

# ROHM CO., LTD. Financial Highlights for the Year Ended on March 31,2010

May 11, 2010

1. Consolidated Financial Results						ne nearest millior	n yen. Any fraction	n less than the	unit is rounded off)
		Year ended March 31, 2010	Year ended March 31, 2009	Increase/decrease from March 31,		Y	ear ending March	31,2011 (Projec	ted)
		Actual	Actual	Amount	Percentage	Annual <sub>fr</sub>	Increase/decrease Fi om the previous year	rst six months	Increase/decrease from the fir- six months of the previous year
Net sales	Millions of yen	335,640	317,140	+18,500	+5.8%	354,000	+5.5%	178,000	+7.0%
Cost of sales	Millions of yen	229,831	217,282	+12,549	+5.8%	220,100		110,000	
Selling, general and administrative expenses	Millions of yen	86,999	89,318	-2,319	-2.6%	93,900		47,000	
Operating income	Millions of yen	18,809	10,540	+8,269	+78.5%	40,000	+112.7%	21,000	+488.3%
(Operating income margin)		(5.6%)	(3.3%)	(+2.3%)		(11.3%)		(11.8%)	
Ordinary income	Millions of yen	17,284	18,544	-1,260	-6.8%	41,000	+137.2%	21,500	
(Ordinary income margin)		(5.1%)	(5.8%)	(-0.7%)		(11.6%)		(12.1%)	
Net income	Millions of yen	7,134	9,837	-2,703	-27.5%	25,000	+250.4%	13,500	
(net income margin)	inimone er yen	(2.1%)	(3.1%)	(-1.0%)	-27.376	(7.1%)	1250.476	(7.6%)	
Basic net income per share	yen	65.10	89.76	-24.66	-27.5%	228.17		123.21	
Ratio of net income to equity	%	1.0	1.3	-0.3		220.11		120.21	
Ordinary income to total assets	%	2.1	2.2	-0.1					
ordinary income to total assets	70	2.1	2.2	-0.1					
Total assets	Millions of yen	807,339	809,185	-1,846	-0.2%				
Net assets	Millions of yen	707,718	709,840	-2,122	-0.3%				
Equity ratio	%	87.4	87.5	-0.1					
Net assets per share	yen	6,439.19	6,459.81	-20.62	-0.3%				
Capital expenditures	Millions of yen	30,216	51,490	-21,274	-41.3%	65,000	+115.1%	32,800	+205.3%
Depreciation (Tangible fixed assets)	Millions of yen	47,354	48,330	-976	-2.0%	42,500	-10.3%	18,500	-18.3%
Research and development costs	Millions of yen	37,672	40,290	-2,618	-6.5%	41,000	+8.8%	20,600	+11.9%
Net financial revenue	Millions of yen	1,478	5,791	-4,313	-74.5%				
Foreign currency exchange gains/losses	Millions of yen	(loss) 3,565	(gain) 3,156	(loss) 6,721					
Foregin exchange rate (Average yen-dollar rate)	yen/US\$	93.04	100.62	-7.58	-7.5%	90.00		90.00	
Number of employees									
Domestic	c	5,912	7,503	-1,591	-21.2%				
Oversea		15,093	14,531	+562	+3.9%				
Tota		21,005	22,034	-1,029	-4.7%				
(Number of R&D employees	)	(2,698)	(2,792)	(-94)	(-3.4%)				
Number of consolidated subsidiaries		54	53	+1					
(Domestic		(15)	(16)	(-1)					
(Overseas	)	(39)	(37)	(+2)					
Number of affiliated companies		6	9	-3					
(Number of companies accounted for by equity method	)	(0)	(1)	(-1)					
Number of non-consolidated subsidiaries		1	2	-1					
(Number of companies accounted for by equity method	)	(0)	(0)	(0)					

\* The projected data are based on the information avaiable at the time of release of this report. Therefore, a number of important factors including changes in business conditions may cause actual results to differ materially from those projected.

Contact: Public Relations and Investor Relations Dept., ROHM CO., LTD.

21, Saiin Mizosaki-cho, Ukyouku, Kyoto 615-8585 +81-75-311-2121

Note: This report is a translation of the financial highlights of the Company prepared in accordance with the provisions set forth in the Securities and Exchange Law and its related accounting regulations, and in conformty with accounting principles generally accepted in Japan. The original version of this report is written in Japanese. In the event of any discrepancies in words, accounts, figures, or the like between this report and the original, the original Japanese version shall govern.

Integrate						March 31,2009		Year ending March 31,2011 (Projected)			
Integrate			Actual	Actual	Amount	Percentage	Annual	Increase/decrease from the previous year	First six months	Increase/decrease the first six mont the previous	
(	ct category and geographica	I region									
	ed circuits	Millions of yen	186,898	159,924	+26,974	+16.9%	200,641	+7.4%	98,717	+6.	
(4	Japan)		(81,624)	(76,775)	(+4,849)	(+6.3%)	(85,317)	+4.5%	(40,800)	+1.	
	Asia)		(92,252)	(74,693)	(+17,559)	(+23.5%)	(100,113)	+8.5%	(50,278)	+6.	
(4	Americas)		(9,502)	(4,596)	(+4,906)	(+106.7%)	(10,041)	+5.7%	(5,230)	+48.	
(	Europe)		(3,519)	(3,858)	(-339)	(-8.8%)	(5,169)	+46.9%	(2,406)	+49.	
Discrete	semiconductor devices		108,021	114,232	-6,211	-5.4%	109,816	+1.7%	57,271	+7.	
(•	Japan)		(35,081)	(36,832)	(-1,751)	(-4.8%)	(35,258)	+0.5%	(17,269)	+4.	
(4	Asia)		(64,112)	(67,813)	(-3,701)	(-5.5%)	(65,868)	+2.7%	(35,452)	+8.	
(.	Americas)		(4,499)	(4,510)	(-11)	(-0.3%)	(4,482)	-0.4%	(2,486)	+19	
(	Europe)		(4,327)	(5,076)	(-749)	(-14.7%)	(4,206)	-2.8%	(2,063)	+3.	
Passive	components		18,034	19,193	-1,159	-6.0%	17,890	-0.8%	9,383	+5.	
(.	Japan)		(3,505)	(3,653)	(-148)	(-4.1%)	(3,259)	-7.0%	(1,624)	-1.	
(4	Asia)		(11,555)	(12,623)	(-1,068)	(-8.5%)	(12,005)	+3.9%	(6,353)	+6.	
(4	Americas)		(1,069)	(1,057)	(+12)	(+1.1%)	(1,062)	-0.7%	(576)	+30.	
(	Europe)		(1,904)	(1,859)	(+45)	(+2.4%)	(1,563)	-17.9%	(829)	-4.	
Displays	;		22,685	23,789	-1,104	-4.6%	25,651	+13.1%	12,627	+13	
(.	Japan)		(6,139)	(6,529)	(-390)	(-6.0%)	(8,403)	+36.9%	(3,601)	+25.	
(4	Asia)		(13,356)	(13,549)	(-193)	(-1.4%)	(13,471)	+0.9%	(7,228)	+6.	
(4	Americas)		(1,147)	(1,519)	(-372)	(-24.5%)	(1,277)	+11.3%	(604)	+22.	
(	Europe)		(2,041)	(2,190)	(-149)	(-6.8%)	(2,498)	+22.4%	(1,192)	+29.	
Total			335,640	317,140	+18,500	+5.8%	354,000	+5.5%	178,000	+7.	
(.	Japan)		(126,351)	(123,791)	(+2,560)	(+2.1%)	(132,238)	+4.7%	(63,296)	+3.	
(4	Asia)		(181,277)	(168,679)	(+12,598)	(+7.5%)	(191,459)	+5.6%	(99,312)	+6.	
(.	Americas)		(16,219)	(11,684)	(+4,535)	(+38.8%)	(16,864)	+4.0%	(8,898)	+36.	
(	Europe)		(11,792)	(12,985)	(-1,193)	(-9.2%)	(13,437)	+13.9%	(6,492)	+20	
es by applie	cation										
١	/isual	%	8.1	8.1	0.0						
A	Audio		9.8	10.5	-0.7						
F	Home appliance		2.5	2.4	+0.1						
C	Other consumer		14.4	15.2	-0.8						
C	Computer and OA		11.5	13.4	-1.9						
т	relecommunications		12.1	11.8	+0.3						
A	Automotive		10.0	8.6	+1.4						
C	Other industrial		2.3	2.1	+0.2						
5	Subassemblies		17.6	16.4	+1.2						
C	Others		11.7	11.5	+0.2						
ital expend	ditures by product categor	у									
Integrate	ed circuits	Millions of yen	12,659	22,782	-10,123	-44.4%	32,000	+152.8%	14,500	+270	
Discrete	semiconductor devices		9,062	15,973	-6,911	-43.3%	23,800	+162.6%	12,500	+198	
Passive	components		1,356	3,443	-2,087	-60.6%	2,800	+106.4%	1,500	+128	
Displays			1,620	3,096	-1,476	-47.7%	2,900	+78.9%	1,900	+161	
Others			5,516	6,194	-678	-10.9%	3,500	-36.6%	2,400	+90	

# 1. Consolidated Financial Results (Continued from the previous page)

### 2. Non-consolidated Financial Results

		Year ended March 31, 2010	ed down to the nearest million yen. An Year ended March 31, 2009	Increase/decrease from the y 31,2009	
		Actual	Actual	Amount	Percentage
Net sales	Millions of yen	274,247	247,537	+26,710	+10.8%
Operating income	Millions of yen	5,531	4,862	+669	+13.8%
(Operating income margin)		(2.0%)	(2.0%)	(0.0%)	
Ordinary income	Millions of yen	18,526	21,419	-2,893	-13.5%
(Ordinary income margin)		(6.8%)	(8.7%)	(-1.9%)	
Net income	Millions of yen	13,851	3,926	+9,925	+252.7%
(Net income margin)		(5.1%)	(1.6%)	(+3.5%)	
Basic net income per share	yen	126.42	35.84	+90.58	+252.7%
Total assets	Millions of yen	557,718	532,056	+25,662	+4.8%
Net assets	Millions of yen	460,842	453,344	+7,498	+1.7%
Equity ratio	%	82.6	85.2	-2.6	
Net assets per share	yen	4,206.00	4,137.46	+68.54	+1.7%
Annual cash dividends	yen	130.0	130.0	0.0	
(Year-end cash dividends)	(yen)	(65.0)	(65.0)	(0.0)	
Capital expenditures	Millions of yen	6,650	6,038	+612	+10.1%
Depreciation (Tangible fixed assets)	Millions of yen	4,106	4,120	-14	-0.4%
Net financial revenue	Millions of yen	10,348	13,256	-2,908	-21.9%
Foreign currency exchange gains/losses	Millions of yen	(loss)582	(gain)1,680	(loss)2,262	
Number of employees		3,243	3,144	+99	+3.1%
Number of shareholders		28,428	28,213	+215	+0.8%
Financial institution shareholding ratio	%	26.94	24.71	+2.23	
Foregin shareholding ratio	%	45.92	45.88	+0.04	

May 11, 2010

# Financial Report for the Year Ended March 31, 2010

Listed Company Name: ROHM CO., LTD. Code No.:6963 URL <u>http://www.rohm.co.jp</u> Company Representative: (Title) President Contact Person: (Title) Director, Accounting & Finance Headquarters Scheduled date of annual meeting of shareholders June 29, 2010 Scheduled date of securities report for submission June 30, 2010

(Name) Satoshi Sawamura (Name) Eiichi Sasayama Scheduled first-dividend payment date

TEL +81-75-311-2121 June 30, 2010

Stock Exchange Listings Tokyo, Osaka

(Figures are rounded down to the nearest million yen.) 1. Consolidated Business Results for the Year Ended March 31, 2010 (From April 1, 2009 to March 31, 2010) (1) Consolidated Operating Results (Accumulated total) (The percentages [%] represent changes from the previous year)

) consolidated operating results (recumulated total)						ne percenta	iges [70	j represent	i change	s nom me p	evious year)
	Net sales			Operating income		Ordin	Ordinary income			Net income	
	Millions of yen		%	Millions of yen	%	Millions of	of yen	%	Mill	ions of yen	%
Year ended March 31, 2010	335,640		5.8	18,809	78.5	1	7,284	-6.8		7,134	-27.5
Year ended March 31, 2009	317,140	-1	5.1	10,540	-84.4	1	8,544	-70.5		9,837	-69.2
	Basic net income Dile per share		luted net income Ratio of net per share to equ					Operatin to net			
		Yen		Yer	ı	%			%		%
Year ended March 31, 2010		65.10		_		1.0			2.1		5.6
Year ended March 31, 2009		89.76		_		1.3			2.2		3.3

(Reference) Investment loss (-gain) on equity method

Year ended March 31, 2010: 185 million yen

Year ended March 31, 2009: -1,464 million yen

(2) Consolidated Financial Position

	Total assets	Net assets	Equity ratio	Net assets per share	
	Millions of yen	Millions of yen	%	Yen	
Year ended March 31, 2010	807,339	707,718	87.4	6,439.19	
Year ended March 31, 2009	809,185	709,840	87.5	6,459.81	
(Reference) Shareholder's equity Year ended March 31, 2010: 705,528 million yen					

Year ended March 31, 2009: 707,807 million yen

(3) Consolidated Cash Flows

	Cash flows from operating	Cash flows from investing	Cash flows from financing	Cash and cash equivalents at
	activities	activities	activities	end of year
	Millions of yen	Millions of yen	Millions of yen	Millions of yen
Year ended March 31, 2010	51,998	-35,430	-14,434	259,135
Year ended March 31, 2009	65,971	-90,407	-27,719	262,210

#### 2. Dividend Details

		D	vividend per shar		Total annual	Shareholder	Dividend on	
(Base date)	End of the first quarter	Interim	End of the third quarter	End of year	Annual	dividend	payout ratio (consolidated)	equity ratio (consolidated)
	Yen	Yen	Yen	Yen	Yen	Millions of yen	%	%
Year ended March 31, 2009	—	65.00	_	65.00	130.00	14,244	144.8	1.9
Year ended March 31, 2010	—	65.00	_	65.00	130.00	14,243	199.7	2.0
Year ending March 31, 2011 (Estimates)	_	65.00	_	65.00	130.00		57.0	

3. Consolidated Business Results Forecast for the Year Ending March 31, 2011 (From April 1, 2010 to March 31, 2011) (The percentages [%] shown for Fiscal 2011 figures represent changes from the previous fiscal year and those for the Interim figures represent changes from the interim data of the previous fiscal year.)

	Net sales		Operating income		Ordinary income		Net income		Basic net income per share	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen	
Interim	178,000	7.0	21,000	488.3	21,500	_	13,500	—	123.21	
Fiscal 2011	354,000	5.5	40,000	112.7	41,000	137.2	25,000	250.4	228.17	

### 4. Other

<ul> <li>(1) Major Change in Subsidiaries during the Year Ended March 31, 2010</li> <li>(Changes to specified subsidiaries accompanying revision on the scope of consolidation): New company - (Company name: Excluded company - (Company name:</li> </ul>	None ) )
(2) Changes in Accounting Policies, Procedures, Indication Methods, Etc. Concerned with the Prepar	ations of Financial Statements:
(Changes to be entered to Major Items for the Preparations of Consolidated Financial Statements)	
[1] Changes according to revision of accounting standards:	Yes
[2] Other changes:	None
(Note) For details, please refer to "Major Items for the Preparations of Consolidated Financial Statements"	on Page 18.
(3) Number of Shares Outstanding (common shares)	
[1] Year-end number of shares outstanding (incl. treasury stocks)	
Year ended March 31, 2010 115,300,000 shares Year ended M	arch 31, 2009 118,801,388 shares
[2] Year-end number of treasury stocks	
Year ended March 31, 2010 5,732,200 shares Year ended M	arch 31, 2009 9,230,546 shares

(Notes) For the number of shares used as the basis for calculating the net income per share (consolidated), please refer to "Per Share Data" on page 24.

(Reference) Summary of non-consolidated operating results

1. Non-consolidated Business Results for Year Ended March 31, 2010 (From April 1, 2009 to March 31, 2010)

(1)Non-consolidated Rest	INOn-consolidated Results of Operations						t changes from the pre-	vious year)
	Net sales		Operating income		Ordinary income		Net income	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
Year ended March 31, 2010	274,247	10.8	5,531	13.8	18,526	-13.5	13,851	252.7
Year ended March 31, 2009	247,537	-25.7	4,862	-86.6	21,419	-35.6	3,926	-78.3

	Basic net income per share	Diluted net income per share
	Yen	Yen
Year ended March 31, 2010	126.42	_
Year ended March 31, 2009	35.84	-

(2)Non-consolidated Financial Position

	Total assets	Net assets	Equity ratio	Net assets per share	
	Millions of yen	Millions of yen	%	Yen	
Year ended March 31, 2010	557,718	460,842	82.6	4,206.00	
Year ended March 31, 2009	532,056	453,344	85.2	4,137.46	

(Reference) Shareholder's equity

Year ended March 31, 2010: 460,842 million yen

Year ended March 31, 2009: 453,344 million yen

#### \*Explanation on Adequate Usage of Business Results Forecast

Since the statement regarding the business results forecast accounted for in this financial report is based on current information acquired by ROHM as well as specific legitimate prerequisites, actual business results may be considerably different due to various factors. Regarding prerequisite on business results forecast and other related subjects, please refer to "1. Analysis of Business Results of [Business Results]" on Page 5 to 6.

# **Business Results**

#### 1. Analysis of Business Results

(1) Business results for the year ended March 31, 2010

#### Overall condition of business performance

During the year ended March 31, 2010, the world economy started to show signs of gradual recovery from the sluggishness that predominated since the autumn of 2008. In most of the developed world, in addition to a continuing slowdown in home sales, the employment environment did not improve, holding economies in stagnation. By individual regions, the economic environment in the US showed signs of recovery in personal consumption and capital investment after it passed the worst period, however it was not enough to reach a full fledged recovery. In Europe, thanks to governmental economic measures, the downturn came to halt while exports increased, showing signs of recovery. Automobile sales, which were robust in the first half of the year, started to decrease after the turn of the year as car buying assistance measures promoted by the German government ended. Personal consumption remained sluggish and the unemployment rate stayed at a high level. In addition, risks due to deteriorating financial conditions in some south European countries, notably Greece, were a concern, keeping the economy in a severe state. In China, exports recovered and the economy showed a pickup trend triggered by improved personal consumption due to economic stimulus measures as well as investment in infrastructure and real estate. Other Asian regions also enjoyed robust economies as their exports to China increased. In Japan, the economy was supported by various measures and exports moved to a recovery track centering on those to Asia, while personal consumption slightly recovered as well. However, in addition to sluggish corporate capital investment and deteriorating employment, the appreciation of the yen and deflation since autumn decreased corporate profits, therefore the economy did not reach a self-sustaining recovery.

In the electronics industry, large-scale production adjustments in the fields of personal computers, AV equipment, mobile phones came to an end. Measures to encourage consumer spending by individual governments and the shift to digitalization made sales of flat screen TVs favorable, while the sales of mobile phones to emerging countries increased, demonstrating a tendency toward recovery of the overall economy.

In the electronic component industry, due to a backlash of demand for electronic components in excess of production adjustment of final products which original equipment manufacturers have instituted since autumn of 2008, the market was leaning toward recovery. After autumn, the market moved into its usual seasonal adjustment but flat screen TVs, personal computers, and mobile phones recorded robust sales and the fall was smaller than anticipated. Demand for LEDs including LED TVs and lighting, widely increased.

By individual regions, home appliances such as flat-screen TVs and refrigerators were in strong demand in Japan due to the upcoming complete switchover to terrestrial digital media broadcasting in 2011 and eco-point systems for home appliances. Sales of personal computers also remained robust due to the spread of Notebook PCs and the release of a new operating system. On the other hand, the recovery was weak in other consumer product markets and the mobile phone market also declined due to market saturation and prolonged replacement cycles. The automotive market was weak in this first half of the year, however the market went through a recovery phase centering on hybrid vehicles thanks to a tax reduction program aimed at promoting purchases of eco-friendly cars. Regarding other Asian regions, production suddenly recovered after the end of inventory adjustments. Exports to the US and European countries, which had previously been sluggish, has been on a gradual recovery trend since autumn and production of flat screen TVs, laptop PCs and mobile phones such as smart phones headed toward recovery. In China, political measures to disseminate home appliances increased demand and consumer products such as flat-screen TVs registered robust sales. In the US, the slowdown in the automotive market temporarily halted due to car buying assistance measures promoted by the government; however sales decreased compared to the previous fiscal year and the demand for automotive components also slowed down. The demand for electronic components remained stagnant. In Europe, the automotive market leaned towards recovery due to supportive measures designed by the governments, but the production of TV sets in Eastern Europe considerably decreased, and as a whole, the economic recovery was not strong.

Under these circumstances, the ROHM Group focused on strengthening product lineups for the automotive and electrical markets, flat-screen TV market, information and telecommunication markets and mobile device market, while enforcing the sales divisions related to the each market to strengthen the system of sales to overseas customers with primary focus on personal computers, mobile phones and flat-screen TVs. The group continued to make the utmost effort to improve organizational structure in order to promptly respond to the shift in the global market. In addition, the group focused on the development of eco-devices with the aim to improve the global environment, and sales of energy-saving and advanced LED lighting that can contribute to the reduction of CO2. Furthermore, while working to improve management at OKI Semiconductor Co., Ltd. and constructing a cooperative system with the LSI division of ROHM, the company finalized the purchase of SiCrystal AG (Germany), a manufacturer of SiC wafers, which are garnering attention as a next-generation material for semiconductors, and Kionix Inc. (US), which is the world's third largest manufacturer of MEMS acceleration sensors (\*1), pursuing a focus on future product development.

In this situation, net sales of the year ended March 31, 2010 recorded 335,640 million yen (an increase of 5.8 percent from

the previous fiscal year) and operating income marked 18,809 million yen (an increase of 78.5 percent from the previous fiscal year). This was accompanied by the effects of increased revenue as well as a reduction in selling, general and administrative expenses.

Ordinary income was 17,284 million yen (a decrease of 6.8 percent from the previous fiscal year) as foreign currency exchange gains in the previous fiscal year had changed to foreign currency exchange losses.

Net income was 7,134 million yen (a decrease of 27.5 percent from the previous fiscal year) as the result of posting impairment losses and restructuring expenses.

\*1. MEMS acceleration sensors

Electronic device having an electromechanical structure equipped with a sensor function to measure changes in speed on silicon chips by the use of semiconductor microfabrication technology.

#### Overview of performance in each division

<Integrated circuits>

Net sales for the year ended March 31, 2010 were 186,898 million yen (an increase of 16.9 percent from the year ended March 31, 2009).

In the category of ICs, after an abrupt adjustment phase in autumn of 2008, signs of recovery were evident, but the overall market remained in a severe state. Sales of ICs for mobile phones including LED drivers were robust in overseas markets, but the sales of analog front-end ICs (\*2), display driver ICs and audio related ICs were low. In the category of audio and visual equipment, sales of power supply ICs, backlight inverter ICs, sound amplifiers, and audio DSPs (\*3) for flat-screen TVs were strong. Sales of power supply ICs for car audios and motor driver ICs for audios and DVD players/recorders showed signs of recovery after autumn. Sound processors also increased sales after the turn of the year, however overall sales stagnated. As for game consoles, although sales of power supply ICs were strong, sales of Voice Generation ADPCM Decoder ICs (\*4) remained low. With regards to personal computers, sales of motor driver ICs for fan motors and optical disks slowed down. In general-purpose equipment, although sales of LDO regulators (\*5), EEPROMs, DC/DC converters and reset ICs showed a healthy trend in the second half of the year, sales as a whole remained stagnant.

In the area of modular products, sales of AC/DC converters, which were sluggish in the first half of the year, enjoyed robust sales in the second half of the year. Other power modules were on a recovery track after the turn of the year. However, sales of IrDA (\*6) modules were sluggish.

At OKI Semiconductor Co., Ltd., sales of the P2ROM<sup>TM</sup> (\*7) for gaming equipment, which had been strong in the first half of the year, slowed down after summer. Furthermore, LCD driver ICs were affected by tough price competition, as severe conditions continued.

The ROHM continued to focus its efforts on cost reduction and improvement of production efficiency at OKI Semiconductor Co., Ltd., and to work on sharing existing production lines of the ROHM Group with OKI Semiconductor Co., Ltd.

- \*2. Analog front-end IC for mobile phone IC that converts analog signals received with an antenna into digital signals that can be processed within a mobile phone.
- \*3. Audio DSP (digital sound processor) A dedicated processor for audio equipment that digitally processes audio signals.
- \*4. Voice Generation ADPCM (Adaptive Differential Pulse Code Modulation) Decoder LSI An IC for demodulating voice-compressed data in the form of ADPCM (one of the systems for converting voice into digital data, which, by digitalizing the difference with the data that was most recently digitalized, besides digitalizing voices at regular time intervals, reduces amount of data without losing sound quality) and for reproducing audio via speakers.
- \*5. LDO (Low Drop Out) regulator A circuit for outputting a desired constant voltage from a certain input voltage. LDO stands for Low Drop Out type, which suffers minimal loss in conversion.
- \*6. IrDA Infrared Data Association, a standard for transmitting and receiving data using infrared rays, widely used for laptop computers and mobile phones.
- \*7. P2ROM<sup>TM</sup> (Production Programmed ROM) OKI Semiconductor's unique non-volatile memory, on which customer programs and data are written at the factory before shipment. It is used for game consoles and can be shipped in a shorter amount of time compared to general-use mask ROMs.

<Discrete semiconductor devices>

Net sales for the year ended March 31, 2010 were 108,021 million yen (a decrease of 5.4 percent from the year ended March 31, 2009).

In the transistor and diode product group, fast recovery diodes (\*8) and Zener diodes had brisk sales. The sales of other leading products such as bi-polar transistors and small-signal diodes, which were sluggish in the first half of the year, showed potential after the turn of the year, so overall sales were on a trend toward recovery.

In the LED (light emitting diode) area, sales of high-intensity full-color LEDs for amusement equipment increased considerably and showed relatively positive results.

As for laser diodes, sales of dual wavelength lasers for CD/DVD showed a trend toward improvement due to some new product releases. In addition, lasers for CD and DVD slightly trended toward recovery after the turn of the year.

In the area of production systems, production transfers continued to overseas plants of the ROHM Group in Thailand, the Philippines, and Tianjin, China. Furthermore, with the objective of enhancing the group's ability to respond to cost concerns, ROHM strived for improved production efficiency.

#### \*8. Fast recovery diode

A diode that is equipped with features for faster reverse recovery than a normal diode.

<Passive components>

Net sales for the year ended March 31, 2010 were 18,034 million yen (a decrease of 6.0 percent from the year ended March 31, 2009).

In the resistors product family, the recovery continued to be slow, however in the second half of the year, the market was on a readjustment path centering on resistors for automobile component markets.

Within our tantalum capacitors, bottom-surface electrodes for laptop PCs experienced a favorable increase in sales, moving towards gradual recovery after the turn of the year.

The production system for tantalum capacitors continuously strengthened at the ROHM Group plant in Thailand and efforts for cost reduction were implemented.

#### <Displays>

Net sales for the year ended March 31, 2010 were 22,685 million yen (a decrease of 4.6 percent from the year ended March 31, 2009).

In the Printhead product family, small-size thermal Printheads for miniaturized printers enjoyed robust sales after the turn of the year, but overall sales decreased mainly in the fields of image sensor heads for facsimile machines and multifunction printers.

Regarding LED displays, sales of LED display modules such as eight-character numeric displays, which had been stagnant, started to recover. In addition, sales of dot matrix-type LED display modules enjoyed brisk sales growth.

LED lighting, which is expected to be an energy-saving light source of the next generation and contributor to  $CO_2$  reduction, is gradually growing its sales figures as commercial facilities and office buildings have started to adopt this illumination system.

As for production systems, enforcement of a production control processes and improvement of production efficiency at the plant of the ROHM Group in Dalian, China progressed with efforts to reduce cost.

#### (2) Prospects for the Next Fiscal Year

Overall conditions concerning the performance prospects for the next fiscal year

The global economy is showing signs of gradual recovery from the recession as personal consumption in individual areas is picking up. However, sluggish home sales and a tough employment environment remain mainly in developed countries, thus the economy is expected to remain uncertain for some time.

In the electronics market, in addition to the fact that markets in emerging countries are expanding, personal consumption in developed countries continues on a pickup trend, thus the recovery tendency is considered to continue, however we need to cautiously watch market trends after the summer.

The ROHM Group continues to make the utmost efforts to improve business performance by promoting thorough business streamlining and cost reduction, as well as developing new products and strengthening customer support systems.

Furthermore, the Group not only endeavors to further enhance the cooperative system with the LSI business of OKI Semiconductor Co., Ltd., but also promotes development of next generation products utilizing technologies of SiCrystal AG (Germany), a manufacturer of SiC wafers, and Kionix Inc., the world's third largest manufacturer of MEMS acceleration sensors, which ROHM purchased in the previous fiscal year, thus boldly striving to improve its corporate value.

With these conditions in mind, consolidated business result forecasts throughout the fiscal year are as follows:Net sales:354,000 million yen (5.5 percent up from the previous fiscal year)Ordinary income:41,000 million yen (137.2 percent up from the previous fiscal year)Net income:25,000 million yen (250.4 percent up from the previous fiscal year)Details of divisional forecasts of consolidated sales are as follows:Integrated circuits200,600 million yen (7.4 percent up from the previous fiscal year)

Discrete semiconductor devices200,000 million yet (7.4 percent up from the previous fiscal year)Passive components109,800 million yet (0.8 percent down from the previous fiscal year)

Displays 25,600 million yen (13.1 percent up from the previous fiscal year)

The forecasts are based on an exchange rate of ¥90 to US\$1.

2. Financial Analysis

Analysis on status of assets, liabilities, net assets and cash flow

During the fiscal year ended March 31, 2010, total assets decreased by 1,846 million yen from the previous fiscal year and amounted to 807,339 million yen. The main factors behind the decrease are as follows: securities and tangible fixed assets decreased by 34,491 million yen and 21,542 million yen, respectively, while cash and time deposits, intangible fixed assets and notes and accounts receivable increased by 23,264 million yen, 15,467 million yen and 14,267 million yen, respectively.

Liabilities increased by 276 million yen from the previous fiscal year and amounted to 99,620 million yen. The main causes are notes and accounts payable increasing by 5,273 million yen and deferred tax liabilities (fixed) increasing by 3,504 million yen, as well as allowance for restructuring expenses decreasing by 5,574 million yen.

Net assets decreased by 2,122 million yen from the previous fiscal year and amounted to 707,718 million yen. Decreases in shareholders' equity by 7,128 million yen and foreign currency translation adjustments by 3,104 million yen and an increase in net unrealized gain on available-for-sale securities by 7,953 million yen are the main causes.

Consequently, equity ratio increased from the 87.5 percent of the previous fiscal year to 87.4 percent.

The cash flow status in the year ended March 31, 2010 is as follows.

Cash flow from operating activities recorded a plus of 51,998 million yen (a plus of 65,971 million yen in the year ended March 31, 2009). This is mainly attributable to increased depreciation and income before income taxes and minority interests, and decreased notes and accounts receivable.

Cash flow from investment activities recorded a minus of 35,430 million yen (a minus of 90,407 million yen in the year ended March 31, 2009). This was caused by a decreased balance of purchases and sales of tangible fixed assets and expenses from purchase and sales of subsidiary's shares accompanying revision to the scope of consolidation, and an increased balance of purchase, sales and paying-off of marketable securities and investment securities.

Cash flow from financial activities recorded a minus of 14,434 million yen (a minus of 27,719 million yen in the year ended March 31, 2009). This results from a decrease in the payment of dividends.

As a result of adding exchange rate changes on cash and cash equivalents to the above factors, cash and cash equivalents decreased by 3,075 million yen, and the balance was 259,135 million yen as of March 31, 2010.

As events significantly affecting cash flow in the fiscal year, plant and equipment investment of 65,000 million yen and depreciation (tangible fixed assets) of 42,500 million yen are scheduled.

(Itererenee) changes	(Reference) changes in cash-now indicators					
	Year ended March 31, 2006	Year ended March 31, 2007	Year ended March 31, 2008	Year ended March 31, 2009	Year ended March 31, 2010	
Equity ratio	82.7%	84.9%	86.7%	87.5%	87.4%	
Equity ratio on the market value basis	151.0%	126.4%	77.6%	66.2%	94.7%	
Ratio of cash flow to interest-bearing liability	_	_	_	0.012/year	0.012/year	
Interest coverage ratio	_	_	_	4,066.3	2,886.4	

#### (Reference) Changes in cash-flow indicators

(Computation) Equity ratio = equity/total assets

Equity ratio on the market value basis = aggregate market value of shares/total assets Ratio of cash flow to interest-bearing liability = interest-bearing liability/cash flow Interest coverage ratio = Cash flow/interest payment

3. Basic Policy for Profit Distribution for the Year Ended March 31, 2010 and Year Ending March 31, 2011

(1) Basic Policy for Profit Distribution

In profit distribution to shareholders, ROHM is implementing actions in order to meet shareholders' expectations for improving future value of the Company, by thoroughly considering the Company's business results, financial status, and funding demands for business investment.

As ROHM's existing principle, the company intends to pay a return to shareholders that will represent no less than 100 percent of the consolidated cash flow of each fiscal year by the year ended March 31, 2010. In addition, the cash reserves were applied to funding demands for M&A and business restructuring.

Under the global-scale restructuring and shakeout in semiconductor industries, ROHM further promotes these policies, infuses funds to necessary capital investment and M&A to win out over competition, and improve our business performance, in order to live up to the expectation of shareholders.

On the other hand, in view that stable continuous payment of dividends is important, ROHM will make utmost efforts to stable pay dividends with consideration given to business performance.

It seems that the world economy will remain unstable for a while. In the semiconductor industry, market expansion is anticipated over the medium to long term while global competition is also expected to intensify, leading to industry realignment and the elimination of noncompetitive businesses on a global scale. For the ROHM Group to continue growing and expanding its business under these circumstances, it is essential to reinforce expertise in developing innovative products and enhance cost competitiveness, thus preventing other companies from easily duplicating what we do. The group is conducting company-wide efforts to enhance its corporate value through investment in cash reserves and generated cash flows both carefully and effectively, and ensure its manufacturing facilities are equipped with the proper equipment required to enhance its developmental and technological expertise. ROHM's competitiveness is based on its expertise in technology, which leads to joint ventures and company acquisitions that ensure attractive returns. This allows ROHM to improve its net income per share (EPS) and return on equity (ROE).

#### (2) Profit Distribution for the Year Ended March 31, 2010

In consideration of obligations to provide a return to shareholders, the performance for this fiscal year (ended March 31, 2010), and future capital requirements, the year-end dividend will be 65 yen per share as expected at the beginning of this fiscal year. As a result, the annual dividend, with 65 yen per share added as an interim dividend, is scheduled to be 130 yen per share. In addition, based on ROHM's conventional principle that the amount that will represent no less than 100 percent of consolidated free cash flow shall be paid to shareholders, the free cash flow that was generated in the year ended March 31, 2010 is scheduled to be paid in the next fiscal year.

#### (3) Schedule of Profit Distribution for the Year Ending March 31, 2011

The profit distribution for the year ending March 31, 2011 is scheduled to be 65 yen per share as an interim dividend, and 65 yen per share as a year-end dividend, totaling 130 yen in consideration of obligations to provide a return to shareholders, performance for the next fiscal year, and future capital requirements.

#### (4) Retirement of Treasury Stock

The ROHM Group, in consideration that our shareholders are significant stakeholders of the company, continues to acquire treasury stock under the basic principles described above. The maximum for possessing treasury stocks is to be 5 percent of the total outstanding shares, and, in principle, any amount beyond this limit shall be retired at the end of every fiscal year. The group continuously possesses treasury stocks on hand in order to secure management flexibility by utilizing them for merger and acquisition activity and other needs as required.

#### 4. Risk concerning the Company's Businesses

The following are risks that may have a significant impact on the financial status and operating results of the ROHM Group. Meanwhile, the items regarding the future in the following text were judged by the ROHM Group for the end of the year ended March 31, 2010.

#### (1) Risks Associated with Market Changes

The semiconductor industry and electronics component industry are subject to sharp, abrupt changes in market conditions, due to factors such as the tendency of end-set manufacturers in adjusting production according to the sales status of electronic products, as well as competition in prices and technology development. Prices are especially susceptible to sudden drops according to the supply-demand relationship, while competition from emerging Southeast Asian manufacturers tends to cause instability with regard to maintaining and increasing sales and procuring profits.

#### (2) Exchange Risks

The ROHM Group has expanded its stronghold in global development, production, and sales; meaning the financial statements prepared in each local currency are converted into the Japanese yen in order to prepare consolidated financial statements. Accordingly, even if the values in local currencies remain the same, the profits and losses on the consolidated financial statement may be affected because of the exchange rates at the time of conversion.

The ROHM Group, while conducting production activities in Japan and Asian countries, sells its products in Japan, Asia, the U.S., and Europe. This means different currencies are used between production and sales bases and consequently exchange rate fluctuations exert a continual influence on ROHM. Generally, a strong Japanese yen conversion adversely affects our business performance, while a weak yen conversion has a favorable impact.

#### (3) Risks of Product Defects

The ROHM Group places top priority on quality, as stated in the Company Mission, and produces products subject to stringent quality control standards. However, this does not guarantee that it never produces defective products or that it will never be liable to compensate buyers for product defects. If a buyer should make a claim for defects with regard to ROHM products, company performance might be adversely affected.

#### (4) Legal Risks

In order to manufacture products distinguished from those of other companies, ROHM develops various new technologies and know-how, and produces and sells products worldwide based on these proprietary technologies. ROHM has a division that specializes in the strict supervision of in-house activities so as to ensure that the technologies and know-how used by the Group do not infringe on the intellectual property rights of other companies such as patent rights. In addition, in all business fields in which the ROHM Group is involved, the Group complies with all relevant laws and regulations with respect to the utilization and handling of exhaust air, drainage, and harmful materials, waste treatment, surveys on soil/underground water pollution, and protection of the environment, health, and safety. However, the Group may incur legal responsibilities in this respect due to unexpected events, possibly having an adverse influence on business results.

#### (5) Natural Disasters and Geopolitical Risks

The ROHM Group performs development, manufacturing, and sales activities not only in Japan, but also worldwide. To diversify the risks, the Group locates production lines at different bases as a countermeasure. However, these production bases may be damaged due to earthquake, typhoon, flooding, and other natural disasters, or political uncertainty or international conflicts. If these events prevent product supply to consumers, ROHM's business results may be adversely affected.

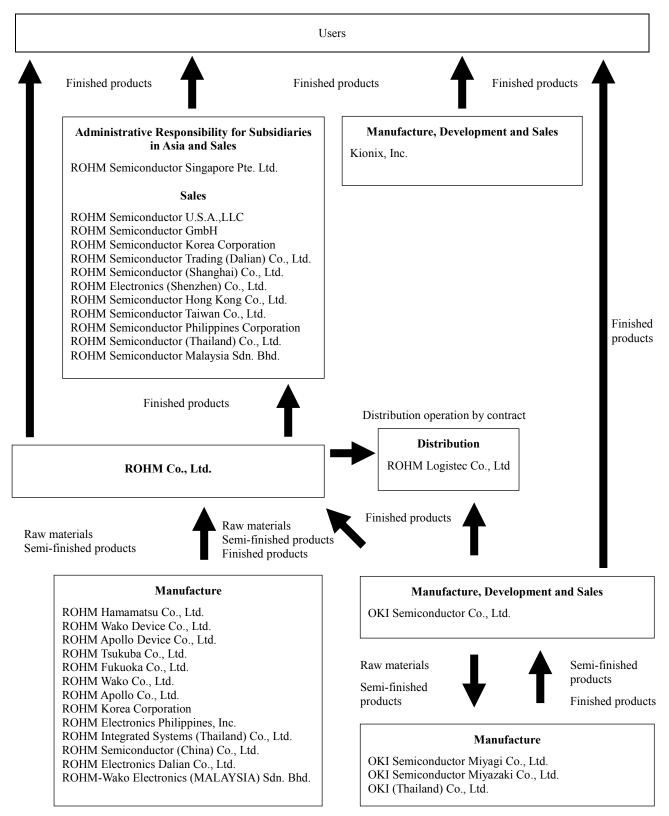
#### (6) Other Risks and Corporate Risk Management System

In addition to the above-mentioned risks, there are various other risks that may influence the financial condition and business performance during business activities, such as risks related to logistics, material procurement, and information systems. The ROHM Group has an in-house Risk Control Committee to preclude these risks or minimize their influence, thus strengthening our risk management system.

# **Status of the ROHM Group**

The ROHM Group consists of ROHM Co., Ltd., 55 consolidated subsidiaries (16 in Japan and 39 outside Japan) and 6 affiliated companies (4 in Japan and 2 outside Japan). We are a comprehensive electronic component manufacturer, whose principal business is the manufacture and sales of electronic components.

The group diagram and information on affiliated companies are given below.



# **Management Policies**

#### 1. ROHM's Basic Management Policy

ROHM believes that, in creating and improving perpetual and overall corporate value, added-values created by the company's business activities should be allocated to all constituents, including shareholders, employees, and stakeholders in local communities in appropriate proportions, while retained earnings should be allotted to business investment and efforts to increase its competitive strength. To pursue this objective, it is also essential to obtain the understanding and cooperation of all those with a stake in the company's performance. Making ROHM shares more attractive to investors has been one of the highest priorities of company management.

With these perspectives, ROHM has committed itself to developing market-leading products by focusing on high value-added system LSIs for digital information technologies, mobile electronic equipment, and automobile components, which are expected to undergo rapid growth along with optical devices— another area with considerable growth potential. As a fundamental policy, ROHM pursues a stable supply of high quality, cost-competitive products in high volume through optimal utilization of its distinctive production technologies, and will consequently maintain a leading position in the global electronic component market.

#### 2. Referenced Corporate Performance Indices

ROHM is making continued efforts to ensure profit by moving forward with various steps, including the development of new products, while reinforcing its sales operations. ROHM uses indices representing the rate of return, such as EBITDA (\*), as well as asset turnover ratio and plant and equipment investment efficiency. In addition, we are also striving to improve the net income per share (EPS) and the rate of return on equity (ROE), in order to enhance shareholder value.

\* EBITDA (earnings before interest, taxes, depreciation, and amortization)

An index obtained by adding interest expenses and depreciation to income before income taxes and minority interests. It is commonly used to compare corporate earning power internationally.

#### 3. Mid- to Long-term Corporate Strategies

Amidst anticipated expansion in the electronics industry over the medium to long term, and parallel to further progress of informatization, global competition is expected to intensify, due mainly to broader demand fluctuations, ultimately mandating a realignment of the industry and an elimination of noncompetitive businesses.

To ensure stable growth and a strong, well-balanced financial position under these circumstances, a range of measures should be implemented: the development of original high value-added products, utilizing world-ranked advanced technologies, enhanced cost competitiveness, the establishment of a global production and distribution network that conveys high customer satisfaction in both domestic and overseas markets, as well as strengthening of sales and technical support for customers.

ROHM puts top priority on consistent development and production systems and the significance of quality, and devotes ceaseless effort to achieve these values.

As concrete measures, ROHM will enhance digital, analog, and integrated digital/analog technologies via a continuous increase in R&D personnel. For this purpose, ROHM is reinforcing customer support and the in-house R&D system for further future growth with the development bases of the "LSI Development Center", "Yokohama Technology Center", "Optical Device Research Center", and "LSI Test Technology Center" at the core of technological enhancement.

ROHM is actively involved in a wide range of joint projects with a multitude of domestic and foreign universities regarding next-generation R&D, including comprehensive industrial-academic collaboration alliances with Kyoto University and Tsinghua University in China; joint efforts with the Semiconductor Industry Research Institute of Japan—a think-tank of the Japanese semiconductor industry; and participation in other Japanese national leading-edge R&D projects that integrate industry-government-academia expertise. ROHM is also promoting partnerships with other companies whenever necessary to complement its technologies and consequently improve the efficiency of its R&D activities. Furthermore, ROHM is advancing with R&D for the next generation by moving forward with development of power devices using silicon carbide substrate, which are expected to be far superior in terms of voltage endurance, high electric current, and low-loss to semiconductor devices made with conventional silicon substrates, and will proceed with the introduction of these devices to the market. In addition, the company is expanding into new fields and technologies by enhancing the lineups of biochips for the medical equipment industry and developing non-volatile logic ICs that nullify power consumption when on standby. At the same time, ROHM is carrying out research on an extra-sensitive/wideband image sensor using new materials and image sensors for far-infrared rays and x-rays. The company will also strengthen lineups of sensor-related products with the technology of Kionix Inc. (US), which is the

leading company of MEMS acceleration sensors and acquired by ROHM last year, as well as with ROHM proprietary technology. In addition, ROHM will enrich its product lineup for LED lighting, which is expected to be the next-generation energy-saving solution that will contribute to the reduction of CO2, and LED products for flat screen TVs. Both markets are rapidly expanding.

In production systems, ROHM is responding to global competition in the industry by enhancing its cost competitiveness and supply system to achieve global success. In the front-end process, ROHM is aggressively advancing with the enlargement and miniaturization of wafers while in the back-end process, tackling improvements to production efficiency at overseas production facilities centering on Thailand, the Philippines and China, and establishing an immediate supply system of new products. Domestic production facilities serve as process-supporting facilities for production networks for the entire ROHM Group. By horizontally developing production technology established at domestic facilities and extending it to overseas facilities of the entire group, we will supply high-quality ROHM products on a global scale.

By focusing first and foremost on quality not only in the manufacturing division but also in the field of technological development including LSI circuit design and manufacturing technologies development, ROHM will extend its company-wide effort to enhance its product reliability. ROHM will also continue to produce components such as wafers, photomasks, and lead frames in-house, develop products that exceed competitor products in terms of quality and reliability, and reduce lead times, ultimately improving its global competitiveness.

In addition, with a view to expanding the company's share in growing overseas markets, ROHM not only consolidates networks of Technology Centers in Europe, the U.S., and Asia, but also strengthens sales, technology, and quality support systems for customers worldwide by increasing local design personnel and FAEs(\*) at its overseas design centers. To respond to increasing global needs for digitalization and standardization, the company makes the utmost efforts to reinforce the lineup of ASSPs (application-specific standard products). At the same time, ROHM is dedicated to restructuring and integrating corporate organizations both in and outside Japan, in order to continue improving its business efficiency and accelerate the decision-making process.

In the area of environmental conservation, the ROHM Group will continue to establish and implement environmental management systems based on "ISO 14001" as well as develop new products that contribute to energy conservation such as low-power-consumption products. ROHM is committed at both domestic and overseas production bases to attaining zero-emission goals by promoting the recycling of waste and continuing to support "green" procurement and supply. In Australia, ROHM has promoted a tree-planting project as part of its efforts against global warming. Furthermore, ROHM swiftly responded to the RoHS Directive, the European environmental regulations, and imposed analyses of toxic substances by acquiring accreditation of the "ISO/IEC 17025" laboratory and undertaking business activities in consideration of global environmental protection.

#### \* FAE (Field Application Engineer)

Sales representative who is knowledgeable of technologies.

### 4. Priority Issues

The world economy gradually moved toward recovery from the abrupt economic slowdown triggered by the financial crisis in the US in 2008. However, because tough employment environments in individual regions remain, the overall economy has not yet reached full-fledged recovery.

The electronics industry is expected to grow in the mid- to long-term due to increasing demand for digital home information equipment and more sophisticated automotive electronic control systems. However, worldwide economic deterioration, technological competition and price wars are expected to continuously intensify. These factors mandate the increasing necessity of a constant supply of internationally competitive, innovative and high quality products and technologies with sustained efforts toward comprehensive cost reduction efforts.

The ROHM Group does its best with across-the-board efforts to improve business performance through the development of new, value-added products and technologies in anticipation of future customer demands, the improvement in quality and reliability by further enhancing its manufacturing technologies, the reinforcement of production and sales structures, the streamlining of corporate operations, and implementation of cost-cutting measures.

Furthermore, in order to exert a synergetic effect by supplementing each other with OKI Semiconductor Co., Ltd., ROHM makes company-wide efforts to further construct and strengthen partnerships in its LSI business. In the previous fiscal year, ROHM purchased SiCrystal AG (Germany), a manufacturer of SiC wafers, which are garnering attention as a next-generation material for semiconductors, and Kionix, Inc. (US), which is the world's third largest manufacturer of MEMS acceleration sensors. Accordingly, the company will make use of the business advantages brought by the purchases of these two companies. ROHM will promote various strategies to focus on development of next generation products and continue to improve its corporate values.

# Consolidated Financial Statements for the Year Ended March 31, 2010

(1) Consolidated Balance Sheets

		(Unit: millions of ye
	Year Ended March 31, 2009 (March 31, 2009)	Year Ended March 31, 2010 (March 31, 2010)
Assets		
Current assets		
Cash and time deposits	247,960	271,224
Notes and accounts receivable trade	63,991	78,258
Securities	43,293	8,802
Commodities and products	22,241	22,063
Products in progress	44,859	39,69
Raw materials and inventories	22,300	23,602
Prepaid pension cost	3,409	2,614
Deferred tax assets	7,986	10,510
Refundable income taxes	2,433	66
Others	6,207	5,32
Allowance for doubtful accounts	-497	-329
Total current assets	464,187	462,434
Fixed assets		
Tangible fixed assets		
Buildings and structures	210,215	213,98
Accumulated depreciation	-112,316	-121,08
Buildings and structures (net)	97,898	92,90
Machinery, equipment and vehicles	463,466	471,92
Accumulated depreciation	-388,329	-409,98
Machinery, equipment and vehicles (net)	75,136	61,94
Tools and furniture	43,593	43,26
Accumulated depreciation	-35,194	-37,75
Tools and furniture (net)	8,399	5,51
Land	84,391	85,50
Construction in progress	16,412	14,83
Total tangible fixed assets	282,239	260,69
Intangible fixed assets		· · ·
Goodwill	19,406	27,453
Others	3,055	10,47:
Total intangible fixed assets	22,462	37,92
Investments and other assets		,
Investment securities	29,877	38,69
Deferred tax assets	4,091	2,20
Others	6,680	5,99
Allowance for doubtful accounts	-352	-612
Total investments and other assets	40,296	46,275
Total fixed assets	344,998	344,904
Total assets	809,185	807,339

		(Unit: millions of yen
	Year Ended March 31, 2009 (March 31, 2009)	Year Ended March 31, 2010 (March 31, 2010)
Liabilities		
Current liabilities		
Notes and accounts payable trade	15,722	20,995
Other accounts payable	28,192	28,697
Accrued income taxes	1,017	4,003
Deferred tax liabilities	3,704	1,110
Allowance for restructuring expenses	6,011	437
Others	13,676	13,606
Total current liabilities	68,325	68,849
Long-term liabilities		
Deferred tax liabilities	14,832	18,336
Liabilities for retirement benefits	12,216	10,210
Others	3,969	2,223
Total long-term liabilities	31,019	30,770
Total liabilities	99,344	99,620
Net assets		
Shareholders' equity		
Common share	86,969	86,969
Capital surplus	102,403	102,403
Retained earnings	679,996	637,999
Treasury stock-at cost	-91,973	-57,105
Total shareholders' equity	777,395	770,267
Unrealized or translated gains/loss		
Net unrealized gain on available-for-sale securities	168	8,121
Foreign currency translation adjustments	-69,756	-72,860
Total unrealized or translated gains/losses	-69,587	-64,738
Minority interests	2,033	2,189
Total net assets	709,840	707,718
Total of liabilities and net assets	809,185	807,339

# (2) Consolidated Statement of Income

	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	(Unit: millions of yen) Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Net sales	317,140	335,640
Cost of sales	217,282	229,831
Gross profit	99,858	105,809
Selling, general and administrative expenses	89,318	86,999
Operating income	10,540	18,809
Non-operating income		- )
Interest income	5,416	1,181
Dividend income	-,	315
Investment gain on equity method	-	185
Foreign currency exchange gain	3,156	-
Rent income	119	125
Others	1,085	688
Total non-operating income	9,777	2,496
Non-operating expenses		2,190
Investment loss on equity method	1,464	_
Foreign currency exchange loss	-	3,565
Others	308	455
Total non-operating expenses	1,773	4,021
Ordinary income	18,544	17,284
Extraordinary gains	100	-
Gain on sales of fixed assets	138	76
Gain on sales of investment securities	183	-
Gain on sales of affiliate companies' shares	-	133
Reversal of allowance for doubtful accounts	-	222
Revenue from subsidies	423	-
Total extraordinary gains	745	432
Extraordinary losses		
Equity variable loss	-	77
Loss on sale/disposal of fixed assets	496	72
Abandonment loss on fixed assets	715	639
Impairment loss	11,908	1,737
Loss by narrowing down fixed asset	403	-
Loss on sales of affiliate companies' shares	-	52
Loss on revaluation of investment securities	6,792	23
Loss on revaluation of affiliate companies' shares	-	175
Provision for allowance for doubtful accounts	-	420
Special severance payments for early retired employees	15,000	213
Restructuring expenses	9,494	2,998
Settlement paid		470
Total extraordinary losses	44,810	6,880
Income (-loss) before income taxes and minority interests	-25,520	10,836
Income taxes-current	6,156	7,271
Income tax-deferred	-39,931	-3,270
Total income taxes	-33,774	4,001
Minority interests (-loss)	-1,582	-299
Net income	9,837	7,134

(3) Consolidated Statement of Shareholders' Equity

	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	(Unit: millions of year Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Shareholders' equity		
Common share		
Balance as of the end of the previous fiscal year	86,969	86,969
Changes during the fiscal year		
Total changes during the fiscal year	-	-
Balance as of the end of the fiscal year	86,969	86,969
Capital surplus		
Balance as of the end of the previous fiscal year	102,403	102,403
Changes during the fiscal year		
Retired treasury stocks	-	-34,886
Transfer from retained earnings to capital surplus	-	34,886
Total changes during the fiscal year	-	-
Balance as of the end of the fiscal year	102,403	102,403
Retained earnings		
Balance as of the end of the previous fiscal year	695,117	679,996
Increase/decrease accompanying change in accounting procedures of foreign subsidiaries	319	-
Changes during the fiscal year		
Dividends from retained earnings	-25,202	-14,244
Net income	9,837	7,134
Transfer from retained earnings to capital surplus	-	-34,886
Others	-76	-
Total changes during the fiscal year	-15,441	-41,996
Balance as of the end of the fiscal year	679,996	637,999
Treasury stock		
Balance as of the end of the previous fiscal year	-91,953	-91,973
Changes during the fiscal year		
Acquisition of treasury stock	-20	-18
Retired treasury stocks	-	34,886
Total changes during the fiscal year	-20	34,868
Balance as of the end of the fiscal year	-91,973	-57,105
Total shareholders' equity		
Balance as of the end of the previous fiscal year Increase/decrease accompanying change in accounting	792,537	777,395
procedures of foreign subsidiaries	319	-
Changes during the fiscal year		
Dividends from retained earnings	-25,202	-14,244
Net income	9,837	7,134
Acquisition of treasury stock	-20	-18
Others -	-76	-
Total changes during the fiscal year	-15,461	-7,128
Balance as of the end of the fiscal year	777,395	770,267

	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	(Unit: millions of yer Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Unrealized or translated gains/loss		
Net unrealized gain on available-for-sale securities		
Balance as of the end of the previous fiscal year	1,901	168
Changes during the fiscal year Changes (net) in sections other than shareholders' equity during the fiscal year	-1,733	7,953
Total changes during the year	-1,733	7,953
Balance as of the end of the fiscal year	168	8,12
Foreign currency translation adjustments	100	0,12
Balance as of the end of the previous fiscal year	-38,893	-69,75
Changes during the fiscal year	-50,075	-07,75
Changes (net) in sections other than shareholders' equity		
during the fiscal year	-30,862	-3,10
Total changes during the year	-30,862	-3,10
Balance as of the end of the fiscal year	-69,756	-72,86
Total unrealized or translated gains/losses	,	,
Balance as of the end of the previous fiscal year	-36,991	-69,58
Changes during the fiscal year Changes (net) in sections other than shareholders' equity during the fiscal year	-32,596	4,84
Total changes during the year	-32,596	4,84
Balance as of the end of the fiscal year	-69,587	-64,73
Minority interests	,	,
Balance as of the end of the previous fiscal year	326	2,03
Changes during the fiscal year Changes (net) in sections other than shareholders' equity		,
during the fiscal year	1,706	15
Total changes during the year	1,706	15
Balance as of the end of the fiscal year	2,033	2,18
Total net assets		
Balance as of the end of the previous fiscal year Increase/decrease accompanying change in accounting procedures of foreign subsidiaries	755,872	709,84
Changes during the fiscal year	517	
Dividends from retained earnings	-25,202	-14,24
Net income	9,837	7,13
Acquisition of treasury stock	-20	-1
Others	-76	-
Changes (net) in sections other than shareholders' equity during the fiscal year	-30,890	5,00
Total changes during the year	-46,351	-2,12
Balance as of the end of the fiscal year	709,840	707,71

# (4) Consolidated Statement of Cash Flow

	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	(Unit: millions of yen) Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Operating Activities		, ,
Income (-loss) before income taxes and minority interests	-25,520	10,836
Depreciation	48,951	48,446
Impairment loss	11,908	1,737
Amortization of goodwill	2,156	5,281
Increase (-decrease) in net liability for retirement benefits	-4,195	-1,979
Increase (-decrease) in prepaid pension cost	1,153	794
Increase (-decrease) in allowance for restructuring expenses	6,011	-5,563
Interest and dividends income	-5,808	-1,496
Foreign currency exchange loss (-gain)-net	1,160	346
Investment loss (-gain) on equity method	1,464	-185
Revaluation loss (-gain) on securities/investment securities	6,792	198
Decrease (-increase) in notes and accounts receivable -trade	37,348	-13,513
Decrease (-increase) in inventories	9,095	5,299
Increase (-decrease) in notes and accounts payable -trade	-15,288	4,933
Increase (-decrease) in other accounts payable	-	-4,067
Others -net	-2,199	1,892
Subtotal	73,030	52,959
Interest and dividends -received	6,287	1,609
Interest expenses	-16	-18
Income taxes -refunded (-paid)	-13,330	-2,551
Net cash used by operating activities	65,971	51,998
Investing Activities	···,··-	
Decrease (-increase) in time deposits	8,444	-6,974
Purchase of securities and investment securities	-4,781	-334
Revenue from sales and paying-off of securities and investment securities	41,559	18,976
Purchases of tangible fixed assets	-53,852	-23,011
Proceeds from sales of tangible fixed assets	202	120
Purchases of subsidiary's share accompanying revision on the scope of consolidation	-81,460	-22,338
Expense from sales of subsidiary's share accompanying revision on the scope of consolidation	-	-60
Others -net	-518	-1,808
Net cash used in investing activities	-90,407	-35,430
Financing Activities		
Purchases of treasury stock	-20	-18
Dividends paid	-25,202	-14,244
Purchases for repayment of short-term debt	-2,381	-
Others -net	-116	-171
Net cash used in financing activities	-27,719	-14,434
Effect of Exchange Rate Changes on Cash and Cash Equivalents	-11,190	-5,209
Net Increase(-decrease) in Cash and Cash Equivalents	-63,345	-3,075
Cash and Cash Equivalents at Beginning of the Fiscal Year	325,715	262,210
Increase(-decrease) in Cash and Cash Equivalents Accompanying Revision on Scope of Consolidation	-158	
•		-
Cash and Cash Equivalents at End of the Fiscal Year	262,210	259,135

#### [Note on Going Concern]

No applicable items

#### [Major Items for the Preparations of Consolidated Financial Statements]

Items regarding standards for accounting procedures

Standard for accounting important allowance

Liabilities for retirement benefits

In order to provide retirement benefits to employees, ROHM is allocating the allowance based on retirement liabilities and estimated amount for pension assets as of the end of the year ended March 31, 2010.

Actuarial gain and loss are amortized in the fiscal year following the fiscal year in which the gain or loss is recognized by the straight-line method over stated years that do not exceed the average remaining service period of eligible employees as of the relevant consolidated fiscal year (10 to 14 years).

(Change of accounting principle)

Starting from this fiscal year ended March 31, 2010, ROHM is applying the "Partial Revision to 'Accounting Standard for Liability for Retirement Benefits' (No. 3)" (Accounting Standard No. 19, issued on July 31, 2008).

There is no impact of this revision on profits and losses.

The disclosure of information other than that listed above has been omitted since there is no significant change from the descriptions in the latest securities report (submitted on June 29, 2009).

#### [Change in Indication Method]

(Consolidated Statement of Income)

- 1 "Dividend income," which had been contained in "Others" in non-operating income until the previous fiscal year, is separated and indicated as one item since it accounted for one tenths of the total non-operating income. "Dividend income" in the previous fiscal year amounted to 391 million yen.
- 2 "Gain on sales of affiliate companies' shares," which had been contained in "Gain on sales of investment securities" in extraordinary gains until the previous fiscal year, is separated and indicated as one item since it accounted for one tenths of the total extraordinary gains.

"Gain on sales of affiliate companies' shares" in the previous fiscal year amounted to 56 million yen.

3 "Loss on revaluation of affiliate companies' shares," which had been contained in "Loss on revaluation of investment securities" in extraordinary losses until the previous fiscal year, is separated and indicated as one item since its significance increased.

"Loss on revaluation of affiliate companies' shares" in the previous fiscal year marked 3 million yen.

(Consolidated Statement of Cash Flow)

"Increase (-decrease) in other accounts payable" which had been contained in "Others" in cash flow from operating activities until the previous fiscal year is divided and indicated as one item since its significance increased.

"Increase (-decrease) in other accounts payable" in the previous fiscal year marked 140 million yen.

### [Notes on Consolidated Financial Statements]

(Notes on Consolidated Statement of Changes in Shareholders' Equity)

Year ended March 31, 2009 (From April 1, 2008 to March 31, 2009)

1. Classifications and total number of shares outstanding and classifications and numbers of treasury stocks

		c		(Unit: thousand shares)
	At the end of the year ended March 31, 2008	Increase during the year ended March 31, 2009	Decrease during the year ended March 31, 2009	Number of shares on March 31, 2009
Shares outstanding				
Common shares	118,801	-	-	118,801
Total	118,801	-	-	118,801
Treasury stocks				
Common shares (note)	9,226	3	-	9,230
Total	9,226	3	-	9,230

(Note) Concerning common shares, the increase of 3,000 units of treasury stocks comes from the purchase of odd stock.

#### 2. Notes on dividends

(1) Dividend paid

(Decision)	Classification of shares	Total dividend amount	Dividend per share	Base date	Date of Effect
Annual meeting of shareholders June 27, 2008	Common shares	18,079 million yen	165.00 yen	March 31, 2008	June 30, 2008
Board of Directors' meeting November 6, 2008	Common shares	7,122 million yen	65.00 yen	September 30, 2008	December 5, 2008

(2) Of the dividends whose base date belongs to the year ended March 31, 2008, those whose dates of effect are after the end of the year

(Decision)	Classification of shares	Total dividend amount	Assets available for dividends	Dividend per share	Base date	Date of Effect
Annual meeting of shareholders June 26, 2009		7,122 million yen	Retained earnings	65.00 yen	March 31, 2009	June 29, 2009

Year ended March 31, 2010 (From April 1, 2009 to March 31, 2010)

1. Classifications and total number of shares outstanding and classifications and numbers of treasury stocks

				(Unit: thousand shares)
	At the end of the year ended March 31, 2009	Increase during the year ended March 31, 2010	Decrease during the year ended March 31, 2010	Number of shares on March 31, 2010
Shares outstanding				
Common shares	118,801	-	3,501	115,300
Total	118,801	-	3,501	115,300
Treasury stocks				
Common shares (note)	9,230	3	3,501	5,732
Total	9,230	3	3,501	5,732

(Note) 1. The decrease of 3,501 thousand units in the total number of shares outstanding and treasury stocks is due to a decrease in the retirement of treasury stocks.

2. Concerning common shares, the increase of 3,000 units of treasury stocks comes from the purchase of odd stock.

## 2. Notes on dividends

### (1) Dividend paid

(Decision)	Classification of shares	Total dividend amount	Dividend per share	Base date	Date of Effect
Annual meeting of shareholders June 26, 2009	Common shares	7,122 million yen	65.00 yen	March 31, 2009	June 29, 2009
Board of Directors' meeting November 9, 2009	Common shares	7,122 million yen	65.00 yen	September 30, 2009	December 4, 2009

(2) Of the dividends whose base date belongs to the year ended March 31, 2009, those whose dates of effect are after the end of the year

(Decision)	Classification of shares	Total dividend amount	Assets available for dividends	Dividend per share	Base date	Date of Effect
Annual meeting of shareholders June 29, 2010		7,121 million yen	Retained earnings	65.00 yen	March 31, 2010	June 30, 2010

# [Segment Information]

#### 1. Industry segments

The main operations of the ROHM Group are the manufacturing and sales of electronic components. Since the Group does not have any segment subject to disclosure other than such operations, the disclosure of industrial segment information has been omitted.

#### 2. Geographical segments

Year ended March 31, 2009 (From April 1, 2008 to March 31, 2009)						(Unit:	millions of yen)
	Japan	Asia	Americas	Europe	Total	Eliminations/C orporate	Consolidated
I Sales and operating income/loss Net sales							
(1) Sales to customers	128,820	161,120	13,299	13,899	317,140	-	317,140
(2) Inter-area transfer	172,765	175,905	742	398	349,811	(349,811)	-
Total sales	301,585	337,025	14,041	14,298	666,951	(349,811)	317,140
Operating expenses	295,230	322,737	14,313	14,903	647,185	(340,584)	306,600
Operating income ( -loss)	6,355	14,288	-271	-605	19,766	( 9,226)	10,540
II Assets	463,674	295,432	10,087	14,331	783,526	25,658	809,185

Year ended March 31, 2010 (From April 1, 2009 to March 31, 2010)						(Unit: n	nillions of yen)
	Japan	Asia	Americas	Europe	Total	Eliminations/C orporate	Consolidated
I Sales and operating income/loss Net sales							
(1) Sales to customers	145,460	162,879	13,522	13,778	335,640	-	335,640
(2) Inter-area transfer	177,454	204,181	532	301	382,470	(382,470)	-
Total sales	322,915	367,060	14,055	14,079	718,110	(382,470)	335,640
Operating expenses	323,203	340,501	15,415	14,447	693,567	(376,736)	316,831
Operating income ( -loss)	-287	26,558	-1,359	-367	24,543	(5,733)	18,809
II Assets	429,061	344,753	30,204	15,426	819,445	-12,106	807,339

(Notes) 1. Countries and areas are segmented based on their geographical proximity.

2. Major countries and areas that belong to segments other than Japan are as follows:

Asia: China, Singapore, Taiwan, Korea

Americas: the United States

Europe: Germany

3. Non-allocable operating expenses included in "Eliminations/Corporate" are shown below. Non-allocable operating expenses consist primarily of expenses relating to the administrative division of the headquarters of the company.

Year ended March 31, 2009 Year ended March 31, 2010 5,079 million yen 4,262 million yen

(Unit: millions of yen)

4. Total group assets included in "Elimination/Corporate" are shown below. Total group assets consist primarily of surplus funds for investment (Cash and time deposits and Securities), long-term investment funds (Investment securities), and assets relating to the administrative division of the headquarters of the company.

Year ended March 31, 2009	134,073 million yen
Year ended March 31, 2010	115,709 million yen

5. ROHM has posted impairment loss in the year ended March 31, 2009. Therefore, asset in "Japan" has decreased by 10,272 million yen, asset in "Asia" decreased by 1,587 million yen and asset in "Americas" decreased by 48 million yen, respectively.

In the year ended March 31, 2010, the company has posted impairment loss. Therefore, asset in "Japan" has decreased by 1,737 million yen.

6. Changes in the method of accounting procedure Year ended March 31, 2009

(Standards and methods of evaluation of inventories)

Starting from the year ended March 31, 2009, ROHM is applying "Accounting Standards on Evaluation of Inventories"

(Accounting Standard No. 9, Issued on July 5, 2006). As a result, operating income of "Japan" and "Asia" decreased by 1,772 million yen and by 1,411 million yen, respectively.

(Accounting standard on leasing transaction)

Starting from the year ended March 31, 2009, ROHM is applying "Accounting Standard on Leasing Transaction" (Accounting Standard No. 13, Issued on June 17, 1993, Revised on March 30, 2007, Division 1 of Business Accounting Council) and "Application Guidelines of Accounting Standards on Leasing Transaction" (Application Guidelines of Accounting Standards on March 30, 2007, Accounting System Committee, The Japanese Institute of Certified Public Accountants). The impact of this change on the operating income of the geographical segments information is minor.

(Immediate management regarding accounting procedures of foreign subsidiaries for the preparations of consolidated financial statements)

Starting from the year ended March 31, 2009, the "Immediate Management Regarding Accounting Procedures of Foreign Subsidiaries for the Preparations of Consolidated Financial Statements" (Report on Responding to Business Practice No.18, Issued on May 17, 2006) is being applied. The impact of this change on the operating income of the geographical segments information is minor.

#### Year ended March 31, 2010

(Accounting standard for liability for retirement benefits)

As described in [Major Items for the Preparations of Consolidated Financial Statements], starting from this fiscal year ended March 31, 2010, ROHM is applying the "Partial Revision to 'Accounting Standard for Liability for Retirement Benefits' (No. 3)" (Accounting Standard No. 19, issued on July 31, 2008). The impact of this change on the operating income of the geographical segments information is minor.

Year ended March 31, 2009 (From	(Unit: millions of yen)			
	Asia	Americas	Europe	Total
I Sales to foreign customers	168,679	11,684	12,985	193,348
II Net sales (consolidated)				317,140
III Sales to foreign customers as a percentage of net sales	53.2 %	3.7 %	4.1 %	61.0 %

#### 3. Sales to foreign customers

# Year ended March 31, 2010 (From April 1, 2009 to March 31, 2010)

	Asia	Americas	Europe	Total
I Sales to foreign customers	181,277	16,219	11,792	209,289
II Net sales (consolidated)				335,640
III Sales to foreign customers as a percentage of net sales	54.0 %	4.9 %	3.5 %	62.4 %

(Notes) 1. Countries and areas are segmented based on their geographical proximity.

2. Major countries and areas that belong to segments other than Japan are as follows:

Asia:	China, Singapore, Taiwan, Korea
Americas:	the United States
Europe:	Germany

3. Sales to foreign customers consist of export sales of ROHM and its domestic consolidated subsidiaries and sales (other than exports to Japan) of the overseas consolidated subsidiaries.

# [Business Combination and Others]

Year ended March 31, 2009 (From April 1, 2008 to March 31, 2009)

Application of purchase method

- 1. Designation of acquired company, description of its business, main reason to have conducted business combination, date on which companies are combined, legal form of business combination, designation of company after combination, and ratio of voting right
  - (1) Designation of acquired company and description of its business: Name of acquired company: OKI Semiconductor Co., Ltd.
     Description of its business: Manufacturing, development and sales of system LSI, logic LSI, memory LSI and devices for high-speed optical communication, and foundry service
  - (2) Main reason to have conducted business combination: As OKI Semiconductor Co., Ltd. and ROHM have relatively few overlapping products for the semiconductor market, and the synergy effect by mutually cooperating with each other can be expected, thus further improvement of sales and profitability of both companies are being expected. In addition, this combination was for the purpose of enhancing corporate value by developing as an integrated device manufacturer (IDM) having a wide ranging product portfolio with strong competitiveness.
  - (3) Date on which companies are combined: October 1, 2008
  - (4) Legal form of business combination and designation of company after combination: Legal form of business combination: Share acquisition
     Designation of company after combination: ROHM Co., Ltd.
  - (5) Ratio of voting right: 95 percent

2. Period for business performance of acquired company which is included in consolidated financial statements From October 1, 2008 to March 31, 2009

3. Acquisition cost of acquired company and details

Counter value of acquisition	Common share of OKI Semiconductor Co., Ltd.	85,758 million yen
Expense directly required for acquisition	Advisory expense and others	1,068 million yen
Acquisition cost		86,826 million yen

4. Amount of goodwill caused, its reason, method and period of depreciation

(1) Amount of goodwill caused: 21,562 million yen

(2) Reason:

Acquisition cost has exceeded the actual value of net asset at the time of business combination, the difference is deemed as goodwill.

(3) Method and period of depreciation: For five years, equal-installment depreciation

5. Amount of assets and liabilities which ROHM accepted on the day of business combination:

Current asset	56,249 million yen
Fixed assets	63,134 million yen
Total assets	119,383 million yen
Current liabilities	29,648 million yen
Long-term liabilities	21,035 million yen
Total liabilities	50,683 million yen

6. Estimated amount which affects consolidated statement of income for the year ended March 31, 2009, assuming that the business combination was completed at the beginning of the year ended March 31, 2009: Since the existing accounting procedures of the acquired company and those of the ROHM group have large differences, and the acquired company is a company which was newly setup and divided during the year ended March 31, 2009, the affected amount cannot be estimated reasonably. Year ended March 31, 2010 (From April 1, 2009 to March 31, 2010)

Application of purchase method

- 1. Designation of acquired company, description of its business, main reason to have conducted business combination, date on which companies are combined, legal form of business combination, designation of company after combination, and ratio of voting right
  - Designation of acquired company and description of its business: Name of acquired company: Kionix, Inc. Description of its business: Manufacture, development and sales of MEM devices (Acceleration sensor)
  - (2) Main reason to have conducted business combination: By putting Kionix, Inc, which is a world renowned supplier of MEM acceleration sensors under ROHM's control, the company has acquired Kionix's exceptional basic technology and products groups. Furthermore, by assimilating these with ROHM's circuit design, production and packaging technology and then fulfilling product series that matches customer needs, ROHM will be allowed to accelerate growth as a semiconductor company.
  - (3) Date on which companies are combined: November 16, 2009
  - (4) Legal form of business combination and designation of company after combination: Legal form of business combination: Purchase by reverse triangle merger Designation of company after combination: ROHM USA Inc.
  - (5) Ratio of voting right: 100 percent
- 2. Period for business performance of acquired company which is included in consolidated financial statements From November 17, 2009 to March 31, 2010

3. Acquisition cost of acquired company and details

Counter value of acquisition	Common shares and preference shares of Kionix, Inc.	236,008 thousand US dollars
Acquisition cost		236,008 thousand US dollars

- 4. Amount of goodwill caused, its reason, method and period of depreciation
  - (1) Amount of goodwill caused: 12,173 million yen
  - (2) Reason:

Acquisition cost has exceeded the actual value of net asset at the time of business combination, the difference is deemed as goodwill.

(3) Method and period of depreciation: For five years, equal-installment depreciation

5. Amount of assets and liabilities which ROHM accepted on the day of business combination:

Current asset	1,747	million yen
Fixed assets	19,892	million yen
Total assets	21,640	million yen
Current liabilities	504	million yen
Long-term liabilities	36	million yen
Total liabilities	541	million yen

6. Estimated amount which affects consolidated statement of income for the year ended March 31, 2010, assuming that the business combination was completed at the beginning of the year ended March 31, 2010:

Net sales	3,393	million yen
Operating income	566	million yen

# [Per Share Data]

	Year ended March 31, 2009	Year ended March 31, 2010		
Net asset per share	6,459 .81yen	6,439 .19yen		
Net income per share89 .76yen65 .10yen				
(Notes) 1. The diluted net income per share is not shown because no diluted net income exists				

(Notes) 1. The diluted net income per share is not shown because no diluted net income exists.
 2. The basis for the calculation of the net asset per share is as follows:

	Year ended March 31, 2009	Year ended March 31, 2010	
Total net asset	709,840 million yen	707,718 million yen	
Amount deducted from the total of net asset	2,034	2,191	
(Minority interests included in the above amount)	(2,033)	(2,189)	
Year-end net asset from common shares	707,806	705,527	
Year-end number of common shares used to calculate net asset per share	109,570 thousand shares	109,567 thousand shares	

3. The basis for the calculation of the net income per share is as follows:

	Year ended March 31, 2009	Year ended March 31, 2010
Net income	9,837 million yen	7,134 million yen
Amount not attributable to common shareholders	1	1
Net income from common shares	9,835	7,132
Average number of common shares during the year	109,572 thousand shares	109,569 thousand shares

## [Omission from the Disclosed Statement]

Concerning leases, businesses with parties concerned, tax effect accounting, financial instruments, debt and equity securities, derivatives trading, retirement benefits, stock options and lease properties, notes are omitted because disclosure in this financial statement is deemed unnecessary.

# Non-consolidated Financial Statements for the Year Ended March 31, 2010

	Year Ended March 31, 2009 (March 31, 2009)	Year Ended March 31, 2010 (March 31, 2010)
ssets		
Current assets		
Cash and time deposits	70,189	71,739
Notes receivable- trade	793	997
Accounts receivable	42,170	70,220
Securities	31,935	2,902
Commodities and Products	10,616	10,260
Products in progress	2,086	3,01
Raw materials and inventories	4,401	3,54
Prepaid expenses	323	210
Prepaid pension cost	755	493
Deferred tax assets	7,389	6,819
Short-term loans receivable to affiliate companies	15,229	18,55
Sundry receivable	10,607	21,71
Refundable income taxes	1,694	
Others	827	1,37
Allowance for doubtful accounts		-
Total current assets	199,020	211,86
Fixed assets		
Tangible fixed assets		
Buildings	46,590	48,44
Accumulated depreciation	-29,114	-30,09
Buildings (Net)	17,476	18,34
Structures	2,347	2,43
Accumulated depreciation	-1,698	-1,77
Structures (Net)	648	66
Machinery and equipment	80,433	75,98
Accumulated depreciation	-75,061	-70,05
Machinery and equipment (Net)	5,371	5,92
Vehicles	19	1
Accumulated depreciation	-17	-1
Vehicles (Net)	2	1
Tools and furniture	9,345	8,92
Accumulated depreciation	-8,556	-8,06
Tools and furniture (Net)	789	
		852
Land	41,766	42,19
Construction in progress	3,744	4,27
Total tangible fixed assets	69,800	72,26
Intangible fixed assets	2.054	2.00
Patents	2,054	3,09
Trademarks	30	2
Others	20	1
Total intangible fixed assets	2,106	3,14
Investments and other assets		
Investment securities	27,912	37,01
Shares of affiliated companies	146,991	157,17
Bonds and debentures of affiliated companies	225	22:

	Year Ended March 31, 2009 (March 31, 2009)	Year Ended March 31, 2010 (March 31, 2010)
Long-term loans receivable to affiliated companies	85,792	80,304
Bankrupt, delinquent, and doubtful loans receivable	14	
Long-term prepaid expenses	95	6:
Deferred tax assets	3,863	
Others	1,630	1,058
Allowance for doubtful accounts	-5,396	-5,409
Total investments and other assets	261,129	270,45
Total fixed assets	333,035	345,85
– Total assets	532,056	557,71
Liabilities		
Current liabilities		
Accounts payable	23,900	45,09
Other accounts payable	9,811	16,57
Accrued expenses	4,660	5,03
Accrued income taxes	- -	1,63
Advance received	6	
Deposits received	533	90
Others	109	10
Total current liabilities	39,022	69,36
Long-term liabilities	,	· · · · ·
Long-term loans payable - affiliated companies	37,327	26,05
Long-term accounts payable	2,361	95
Deferred tax liabilities	-	50
– Total long-term liabilities	39,689	27,50
Total liabilities	78,711	96,87
– Net assets		,
Shareholders' equity		
Common shares	86,969	86,96
Capital surplus		
Capital reserves	97,253	97,25
Total capital surplus	97,253	97,25
Retained earnings	,	· · · · · · · · · · · · · · · · · · ·
Legal reserve	2,464	2,464
Additional retained earnings	,	,
Research and development reserve	1,500	1,50
Overseas investment loss reserve	55	5
General reserve	353,500	303,50
Retained earnings carried	3,374	18,09
Total retained earnings	360,894	325,61
Treasury stock-at cost	-91,973	-57,10
Total shareholders' equity	453,143	452,73
Unrealized or translated gains/loss		
Net unrealized gain on available-for-sale securities	200	8,10
Total unrealized or translated gains/losses	200	8,10
Total net assets	453,344	460,84
Total of liabilities and net assets	532,056	557,71

# (2) Non-consolidated Statement of Income

	Year Ended March 31, 2009	(Unit: millions of yen Year Ended March 31, 2010
	(From April 1, 2008 To March 31, 2009)	(From April 1, 2009 To March 31, 2010)
Net sales	247,537	274,247
Cost of sales	,	
Opening inventory	8,000	4,745
Purchases of products	186,162	222,166
Total	194,162	226,912
Ending inventory	4,745	6,381
Cost of sales of products	189,416	220,531
Gross profit	58,121	53,716
Selling, general and administrative expenses	53,258	48,184
Operating income	4,862	5,531
Non-operating income	4,002	5,551
Interest income	2 2 9 1	1,255
Interest income	2,381 326	1,255
Dividends received	11,252	143
	1,680	10,125
Foreign currency exchange gain Technical guidance income	1,080	2,348
Rent income received	- 51	2,548
Others	1,604	1,820
-	17,297	
Total non-operating income	17,297	15,900
Non-operating expenses	704	1 174
Interest expenses	704	1,174 582
Foreign currency exchange loss Depreciation on lent assets	-	582 28
Commissions paid	0	1,077
Others	36	42
Total non-operating expenses	740	2,904
Ordinary income	21,419	18,526
Extraordinary gains		
Gain on sales of fixed assets	217	271
Gain on sales of investment securities	78	-
Reversal of allowance for doubtful accounts	11	-
Total extraordinary gains	307	271
Extraordinary losses		
Loss on sale/disposal of fixed assets	491	0
Abandonment loss on fixed assets	242	383
Impairment loss	325	129
Loss on revaluation of investment securities	6,756	244
Loss on revaluation of affiliate companies' shares	1,174	175
Provision for allowance for doubtful accounts of affiliate companies	1,630	29
Special severance payments for early retired employees	1,520	
Settlement paid		470
Total extraordinary losses	12,141	1,432
Net income before tax		
—	9,585	17,366
Income taxes-current	1,358	2,324
Income tax-deferred	4,300	1,189
Total income taxes	5,658	3,514
Net income	3,926	13,851

		(Unit: millions of ye
	Year Ended March 31, 2009 (From April 1, 2008	Year Ended March 31, 2010 (From April 1, 2009
	To March 31, 2009)	To March 31, 2010)
Shareholders' equity	, ,	
Common share		
Balance as of the end of the previous fiscal year	86,969	86,96
Changes during the fiscal year		
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	86,969	86,96
- Capital surplus		
Capital reserves		
Balance as of the end of the previous fiscal year	97,253	97,25
Changes during the fiscal year		
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	97,253	97,25
Other capital surplus		
Balance as of the end of the previous fiscal year	-	
Changes during the fiscal year		
Retired treasury stocks	-	-34,88
Transfer from retained earnings to capital surplus	-	34,88
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	-	
Total capital surplus		
Balance as of the end of the previous fiscal year	97,253	97,25
Changes during the fiscal year		
Retired treasury stocks	-	-34,88
Transfer from retained earnings to capital surplus	-	34,88
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	97,253	97,25
Retained earnings		· · · ·
Legal reserve		
Balance as of the end of the previous fiscal year	2,464	2,46
Changes during the fiscal year		
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	2,464	2,46
Additional retained earnings		
Research and development reserve		
Balance as of the end of the previous fiscal year	1,500	1,50
Changes during the fiscal year		
Total changes during the fiscal year	-	
Balance as of the end of the fiscal year	1,500	1,50
Overseas investment loss reserve		
Balance as of the end of the previous fiscal year	48	5
Changes during the fiscal year		
Addition to overseas investment loss reserve	9	
Withdrawal from overseas investment loss reserve	-3	-
Total changes during the fiscal year	6	-
Balance as of the end of the fiscal year	55	5
General reserve		
Balance as of the end of the previous fiscal year	353,500	353,50

# (3) Non-consolidated Statement of Shareholders' Equity

		(Unit: millions of year
	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Changes during the fiscal year		
Addition to general reserve	-	-50,000
Total changes during the fiscal year	-	-50,000
Balance as of the end of the fiscal year	353,500	303,500
Retained earnings carried		
Balance as of the end of the previous fiscal year	24,656	3,374
Changes during the fiscal year		
Addition to overseas investment loss reserve	-9	
Withdrawal from overseas investment loss		
reserve	3	2
Addition to general reserve	-	50,000
Dividends from retained earnings	-25,202	-14,244
Net income	3,926	13,851
Transfer from retained earnings to capital surplus	-	-34,886
Total changes during the year	-21,281	14,725
Balance as of the end of the fiscal year	3,374	18,099
Total retained earnings		
Balance as of the end of the previous fiscal year	382,169	360,894
Changes during the fiscal year		
Addition to overseas investment loss reserve	-	
Withdrawal from overseas investment loss		
reserve	-	
Withdrawal from general reserve	-	
Dividends from retained earnings	-25,202	-14,244
Net income	3,926	13,851
Transfer from retained earnings to capital surplus	-	-34,886
Total changes during the year	-21,275	-35,279
Balance as of the end of the fiscal year	360,894	325,615
Treasury stock-at cost		
Balance as of the end of the previous fiscal year	-91,953	-91,973
Changes during the fiscal year		
Acquisition of treasury stock	-20	-18
Retired treasury stocks	-	34,886
Total changes during the year	-20	34,868
Balance as of the end of the fiscal year	-91,973	-57,105
Total shareholders' equity		
Balance as of the end of the previous fiscal year	474,439	453,143
Changes during the fiscal year		
Dividends from retained earnings	-25,202	-14,244
Net income	3,926	13,85
Acquisition of treasury stock	-20	-18
Total changes during the year	-21,295	-410
Balance as of the end of the fiscal year	453,143	452,733

		(Unit: millions of yen)
	Year Ended March 31, 2009 (From April 1, 2008 To March 31, 2009)	Year Ended March 31, 2010 (From April 1, 2009 To March 31, 2010)
Unrealized or translated gains/loss		
Net unrealized gain on available-for-sale securities		
Balance as of the end of the previous fiscal year	1,802	200
Changes during the fiscal year		
Changes (net) in sections other than shareholders' equity during the fiscal year	-1,601	7,908
Total changes during the year	-1,601	7,908
Balance as of the end of the fiscal year	200	8,108
Total unrealized or translated gains/losses		
Balance as of the end of the previous fiscal year	1,802	200
Changes during the fiscal year Changes (net) in sections other than shareholders' equity during the fiscal year	-1,601	7,908
Total changes during the year	-1,601	7,908
Balance as of the end of the fiscal year	200	8,108
Total net assets		
Balance as of the end of the previous fiscal year	476,241	453,344
Changes during the fiscal year		
Dividends from retained earnings	-25,202	-14,244
Net income	3,926	13,851
Acquisition of treasury stock	-20	-18
Changes (net) in sections other than shareholders' equity during the fiscal year	-1,601	7,908
Total changes during the year	-22,896	7,497
Balance as of the end of the fiscal year	453,344	460,842

## [Note on Going Concern]

No applicable items

#### [Notes on Non-consolidated Financial Statements]

(Notes on Non-Consolidated Statement of Changes in Shareholders' Equity)

Year ended March 31, 2009 (From April 1, 2008 to March 31, 2009)

Classifications and Numbers of Treasury Stocks

Classifications and rainoe	is of fieldsury stooks			(Unit: thousand shares)
	At the end of the year ended March 31, 2008	Increase during the year ended March 31, 2009	Decrease during the year ended March 31, 2009	Number of shares on March 31, 2009
Treasury stocks				
Common shares (note)	9,226	3	-	9,230
Total	9,226	3	-	9,230

Concerning common shares, the increase of 3,000 units of treasury stocks comes from the purchase of odd stock. (Note)

Year ended March 31, 2010 (From April 1, 2009 to March 31, 2010)

Classifications and Numbers of Treasury Stocks

	,			(Unit: thousand shares)
	At the end of the year ended March 31, 2009	Increase during the year ended March 31, 2010	Decrease during the year ended March 31, 2010	Number of shares on March 31, 2010
Treasury stocks				
Common shares (note)	9,230	3	3,501	5,732
Total	9,230	3	3,501	5,732

(Note) 1. Concerning common shares, the increase of 3,000 units of treasury stocks comes from the purchase of odd stock.

2. The decrease of 3,501 thousand units of treasury stocks is due to a decrease in the retirement of treasury stocks.

### [Per Share Data]

	Year ended March 31, 2009	Year ended March 31, 2010
Net asset per share	4,137.46 yen	4,206.00 yen
Net income per share	35.84 yen	126.42 yen

(Notes) 1. The diluted net income per share is not shown because no diluted net income exists.

2. The basis for the calculation of the net asset per share is as follows:

	Year ended March 31, 2009	Year ended March 31, 2010
Total net asset	453,344 million yen	460,842 million yen
Year-end net asset from common shares	453,344	460,842
Year-end number of common shares used to calculate net asset per share	109,570 thousand shares	109,567 thousand shares

3. The basis for the calculation of the net income per share is as follows:					
	Year ended March 31, 2009	Year ended March 31, 2010			
Net income	3,926 million yen	13,851 million yen			
Amount not attributable to common shareholders	-	-			
Net income from common shares	3,926	13,851			
Average number of common shares during the year	109,572 thousand shares	109,569 thousand shares			

# **Others**

- 1. Production, orders and actual sales status (Consolidated)
  - (1) Actual production

				(Unit: millions of yen)
	Period	Year ended March 31, 2009	Year ended March 31, 2010	
Produc	et category	From April 1, 2008 To March 31, 2009	From April 1, 2009 To March 31, 2010	Increase/Decrease (-)
s	Integrated circuit	153,840	185,838	31,998
Electronic components	Discrete semiconductor devices	111,098	110,931	-167
Elec	Passive components	18,509	18,376	-133
5	Displays	23,687	20,790	-2,897
Total		307,136	335,936	28,800

(Notes) 1. The amounts above are calculated based on the average sale prices for each fiscal year and consumption tax and the like are excluded.

2. Major products included in each category are as follows:

	Product category	Major products
nic ents	Integrated circuit	Monolithic ICs, Power Modules, Photo Link Modules
ronic	Discrete semiconductor devices	Transistors, Diodes, Light Emitting Diodes, Laser Diodes
Electro	Passive components	Resistors, Capacitors
E	Displays	Thermal Heads, Image Sensor Heads, LED Displays, Others

#### (2) Orders

### (Unit: millions of yen)

Period		Year ended March 31, 2009 Year ended March 31, 2009		arch 31, 2010			
		From April 1, 2008 To March 31, 2009		From April 1, 2009 To March 31, 2010		Increase/Decrease (-)	
Produc	t category	Order received	Order backlog	Order received	Order backlog	Order received	Order backlog
s	Integrated circuit	151,726	22,561	194,542	30,540	42,816	7,979
Electronic components	Discrete semiconductor devices	109,310	12,132	111,922	16,033	2,612	3,901
Elec omp	Passive components	18,535	2,025	18,669	2,661	134	636
5	Displays	22,741	3,796	24,001	5,120	1,260	1,324
	Total	302,313	40,516	349,136	54,355	46,823	13,839

## (3) Actual sales

#### Actual sales by product category (domestic) (Unit: millions of yen) Year ended March 31, 2009 Year ended March 31, 2010 Period From April 1, 2008 From April 1, 2009 Increase/Decrease To March 31, 2009 To March 31, 2010 (-) Increase Sales Domestic ratio Sales Domestic ratio Sales Product category /Decrease ratio 43.7 % Integrated circuit 76,775 48.0 % 81,624 4,849 6.3 % Electronic components Discrete semiconductor 36,832 32.2 35,081 32.5 -1,751 -4.8 devices 3,505 Passive components 3,653 19.0 19.4 -148 -4.1 6,529 6,139 Displays 27.4 27.1 -390 -6.0 Total 123,791 39.0 126,351 37.6 2,560 2.1

Actual	Actual sales by product category (overseas) (Unit: millions of yen)						
	Period	Year ended March 31, 2009 From April 1, 2008 To March 31, 2009		Year ended March 31, 2010 From April 1, 2009 To March 31, 2010		Increase/Decrease (-)	
Product category Sales Overseas		Overseas ratio	Sales	Overseas ratio	Sales	Increase /Decrease ratio	
	Integrated circuit	83,148	52.0 %	105,274	56.3 %	22,126	26.6 %
Electronic components	Discrete semiconductor devices	77,399	67.8	72,939	67.5	-4,460	-5.8
Elec	Passive components	15,539	81.0	14,529	80.6	-1,010	-6.5
	Displays	17,259	72.6	16,545	72.9	-714	-4.1
	Total	193,348	61.0	209,289	62.4	15,941	8.2

#### Actual sales by product category (overseas)

#### Actual sales by product category (total)

#### (Unit: millions of yen) Year ended March 31, 2009 Year ended March 31, 2010 Period From April 1, 2008 To March 31, 2009 From April 1, 2009 To March 31, 2010 Increase/Decrease (-) Percent distribution Percent distribution Increase Product category Sales Sales Order received /Decrease ratio 159,924 50.4 % 26,974 Integrated circuit 186,898 55.7 % 16.9 % Electronic components Discrete semiconductor 114,232 36.0 108,021 32.2 -6,211 -5.4 devices 19,193 18,034 Passive components 5.4 -1,159 6.1 -6.0 Displays 23,789 22,685 -1,104 7.5 6.7 -4.6 Total 317,140 100.0 335,640 100.0 18,500 5.8

### 2. Transfer of directors

(1)	Applicant for new director	
	Directors: Toshiki Takano	(Current Post: Director, Global Development Headquarters)
	Directors: Masahiko Yamazaki	(Current Post: Director, Administrative Headquarters)

(2) Directors scheduled to exit

Directors: Toru Okada