Highlights of Consolidated Financial Results for the Third Quarter of FY 2012 (U.S. GAAP)
(3 months from October 1, 2011 to December 31, 2011)

February 2, 2012
ITOCHU Corporation

Financial topics for the 3rd Quarter (3 months) of FY 2012

(Unit: billion yen, (losses, decrease))

- 3rd Quarter "Net income attributable to ITOCHU" increased by ¥16.3 bil. compared with the previous 3rd Quarter to ¥58.6 bil. -The highest earnings as an individual 3rd Quarter [including a loss of ¥9.7 bil. accompanying the change in the effective income tax rate and impairment loss of ¥4.9 bil. (including tax effect) on investments and property and equipment].
- For "Net income attributable to ITOCHU" by segment, "Chem., FP & GM" and "Textile" achieved ¥8.3 bil. and ¥7.7 bil., recorded the highest as individual 3Q. In addition, achieving increases in "Ener., Met. & Min." ¥27.8 bil., "ICT & Mach." ¥6.1 bil. "Food" recorded a decline, mainly due to the absence of dilution gain from changes in equity interests as a result of additional investment in TING HSIN (CAYMAN ISLANDS) HOLDING CORP. in the same period of the previous FY, but recorded profit of ¥8.7 bil. "Const. & Rlty." recorded a small decline but still keep the profit of ¥1.0 bil. In "Fin. & IS, LS" recorded net loss of ¥2.8 bil. due to the reversal of deferred tax assets (a loss of ¥4.0 bil.) in spite of the absence of impairment losses on Orient Corporation preferred stocks recorded in the same period of the previous FY.
- Share of "Net income attributable to ITOCHU" by sector: Natural Resource/Energy-Related 47%, Consumer-Related 36%, Machinery-Related 10%, and Chemicals, Construction & Realty and Others 7%.

Consolidated Financial Results of Operations

Consolidated Statements of Income

Consolidated Financial Results of Operations	3rd Quarter FY 2012	3rd Quarter FY 2011	Increase (Decrease)
Revenue	1,051.2	918.9	132.3
Gross trading profit (Note 1)	258.2	242.1	16.2
Selling, general and administrative expenses (Note 1)	(189.2)	(175.9)	(13.2)
Provision for doubtful receivables	(1.3)	(3.0)	1.7
Net interest expense	(3.4)	(4.3)	0.9
Dividends received	3.1	5.5	(2.4)
Net financial income (expenses)	*(0.2)*	*1.3*	*(1.5)*
Loss on investments-net	(4.7)	(17.5)	12.8
Loss on property and equipment-net	(1.7)	(8.0)	6.3
Other-net	0.8	(2.8)	3.6
Total other expenses	(196.3)	(205.9)	9.6
Income before income taxes and equity in earnings of associated companies	61.9	36.1	25.8
Income taxes	(27.1)	(4.3)	(22.8)
Income before equity in earnings of associated companies	34.8	31.8	3.0
Equity in earnings of associated companies	29.7	14.0	15.7
Net income	64.5	45.8	18.7
Less: Net income attributable to the noncontrolling interest	(5.9)	(3.4)	(2.5)
Net income attributable to ITOCHU	58.6	42.4	16.3
(Reference)			
Total trading transactions	2,879.8	2,836.3	43.5
Gross trading profit ratio	9.0%	8.5%	0.4%
Adjusted profit	98.5	81.4	17.2

Adjusted profit = Gross trading profit + SG&A expenses + Net financial income
+ Equity in earnings of associated companies

Summary of changes from the same period of the previous fiscal year

- **Revenue**: Increase in Energy, Metals & Minerals Company (higher prices for iron ore, oil & gas and an increase in iron ore sales volume), in Chemicals, Forest Product & General Merchandise Company (acquisition of Kwik-Fit Group, higher market prices for organic chemicals), and in Food Company (higher transaction volumes in food materials, such as feed grains and others, and in food-distribution-related companies)
- **Gross trading profit**:
  - Textile/ Decr (34.0→33.1): Due to liquidation of apparel-related company at the previous fiscal year-end
  - ICT & Machinery/ Incr (44.3→51.1): Due to the strong transactions in domestic ICT-related business and acceptance in healthcare-related business as a result of reorganization
  - Energy, Metals & Minerals/ Slight incr (48.8→49.1): Due to rise in oil & gas prices and improvement of operations in energy transactions, despite decrease in revenue due to lower coal sales volume
  - Chemicals, Forest Products & General Merchandise/ Incr (29.5→39.4): Due to acquisition of Kwik-Fit Group, despite the weak trend of the plastics market
  - Food/ Incr (69.0→71.4): Due to increase in transaction volume in food-distribution-related companies
  - Construction & Realty/ Incr (4.7→5.9): Due to higher sales of newly completed condominiums in favorable locations
  - Financial & Insurance Services, Logistics Services/ Decr (4.4→3.7): Due to sale of the travel-related domestic company and the transfer of foreign exchange operations to head office as a result of reorganization
- **SG & A**: Increase due to an increase accompanying a rise in revenue among existing consolidated companies and new consolidated subsidiaries, which offset decreases in the effect of cost reductions and the de-consolidation of certain subsidiaries
- **Provision for doubtful receivables**: Decrease in allowance for doubtful receivables in the 3rd quarter
- **Net financial income (expense)**: Mainly decrease in dividends from LNG-related investments accompanying a change of investee's dividend policy, in spite of an improvement of net interest expenses
- **Loss on investments-net**: Impairment losses+12.9, Net loss on sales of investments-0.4, Losses on business disposals and others+0.3
- **Loss on property and equipment-net**: Improved in impairment loss+5.9〔due to the absence of impairment losses on oil & gas assets recorded in the same period of the previous fiscal year〕
  Net gain (loss) on sales of property and equipment and others+0.4
- **Other-net**: Improvement in gain (loss) on foreign currency translation and to the absence of the losses recorded in the same period of the previous fiscal year on disposal of three enterprises and business reconstruction costs on equipment-material-related business in North America
- **Income taxes**: The reversal of deferred tax assets accompanying the change in the effective income tax rate under Japanese taxation reform
- **Equity in earnings of assoc. co.**: Orient Corporation [the absence of impairment losses on investment recorded in the same period of the previous fiscal year/ excluding tax effect]+6.6, Equity-method associated companies of Brazil Japan Iron Ore Corporation+4.6, FamilyMart Co., Ltd.+1.8, Japan Brazil Paper and Pulp Resources Development Co., Ltd.+0.5

* The effect on Net income attributable to ITOCHU of the reversal of deferred tax assets accompanying the change in the effective income tax rate was a loss of ¥9.7 bil. (125 million U.S. dollars), including losses recognized by equity-method associated companies.

(Note 1) As a result of the ITOCHU Group's integration of food distribution and marketing business, the items in which distribution cost related to these operations has been included were changed from the beginning of fiscal year 2012. The relevant amounts for the same period of the previous fiscal year were reclassified based on this new classification.

Consolidated Statements of Comprehensive Income

	3rd Quarter FY 2012	3rd Quarter FY 2011	Increase (Decrease)
Net income	64.5	45.8	18.7
Other comprehensive income (loss) (net of tax)			
Foreign currency translation adjustments	(80.3)	(11.6)	(68.6)
Pension liability adjustments	0.5	(0.5)	1.0
Unrealized holding gains (losses) on securities	(0.5)	22.0	(22.5)
Unrealized holding gains (losses) on derivative instruments	1.5	(0.7)	2.2
Total other comprehensive income (loss) (net of tax)	(78.7)	9.2	(87.9)
Comprehensive income (loss)	(14.2)	55.0	(69.2)
Comprehensive income (loss) attributable to the noncontrolling interest	15.0	(3.0)	18.0
Comprehensive income (loss) attributable to ITOCHU	0.8	52.0	(51.2)

Components of Net income attributable to ITOCHU

Components of Net income attributable to ITOCHU	3rd Quarter FY 2012	3rd Quarter FY 2011	Increase (Decrease)
Parent company	31.1	5.9	25.3
Group companies	54.9	46.5	8.4
Overseas trading subsidiaries	4.8	(1.1)	5.9
Consolidation adjustments	(32.2)	(8.8)	(23.4)
Net income attributable to ITOCHU	58.6	42.4	16.3
Earnings from overseas businesses (Note 2)	40.9	27.9	13.0
Share of earnings from overseas businesses	70%	66%	

(Note 2)"Earnings from overseas businesses" is the total of Net income attributable to ITOCHU of overseas trading subsidiaries and overseas group companies, plus Net income attributable to ITOCHU of overseas branches of parent company and the companies established in Japan for specific overseas business whose sources of revenue are in overseas

Cash Flows

Cash Flows	3rd Quarter FY 2012	3rd Quarter FY 2011
Operating activities	44.7	37.1
Investing activities	(238.0)	(112.1)
Financing activities	145.0	20.7

Summary of Cash Flows for the 3Q of FY 2012

- **Operating:** Net cash-inflow resulting from the steady performance in operating revenue in overseas natural resources, despite an increase in inventories in Food
- **Investing:** Net cash-outflow mainly due to new investments in Colombian coal mining company and U.S. oil & gas development company, as well as additional capital expenditures in natural resource development sector
- **Financing:** Net cash-inflow due to dividend payment and large-scale investments, which was partly covered by cash and deposits

Operating Segment Information

Operating Segment Information	Net income attributable to ITOCHU 3rd Quarter FY 2012	3rd Quarter FY 2011	Increase (Decrease)	[Net income attributable to ITOCHU] Summary of changes from the same period of the previous fiscal year
Textile	7.7	5.7	1.9	Increase due to the upturn on liquidation of apparel-related company at the previous fiscal year-end and increase in equity in earnings of associated companies, as well as improvement in tax and others
ICT & Machinery	6.1	4.1	2.0	Increase due to rise in gross trading profit and increase in equity in earnings of associated companies due to higher earnings and increase of equity interests resulting from additional investment for leasing company, despite the reversal of deferred tax assets accompanying the change in the effective income tax rate
Energy, Metals & Minerals	27.8	24.1	3.7	Increase due to absence impairment losses on oil & gas assets at the same period of the previous fiscal year and to increase in equity in earnings of associated companies from iron ore-related companies, despite decrease in revenue due to lower coal sales volume and higher operation costs in iron ore
Chemicals, Forest Products & General Merchandise	8.3	7.1	1.2	Increase due to higher equity in earnings of associated companies from upturn in exchange gain/loss at the end of this fiscal year in pulp-related company, as well as improvement in taxes and others, despite the weak trend of the plastics market
Food	8.7	12.0	(3.2)	Decrease due to lower equity in earnings of associated companies resulting from the absence of a dilution gain from changes in equity interests in the same period of the previous fiscal year and to the reversal of deferred tax assets accompanying the change in the effective income tax rate, despite increase in gross trading profit
Construction & Realty	1.0	1.2	(0.3)	Decrease due to the reversal of deferred tax assets accompanying the change in the effective income tax rate, despite increase in gross trading profit
Financial & Insurance Services, Logistics Services	(2.8)	(13.0)	10.1	Improvement due to absence of the impairment losses on common and preferred stocks of Orient Corporation, despite reversal of deferred tax assets accompanying the change in the effective income tax rate
Adjustments & Eliminations and others	1.9	1.1	0.8	Increase due to upturn in equipment-material-related business currently undergoing restructuring in North America and improvement on the absence of loss on disposal of three North American enterprises, despite decrease in gross trading profit and losses on investment securities, as well as the reversal of deferred tax assets accompanying the change in the effective income tax rate
Total	58.6	42.4	16.3	

Exhibit B