

**Consolidated Financial Statements**

**Yodogawa Steel Works, Ltd.**

*Years ended March 31, 1999 and 2000*

*with Independent Auditors' Report*

Yodogawa Steel Works, Ltd.  
Consolidated Financial Statements

*Years ended March 31, 1999 and 2000*

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**Consolidated Financial Statements**

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## Independent Auditors' Report on Consolidated Financial Statements

The Board of Directors and Shareholders  
Yodogawa Steel Works, Ltd.

We have audited the consolidated balance sheets of Yodogawa Steel Works, Ltd. and consolidated subsidiaries as of March 31, 1999 and 2000, the related consolidated statements of income and shareholders' equity for the two years then ended, and the consolidated statement of cash flows for the year ended March 31, 2000, all expressed in yen. Our audits were made in accordance with auditing standards, procedures and practices generally accepted and applied in Japan and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the accompanying consolidated financial statements, expressed in yen, present fairly the consolidated financial position of Yodogawa Steel Works, Ltd. and consolidated subsidiaries at March 31, 1999 and 2000, the consolidated results of their operations for the two years then ended, and their cash flows for the year ended March 31, 2000 in conformity with accounting principles and practices generally accepted in Japan applied on a consistent basis.

As described in Note 1 to the consolidated financial statements, Yodogawa Steel Works, Ltd. and consolidated subsidiaries have adopted new accounting standards for consolidation and tax-effect accounting in the preparation of their consolidated financial statements for the year ended March 31, 2000.

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2000 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 2 to the consolidated financial statements.

Osaka, Japan  
June 29, 2000

*See Note 1 to the consolidated financial statements which explains the basis of preparation of the consolidated financial statements of Yodogawa Steel Works, Ltd. under Japanese accounting principles and practices.*

# Yodogawa Steel Works, Ltd.

## Consolidated Balance Sheets

March 31, 1999 and 2000

	<i>Millions of yen</i>		<i>Thousands of U.S. dollars (Note 2)</i>
	1999	2000	2000
<b>Assets</b>			
Current assets:			
Cash and cash equivalents	¥ 37,442	¥ 31,578	\$ 297,485
Short-term investments	2,520	2,163	20,377
Marketable securities (Note 3)	22,354	20,704	195,045
Notes and accounts receivable:			
Unconsolidated subsidiaries and affiliates	20,543	12,181	114,753
Trade	21,974	32,789	308,893
Less allowance for doubtful receivables	(213)	(217)	(2,044)
Inventories	29,872	31,732	298,935
Deferred income taxes (Note 6)	–	947	8,921
Other current assets	3,455	4,806	45,275
Total current assets	137,947	136,683	1,287,640
Property, plant and equipment, at cost (Note 4):			
Land	20,328	22,501	211,974
Buildings and structures	41,602	48,051	452,671
Machinery and equipment	112,623	120,218	1,132,529
Construction in progress	10,899	11,260	106,076
Less accumulated depreciation	(114,801)	(125,232)	(1,179,764)
Property, plant and equipment, net	70,651	76,798	723,486
Investments and other assets:			
Investments in securities (Note 3)	1,197	2,041	19,228
Investments in and advances to unconsolidated subsidiaries and affiliates	4,032	4,443	41,856
Deferred income taxes (Note 6)	–	1,549	14,593
Other assets	1,944	2,968	27,959
Total investments and other assets	7,173	11,001	103,636
Foreign currency translation adjustments	3,034	4,924	46,387
Total assets	¥ 218,805	¥ 229,406	\$ 2,161,149

	<i>Millions of yen</i>		<i>Thousands of U.S. dollars (Note 2)</i>
	1999	2000	2000
<b>Liabilities and shareholders' equity</b>			
Current liabilities:			
Short-term bank loans ( <i>Note 4</i> )	¥ 10,000	¥ 13,330	\$ 125,577
Current portion of long-term debt ( <i>Note 4</i> )	–	2,570	24,211
Notes and accounts payable:			
Unconsolidated subsidiaries and affiliates	2,248	855	8,055
Trade	19,954	25,401	239,293
Construction	2,448	3,322	31,295
Accrued expenses	3,766	3,762	35,440
Accrued income taxes	1,999	447	4,211
Reserve for losses on restructuring	–	269	2,534
Other current liabilities	1,842	2,439	22,978
Total current liabilities	42,257	52,395	493,594
Long-term liabilities:			
Long-term debt ( <i>Note 4</i> )	16,795	15,768	148,545
Deferred income taxes on land revaluation reserve ( <i>Notes 6 and 7</i> )	–	285	2,685
Retirement allowances	8,003	8,603	81,046
Guarantee deposits ( <i>Note 4</i> )	1,424	1,474	13,886
Other long-term liabilities	433	493	4,643
Total long-term liabilities	26,655	26,623	250,805
Minority interests and other	11,181	13,703	129,091
Contingent liabilities ( <i>Note 10</i> )			
Shareholders' equity ( <i>Note 5</i> ):			
Common stock, ¥50 par value:			
Authorized:			
March 31, 1999 - 792,166,000 shares			
March 31, 2000 - 781,945,000 shares			
Issued:			
March 31, 1999 - 222,538,086 shares	23,221	–	–
March 31, 2000 - 212,317,086 shares	–	23,221	218,756
Additional paid-in capital	23,611	23,611	222,431
Land revaluation reserve ( <i>Note 7</i> )	–	393	3,702
Retained earnings ( <i>Note 11</i> )	91,923	90,940	856,712
Less treasury stock, at cost - 94,737 shares in 1999 and 4,938,831 shares in 2000	(43)	(1,480)	(13,942)
Total shareholders' equity	138,712	136,685	1,287,659
Total liabilities and shareholders' equity	¥ 218,805	¥ 229,406	\$2,161,149

See notes to consolidated financial statements.

# Yodogawa Steel Works, Ltd.

## Consolidated Statements of Income

*Years ended March 31, 1999 and 2000*

	<i>Millions of yen</i>		<i>Thousands of U.S. dollars (Note 2)</i>
	1999	2000	2000
Net sales ( <i>Note 12</i> )	¥ 153,127	¥ 153,991	\$1,450,692
Cost of sales ( <i>Note 12</i> )	126,449	130,738	1,231,634
Gross profit	26,678	23,253	219,058
Selling, general and administrative expenses ( <i>Notes 8 and 12</i> )	20,489	19,810	186,623
Operating income ( <i>Note 12</i> )	6,189	3,443	32,435
Other income (expenses):			
Interest and dividend income	1,173	613	5,775
Interest expense	(503)	(645)	(6,076)
Gain on sales of marketable equity securities	9	2,479	23,354
Loss on revaluation of marketable equity securities	(1,257)	(330)	(3,109)
Gain on sales of property, plant and equipment	489	170	1,602
Loss on sales or disposal of property, plant and equipment	(697)	(337)	(3,175)
Equity in (losses) earnings of affiliates	(348)	56	528
Loss on liquidation of a subsidiary	–	(1,266)	(11,927)
Provision for reserve for losses on restructuring	–	(269)	(2,534)
Other, net	256	(817)	(7,697)
Income before income taxes and minority interests	5,311	3,097	29,176
Income taxes ( <i>Note 6</i> ):			
Current	2,594	1,121	10,561
Deferred	–	(271)	(2,553)
	2,594	850	8,008
Income before minority interests	2,717	2,247	21,168
Minority interests in earnings of consolidated subsidiaries	(806)	(600)	(5,652)
Net income	¥ 1,911	¥ 1,647	\$ 15,516
	<i>Yen</i>		<i>U.S. dollars (Note 2)</i>
Amounts per share:			
Net income	¥ 8.40	¥ 7.71	\$0.07

*See notes to consolidated financial statements.*

Yodogawa Steel Works, Ltd.

Consolidated Statements of Shareholders' Equity

Years ended March 31, 1999 and 2000

	<i>Millions of yen</i>		<i>Thousands of U.S. dollars (Note 2)</i>
	1999	2000	2000
<b>Common stock</b>			
Balance at beginning and end of the year	<u>¥ 23,221</u>	<u>¥ 23,221</u>	<u>\$218,756</u>
<b>Additional paid-in capital</b>			
Balance at beginning of the year	¥ 23,611	¥ 23,611	\$222,431
Add:			
Transfer from retained earnings	<u>0</u>	<u>0</u>	<u>0</u>
Balance at end of the year	<u>¥ 23,611</u>	<u>¥ 23,611</u>	<u>\$222,431</u>
<b>Retained earnings</b>			
Balance at beginning of the year	¥ 95,243	¥ 91,923	\$865,972
Add:			
Net income	1,911	1,647	15,516
Cumulative adjustment arising from initial adoption of tax-effect accounting	–	1,745	16,439
Increase resulting from initial inclusion of subsidiaries in consolidation	–	1,198	11,286
Increase due to merger of an unconsolidated subsidiary	8	–	–
Deduct:			
Cash dividends paid	1,591	1,507	14,197
Bonuses to directors and statutory auditors	78	76	716
Bonuses to employees of an overseas subsidiary	12	7	66
Transfer to additional paid-in capital	0	0	0
Retirement of treasury stock	<u>3,558</u>	<u>3,983</u>	<u>37,522</u>
Balance at end of the year	<u>¥ 91,923</u>	<u>¥ 90,940</u>	<u>\$856,712</u>

See notes to consolidated financial statements.

# Yodogawa Steel Works, Ltd.

## Consolidated Statement of Cash Flows

*Years ended March 31, 1999 and 2000*

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars (Note 2)</i>
	2000	2000
<b>Cash flows from operating activities</b>		
Income before income taxes and minority interests	¥ 3,097	\$ 29,176
Adjustments for:		
Depreciation and amortization	9,874	93,019
Amortization of goodwill arising from consolidation	(61)	(575)
Equity in earnings of affiliates	(56)	(528)
Loss on revaluation of marketable equity securities	330	3,109
Loss on liquidation of a subsidiary	1,266	11,927
Provision for reserve for losses on restructuring	269	2,534
Increase in retirement allowances	295	2,779
Decrease in accrued bonuses	(84)	(791)
Increase in allowance for doubtful receivables	898	8,460
Interest and dividend income	(613)	(5,775)
Interest expense	645	6,076
Gain on sales of marketable equity securities	(2,479)	(23,354)
Gain on sales of property, plant and equipment	(170)	(1,602)
Loss on sales or disposal of property, plant and equipment	246	2,317
Decrease in notes and accounts receivable	7,204	67,866
Increase in inventories	(1,191)	(11,220)
Decrease in notes and accounts payable	(7,278)	(68,563)
Payments for bonuses to directors, statutory auditors and employees of an overseas subsidiary	(103)	(970)
Other	355	3,345
Subtotal	12,444	117,230
Interest and dividend income received	575	5,417
Interest expense paid	(648)	(6,105)
Payments for liquidation of a subsidiary	(1,206)	(11,361)
Income taxes paid	(2,792)	(26,302)
Net cash provided by operating activities	8,373	78,879



# Yodogawa Steel Works, Ltd.

## Consolidated Statement of Cash Flows (continued)

*Years ended March 31, 1999 and 2000*

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars (Note 2)</i>
	2000	2000
<b>Cash flows from investing activities</b>		
Payments for time deposits with a maturity of more than three months	¥ (7,745)	\$ (72,963)
Proceeds from time deposits with a maturity of more than three months	8,291	78,106
Payments for purchases of marketable securities	(2,853)	(26,877)
Proceeds from sales of marketable securities	7,131	67,179
Purchases of property, plant, and equipment	(13,945)	(131,371)
Proceeds from sales of property, plant, and equipment	239	2,252
Payments for purchases of other assets	(58)	(546)
Payments for purchases of investments in securities	(777)	(7,320)
Proceeds from sales of investments in securities	164	1,545
Increase in loans receivable	(1,230)	(11,587)
Collection of loans receivable	224	2,110
Net cash used in investing activities	(10,559)	(99,472)
<b>Cash flows from financing activities</b>		
Increase in short-term bank loans	200	1,884
Issuance of long-term debt	400	3,768
Repayment of long-term debt	(439)	(4,136)
Purchases of treasury stock	(3,983)	(37,522)
Cash dividends paid to the Company's shareholders	(1,507)	(14,197)
Cash dividends paid to minority shareholders of consolidated subsidiaries	(585)	(5,511)
Net cash used in financing activities	(5,914)	(55,714)
Effect of exchange rate changes on cash and cash equivalents	(484)	(4,560)
Net decrease in cash and cash equivalents	(8,584)	(80,867)
Cash and cash equivalents at beginning of the year	37,442	352,727
Increase in cash and cash equivalents arising from initial consolidation of subsidiaries	2,720	25,625
Cash and cash equivalents at end of the year	¥ 31,578	\$ 297,485

*See notes to consolidated financial statements.*

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements

*March 31, 2000*

### **1. Summary of Significant Accounting Policies**

#### **(a) Basis of Preparation**

The accompanying consolidated financial statements of Yodogawa Steel Works, Ltd. (the "Company") and its consolidated subsidiaries have been prepared in accordance with accounting principles and practices generally accepted and applied in Japan and have been compiled from those prepared by the Company as required under the Securities and Exchange Law of Japan. Accordingly, the accompanying consolidated financial statements are not intended to present the consolidated financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Japan.

In addition, the notes to the consolidated financial statements include information which is not required under accounting principles generally accepted in Japan but is presented herein as additional information.

The Company has initially prepared a consolidated statement of cash flows for the year ended March 31, 2000 as required by a recent amendment to the Securities and Exchange Law of Japan.

Certain reclassifications of previously reported amounts have been made to the consolidated financial statements for the year ended March 31, 1999 to conform them to the 2000 presentation. Such reclassifications have had no effect on consolidated net income or shareholders' equity.

#### **(b) Basis of Consolidation**

As required by a recent amendment to the Securities and Exchange Law, effective April 1, 1999, the accompanying consolidated financial statements include the accounts of the Company and all its subsidiaries over which substantial control is exerted through either majority ownership of voting stock and/or by other means. All significant intercompany balances and transactions have been eliminated in consolidation.

Investments in affiliates (companies over which the Company has the ability to exercise significant influence) are stated at cost plus equity in their undistributed earnings or losses. Consolidated net income includes the Company's equity in the current net income or loss of such companies, after the elimination of unrealized intercompany profits.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 1. Summary of Significant Accounting Policies (continued)

#### (b) Basis of Consolidation (continued)

All assets and liabilities of the subsidiaries are revalued on acquisition, if applicable. The difference, not significant in amount, between the cost of investments in subsidiaries and equity in their net assets at the date of acquisition is amortized over a period of five years on a straight-line basis.

Before the adoption of the new accounting standard, subsidiaries and affiliates included only companies in which the Company held a majority ownership and companies owned 20% to 50% by the Company, respectively.

The financial statements of a consolidated subsidiary whose fiscal year end is December 31 have been included in consolidation on the basis of a full fiscal year after making the appropriate adjustments for significant transactions during the period from its fiscal year end to the Company's balance sheet date.

#### (c) Foreign Currency Translation

Current monetary assets denominated in foreign currencies are translated into yen at the rates of exchange in effect at the balance sheet date. Other assets denominated in foreign currencies are translated at their historical rates. All revenues and expenses associated with foreign currencies are translated at the rates of exchange prevailing when such transactions were made. The resulting exchange losses and gains are charged or credited to income.

Revenue and expense accounts of the foreign consolidated subsidiary and its balance sheet accounts (except for shareholders' equity) are translated into yen at the rate of exchange in effect at the balance sheet date. Components of shareholders' equity are translated at their respective historical rates of exchange.

Translation differences are presented as "Foreign currency translation adjustments" in the accompanying consolidated balance sheets.

#### (d) Cash Equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash on hand, deposits with banks withdrawable on demand, and short-term investments which are readily convertible to cash subject to an insignificant risk of changes in value and which were purchased with an original maturity of three months or less.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 1. Summary of Significant Accounting Policies (continued)

#### (e) Marketable Securities and Investments in Securities

Marketable securities are primarily stated at the lower of cost or market, cost being determined by the moving average method.

#### (f) Inventories

Inventories are stated at cost principally determined by the last-in, first-out method.

Inventories in foreign consolidated subsidiary are stated at the lower of cost or market, cost being determined by the moving average method.

#### (g) Property, Plant and Equipment and Depreciation

Property, plant and equipment is stated on the basis of cost.

Depreciation of property, plant and equipment is calculated by the declining-balance method over the useful lives of the respective assets as prescribed in the Corporation Tax Law, except that the straight-line method is applied to buildings (except for structures attached to the buildings) acquired subsequent to April 1, 1998.

Effective April 1, 1998, the Company and its domestic consolidated subsidiary shortened the useful lives of buildings (except for structures attached to the buildings) in accordance with a recent revision to the Corporation Tax Law. The effect of this change in useful lives was to increase depreciation expense by ¥104 million and to decrease operating income and income before income taxes and minority interests by ¥104 million for the year ended March 31, 1999 from the amounts which would have been recorded if the useful lives applied in the previous year had been followed.

Significant renewals and additions are capitalized at cost. Maintenance and repairs are charged to income as incurred.

Depreciation of property, plant and equipment at a foreign consolidated subsidiary is calculated by the straight-line method in conformity with the requirements of its country of domicile.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 1. Summary of Significant Accounting Policies (continued)

#### (h) Research and Development Costs and Computer Software

Research and development costs are charged to income as incurred.

Expenditures relating to the development of computer software intended for internal use are charged to income when incurred, except if these are deemed to contribute to the generation of future income or cost savings. Such expenditures are capitalized as assets and amortized by the straight-line method over their estimated useful life, which is generally five years.

#### (i) Bond Issuance Expenses

Bond issuance expenses are charged to income as incurred.

#### (j) Leases

The Company and its consolidated subsidiaries lease certain equipment under noncancelable lease agreements referred to as finance leases. Finance leases other than those which transfer the ownership of the leased property to the lessees are accounted for as operating leases.

#### (k) Income Taxes

Up to the fiscal year ended March 31, 1999, deferred income taxes were not provided for timing differences in the recognition of income and expenses for financial and tax reporting purposes.

Effective April 1, 1999, the Company and its consolidated subsidiaries adopted accounting for the interperiod allocation of income taxes in accordance with an amendment to the Securities and Exchange Law. The cumulative effect of this change in method of accounting is reported as “cumulative adjustment arising from initial adoption of tax-effect accounting” in the consolidated statements of shareholders’ equity. The effect of this change was that deferred income taxes - current assets, deferred income taxes - non-current assets, deferred income taxes - non-current liabilities arising from land revaluation, and retained earnings at March 31, 2000 increased by ¥947 million (\$8,921 thousand), ¥1,549 million (\$14,593 thousand), ¥285 million (\$2,685 thousand), and ¥2,041 million (\$19,228 thousand), respectively, and net income for the year then ended increased by ¥296 million (\$2,789 thousand).

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 1. Summary of Significant Accounting Policies (continued)

#### (l) Retirement Allowances and Pension Plans

Employees of the Company and its consolidated subsidiaries are covered by an employees' retirement allowances plan and an employees' pension plan. The employees' retirement allowances plan provides for a lump-sum payment determined by reference to the basic salary, length of service and conditions under which the termination occurs. The employees' pension plan, which is a funded non-contributory plan, partially covers the benefits under the employees' retirement allowances plan to employees who retire after fifteen or more years of service.

Retirement allowances are stated at the amount which would be required to be paid if all employees covered by the retirement allowances plan voluntarily terminated their employment at the balance sheet date, less the assets of the pension fund.

The directors and statutory auditors of the Company and its domestic subsidiaries are customarily entitled to lump-sum payments under the unfunded retirement allowances plan. Retirement allowances for directors and statutory auditors have been made at estimated amounts based on the Company's internal rules.

#### (m) Amounts per Share

The computation of consolidated net income per share is based on the weighted average number of shares of common stock outstanding during each year.

### 2. U.S. Dollar Amounts

The translation of yen amounts into U.S. dollar amounts is included solely for convenience, as a matter of arithmetic computation only, at the rate of ¥ 106.15 = U.S.\$1.00, the approximate exchange rate prevailing on March 31, 2000. The translation should not be construed as a representation that yen have been, could have been, or could in the future be, converted into U.S. dollars at the above or any other rate.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 3. Marketable Securities and Investments in Securities

Information with respect to the book and marketable securities included in current assets, investments in securities at March 31, 2000 is summarized as follows:

		<i>Millions of yen</i>	
		<u>Book value</u>	<u>Market value</u>
Marketable securities:			
Equity securities	¥ 16,392	¥ 39,164	
Debt securities	401	418	
Other securities	891	876	
	<u>17,684</u>	<u>40,458</u>	
Investments in securities:			
Equity securities	298	457	
Debt securities	524	740	
	<u>822</u>	<u>1,197</u>	
	<u>¥ 18,506</u>	<u>¥ 41,655</u>	

		<i>Thousands of U.S. dollars</i>	
		<u>Book value</u>	<u>Market value</u>
Marketable securities:			
Equity securities	\$ 154,423	\$ 368,950	
Debt securities	3,778	3,938	
Other securities	8,393	8,252	
	<u>166,594</u>	<u>381,140</u>	
Investments in securities:			
Equity securities	2,807	4,305	
Debt securities	4,937	6,971	
	<u>7,744</u>	<u>11,276</u>	
	<u>\$ 174,338</u>	<u>\$ 392,416</u>	

The corresponding information at March 31, 1999 is disclosed on a non-consolidation basis. See Note 3 to the non-consolidated financial statements.

## Yodogawa Steel Works, Ltd.

### Notes to Consolidated Financial Statements (continued)

#### 4. Short-Term Bank Loans, Long-Term Debt and Guarantee Deposits

Short-term bank loans at March 31, 1999 represented overdrafts at an annual interest rate of approximately 0.9%. Short-term bank loans at March 31, 2000 represented overdrafts and notes payable to banks. At March 31, 2000, overdrafts and notes payable to banks amounted to ¥12,530 million (\$118,041 thousand) at an annual interest rate of approximately 0.74%, and ¥800 million (\$7,536 thousand) at an annual interest rate of approximately 1.4%, respectively.

Long-term debt at March 31, 1999 and 2000 was as follows:

	<i>Millions of yen</i>		<i>Thousands of</i>
	1999	2000	<i>U.S. dollars</i>
1.8% unsecured bonds, payable in yen, due 2003	¥ 5,000	¥ 5,000	\$ 47,103
2.0% unsecured bonds, payable in yen, due 2004	5,000	5,000	47,103
Unsecured loans from banks and an insurance company, due from 2001 through 2003, at interest rates ranging from 1.24% to 1.91%	5,000	6,708	63,194
6.3% unsecured bonds, payable in Taiwan dollars, due 2001	1,795	1,630	15,356
	16,795	18,338	172,756
Less current portion	-	(2,570)	(24,211)
	¥ 16,795	¥ 15,768	\$ 148,545

The aggregate annual maturities of long-term debt subsequent to March 31, 2000 are summarized as follows:

<u>Year ending March 31,</u>	<i>Millions</i>	<i>Thousands of</i>
	<i>of yen</i>	<i>U.S. dollars</i>
2001	¥ 2,570	\$ 24,211
2002	5,740	54,075
2003	5,028	47,367
2004	5,000	47,103
	¥ 18,338	\$ 172,756



# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 4. Short-Term Bank Loans, Long-Term Debt and Guarantee Deposits (continued)

The assets pledged as collateral for short-term bank loans at March 31, 2000 were as follows:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
Property, plant and equipment, at net book value	¥ 30,885	\$290,956

Guarantee deposits consisted principally of guarantee deposits from tenants at annual interest rates from 1% to 4%. The aggregate annual maturities of guarantee deposits subsequent to March 31, 2000 are summarized as follows:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
<u>Year ending March 31,</u>		
2001	¥ 3	\$ 28
2002	3	28
2003	3	28
2004	3	28
2005	3	28
2006 and thereafter	1,459	13,746
	¥ 1,474	\$ 13,886

### 5. Shareholders' Equity

The Commercial Code provides that an amount equivalent to at least 10% of cash dividends and other cash appropriations from retained earnings be transferred to the legal reserve until such reserve equals 25% of common stock. The legal reserve may be used to reduce or eliminate a deficit or may be transferred to common stock through suitable shareholders' and directors' action, but is not available for the payment of dividends. At March 31, 2000, ¥3,250 million (\$30,617 thousand) of retained earnings of the Company was designated as a legal reserve.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 6. Income Taxes

Income taxes applicable to the Company and its domestic consolidated subsidiaries comprise corporation, enterprise and inhabitants' taxes which, in the aggregate, resulted in statutory tax rates of approximately 47.4% for 1999 and 42.0% for 2000. The effective tax rates reflected in the accompanying consolidated statements of income differ from the statutory tax rates primarily due to the effect of timing differences in the recognition of certain income and expenses for tax and financial reporting purposes and the effect of permanent non-deductible expenses.

A reconciliation of the statutory tax rate and the effective tax rate for the year ended March 31, 2000 as a percentage of income before income taxes and minority interests is as follows:

Statutory tax rate	42.0%
Investment tax credit	(18.5)
Income not taxable for tax purposes	(5.8)
Excess allowance for doubtful receivables	13.0
Unrecognized deferred tax assets for tax loss carryforward of subsidiaries	2.7
Differences in tax rates applicable to foreign subsidiaries	(12.2)
Cash dividends received from foreign subsidiaries	6.1
Other	2.8
Effective tax rate	<u>30.1%</u>

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 6. Income Taxes (continued)

Effective April 1, 1999, the Company and its consolidated subsidiaries commenced the interperiod allocation of income taxes. Deferred income taxes reflect the tax effect of the temporary differences between the amounts of the assets and liabilities recorded for financial and tax reporting purposes. The significant components of the deferred tax assets and liabilities of the Company and its consolidated subsidiaries as of March 31, 2000 are summarized as follows:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
Deferred tax assets - current:		
Accrued enterprise tax	¥ 55	\$ 518
Accrued bonuses	162	1,526
Reserve for losses on restructuring	113	1,065
Loss on valuation of securities investment trusts	177	1,667
Investment tax credit	288	2,713
Loss on valuation of inventories	92	867
Allowance for doubtful receivables	400	3,768
Tax loss carryforward of subsidiaries	85	801
Other	60	565
	1,432	13,490
Less valuation allowance	(485)	(4,569)
Total deferred tax assets - current	¥ 947	\$ 8,921
Deferred tax assets - non-current:		
Retirement allowances for employees	¥ 1,567	\$14,762
Retirement allowances for directors and statutory auditors	571	5,379
Allowances for doubtful receivables	123	1,159
Depreciation	200	1,884
Other	51	481
Reserve for deferred taxation on contributions for acquisition of property	(963)	(9,072)
Total deferred tax assets - non-current	¥ 1,549	\$14,593
Deferred tax liabilities - non-current:		
Land revaluation reserve	¥ (285)	\$ (2,685)

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 7. Revaluation of Land

At March 31, 2000, Hakuyo Sangyo Co., Ltd., a domestic consolidated subsidiary, revalued its land held for business use in accordance with the "Law on Land Revaluation." The difference on the land revaluation has been accounted for as land revaluation reserve under shareholders' equity at the net amount of tax effect and the allocation to minority interests. The method followed for this land revaluation was determined in accordance with the "Enforcement Act Concerning Land Revaluation." The related book value before and after the revaluation was as follows:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
As of March 31, 2000:		
Book value before revaluation	¥ 1,019	\$ 9,600
Book value after revaluation	2,375	22,374

### 8. Research and Development Costs

Research and development costs included in selling, general and administrative expenses for the years ended March 31, 1999 and 2000 were as follows:

<i>Millions of yen</i>		<i>Thousands of U.S. dollars</i>
1999	2000	2000
¥ 717	¥ 679	\$6,397

### 9. Leases

The following pro forma amounts present the acquisition costs, accumulated depreciation and net book value of the leased property as of March 31, 2000, which would have been reflected in the balance sheets if finance leases other than those which transfer the ownership of the leased property of the Company and its consolidated subsidiaries (which are currently accounted for as operating leases) were capitalized:

	<i>Millions of yen</i>						<i>Thousands of U.S. dollars</i>		
	1999			2000			2000		
	Accumu- lated	Net	Acquisi- tion cost	Accumu- lated	Net	Acquisi- tion costs	depreci-ati on	Net	
	ion costs	on	value	ion cost	depreci-ati on	book value	ion costs	depreci-ati on	book value
Machiner y and equipme nt	¥ 536	¥ 264	¥ 272	¥ 544	¥ 264	¥ 280	\$5,125	\$2,487	\$2,638

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 9. Leases (continued)

The related lease payments and depreciation for the years ended March 31, 1999 and 2000 were as follows:

	<i>Millions of yen</i>		<i>Thousands of</i>
	1999	2000	<i>U.S. dollars</i>
Lease payments	¥ 100	¥ 100	\$942
Depreciation expense	100	100	942

Depreciation is calculated by the straight-line method over the respective lease terms.

The related future minimum payments (including the interest portion thereon) subsequent to March 31, 2000 under finance leases other than those which transfer the ownership of the leased property to the Company and its consolidated subsidiaries are summarized as follows:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
<u>Year ending March 31,</u>		
2001	¥ 101	\$ 951
2002 and thereafter	179	1,687
	¥ 280	\$ 2,638

### 10. Commitments and Contingent Liabilities

The Company and its consolidated subsidiaries enter into forward foreign currency exchange contracts, interest rate swap agreements, and other agreements to manage its risk exposure to fluctuations in foreign currency exchange rates and interest rates. At March 31, 2000, no such contracts or agreements remained open.

The corresponding information at March 31, 1999 is disclosed on a non-consolidation basis. See Note 11 to the non-consolidated financial statements.

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 10. Commitments and Contingent Liabilities (continued)

At March 31, 2000, the Company and its consolidated subsidiaries had the following contingent liabilities:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
As guarantor of housing loans of employees and indebtedness of unconsolidated subsidiaries	¥ 553	\$ 5,210
Trade notes receivable discounted with banks	2,627	24,748

### 11. Segment Information

The Company and its consolidated subsidiaries are primarily engaged in the manufacture and sale of a variety of steel products such as steel sheets, construction materials, prefabricated structures and home furnishings, steel rolls and billets, and gratings. The Company also engages in other activities such as real estate rental and engineering.

The business and geographical segments information of the Company and its consolidated subsidiaries for the years ended March 31, 1999 and 2000 are outlined as follows:

#### *Business Segments*

	Year ended March 31, 1999					<i>Consolidated</i>
	<i>Millions of yen</i>					
	<i>Steel sheet products</i>	<i>Electric furnace products</i>	<i>Other</i>	<i>Total</i>	<i>Eliminations and general corporate assets</i>	
I. Sales and operating income						
Sales to third parties	¥ 137,251	¥ 13,064	¥ 2,812	¥ 153,127	¥ –	¥ 153,127
Intergroup sales and transfers	–	–	1,857	1,857	(1,857)	–
Total sales	137,251	13,064	4,669	154,984	(1,857)	153,127
Operating expenses	130,831	13,391	3,520	147,742	(804)	146,938
Operating income (loss)	¥ 6,420	¥ (327)	¥ 1,149	¥ 7,242	¥ (1,053)	¥ 6,189
II. Assets, depreciation and capital expenditures						
Total assets	¥ 125,836	¥ 14,678	¥ 11,441	¥ 151,955	¥ 66,850	¥ 218,805
Depreciation	5,491	819	249	6,559	177	6,736
Capital expenditures	2,373	1,344	164	3,881	220	4,101

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 11. Segment Information (continued)

Year ended March 31, 2000						
<i>Millions of yen</i>						
	Steel sheet products	Electric furnace products	Other	Total	Eliminations and general corporate assets	Consolidated
<b>I. Sales and operating income</b>						
Sales to third parties	¥ 136,700	¥ 11,705	¥ 5,586	¥ 153,991	¥ –	¥ 153,991
Intergroup sales and transfers	1	–	12,180	12,181	(12,181)	–
Total sales	136,701	11,705	17,766	166,172	(12,181)	153,991
Operating expenses	132,969	12,047	16,732	161,748	(11,200)	150,548
Operating income (loss)	¥ 3,732	¥ (342)	¥ 1,034	¥ 4,424	¥ (981)	¥ 3,443
<b>II. Assets, depreciation and capital expenditures</b>						
Total assets	¥ 129,237	¥ 12,750	¥ 21,735	¥ 163,722	¥ 65,684	¥ 229,406
Depreciation	8,548	801	412	9,761	113	9,874
Capital expenditures	12,224	159	442	12,825	166	12,991
Year ended March 31, 2000						
<i>Thousands of U.S. dollars</i>						
	Steel sheet products	Electric furnace products	Other	Total	Eliminations and general corporate assets	Consolidated
<b>I. Sales and operating income</b>						
Sales to third parties	\$1,287,800	\$110,268	\$52,624	\$1,450,692	\$ –	\$1,450,692
Intergroup sales and transfers	10	–	114,743	114,753	(114,753)	–
Total sales	1,287,810	110,268	167,367	1,565,445	(114,753)	1,450,692
Operating expenses	1,252,652	113,490	157,626	1,523,768	(105,511)	1,418,257
Operating income (loss)	\$ 35,158	\$ (3,222)	\$ 9,741	\$ 41,677	\$ (9,242)	\$ 32,435
<b>II. Assets, depreciation and capital expenditures</b>						
Total assets	\$1,217,494	\$120,113	\$204,758	\$1,542,365	\$ 618,784	\$2,161,149
Depreciation	80,528	7,546	3,881	91,955	1,064	93,019
Capital expenditures	115,158	1,498	4,164	120,820	1,563	122,383

# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 11. Segment Information (continued)

#### *Business Segments (continued)*

As mentioned in Note 1, the Company and its domestic consolidated subsidiary shortened the useful lives of buildings. The effect of this change on the above information for the year ended March 31, 1999 was to increase operating expenses for steel sheet products, electric furnace products and other by ¥ 72 million, ¥ 11 million and ¥ 21 million, respectively, over the amounts which would have been recorded if the useful lives applied in the previous year had been followed.

#### *Geographical Segments*

	Year ended March 31, 1999				
	<i>Millions of yen</i>				
	Japan	Southeast Asia	Total	Eliminations and general corporate assets	Consolidated
I. Sales and operating income					
Sales to third parties	¥ 120,308	¥ 32,819	¥ 153,127	¥ –	¥ 153,127
Interarea sales and transfers	1,664	–	1,664	(1,664)	–
Total sales	121,972	32,819	154,791	(1,664)	153,127
Operating expenses	117,241	31,361	148,602	(1,664)	146,938
Operating income	¥ 4,731	¥ 1,458	¥ 6,189	¥ –	¥ 6,189
II. Assets	¥ 139,080	¥ 24,159	¥ 163,239	¥ 55,566	¥ 218,805

	Year ended March 31, 2000				
	<i>Millions of yen</i>				
	Japan	Southeast Asia	Total	Eliminations and general corporate assets	Consolidated
I. Sales and operating income					
Sales to third parties	¥ 122,955	¥ 31,036	¥ 153,991	¥ –	¥ 153,991
Interarea sales and transfers	4,797	–	4,797	(4,797)	–
Total sales	127,752	31,036	158,788	(4,797)	153,991
Operating expenses	126,387	28,958	155,345	(4,797)	150,548
Operating income	¥ 1,365	¥ 2,078	¥ 3,443	¥ –	¥ 3,443
II. Assets	¥ 150,040	¥ 23,735	¥ 173,775	¥ 55,631	¥ 229,406



# Yodogawa Steel Works, Ltd.

## Notes to Consolidated Financial Statements (continued)

### 11. Segment Information (continued)

#### *Geographical Segments (continued)*

	Year ended March 31, 2000				
	<i>Thousands of U.S. dollars</i>				
	Japan	Southeast Asia	Total	Eliminations and general corporate assets	Consolidated
I. Sales and operating income					
Sales to third parties	\$1,158,313	\$292,379	\$1,450,692	\$ –	\$1,450,692
Interarea sales and transfers	45,191	–	45,191	(45,191)	–
Total sales	1,203,504	292,379	1,495,883	(45,191)	1,450,692
Operating expenses	1,190,645	272,803	1,463,448	(45,191)	1,418,257
Operating income	<u>\$ 12,859</u>	<u>\$ 19,576</u>	<u>\$ 32,435</u>	<u>\$ –</u>	<u>\$ 32,435</u>
II. Assets	\$1,413,471	\$223,599	\$1,637,070	\$ 524,079	\$2,161,149

As mentioned in Note 1, the Company and its domestic consolidated subsidiary shortened the useful lives of buildings. The effect of this change on the above information for the year ended March 31, 1999 was to increase operating expenses for the Japan segment by ¥ 104 million over the amount which would have been recorded if the useful lives applied in the previous year had been followed.

Overseas sales, which include export sales of the Company and its domestic consolidated subsidiaries and sales (other than exports to Japan) of the foreign consolidated subsidiary, totaled ¥ 39,903 million and ¥ 37,383 million (\$352,171 thousand), or 26.1% and 24.3% of the consolidated net sales for the years ended March 31, 1999 and 2000, respectively.

### 12. Subsequent Event

The following appropriations of retained earnings, which have not been reflected in the accompanying consolidated financial statements for the year ended March 31, 2000, were approved at a shareholders' meeting held on June 29, 2000:

	<i>Millions of yen</i>	<i>Thousands of U.S. dollars</i>
Cash dividends of ¥ 3.5 (\$0.03) per share	¥ 743	\$7,000
Transfer to legal reserve	80	754
Bonuses to directors and statutory auditors	50	471