## (Translation)

# Summary of Consolidated Financial Results for the Fiscal Year Ended March 31, 2011 (J-GAAP)

May 13, 2011

Listed Company Name: Oki Electric Industry Co., Ltd. Securities Code: 6703 Stock Exchange Listing: Tokyo Stock Exchange, Osaka Securities Exchange Representative: Hideichi Kawasaki, President, Representative Director Contact: Shigeo Nomura, General Manager, Investor Relations Date of Ordinary General Meeting of Shareholders (Scheduled): June 29, 2011 Commencement of Dividend Payment (Scheduled): — Filing of Securities Report (Scheduled): June 29, 2011 Supplementary Document on Financial Results: Yes Financial Results Briefing: Yes (for institutional investors)

(Amounts less than one million yen have been truncated)

Consolidated Financial Results for the Fiscal Year Ended March 31, 2011 (from April 1, 2010 to March 31, 2011)
 (1) Consolidated operating results

| (Percentage figures indicate year-on-year change) |                |          |                |           |  |       |             |   |  |
|---|----------------|----------|----------------|-----------|--|-------|-------------|---|--|
|   | Net sale       | es       | Operating in   | come      | Ordinary in                            | icome | Net loss    |   |  |
|   | Million yen    | %        | Million yen    | %         | Million yen                            | %     | Million yen | % |  |
| Fiscal year ended                                 |                |          |                |           |  |       |             |   |  |
| March 31, 2011                                    | 432,651        | -2.3     | 6,308          | -3.1      | 1,166                                  | -11.7 | (31,809)    |   |  |
| March 31, 2010                                    | 442,949        | -18.7    | 6,508          |           | 1,320                                  |       | (3,836)     |   |  |
|   | <b>D</b> ' 1 1 | 116 1 01 | 2011 V(25 001) | .11. ( 0/ | `````````````````````````````````````` |       | /           |   |  |

(Note) Comprehensive income Fiscal year ended March 31, 2011: ¥(35,991) million (-%) Fiscal year ended March 31, 2010: ¥(678) million (-%)

|                   | Net loss<br>per share–basic | Net loss<br>per share-diluted | Return on equity | Ordinary income to total assets | Operating income to net sales |
|-------------------|-----------------------------|-------------------------------|------------------|---------------------------------|-------------------------------|
|                   | Yen                         | Yen                           | %                | %                               | %                             |
| Fiscal year ended |                             |                               |                  |                                 |                               |
| March 31, 2011    | (44.00)                     | _                             | -80.7            | 0.3                             | 1.5                           |
| March 31, 2010    | (5.62)                      |                               | -9.4             | 0.3                             | 1.5                           |

(Reference) Equity in earnings (loss) of affiliates Fiscal year ended March 31, 2011: ¥299 million

Fiscal year ended March 31, 2010: ¥(127) million

#### (2) Consolidated financial position

|                      | Total assets | Net assets  | Shareholders' equity ratio | Net assets per share |
|----------------------|--------------|-------------|----------------------------|----------------------|
|                      | Million yen  | Million yen | %                          | Yen                  |
| As of March 31, 2011 | 368,822      | 38,859      | 10.4                       | 11.37                |
| As of March 31, 2010 | 377,894      | 47,607      | 10.7                       | 59.40                |

(Reference) Shareholders' equity As of March 31, 2011: ¥38,308 million As of March 31, 2010: ¥40,532 million

#### (3) Consolidated cash flows

|                   | Net cash              | Net cash              | Net cash              | Cash and cash    |
|-------------------|-----------------------|-----------------------|-----------------------|------------------|
|                   | provided by (used in) | provided by (used in) | provided by (used in) | equivalents      |
|                   | operating activities  | investing activities  | financing activities  | at end of period |
|                   | Million yen           | Million yen           | Million yen           | Million yen      |
| Fiscal year ended |                       |                       |                       |                  |
| March 31, 2011    | 1,588                 | (4,423)               | 11,204                | 79,645           |
| March 31, 2010    | 51,290                | (12,992)              | (31,323)              | 71,156           |

#### 2. Dividends

|   |                      | Div                   | vidend per sh        | are      |       | Total                          | Dividend     | Dividends to |
|---|----------------------|-----------------------|----------------------|----------|-------|--------------------------------|--------------|--------------|
|   | First<br>quarter-end | Second<br>quarter-end | Third<br>quarter-end | Year-end | Total | dividend<br>amount<br>(Annual) | payout ratio |              |
|   | Yen                  | Yen                   | Yen                  | Yen      | Yen   | Million yen                    | %            | %            |
| Fiscal year ended                                       |                      |                       |                      |          |       |                                |              |              |
| March 31, 2010  | —                    | 0.00                  | —                    | 0.00     | 0.00  | 0                              | 0.0          | 0.0          |
| March 31, 2011  | _                    | 0.00                  | —                    | 0.00     | 0.00  | 0                              |              | 0.0          |
| Fiscal year<br>ending<br>March 31, 2012<br>(Projection) | _                    | 0.00                  | _                    | 0.00     | 0.00  |                                | 0.0          |              |

(Note) The above "Dividends" are those on common stock. For the dividends on (unlisted) other class stock with different rights from those of common stock issued by the Company, please refer to "(Reference) Dividends on Other Class Stock" on page 3.

# Consolidated Results Projection for the Fiscal Year Ending March 31, 2012 (from April 1, 2011 to March 31, 2012) (Paramtage figures indicate year on year shares)

|                  | Net sale    | S   | Operating   | income | Ordinary i  | ncome | Net inco    | me | Net income<br>per share |
|------------------|-------------|-----|-------------|--------|-------------|-------|-------------|----|-------------------------|
|                  | Million yen | %   | Million yen | %      | Million yen | %     | Million yen | %  | Yen                     |
| First six months | —           | _   | —           | _      | —           | _     | —           | _  | —                       |
| Full year        | 436,000     | 0.8 | 15,000      | 137.8  | 12,000      | 929.1 | 7,500       | _  | 8.45                    |

(Note) No consolidated results projection is made for the six months ending September 30, 2011. Please refer to "Outlook for the fiscal year ending March 31, 2012" on page 3 of the Attachment.

#### 4. Others

- (1) Changes in significant subsidiaries during the period (changes in specified subsidiaries resulting in changes in the scope of consolidation): None
- (2) Changes in accounting principles, procedures, presentation methods, etc.
  - 1) Changes in accordance with revision of accounting standards, etc.: Yes
  - 2) Changes other than 1): None
  - (Note) For more details, please refer to "Significant Matters for the Basis of Preparation of Consolidated Financial Statements" on page 21 of the Attachment.
- (3) Number of outstanding shares (common stock)
  - Number of shares issued at the end of the period (including treasury stock) As of March 31, 2011 731,438,670 shares As of March 31, 2010 684,256,778 shares
     Number of shares of treasury stock at the end of the period
    - As of March 31, 2011 418,501 shares
  - As of March 31, 2010 1,833,341 shares 3) Average number of shares during the period
  - Fiscal year ended March 31, 2011 722,961,006 shares Fiscal year ended March 31, 2010 682,631,046 shares

(Note) For information on the number of shares for the basis for calculating net income per share (consolidated), please refer to "Per Share Information" on page 50 of the Attachment.

(Reference) Summary of Non-consolidated Financial Results

- 1. Non-consolidated Financial Results for the Fiscal Year Ended March 31, 2011 (from April 1, 2010 to March 31,
  - 2011)
- (1) Non-consolidated operating results

|                   |             |       |              |       | (Percent    | age figures | indicate year-on-ye | ar change) |
|-------------------|-------------|-------|--------------|-------|-------------|-------------|---------------------|------------|
|                   | Net sale    | es    | Operating in | ncome | Ordinary ir | ncome       | Net loss            | 5          |
|                   | Million yen | %     | Million yen  | %     | Million yen | %           | Million yen         | %          |
| Fiscal year ended |             |       |              |       |             |             |                     |            |
| March 31, 2011    | 189,929     | -5.3  | 4,625        | 30.8  | 3,906       | -23.5       | (25,729)            |            |
| March 31, 2010    | 200,530     | -26.0 | 3,537        | —     | 5,104       | —           | (5,198)             |            |

|                   | Net loss<br>per share–basic | Net loss<br>per share-diluted |
|-------------------|-----------------------------|-------------------------------|
|                   | Yen                         | Yen                           |
| Fiscal year ended |                             |                               |
| March 31, 2011    | (35.58)                     | —                             |
| March 31, 2010    | (7.62)                      | —                             |

#### (2) Non-consolidated financial position

|                      | Total assets | Net assets  | Shareholders' equity ratio | Net assets per share |
|----------------------|--------------|-------------|----------------------------|----------------------|
|                      | Million yen  | Million yen | %                          | Yen                  |
| As of March 31, 2011 | 271,231      | 46,367      | 17.1                       | 22.27                |
| As of March 31, 2010 | 264,935      | 42,567      | 16.0                       | 62.26                |

(Reference) Shareholders' equity As of March 31, 2011: ¥46,287 million

As of March 31, 2010: ¥42,487 million

#### Implementation status for auditing procedures

The financial statements auditing procedure based on the Financial Instruments and Exchange Act had not been completed as of the release of this document.

#### Explanation regarding appropriate use of results projection and other special notes

The projections, outlook, plans, etc. in this document are based on the current business environment, and actual results may differ due to changes in the future business environment.

#### (Reference) Dividends on Other Class Stock

The breakdown of dividends per share on other class stock with different rights from those of common stock is as follows:

| Class A preferred stock                           |             | -           | Dividend per share | e         |           |
|---|-------------|-------------|--------------------|-----------|-----------|
| (Base date)                                       | First       | Second      | Third              | Year-end  | Total     |
| (Base date)                                       | quarter-end | quarter-end | quarter-end        | rear-enu  | Total     |
|   | Yen         | Yen         | Yen                | Yen       | Yen       |
| Fiscal year ended                                 |             |             |                    |           |           |
| March 31, 2011                                    |             |             |                    |           |           |
| Fiscal year ending<br>March 31, 2012 (Projection) |             | 0.00        | _                  | 44,047.00 | 44,047.00 |

(Note) Class A preferred stock was issued in December 2010. In accordance with the outline of preferred stock specified at the time of issuance, dividend payment will start from the fiscal year ending March 31, 2012.

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#### 1. Operating Results

- (1) Analysis of Operating Results
- 1) Results of operations for the fiscal year under review (April 1, 2010 to March 31, 2011)

During the fiscal year under review, the global economy showed a modest recovery overall due to an expansion of domestic demand in emerging countries such as China and India. This was despite concerns about a delay in recovery due to factors such as the impact of fiscal uncertainty in some European countries, the high unemployment rate that continues in Europe and the United States, and a sharp rise in crude oil prices. Although the Japanese economy followed a recovery trend on the back of factors such as a recovery in personal consumption, the outlook remains uncertain because of the impact of the Great East Japan Earthquake that occurred on March 11, 2011.

In this business environment, the OKI Group recorded net sales of  $\frac{432.7}{10.2}$  billion (a year-on-year decrease of 2.3% or  $\frac{10.2}{10.2}$  billion). The factors included a drop-off period of large project replacements for some public sectors, yen appreciation, a delay in switching to new printer products in the first half of the fiscal year, and the delayed economic recovery in some regions in Europe, as well as the impact of the earthquake. Operating income came to  $\frac{46.3}{10.2}$  billion (a year-on-year decrease of  $\frac{40.2}{10.2}$  billion), owing to factors such as yen appreciation, price drops, an increase in selling expenses, and the impact of treatment optimization, coupled with the impact of the earthquake. Even so, some factors contributed to an increase in operating income, such as a reduction in production and procurement costs.

Ordinary income amounted to \$1.2 billion (a year-on-year decrease of \$0.1 billion). Net loss increased by \$28.0 billion year on year to \$31.8 billion, reflecting loss on revision of retirement benefit plan and management structural reform expenses such as special retirement expenses, resulting from the implementation of measures of the brushed-up mid-term business plan.

The results by business were as follows.

#### <Info-telecom Systems>

Net sales to external customers came to ¥260.7 billion (a year-on-year decrease of 2.5% or ¥6.7 billion). In Solutions & Services, sales increased due to growth in maintenance and services such as ATM-LCM and ATM monitoring services and in systems sales for public sector. In Mechatronics Systems, sales rose thanks to robust sales of ATMs in Japan and China, coupled with an increase in sales of bank branch terminals. Meanwhile in Telecom Systems, overall sales declined due to factors such as a decrease in sales for core networks and existing networks and a decline in large projects for enterprises, despite an increase in shipments of GE-PONs for telecom carriers. Furthermore, in Social Infrastructure Systems, sales decreased because large projects for some public sectors were in a changeover period.

Operating income was substantially unchanged from the previous fiscal year at  $\pm 14.7$  billion (a yearon-year decrease of  $\pm 0.3$  billion). Further cost reduction and a review of fixed costs, in addition to a reduction in production and procurement costs and an improvement of the product mix, offset the impact of increased R&D expenses, treatment optimization and the earthquake.

#### <Printers>

Net sales to external customers amounted to ¥125.0 billion (a year-on-year decrease of 10.3% or ¥14.3 billion).

By product, sales of new products such as office-use color printers (color NIP) and monochrome printers (mono NIP) were robust. From the second half of the fiscal year, the OKI Group accelerated the full-scale expansion of its mainstay new A4 color printers and monochrome products. In addition, promotion activities that focused on certain models proved effective. However, sales decreased due to a delay in switching to new products in the first half of the fiscal year and the impact of the delayed economic recovery of some regions in Europe. Also, unit sales of dot-impact printers (SIDM) increased on the strength of special demand associated with a revision to tax law in China. In addition, the negative impact of yen appreciation on sales was ¥12.0 billion yen.

Operating loss increased by ¥3.3 billion year on year to ¥4.6 billion due to factors such as price drops and changes in volume, changes in the product mix and an increase in selling expenses that arose in the first half of the fiscal year. Other factors included the impact of treatment optimization and the earthquake. The loss came despite some factors that contributed to higher income such as a reduction in production and procurement costs.

#### <EMS, Others>

Net sales in EMS to external customers came to \$31.0 billion (a year-on-year increase of 36.8% or \$8.3 billion). Net sales in Others amounted to \$15.9 billion (a year-on-year increase of 17.8% or \$2.4

billion). In EMS, factors such as an expansion of orders for large projects in the telecommunications equipment market, the early launch of new projects in the medical equipment market, and a recovery in the industrial equipment and semiconductor equipment markets led to an increase in sales. In Others, sales increased due to strong sales of the components-related business prompted by a market recovery.

Operating income in EMS improved by \$1.5 billion year on year to \$1.3 billion, and operating income in Others improved by \$2.0 billion year on year to \$1.5 billion. An increase in marginal profits due to increased volume, as well as an improvement of the product mix and a reduction in production and procurement costs, offset the impact of the earthquake and treatment optimization.

#### 2) Outlook for the fiscal year ending March 31, 2012

In the fiscal year ending March 31, 2012, the global economy is expected to continue a modest recovery overall, driven by emerging countries such as China and India, which are expected to achieve strong economic expansion. On the other hand, the Japanese economy is expected to continue stalling for the time being affected by the Great East Japan Earthquake, with lingering concerns over further economic stagnation due to the impact on production activities by factors such as power supply constraints and a delay in components and materials procurement.

The OKI Group forecasts a \$3.3 billion year-on-year increase in net sales to \$436.0 billion for the fiscal year ending March 31, 2012, which marks the  $130^{\text{th}}$  anniversary and the first year of the brushedup mid-term business plan, reflecting an expansion of service businesses such as the ATM-LCM service and EXaaS cloud computing service, the increasing sophistication of social infrastructure accompanied by an expansion of demand for updating, an increase in sales of ATMs in Japan and China, and an expansion of EMS, despite the impact of the earthquake.

Operating income is expected to increase by \$8.7 billion year on year to \$15.0 billion as thorough cost reduction and the effects of management structural reform aimed at stable profitability through the midterm business plan will offset the impact of treatment optimization. Net income is expected to improve by \$39.3 billion year on year to \$7.5 billion due to an increase in operating income, an improvement in non-operating income and expenses attributable to factors such as a decrease in preferred stock issuance cost and a decrease in interest-bearing debt, and a substantial improvement in extraordinary income and loss due to decreases in loss on revision of retirement benefit plan and management structural reform expenses such as special retirement expenses that were incurred by the implementation of measures in the mid-term business plan for the previous fiscal year.

Consolidated results projection for the six months ending September 30, 2011 will not be announced here since it is difficult to determine the impact of the earthquake on production and sales. The projection will be promptly announced as soon as the impact has been determined.

For details, please refer to "Financial Results for the Fiscal Year ended March 31, 2011" disclosed today.

#### (2) Analysis of Financial Position

1) Analysis of assets, liabilities, net assets and cash flows

At the end of the fiscal year under review, total assets decreased by \$9.1 billion year on year to \$368.8 billion. Meanwhile, shareholders' equity decreased by \$2.2 billion year on year to \$38.3 billion. This was due to net loss of \$31.8 billion for the fiscal year under review and a decrease of \$4.2 billion in accumulated other comprehensive income due to factors such as contribution of securities to the retirement benefit trust, which were offset by an increase of \$15.0 billion each in capital stock and capital surplus due to an increase of \$3.5 billion in capital surplus as a result of the share exchange on June 1, 2010, which made the Company the wholly-owning parent company in share exchange and made Oki Wintech Co., Ltd. a wholly-owned subsidiary of the Company through an exchange of shares, as well as a decrease in capital stock by \$47.9 billion and an increase in capital surplus by the same amount, and the completion of payment procedure for the issuance of Class A preferred stock through allocation to third parties on December 22, 2010. As a result, the shareholders' equity ratio stood at 10.4%. Also, among net assets, minority interests decreased by \$6.5 billion year on year due to factors such as the share exchange.

With respect to major increases and decreases in assets, cash and deposits decreased by ¥11.8 billion and securities increased by ¥17.4 billion among current assets. Noncurrent assets decreased by ¥16.4 billion, attributable mainly to a decline in investment securities.

Total liabilities decreased by \$0.3 billion. Loans decreased by \$20.4 billion from \$172.5 billion at the end of the previous fiscal year to \$152.1 billion, due mainly to the repayment of long-term loans payable. In addition, provision for retirement benefits decreased by \$23.3 billion and long-term accounts payable–other increased by \$31.5 billion, due mainly to the revision of the retirement benefit plan.

Net cash provided by operating activities for the fiscal year under review amounted to ¥1.6 billion

(¥51.3 billion for the previous fiscal year), owing to factors such as a deterioration of loss before income taxes and minority interests due to the implementation of the program for the enhancement of management bases and an increase in working capital.

Net cash used in investing activities amounted to ¥4.4 billion (¥13.0 billion for the previous fiscal year), due mainly to purchase of property, plant and equipment.

As a result, free cash flows, which are the sum of cash from operating activities and investing activities, saw a net outflow of ¥2.8 billion (a net inflow of ¥38.3 billion for the previous fiscal year).

Net cash provided by financing activities amounted to \$11.2 billion (net cash used in financing activities amounted to \$31.3 billion for the previous fiscal year), due to proceeds from long-term loans payable and proceeds from the issuance of Class A preferred stock through allocation to third parties, despite repayment of long-term loans payable.

As a result, cash and cash equivalents at the end of the fiscal year under review increased from ¥71.2 billion at the end of the previous fiscal year to ¥79.6 billion.

|   | As of<br>March 31,<br>2007 | As of<br>March 31,<br>2008 | As of<br>March 31,<br>2009 | As of<br>March 31,<br>2010 | As of<br>March 31,<br>2011 |
|---|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| Shareholders' equity ratio (%)                            | 15.7                       | 14.6                       | 10.4                       | 10.7                       | 10.4                       |
| Shareholders' equity ratio<br>on a market value basis (%) | 24.5                       | 22.8                       | 10.8                       | 14.1                       | 13.1                       |
| Ratio of interest-bearing debt to cash flows              | 7.8                        | 5.9                        | 6.9                        | 6.3                        | 6.1                        |
| Interest coverage ratio                                   | 5.2                        | 6.5                        | 4.6                        | 4.6                        | 4.4                        |

2) Cash flow-related indicators

(Notes) 1. Formulas

- Shareholders' equity ratio: Shareholders' equity/Total assets
- Shareholders' equity ratio on a market value basis: Total market value of stock/Total assets
   Ratio of interest-bearing debt to cash flows: Interest-bearing debt/Cash flows from operating activities
- · Interest coverage ratio: Cash flows from operating activities/Interest expenses
- 2. Basis of figures used in calculation
  - · Total market value of stock: Number of shares issued excluding treasury stock
  - Cash flows from operating activities: "Net cash provided by (used in) operating activities" in the consolidated statements of cash flows (average of past 5 years)
  - Interest expenses: "Interest expenses paid" in the consolidated statements of cash flows (average of past 5 years)
  - · Interest-bearing debt: All debt bearing interest recorded in the consolidated balance sheets
- (3) Basic Policy Concerning the Distribution of Profits and the Dividend Distributions for the Fiscal Year Ended March 31, 2011 and the Fiscal Year Ending March 31, 2012

The Company recognizes at all times that strengthening its financial structure and securing internal reserves for enhancing the OKI Group's corporate value, as well as striving to increase returns to shareholders who will hold shares over the medium to long term, are management's highest priorities.

Regarding the use of internal reserves, the Company will make investments in research and development and equipment required for future growth with a view to strengthening the corporate structure and management bases. Furthermore, in determining the dividend amounts, the Company will place the most focus on the continuation of a stable return of profits to shareholders and also take financial results into account.

In the fiscal year under review, the Company will distribute no year-end dividends, partly due to the recording of a substantial net loss and in consideration that a financial base for stable dividend distributions has yet to be built. Having ensured that the business targets set in the mid-term business plan have been achieved, the Company intends to realize early resumption of dividend distributions and continuous payment of stable dividends.

The Company will distribute dividends on preferred stock from the next fiscal year based on the outline of preferred stock specified at the time of issuance.

(4) Risks Related to Business

The forward-looking statements such as the OKI Group's outlook for the financial results contained in

this document are based on information currently available to the Company and certain assumptions that the Company deems to be reasonable, and actual results may differ materially from such statements due to a variety of factors. The following are major factors that may affect the OKI Group's actual financial results.

It should be noted, however, that factors that may affect the OKI Group's financial results are not limited to these items. The OKI Group is aware of the potential impact these risks may have if any were to occur, and it is implementing measures to avoid such occurrence, as well as to minimize the weight of their impact should they occur.

1) Political and economic trends

Demand for the OKI Group's products is subject to political and economic trends in the individual countries and regions in which they are sold. Accordingly, economic slowdowns, the resulting contraction of demand in the OKI Group's principal operating markets including Japan, North America, Europe and Asia, and changes in the import-export policy for foreign products may adversely affect the OKI Group's financial results and position.

2) Sudden technological innovation

The OKI Group's principal business segments, Info-telecom Systems and Printers, are subject to rapid technological innovations. Accordingly, the OKI Group strives to preserve its competitive advantage through new technology and new product development. However, the OKI Group's financial results and position may be adversely affected in the event it is unable to keep pace with sudden technological innovations, burdened with obsolete technologies that the OKI Group is currently holding, and unable to deliver products and services that appeal to customers.

- 3) Market trends
  - (i) The product and geographical markets in which the OKI Group is operating are subject to persistently severe competition due to such factors as entry by new participants. In an effort to secure competitive advantages, the OKI Group strives to develop new products and reduce costs. However, the OKI Group's financial results and position may be adversely affected in the event that the OKI Group is unable to implement effective measures for product development and cost rationalization and fails to maintain market share or secure profitability sufficiently.
  - (ii) The financial results of Info-telecom Systems may be adversely affected by a variety of factors including: 1) changes in investment trends by financial institutions due to revisions of financial regulations, poor performance and other factors; 2) changes in investment trends by telecom carriers owing to amendments to telecom regulations, shifts in business strategy and other factors; and 3) a significant decline in public-sector investment due to national and local government policies.
  - (iii) The printer market, in which the OKI Group is operating, is experiencing intense price competition, particularly in color printers. In an effort to secure a strong market position and profitability, the OKI Group is endeavoring to develop new products and reduce costs. Despite these efforts, continued declines in product prices below levels anticipated may adversely affect the financial results of Printers.
- 4) Raw materials and component procurement

The OKI Group procures a variety of raw materials and components in support of its production activities. The ability to ensure timely product shipment, avoid delays in product delivery, and minimize opportunity loss is dependent upon a stable supply of raw materials, components, specialized parts and alternative components. The OKI Group's financial results and position may be adversely affected in the event of disruptions to that stable supply from natural disasters and other factors.

The OKI Group is reliant upon the direct or indirect supply of crude oil and raw materials such as metals for its production activities. A sharp rise in the prices of such raw materials may adversely affect the OKI Group's financial results and position.

5) Product defects and delays in delivery

Despite every effort to maintain quality assurance, the OKI Group is unable to eliminate entirely the possibility of product or service defects. In the event of such defects, the OKI Group may be liable for damage incurred by the customers. In addition, any incidence of a defect may impact the OKI Group's reputation, resulting in a drop in demand for the OKI Group's products and services. In either case, the OKI Group's financial results and position may be adversely affected.

While the OKI Group adopts complete and thorough measures to ensure the timely delivery of its products and services, unforeseen incidents in material procurement, production control and design may lead to a delay in delivery. In this case, the OKI Group may become liable for damage incurred by the

customers due to delivery delays.

#### 6) Success or failure of strategic alliances

The OKI Group is constructively engaged with other companies in strategic alliances for research and development, manufacturing, sales and other activities. However, there may be instances where the OKI Group is not able to maintain desired cooperation with a strategic partner in business strategy, product and technical development, fund procurement or other activities, or where the alliance does not yield satisfactory results. In such cases, the OKI Group's financial results and position may be adversely affected.

#### 7) Overseas business activities

The OKI Group is engaged in production and sales activities across a variety of countries and regions. Accordingly, it is subject to a number of risks specific to overseas business activities, including country risk and foreign exchange fluctuation risk.

The OKI Group has production sites in Thailand and China. The OKI Group's financial results and position may be adversely affected by the occurrence of unforeseen events such as economic downturns, political turmoil and fluctuations in local currency exchange rates in these countries.

To minimize foreign exchange fluctuation risk, the OKI Group enters into forward exchange and currency swap contracts to address fluctuations of the yen against the U.S. dollar and euro. However, the OKI Group cannot guarantee the complete removal of risks, and abrupt fluctuations in foreign exchange rates in particular may adversely affect the OKI Group's financial results and position.

#### 8) Patents and intellectual property

The OKI Group strives to protect its patents and to secure new patents with the aim of differentiating the OKI Group from its competitors. A failure in these objectives may adversely affect the business performance of relevant businesses. The OKI Group also strives to secure the necessary licenses from third parties for the use of their patents required in the development and production of products. There may be possibilities that the OKI Group is unable to secure necessary licenses in the future, or is authorized to use patents or rights under unfavorable terms and conditions. In either case, the OKI Group's financial results and position may be adversely affected.

The OKI Group endeavors to heed intellectual properties held by third parties. It is not, however, in a position to completely guarantee that the OKI Group will not be accused of violation of intellectual property rights held by third parties. The OKI Group's financial results and position may be adversely affected in the event that a suit is instituted against the OKI Group and its lawsuit costs increase as a result, or in the event that the OKI Group is found to have breached such intellectual property rights and incurs damages.

#### 9) Statutory and regulatory compliance

The OKI Group is subject to a variety of government regulations, including business and investment approvals, export restrictions relating to national security and other factors, and other import and export regulations such as customs, in each of the countries and regions in which it is operating. The OKI Group is also subject to laws and regulations relating to commerce, antitrust, patents, taxation, foreign currency controls, the environment and recycling. In the event that the OKI Group is unable to comply with any of the aforementioned laws and regulations, or any unexpected changes occur, the possibility is that its activities would be restricted or suspended. Accordingly, such laws and regulations may adversely affect the OKI Group's financial results and position.

#### 10) Natural and other disasters

The OKI Group conducts periodic inspection of facilities and periodic checking of accident and disaster prevention measures to minimize stoppages of its manufacturing lines. However, there is no guarantee that the OKI Group will be able to completely prevent accidents at its production facilities and the adverse impact of natural and other disasters. Moreover, the impact of the disruption of manufacturing lines due from such factors as earthquakes, wind or flood damage or electric outages, as well as the significant impact of various disasters on economic activities in the countries where the OKI Group is conducting sales activities, may adversely affect the OKI Group's financial results and position.

#### 11) Information management

Although the OKI Group implements defense measures to protect its internal systems against computer viruses and to prevent information leakage, the OKI Group cannot guarantee complete protection from system failure and information leakage caused by human error, new viruses, etc. The OKI Group may

incur additional losses if such events occur.

12) Securing and fostering human resources

The ability to secure and foster high-performance human resources is a key factor in ensuring further growth as a company capable of generating stable profits. Accordingly, the OKI Group strives to recruit capable employees at every level, including new graduates and mid-career employees. In an effort to foster high-performance human resources, the OKI Group also conducts on-the-job training, education and a variety of supporting activities. In the event that the OKI Group is unable to secure and foster high-performance human resources, or a number of key employees leave the OKI Group, the OKI Group's future growth may be adversely affected.

13) Interest-rate fluctuations

The OKI Group maintains interest-bearing debt that is subject to the impact of fluctuations in interest rates. The OKI Group utilizes interest-rate swaps and other instruments to manage the risks of the impact. However, a rise in interest rates may lead to an increase in interest charges and may adversely affect the OKI Group's ability to raise working capital due to increased costs of raising capital in the future.

#### 14) Changes to accounting standards

The OKI Group prepares consolidated and non-consolidated financial statements in accordance with corporate accounting standards generally accepted as fair and valid. In the event that the OKI Group changes its accounting policy in association with the establishment or revision of accounting standards, etc., the OKI Group's financial results and position may be adversely affected.

#### 15) Debt recovery

The OKI Group constantly appraises the financial conditions of its customers and estimates and provides an appropriate amount of allowances for bad debts that are expected to accrue after the balance sheet date. However, a sudden deterioration of the financial condition of a customer may adversely affect the OKI Group's financial results and position.

#### 16) Impairment loss on noncurrent assets

In the event that it becomes necessary for the OKI Group to recognize impairment loss on property, plant and equipment, intangible assets, investments and other assets, the OKI Group's financial results and position may be adversely affected.

#### 17) Deferred tax assets

The OKI Group provides appropriate amounts of retained losses carried forward and other temporary differences for deferred tax assets. In the event that the OKI Group derecognizes deferred tax assets as it is unable to eliminate such retained losses carried forward and other temporary differences due to the decline in taxable income brought on by future changes in its financial results, the OKI Group's financial results and position may be adversely affected.

#### 18) Retirement benefit obligations

The OKI Group provides appropriate amounts of retirement benefit obligations based on assumptions and preconditions such as a discount rate established using actuarial calculations and on expected rate of return on pension assets. However, such assumptions and preconditions are susceptible to changes in market interest rates and stock market trends, which may cause actual results to differ from such provision and may lead to an increase in retirement benefit obligations. In such a case, the OKI Group's financial results and position may be adversely affected.

#### 19) Stock price fluctuations

The OKI Group holds shares of stocks in listed companies as part of its investment securities portfolio. A fall in stock prices may lead to valuation loss and/or a decrease in valuation difference, which may adversely affect the OKI Group's financial results and position.

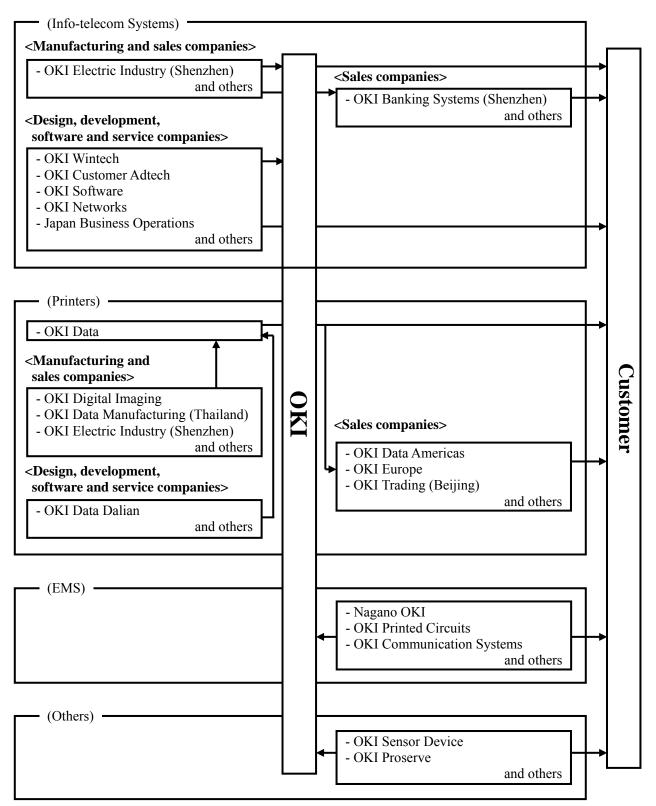
#### 20) Dilution of stocks

The OKI Group issued Class A preferred stock through allocation to third parties on December 22, 2010, with the aim of building a strong business base capable of generating stable sustained profits, and of drastically improving its financial base. Class A preferred stock is issued with a put option in exchange for common stock (put option period: April 1, 2014 through March 31, 2024) and a put provision (lump purchase on April 1, 2024). In the event that common stock is issued as a result of the exercise of the put

option and put provision in exchange for the common stock in the future, the outstanding shares of common stock will be diluted, which may affect the stock price.

## 2. Corporate Group

In the OKI Group, the general business relationships between OKI (the parent company) and its affiliates are as shown below.



#### 3. Management Policies

(1) Basic Management Policies

Founded in 1881, Meikosha, Ltd. was the forerunner of today's OKI and Japan's first communications equipment manufacturer. Only five years after Alexander Graham Bell invented the first telephone in the United States, Meikosha made an early attempt to domestically manufacture telephones and was successful. This "enterprising spirit" has been passed down and remains in the DNA that runs through the history of the OKI Group. With OKI's corporate philosophy\* revolving around this enterprising spirit, the OKI Group adopts the basic policy of meeting the expectations of all its stakeholders, including customers, shareholders and employees, by aiming to become a company that generates stable profits and attains steady growth.

\* "The people of OKI, true to the Company's enterprising spirit, are committed to creating superior network solutions and providing outstanding information and communications services globally to meet the diversified needs of communities worldwide in the information age."

(2) The Company's Mid- to Long-term Management Strategy, Management Targets and Issues to Be Addressed

The present state of the global economy shows a modest recovery overall, driven by emerging countries, including China, which continues to achieve robust economic expansion centered on domestic demand. However, the future is uncertain for the Japanese economy, as production and other activities have declined due to the impact of the Great East Japan Earthquake, despite some signs of recovery in exports, personal consumption and other economic activities. Furthermore, concerns about the effects of deflation and worsening employment situation still persist.

Under these circumstances, the OKI Group brushed up its mid-term business plan announced on February 16, 2010, and announced the plan's two pillars on October 8, 2010, with an eye to establishing a structure which is capable of achieving early resumption of dividend distributions and continuous payment of stable dividends. These pillars comprise 1) the program for the enhancement of management bases for establishing a business structure that is capable of generating profits stably and accomplishing solid management bases that support business growth in the future, and 2) the program for growth that aims at each business domain of focus by concentrating limited management resources and driving strategic alliances.

- 1) In the program for the enhancement of management bases, the amounts of capital stock and legal capital surplus were reduced to revise the capital structure, as a measure to drastically improve the financial base, in order to prepare for the disposition of the deficit incurred in the fiscal year ended March 31, 2011 and the resolution of the accumulated loss. Along with this, after the Articles of Incorporation were partially revised, Class A preferred stock was issued through allocation to third parties, so that funds were raised for capital reinforcement and strategic investments for growth. Meanwhile, the number of domestic personnel was reduced by about 1,000 by the introduction of an early retirement program for the purpose of reducing personnel costs. Furthermore, various measures and preparations were carried out to revise the retirement benefit plan with a view to reducing future financial burden. In the future, further cost reduction, selection and concentration of businesses and reorganization of Group companies will be undertaken in accordance with the mid-term business plan.
- 2) In the program for growth, limited management resources such as personnel and funds will be concentrated on Solutions & Services, Mechatronics systems, Printers and EMS, which are positioned as future growth/strategic domains. In addition, continuous growth will be realized over the medium to long term by driving strategic alliances and forming mutually complementary relationships with partners that possess the resources and know-how necessary for the OKI Group.

Through this series of measures, the OKI Group will build solid management bases that support future businesses and generate stable profits with a view to achieving the management targets set in the midterm business plan, which calls for net sales of \$520.0 billion and operating income of \$22.0 billion for the fiscal year 2013, and realizing the early resumption of dividend distributions.

## 4. Consolidated Financial Statements

(1) Consolidated Balance Sheets

(Million yen) Fiscal year ended Fiscal year ended March 31, 2010 March 31, 2011 (As of March 31, 2010) (As of March 31, 2011) Assets Current assets 57,844 45.959 Cash and deposits Notes and accounts receivable-trade 118,416 121,049 17,314 34,720 Securities 23,014 26,737 Finished goods Work in process 16,436 16,979 Raw materials and supplies 21,775 24,638 Deferred tax assets 4,008 6,146 Other 9,387 8,716 Allowance for doubtful accounts (8,689) (12,389) Total current assets 262,370 269,694 Noncurrent assets Property, plant and equipment Buildings and structures, net 23,234 22,685 Machinery, equipment and vehicles, net 10,648 9,142 Tools, furniture and fixtures, net 10,131 9,138 Land 12,084 12,038 130 Construction in progress 56 Total property, plant and equipment 56,155 53,134 \* \* Intangible assets 10,060 7,791 Investments and other assets Investment securities 37,369 28,845 Long-term loans receivable 1,964 1,498 13,401 Other 10,350 Allowance for doubtful accounts (3,427) (2,492) Total investments and other assets 49,306 38,201 Total noncurrent assets 115,523 99,127 Total assets 377,894 368,822

|   | Fiscal year ended<br>March 31, 2010<br>(As of March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(As of March 31, 2011) |
|---|---|---|
| Liabilities   | (AS 01 Match 51, 2010)  | (AS 01 Watch 51, 2011)  |
| Current liabilities                                   |   |   |
| Notes and accounts payable-trade                      | 54,930  | 53,942  |
| Short-term loans payable                              | 127,430   | 118,063   |
| Accrued expenses                                      | 23,213  | 26,214  |
| Other   | 35,648  | 42,562  |
| Total current liabilities                             | 241,222   | 240,783   |
| Noncurrent liabilities                                |   |   |
| Long-term loans payable                               | 45,036  | 33,987  |
| Lease obligations                                     | _   | 3,841   |
| Provision for retirement benefits                     | 39,655  | 16,350  |
| Provision for directors' retirement benefits          | 620   | 514   |
| Long-term accounts payable-other                      | _   | 32,478  |
| Other   | 3,752   | 2,006   |
| Total noncurrent liabilities                          | 89,064  | 89,179  |
| Total liabilities                                     | 330,287   | 329,962   |
| Net assets  |   |   |
| Shareholders' equity                                  |   |   |
| Capital stock   | 76,940  | 44,000  |
| Capital surplus                                       | 46,744  | 113,124   |
| Retained earnings                                     | (82,284)  | (114,094  |
| Treasury stock  | (408)   | (23   |
| Total shareholders' equity                            | 40,991  | 43,006  |
| Accumulated other comprehensive income                |   |   |
| Valuation difference on available-for-sale securities | 2,095   | (1,988  |
| Deferred gains or losses on hedges                    | (660)   | (983  |
| Foreign currency translation adjustment               | (1,893)   | (1,724  |
| Total accumulated other comprehensive income          | (458)   | (4,697  |
| Subscription rights to shares                         | 79  | 79  |
| Minority interests                                    | 6,994   | 470   |
| Total net assets                                      | 47,607  | 38,859  |
| Fotal liabilities and net assets                      | 377,894   | 368,822   |

# (2) Consolidated Statements of Income and Comprehensive Income (Consolidated Statements of Income)

|  | Figer upor anded   | (Million ye<br>Fiscal year ended                            |
|--|--|---|
|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
| Net sales  | 442,949  | 432,651   |
| Cost of sales  | *2 321,646   | *2 318,793  |
| Gross profit   | 121,302  | 113,858   |
| Selling, general and administrative expenses                   | *1, *2 114,793   | *1, *2 107,549  |
| Operating income   | 6,508  | 6,308   |
| Non-operating income   |  |   |
| Interest income  | 232  | 259   |
| Dividends income   | 877  | 849   |
| Equity in earnings of affiliates                               | —  | 299   |
| Royalty income from corporate brand                            | 596  | 551   |
| Miscellaneous income   | 698  | 708   |
| Total non-operating income                                     | 2,403  | 2,668   |
| Non-operating expenses   |  |   |
| Interest expenses  | 4,919  | 4,471   |
| Stock issuance cost  | —  | 1,349   |
| Foreign exchange losses  | 1,251  | 816   |
| Miscellaneous expenses   | 1,422  | 1,173   |
| Total non-operating expenses                                   | 7,592  | 7,811   |
| Ordinary income  | 1,320  | 1,166   |
| Extraordinary income   |  |   |
| Gain on prior periods adjustment                               | 113  |   |
| Gain on sales of noncurrent assets                             | 10   | 10  |
| Gain on sales of investment securities                         | 25   | 211   |
| Gain on negative goodwill                                      | —  | *3 2,650  |
| Reversal of allowance for doubtful accounts                    | —  | 440   |
| Gain on contribution of securities to retirement benefit trust | _  | 7,407   |
| Settlement received  | _  | 167   |
| Gain on extinguishment of tie-in shares                        | 26   |   |
| Gain on transfer of business                                   | 298  |   |
| Total extraordinary income                                     | 474  | 10,888  |

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|  |  |  | (Million yer    |
|--|--|--|-----------------|
|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year<br>March 31,<br>(From April<br>to March 31 | 2011<br>1, 2010 |
| Extraordinary loss   |  |  |                 |
| Loss on disposal of noncurrent assets  | 1,312  |  | 387             |
| Impairment loss  | *4 702   |  | 260             |
| Loss on sales of investment securities   | 20   |  | 132             |
| Loss on valuation of investment securities   | 987  |  | 2,500           |
| Provision of allowance for doubtful accounts   | 178  |  | —               |
| Loss on disaster   | _  |  | 26              |
| Special retirement expenses  | 689  | *5   | 11,807          |
| Business structure improvement expenses  | *6 222   | *6   | 1,120           |
| Head office transfer cost  | _  |  | 620             |
| Loss on revision of retirement benefit plan  | _  | *7   | 22,412          |
| Loss on adjustment for changes of accounting standard for asset retirement obligations | —  |  | 623             |
| Provision for product warranties   | —  | *8   | 503             |
| Product warranty expense   | —  | *8   | 1,712           |
| Loss on revision of value-added tax  | 6  |  | 67              |
| Total extraordinary loss   | 4,119  |  | 42,176          |
| Loss before income taxes and minority interests  | (2,325)  |  | (30,121)        |
| Income taxes-current   | 1,859  |  | 1,404           |
| Income taxes-deferred  | (451)  |  | 214             |
| Total income taxes   | 1,407  |  | 1,619           |
| Loss before minority interests   | _  |  | (31,741)        |
| Minority interests in income   | 103  |  | 68              |
| Net loss   | (3,836)  |  | (31,809)        |
|  |  |  |                 |

# (Consolidated Statements of Comprehensive Income)

|   | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009,<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010,<br>to March 31, 2011) |
|---|---|---|
| Loss before minority interests  | —   | (31,741)  |
| Other comprehensive income  |   |   |
| Valuation difference on available-for-sale securities                               | _   | (4,050)   |
| Deferred gains or losses on hedges  | —   | (323)   |
| Foreign currency translation adjustment   | _   | 157   |
| Share of other comprehensive income of associates accounted for using equity method | —   | (34)  |
| Total other comprehensive income  | —   | *2 (4,250)  |
| Comprehensive income  | _   | *1 (35,991)   |
| Comprehensive income attributable to  |   |   |
| Comprehensive income attributable to owners of the parent                           | —   | (36,048)  |
| Comprehensive income attributable to minority interests                             | _   | 57  |
|   |   |   |

# (3) Consolidated Statements of Changes in Net Assets

|  |  | (Million ye  |
|--|--|--|
|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
| Shareholders' equity                                 |  |  |
| Capital stock  |  |  |
| Balance at the end of previous period                | 76,940   | 76,940   |
| Changes of items during the period                   |  |  |
| Issuance of new shares                               | —  | 15,000   |
| Transfer to other capital surplus from capital stock | —  | (47,940)   |
| Total changes of items during the period             | _  | (32,940)   |
| Balance at the end of current period                 | 76,940   | 44,000   |
| Capital surplus                                      |  |  |
| Balance at the end of previous period                | 46,744   | 46,744   |
| Changes of items during the period                   |  |  |
| Issuance of new shares                               | _  | 15,000   |
| Transfer to other capital surplus from capital stock | _  | 47,940   |
| Increase by share exchanges                          | _  | 3,438  |
| Disposal of treasury stock                           | _  | 1  |
| Total changes of items during the period             |  | 66,379   |
| Balance at the end of current period                 | 46,744   | 113,124  |
| Retained earnings                                    |  |  |
| Balance at the end of previous period                | (78,448)   | (82,284  |
| Changes of items during the period                   |  |  |
| Net loss   | (3,836)  | (31,809  |
| Total changes of items during the period             | (3,836)  | (31,809  |
| Balance at the end of current period                 | (82,284)   | (114,094   |
| Treasury stock                                       |  |  |
| Balance at the end of previous period                | (362)  | (408   |
| Changes of items during the period                   |  |  |
| Disposal of treasury stock                           | _  | 403  |
| Purchase of treasury stock                           | (46)   | (18  |
| Total changes of items during the period             | (46)   | 385  |
| Balance at the end of current period                 | (408)  | (23  |
| Total shareholders' equity                           |  |  |
| Balance at the end of previous period                | 44,873   | 40,991   |
| Changes of items during the period                   |  |  |
| Issuance of new shares                               | _  | 30,000   |
| Transfer to other capital surplus from capital stock | _  | _  |
| Increase by share exchanges                          | _  | 3,438  |
| Disposal of treasury stock                           | _  | 404  |
| Net loss   | (3,836)  | (31,809  |
| Purchase of treasury stock                           | (46)   | (18)   |
| Total changes of items during the period             | (3,882)  | 2,014  |
| Balance at the end of current period                 | 40,991   | 43,006   |

|   | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | (Million ye<br>Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|---|--|---|
| Accumulated other comprehensive income                | to March 91, 2010)   | to March 91, 2011)  |
| Valuation difference on available-for-sale securities |  |   |
| Balance at the end of previous period                 | (593)  | 2,095   |
| Changes of items during the period                    |  |   |
| Net changes of items other than shareholders' equity  | 2,689  | (4,084)   |
| Total changes of items during the period              | 2,689  | (4,084)   |
| Balance at the end of current period                  | 2,095  | (1,988)   |
| Deferred gains or losses on hedges                    |  |   |
| Balance at the end of previous period                 | (467)  | (660)   |
| Changes of items during the period                    |  |   |
| Net changes of items other than shareholders' equity  | (192)  | (323)   |
| Total changes of items during the period              | (192)  | (323)   |
| Balance at the end of current period                  | (660)  | (983)   |
| Foreign currency translation adjustment               |  |   |
| Balance at the end of previous period                 | (2,431)  | (1,893)   |
| Changes of items during the period                    |  |   |
| Net changes of items other than shareholders' equity  | 537  | 169   |
| Total changes of items during the period              | 537  | 169   |
| Balance at the end of current period                  | (1,893)  | (1,724)   |
| Total accumulated other comprehensive income          |  |   |
| Balance at the end of previous period                 | (3,492)  | (458)   |
| Changes of items during the period                    |  |   |
| Net changes of items other than shareholders' equity  | 3,033  | (4,238)   |
| Total changes of items during the period              | 3,033  | (4,238)   |
| Balance at the end of current period                  | (458)  | (4,697)   |
| Subscription rights to shares                         |  |   |
| Balance at the end of previous period                 | 79   | 79  |
| Changes of items during the period                    |  |   |
| Total changes of items during the period              | _  | _   |
| Balance at the end of current period                  | 79   | 79  |
| Minority interests                                    |  |   |
| Balance at the end of previous period                 | 6,948  | 6,994   |
| Changes of items during the period                    |  |   |
| Net changes of items other than shareholders' equity  | 46   | (6,523)   |
| Total changes of items during the period              | 46   | (6,523)   |
| Balance at the end of current period                  | 6,994  | 470   |

|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|--|--|--|
| Total net assets                                     |  |  |
| Balance at the end of previous period                | 48,408   | 47,607   |
| Changes of items during the period                   |  |  |
| Issuance of new shares                               | —  | 30,000   |
| Transfer to other capital surplus from capital stock | —  | _  |
| Increase by share exchanges                          | —  | 3,438  |
| Disposal of treasury stock                           | —  | 404  |
| Net loss   | (3,836)  | (31,809)   |
| Purchase of treasury stock                           | (46)   | (18)   |
| Net changes of items other than shareholders' equity | 3,080  | (10,762)   |
| Total changes of items during the period             | (801)  | (8,748)  |
| Balance at the end of current period                 | 47,607   | 38,859   |

# (4) Consolidated Statements of Cash Flows

|   | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|---|--|--|
| Net cash provided by (used in) operating activities                                   |  |  |
| Loss before income taxes and minority interests                                       | (2,325)  | (30,121)   |
| Depreciation and amortization   | 15,515   | 14,095   |
| Impairment loss   | 702  | 260  |
| Gain on negative goodwill   | —  | (2,650)  |
| Loss (gain) on securities contribution to employees' retirement<br>benefits trust     | _  | (7,407)  |
| Increase (decrease) in provision  | 13,082   | (11,884)   |
| Interest and dividends income   | (1,109)  | (1,109)  |
| Interest expenses   | 4,919  | 4,471  |
| Equity in (earnings) losses of affiliates   | _  | (299)  |
| Loss (gain) on valuation of investment securities                                     | 987  | 2,500  |
| Loss (gain) on disposal of noncurrent assets  | 1,301  | 377  |
| Decrease (increase) in notes and accounts receivable-trade                            | (692)  | (12,563)   |
| Decrease (increase) in inventories  | 16,256   | (3,478)  |
| Increase (decrease) in notes and accounts payable-trade                               | 3,475  | 4,046  |
| Increase (decrease) in accounts payable-other   | _  | 4,648  |
| Increase (decrease) in accrued expenses   | (71)   | 3,713  |
| Increase (decrease) in long-term accounts payable-other                               | _  | 31,124   |
| Other   | 4,711  | 10,972   |
| Subtotal  | 56,753   | 6,697  |
| Interest and dividends income received  | 1,094  | 1,122  |
| Interest expenses paid  | (4,957)  | (4,636)  |
| Income taxes paid   | (1,599)  | (1,594)  |
| Net cash provided by (used in) operating activities                                   | 51,290   | 1,588  |
| Net cash provided by (used in) investing activities                                   |  |  |
| Payments into time deposits   | (3,000)  | (3,040)  |
| Proceeds from withdrawal of time deposits   | 2,000  | 4,010  |
| Purchase of short-term investment securities  | (3,000)  | (1,005)  |
| Proceeds from redemption of securities  | _  | 3,000  |
| Purchase of property, plant and equipment   | (8,043)  | (6,535)  |
| Proceeds from sales of property, plant and equipment                                  | 1,368  | _  |
| Purchase of intangible assets   | (2,321)  | (2,237)  |
| Purchase of investment securities   | (895)  | _  |
| Proceeds from sales of investment securities  |  | 810  |
| Proceeds from transfer of business  | 562  |  |
| Purchase of investments in subsidiaries resulting in change in scope of consolidation | (123)  | _  |
| Other payments  | (717)  | (300)  |
| Other proceeds  | 1,179  | 876  |
| Net cash provided by (used in) investing activities                                   | (12,992)   | (4,423)  |

|  |  | (Million yen)  |
|--|--|--|
|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
| Net cash provided by (used in) financing activities  |  |  |
| Net increase (decrease) in short-term loans payable  | (15,878)   | 8,795  |
| Proceeds from long-term loans payable  | 23,820   | 36,250   |
| Repayment of long-term loans payable   | (26,317)   | (64,032)   |
| Redemption of bonds  | (12,360)   | _  |
| Proceeds from sale and leaseback   | —  | 3,809  |
| Repayments of lease obligations  | —  | (2,234)  |
| Proceeds from issuance of stock  | —  | 28,650   |
| Other  | (587)  | (35)   |
| Net cash provided by (used in) financing activities  | (31,323)   | 11,204   |
| Effect of exchange rate change on cash and cash equivalents                                  | (286)  | 118  |
| Net increase (decrease) in cash and cash equivalents   | 6,688  | 8,488  |
| Cash and cash equivalents at beginning of period   | 64,428   | 71,156   |
| Increase in cash and cash equivalents resulting from merger with unconsolidated subsidiaries | 40   |  |
| Cash and cash equivalents at end of period   | *1 71,156  | *1 79,645  |

# (5) Notes Relating to Going Concern Assumption Not applicable

| • / •  | ers for the Basis of Preparation of Consolidate<br>Previous fiscal year   | Current fiscal year  |
|--|---|--|
| Items  | (From April 1, 2009 to March 31, 2010)  | (From April 1, 2010 to March 31, 2011)   |
| 1. Scope of consolidation                                | Of 99 subsidiaries, 75 companies are<br>consolidated subsidiaries. As for Adachi<br>Protechno Co., Ltd. and 23 other<br>subsidiaries, their total assets, retained<br>earnings, net sales or net income and loss<br>are small and immaterial on an individual<br>and overall basis; thus, they are not<br>included in the scope of consolidation.<br>OKI Data Holdings (Australia) Pty. Ltd.<br>and OKI Data Service (Australia) Pty. Ltd.,<br>which were newly established, and OKI<br>Data (Australia) Pty. Ltd., which became a<br>new subsidiary due to an additional<br>acquisition of stock, are included in the<br>scope of consolidation. The following<br>subsidiaries are extinguished from the<br>scope of consolidation: Oki Supply Center<br>Co., Ltd. due to an absorption-type merger<br>with a consolidated subsidiary, Oki<br>Customer Adtech Co., Ltd.; and Oki<br>System Mate Co., Ltd. and MKG Imaging<br>Solution Inc. due to liquidation. | Of 94 subsidiaries, 68 companies are<br>consolidated subsidiaries. As for Adachi<br>Protechno Co., Ltd. and 25 other<br>subsidiaries, their total assets, retained<br>earnings, net sales or net income and loss<br>are small and immaterial on an individual<br>and overall basis; thus, they are not<br>included in the scope of consolidation.<br>LLC OKI Systems Rus, which is a<br>newly established LLC, is included in the<br>scope of consolidation. The following<br>subsidiaries are extinguished from the<br>scope of consolidation: Oki Systems<br>Taiwan Co., Ltd. due to liquidation; Oki<br>Alpha Create, Co., Ltd. and Oki Human<br>Networks Co., Ltd. due to an absorption-<br>type merger with a consolidated<br>subsidiary, Oki Development Co., Ltd.;<br>Oki Telecommunication Systems Co., Ltd.<br>and Oki Infotech Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Software Co., Ltd.; Oki<br>Data Systems Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Data Corporation; Oki<br>Logistics Co., Ltd. due to an absorption-<br>type merger with a consolidated<br>subsidiary, Oki Data Corporation; Oki<br>Logistics Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Proserve Co., Ltd.; and<br>Oki Telecom Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Proserve Co., Ltd.; and<br>Oki Telecom Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Data Corporation; Oki<br>Logistics Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Proserve Co., Ltd.; and<br>Oki Telecom Co., Ltd. due to an<br>absorption-type merger with a consolidated<br>subsidiary, Oki Development Co., Ltd. and<br>Oki Software Co., Ltd. have changed their<br>corporate names to OKI Proserve Co., Ltd.<br>and OKI Software Co., Ltd., respectively. |
| 2. Application of the<br>equity method                   | The equity method is applied to<br>investments in 3 companies of 24 non-<br>consolidated subsidiaries and 12 affiliates.<br>As for Adachi Protechno Co., Ltd. and<br>23 other non-consolidated subsidiaries as<br>well as Alp Inc. and 8 other affiliates, all of<br>which are not accounted for using the<br>equity method, the effects of their net<br>income or loss and retained earnings are<br>minor, and immaterial overall.   | The equity method is applied to<br>investments in 3 companies of 26 non-<br>consolidated subsidiaries and 11 affiliates.<br>As for Adachi Protechno Co., Ltd. and<br>25 other non-consolidated subsidiaries as<br>well as Alp Inc. and 7 other affiliates, all of<br>which are not accounted for using the<br>equity method, the effects of their net<br>income or loss and retained earnings are<br>minor, and immaterial overall.  |
| 3. Fiscal year, etc., of<br>consolidated<br>subsidiaries | The Company's consolidated subsidiaries,<br>OKI Banking Systems (Shenzhen) Co.,<br>Ltd., Oki Electric Industry (Shenzhen) Co.,<br>Ltd., OKI Telecommunications<br>Technology (Changzhou) Co., Ltd., OKI<br>Software Technology Co., Ltd., Oki<br>Electric Technology (Kunshan) Co., Ltd.,   | Same as on the left  |

## (6) Significant Matters for the Basis of Preparation of Consolidated Financial Statements

| Items                                       | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)  | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|---|---|--|
|   | Oki Data Dalian Co., Ltd. and Oki Trading<br>(Beijing) Co., Ltd. close accounts on<br>December 31, a different date from the<br>consolidated closing date. The financial<br>statements as of their closing date are used.   |  |
| 4. Standards for<br>accounting<br>treatment | <ul> <li>(1) Valuation standards and methods for significant assets</li> <li>1) Securities <ul> <li>The Company and its domestic consolidated subsidiaries evaluate securities according to holding purposes, as follows. Overseas consolidated subsidiaries use the lower of cost or market value method.</li> </ul> </li> </ul>                     | <ul> <li>(1) Valuation standards and methods for significant assets</li> <li>1) Securities</li> <li>Same as on the left</li> </ul>   |
|   | Held-to-maturity securities:  | Held-to-maturity securities:<br>Amortized cost method  |
|   | Available-for-sale securities:<br>Securities with market quotations:<br>Market value method based on the<br>quoted market price at the fiscal<br>year-end (Any unrealized gains or<br>losses are reported directly as a<br>component of shareholders' equity<br>and the cost of securities sold is<br>calculated using the moving-average<br>method.) | Available-for-sale securities:<br>Securities with market quotations:<br>Same as on the left  |
|   | Securities without market quotations:<br>Cost method using the moving-<br>average method.   | Securities without market quotations:<br>Same as on the left   |
|   | 2) Inventories<br>The Company and its domestic<br>consolidated subsidiaries evaluate<br>inventories as follows. Overseas<br>consolidated subsidiaries mainly use<br>the lower of cost or market value<br>method.  | 2) Inventories<br>The Company and its domestic<br>consolidated subsidiaries evaluate<br>inventories as follows. Overseas<br>consolidated subsidiaries mainly use<br>the lower of cost or market value<br>method. |
|   | Finished goods:<br>Stated at cost mainly using the<br>moving-average method (Amounts on<br>the balance sheets take into account<br>declines in book values based on<br>reduced profitability.)  | Finished goods:<br>Stated at cost mainly using the<br>moving-average method (Amounts on<br>the balance sheets take into account<br>declines in book values based on<br>reduced profitability.)                   |
|   | Work in process:<br>Stated at cost mainly using the<br>specific cost method (Amounts on the<br>balance sheets take into account<br>declines in book values based on<br>reduced profitability.)  | Work in process:<br>Stated at cost mainly using the<br>specific cost method (Amounts on the<br>balance sheets take into account<br>declines in book values based on<br>reduced profitability.)                   |

| Items | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)  | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|-------|---|--|
|       | Raw materials and supplies:<br>Stated at cost mainly using the<br>moving-average method (Amounts on<br>the balance sheets take into account<br>declines in book values based on<br>reduced profitability.)  | Raw materials and supplies:<br>Stated at cost mainly using the<br>moving-average method (Amounts on<br>the balance sheets take into account<br>declines in book values based on<br>reduced profitability.) |
|       | <ul> <li>(Changes in accounting policies)</li> <li>Effective from the current fiscal year, the valuation method for raw materials of the Company and some of its domestic consolidated subsidiaries has been changed from the last-purchase-price method to the moving-average method, in order to appropriately reflect the effects of fluctuations in the prices of raw materials on income or loss and to realize the periodical accounting of income and loss more properly. The effects of this change on income and loss are immaterial.</li> </ul> |  |
|       | 3) Derivatives<br>Stated at market value  | 3) Derivatives<br>Same as on the left  |
|       | <ul> <li>(2) Depreciation methods for significant depreciable assets</li> <li>1) Property, plant and equipment (excluding lease assets)<br/>The Company and its domestic consolidated subsidiaries mainly use the declining-balance method, and overseas consolidated subsidiaries mainly use the straight-line method.</li> </ul>  | <ul> <li>(2) Depreciation methods for significant depreciable assets</li> <li>1) Property, plant and equipment (excluding lease assets)<br/>Same as on the left</li> </ul>                                 |
|       | <ul> <li>2) Intangible assets (excluding lease assets)<br/>The Company and its domestic consolidated subsidiaries use the straight-line method.<br/>Software for sales in the market is amortized based on the estimated sales volume over the estimated valid sales period (3 years), and software for internal use is amortized using the straight-line method over the estimated available period (5 years).<br/>Overseas consolidated subsidiaries mainly use the straight-line method.</li> </ul>  | 2) Intangible assets (excluding lease<br>assets)<br>Same as on the left  |
|       | <ol> <li>Lease assets         Lease assets concerning non-transfer         ownership finance lease transactions         are depreciated using the straight-line         method, defining the lease terms of         respective assets as their useful lives,         assuming the residual value is zero.     </li> </ol>   | 3) Lease assets<br>Same as on the left   |

| Items | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)  | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|-------|---|--|
|       | Among lease assets concerning non-<br>transfer ownership finance lease<br>transactions, lease transactions that<br>commenced on or prior to March 31,<br>2008 are stated using the similar<br>accounting treatment that is applied to<br>regular rental transactions.   |  |
|       | <ul> <li>(3) Accounting standards for significant allowances and provisions</li> <li>1) Allowance for doubtful accounts The Company and its domestic consolidated subsidiaries provide for possible credit losses on notes and accounts receivable—trade and loans receivable. Allowance for ordinary bad debts are computed based on the historical rate of defaults, and the likelihood of recovery is considered on an individual basis for specific debts where recovery is doubtful. Overseas consolidated subsidiaries provide mainly for specific debts in consideration of the likelihood of recovery.</li> </ul>   | <ul> <li>(3) Accounting standards for significant allowances and provisions</li> <li>1) Allowance for doubtful accounts Same as on the left</li> </ul>   |
|       | <ul> <li>2) Provision for retirement benefits<br/>To provide for employees' retirement<br/>benefits, the Company and its<br/>consolidated subsidiaries make<br/>provisions for estimated retirement<br/>benefits at the end of the current fiscal<br/>year, based on the projected retirement<br/>benefit obligations and related pension<br/>assets as of the end of the current fiscal<br/>year.</li> <li>Net retirement benefit obligation at<br/>transition is amortized evenly over 15<br/>years, excluding consolidated<br/>subsidiaries that amortize collectively<br/>in the first fiscal year of application<br/>and some overseas consolidated<br/>subsidiaries that deduct obligations<br/>directly from retained earnings.</li> <li>Prior service cost is amortized, using<br/>the straight-line method, over certain<br/>years (14 years) not exceeding the<br/>average remaining service years of<br/>employees at the time of occurrence.</li> <li>Actuarial gain or loss is amortized<br/>evenly using the straight-line method<br/>over certain years (13 to 14 years) not<br/>exceeding the average remaining<br/>service years of employees at the time<br/>of occurrence, from the fiscal year<br/>following the year of occurrence.</li> </ul> | <ul> <li>2) Provision for retirement benefits<br/>To provide for employees' retirement<br/>benefits, the Company and its<br/>consolidated subsidiaries make<br/>provisions for estimated retirement<br/>benefits at the end of the current fiscal<br/>year, based on the projected retirement<br/>benefit obligations and related pension<br/>assets as of the end of the current fiscal<br/>year.<br/>Net retirement benefit obligation at<br/>transition is amortized evenly over 15<br/>years, excluding consolidated<br/>subsidiaries that amortize collectively<br/>in the first fiscal year of application<br/>and some overseas consolidated<br/>subsidiaries that deduct obligations<br/>directly from retained earnings.<br/>Prior service cost is amortized, using<br/>the straight-line method, over certain<br/>years (12 to 13 years) not exceeding<br/>the average remaining service years of<br/>employees at the time of occurrence.<br/>Actuarial gain or loss is amortized<br/>evenly using the straight-line method<br/>over certain years (12 to 13 years) not<br/>exceeding the average remaining<br/>service years of employees at the time<br/>of occurrence, from the fiscal year<br/>following the year of occurrence.</li> </ul> |

| Items | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|-------|--|--|
|       |  | (Additional information)<br>The Company and some of its domestic<br>consolidated subsidiaries have applied<br>the "Guidance on Accounting for<br>Transfers between Retirement Benefit<br>Plans" (Accounting Standards Board of<br>Japan [ASBJ] Guidance No. 1) to<br>prepare for the transfer of certain<br>retirement benefits plans to defined<br>contribution pension plans scheduled in<br>June 2011. As a result, "loss on<br>revision of retirement benefit plan" of<br>¥19,589 million was recorded under<br>extraordinary loss for the current fiscal<br>year. |
|       | <ol> <li>Provision for directors' retirement<br/>benefits</li> <li>Some consolidated subsidiaries provide<br/>necessary amounts at the year-end for<br/>directors' retirement benefits, in<br/>accordance with the companies'<br/>internal rules.</li> </ol>                 | <ul><li>3) Provision for directors' retirement<br/>benefits<br/>Same as on the left</li></ul>  |
|       | <ul> <li>(4) Accounting standards for significant<br/>revenue and expenses<br/>Accounting standards for revenue from<br/>contract works and software<br/>development contracts</li> </ul>  | <ul> <li>(4) Accounting standards for significant<br/>revenue and expenses<br/>Accounting standards for revenue from<br/>contract works and software<br/>development contracts</li> </ul>  |
|       | <ul> <li>a) Works/developments with certainty of results recognized in the part in progress by the end of the current fiscal year</li> <li>Stated using the percentage of completion method (Progress rate for works is estimated using the cost-to-cost method.)</li> </ul> | <ul> <li>a) Works/developments with certainty of<br/>results recognized in the part in<br/>progress by the end of the current fiscal<br/>year</li> <li>Stated using the percentage of<br/>completion method (Progress rate<br/>for works is estimated using the<br/>cost-to-cost method.)</li> </ul>   |
|       | b) Others<br>Stated on an inspection basis (or by<br>the completed-contract method at<br>some domestic consolidated<br>subsidiaries)   | b) Others<br>Stated on an inspection basis (or by<br>the completed-contract method at<br>some domestic consolidated<br>subsidiaries)   |

| Items | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|-------|--|--|
|       | <ul> <li>(Changes in accounting policies)<br/>Revenue from contract works and<br/>software development contracts were<br/>previously stated on an inspection basis<br/>(or by the completed-contract method<br/>at some domestic consolidated<br/>subsidiaries), with the exception of<br/>application of the percentage of<br/>completion method to works of which<br/>the contract amount was worth over<br/>¥200 million and work period is over<br/>24 months at some domestic<br/>consolidated subsidiaries. Effective<br/>from the current fiscal year, however,<br/>the "Accounting Standard for<br/>Construction Contracts" (Accounting<br/>Standards Board of Japan "ASBJ"<br/>Statement No. 15, December 27, 2007)<br/>and the "Guidance on Accounting<br/>Standard for Construction Contracts"<br/>(ASBJ Guidance No. 18, December 27,<br/>2007) have been applied, and<br/>construction contracts that were<br/>undertaken during the current fiscal<br/>year and of which part in progress by<br/>the end of the current fiscal year is<br/>recognized to have certainty of results<br/>are stated using the percentage of<br/>completion method (with progress rate<br/>for works being estimated using the<br/>cost-to-cost method), and other works,<br/>etc., are stated on an inspection basis<br/>(or by the completed-contract method<br/>at some domestic consolidated<br/>subsidiaries).<br/>The effects of this change on net<br/>sales and income or loss are<br/>immaterial.</li> </ul> |  |
|       | <ul> <li>(5) Significant hedge accounting method</li> <li>1) Hedge accounting method</li> <li>The deferred hedge accounting is used.</li> <li>Allocation treatment is applied for<br/>foreign exchange forward contracts<br/>that meet specific criteria of allocation<br/>treatment. Special treatment is applied<br/>for interest rate swap transactions that<br/>meet specific criteria of special<br/>treatment.</li> </ul>  | <ul><li>(5) Significant hedge accounting method</li><li>1) Hedge accounting method</li><li>Same as on the left</li></ul> |

| Items | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)  | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)   |
|-------|---|---|
|       | 2) Hedging instruments and hedged items<br>Foreign exchange forward contracts are<br>used to hedge fluctuations in foreign<br>exchange rates for foreign currency-<br>denominated monetary claims and<br>liabilities, and interest rate swap<br>transactions are used to hedge market<br>interest rate fluctuation risks in future<br>for short-term and long-term loans<br>payable at floating interest rates. | 2) Hedging instruments and hedged items<br>Same as on the left  |
|       | <ol> <li>Hedging policy<br/>Derivatives transactions are used for<br/>the purpose of avoiding market<br/>fluctuation risks that monetary claims<br/>and liabilities are exposed to.</li> </ol>  | 3) Hedging policy<br>Same as on the left  |
|       | <ul> <li>4) Method for evaluating hedging<br/>effectiveness</li> <li>From the time of implementation of<br/>hedging through the time of assessment<br/>of effectiveness, hedged items and<br/>hedging instruments, and respective<br/>market fluctuations or changes in cash<br/>flows are compared and evaluated<br/>based on the amount of changes in<br/>both.</li> </ul>                                    | 4) Method for evaluating hedging<br>effectiveness<br>Same as on the left  |
|       | <ul> <li>(6) Amortization of goodwill and<br/>amortization period</li> <li>—</li> </ul>   | <ul><li>(6) Amortization goodwill and<br/>amortization period<br/>Goodwill is amortized evenly over its<br/>effective period (mainly 5 years).</li></ul>  |
|       | <ul> <li>(7) Scope of cash and cash equivalents in the consolidated statements of cash flows</li> <li>—</li> </ul>  | <ul> <li>(7) Scope of cash and cash equivalents in the consolidated statements of cash flows</li> <li>Cash and cash equivalents in the consolidated statements of cash flows consist of cash in hand, readily available deposits, and any short-term liquid investments with a maturity not exceeding 3 months at the time of purchase whose value is not subject to significant fluctuation risk.</li> </ul> |
|       | <ul> <li>(8) Other significant matters for the preparation of consolidated financial statements</li> <li>1) Accounting treatment for consumption taxes, etc.<br/>The tax exclusion method is applied for the accounting treatment for national and local consumption taxes.</li> </ul>  | <ul> <li>(8) Other significant matters for the preparation of consolidated financial statements</li> <li>1) Accounting treatment for consumption taxes, etc. Same as on the left</li> </ul>   |
|       | 2) Application of consolidated taxation<br>system<br>The consolidated taxation system is<br>applied.  | 2) Application of consolidated taxation<br>system<br>Same as on the left  |

| Items   | Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   | Current fiscal year<br>(From April 1, 2010 to March 31, 2011) |
|---|--|---|
| 5. Matters<br>concerning<br>valuation of assets<br>and liabilities of<br>consolidated<br>subsidiaries               | The all-fair-value method is used.   |   |
| 6. Matters<br>concerning<br>amortization of<br>goodwill and<br>negative goodwill                                    | Amortized evenly over its effective period (mainly 5 years).   |   |
| <ol> <li>Scope of cash and<br/>cash equivalents in<br/>the consolidated<br/>statements of cash<br/>flows</li> </ol> | Cash and cash equivalents stated in the<br>consolidated statements of cash flows<br>consist of cash in hand, readily available<br>deposits, and any short-term liquid<br>investments with a maturity not exceeding<br>three months at the time of purchase whose<br>value is not subject to significant<br>fluctuation risk. |   |

# (7) Changes in Significant Matters for the Basis of Preparation of Consolidated Financial Statements

| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010) | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)   |
|--|---|
|  | (Accounting standards for asset retirement<br>obligations)<br>Effective from the current fiscal year, the "Accounting<br>Standard for Asset Retirement Obligations" (ASBJ<br>Statement No. 18, March 31, 2008) and the "Guidance<br>on Accounting Standard for Asset Retirement<br>Obligations" (ASBJ Guidance No. 21, March 31,<br>2008) have been applied.<br>As a result, operating income and ordinary income<br>have decreased by ¥142 million and ¥138 million,<br>respectively, and loss before income taxes and<br>minority interests has increased by ¥883 million, for<br>the current fiscal year. The changes in asset retirement<br>obligations resulting from the application of the<br>standard are ¥1,583 million.   |
|  | (Accounting standards related to business<br>combinations)<br>Effective from the current fiscal year, the "Accounting<br>Standard for Business Combination" (ASBJ Statement<br>No. 21, December 26, 2008), the "Accounting<br>Standard for Consolidated Financial Statements"<br>(ASBJ Statement No. 22, December 26, 2008), the<br>"Partial Amendments to Accounting Standard for<br>Research and Development Costs" (ASBJ Statement<br>No. 23, December 26, 2008), the "Accounting<br>Standard for Business Divestitures" (ASBJ Statement<br>No. 7, December 26, 2008), the "Accounting Standard<br>for Equity Method of Accounting for Investments"<br>(ASBJ Statement No. 16, announced on December 26,<br>2008), and the "Guidance on Accounting Standard for<br>Business Combinations and Accounting Standard for |

| Previous fiscal year                   | Current fiscal year  |
|--|--|
| (From April 1, 2009 to March 31, 2010) | (From April 1, 2010 to March 31, 2011)   |
|  | Business Divestitures" (ASBJ Guidance No. 10,<br>December 26, 2008) have been applied. |

| (8) Changes in Presentation   |  |
|---|--|
| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)  | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
| <ul> <li>(Consolidated Balance Sheets)</li> <li>1. "Securities" under current assets, which was<br/>included in "Other" under current assets in the<br/>previous fiscal year (¥2,722 million), is separately<br/>stated from the current fiscal year.</li> </ul>  | <ul> <li>(Consolidated Balance Sheets)</li> <li>1. "Lease obligations" under noncurrent liabilities,<br/>which was included in "Other" under noncurrent<br/>liabilities in the previous fiscal year (¥1,716<br/>million), is separately stated from the current fiscal<br/>year.</li> </ul>  |
| 2. "Deferred tax assets" under current assets, which<br>was included in "Other" under current assets in the<br>previous fiscal year (¥3,772 million), is separately<br>stated from the current fiscal year.   | <ul> <li>2. "Long-term accounts payable–other" under<br/>noncurrent liabilities, which was included in<br/>"Other" under noncurrent liabilities in the previous<br/>fiscal year (¥1,016 million), is separately stated<br/>from the current fiscal year.</li> </ul>  |
| <ul> <li>(Consolidated Statements of Income)</li> <li>1. "Foreign exchange losses," which was included in<br/>"Miscellaneous expenses" in the previous fiscal<br/>year (¥784 million), is separately stated in the<br/>current fiscal year.</li> </ul>  | <ul> <li>(Consolidated Statements of Income)</li> <li>1. Effective from the current fiscal year, the "Cabinet<br/>Office Ordinance on Partial Amendments to<br/>Regulations on Terminology, Forms and Preparation<br/>Methods of Financial Statements" (Cabinet Office<br/>Ordinance No. 5, March 24, 2009) in accordance<br/>with the "Accounting Standard for Consolidated<br/>Financial Statements" (ASBJ Statement No. 22,<br/>December 26, 2008) has been applied, and "Loss<br/>before minority interests" is stated.</li> </ul>   |
| <ol> <li>"Gain on sales of noncurrent assets," which was<br/>included in "Miscellaneous income" in the previous<br/>fiscal year (¥47 million), is separately stated from<br/>the current fiscal year.</li> <li>"Impairment loss," which was included in<br/>"Miscellaneous expenses" in the previous fiscal<br/>year (¥210 million), is separately stated from the<br/>current fiscal year.</li> </ol>  |  |
| <ol> <li>"Loss on sales of investment securities," which was<br/>included in "Miscellaneous expenses" in the<br/>previous fiscal year (¥5 million), is separately stated<br/>from the current fiscal year.</li> </ol>   |  |
| <ul> <li>(Consolidated Statements of Cash Flows)</li> <li>1. "Impairment loss," which was included in "Other" under net cash provided by (used in) operating activities in the previous fiscal year (¥210 million provided), is separately stated from the current fiscal year.</li> <li>2. "Foreign exchange losses (gains)," which was separately stated in the previous fiscal year, is included in "Other" under net cash provided by (used in) operating activities from the current fiscal year (a gain of ¥394 million).</li> <li>3. "Loss (gain) on sales of investment securities,"</li> </ul> | <ul> <li>(Consolidated Statements of Cash Flows)</li> <li>1. "Equity in (earnings) losses of affiliates," which was included in "Other" under net cash provided by (used in) operating activities in the previous fiscal year (a loss of ¥127 million), is separately stated in the current fiscal year.</li> <li>2. "Increase (decrease) in accounts payable–other," which was included in "Other" under net cash provided by (used in) operating activities in the previous fiscal year (an increase of ¥555 million), is separately stated in the current fiscal year.</li> <li>3. "Increase (decrease) in long-term accounts payable–</li> </ul> |
| which was separately stated in the previous fiscal<br>year, is included in "Other" under net cash provided  | other," which was included in "Other" under net<br>cash provided by (used in) operating activities in the  |

| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)  |
|--|--|
| <ul> <li>by (used in) operating activities in the current fiscal year (a gain of ¥4 million).</li> <li>4. "Payments into time deposits," which was included in "Other payments" under net cash provided by (used in) investing activities in the previous fiscal year (¥164 million used), is separately stated in the current fiscal year.</li> </ul> | <ul> <li>previous fiscal year (an increase of ¥648 million), is separately stated from the current fiscal year.</li> <li>4. "Proceeds from sales of property, plant and equipment," which was separately stated in the previous fiscal year, is included in "Other proceeds" under net cash provided by (used in) investing activities in the current fiscal year (¥65 million provided).</li> </ul> |
| <ul> <li>5. "Proceeds from withdrawal of time deposits," which was included in "Other proceeds" under net cash provided by (used in) investing activities in the previous fiscal year (¥311 million provided), is separately stated in the current fiscal year.</li> <li>6. "Proceeds from sales of property, plant and</li> </ul>                     | <ul> <li>5. "Purchase of investment securities," which was separately stated in the previous fiscal year, is included in "Other payments" under net cash provided by (used in) investing activities in the current fiscal year (¥13 million used).</li> <li>6. "Proceeds from sales of investment securities,"</li> </ul>  |
| equipment," which was included in "Other<br>proceeds" under net cash provided by (used in)<br>investing activities in the previous fiscal year (¥371<br>million provided), is separately stated from the<br>current fiscal year.   | <ul> <li>which was included in "Other proceeds" under net cash provided by (used in) investing activities in the previous fiscal year (¥24 million provided), is separately stated in the current fiscal year.</li> <li>7. "Repayments of lease obligations," which was</li> </ul>   |
| 7. "Proceeds from sales of investment securities,"<br>which was separately stated in the previous fiscal<br>year, is included in "Other proceeds" under net cash<br>provided by (used in) investing activities in the<br>current fiscal year (¥57 million provided).   | included in "Other" under net cash provided by<br>(used in) financing activities in the previous fiscal<br>year (¥619 million used), is separately stated from<br>the current fiscal year.   |

## (9) Additional Information

|  | ~~~~~ 1  |
|--|--|
| Previous fiscal year                   | Current fiscal year  |
| (From April 1, 2009 to March 31, 2010) | (From April 1, 2010 to March 31, 2011)   |
|  | Effective from the current fiscal year, the "Accounting<br>Standard for Presentation of Comprehensive Income"<br>(ASBJ Statement No. 25, June 30, 2010) has been<br>applied. However, the amounts of "Valuation and<br>translation adjustments" and "Total valuation and<br>translation adjustments" are indicated as the amounts<br>of "Accumulated other comprehensive income" and<br>"Total accumulated other comprehensive income,"<br>respectively, for the previous fiscal year. |

## (10) Notes Relating to Consolidated Financial Statements (Consolidated Balance Sheets)

| _ | (Consolidated Balance Sheets)  |  |  |
|---|--|--|--|
|   | Previous fiscal year<br>(As of March 31, 2010)                                     | Current fiscal year<br>(As of March 31, 2011)                                      |  |
| 3 | * Accumulated depreciation of property, plant and<br>equipment<br>¥161,670 million | * Accumulated depreciation of property, plant and<br>equipment<br>¥148,576 million |  |
|   | ≢101,070 IIIIII0II   | ≢146,570 IIIIII0II   |  |

| (Consolidated | Statements | of Income) |
|---------------|------------|------------|
|---------------|------------|------------|

| (Consoli   | idated Statements of Inco   | me)  |    |   |  |  |  |
|--|---|--|----|---|--|--|--|
| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   |   |  |    | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)   |  |  |  |
| <ul> <li>*1 The following are major items and amounts under selling, general and administrative expenses:<br/>(Million yen)</li> <li>Salaries and wages 28,416</li> <li>Retirement benefit expenses 4,960</li> <li>Research and development expenses 14,624</li> <li>Provision of allowance for doubtful accounts 7,821</li> <li>*2 Research and development expenses (¥14,624 million) are included in general and administrative expenses but not in manufacturing costs.</li> </ul> |   |  | *2 | The following are major items and amounts under<br>selling, general and administrative expenses:<br>(Million yen)<br>Salaries and wages 28,560<br>Retirement benefit expenses 4,761<br>Research and development expenses 13,768<br>Provision of allowance for doubtful accounts 5,003<br>Research and development expenses (¥13,768<br>million) are included in general and administrative<br>expenses but not in manufacturing costs.<br>Gain on negative goodwill is recorded as the<br>amount of a decrease in minority interests due to<br>the share exchange between the Company as a<br>wholly owning parent company and Oki Wintech<br>Co., Ltd. as a wholly owned subsidiary exceeded<br>the cost of additional acquisition of common stock<br>of Oki Wintech Co., Ltd. |  |  |  |
| having in  | of assets or asset groups<br>curred impairment loss   |  |    |   |  |  |  |
| Usage  | Туре  | Location   |    |   |  |  |  |
| Business<br>assets (for<br>Printers)   | Buildings and<br>structures; machinery,<br>equipment and<br>vehicles; tools,<br>furniture and fixtures  | Hachioji<br>(Tokyo) and<br>2 other<br>locations  |    |   |  |  |  |
| Business<br>assets (for<br>Others)   | Buildings and<br>structures; long-term<br>prepaid expenses  | Hachioji<br>(Tokyo) and<br>other<br>locations  |    |   |  |  |  |
| Dormant<br>assets  | Buildings and<br>structures; machinery,<br>equipment and<br>vehicles; tools,<br>furniture and fixtures;<br>land   | Kurokawa-<br>gun (Miyagi)<br>and 10 other<br>locations   |    |   |  |  |  |
| recognize<br>Impairme<br>because th<br>unlikely t<br>facilities<br>offices of<br>dormant a<br>recognize<br>fiscal yea<br>each book<br>recoverab  | nt loss was recognized or<br>he initially projected reve<br>o be realized and the disp<br>was decided due to the re-<br>consolidated subsidiaries<br>assets, as the book value of<br>d as dormant as of the en<br>r is larger than the recove<br>c value is brought down to<br>ble amount and the amount<br>is recorded as impairment | n business assets<br>nue became<br>location of head<br>s. With regard to<br>of assets<br>d of the current<br>trable amount,<br>o the<br>tt of such |    |   |  |  |  |

| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)   |
|--|---|
| <ul> <li>(From April 1, 2009 to March 31, 2010)</li> <li>(3) Breakdown of impairment loss <ul> <li>(Million yen)</li> <li>Buildings and structures</li> <li>382</li> <li>Machinery, equipment and vehicles</li> <li>36</li> <li>Tools, furniture and fixtures</li> <li>37</li> <li>Land</li> <li>65</li> <li>Long-term prepaid expenses</li> <li>180</li> <li>Total</li> <li>702</li> </ul> </li> <li>(4) Method of grouping assets <ul> <li>Business assets are grouped based on segments by business type, and assets considered to generate independent cash flows such as assets for rent and dormant assets are grouped on a case-by-case basis.</li> </ul> </li> <li>(5) Calculation method for recoverable amount The recoverable amount of assets or asset groups</li> </ul> | (From April 1, 2010 to March 31, 2011)  |
| is measured on a use value basis for some business<br>assets but in most cases evaluated as zero as future<br>cash flows cannot be expected. The recoverable<br>amount is measured by the net selling price for<br>some business assets and dormant assets, or by the<br>amount reasonably calculated based on the<br>assessed value of inheritance tax after considering<br>real estate appraisal value or street value for land<br>and some buildings, or is evaluated as zero for<br>other assets.  |   |
|  | *5 Special retirement expenses include extra<br>retirement payments based on the programs such<br>as the early retirement program and outplacement<br>support program of the Company and its domestic<br>subsidiaries, fee payments for retired employees to<br>apply for reemployment support services, and<br>extra retirement payments resulting from business<br>reorganization at overseas subsidiaries.   |
| *6 Business structure improvement expenses include<br>special retirement expenses and operation site<br>restructuring costs resulting from business<br>structural reforms at subsidiaries, and expenses for<br>share exchange.   | *6 Business structure improvement expenses include<br>operation site restructuring costs resulting from<br>business structural reforms at the Company and its<br>subsidiaries, and expenses for share exchange.   |
|  | *7 Loss on revision of retirement benefit plan<br>includes expenses for the revision of the retirement<br>benefit plan to be implemented on June 1, 2011 by<br>the Company and its domestic consolidated<br>subsidiaries participating in the OKI Pension<br>Fund, expenses arising from changes in accounting<br>treatment at some domestic consolidated<br>subsidiaries, and expenses for the transfer of rights<br>and obligations executed on January 1, 2011 in<br>relation to retirement pensions of the fund<br>participants of Oki Semiconductor Co., Ltd. and its<br>subsidiaries. |
| _  | *8 Provision for product warranties and product<br>warranty expense are the expenses for free<br>exchange of power adaptors for an optical  |

| Previous fiscal year                   | Current fiscal year   |  |  |
|--|---|--|--|
| (From April 1, 2009 to March 31, 2010) | (From April 1, 2010 to March 31, 2011)  |  |  |
|  | telephone router "RT–200KI" that the Company<br>provides through Nippon Telegraph and Telephone<br>East Corporation and Nippon Telegraph and<br>Telephone West Corporation from January 2011,<br>for preventive maintenance purposes. |  |  |

(Consolidated Statements of Comprehensive Income) Current fiscal year (from April 1, 2010 to March 31, 2011)

\*1 Comprehensive income for the previous fiscal year

| (Mi   | llion yen) |
|---|------------|
| Comprehensive income attributable to owners of the parent                           | (802)      |
| Comprehensive income attributable to minority interests                             | 124        |
| Total   | (678)      |
| *2 Other comprehensive income for the previous fiscal year (Mi                      | llion yen) |
| Valuation difference on available-for-sale securities                               | 2,564      |
| Deferred gains or losses on hedges  | (192)      |
| Foreign currency translation adjustment   | 538        |
| Share of other comprehensive income of associates accounted for using equity method | 143        |
| Total   | 3,054      |

(Consolidated Statements of Changes in Net Assets)

Previous fiscal year (from April 1, 2009 to March 31, 2010)

1. Type and number of issued shares and treasury stock

| . Type and number of issued shares and reastly stock |                    |                     |                     |                   |  |  |
|--|--------------------|---------------------|---------------------|-------------------|--|--|
|  | Number of shares   | Number of shares    | Number of shares    | Number of shares  |  |  |
|  | at end of previous | increased during    | decreased during    | at end of current |  |  |
|  | fiscal year        | current fiscal year | current fiscal year | fiscal year       |  |  |
|  | (Thousand shares)  | (Thousand shares)   | (Thousand shares)   | (Thousand shares) |  |  |
| Issued shares  |                    |                     |                     |                   |  |  |
| Common stock   | 684,256            |                     | _                   | 684,256           |  |  |
| Total  | 684,256            | —                   | —                   | 684,256           |  |  |
| Treasury stock                                       |                    |                     |                     |                   |  |  |
| Common stock   | 1,343              | 489                 | —                   | 1,833             |  |  |
| Total  | 1,343              | 489                 | _                   | 1,833             |  |  |

(Note) The increase in common stock under treasury stock (489 thousand shares) includes the increase of 489 thousand shares due to the purchase of fractional shares, and the increase of less than one thousand shares in treasury stock (the Company's stock) that are owned by companies accounted for using the equity method and are attributable to the Company.

2. Matters related to subscription rights to shares and treasury subscription rights to shares

| Classification                               | Breakdown of<br>subscription<br>rights to<br>shares     | Type of<br>shares<br>underlying<br>subscription<br>rights to<br>shares | r<br>At end of<br>previous | ights to sha<br>Increase<br>during<br>current | derlying su<br>rres (Shares<br>Decrease<br>during<br>current<br>fiscal year | At end of<br>current | fiscal year |
|--|---|--|----------------------------|---|---|----------------------|-------------|
| The Filing<br>Company<br>(Parent<br>company) | Subscription<br>rights to<br>shares as<br>stock options |  |                            |   |   |                      | 79          |
| Total  |   |  | —                          |   |   | 79                   |             |

- 3. Matters related to dividends
- (1) Dividends paid Not applicable
- (2) Dividends whose record date falls in the current fiscal year but whose effective date comes in the following fiscal year Not applicable

| . Type and number of issued shares and treasury stock |                    |                     |                     |                   |
|---|--------------------|---------------------|---------------------|-------------------|
|   | Number of shares   | Number of shares    | Number of shares    | Number of shares  |
|   | at end of previous | increased during    | decreased during    | at end of current |
|   | fiscal year        | current fiscal year | current fiscal year | fiscal year       |
|   | (Thousand shares)  | (Thousand shares)   | (Thousand shares)   | (Thousand shares) |
| Issued shares   |                    |                     |                     |                   |
| Common stock  | 684,256            | 47,181              |                     | 731,438           |
| (Note 1)  | 084,230            | 47,101              |                     | /31,438           |
| Class A   |                    |                     |                     |                   |
| preferred stock                                       |                    | 30                  | —                   | 30                |
| (Note 2)  |                    |                     |                     |                   |
| Total   | 684,256            | 47,211              |                     | 731,468           |
| Treasury stock  |                    |                     |                     |                   |
| Common stock  | 1,833              | 376                 | 1,791               | 418               |
| (Note 3)  | 1,855              | 570                 | 1,/91               | 418               |
| Total   | 1,833              | 376                 | 1,791               | 418               |

Current fiscal year (from April 1, 2010 to March 31, 2011) 1. Type and number of issued shares and treasury stock

(Notes) 1. The increase in common stock under issued shares (47,181 thousand shares) resulted from the share exchange between the Company as a wholly owning parent company and Oki Wintech Co., Ltd. as a wholly owned subsidiary (at 1 share for 8.7 shares).

2. The increase in Class A preferred stock under issued shares (30 thousand shares) resulted from the issuance of Class A preferred stock through allocation to third parties.

3. The increase in common stock under treasury stock (376 thousand shares) consists of the increase of 224 thousand shares in treasury stock (the Company's stock) that were acquired by the subsidiary accounted for using the equity method through the share exchange as mentioned in (Note 1) and are attributable to the Company, the increase of 150 thousand shares due to the purchase of fractional shares, and the increase of one thousand shares due to the purchase of shares from dissenting shareholders in accordance with Article 797, Paragraph 1 of the Company's stock) that are owned by companies accounted for using the equity method and are attributable to the Company. The decrease in common stock under treasury stock (1,791 thousand shares) resulted from the reissuance of treasury stock associated with the share exchange as mentioned in (Note 1).

# 2. Matters related to subscription rights to shares and treasury subscription rights to shares

| 11100001510100        | ed to subscriptic                   | in ingines to bind.                               | 1                     | 2                             | 1 0                |                      |             |
|-----------------------|-------------------------------------|---|-----------------------|-------------------------------|--------------------|----------------------|-------------|
| Breakdown of          |                                     | Type of shares                                    |                       |                               | Outstanding        |                      |             |
| Classification        | subscription<br>rights to<br>shares | underlying<br>subscription<br>rights to<br>shares | At end of<br>previous | Increase<br>during<br>current | Decrease<br>during | At end of<br>current | fiscal year |
| The Filing<br>Company | Subscription rights to              |   |                       |                               |                    |                      |             |
| (Parent               | shares as                           |   |                       |                               |                    |                      | 79          |
| company)              | stock options                       |   |                       |                               |                    |                      |             |
| Total —               |                                     | 79  |                       |                               |                    |                      |             |

- 3. Matters related to dividends
- (1) Dividends paid Not applicable
- (2) Dividends whose record date falls in the current fiscal year but whose effective date comes in the following fiscal year Not applicable

| Previous fiscal year<br>(From April 1, 2009 to March 31, 2010)   |         | Current fiscal year<br>(From April 1, 2010 to March 31, 2011)   |             |
|--|---------|---|-------------|
| *1 Relationship between the fiscal year-end balance of<br>cash and cash equivalents and the amounts of<br>consolidated balance sheets items: |         | *1 Relationship between the fiscal year-end balance<br>cash and cash equivalents and the amounts of<br>consolidated balance sheets items: |             |
| (Million yen)  |         | (M  | illion yen) |
| Cash and deposits  | 57,844  | Cash and deposits   | 45,959      |
| Time deposits with original maturities of more than 3 months   | (1,001) | Time deposits with original maturities of more than 3 months  | (31)        |
| Short-term investments (securities) with maturities of less than 3 months  | 14,314  | Short-term investments (securities) with maturities of less than 3 months   | 33,717      |
| Cash and cash equivalents  | 71,156  | Cash and cash equivalents   | 79,645      |

(Securities)

I. Previous fiscal year

- 1. Securities-trading (as of March 31, 2010) Not applicable
- 2. Held-to-maturity securities (as of March 31, 2010) Not applicable
- 3. Available-for-sale securities (as of March 31, 2010)

| 5. Available-tot-sale securities (as   | or march 51, 2010)                                   |                  | (Million yen)           |
|--|--|------------------|-------------------------|
|  | Amount recorded in<br>consolidated<br>balance sheets | Acquisition cost | Unrealized gain or loss |
| (Available-for-sale securities<br>whose amount recorded in<br>consolidated balance sheets<br>exceeds their acquisition cost)         |  |                  |                         |
| Stocks   | 10,519   | 2,678            | 7,841                   |
| Bonds  | 1,624  | 1,604            | 19                      |
| Other  | 220  | 220              | 0                       |
| Subtotal   | 12,364   | 4,503            | 7,860                   |
| (Available-for-sale securities<br>whose amount recorded in<br>consolidated balance sheets does<br>not exceed their acquisition cost) |  |                  |                         |
| Stocks   | 9,341  | 13,508           | (4,166)                 |
| Bonds  | 0  | 0                | —                       |
| Negotiable certificates of deposit   | 13,000   | 13,000           | —                       |
| Other  | 4,487  | 4,495            | (8)                     |
| Subtotal   | 26,829   | 31,004           | (4,175)                 |
| Total  | 39,193   | 35,507           | 3,685                   |

(Note) The market values of unlisted stocks (amount recorded in consolidated balance sheets: ¥10,277 million) and investments in a limited liability joint business partnerships (¥110 million) are not

included in the above "Available-for-sale securities" as they do not have a quoted market price and it appears to be extremely difficult to determine their market values.

4. Available-for-sale securities sold during the fiscal year (from April 1, 2009 to March 31, 2010)

|        |                    |                     | (Million yen)       |
|--------|--------------------|---------------------|---------------------|
| Туре   | Amount of proceeds | Total gain on sales | Total loss on sales |
| Stocks | 24                 | 12                  | 20                  |

5. Impaired securities that were written down to their fair values

During the current fiscal year, a loss of ¥822 million was incurred by a write-down of impaired securities (available-for-sale securities).

Available-for-sale securities with market quotations whose current market price at the fiscal yearend falls considerably lower than the acquisition cost and available-for-sale securities without market quotations whose substantial price falls considerably lower than the acquisition cost due to deteriorating financial condition of the issuer company of such stock, etc., were written down by the amount deemed necessary, after comprehensively assessing the likelihood of recovery, etc.

- II. Current fiscal year
  - 1. Securities-trading (as of March 31, 2011) Not applicable
- 2. Held-to-maturity securities (as of March 31, 2011)

|  |  |              | (Million yen)           |
|--|--|--------------|-------------------------|
|  | Amount recorded in<br>consolidated<br>balance sheets | Market value | Unrealized gain or loss |
| (Held-to-maturity securities<br>whose market value does not<br>exceed the amount recorded in<br>consolidated balance sheets) |  |              |                         |
| Bonds  | 1,502  | 1,502        | —                       |
| Negotiable certificates of deposit   | 500  | 500          | —                       |
| Total  | 2,002  | 2,002        |                         |

3. Available-for-sale securities (as of March 31, 2011)

|  | or maion 51, 2011)                                   |                     | (Million yen)           |
|--|--|---------------------|-------------------------|
|  | Amount recorded in<br>consolidated<br>balance sheets | Acquisition cost    | Unrealized gain or loss |
| (Available-for-sale securities<br>whose amount recorded in<br>consolidated balance sheets  |  |                     |                         |
| exceeds their acquisition cost)<br>Stocks<br>Bonds   | 2,929<br>1,624                                       | 2,152<br>1,604      | 777<br>19               |
| Other<br>Subtotal  | <u> </u>   | <u>299</u><br>4,057 | <u> </u>                |
| (Available-for-sale securities<br>whose amount recorded in<br>consolidated balance sheets does<br>not exceed their acquisition cost) |  |                     |                         |
| Stocks   | 8,279  | 10,909              | (2,630)                 |
| Bonds<br>Negotiable certificates of  | 500<br>28,900  | 500<br>28,900       | (0)                     |
| deposit<br>Other   | 3,415  | 3,420               | (5)                     |
| Subtotal   | 41,094   | 43,730              | (2,635)                 |
| Total  | 45,951   | 47,787              | (1,836)                 |

4. Available-for-sale securities sold during the fiscal year (from April 1, 2010 to March 31, 2011)

| Million | yen) |
|---------|------|
|         |      |

(Million yon)

| Туре   | Amount of proceeds | Total gain on sales | Total loss on sales |
|--------|--------------------|---------------------|---------------------|
| Stocks | 754                | 181                 | 132                 |

5. Impaired securities that were written down to their fair values

During the current fiscal year, a loss of ¥2,445 million was incurred by a write-down of impaired securities (available-for-sale securities).

Securities whose current market price at the fiscal year-end falls considerably lower than the acquisition cost were written down by the amount deemed necessary after comprehensively assessing the likelihood of recovery, etc.

(Retirement Benefits)

1. Overview of retirement benefit plans

The Company and its domestic consolidated subsidiaries have two types of defined benefit retirement plans: a defined benefit pension plan and a lump-sum retirement payment plan. Some overseas consolidated subsidiaries have a defined benefit pension plan and a defined contribution pension plan. The Company also implements an employees' retirement benefits trust.

There are also cases when an employee is given extra retirement payments on leaving the company. The Company's OKI Pension Fund was established on January 1, 2005, and 21 consolidated subsidiaries participate in the fund.

The Company and its domestic consolidated subsidiaries participating in the OKI Pension Fund have decided on a partial change of the current retirement benefits plans, which is scheduled to be implemented on June 1, 2011, to transfer part of the lump-sum retirement payment plan to a defined contribution pension plan. Expenses arising from this change are recorded as "Loss on revision of retirement benefit plan" for the current fiscal year.

|  |  | (Million yen)                                 |
|--|--|---|
|  | Previous fiscal year<br>(As of March 31, 2010) | Current fiscal year<br>(As of March 31, 2011) |
| (1) Retirement benefit obligations   | (139,227)                                      | (114,979)                                     |
| (2) Pension assets   | 65,439 (Note 2)                                | 75,935 (Note 2)                               |
| (3) Unfunded retirement benefit obligations<br>((1)+(2))   | (73,788)                                       | (39,043)                                      |
| (4) Unrecognized net retirement benefit<br>obligation at transition  | 17,990   | 8,730   |
| (5) Unrecognized actuarial gain or loss  | 24,129   | 23,023  |
| (6) Unrecognized prior service cost (decrease in obligations)  | (7,987)  | (9,061)                                       |
| <ul> <li>(7) Amount recorded in consolidated balance sheets, net</li> <li>((3)+(4)+(5)+(6))</li> <li>(8) Prepaid pension cost</li> </ul> | (39,655)                                       | (16,350)                                      |
| (9) Provision for retirement benefits ((7)–(8))  | (39,655)                                       | (16,350)                                      |

#### 2. Retirement benefit obligations

| Previous fiscal year   |
|------------------------|
| (As of March 31, 2010) |

Current fiscal year (As of March 31, 2011)

- (Notes) 1. Some consolidated subsidiaries use the simplified method for calculating retirement benefit obligations.
  - 2. Employees' retirement benefits trust of ¥5,478 million is included in "Pension assets."
- (Notes) 1. Some consolidated subsidiaries use the simplified method for calculating retirement benefit obligations.
  - 2. Employees' retirement benefits trust of ¥12,918 million is included in "Pension assets."

3. Retirement benefit expenses

|  |                      | (Million yen)       |
|--|----------------------|---------------------|
|  | Previous fiscal year | Current fiscal year |
|  | (From April 1, 2009  | (From April 1, 2010 |
|  | to March 31, 2010)   | to March 31, 2011)  |
| (1) Service cost   | 4,982 (Note 2)       | 4,305 (Note 2)      |
| (2) Interest cost on retirement benefit<br>obligation                  | 2,938                | 2,948               |
| (3) Expected return on plan assets                                     | (305)                | (654)               |
| (4) Amortization of net retirement benefit<br>obligation at transition | 3,598                | 3,598               |
| (5) Amortization of actuarial gain or loss                             | 3,585                | 3,736               |
| (6) Amortization of prior service cost                                 | (866)                | (1,019)             |
| (7) Retirement benefit expenses<br>((1)+(2)+(3)+(4)+(5)+(6))           | 13,933               | 12,915              |

Previous fiscal year (From April 1, 2009 to March 31, 2010)

- (Notes) 1. Other than the above retirement benefit expenses, extra retirement payments (¥814 million) were paid and stated in "Special retirement expenses" and "Business structure improvement expenses" under extraordinary loss.
  - 2. Retirement benefit expenses of consolidated subsidiaries using the simplified method are added up in "(1) Service cost."

Current fiscal year (From April 1, 2010 to March 31, 2011)

- (Notes) 1. Other than the above retirement benefit expenses, extra retirement payments (¥11,807 million) were paid and stated in "Special retirement expenses" under extraordinary loss.
  - 2. Retirement benefit expenses of consolidated subsidiaries using the simplified method are added up in "(1) Service cost."
  - Other than the above retirement benefit expenses, expenses arising from the changes in retirement benefit plan and accounting treatment (¥20,333 million) are stated in "Loss on revision of retirement benefit plan" under extraordinary loss.

| +. Assumptions in calculating feth   |  | 1  |
|--|--|--|
|  | Previous fiscal year   | Current fiscal year  |
|  | (From April 1, 2009  | (From April 1, 2010  |
|  | to March 31, 2010)   | to March 31, 2011)   |
| (1) Periodical allocation of<br>estimated retirement<br>benefits                   | Allocation on a point basis or<br>allocation to each period by the<br>straight-line method   | Same as on the left  |
|  | (Point basis is applied for the<br>periodical allocation of estimated<br>retirement benefits that are based<br>on the point-system pension and<br>cash balance pension plan.)  |  |
| (2) Discount rate  | 2.1%   | Same as on the left  |
| (3) Expected rate of return on plan assets   | 0.5%   | 1.0%   |
| (4) Amortization period for<br>prior service cost                                  | 14 years (Prior service cost is<br>amortized using the straight-line<br>method over certain years not<br>exceeding the average remaining<br>service years of employees at the<br>time of occurrence.)  | 12 to 13 years (Prior service cost<br>is amortized using the straight-line<br>method over certain years not<br>exceeding the average remaining<br>service years of employees at the<br>time of occurrence.)  |
| (5) Amortization period for<br>actuarial gain or loss                              | 13 to 14 years (Actuarial gain or<br>loss is amortized using the<br>straight-line method over certain<br>years not exceeding the average<br>remaining service years of<br>employees at the time of<br>occurrence, from the fiscal year<br>following the year of occurrence.)                 | 12 to 13 years (Actuarial gain or<br>loss is amortized using the<br>straight-line method over certain<br>years not exceeding the average<br>remaining service years of<br>employees at the time of<br>occurrence, from the fiscal year<br>following the year of occurrence.) |
| (6) Amortization period for net<br>retirement benefit<br>obligations at transition | 15 years, excluding consolidated<br>subsidiaries that amortize<br>obligations collectively in the first<br>fiscal year of application of<br>changes in accounting standards<br>and some overseas consolidated<br>subsidiaries that deduct<br>obligations directly from retained<br>earnings. | Same as on the left  |

4. Assumptions in calculating retirement benefit obligations

| (Tax Effect Accounting)   |   |   |  |
|---|---|---|--|
| Previous fiscal year  |   | Current fiscal year   |  |
| (As of March 31, 2010)  |   | (As of March 31, 2011)  |  |
| 1. Breakdown of major factors that cause<br>assets and liabilities is as follows:   | ed deferred tax                         | 1. Breakdown of major factors that caus<br>tax assets and liabilities is as follows:  | sed deferred                               |
| Deferred tax assets   |   | Deferred tax assets   |  |
|   | (Million yen)                           |   | (Million yen)                              |
| Retained losses carried forward   | 33,136                                  | Retained losses carried forward   | 39,446                                     |
| Nondeductible provision for retirement benefits   | 18,519                                  | Nondeductible accounts payable<br>from change of retirement benefit   | 14,960                                     |
| Excess allowance for doubtful accounts  | 3,501                                   | plan<br>Nondeductible provision for   | 11 (70                                     |
| Nondeductible loss on valuation of inventories  | 3,149                                   | retirement benefits<br>Excess allowance for doubtful  | 11,679                                     |
| Nondeductible accrued bonuses   | 2,450                                   | accounts  | 3,992                                      |
| Nondeductible impairment loss   | 2,430<br>1,948                          | Nondeductible loss on valuation of  |  |
| Other   | 6,156                                   | inventories   | 3,150                                      |
| Deferred tax assets (Subtotal)  | 68,861                                  | Nondeductible accrued bonuses   | 3,116                                      |
| Valuation allowance   | (58,762)                                | Nondeductible impairment loss   | 1,846                                      |
| Total deferred tax assets   | 10,098                                  | Nondeductible loss on valuation of investment securities  |  |
|   |   | Other   | 7,239                                      |
|   |   | Deferred tax assets (Subtotal)  | 86,456                                     |
|   |   | Valuation allowance   | (73,750)                                   |
|   |   | Total deferred tax assets   | 12,705                                     |
| Deferred tax liabilities  |   | Deferred tax liabilities  |  |
| Nondeductible gain on contribution  |   | Nondeductible gain on contribution  | ı  |
| of securities to retirement benefit   | (1,567)                                 | of securities to retirement benefit   | (4,362)                                    |
| trust   | ( ) )                                   | trust   |  |
| Valuation difference on available-  | (1, 5, 1, 5)                            | Other   | (420)                                      |
| for-sale securities   | (1,515)                                 | Total deferred tax liabilities  | (4,783)                                    |
| Other   | (47)                                    | Net deferred tax assets   | 7,922                                      |
| Total deferred tax liabilities  | (3,130)                                 |   |  |
| Net deferred tax assets   | 6,968                                   |   |  |
| 2. Breakdown of items that caused the di<br>between the statutory tax rate and the<br>rate after application of tax effect accor<br>The breakdown is not stated as loss be<br>taxes and minority interests was record | effective tax<br>ounting<br>fore income | 2. Breakdown of items that caused the c<br>between the statutory tax rate and the<br>rate after application of tax effect acc<br>The breakdown is not stated as loss b<br>taxes and minority interests was reco | e effective tax<br>ounting<br>efore income |

(Business Combinations) Previous fiscal year (from April 1, 2009 to March 31, 2010) Not applicable

Current fiscal year (from April 1, 2010 to March 31, 2011)

Common control transactions, etc.

- 1. Consolidated subsidiary (Oki Wintech Co., Ltd.) becoming wholly owned subsidiary through share exchange
- (1) Names of the companies or businesses and their business description, legal forms of business combination, name of the company after combination, and overview of the transaction including objectives
  - 1) Name of the companies and their business description

|                         | Wholly owning parent company                                    | Wholly owned subsidiary   |
|-------------------------|---|---|
|                         | in share exchange   | in share exchange   |
| Company                 | Oki Electric Industry Co., Ltd.                                 | Oki Wintech Co., Ltd.   |
| Description of business | Manufacturing and sales of                                      | Designing and constructing info-                                  |
|                         | telecom, information processing                                 | telecom systems, electric facilities                              |
|                         | and software products; building systems and providing solutions | and other construction works; and maintenance services related to |
|                         | related to these businesses; and construction, maintenance and  | these businesses  |
|                         | other services  |   |

## 2) Legal forms of business combination

Share exchange between the Company as a wholly owning parent company and Oki Wintech Co., Ltd. as a wholly owned subsidiary

- 3) Name of the company after combination Unchanged
- 4) Objectives of the share exchange

At the Board of Directors Meeting on February 3, 2010, the Company resolved the execution of the share exchange (the "Share Exchange") between the Company as a wholly owning parent company and Oki Wintech Co., Ltd. ("Oki Wintech") as its wholly owned subsidiary, and entered into a share exchange agreement with Oki Wintech on the same date. The Company subsequently executed the Share Exchange on June 1, 2010 as the effective date.

The Company has been working on a group-wide business structural reform by pursuing maximized corporate value on a consolidated group basis with a focus on business segments.

As part of this business structural reform, the Company made Oki Wintech its wholly owned subsidiary through the Share Exchange with the objective of promoting the telecom business more quickly and actively by further strengthening the group management.

The Company executed the Share Exchange without obtaining approval at the general meeting of shareholders based on the simple share exchange procedure pursuant to Article 796, Paragraph 3 of the Companies Act.

(2) Overview of the applied accounting treatment

In accordance with the "Accounting Standard for Business Combinations" (ASBJ Statement No. 21, December 26, 2008) and the "Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures" (ASBJ Guidance No. 10, December 26, 2008), the transaction is treated as a common control transaction.

(3) Additional acquisition of subsidiary stocks

| · · · · · · · · · · · · · · · · · · ·                       |                |
|---|----------------|
| 1) Acquisition cost and its details                         |                |
| Consideration for acquisition (the Company's common stock): | ¥3,842 million |
| Amount of disbursement required for acquisition:            | ¥60 million    |
| Acquisition cost:   | ¥3,902 million |
|   |                |

- 2) Exchange ratio based on type of stock, calculation method for exchange ratio, and number and amount appraised of issued shares
  - (i) Type of stock and exchange ratio
     One share of Oki Wintech common stock was allotted for 8.7 shares of the Company common stock. No shares, however, were allotted in the Share Exchange for the shares of the Oki Wintech common stock that the Company already owned.
     The Company appropriated 1,791,017 shares of its treasury stock (common stock) and issued

The Company appropriated 1,791,017 shares of its treasury stock (common stock) and issued new common stock to cover the shortfall.

- (ii) Calculation method for exchange ratio In order to secure fairness and validity in calculating the exchange ratio for the Share Exchange, the Company and Oki Wintech selected Mizuho Securities Co., Ltd. and Sumitomo Mitsui Banking Corporation, respectively, as independent third-party calculation agents. Based on these calculation results, both companies negotiated in good faith and concluded that the above exchange rate was reasonable, and came to an agreement.
- (iii) Number and amount appraised of issued sharesNumber of shares:48,972,909 sharesAmount appraised:¥3,902 million
- 3) Amount of negative goodwill and its cause of accrual
  - (i) Amount of negative goodwill ¥2,650 million
  - (ii) Cause of accrual Negative goodwill accrued because the amount of the decrease in minority interests due to the Share Exchange exceeded the cost of additional acquisition of Oki Wintech common stock.
- 2. Merger of three consolidated subsidiaries
- (1) Names of the companies and their business description, legal forms of business combination, name of the company after combination, and overview of the transaction including objectives

|                | Surviving company in   | Absorbed company in     | Absorbed company in       |
|----------------|------------------------|-------------------------|---------------------------|
|                | absorption-type merger | absorption-type merger  | absorption-type merger    |
| Company        | Oki Software Co., Ltd. | Oki Telecommunication   | Oki Infotech Co., Ltd.    |
|                |                        | Systems Co., Ltd.       |                           |
| Description of | Software development,  | Development and sales   | Planning, development,    |
| business       | design and             | of software and systems | maintenance,              |
|                | manufacturing          | related to info-telecom | management and            |
|                |                        | processes               | consulting for IT systems |

1) Name of the companies and their business description

- Legal forms of business combination Absorption-type merger of Oki Software Co., Ltd. as a surviving company with Oki Telecommunication Systems Co., Ltd. and Oki Infotech Co., Ltd. as absorbed companies
- 3) Name of the company after combination OKI Software Co., Ltd.
- 4) Overview of the transaction including objectives

At the Board of Directors Meeting on July 2, 2010, the Company resolved an absorption-type merger of the Company's consolidated subsidiary, Oki Software Co., Ltd., as a surviving company with the Company's consolidated subsidiaries, Oki Telecommunication Systems Co., Ltd. and Oki Infotech Co., Ltd., as absorbed companies, and these three consolidated subsidiaries entered into a merger agreement on July 5, 2010. The merger of the three consolidated subsidiaries was subsequently executed on October 1, 2010.

The Company has been working on a group-wide business structural reform by pursuing a maximized corporate value on a consolidated group basis with a focus on business segments.

As part of this business structural reform, in April 2010, the Company consolidated resources that had been dispersed by the market into the Solutions & Services, toward the expansion of Solutions & Services.

With the objective of strengthening software development and system management in the infotelecom field, which should play a central part in Solutions & Services, the Company also decided to merge the three companies: Oki Software Co., Ltd., which has been engaged in software development mainly in the information field; Oki Telecommunication Systems Co., Ltd., which has been engaged in software development mainly in the telecommunication field; and Oki Infotech Co., Ltd., which has been engaged in development and management of IT systems for the OKI Group.

## (2) Overview of the applied accounting treatment

In accordance with the "Accounting Standard for Business Combinations" (ASBJ Statement No. 21, December 26, 2008) and the "Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures" (ASBJ Guidance No. 10, December 26, 2008), the transaction is treated as a common control transaction.

(Segment Information)

1. Segment information by type of business

Previous fiscal year (from April 1, 2009 to March 31, 2010)

| T Tevious fiscal y       | eur (montripin          | 1, 2007 to 11 | <i>aren 51, 2010)</i> |         |                           | (Million yen) |
|--------------------------|-------------------------|---------------|-----------------------|---------|---------------------------|---------------|
|                          | Info-telecom<br>Systems | Printers      | Others                | Total   | Corporate/<br>elimination | Consolidated  |
| I. Net sales and         |                         |               |                       |         |                           |               |
| operating income         |                         |               |                       |         |                           |               |
| (loss)                   |                         |               |                       |         |                           |               |
| Net sales                |                         |               |                       |         |                           |               |
| (1) Net sales to         |                         |               |                       |         |                           |               |
| external                 | 274,909                 | 144,208       | 23,831                | 442,949 |                           | 442,949       |
| customers                |                         |               |                       |         |                           |               |
| (2) Intersegment net     | 2 826                   | 2 255         | 21.071                | 29 152  | (29, 152)                 |               |
| sales and transfers      | 3,826                   | 2,355         | 21,971                | 28,153  | (28,153)                  |               |
| Total                    | 278,735                 | 146,564       | 45,803                | 471,102 | (28,153)                  | 442,949       |
| Operating expenses       | 264,154                 | 147,692       | 46,203                | 458,050 | (21,610)                  | 436,440       |
| Operating income         | 14 590                  | (1.129)       | (200)                 | 12.052  | (6, 5, 42)                | 6 509         |
| (loss)                   | 14,580                  | (1,128)       | (399)                 | 13,052  | (6,543)                   | 6,508         |
| II. Assets, depreciation |                         |               |                       |         |                           |               |
| and amortization,        |                         |               |                       |         |                           |               |
| impairment loss, and     |                         |               |                       |         |                           |               |
| capital expenditure      |                         |               |                       |         |                           |               |
| Assets                   | 157,781                 | 103,229       | 36,628                | 297,639 | 80,254                    | 377,894       |
| Depreciation and         | 5,843                   | 5,335         | 2,085                 | 13,264  | 2 250                     | 15 515        |
| amortization             | 5,845                   | 5,555         | 2,085                 | 15,204  | 2,250                     | 15,515        |
| Impairment loss          |                         | 100           | 486                   | 587     | 115                       | 702           |
| Capital expenditure      | 4,615                   | 3,966         | 502                   | 9,083   | 993                       | 10,077        |

(Notes) 1. Business segments are classified by considering similarities in the types of products or services, sales methods, etc.

| 2. | Names | of major | products | of each | segment |
|----|-------|----------|----------|---------|---------|
|    |       |          |          |         |         |

| Business segment     | Major products and services   |  |
|----------------------|---|--|
| Info-telecom Systems | Financial systems, automation equipment systems, ITS-related systems,<br>electronic government-related systems, ERP systems, computer<br>network-related equipment, information network devices, security<br>systems, IP telephony systems, enterprise telecommunication systems,<br>CTI systems, video delivery systems, electronic switching equipment,<br>digital transmission equipment, optical communication equipment, radio<br>communication equipment, broadband access equipment, network<br>services, network operation support services, etc. |  |
| Printers             | Color printers, monochrome printers, dot-impact printers, multifunction printers, etc.  |  |
| Others               | Transportation and management of products, etc., provision of services, and manufacturing and sales of other equipment products   |  |

(Changes in business segments)

On October 1, 2008, the Company transferred its rights and obligations associated with its semiconductor business to Oki Semiconductor Co., Ltd., which was newly incorporated through an incorporation-type company split, and transferred approximately 95% of issued shares of this new company to ROHM Co., Ltd., withdrawing from the business. Following this event, the Company reports 3 business segments for the current fiscal year ("Info-telecom Systems," "Printers" and "Others"), instead of the previous 4 segments ("Info-telecom Systems," "Semiconductors," "Printers" and "Others").

3. Of operating expenses, the amount of unallocated operating expenses that are included in "Corporate/elimination" is  $\pm 6,772$  million for the current fiscal year, which mainly includes expenses related to the general administration section of the Filing Company and group-wide research and development expenses.

- 4. Of assets, the amount of corporate assets that are included in "Corporate/elimination" is ¥153,347 million for the current fiscal year, which mainly includes surplus funds, funds for long-term investment, and assets related to the general administration section of the Filing Company.
- 5. Depreciation and amortization and capital expenditure include amortization of long-term prepaid expenses and its increase.

(Million war)

- 6. Changes in methods for accounting treatment There are no matters that significantly affect net sales or income and loss.
- 2. Segment information by location Previous fiscal year (from April 1, 2009 to March 31, 2010)

|                      |         |                  |         |        |         |                           | (Million yen) |
|----------------------|---------|------------------|---------|--------|---------|---------------------------|---------------|
|                      | Japan   | North<br>America | Europe  | Asia   | Total   | Corporate/<br>elimination | Consolidated  |
| I. Net sales and     |         |                  |         |        |         |                           |               |
| operating income     |         |                  |         |        |         |                           |               |
| (loss)               |         |                  |         |        |         |                           |               |
| Net sales            |         |                  |         |        |         |                           |               |
| (1) Net sales to     |         |                  |         |        |         |                           |               |
| external             | 311,245 | 26,182           | 79,457  | 26,062 | 442,949 | —                         | 442,949       |
| customers            |         |                  |         |        |         |                           |               |
| (2) Intersegment net |         |                  |         |        |         |                           |               |
| sales and            | 68,193  | 15               | 740     | 47,761 | 116,711 | (116,711)                 | —             |
| transfers            |         |                  |         |        |         |                           |               |
| Total                | 379,439 | 26,197           | 80,198  | 73,824 | 559,660 | (116,711)                 | 442,949       |
| Operating expenses   | 361,160 | 27,178           | 86,295  | 71,957 | 546,591 | (110,151)                 | 436,440       |
| Operating income     | 18,279  | (980)            | (6,096) | 1,866  | 13,068  | (6,559)                   | 6,508         |
| (loss)               | 10,279  | (980)            | (0,090) | 1,000  | 13,008  | (0,339)                   | 0,508         |
| II. Assets           | 264,141 | 13,055           | 39,903  | 31,435 | 348,535 | 29,358                    | 377,894       |

(Notes) 1. Countries or regions are classified based on geographical proximity.

2. The breakdown of major countries and regions other than Japan is as follows:

- (1) North America: USA
- (2) Europe: UK and Germany
- (3) Asia: Thailand and China
- 3. Of operating expenses, the amount and major components of unallocated operating expenses that are included in "Corporate/elimination" are the same as Note 3 in "Segment information by type of business."
- 4. Of assets, the amount and major components of unallocated operating expenses that are included in "Corporate/elimination" are the same as Note 4 in "Segment information by type of business."

5. Changes in methods for accounting treatment

There are no matters that significantly affect net sales or income and loss.

3. Overseas net sales

Previous fiscal year (from April 1, 2009 to March 31, 2010)

|   | North America | Europe | Other regions | Total   |
|---|---------------|--------|---------------|---------|
| I. Overseas net sales (Million yen)                                 | 22,876        | 77,378 | 40,169        | 140,423 |
| II. Consolidated net sales (Million yen)                            |               |        |               | 442,949 |
| III. Percentage of overseas net sales in consolidated net sales (%) | 5.2           | 17.5   | 9.1           | 31.7    |

(Notes) 1. Countries or regions are classified based on geographical proximity.

2. The breakdown of major countries and regions other than Japan is as follows:

(1) North America: USA

(2) Europe: UK, Germany and Spain

(3) Other regions: China

3. Overseas net sales are the net sales of the Company and its consolidated subsidiaries in countries or regions other than Japan.

- 4. Segment information
- (1) Overview of reportable segments

The reportable segments of the Company are the business units for which the Company is able to obtain respective financial information separately in order for the Board of Directors to conduct periodic review to determine distribution of management resources and evaluate their business results.

The Company mainly conducts "Info-telecom Systems" and "EMS," and the OKI Data Group (Oki Data Corporation and its group companies) conducts "Printers" as an independent management unit; each of them plans comprehensive strategies about their main product lines in domestic and overseas markets and deploys business activities.

Accordingly, the Company has three reportable segments by product lines based on the Company and the OKI Data Group: "Info-telecom Systems," "Printers" and "EMS."

"Info-telecom Systems" provides solutions and services focused on the know-how earned from various business systems for financial, transportation, retail, and manufacturing industries; communication equipment for telecom carriers; video and voice communication systems; systems dedicated to social infrastructure; and mechatronics technology products. "Printers" provides LED technology-featured printers. "EMS" conducts consigned manufacturing business based on the manufacturing technologies developed within the group.

| Business segment     | Major products and services  |
|----------------------|--|
| Info-telecom Systems | Financial systems, automation equipment systems, ITS-related systems,<br>electronic government-related systems, ERP systems, computer network-<br>related equipment, information network devices, security systems, IP<br>telephony systems, enterprise telecommunication systems, CTI systems,<br>video delivery systems, electronic switching equipment, digital transmission<br>equipment, optical communication equipment, radio communication<br>equipment, broadband access equipment, network services, network<br>operation support services, etc. |
| Printers             | Color printers, monochrome printers, dot-impact printers, multifunction printers, etc.   |
| EMS                  | Consigned manufacturing services for electronic devices, and manufacturing and sales of printed circuit boards   |
| Others               | Transportation and management of products, etc., provision of services, and manufacturing and sales of other equipment products  |

Listed below are the major products and services of each reportable segment:

(2) Calculation methods for the amount of net sales, income and loss, assets, liabilities and other items by reportable segment

The methods of accounting treatment for the reported business segments are the same as set forth in "Significant Matters for the Basis of Preparation of Consolidated Financial Statements." Revenues from intersegment transactions and transfers are calculated based on prevailing market rates.

# (3) Information about amounts of net sales, income and loss, assets, liabilities and other items by reportable segment

|   | ii yeai (iioii              | 1 ,                 | i <b>c</b> ii 51, 201 | 0)      |                    |         | (Million yen)          |  |
|---|-----------------------------|---------------------|-----------------------|---------|--------------------|---------|------------------------|--|
|   |                             | Reportable segments |                       |         |                    |         |                        | Amount   |
|   | Info-<br>telecom<br>Systems | Printers            | EMS                   | Total   | Others<br>(Note 1) | Total   | Adjustment<br>(Note 2) | recorded in<br>consolidated<br>financial<br>statements<br>(Note 3) |
| Net sales<br>Net sales to external<br>customers                       | 267,397                     | 139,344             | 22,681                | 429,423 | 13,526             | 442,949 | _                      | 442,949  |
| Intersegment net sales<br>or transfers                                | 3,907                       | 4,452               | 113                   | 8,472   | 18,417             | 26,890  | (26,890)               | —  |
| Total   | 271,304                     | 143,796             | 22,795                | 437,896 | 31,943             | 469,839 | (26,890)               | 442,949  |
| Segment income (loss)   | 14,990                      | (1,311)             | (168)                 | 13,510  | (458)              | 13,052  | (6,543)                | 6,508  |
| Segment assets  | 151,363                     | 101,363             | 24,894                | 277,621 | 24,418             | 302,040 | 75,853                 | 377,894  |
| Other items<br>Depreciation and<br>amortization<br>Amortization of    | 5,157                       | 4,533               | 1,172                 | 10,863  | 1,178              | 12,042  | 1,836                  | 13,879   |
| goodwill<br>Investments in  | 6                           | 128                 | —                     | 134     | —                  | 134     | (0)                    | 134  |
| companies accounted<br>for using equity<br>method                     | 1,063                       | _                   | —                     | 1,063   | 27                 | 1,091   | 3,033                  | 4,124  |
| Increase in property,<br>plant and equipment<br>and intangible assets | 4,528                       | 3,703               | 447                   | 8,678   | 242                | 8,921   | 643                    | 9,564  |

Previous fiscal year (from April 1, 2009 to March 31, 2010)

Current fiscal year (from April 1, 2010 to March 31, 2011)

| Current fiscal   | year (nom                   | April 1, 20 |            |              | .)                 |              |                        | (Million yen)  |
|--|-----------------------------|-------------|------------|--------------|--------------------|--------------|------------------------|--|
|  |                             | Reportable  | e segments |              |                    |              |                        | Amount   |
|  | Info-<br>telecom<br>Systems | Printers    | EMS        | Total        | Others<br>(Note 1) | Total        | Adjustment<br>(Note 2) | recorded in<br>consolidated<br>financial<br>statements<br>(Note 3) |
| Net sales<br>Net sales to external<br>customers                                | 260,708                     | 124,978     | 31,035     | 416,722      | 15,928             | 432,651      | _                      | 432,651  |
| Intersegment net sales<br>or transfers   | 2,789                       | 4,750       | 132        | 7,672        | 19,998             | 27,670       | (27,670)               | —  |
| Total  | 263,497                     | 129,729     | 31,167     | 424,395      | 35,926             | 460,322      | (27,670)               | 432,651  |
| Segment income (loss)  | 14,733                      | (4,574)     | 1,340      | 11,499       | 1,544              | 13,043       | (6,734)                | 6,308  |
| Segment assets   | 155,351                     | 82,840      | 23,886     | 262,077      | 23,984             | 286,061      | 82,760                 | 368,822  |
| Other items<br>Depreciation and<br>amortization<br>Amortization of<br>goodwill | 5,173<br>6                  | 4,211<br>54 | 1,134      | 10,519<br>60 |                    | 11,470<br>60 | 1,518<br>(0)           | 12,988<br>60   |
| Investments in<br>companies accounted<br>for using equity<br>method            | 1,255                       | _           | _          | 1,255        | 27                 | 1,283        | 3,095                  | 4,378  |
| Increase in property,<br>plant and equipment<br>and intangible assets          | 4,716                       | 2,127       | 733        | 7,578        | 853                | 8,431        | 1,398                  | 9,830  |

- (Notes) 1. "Others" consists of businesses not included in reportable segments, such as provision of services, and manufacturing and sales of other equipment products.
  - 2. Details of adjustment are as follows:

|  |                      | (Million yen)       |
|--|----------------------|---------------------|
| Segment income or loss                   | Previous fiscal year | Current fiscal year |
| Elimination of intersegment transactions | 196                  | 68                  |
| Corporate expenses*                      | (6,623)              | (6,894)             |
| Adjustment to noncurrent assets          | (116)                | 90                  |
| Total                                    | (6,543)              | (6,734)             |

\* Corporate expenses are mainly general and administrative expenses and research and development expenses that are not attributable to the reportable segments.

|  | 1                    | (Million yen)       |
|--|----------------------|---------------------|
| Segment assets                           | Previous fiscal year | Current fiscal year |
| Elimination of intersegment transactions | (65,342)             | (87,317)            |
| Corporate assets*                        | 142,589              | 166,050             |
| Adjustment to noncurrent assets          | (1,394)              | 4,027               |
| Total                                    | 75,853               | 82,760              |

\* Corporate assets are mainly surplus funds, fund for long-term investment and assets related to the general administration section of the Filing Company.

| 5                                |                      | (Million yen)       |
|----------------------------------|----------------------|---------------------|
| Depreciation and amortization    | Previous fiscal year | Current fiscal year |
| Depreciation and amortization of | 1,979                | 1,695               |
| corporate assets                 |                      |                     |
| Adjustment to noncurrent assets  | (142)                | (177)               |
| Total                            | 1,836                | 1,518               |

(Million yen)

| Investments in companies accounted for using equity method | Previous fiscal year | Current fiscal year |
|--|----------------------|---------------------|
| Corporate investments                                      | 3,033                | 3,095               |

|                      | (Million yen)       |
|----------------------|---------------------|
| Previous fiscal year | Current fiscal year |
| 000                  | 1.10.6              |

| Increase in property, plant and equipment and intangible assets | Previous fiscal year | Current fiscal year |
|---|----------------------|---------------------|
| Corporate assets  | 899                  | 1,496               |
| Adjustment to noncurrent assets                                 | (255)                | (97)                |
| Total   | 643                  | 1,398               |

3. Segment income or loss is adjusted with operating income or loss on the consolidated statements of income.

#### (Additional information)

Effective from the current fiscal year, the "Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" (ASBJ Statement No. 17, March 27, 2009) and the "Guidance on the Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" (ASBJ Guidance No. 20, March 21, 2008) have been applied.

# 5. Related information

Current fiscal year (from April 1, 2010 to March 31, 2011)

(1) Information by products and services

|                                       |                            |        |                                     |                         |          |        | (1011) | llion yen) |
|---------------------------------------|----------------------------|--------|-------------------------------------|-------------------------|----------|--------|--------|------------|
|                                       | Solutions<br>&<br>Services |        | Social<br>Infrastructure<br>Systems | Mechatronics<br>Systems | Printers | EMS    | Others | Total      |
| Net sales to<br>external<br>customers | 90,351                     | 75,952 | 32,010                              | 62,394                  | 124,978  | 31,035 | 15,928 | 432,651    |

# (2) Information by geographic areas

1) Net sales

|         |               |        |        | (Million yen) |
|---------|---------------|--------|--------|---------------|
| Japan   | North America | Europe | Others | Total         |
| 307,989 | 20,826        | 61,301 | 42,533 | 432,651       |

(Note) Net sales are sorted by countries or regions based on the location of customers.

2) Property, plant and equipment

| (Million ye |          |        |  |  |  |  |
|-------------|----------|--------|--|--|--|--|
| Japan       | Overseas | Total  |  |  |  |  |
| 46,651      | 6,483    | 53,134 |  |  |  |  |

6. Information about impairment loss on noncurrent assets of each reportable segment Current fiscal year (from April 1, 2010 to March 31, 2011)

|                    | Info-<br>telecom<br>Systems | Printers | EMS | Others | Corporate/<br>elimination | Total |  |  |
|--------------------|-----------------------------|----------|-----|--------|---------------------------|-------|--|--|
| Impairment<br>loss |                             | 1        |     | 16     | 243                       | 260   |  |  |

7. Information about amortization of goodwill and unamortized balance of each reportable segment Current fiscal year (from April 1, 2010 to March 31, 2011)

|                                      |                             |          |     |        |                           | (Million yen) |
|--------------------------------------|-----------------------------|----------|-----|--------|---------------------------|---------------|
|                                      | Info-<br>telecom<br>Systems | Printers | EMS | Others | Corporate/<br>elimination | Total         |
| Goodwill at<br>end of fiscal<br>year | 7                           | 27       |     |        | (0)                       | 34            |

8. Information about gain on negative goodwill of each reportable segment

Current fiscal year (from April 1, 2010 to March 31, 2011)

Outline of event

Gain on negative goodwill was recorded under "Info-telecom Systems" due to the share exchange between the Company as a wholly owning parent company and Oki Wintech Co., Ltd. as a wholly owned subsidiary. The recorded amount of gain on negative goodwill as a result of such event was  $\frac{22,648}{100}$  million.

| (Per Share Information)   |        |                              |                 |
|---|--------|------------------------------|-----------------|
| Previous fiscal year Current fiscal year  |        |                              | year            |
| (From April 1, 2009 to March 31, 2010)  |        | (From April 1, 2010 to       | March 31, 2011) |
| Net assets per share  | ¥59.40 | Net assets per share         | ¥11.37          |
| Net loss per share  | ¥5.62  | Net loss per share           | ¥44.00          |
| Net income per share-diluted is not stated because Net income per share-diluted is not stated becau |        | s not stated because net     |                 |
| net loss per share was recorded.  |        | loss per share was recorded. |                 |

(Note) 1. The basis for calculation of net loss per share is as follows:

|  | Previous fiscal year<br>(From April 1, 2009   | Current fiscal year<br>(From April 1, 2010  |
|--|---|---|
|  | to March 31, 2010)  | to March 31, 2011)  |
| Net loss per share   |   |   |
| Net loss (Million yen)   | 3,836   | 31,809  |
| Net loss not attributable to common shareholders (Million yen)   | _   | —   |
| Net loss related to common stock<br>(Million yen)  | 3,836   | 31,809  |
| Weighted average number of shares<br>of common stock during period<br>(Thousand shares)                                    | 682,631   | 722,961   |
| Outline of dilutive shares not counted in<br>the calculation of net income per share–<br>diluted due to no dilutive effect | Subscription rights to<br>shares (5 classes), and the<br>$32^{nd}$ unsecured convertible<br>bonds with subscription<br>rights to shares<br>(total face amount:<br>\$12,000 million) | Subscription rights to<br>shares (5 classes), and<br>Class A preferred stock<br>(30,000 shares) |

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

|   | Previous fiscal year<br>(As of March 31, 2010) | Current fiscal year<br>(As of March 31, 2011) |
|---|--|---|
| Total net assets (Million yen)  | 47,607   | 38,859  |
| Amount deducted from the total net assets (Million yen)   | 7,074  | 30,550  |
| [Amount paid for Class A preferred stock included in the above]   | [—]  | [30,000]                                      |
| [Subscription rights to shares included in the above]   | [79]   | [79]  |
| [Minority interests included in the above]  | [6,994]  | [470]   |
| Amount of net assets related to common stock at end of period (Million yen)                             | 40,532   | 8,308   |
| Number of common shares used to<br>calculate net assets per share at end of<br>period (Thousand shares) | 682,423  | 731,020                                       |

(Significant Subsequent Event) Not applicable

## 5. Non-consolidated Financial Statements

(1) Non-consolidated Balance Sheets

(Million yen) Fiscal year ended Fiscal year ended March 31, 2010 March 31, 2011 (As of March 31, 2010) (As of March 31, 2011) Assets Current assets 22.291 Cash and deposits 28.485 Notes receivable-trade 797 1,147 48,938 Accounts receivable-trade 52,223 Lease investment assets 590 1,731 Securities 12,500 29,899 Finished goods 4,268 4,195 11,746 13,240 Work in process Raw materials and supplies 5,977 5,683 Prepaid expenses 246 218 13,401 20,762 Short-term loans receivable 2,912 Advances paid \_\_\_\_ Accounts receivable-other 8,487 6,458 Deferred tax assets 1,746 2,747 Other 73 2,498 Allowance for doubtful accounts (145)(233) Total current assets 143,310 159,580 Noncurrent assets Property, plant and equipment Buildings 35,382 36,376 Accumulated depreciation (25,782)(26,698) Buildings, net 9,599 9,678 2,578 2,490 Structures Accumulated depreciation (2,250)(2,204)327 286 Structures, net 15,102 14,963 Machinery and equipment Accumulated depreciation (12,850) (12,959)Machinery and equipment, net 2,251 2,003 84 81 Vehicles Accumulated depreciation (79) (77)Vehicles, net 4 4 Tools, furniture and fixtures 32,700 32,024 Accumulated depreciation (27, 614)(27, 365)Tools, furniture and fixtures, net 5,085 4,658 Land 9,664 9,635 Construction in progress 0 Total property, plant and equipment 26,934 26,266

|  | Fiscal year ended                        | (Million ye<br>Fiscal year ended         |
|--|--|--|
|  | March 31, 2010<br>(As of March 31, 2010) | March 31, 2011<br>(As of March 31, 2011) |
| Intangible assets  |  |  |
| Goodwill   | 13                                       | 7  |
| Right of using facilities  | 144                                      | 127                                      |
| Software   | 4,118                                    | 3,724                                    |
| Total intangible assets  | 4,276                                    | 3,859                                    |
| Investments and other assets   |  |  |
| Investment securities  | 30,864                                   | 22,087                                   |
| Stocks of subsidiaries and affiliates                                      | 42,352                                   | 42,619                                   |
| Investments in capital   | 96                                       | 93                                       |
| Investments in capital of subsidiaries and affiliates                      | 1,764                                    | 1,764                                    |
| Long-term loans receivable from employees                                  | 0  | 0  |
| Long-term loans receivable from subsidiaries and affiliates                | 17,527                                   | 14,944                                   |
| Long-term prepaid expenses   | 797                                      | 4,135                                    |
| Claims provable in bankruptcy, claims provable in rehabilitation and other | 257                                      | 152                                      |
| Lease and guarantee deposits   | 2,828                                    | 2,822                                    |
| Other  | 631                                      | 499                                      |
| Allowance for doubtful accounts  | (6,708)                                  | (7,593)                                  |
| Total investments and other assets   | 90,413                                   | 81,525                                   |
| Total noncurrent assets  | 121,624                                  | 111,650                                  |
| Total assets   | 264,935                                  | 271,231                                  |
| Liabilities  |  |  |
| Current liabilities  |  |  |
| Notes payable-trade  | 513                                      | 213                                      |
| Accounts payable-trade   | 41,456                                   | 41,308                                   |
| Short-term loans payable   | 35,546                                   | 46,046                                   |
| Current portion of long-term loans payable                                 | 49,286                                   | 38,764                                   |
| Lease obligations  | 108                                      | 311                                      |
| Accounts payable-other   | 3,959                                    | 6,169                                    |
| Accrued expenses   | 11,416                                   | 12,448                                   |
| Advances received  | 1,998                                    | 2,202                                    |
| Deposits received  | 3,638                                    | 1,522                                    |
| Provision for product warranties   | _  | 503                                      |
| Asset retirement obligations   | _  | 139                                      |
| Other  | 662                                      | 920                                      |
| Total current liabilities  | 148,585                                  | 150,550                                  |

|   | Fiscal year ended<br>March 31, 2010<br>(As of March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(As of March 31, 2011) |
|---|---|---|
| Noncurrent liabilities  | (AS 01 Water 51, 2010)  | (13 01 Water 51, 2011)  |
| Long-term loans payable                                       | 39,222  | 27,980  |
| Lease obligations   | 532   | 1,571   |
| Long-term accounts payable-other                              | _   | 17,883  |
| Deferred tax liabilities                                      | 1,378   | 1,749   |
| Provision for retirement benefits                             | 23,174  | 13,624  |
| Provision for loss on business of subsidiaries and affiliates | 8,645   | 10,668  |
| Asset retirement obligations                                  | _   | 835   |
| Other   | 829   | _   |
| Total noncurrent liabilities                                  | 73,782  | 74,313  |
| Total liabilities   | 222,368   | 224,864   |
| et assets   |   |   |
| Shareholders' equity  |   |   |
| Capital stock   | 76,940  | 44,000  |
| Capital surplus   |   |   |
| Legal capital surplus   | 25,928  | 15,000  |
| Other capital surplus   | 20,816  | 98,123  |
| Total capital surplus   | 46,744  | 113,123   |
| Retained earnings   |   |   |
| Other retained earnings                                       |   |   |
| Retained earnings brought forward                             | (82,226)  | (107,956  |
| Total retained earnings                                       | (82,226)  | (107,956  |
| Treasury stock  | (403)   | (10   |
| Total shareholders' equity                                    | 41,054  | 49,155  |
| Valuation and translation adjustments                         |   |   |
| Valuation difference on available-for-sale securities         | 2,092   | (1,950  |
| Deferred gains or losses on hedges                            | (659)   | (917  |
| Total valuation and translation adjustments                   | 1,433   | (2,868  |
| Subscription rights to shares                                 | 79  | 79  |
| Total net assets  | 42,567  | 46,367  |
| otal liabilities and net assets                               | 264,935   | 271,231   |

# (2) Non-consolidated Statements of Income

(Million yen)

|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|--|--|--|
| Net sales  | 200,530  | 189,929  |
| Cost of sales  | 159,755  | 148,430  |
| Gross profit   | 40,775   | 41,498   |
| Selling, general and administrative expenses                   | 37,237   | 36,873   |
| Operating income   | 3,537  | 4,625  |
| Non-operating income   |  |  |
| Interest income  | 435  | 405  |
| Interest on securities   | 32   | 39   |
| Dividends income   | 2,443  | 1,915  |
| Royalty income from corporate brand                            | 2,093  | 1,953  |
| Miscellaneous income   | 342  | 379  |
| Total non-operating income                                     | 5,347  | 4,693  |
| Non-operating expenses   |  |  |
| Interest expenses  | 2,745  | 2,636  |
| Stock issuance cost  | _  | 1,349  |
| Foreign exchange losses  | _  | 637  |
| Miscellaneous expenses   | 1,034  | 791  |
| Total non-operating expenses                                   | 3,779  | 5,413  |
| Ordinary income  | 5,104  | 3,906  |
| Extraordinary income   |  |  |
| Gain on sales of noncurrent assets                             | 15   | _  |
| Gain on sales of investment securities                         | 12   | 211  |
| Gain on extinguishment of tie-in shares                        | _  | 11   |
| Gain on sales of stocks of subsidiaries and affiliates         | 150  | _  |
| Gain on transfer of business                                   | 299  | —  |
| Gain on contribution of securities to retirement benefit trust | —  | 7,407  |
| Total extraordinary income                                     | 477  | 7,630  |
| Extraordinary loss   |  |  |
| Loss on disposal of noncurrent assets                          | 1,045  | 220  |
| Impairment loss  | 295  | 243  |
| Loss on sales of investment securities                         | 20   | 132  |
| Loss on valuation of investment securities                     | 815  | 2,479  |
| Loss on valuation of stocks of subsidiaries and affiliates     | 272  | 9,636  |
| Provision for loss on business of subsidiaries and affiliates  | 7,910  | 2,023  |
| Provision of allowance for doubtful accounts                   | 1,517  | 1,034  |
| Special retirement expenses                                    | 252  | 3,768  |
| Business structure improvement expenses                        |  | 77   |
| Head office transfer cost                                      | —  | 620  |
| Loss on revision of retirement benefit plan                    | _  | 13,704   |
|  |  |  |

(Million yen)

|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|--|--|--|
| Loss on adjustment for changes of accounting standard for asset retirement obligations | —  | 287  |
| Provision for product warranties   | —  | 503  |
| Product warranty expense   | —  | 1,712  |
| Total extraordinary loss   | 12,128   | 36,446   |
| Loss before income taxes   | (6,547)  | (24,909)   |
| Income taxes-current   | (988)  | (74)   |
| Income taxes-deferred  | (360)  | 894  |
| Total income taxes   | (1,348)  | 820  |
| Net loss   | (5,198)  | (25,729)   |

# (3) Non-consolidated Statements of Changes in Net Assets

(Million yen)

|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |  |
|--|--|--|--|
| Shareholders' equity   |  |  |  |
| Capital stock  |  |  |  |
| Balance at the end of previous period                        | 76,940   | 76,940   |  |
| Changes of items during the period                           |  |  |  |
| Issuance of new shares                                       | —  | 15,000   |  |
| Transfer to other capital surplus from capital stock         | —  | (47,940  |  |
| Total changes of items during the period                     |  | (32,940  |  |
| Balance at the end of current period                         | 76,940   | 44,000   |  |
| Capital surplus  |  |  |  |
| Legal capital surplus  |  |  |  |
| Balance at the end of previous period                        | 25,928   | 25,928   |  |
| Changes of items during the period                           |  |  |  |
| Issuance of new shares                                       | _  | 15,000   |  |
| Increase by share exchanges                                  | —  | 3,438  |  |
| Transfer to other capital surplus from legal capital surplus |  | (29,366  |  |
| Total changes of items during the period                     |  | (10,928  |  |
| Balance at the end of current period                         | 25,928   | 15,000   |  |
| Other capital surplus  |  |  |  |
| Balance at the end of previous period                        | 20,816   | 20,816   |  |
| Changes of items during the period                           |  |  |  |
| Transfer to other capital surplus from capital stock         | —  | 47,940   |  |
| Transfer to other capital surplus from legal capital surplus | —  | 29,366   |  |
| Total changes of items during the period                     | _  | 77,307   |  |
| Balance at the end of current period                         | 20,816   | 98,123   |  |
| Total capital surplus  |  |  |  |
| Balance at the end of previous period                        | 46,744   | 46,744   |  |
| Changes of items during the period                           |  |  |  |
| Issuance of new shares                                       | —  | 15,000   |  |
| Transfer to other capital surplus from capital stock         | —  | 47,940   |  |
| Increase by share exchanges                                  | _  | 3,438  |  |
| Transfer to other capital surplus from legal capital surplus |  |  |  |
| Total changes of items during the period                     |  | 66,378   |  |
| Balance at the end of current period                         | 46,744   | 113,123  |  |

|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
|--|--|--|
| Retained earnings  | to March 31, 2010)   | to Match 51, 2011)   |
| Other retained earnings                                      |  |  |
| Retained earnings brought forward                            |  |  |
| Balance at the end of previous period                        | (77,027)   | (82,226  |
| Changes of items during the period                           | (77,027)   | (02,220  |
| Net loss   | (5,198)  | (25,729  |
| Total changes of items during the period                     | (5,198)  | (25,729  |
| Balance at the end of current period                         | (82,226)   | (107,956   |
| Total retained earnings                                      | (02,220)   | (107,500   |
| Balance at the end of previous period                        | (77,027)   | (82,226  |
| Changes of items during the period                           | (77,027)   | (02,220  |
| Net loss   | (5,198)  | (25,729  |
| Total changes of items during the period                     | (5,198)  | (25,729  |
| Balance at the end of current period                         | (82,226)   | (107,956   |
| Treasury stock   | (02,220)   | (107,550   |
| Balance at the end of previous period                        | (357)  | (403   |
| Changes of items during the period                           | (557)  | (102   |
| Purchase of treasury stock                                   | (46)   | (11  |
| Disposal of treasury stock                                   | ()   | 403  |
| Total changes of items during the period                     | (46)   | 392  |
| Balance at the end of current period                         | (403)  | (10  |
| Total shareholders' equity                                   | ()   | (  |
| Balance at the end of previous period                        | 46,299   | 41,054   |
| Changes of items during the period                           |  | -,   |
| Issuance of new shares                                       | _  | 30,000   |
| Transfer to other capital surplus from capital stock         | _  |  |
| Increase by share exchanges                                  | _  | 3,438  |
| Transfer to other capital surplus from legal capital surplus | _  |  |
| Net loss   | (5,198)  | (25,729  |
| Purchase of treasury stock                                   | (46)   | (11  |
| Disposal of treasury stock                                   | _  | 403  |
| Total changes of items during the period                     | (5,245)  | 8,101  |
| Balance at the end of current period                         | 41,054   | 49,155   |
| aluation and translation adjustments                         |  |  |
| Valuation difference on available-for-sale securities        |  |  |
| Balance at the end of previous period                        | (430)  | 2,092  |
| Changes of items during the period                           |  |  |
| Net changes of items other than shareholders' equity         | 2,523  | (4,043   |
| Total changes of items during the period                     | 2,523  | (4,043   |
| Balance at the end of current period                         | 2,092  | (1,950   |

|  |  | (Million yen)  |
|--|--|--|
|  | Fiscal year ended<br>March 31, 2010<br>(From April 1, 2009<br>to March 31, 2010) | Fiscal year ended<br>March 31, 2011<br>(From April 1, 2010<br>to March 31, 2011) |
| Deferred gains or losses on hedges                           |  |  |
| Balance at the end of previous period                        | (350)  | (659)  |
| Changes of items during the period                           |  |  |
| Net changes of items other than shareholders' equity         | (308)  | (258)  |
| Total changes of items during the period                     | (308)  | (258)  |
| Balance at the end of current period                         | (659)  | (917)  |
| Total valuation and translation adjustments                  |  |  |
| Balance at the end of previous period                        | (781)  | 1,433  |
| Changes of items during the period                           |  |  |
| Net changes of items other than shareholders' equity         | 2,214  | (4,301)  |
| Total changes of items during the period                     | 2,214  | (4,301)  |
| Balance at the end of current period                         | 1,433  | (2,868)  |
| Subscription rights to shares                                |  |  |
| Balance at the end of previous period                        | 79   | 79   |
| Changes of items during the period                           |  |  |
| Total changes of items during the period                     | —  | —  |
| Balance at the end of current period                         | 79   | 79   |
| Total net assets   |  |  |
| Balance at the end of previous period                        | 45,597   | 42,567   |
| Changes of items during the period                           |  |  |
| Issuance of new shares                                       | —  | 30,000   |
| Transfer to other capital surplus from capital stock         | —  | —  |
| Increase by share exchanges                                  | —  | 3,438  |
| Transfer to other capital surplus from legal capital surplus | —  | —  |
| Net loss   | (5,198)  | (25,729)   |
| Purchase of treasury stock                                   | (46)   | (11)   |
| Disposal of treasury stock                                   | _  | 403  |
| Net changes of items other than shareholders' equity         | 2,214  | (4,301)  |
| Total changes of items during the period                     | (3,030)  | 3,799  |
| Balance at the end of current period                         | 42,567   | 46,367   |

(4) Notes Relating to Going Concern Assumption Not applicable

# 6. Others

(1) Change in Officers

Not applicable Any change in officers, if determined subsequent to the release of this Summary of Consolidated Financial Results, will be disclosed as soon as the details are confirmed.

# (2) Others

Please also refer to the presentation materials "Financial Results for the Fiscal Year Ended March 31, 2011," released May 13, 2011.

# <Reference Materials> Supplementary Materials

| Consolidated P/L  | (Billion yen; amounts less than hundred million yen are rounded) |                                     |                   |         |                                   |
|-------------------|--|-------------------------------------|-------------------|---------|-----------------------------------|
|                   | Fiscal year ended<br>March 31, 2010                              | Fiscal year ended<br>March 31, 2011 |                   | March 3 | ear ending<br>31, 2012<br>ection) |
|                   |  |                                     | YoY change<br>(%) |         | YoY change<br>(%)                 |
| Net sales         | 442.9  | 432.7                               | -2.3              | 436.0   | 0.8                               |
| Operating income  | 6.5  | 6.3                                 | -3.1              | 15.0    | 137.8                             |
| Ordinary income   | 1.3  | 1.2                                 | -11.7             | 12.0    | 929.1                             |
| Net income (loss) | (3.8)  | (31.8)                              |                   | 7.5     |                                   |

## Net sales by segment (to external customers)

|                      | Fiscal year ended<br>March 31, 2010 | Fiscal year ended<br>March 31, 2011 |                   | Fiscal year ending<br>March 31, 2012<br>(Projection) |                   |
|----------------------|-------------------------------------|-------------------------------------|-------------------|--|-------------------|
|                      |                                     |                                     | YoY change<br>(%) |  | YoY change<br>(%) |
| Info-telecom Systems | 267.4                               | 260.7                               | -2.5              | 262.0  | 0.5               |
| Printers             | 139.3                               | 125.0                               | -10.3             | 125.0  | 0.0               |
| EMS                  | 22.7                                | 31.0                                | 36.8              | 34.0   | 9.6               |
| Others               | 13.5                                | 15.9                                | 17.8              | 15.0   | -5.8              |
| Total                | 442.9                               | 432.7                               | -2.3              | 436.0  | 0.8               |

Segments for the fiscal year ended March 31, 2010 are reclassified to be the same as for the fiscal year ended March 31, 2011.

# **Operating income (loss) by segment**

|                      | Fiscal year ended<br>March 31, 2010 | Fiscal year ended<br>March 31, 2011 |                   | Fiscal year ending<br>March 31, 2012<br>(Projection) |                   |
|----------------------|-------------------------------------|-------------------------------------|-------------------|--|-------------------|
|                      |                                     |                                     | YoY change<br>(%) |  | YoY change<br>(%) |
| Info-telecom Systems | 15.0                                | 14.7                                | -1.7              | 16.0   | 8.6               |
| Printers             | (1.3)                               | (4.6)                               |                   | 2.5  |                   |
| EMS                  | (0.2)                               | 1.3                                 | —                 | 1.5  | 11.9              |
| Others               | (0.5)                               | 1.5                                 |                   | 1.5  | -2.8              |
| Adjustment           | (6.5)                               | (6.7)                               | —                 | (6.5)  |                   |
| Total                | 6.5                                 | 6.3                                 | -3.1              | 15.0   | 137.8             |

Segments for the fiscal year ended March 31, 2010 are reclassified to be the same as for the fiscal year ended March 31, 2011.

# Consolidated cash flows

|   | Fiscal year ended<br>March 31, 2010 | Fiscal ye<br>March 3 | ear ended<br>31, 2011<br>YoY change<br>(%) | Fiscal ye<br>March 3<br>(Proje | 31, 2012 |
|---|-------------------------------------|----------------------|--|--------------------------------|----------|
| Net cash provided by (used in) operating activities         | 51.3                                | 1.6                  | -96.9                                      | 18.0                           |          |
| Net cash provided by (used in) investing activities         | (13.0)                              | (4.4)                |  | (13.0)                         |          |
| Net cash provided by (used in) financing activities         | (31.3)                              | 11.2                 | _  | (14.0)                         | _        |
| Effect of exchange rate change on cash and cash equivalents | (0.3)                               | 0.1                  |  |                                |          |
| Net increase (decrease) in cash<br>and cash equivalents     | 6.7                                 | 8.5                  | 26.9                                       | (9.0)                          |          |
| Cash and cash equivalents at end of period                  | 71.2                                | 79.6                 | 11.9                                       | 70.6                           | -11.4    |

| Capital investment by segment                      | (Billion yen; amounts less than hundred million yen are rounded) |                                     |                   |  |                   |
|--|--|-------------------------------------|-------------------|--|-------------------|
|  | Fiscal year ended<br>March 31, 2010                              | Fiscal year ended<br>March 31, 2011 |                   | Fiscal year ending<br>March 31, 2012<br>(Projection) |                   |
|  |  |                                     | YoY change<br>(%) |  | YoY change<br>(%) |
| Info-telecom Systems                               | 3.5  | 3.6                                 | 4.2               | 6.0  | 64.5              |
| Printers   | 4.2  | 2.8                                 | -33.9             | 3.0  | 8.1               |
| EMS  | 0.3  | 0.6                                 | 94.5              | 1.0  | 57.2              |
| Others and common                                  | 0.6  | 0.9                                 | 73.7              | 1.5  | 62.0              |
| Total  | 8.6  | 8.0                                 | -6.7              | 11.5   | 44.0              |
| Depreciation (of property, plant<br>and equipment) | 10.5   | 9.7                                 | -7.5              | 10.4   | 7.2               |

Segments for the fiscal year ended March 31, 2010 are reclassified to be the same as for the fiscal year ended March 31, 2011.

# Research and development investment by segment

|                      | Fiscal year ended<br>March 31, 2010 | Fiscal year ended<br>March 31, 2011 |                   | Fiscal year ending<br>March 31, 2012<br>(Projection) |                   |
|----------------------|-------------------------------------|-------------------------------------|-------------------|--|-------------------|
|                      |                                     |                                     | YoY change<br>(%) |  | YoY change<br>(%) |
| Info-telecom Systems | 5.9                                 | 7.1                                 | 20.6              | 8.5  | 19.5              |
| Printers             | 5.8                                 | 4.2                                 | -27.8             | 2.5  | -40.3             |
| EMS                  | 0.1                                 | 0.1                                 | -31.3             | 0.1  | 81.8              |
| Others and common    | 2.8                                 | 2.4                                 | -15.2             | 2.4  | -0.5              |
| Total                | 14.6                                | 13.8                                | -5.9              | 13.5   | -1.9              |

Segments for the fiscal year ended March 31, 2010 are reclassified to be the same as for the fiscal year ended March 31, 2011.

# Exchange rates (in yen)

|                     |     | Fiscal year ended<br>March 31, 2010 | Fiscal year ended<br>March 31, 2011 | Fiscal year ending<br>March 31, 2012<br>(Projection) |
|---------------------|-----|-------------------------------------|-------------------------------------|--|
| Average rate during | USD | 93                                  | 86                                  | 85   |
| period              | EUR | 131                                 | 113                                 | 110  |

# Number of employees at the end of the period

|                  | Fiscal year ended<br>March 31, 2010 | Fiscal year ended<br>March 31, 2011 |
|------------------|-------------------------------------|-------------------------------------|
| Non-consolidated | 3,170                               | 3,103                               |
| Domestic total   | 11,273                              | 10,188                              |
| Overseas total   | 6,838                               | 6,509                               |
| Total            | 18,111                              | 16,697                              |