SONY

Q1 FY2023 Consolidated Financial Results

(Three months ended June 30, 2023)

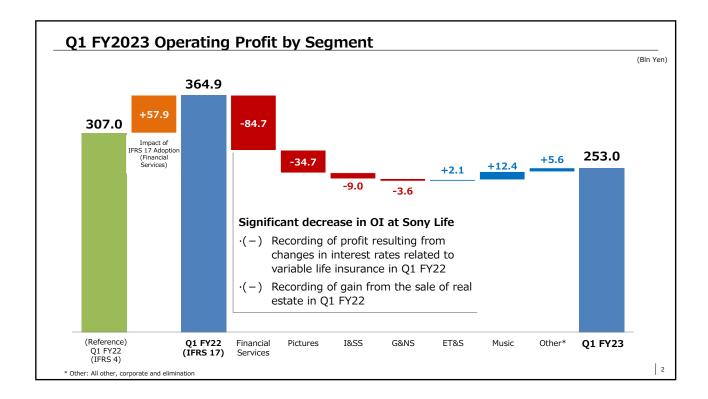
August 9, 2023

Sony Group Corporation

Q1 FY2023 Consolidat	ted Results			
	(Reference) IFRS 4 Q1 FY22	Q1 FY22	Q1 FY23	(Bln Ye Change
Sales*	2,311.5	2,229.8	2,963.7	+733.9 (+33%)
Operating income	307.0	364.9	253.0	-111.8 (-31%)
Income before income taxes	291.4	349.3	276.0	-73.2 (-21%)
Net income attributable to Sony Group Corporation's stockholders	218.2	261.1	217.5	-43.5 (-17%)
Net income attributable to Sony Group Corporation's stockholders per share of common stock (diluted)	175.21 yen	209.66 yen	175.67 yen	-33.99 yen
Adjusted OIBDA	431.0	488.9	396.1	-92.8 (-19%)
Adjusted EBITDA	439.0	496.9	406.2	-90.6 (-18%)
Average Rate				
1 US dollar	129.4 yen	129.4 yen	137.0 yen	
1 Euro	138.0 yen	138.0 yen	149.2 yen	

* "Sales" is used to mean "sales and financial services revenue" in accordance with International Financial Reporting Standards ("IFRS") (applies to all following pages). Sony has adopted IFRS 17 "Insurance Contracts" ("IFRS 17") from Q1 FY23. Figures for Q1 FY22 and FY22 are restated in accordance with IFRS 17 (applies to all following pages). Adjusted OIBDA and Adjusted EBITDA are not measures in accordance with IFRS. However, Sony believes tht these disclosures may be schul information to investors. For further details about Adjusted OIBDA and Adjusted EBITDA including their formulas and reconciliations, see page 17-21 (applies to all following pages).

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	Year-on-year Change	Contributing Factors (+) Better∕(-) Worse
Sales	+733.9 ^{bin yen} +33%	 ·(+) Significant increases in Financial Services, G&NS, I&SS and Music segments sales On a constant currency basis*, sales increased approx. 28%
Operating income	-111.8 bln yen -31%	 ·(-) Significant decreases in Financial Services and Pictures segments operating income ·(+) Significant increase in Music segment operating income
Income tax expense	-30.0 bln yen $ \begin{pmatrix} Effective tax rate \\ 25\% \rightarrow 21\% \end{pmatrix} $	 (+) Reversal of liabilities for uncertain tax positions (+) Impact of a lower tax rate in Japan resulting mainly from the change in the rules for research and development credits
Adjusted OIBDA	-92.8 bln yen -19%	•(-) Significant decreases in Financial Services and Pictures segments Adjusted
Adjusted EBITDA	-90.6 bln yen -18%	OIBDA

		04 5/22						(Bln Yer
		Q1 FY22			Q1 FY23		Change from	n Q1 FY22
	Before adjustment	Non-recurring (profit) / loss ^{*2}	Adjusted	Before adjustment	Non-recurring (profit) / loss ^{*2}	Adjusted	Before adjustment	Adjusted
Operating income	364.9	-	364.9	253.0	-6.0	247.0	-111.8 (-31%)	-117.8 (-32%)
Income before income taxes	349.3	-	349.3	276.0	-6.0	270.0	-73.2 (-21%)	- 79.3 (-23%)
Income taxes	88.1 (Effective tax rate 25%	-	88.1 (Effective tax rate) 25%	58.1 (Effective tax rate 21%	-1.3	56.8 Effective tax rate 21%	-30.0 (-34%)	-31.2 (-35%)
Net income attributable to Sony Group Corporation's stockholders	261.1	-	261.1	217.5	-4.7	212.8	-43.5 (-17%)	-48.3 (-18%)

Non-Recurring Profit and Loss

				(Bln Yen
	Q1 FY22	FY22		Q1 FY23
Items included in operating income (before adjustment)	-	+27.8	Items included in operating income (before adjustment)	+6.0
Impact of litigation settlements, net of expenses, received in relation to lawsuits for Recorded Music and Music Publishing (Music segment-Q2)	-	+5.7	Remeasurement gain resulting from the consolidation of a company previously accounted for using the equity method (Music segment·Q1)	+6.0
Recovery of an unauthorized withdrawal of funds at a subsidiary of Sony Life in FY21 (Financial Services segment·Q2)	-	+22.1		
Items included in Financial income (expense)	-	-	Items included in Financial income (expense)	-
Items included in income before income taxes (before adjustment)	-	+27.8	Items included in income before income taxes (before adjustment)	+6.0
Items included in income taxes (before adjustment)	-	+5.6	Items included in income taxes (before adjustment)	+1.3
Tax effect with regard to the above two items	-	+5.6	Tax effect with regard to the above item	+1.3
Items included in net income attributable to noncontrolling interests	-	-	Items included in net income attributable to noncontrolling interests	-
Items included in net income attributable to Sony Group Corporation's stockholders (before adjustment)	-	+22.2	Items included in net income attributable to Sony Group Corporation's stockholders (before adjustment)	+4.7

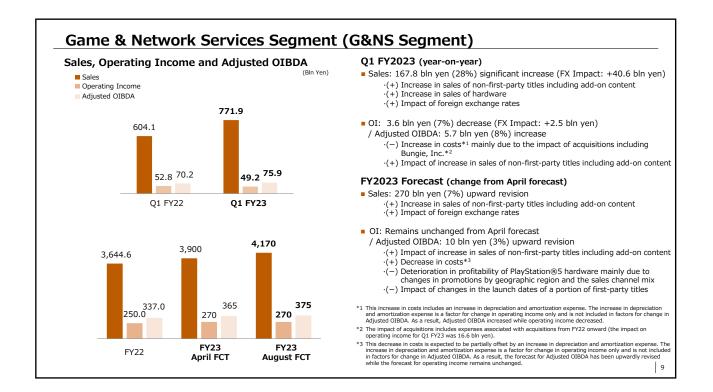
		Q1 FY22	Q1 FY23	Change	FX Impact	(В
	Sales	604.1	771.9	+167.8	+40.6	_
Game & Network Services	Operating income	52.8	49.2	-3.6	+2.5	
(G&NS)	Adjusted OIBDA	70.2	75.9	+5.7		
	Sales	308.1	358.2	+50.2	+15.2	
Music	Operating income	61.0	73.4	+12.4		
	Adjusted OIBDA	74.8	82.9	+8.2		
	Sales	341.4	320.4	-21.0	+17.7	
Pictures	Operating income	50.7	16.0	-34.7		
	Adjusted OIBDA	61.8	28.5	-33.4		
Entertainment, Technology & Services (ET&S)	Sales	552.3	571.8	+19.5	+16.8	
	Operating income	53.6	55.6	+2.1	+1.4	
	Adjusted OIBDA	76.9	80.9	+3.9		
	Sales	237.8	292.7	+54.9	+23.2	
Imaging & Sensing Solutions	Operating income	21.7	12.7	-9.0	+18.2	
(I&SS)	Adjusted OIBDA	67.3	70.0	+2.7		
	Revenue	216.0	681.4	+465.4		
Financial Services	Operating income	139.2	54.5	-84.7		
	Adjusted OIBDA	145.6	61.4	-84.2		
	Sales	19.3	19.5	+0.2		
All Other	Operating income	2.9	2.5	-0.4		
	Adjusted OIBDA	3.9	3.6	-0.3		
Company to and all industrian	Operating income	-16.9	-10.8	+6.0		
Corporate and elimination	Adjusted OIBDA	-11.7	-7.1	+4.6		
	Sales	2,229.8	2,963.7	+733.9		_
Consolidated total	Operating income	364.9	253.0	-111.8		
Consolidated total	Adjusted OIBDA	488.9	396.1	-92.8		
	Adjusted EBITDA*	496.9	406.2	-90.6		

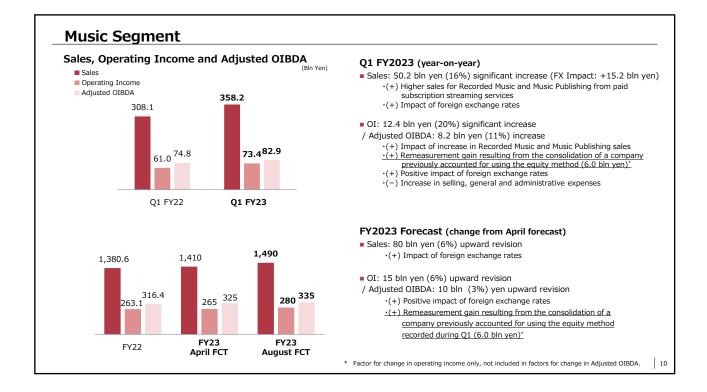
transactions are eliminated and excludes unalindated corporate expenses (applies to an inclowing pages). Adjusted OIBDA are not measures in accordance with IFRS. However, Sony believes that these disclosures may be useful information to investors. * The differences between Adjusted EBITDA and Adjusted DIBDA on a consolidated basis represent financial income and financial expenses (excluding interest expenses, net, and gains on revaluation of equity instruments, net). Adjusted EBITDA by segment is not calculated and disclosed because Sony does not include financial income and financial expenses in its performance evaluations by segment, mainly due to the fact that Sony manages its foreign exchange exposure centrally and globally, except for the Financial Services segment (applies to all following pages).

	FY22	FY23 April FCT	FY23 August FCT	Change from April FCT
ales	10,974.4	11,500	12,200	+700 (+6%)
Dperating income	1,302.4	1,170	1,170	-
Income before income taxes	1,274.5	1,140	1,140	
Net income attributable to Sony Group Corporation's stockholders	1,005.3	840	860	+20 (+2%)
Adjusted OIBDA	1,816.9	1,770	1,770	
Adjusted EBITDA	1,797.6	1,750	1,750	-
Operating Cash Flow (Sony without Financial Services)	415.5	1,250	1,250	-
Foreign exchange rate	Actual (Average)	Assumption	Assumption (Q2-Q4 FY2023)	Dividend per Share (planned)
1 US dollar	135.4 yen	Approx. 130 yen	Approx. 135 yen	Interim 40 yen
1 Euro	140.9 yen	Approx. 138 yen	Approx. 146 yen	Year-end Undecided

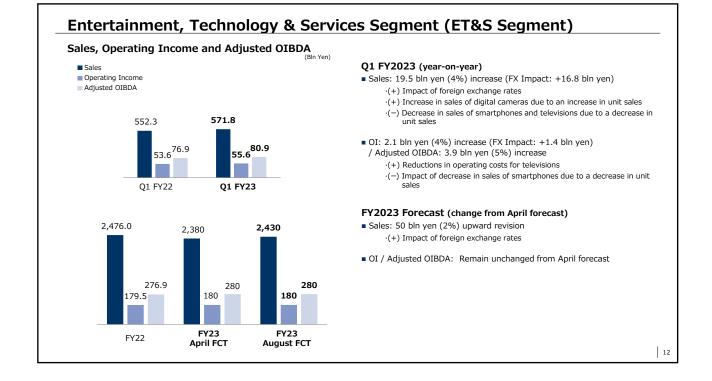
FY2023 Results Forecast by Segment	2
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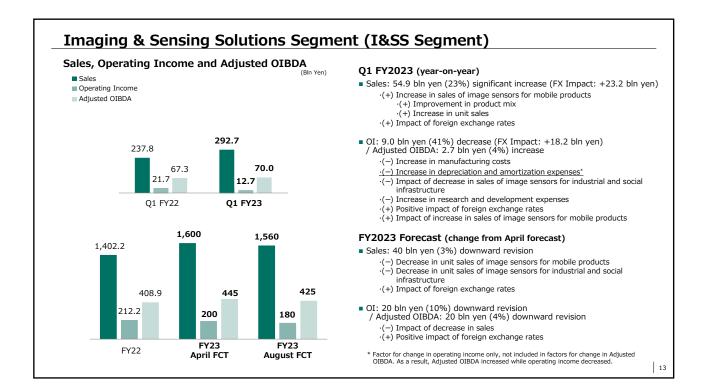
		FY22	FY23 April FCT	FY23 August FCT	(Bin Change froi April FCT
	Sales	3,644.6	3,900	4,170	+270
Game & Network Services (G&NS)	Operating income	250.0	270	270	
(Gans)	Adjusted OIBDA	337.0	365	375	+10
	Sales	1,380.6	1,410	1,490	+80
Music	Operating income	263.1	265	280	+15
	Adjusted OIBDA	316.4	325	335	+10
	Sales	1,369.4	1,520	1,470	-50
Pictures	Operating income	119.3	120	120	
	Adjusted OIBDA	168.2	165	165	-
Entertainment, Technology & Services (ET&S)	Sales	2,476.0	2,380	2,430	+50
	Operating income	179.5	180	180	
	Adjusted OIBDA	276.9	280	280	-
	Sales	1,402.2	1,600	1,560	-40
Imaging & Sensing Solutions (I&SS)	Operating income	212.2	200	180	-20
(1833)	Adjusted OIBDA	408.9	445	425	-20
	Revenue	889.1	870	1,320	+450
Financial Services	Operating income	318.1	180	180	
	Adjusted OIBDA	322.4	205	205	-
All Other, Corporate and	Operating income	-39.8	-45	-40	+5
elimination	Adjusted OIBDA	-12.9	-15	-15	•
	Sales	10,974.4	11,500	12,200	+700
Consolidated total	Operating income	1,302.4	1,170	1,170	-
consonualeu total	Adjusted OIBDA	1,816.9	1,770	1,770	-
	Adjusted EBITDA	1,797.6	1,750	1,750	

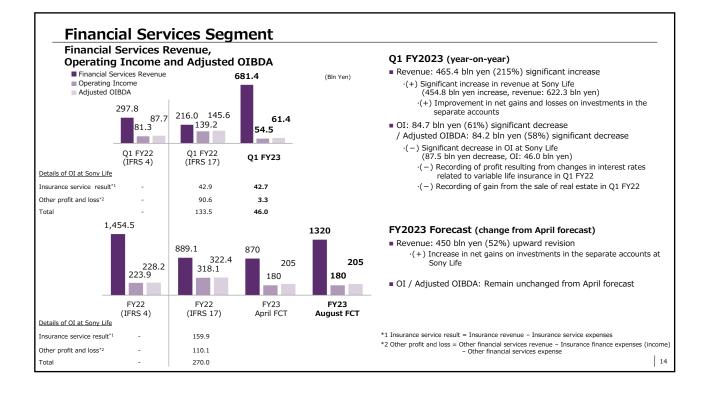




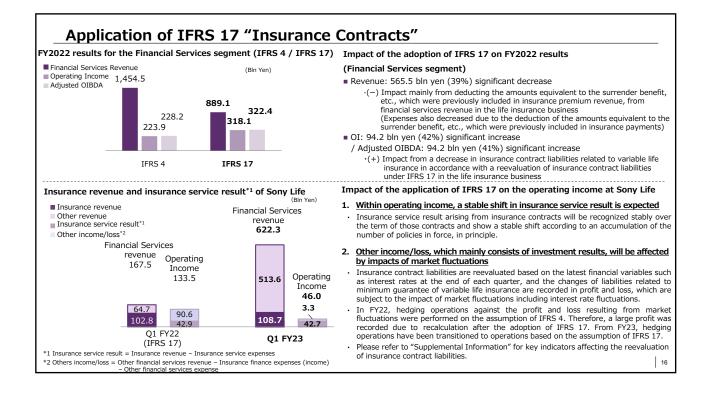
Sales, Operating Inc	ome and Adjust		Q1 FY2023 (year-on-year)
 Sales Operating Income Adjusted OIBDA 341.4 	320.4	(Bin Yen)	 The following analysis is on a U.S. dollar basis Sales: 21.0 bln yen (6%) decrease (U.S. dollar basis: -308 mil USD / -12%) (-) Decrease in deliveries of U.S. television series (-) Lower home entertainment and digital streaming service licensing revenues compared to Q1 FY22, which benefitted from the contribution of several franchise films released theatrically in FY21 (+) Higher theatrical revenues
50.7 Q1 FY		0 ^{28.5} Y23	 OI: 34.7 bln yen (68%) significant decrease (U.S. dollar basis: -280 mil USD / -71%) / Adjusted OIBDA: 33.4 bln yen (54%) significant decrease (U.S. dollar basis: -270 mil USD / -57%) ·(-) Impact of decrease in sales ·(-) Higher marketing costs in support of a greater number of theatrical releases in FY23
			FY2023 Forecast (change from April forecast)
	1,520	1,470	Sales: 50 bln yen (3%) downward revision
1,369.4	165	165	 (-) Impact of strikes conducted by WGA and SAG-AFTRA*, which are expected to lead to lower revenues mainly due to release date changes for some theatrical releases in Motion Pictures and delays in deliveries of television series in Television Productions (+) Impact of foreign exchange rates
119.3	120 FY23	120 103	 OI / Adjusted OIBDA: Remain unchanged from April forecast (-) Impact of decrease in sales in connection with strikes (+) Contribution from strong performances for films released theatrically in Q1 FY23 (+) Positive impact of foreign exchange rates
FY22	April FCT	August FCT	*WGA: Writers Guild of America SAG-AFTRA: Screen Actors Guild - American Federation of Television and Radio Artists







Item	IFRS 4	IFRS 17	Changes
tatements of Financial Position			
Measurement method for investment assets in insurance business (Principle)) at the end of each quarter S 9)	 The accounting standard (IFRS 9 "Financial Instruments"), which addresses the measurement of investment assets, has been applied before the adoption of IFRS 17 and continues to be applied. In principle, investment assets are measured at FV and their evaluated gain and losses are recorded through accumulated other comprehensive income ("AOCI") (for fixed insurance) or profit and loss (for variable life insurance).
Measurement method for insurance contract liabilities (Principle)	In principle, fix based on assumptions at the time of contract execution (fixed insurance) In principle, evaluate with the best estimate at the end of each fiscal year (variable life insurance)	Evaluate with the latest assumptions at the end of each quarter (all insurance)	 Insurance contract liabilities are evaluated based on the assumptions at the end of each quarter, and the impact of changes in the assumptions of financial variables such as interest rates is recorded in AOCI (for fixed insurance) or profit and loss (for variable life insurance). The accounting treatment is consistent with the treatment of FV measurement of investment assets under IFRS 9. At the beginning of FV22, which is the transition date for IFRS 17, AOCI decreased due to an increase in insurance contract liabilities resulting from changes in the assumptions such as those of interest rates. Future unearned profits that are expected to arise from insurance contracts are recognized as a liability (Contractual Service Margin), allocated over the insurance periods and recorded in profit or loss (insurance service result).
tatements of Income			
Financial Services Revenue (Insurance premiums/insurance revenue)	In principle, recognize all insurance premiums as revenue	The portions of insurance premiums equivalent to the surrender benefit, etc. are not recorded as revenue	 Financial Services Revenue decreased due to a deduction of the amounts equivalent to the surrender benefit, etc. (investment component), which were previously included in insurance premium revenue (Financial Services Expenses also decreased due to the deduction of the investment componen which was previously included in insurance payments).
	Allocate earned profit to each period based on the assumptions at the time of contract execution	Review earned profit based on the assumptions at the end of each quarter and allocate it to each period	 Under both standards, profits and losses related to insurance service are allocated stably in each period.
Operating Income	Liabilities regarding minimum guarantee are evaluated based on the best estimate at the end of each fiscal year, and the changes affect operating income (variable life insurance)	Liabilities regarding minimum guarantee are evaluated based on the latest assumptions at the end of each quarter, and the changes affect operating income (variable life insurance)	Under both standards, investment gains and losses are affected by market fluctuations. However, under IFRS 17, the impact of evaluation of both insurance contract liabilities and investment assets regarding variable life insurance is calculated based on the same latest assumptions at the end of each quarter and is recorded in operating income. (The impact of evaluation regarding fixed insurance is recorded in AOCI.)



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	Q1 FY22	Q1 FY23	
Net income attributable to Sony Group Corporation's stockholders	261.1	217.5	
Net income attributable to noncontrolling interests	0.1	0.4	
Income taxes	88.1	58.1	
Interest expenses, net, recorded in Financial income (expense)	0.8	0.5	
(Gain) / loss on revaluation of equity instruments, net, recorded in Financial income (expense)	22.7	-13.4	
Depreciation and amortization expense ^{*1}	124.0	149.1	
Non-recurring (profit) / loss*2	_	-6.0	
Adjusted EBITDA	496.9	406.2	

Adjusted EBITDA is not a measure in accordance with IFRS. However, Sony believes that this disclosure may be useful information to investors. *1 Depreciation and amortization expense excludes amortization for film costs, broadcasting rights and internally developed game content and master recordings included in Content assets. *2 terms included in operating income

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		Q1 F	(22			Q1 F	Y23	
	Operating Income	Depreciation and Amortization ^{*1}	Non-recurring (profit) / loss*2	Adjusted OIBDA	Operating Income	Depreciation and Amortization ^{*1}	Non-recurring (profit) / loss ^{*2}	Adjusted OIBDA
Game & Network Services (G&NS)	52.8	17.5	_	70.2	49.2	26.7	-	75.9
Music	61.0	13.8	-	74.8	73.4	15.6	-6.0	82.9
Pictures	50.7	11.2	-	61.8	16.0	12.5	-	28.5
Entertainment, Technology & Services (ET&S)	53.6	23.4	-	76.9	55.6	25.2	-	80.9
Imaging & Sensing Solutions (I&SS)	21.7	45.6	_	67.3	12.7	57.3	-	70.0
Financial Services	139.2	6.4	-	145.6	54.5	6.9	-	61.4
All Other	2.9	1.0	-	3.9	2.5	1.2	-	3.6
Corporate and elimination	-16.9	5.2	-	-11.7	-10.8	3.7	-	-7.1
Consolidated total	364.9	124.0	-	488.9	253.0	149.1	-6.0	396.1

Adjusted OIBDA is not a measure in accordance with IFRS. However, Sony believes that this disclosure may be useful information to investors. *1 Depreciation and Amortization excludes amortization for film costs, broadcasting rights and internally developed game content and master recordings included in Content assets. *2 Items included in operating income

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	FY22
Net income attributable to Sony Group Corporation's stockholders	1,005.3
Net income attributable to noncontrolling interests	6.5
Income taxes	262.7
Interest expenses, net, recorded in Financial income (expense)	4.0
(Gain) /loss on revaluation of equity instruments, net, recorded in Financial income (expense)	4.6
Depreciation and amortization expense*1	542.2
Non-recurring (profit) / loss ^{*2}	-27.8

Adjusted EBITDA is not a measure in accordance with IFRS. However, Sony believes that this disclosure may be useful information to investors. *1 Depreciation and amortization expense excludes amortization for film costs, broadcasting rights and internally developed game content and master recordings included in Content assets. *2 Items included in operating income

Reconciliation Table for Adjusted OIBDA

	FY22				
	Operating Income	Depreciation and Amortization ^{*1}	Non-recurring (profit) / loss ^{*2}	Adjusted OIBDA	
Game & Network Services (G&NS)	250.0	87.0	-	337.0	
Music	263.1	59.0	-5.7	316.4	
Pictures	119.3	48.9	-	168.2	
Entertainment, Technology & Services (ET&S)	179.5	97.4	-	276.9	
Imaging & Sensing Solutions (I&SS)	212.2	196.7	-	408.9	
Financial Services	318.1	26.3	-22.1	322.4	
All Other, Corporate and elimination	-39.8	26.8	-	-12.9	
Consolidated total	1,302.4	542.2	-27.8	1,816.9	

Adjusted OIBDA is not a measure in accordance with IFRS. However, Sony believes that this disclosure may be useful information to investors. *1 Depreciation and Amortization excludes amortization for film costs, broadcasting rights and internally developed game content and master recordings included in Content assets. *2 Items included in operating income

Notes

Notes about Adjusted OIBDA and Adjusted EBITDA

Adjusted OIBDA (Operating Income Before Depreciation and Amortization) and Adjusted EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) are calculated by the following formulas

Adjusted OIBDA = Operating income + Depreciation and amortization expense* - the profit and loss amount that Sony deems non-recurring

Adjusted EBITDA = Net income attributable to Sony Group Corporation's stockholders + Net income attributable to noncontrolling interests + Income taxes + Interest expenses, net, recorded in Financial income and Financial expense - Gain on revaluation of equity instruments, net, recorded in Financial income and Financial expense + Depreciation and amortization expense* - the profit and loss amount that Sony deems non-recurring

* In the above formulas, depreciation and amortization expense excludes amortization for film costs and broadcasting rights, as well as for internally developed game content and master recordings included in Content assets

Adjusted OIBDA and Adjusted EBITDA are not measures in accordance with IFRS. However, Sony believes that these disclosures may be useful information to investors. Adjusted OIBDA and Adjusted EBITDA should be considered in addition to, not as a substitute for, Sony's results in accordance with IFRS.

Sales on a Constant Currency Basis and the Impact of Foreign Exchange Rate Fluctuations

The descriptions of sales on a constant currency basis reflect sales calculated by applying the yen's monthly average exchange rates from the same period of the previous fiscal year to local currency-denominated monthly sales in the relevant period of the current fiscal year. For Sony Music Entertainment ("SME") and Sony Music Publishing LLC ("SMP") in the Music segment, and in the Pictures segment, the constant currency amounts are calculated by applying the monthly average U.S. dollar / yen exchange rates after aggregation on a U.S. dollar basis.

Results for the Pictures segment are described on a U.S. dollar basis as the Pictures segment reflects the operations of Sony Pictures Entertainment Inc. ("SPE"), a U.S.-based operation that aggregates the results of its worldwide subsidiaries in U.S. dollars.

The impact of foreign exchange rate fluctuations on sales is calculated by applying the change in the yen's periodic weighted average exchange rate for the same period of the previous fiscal year from the relevant period of the current fiscal year to the major transactional currencies in which the sales are denominated. The impact of foreign exchange rate fluctuations on operating income (loss) is calculated by subtracting from the impact on sales is calculated by subtracting from the impact on soles to calculated by subtracting from the impact on sales to calculated by applying the change in the impact on sales is calculated by subtracting from the impact on sales in calculated by applying the same major transactional currencies calculation on operating income (loss) is calculated by subtracting from the impact on sales in calculated by applying the same major transactional currencies calculation process to cost of sales and selling, general and administrative expenses as for the impact on sales. The I&SS segment enters into its own foreign exchange hedging transactions, and the impact of those transactions is included in the impact of foreign exchange rate fluctuations on calce and operating income (loss) for that cempand. on sales and operating income (loss) for that segment.

This information is not a substitute for Sony's consolidated financial statements and condensed consolidated financial statements measured in accordance with IFRS. However, Sony believes that these disclosures provide additional useful analytical information to investors regarding the operating performance of Sony

Notes about Financial Performance of the Music, Pictures and Financial Services segments

The Music segment results include the yen-based results of Sony Music Entertainment (Japan) Inc. and the yen-translated results of SME and SMP, which aggregate the results of their worldwide subsidiaries on a U.S. dollar basis.

The Pictures segment results are the yen-translated results of SPE, which aggregates the results of its worldwide subsidiaries on a U.S. dollar basis. Management analyzes the results of SPE in U.S. dollars, so discussion of certain portions of its results is specified as being on "a U.S. dollar basis". The Financial Services segment results include Sony Financial Group Inc. ("SFGI") and SFGI's consolidated subsidiaries such as Sony Life Insurance Co., Ltd., Sony Assurance Inc., and Sony Bank Inc. The results discussed in the Financial Services segment differ from the results that SFGI and SFGI's consolidated subsidiaries disclose separately on a Japanese statutory basis

(Bln Yen)

Cautionary Statement

Catacher and the statements are not historical facts are forward-looking statements include, but are not limited to, those statements using words such as "believe," "expect," "plans," "strategy," "prospects," "forecast," "estimate," "project," "anticipate," "aim," "intend," "seek," "may," "might," "could" or "should," and words of similar meaning in connection with a discussion of future operations, financial performance, events or conditions. From time to time, ord or written forward-looking statements also be included in other materials released to the public. These statements are based on management's assumptions, judgments and beliefs in light of the information currently available to it. Sony cautions investors that a number of important risks and uncertainties could cause actual results to differ materially from those discussed in the forward-looking statements, and therefore investors should not place undue reliance on them. Investors also should not rely on any obligation of Sony to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Sony disclaims any such obligation. Risks and uncertainties that might affect Sony include, but are not limited to:

- also should not rely on any obligation of Sony to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Sony disclaims any such obligation. Risks and uncertainties that might affect Sony include, but are not limited to:
 Sony's ability to continue to design and develop and win acceptance of, as well as grives within the son termited to:
 Sony's ability to include, but develop and win acceptance of, as well as grives within a compatibility competitive markets characterized by severe price competition and continual new grives and network platforms, smartphones and televisions, which are offered in highly competitive markets characterized by severe price competition and continuin and subjective and the provide successful sales and distribution strategies in light of implement successful and subjective and subjective settings, and to develop and implement successful sales and distribution platforms;
 (iv) the effectiveness of Sony's strategies and their execution, including but not limited to the success of Sony's acquisitions, joint ventures, investments, capital expenditures, restructurings and other strategic initiatives;
 (v) changes in laws, regulations and government policies in the markets in which Sony and its third-party suppliers, service providers and business partners operate, including those related to taxation, as well as growing consumer focus on corporate social responsibility;
 (vi) Sony's reliance on external business partners, including for the procurement of parts, components, software and network services for its products or services, the manufacturing, marketing and distribution of its products, and its orbeits of parts, components, software and network services for its products or as revises, with service sony's ability to creat demands, manage timely procurement and other volativity and distribution and policical conditions in Sony's markets, particularly levels do consumer spendin

Risks and uncertainties also include the impact of any future events with material adverse impact. The continued impact of developments relating to the situation in Ukraine and Russia could heighten many of the risks and uncertainties noted above. Important information regarding risks and uncertainties is also set forth in Sony's most recent Form 20-F, which is on file with the U.S. Securities and Exchange Commission.