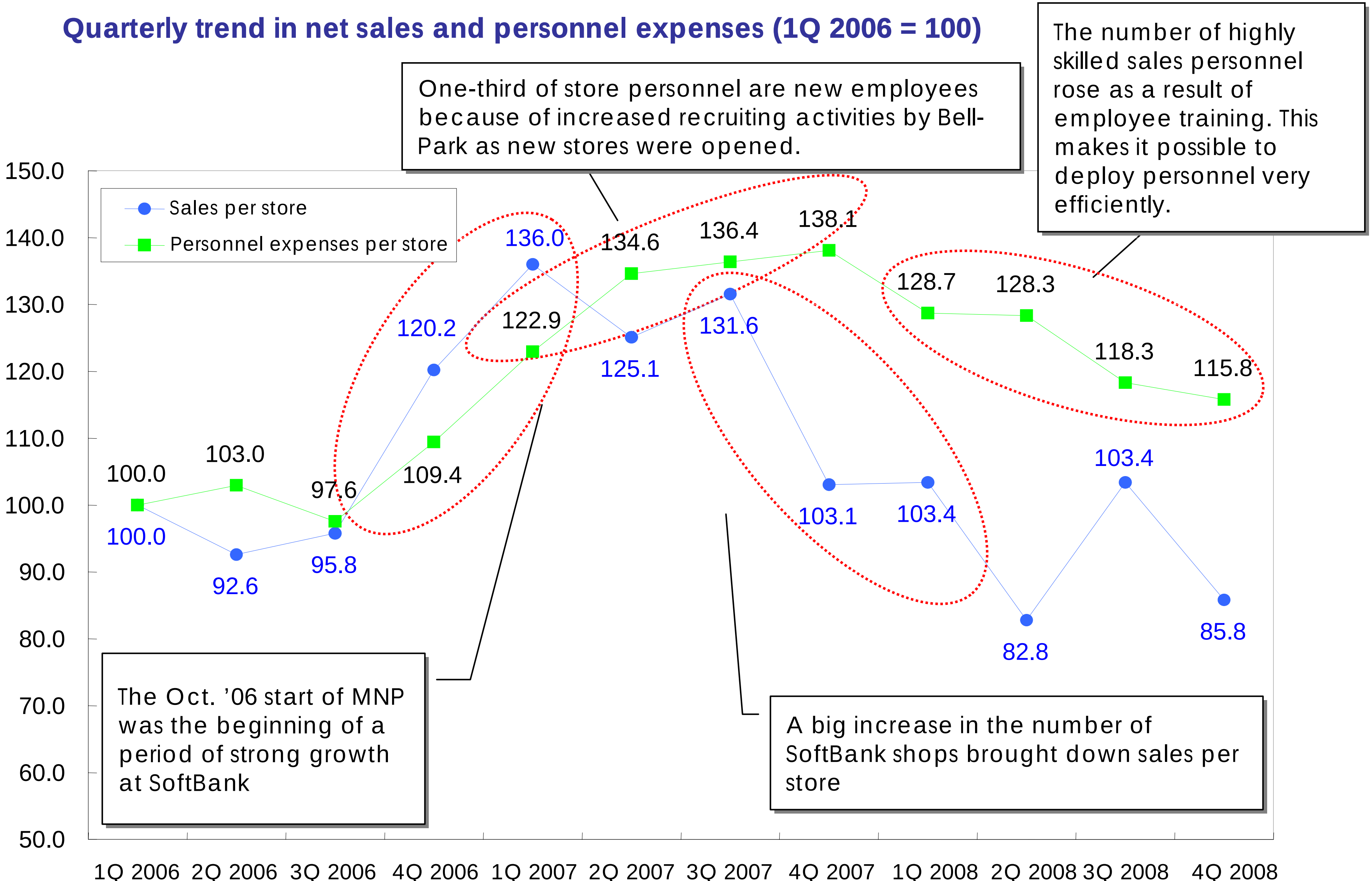
Growth in Number of Certified Sales Personnel



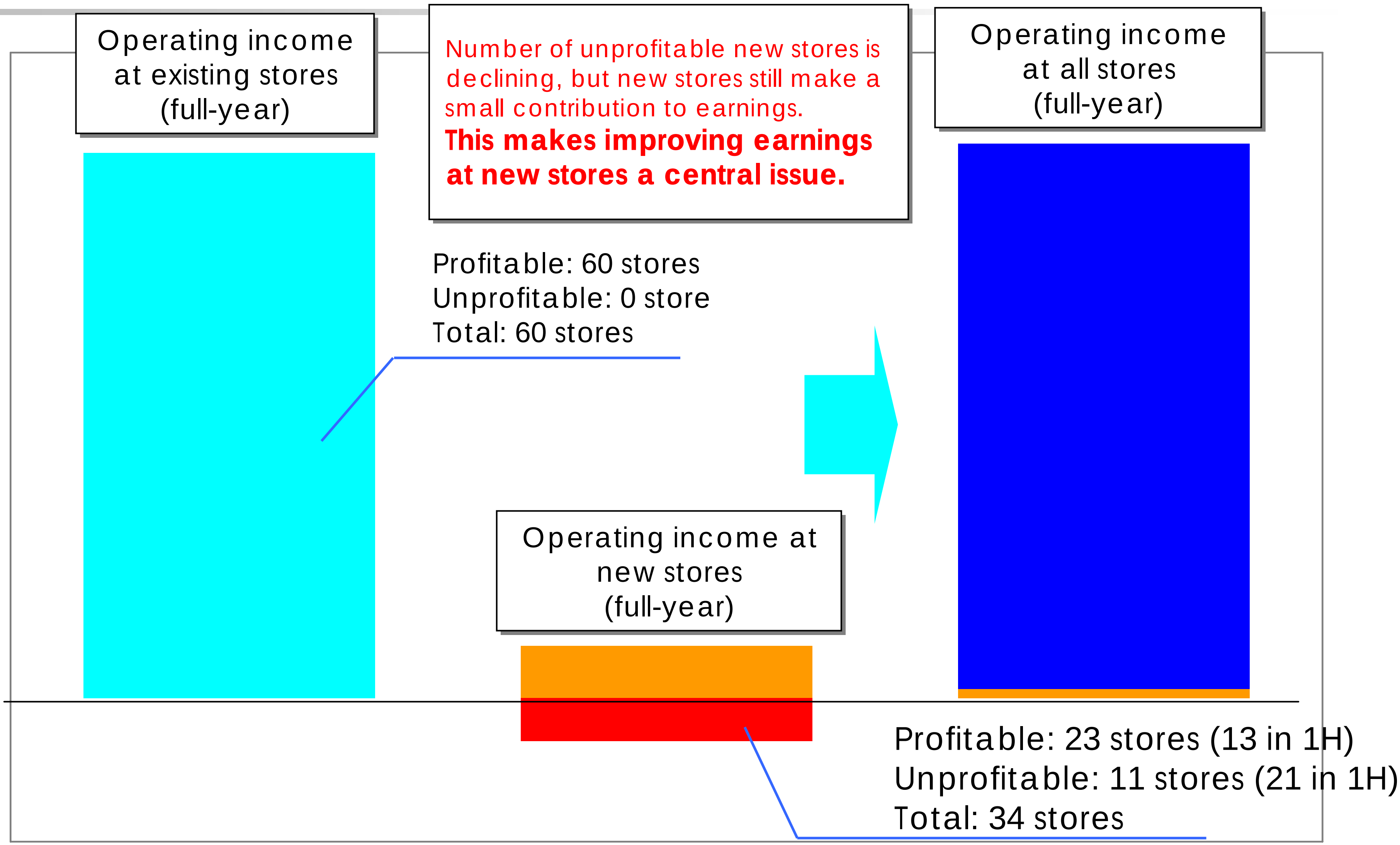
*Pct. of certified sales personnel is the percentage of the store workforce that is certified.

Measures to Operate Stores More Efficiently
- Net sales and personnel expenses per directly managed store-

Quarterly trend in net sales and personnel expenses (1Q 2006 = 100)

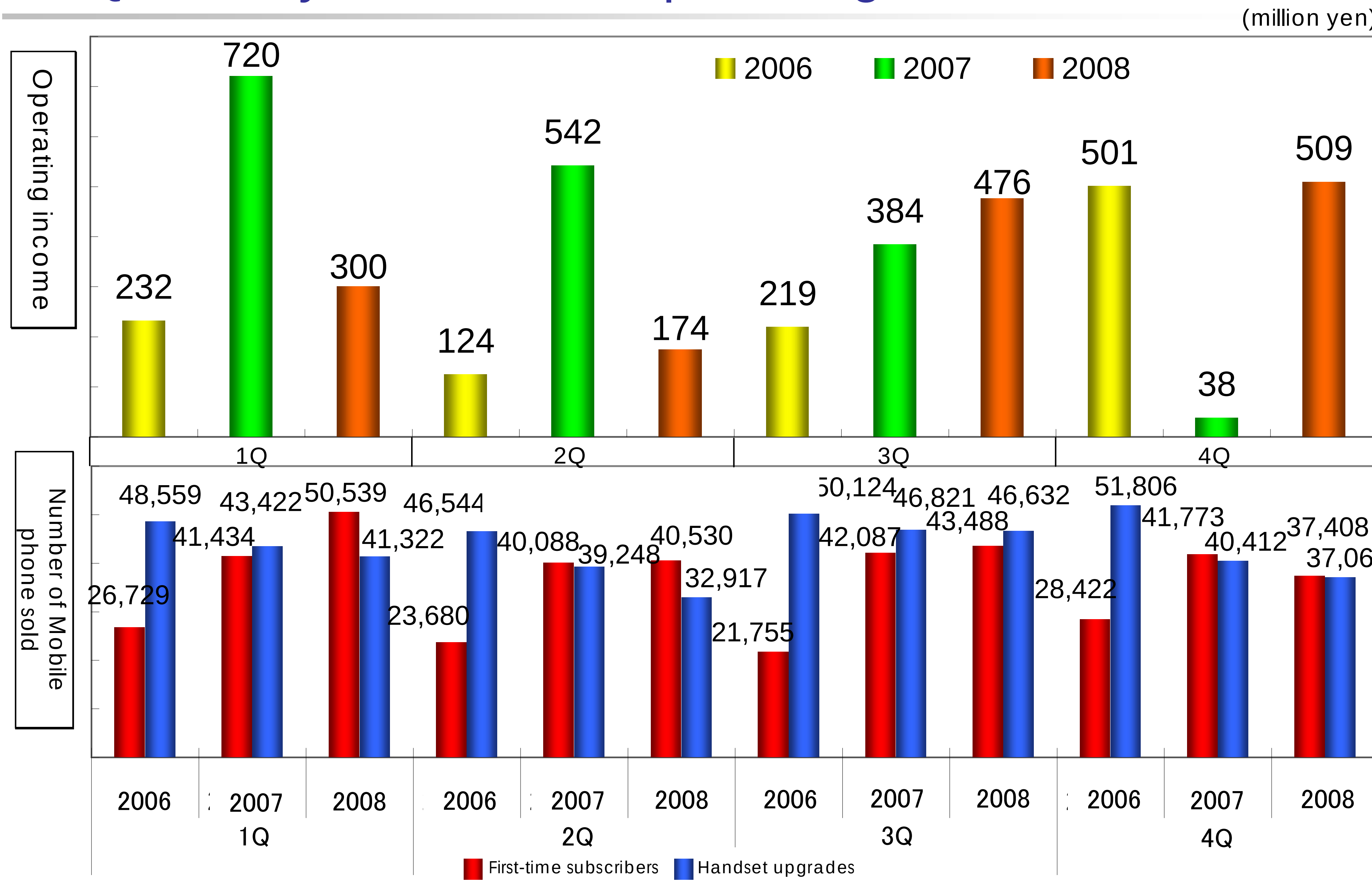


Profitability of Directly Managed Stores



*Definition of new stores
All stores that were opened in 2007 or afterward

Quarterly Sales and Operating income



Ⅱ. 2009 Management Policies

Medium-term Outlook

➢**Excessive number of mobile phone stores will lead to store closings and sales**

Since NTT docomo and au have also started selling handsets using installment payments, demand for replacement handsets is very likely to decline across the entire mobile communications market. Furthermore, the declining cancelation rate at carriers is bringing down handset sales to new subscribers. Overall, mobile phone sales agents are facing extremely difficult market conditions. Japan has too many mobile phone stores because of the big increase in the number of carrier stores that began in 2006. Many of these stores are unprofitable, mostly the stores opened in 2006 or afterward. In response, companies will probably sell or close many stores, starting with the most poorly performing locations.

➢**Growth in sales of open-type handsets is placing new demands on stores**

Open-type handsets are expected to become even more popular. These handsets are almost like a PC, providing an easy Internet link and the ability to add applications. Because of their generally high ARPU, open-type handsets are very profitable for carriers and sales agents alike. As a result, the success of sales agents will depend on their ability to sell these handsets without creating stress for customers. To accomplish this, stores will have to switch to a different way of thinking and use new training methods.

Outlook for 2009

➢Sales of handsets to new subscribers

The environment for selling handsets to new subscribers is expected to remain challenging in 2009. Primary causes are slumping consumer spending due to the economic recession, Japan's high mobile phone penetration rate, and the long-term relationships with subscribers resulting from the start of installment sales of handsets.

➢Sales of replacement handsets

SoftBank was first among Japan's carriers to start installment sales of handsets in October 2006. Now that these 26-month contracts are reaching their end, there will probably be an upturn in replacement demand. There is also demand for upgrading from 2G to 3G handsets. These developments indicate that replacement demand may increase somewhat. However, the outlook is unclear because of the uncertainty of how much the poor economy will reduce consumer spending.

➢Sales commissions

Successful sales agents must be able to respond with speed and flexibility to the sales activities and policies of carriers.

Stores need to meet expectations with regard to quantity (number of handsets sold) and quality (reduce the number of short-term cancelations by signing up only reliable customers, help raise ARPU). Consequently, the "quality of sales" is likely to play a much greater role in earning sales commissions from now on.

Management Policies for 2009 (1/2)

(1) Build a highly profitable store network

➢Improve store locations

As total sales of handsets declines, Bell-Park must act quickly to improve the profitability of poorly performing stores. In particular, we need to reexamine the locations of some of the stores that have been opened since 2007. We will consider many measures, including store relocations that take advantage of the expected increase in commercial space vacancies resulting from the real economic downturn.

➢Adopt a cautious stance regarding new stores

We anticipate that financially weak sales agents will be forced out of business. This will probably increase opportunities to purchase stores and take other actions. We will carefully examine these opportunities and will acquire only stores in prime locations and where there is significant potential for improving earnings by using our expertise in store operations.

Management Policies for 2009 (2/2)

(2) Strengthen selling power

- **Provide more training for store managers and store manager candidates**

  The quality of human resources is the key to emerging as a winner from the intensifying competition. The ability to train capable area managers and store managers will determine whether or not we can succeed and improve our earnings. We plan to establish a system that can provided detailed instructions to stores with considerable growth potential and to train promising store managers and store manager candidates to improve their capabilities.

- **Upgrade skills in offering new ideas and consulting**

  Increasing sales and earnings per customer demands the ability to accurately identify each customer’s needs and then provide products and services (handsets, rate plans and optional services) that match those needs. This is why we are concentrating on upgrading skills in proposing ideas to customers and consulting services.

III. 2009 Earnings Plan

2009 Earnings Plan

(million yen)

	1H FY2009			FY2009		
	Plan	Results of 1H FY2008 (non-consolidated)	Change %	Plan	Results of FY2008 (non-consolidated)	Change %
Net sales	15,000	15,940	-5.9%	30,000	32,437	-7.5%
Operating income	440	457	-3.8%	1,040	1,409	-26.2%
Ordinary income	420	464	-9.6%	1,000	1,395	-28.3%
Net income	220	360	-39.0%	510	1,122	-54.6%

Transition to non-consolidated financial statements

- Until last fiscal year, the Bell-Park Group was made up of Bell-Park and five consolidated subsidiaries. However, in June 2008, a 50% stake in Japan Pro Staff Co., Ltd. was transferred to P and P Corporation, and the former is now being treated as an equity-method affiliate.

  Additionally, in September 2008 shareholders resolved to dissolve consolidated subsidiaries Upward Mobility Co., Ltd. and Mobile Tiger Co., Ltd., and the liquidation of these subsidiaries was completed in December 2008.

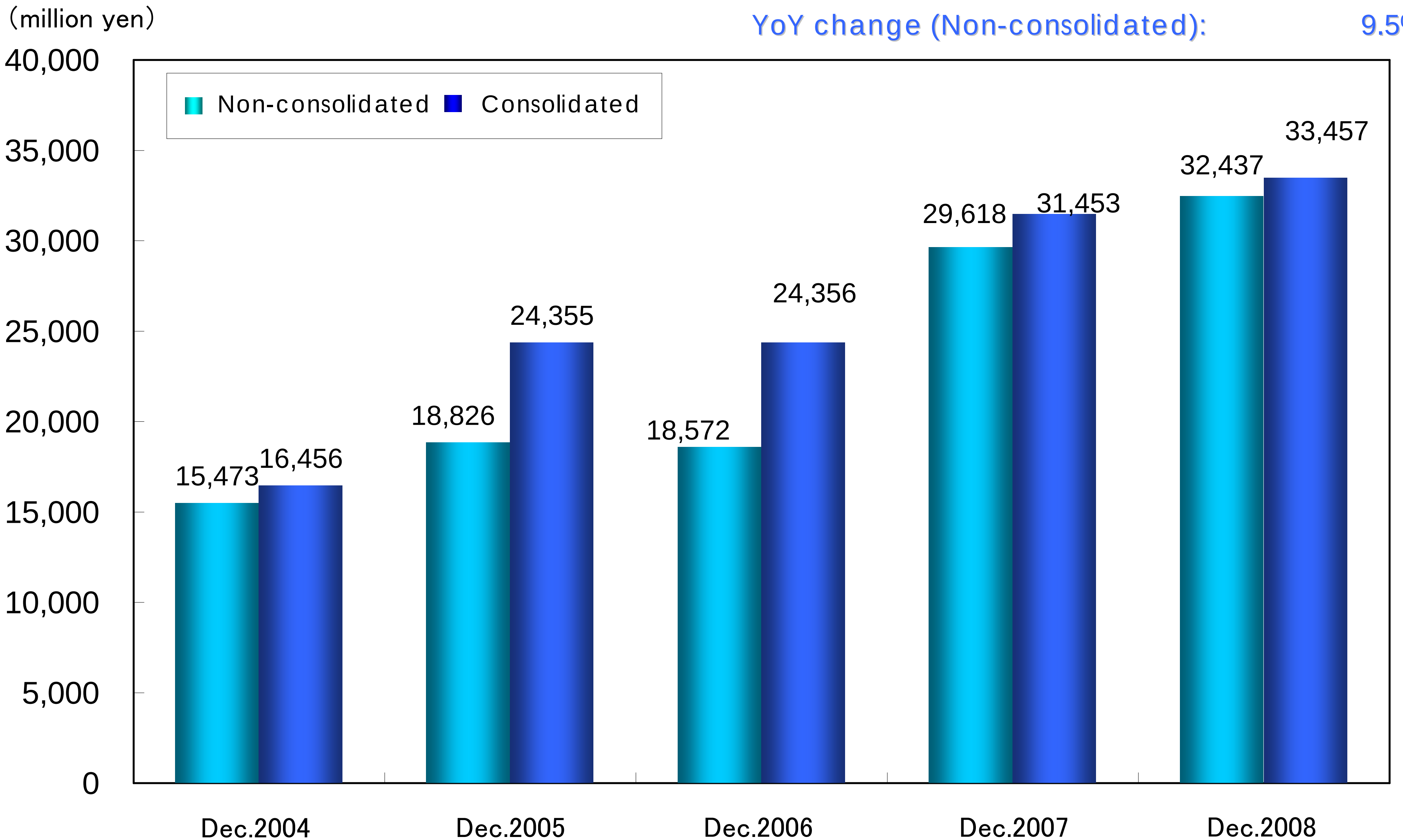
  Finally, consolidated subsidiary Opt Power Co., Ltd. will cease operating and become a dormant company in the fiscal year ending December 31, 2009. Because we have determined this dormant subsidiary and another, Nikka Co., Ltd. are not significant enough to prevent reasonable determinations concerning the financial position and the operating performance of the Bell-Park Group, we will not prepare consolidated-basis financial statements. Accordingly, financial statements will be prepared on a non-consolidated basis beginning in the fiscal year ending December 31, 2009.

IV. Supplementary Material

IV.-1 Financial Summaries

1. Net Sales (Consolidated, Non-consolidated)

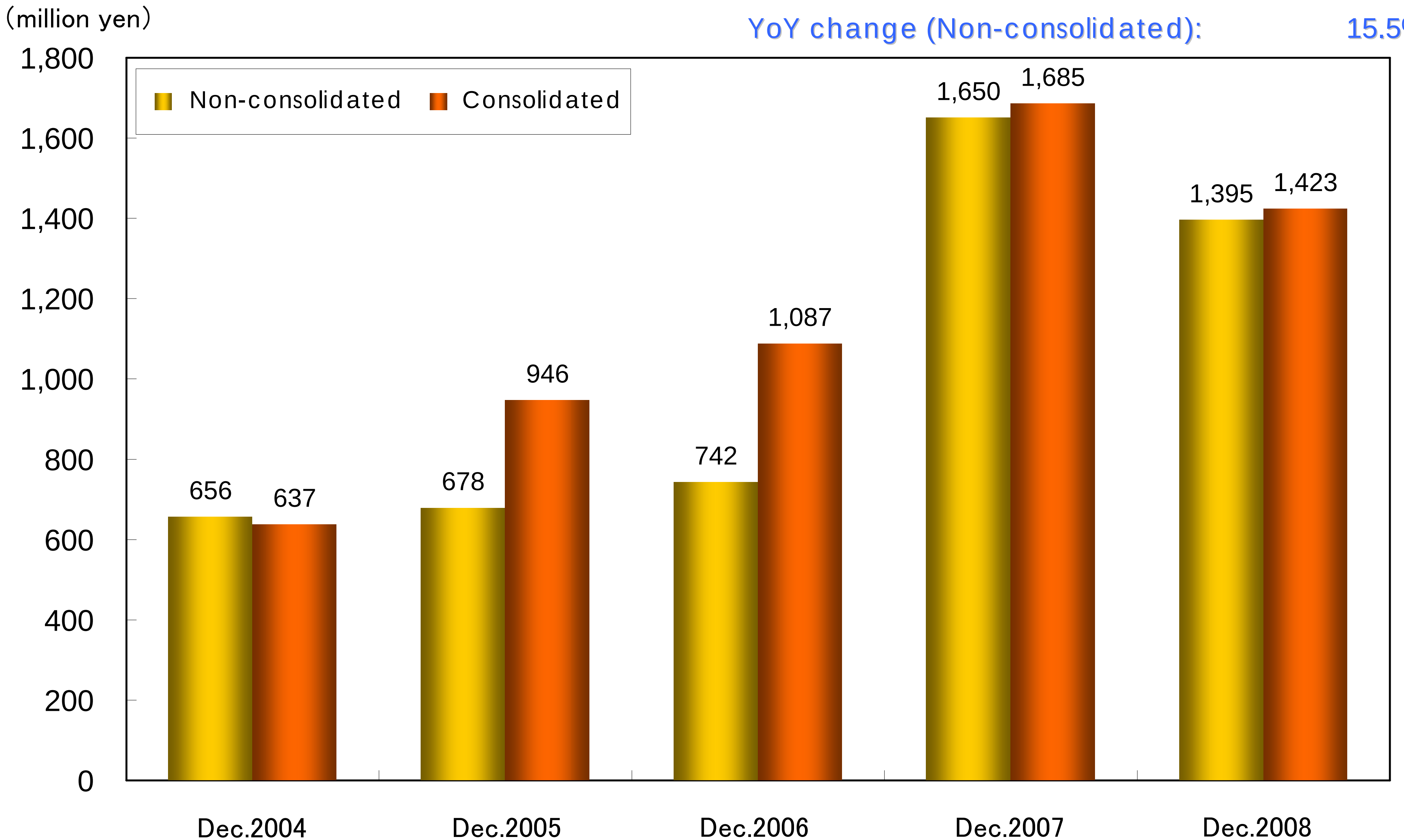
YoY change (Consolidated): 6.4%
YoY change (Non-consolidated): 9.5%



2. Ordinary Income (Consolidated, Non-onsolidated)

YoY change (Consolidated): 15.5%

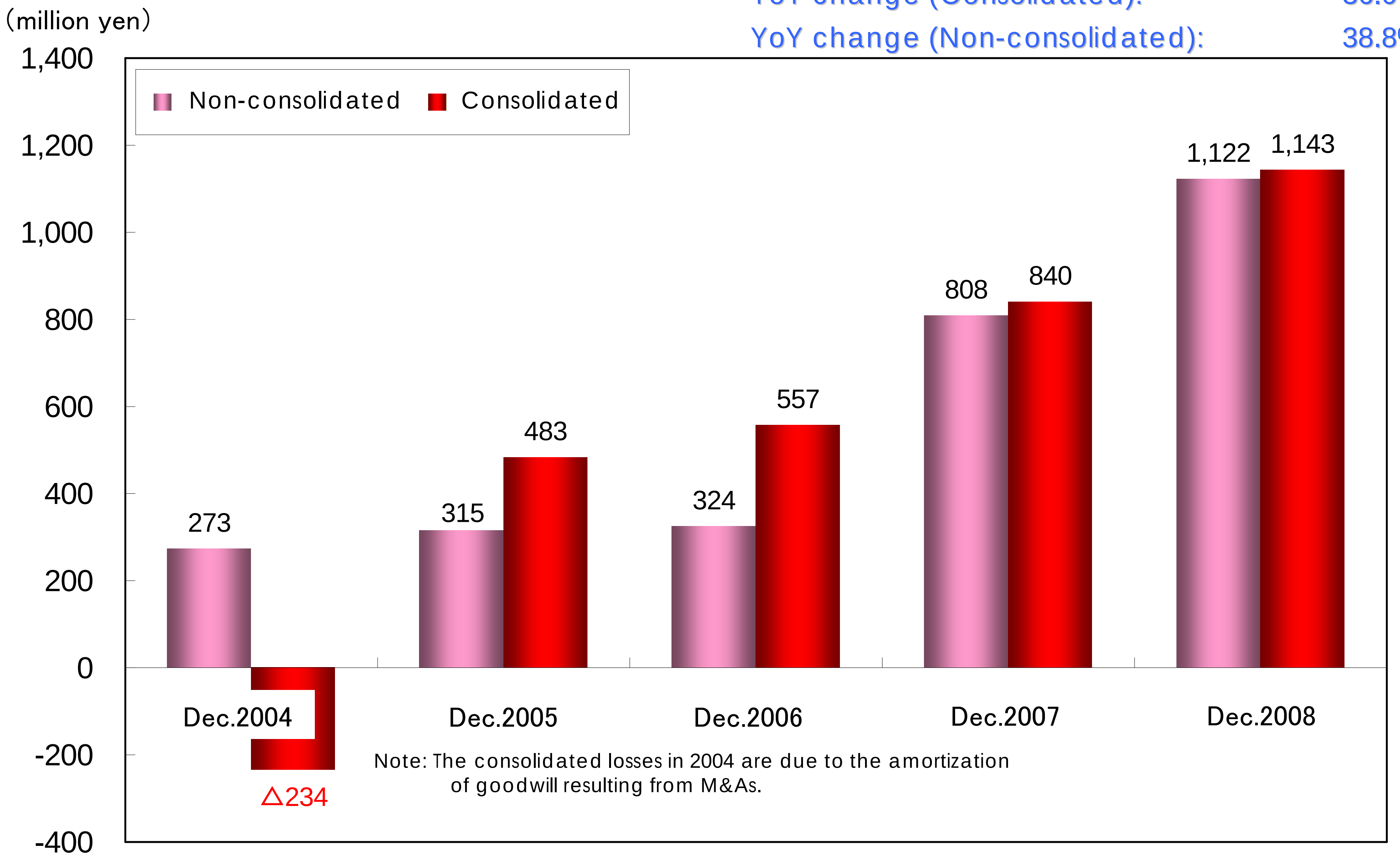
YoY change (Non-consolidated): 15.5%



3. Net Income (Consolidated, Non-consolidated)

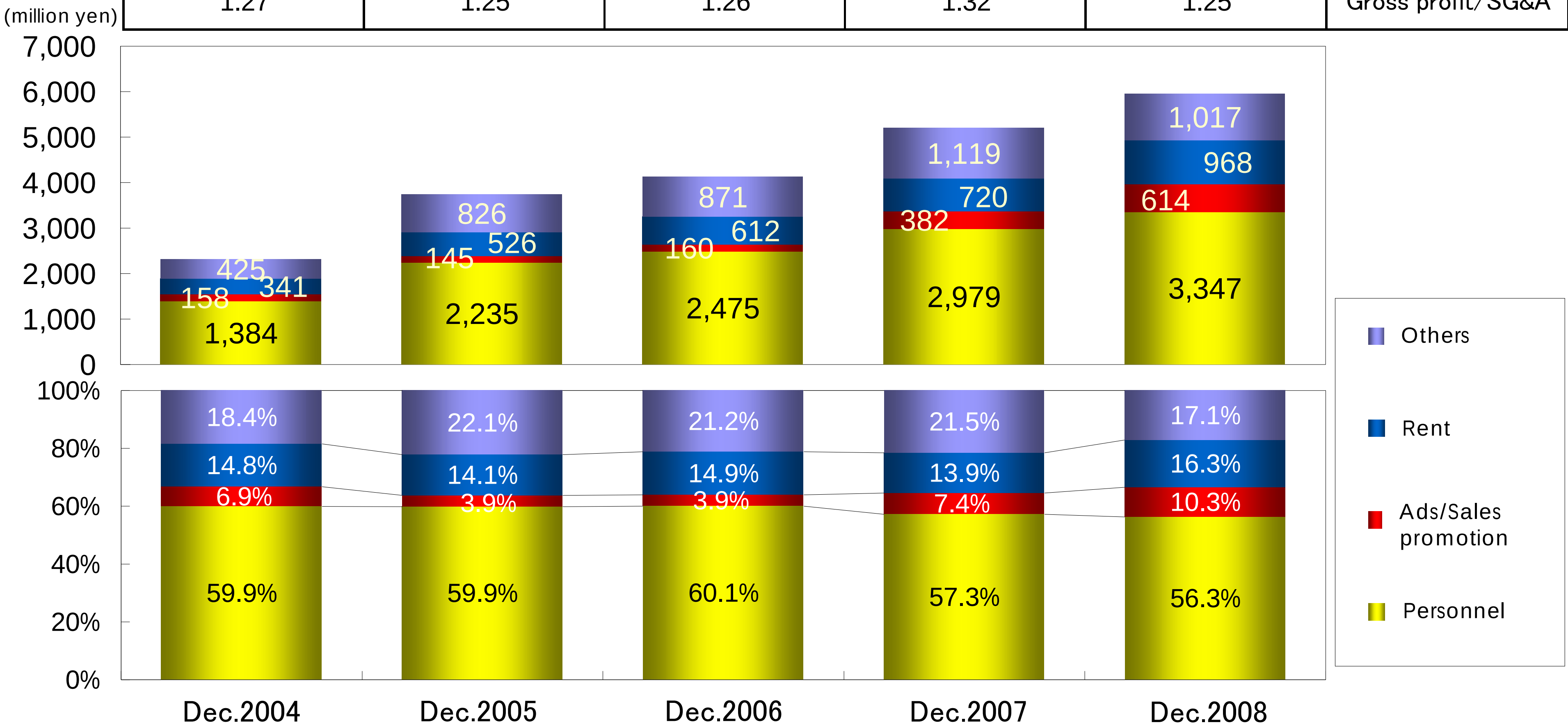
YoY change (Consolidated): 36.0%

YoY change (Non-consolidated): 38.8%

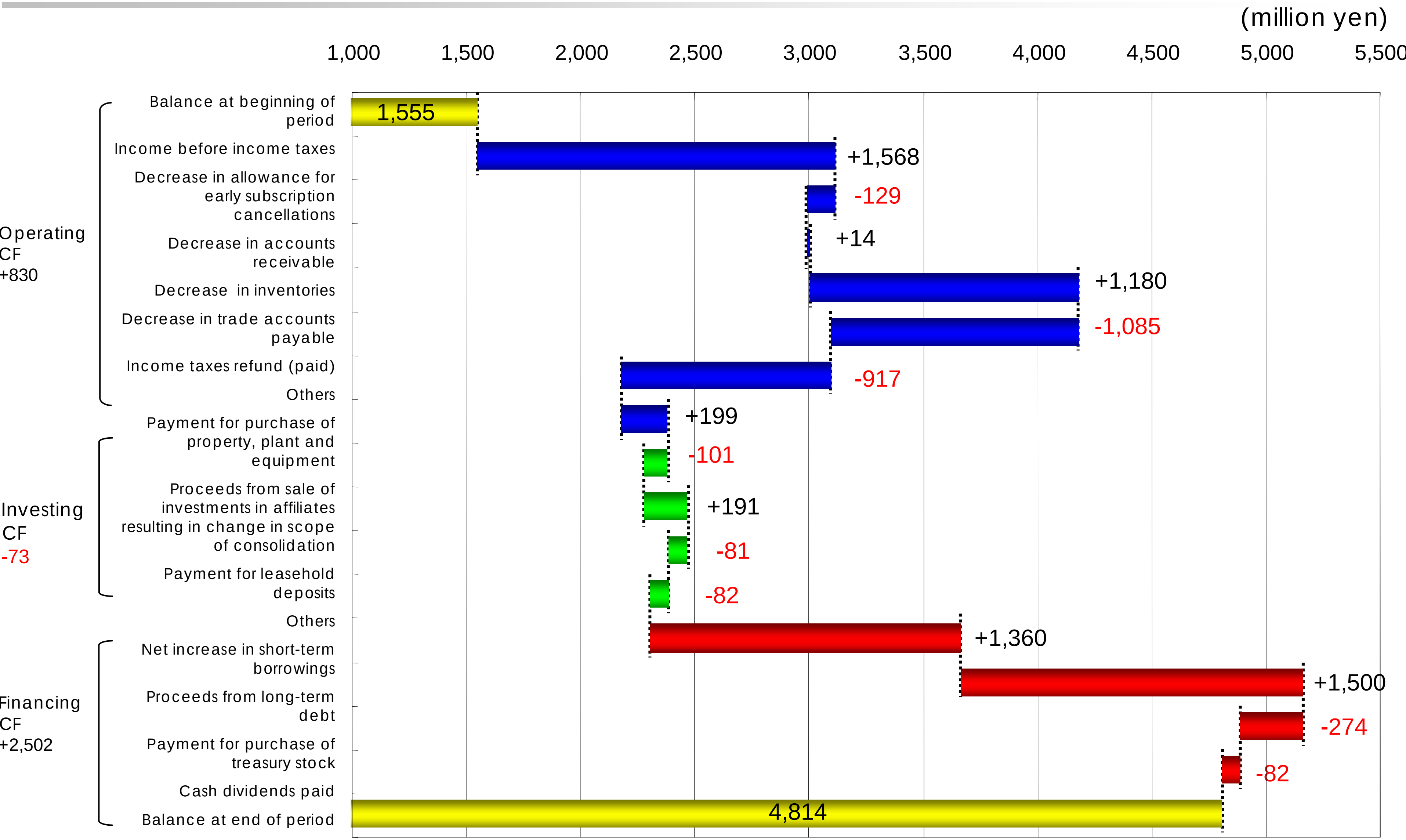


4. SG&A Expenses (Consolidated)

Dec. 2004	Dec. 2005	Dec. 2006	Dec. 2007	Dec. 2008	Accounting Period
2,940	4,684	5,196	6,886	7,408	Gross profit (million yen)
1,384	2,235	2,475	2,979	3,347	Personnel (million yen)
2,309	3,735	4,120	5,202	5,948	SG&A (million yen)
2.12	2.09	2.10	2.31	2.21	Gross profit/Personnel
1.27	1.25	1.26	1.32	1.25	Gross profit/SG&A

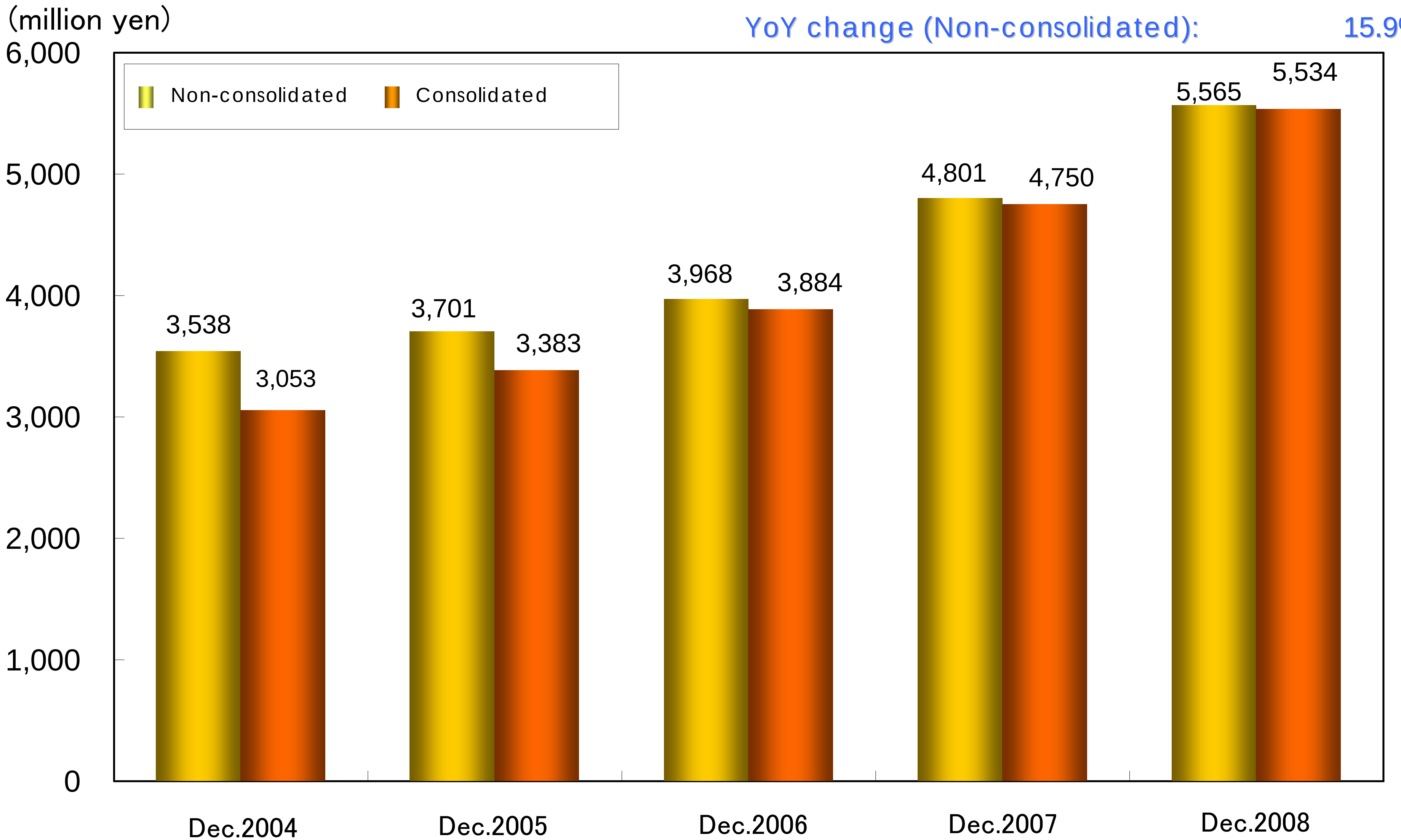


5. Composition of Cash Flows (Consolidated)



6. Net Assets (Consolidated, Non-consolidated)

YoY change (Consolidated): 16.5%
YoY change (Non-consolidated): 15.9%



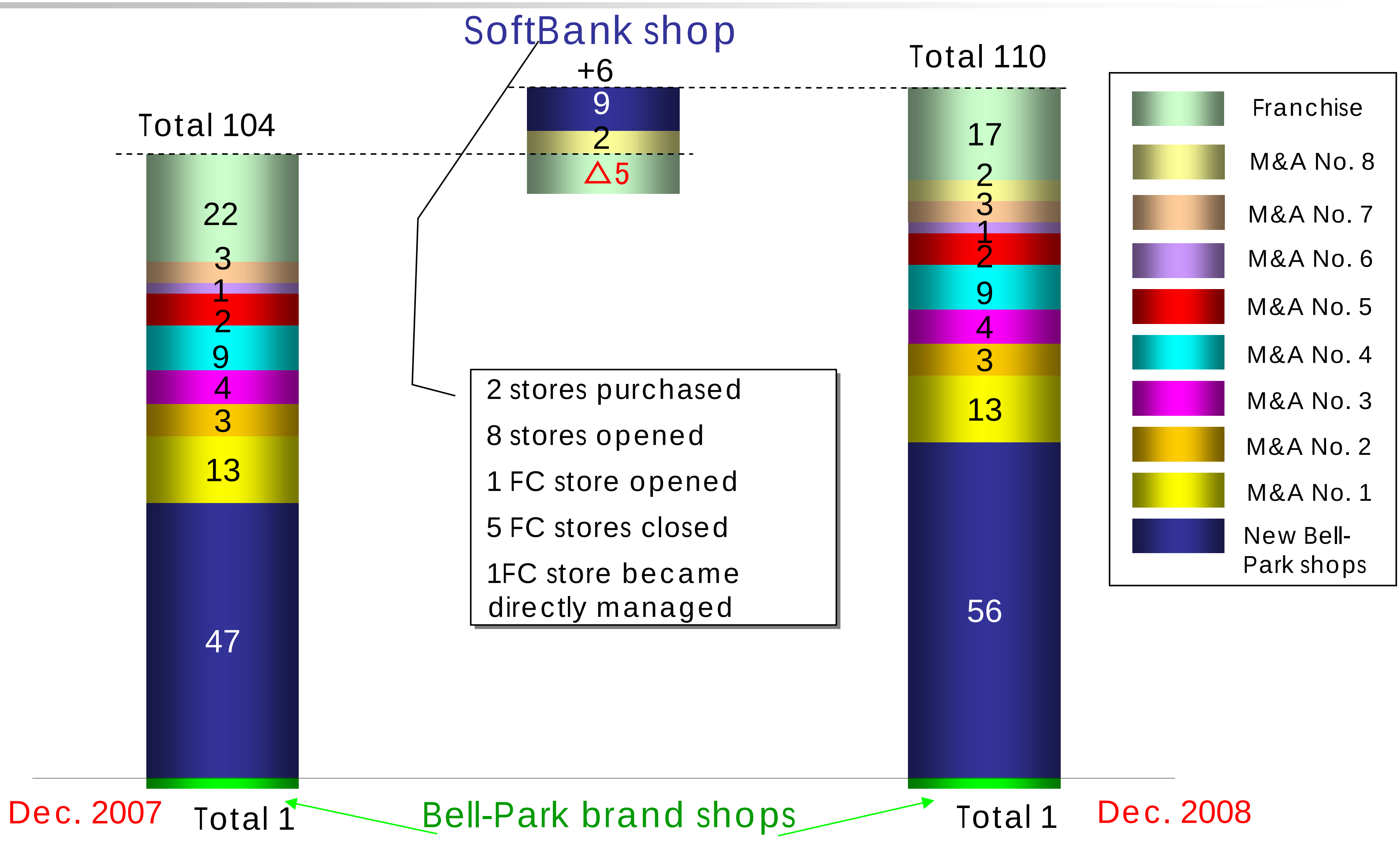
7. Financial Indicators (Consolidated)

		2004	2005	2006	2007	2008
Profitability	Ratio of ordinary income to total assets	10.4%	13.9%	14.9%	18.7%	12.8%
	Return on equity	-7.2%	15.0%	15.3%	19.5%	22.2%
	Cash flow margin	5.7%	-	2.3%	0.7%	2.5%
	Gross profit margin	17.9%	19.2%	21.3%	21.9%	22.1%
	Ratio of ordinary income to net sales	3.9%	3.9%	4.5%	5.4%	4.3%
Efficiency	Capital turnover (times/year)	2.68	3.57	3.34	3.49	3.00
	Receivables turnover period (days)	40.7	34.5	40.2	37.9	37.8
	Inventory turnover period (days)	20.6	17.6	20.1	24.9	25.3
Safety	Equity ratio	44.7%	49.7%	49.9%	46.4%	45.8%
	Current ratio	156.5%	165.8%	167.7%	155.4%	198.9%

Ⅳ. Supplementary Material

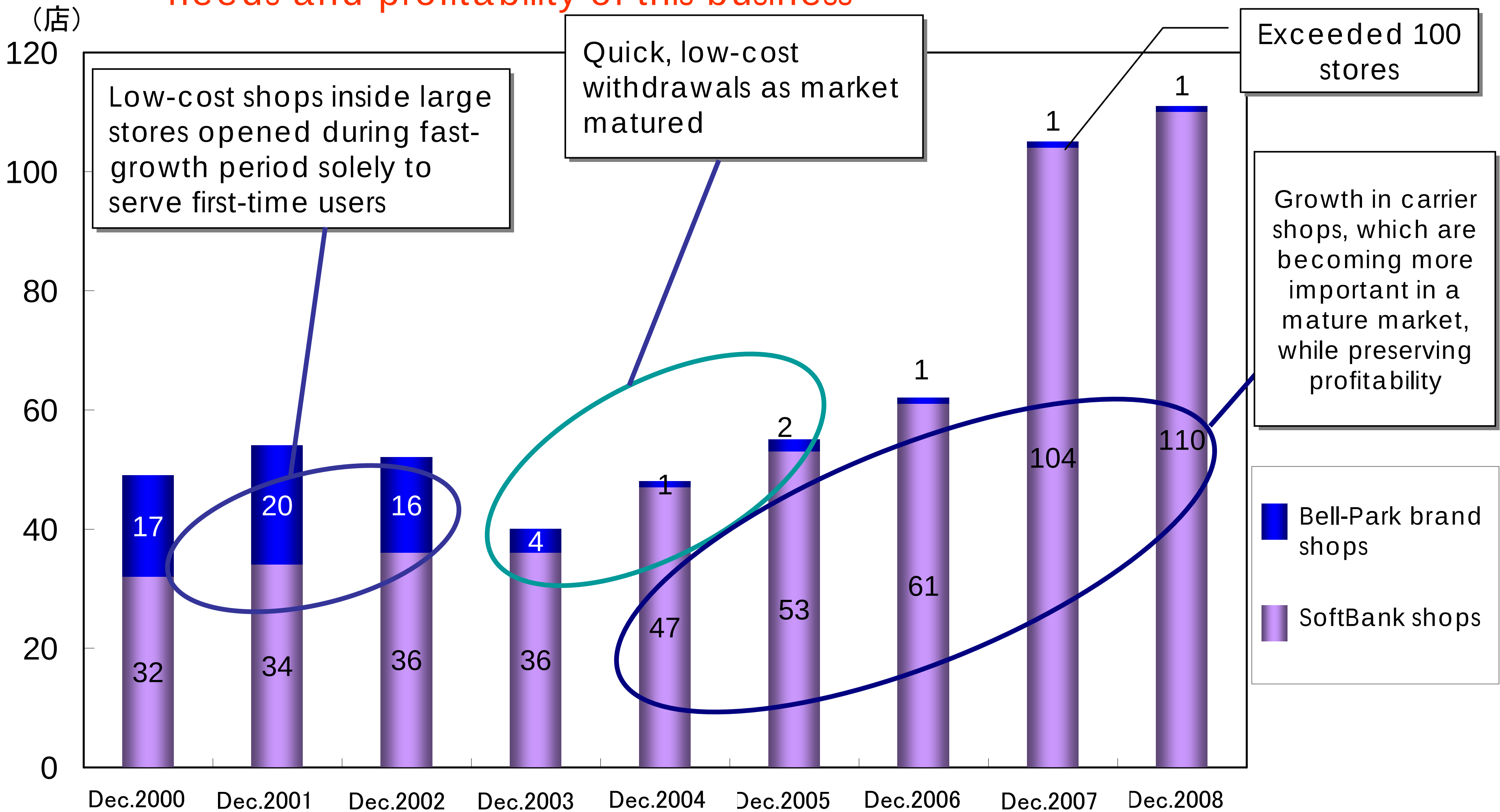
Ⅳ.-1 Operating Summaries (Mobile phone sales business)

1. Changes in the Number of Stores



2. Number of Stores

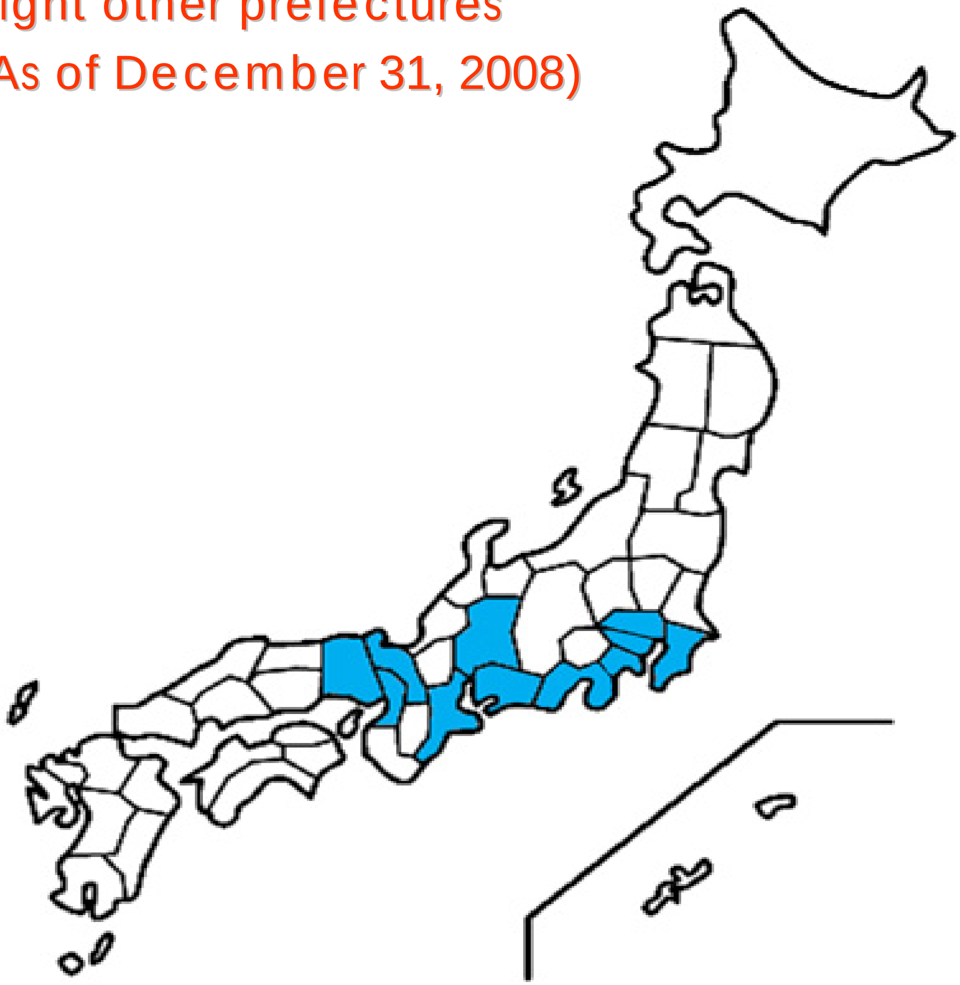
Make stores into "carrier shops" in response to shifts in customer needs and profitability of this business



3. Store Network

110 SoftBank shops, one Bell-Park's own brand shop in Tokyo, Osaka, Kyoto and eight other prefectures

(As of December 31, 2008)



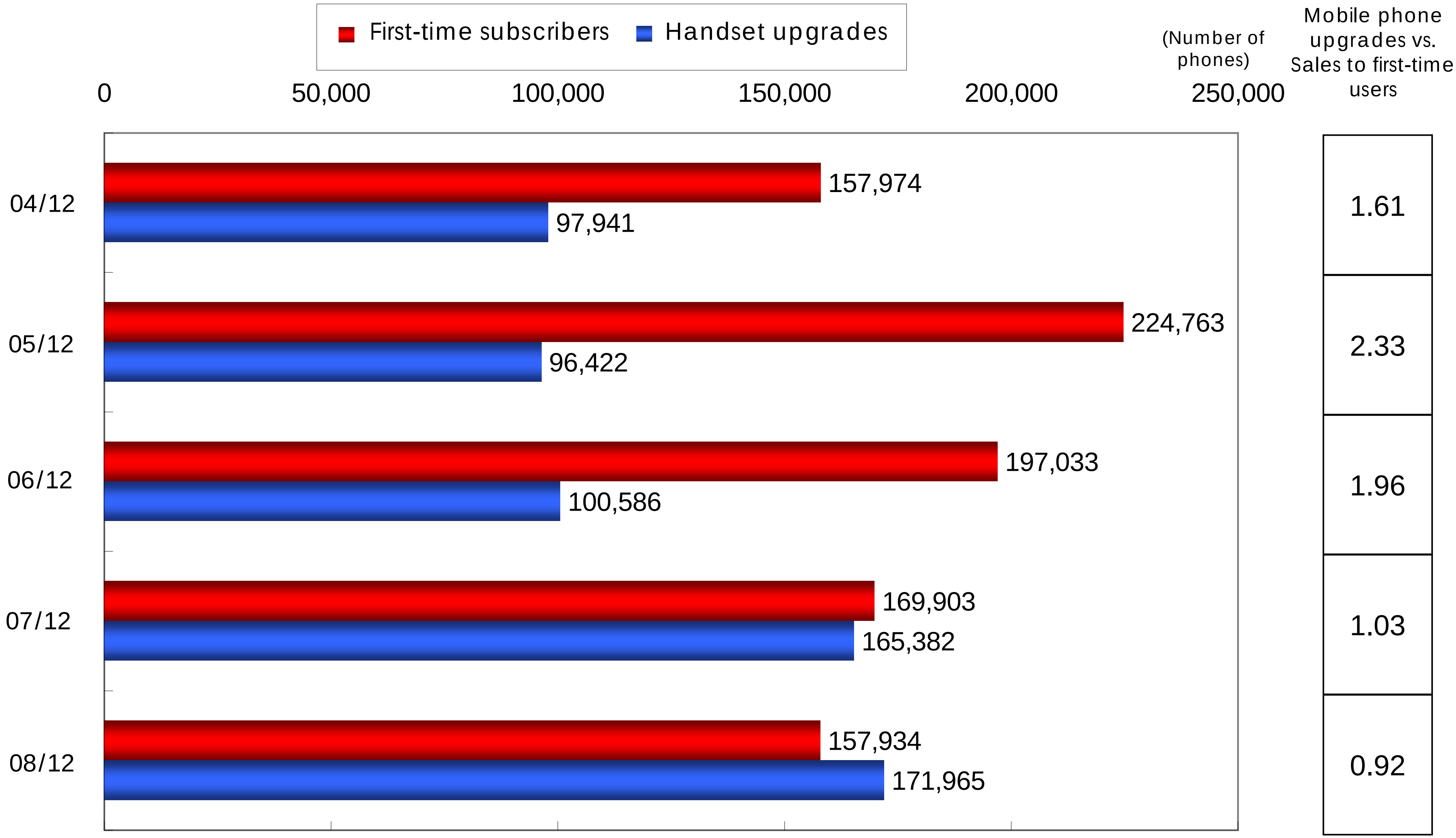
Kanto Area Stores

	SoftBank shop		Bell-Park brand shop
No. of stores	Direct	Franchise	
Tokyo	44	0	0
Kanagawa	7	0	0
Chiba	11	0	0
Saitama	14	0	0
Subtotal	76	0	0

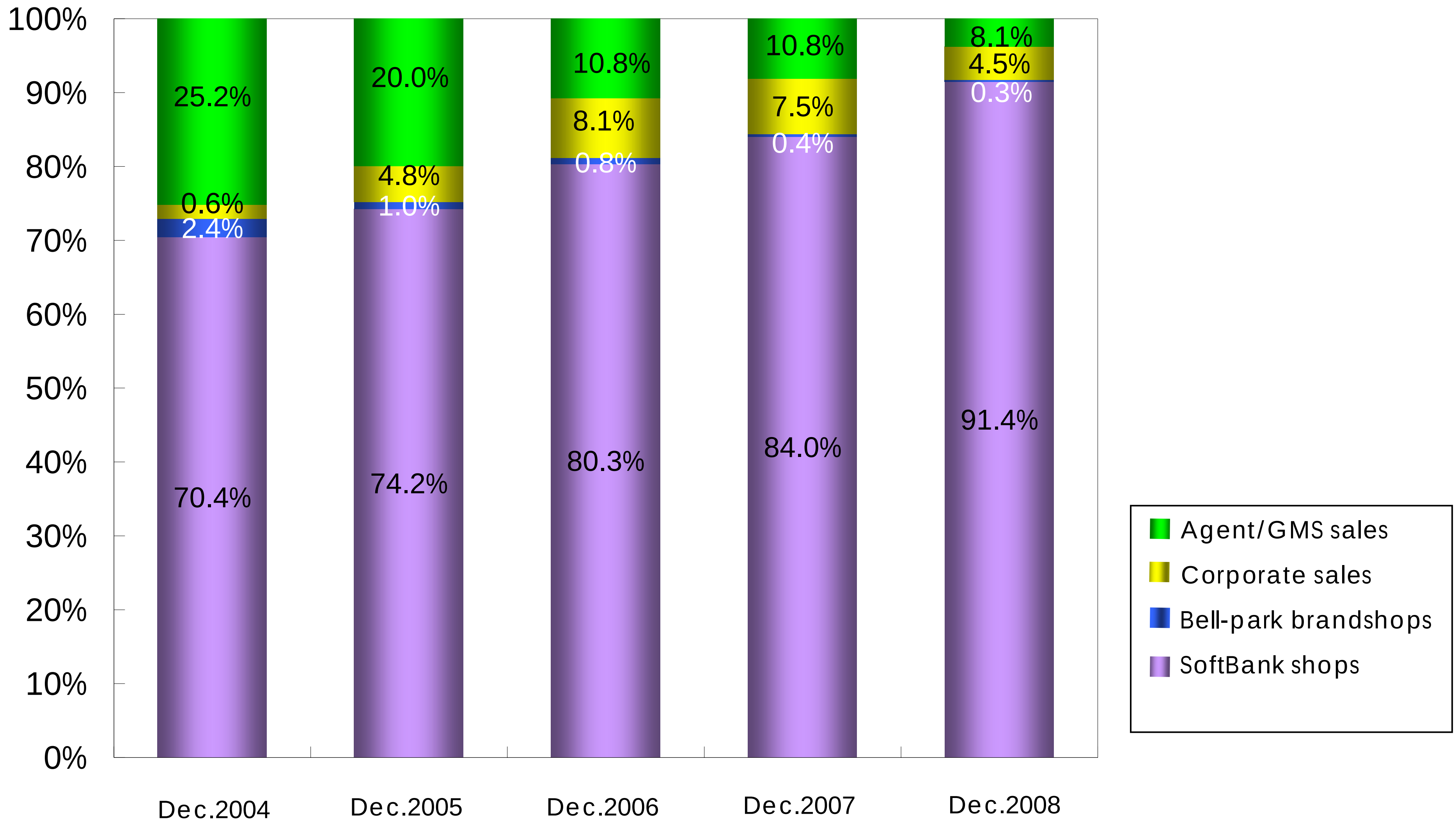
Tokai/Kansai Area Stores

	SoftBank shop		Bell-Park brand shop
No. of stores	Direct	Franchise	
Aichi	7	0	1
Shizuoka	1	0	0
Gifu	1	0	0
Mie	4	0	0
Osaka	4	3	0
Kyoto	0	3	0
Hyogo	0	11	0
Subtotal	17	17	1

4. Number of Mobile Phones Sold



5. Changes in Composition of First-time-User Sales Channels



Forward-Looking Statements

All plans, strategies and financial forecasts that are not based on historical facts are forward-looking statements. Such statements are based on the judgment of management in accordance with information available when these materials were prepared. Actual results may differ changes in the operating environment and many other factors.

We strongly believe in our ability, potential and the possibilities of the future.