

Report of Independent Auditors

The Board of Directors
Nisshin Seifun Group Inc.

We have audited the accompanying consolidated balance sheets of Nisshin Seifun Group Inc. and consolidated subsidiaries as of March 31, 2010 and 2009, and the related consolidated statements of income, changes in net assets, and cash flows for the years then ended, all expressed in yen. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Nisshin Seifun Group Inc. and consolidated subsidiaries at March 31, 2010 and 2009, and the consolidated results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in Japan.

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2010 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 3.

Ernst & Young ShinNihon LLC

June 25, 2010

Nisshin Seifun Group Inc. and Consolidated Subsidiaries

Consolidated Balance Sheets

As of March 31, 2010 and 2009

ASSETS	Millions of yen		Thousands of U.S. dollars (Note 3)
	2010	2009	2010
Current Assets:			
Cash and deposits (Notes 17 and 19)	¥ 69,871	¥ 51,967	\$ 750,988
Notes and accounts receivable – trade (Note 17)	56,480	57,329	607,051
Short-term investment securities (Notes 17 and 19)	21,648	8,799	232,676
Inventories (Note 4)	37,442	45,822	402,436
Deferred tax assets (Note 13)	5,262	4,480	56,565
Other	6,189	6,925	66,523
Allowance for doubtful accounts	(288)	(212)	(3,099)
Total current assets	196,606	175,112	2,113,140
Property, Plant and Equipment (Notes 5, 6 and 14):			
Land	33,167	32,939	356,487
Buildings and structures	44,983	45,477	483,483
Machinery, equipment and vehicles	30,806	33,843	331,111
Construction in progress	1,949	1,056	20,953
Other	3,251	3,333	34,944
Property, plant and equipment, net	114,158	116,650	1,226,978
Intangible Assets	3,827	3,482	41,141
Investments and Other Assets:			
Investment securities (Notes 17 and 18)	72,325	66,256	777,361
Long-term loans receivable	70	75	754
Deferred tax assets (Note 13)	3,056	3,105	32,846
Other	6,425	6,364	69,067
Allowance for doubtful accounts	(152)	(167)	(1,640)
Total investments and other assets	81,725	75,634	878,388
Total assets	¥ 396,317	¥ 370,879	\$ 4,259,647

LIABILITIES AND NET ASSETS	Millions of yen		Thousands of U.S. dollars (Note 3)
	2010	2009	2010
Current Liabilities:			
Notes and accounts payable – trade (Note 17)	¥ 22,274	¥ 22,479	\$ 239,403
Short-term loans payable (Note 6)	2,864	2,943	30,793
Income taxes payable (Note 13)	7,708	4,691	82,853
Accrued expenses	14,007	13,470	150,553
Other	15,282	12,797	164,257
Total current liabilities	62,137	56,381	667,858
Noncurrent Liabilities:			
Long-term loans payable (Note 6)	271	336	2,918
Deferred tax liabilities (Note 13)	12,657	10,546	136,040
Provision for retirement benefits (Note 7)	9,113	8,587	97,955
Provision for directors' retirement benefits	337	311	3,624
Provision for repairs	1,504	1,498	16,174
Long-term deposits received	5,486	5,570	58,970
Negative goodwill	-	10	-
Other	1,582	1,542	17,006
Total noncurrent liabilities	30,953	28,403	332,686
Commitments and Contingent Liabilities (Notes 14 and 15)			
Net Assets (Notes 8, 9 and 10):			
Shareholders' equity:			
Capital stock: authorized – 932,856,000 shares			
Issued – 251,535,448 shares in 2010 and 2009	17,117	17,117	183,984
Capital surplus	9,448	9,446	101,557
Retained earnings	230,661	218,543	2,479,160
Less: Treasury stock			
3,059,826 shares in 2010 and 3,063,086 shares in 2009	(3,187)	(3,177)	(34,257)
Total shareholders' equity	254,040	241,930	2,730,443
Valuation and translation adjustments:			
Valuation difference on available-for-sale securities	20,303	17,220	218,221
Deferred gains on hedges	105	43	1,129
Foreign currency translation adjustment	(1,693)	(2,153)	(18,197)
Total valuation and translation adjustments	18,715	15,111	201,152
Subscription rights to shares	83	38	893
Minority interests	30,388	29,014	326,615
Total net assets	303,226	286,094	3,259,103
Total liabilities and net assets	¥ 396,317	¥ 370,879	\$ 4,259,647

See notes to consolidated financial statements.

Nisshin Seifun Group Inc. and Consolidated Subsidiaries

Consolidated Statements of Income

For the Years Ended March 31, 2010 and 2009

	Millions of yen		Thousands of U.S. dollars (Note 3)
	2010	2009	2010
Net Sales	¥ 443,728	¥ 466,671	\$ 4,769,227
Cost of Sales (Notes 4 and 12)	<u>306,675</u>	<u>334,992</u>	<u>3,296,170</u>
Gross Profit	137,053	131,679	1,473,058
Selling, General and Administrative Expenses (Notes 8, 11 and 12)	<u>110,476</u>	<u>109,924</u>	<u>1,187,414</u>
Operating Income	<u>26,576</u>	<u>21,755</u>	<u>285,644</u>
Non-operating Income (Expenses):			
Interest income	301	432	3,239
Interest expenses	(89)	(167)	(963)
Dividend income	1,068	1,255	11,486
Equity in earnings of affiliates	946	767	10,171
Rent income	337	350	3,622
Gain on sales of noncurrent assets	43	1,234	471
Gain on sales of investment securities	1,027	160	11,044
Gain on liquidation of subsidiaries and affiliates	157	67	1,694
Gain on dissolving pharmaceutical business joint venture	-	1,065	-
Gain on transfer of business	240	-	2,580
Loss on retirement of noncurrent assets	(829)	(985)	(8,912)
Loss on valuation of investment securities	-	(882)	-
Expenses for improving production systems	(487)	(485)	(5,244)
Other, net	12	27	134
Total non-operating income, net	<u>2,728</u>	<u>2,841</u>	<u>29,321</u>
Income before Income Taxes and Minority Interests	<u>29,304</u>	<u>24,596</u>	<u>314,965</u>
Income Taxes (Note 13):			
Income taxes – current	11,786	8,343	126,687
Income taxes – deferred	(798)	1,441	(8,582)
Total income taxes	<u>10,988</u>	<u>9,784</u>	<u>118,105</u>
Minority Interests in Income	<u>1,476</u>	<u>959</u>	<u>15,867</u>
Net Income	<u>¥ 16,839</u>	<u>¥ 13,852</u>	<u>\$ 180,994</u>

See notes to consolidated financial statements.

Nisshin Seifun Group Inc. and Consolidated Subsidiaries

Consolidated Statements of Changes in Net Assets

For the years ended March 31, 2010 and 2009

	Millions of yen									
	Shareholders' equity				Valuation and translation adjustments					
	Capital stock	Capital surplus	Retained earnings	Treasury stock	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustment	Subscription rights to shares	Minority interests	Total net assets
Balance at March 31, 2008	¥ 17,117	¥ 9,446	¥ 209,221	¥ (3,263)	¥ 26,115	¥ (250)	¥ 791	¥ 8	¥ 30,653	¥ 289,839
Effect of changes in accounting policies applied to foreign subsidiaries			(48)						(72)	(120)
Balance at the beginning of the year	17,117	9,446	209,172	(3,263)	26,115	(250)	791	8	30,581	289,719
Changes of items during the period:										
Dividends from surplus			(4,472)							(4,472)
Net income			13,852							13,852
Purchase of treasury stock				(153)						(153)
Disposal of treasury stock			(8)	238						230
Net changes of items other than shareholders' equity					(8,894)	294	(2,944)	29	(1,567)	(13,082)
Total changes of items during the period	-	-	9,371	85	(8,894)	294	(2,944)	29	(1,567)	(3,625)
Balance at March 31, 2009	17,117	9,446	218,543	(3,177)	17,220	43	(2,153)	38	29,014	286,094
Changes of items during the period:										
Dividends from surplus			(4,722)							(4,722)
Net income			16,839							16,839
Purchase of treasury stock				(106)						(106)
Disposal of treasury stock		2		97						99
Net changes of items other than shareholders' equity					3,082	61	459	44	1,374	5,022
Total changes of items during the period	-	2	12,117	(9)	3,082	61	459	44	1,374	17,132
Balance at March 31, 2010	¥ 17,117	¥ 9,448	¥ 230,661	¥ (3,187)	¥ 20,303	¥ 105	¥ (1,693)	¥ 83	¥ 30,388	¥ 303,226

Thousands of U.S. dollars (Note 3)

	Shareholders' equity				Valuation and translation adjustments					
	Capital stock	Capital surplus	Retained earnings	Treasury stock	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustment	Subscription rights to shares	Minority interests	Total net assets
Balance at March 31, 2009	\$ 183,984	\$ 101,531	\$ 2,348,925	\$ (34,157)	\$ 185,089	\$ 469	\$ (23,141)	\$ 412	\$ 311,846	\$ 3,074,957
Changes of items during the period:										
Dividends from surplus			(50,759)							(50,759)
Net income			180,994							180,994
Purchase of treasury stock				(1,148)						(1,148)
Disposal of treasury stock		25		1,047						1,072
Net changes of items other than shareholders' equity					33,132	660	4,944	480	14,770	53,986
Total changes of items during the period	-	25	130,235	(101)	33,132	660	4,944	480	14,770	184,146
Balance at March 31, 2010	<u>\$ 183,984</u>	<u>\$ 101,557</u>	<u>\$ 2,479,160</u>	<u>\$ (34,257)</u>	<u>\$ 218,221</u>	<u>\$ 1,129</u>	<u>\$ (18,197)</u>	<u>\$ 893</u>	<u>\$ 326,615</u>	<u>\$ 3,259,103</u>

See notes to consolidated financial statements.

Nisshin Seifun Group Inc. and Consolidated Subsidiaries

Consolidated Statements of Cash Flows

For the Years Ended March 31, 2010 and 2009

	Millions of yen		Thousands of U.S. dollars (Note 3)
	2010	2009	2010
Net Cash Provided by Operating Activities:			
Income before income taxes and minority interests	¥ 29,304	¥ 24,596	\$ 314,965
Depreciation and amortization	14,998	15,403	161,207
Increase in provision for retirement benefits	524	278	5,634
Increase in prepaid pension costs	(132)	(2,533)	(1,422)
Interest and dividend income	(1,369)	(1,688)	(14,724)
Interest expenses	89	167	963
Equity in earnings of affiliates	(946)	(767)	(10,171)
Gain on sales of short-term investment securities	(1,018)	(161)	(10,947)
Decrease (increase) in notes and accounts receivable – trade	828	(127)	8,907
Decrease (increase) in inventories	8,482	(6,480)	91,171
Decrease in notes and accounts payable – trade	(265)	(920)	(2,859)
Other	4,369	(1,334)	46,967
Subtotal	54,864	26,432	589,691
Interest and dividends income received	1,690	2,097	18,167
Interest expenses paid	(97)	(165)	(1,044)
Income taxes paid	(8,973)	(8,292)	(96,451)
Net cash provided by operating activities	47,484	20,072	510,363
Net Cash Used in Investing Activities:			
Payments into time deposits	(117,597)	(26,132)	(1,263,945)
Proceeds from withdrawal of time deposits	89,833	13,632	965,534
Purchase of short-term investment securities	(12,173)	(2,798)	(130,839)
Proceeds from sales of short-term investment securities	800	13,700	8,598
Purchase of property, plant and equipment and intangible assets	(13,936)	(13,313)	(149,793)
Proceeds from sales of property, plant and equipment and intangible assets	(246)	1,098	(2,653)
Purchase of investment securities	(827)	(284)	(8,897)
Proceeds from sales of investment securities	1,504	226	16,175
Proceeds from dissolving pharmaceutical business joint venture	-	3,511	-
Payments of long-term loans receivable	(2)	(4)	(31)
Collection of long-term loans receivable	8	19	91
Other	244	109	2,630
Net cash used in investing activities	(52,393)	(10,235)	(563,130)
Net Cash Used in Financing Activities:			
Decrease in short-term loans payable	(196)	(1,081)	(2,115)
Repayment of long-term loans payable	(1)	(501)	(15)
Proceeds from sales of treasury stock	99	230	1,072
Purchase of treasury stock	(106)	(153)	(1,148)
Cash dividends paid	(4,722)	(4,472)	(50,759)
Other	(756)	(696)	(8,135)
Net cash used in financing activities	(5,684)	(6,675)	(61,099)
Effect of Exchange Rate Change on Cash and Cash Equivalents			
	229	(1,738)	2,463
Net (Decrease) Increase in Cash and Cash Equivalents	(10,364)	1,422	(111,402)
Cash and Cash Equivalents at Beginning of Period	40,339	38,850	433,575

Increase in Cash and Cash Equivalents from Newly Consolidated Subsidiaries	-	66	-
Cash and Cash Equivalents at End of Period (Note 19)	<u>¥ 29,975</u>	<u>¥ 40,339</u>	<u>\$ 322,173</u>

See notes to consolidated financial statements.

Notes to Consolidated Financial Statements

Nisshin Seifun Group Inc. and Consolidated Subsidiaries

For the Years Ended March 31, 2010 and 2009

1. Summary of Significant Accounting Policies

(a) Basis of Presentation

Nisshin Seifun Group Inc. (the “Company”) and its domestic subsidiaries maintain their accounting records and prepare their financial statements in accordance with accounting principles generally accepted in Japan, and its overseas subsidiaries maintain their books of account in conformity with those of their respective countries of domicile. Effective April 1, 2008, the Company applied the new accounting standard “Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements” (Practical Issues Task Force, No. 18, issued by the Accounting Standards Board of Japan (ASBJ) on May 17, 2006). Under the new accounting standard, the accompanying consolidated financial statements for the years ended March 31, 2010 and 2009 have been prepared by using the accounts of overseas consolidated subsidiaries that were prepared in accordance with either International Financial Reporting Standards or generally accepted accounting principles in the United States as adjusted for certain items.

The accompanying consolidated financial statements of the Company and its consolidated subsidiaries are compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Act of Japan and are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to the application and disclosure requirements of International Financial Reporting Standards.

As permitted by the Financial Instruments and Exchange Act of Japan, amounts of less than one million yen have been omitted. Consequently, the totals shown in the accompanying consolidated financial statements (both in yen and U.S. dollars) do not necessarily agree with the sum of the individual amounts.

1. Summary on Significant Accounting Policies (continued)

(b) Principles of Consolidation and Accounting for Investment in Unconsolidated Subsidiaries and Affiliates

The accompanying consolidated financial statements include the accounts of the Company and its significant subsidiaries (together, the “Group”). As of March 31, 2010, the number of consolidated subsidiaries was 39 (40 in 2009).

In the elimination of investments in subsidiaries, the assets and liabilities of the subsidiaries, excluding the portion attributable to minority shareholders, are recorded based on the fair value at the time the Company acquired control of the respective subsidiaries. All significant intercompany accounts and transactions have been eliminated in consolidation.

Investments in subsidiaries and affiliates which are not consolidated and accounted for by the equity method are stated at cost as adjusted for equity in undistributed earnings and losses from the date of acquisition. As of March 31, 2010, the number of subsidiaries and affiliates accounted by the equity method was nine (nine in 2009).

Differences between the cost and the underlying net equity at fair value of investments in consolidated subsidiaries and in companies which are accounted for by the equity method have been amortized by the straight-line method for a period of five years. However, immaterial goodwill and negative goodwill are charged or credited to income in the year of acquisition.

(c) Translation of Foreign Currency Accounts

Current and non-current receivables and payables denominated in foreign currencies are translated at current rates of exchange prevailing at the balance sheet date and the resulting exchange gains or losses are recognized in earnings. Financial statements of overseas consolidated subsidiaries are translated into Japanese yen at the exchange rates in effect at the balance sheet date, with the exceptions that the components of net assets excluding minority interests are translated at their historical rates and that statement of income items are translated at the average rates of exchange in effect during the year.

Translation adjustments resulting from translation of foreign currency financial statements are presented as foreign currency translation adjustments and minority interests in the accompanying consolidated balance sheets.

(d) Cash Equivalents

Cash equivalents are short-term investments that are readily convertible into cash and that are exposed to insignificant risk of changes in value. Cash equivalents include short-term investment securities, time deposits and certificates of deposit, all of which mature or become due within three months of the date of acquisition.

Reconciliations between cash in the consolidated balance sheets and cash equivalents in the consolidated statements of cash flows are presented in Note 19.

1. Summary on Significant Accounting Policies (continued)

(e) Inventories

Inventories are stated at the lower of cost or market.

Flour and bran, cost is determined by the retail cost method; for other products, cost is principally determined by the periodic average method. For raw materials, cost is principally determined by the moving average method.

See Note 2 (c).

(f) Allowance for Doubtful Accounts

The Company and its domestic consolidated subsidiaries provide allowance for doubtful accounts principally at an amount computed based on the historical bad debt ratio during a certain reference period, plus an estimated uncollectible amount based on an analysis of certain individual accounts, including claims in bankruptcy.

Overseas consolidated subsidiaries provide allowance for doubtful accounts based on an estimate of uncollectible amounts for specific accounts.

(g) Depreciation and Amortization (excluding leased assets)

Property, plant and equipment are carried at cost less accumulated depreciation.

Depreciation of property, plant and equipment is computed by the declining-balance method for the Company and its domestic consolidated subsidiaries (excluding buildings acquired on or after April 1, 1998), and by the straight-line method for overseas consolidated subsidiaries over the estimated useful lives of the respective assets. Depreciation of buildings acquired on or after April 1, 1998 is computed by the straight-line method for the Company and its domestic consolidated subsidiaries.

Amortization of intangible assets is computed by the straight-line method. Software for internal use is carried at cost less accumulated amortization, which is calculated by the straight-line method over its estimated useful life (within five years).

(h) Leases

All finance lease transactions are capitalized to recognize leased assets and lease obligations in the balance sheet and depreciated by the straight-line method over the lease period, with no residual value.

Finance leases that are not deemed to transfer ownership of leased assets to the lessee which had been entered into on or before March 31, 2008 are accounted for in manner similar to operating lease transactions. See Note 2 (e).

1. Summary on Significant Accounting Policies (continued)

(i) Investment Securities

Securities other than those of subsidiaries and affiliates are classified into two categories: held-to-maturity or available-for-sale securities.

Held-to-maturity securities, which are expected to be held to maturity with the positive intent and ability to hold to maturity, are reported at amortized cost. Securities classified as available-for-sale securities with fair market value are reported at fair value with unrealized gains and losses, net of the applicable taxes, reported in a separate component of net assets.

Securities classified as available-for-sale securities without fair market value are stated at cost determined by the moving-average method. For other than temporary declines in fair value, investment securities are reduced to net realizable value by a charge to income.

(j) Provision for Retirement Benefits

Provision for employees' retirement benefits is provided based on the projected benefit obligation and the fair value of plan assets at the balance sheet date.

Prior service cost is amortized by the straight-line method over a period equal to the average remaining years of service of the participants of the plans.

Actuarial gain or loss is amortized primarily by the straight-line method over a period equal to the average remaining years of service of the participants of the plans from the year following the year in which the gain or loss is recognized. See Note 2 (a).

(k) Provision for Directors' Retirement Benefits

Nine (ten in 2009) of the Company's domestic consolidated subsidiaries provide an accrual for the necessary payments for directors' retirement benefits based on the projected benefits to be paid at the year end in accordance with internal policies.

(l) Income Taxes

The provision for income taxes is computed based on the pretax income included in the consolidated statement of income. The asset and liability method is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities.

Deferred income taxes are measured by applying currently enacted tax laws to the temporary differences.

(m) Distributions of Retained Earnings

Distributions of retained earnings are reflected in the accompanying consolidated financial statements for the following fiscal year upon shareholders' approval.

1. Summary on Significant Accounting Policies (continued)

(n) Derivatives

The Group uses forward exchange contracts and currency option contracts as a means of hedging exposure to risks arising from fluctuation in foreign currencies. Certain overseas consolidated subsidiaries use commodity futures on flour solely for the purpose of mitigating future risks arising from fluctuation in commodity prices. The Group does not enter into derivatives transactions for trading or speculative purposes.

Derivative financial instruments are classified and accounted for as follows: derivatives are carried at fair value with any changes in unrealized gains or losses charged or credited to income; however, for derivatives used for hedging purposes, if derivatives qualify for hedge accounting because of a high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions. However, if forward exchange contracts qualify for hedge accounting, the related hedged items such as foreign currency receivables and payables are translated at the corresponding contracted rates.

(o) Consumption Taxes

Transactions subject to consumption taxes are recorded at amounts exclusive of consumption taxes.

2. Changes in Accounting Policies

(a) Partial Amendments to Accounting Standard for Retirement Benefits

Effective the year ended March 31, 2010, the Company has applied the “Partial Amendments to Accounting Standard for Retirement Benefits (Part 3)” (ASBJ Statement No.19, issued on July 31, 2008).

There were no effects of this change on operating income and income before income taxes and minority interests for the year ended March 31, 2010. There were no effects of this change on segment information. There was no difference between the projected benefit obligation at March 31, 2010 calculated pursuant to the new accounting standard and that calculated under the previous method.

(b) Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements

Effective the year ended March 31, 2009, the Company applied “Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for the Consolidated Financial Statements” (ASBJ Practical Issues Task Force (PITF) No.18 issued by the ASBJ on May 17, 2006).

The effect of this application at the beginning of the year ended March 31, 2009 was to decrease noncurrent assets by ¥120 million, retained earnings by ¥48 million and minority interests by ¥72 million, respectively.

The effect on income and loss and segment information for the year ended March 31, 2009 was immaterial.

(c) Changes in Measurement of Inventories

Effective the year ended March 31, 2009, the Company and its subsidiaries adopted “Accounting Standard for Measurement of Inventories” (ASBJ Statement No.9 issued by the ASBJ on July 5, 2006).

The effect of the adoption was to decrease operating income and income before income taxes and minority interests by ¥191 million for the year ended March 31, 2009 from the corresponding amounts which would have been recorded under the previous method. The effect of the adoption on segment information is described in Note 22.

(d) Changes in Method of Accounting for Depreciation

Effective the year ended March 31, 2009, the Company and its domestic consolidated subsidiaries changed the useful lives of machinery from 7 to 16 years to 7 to 12 years based on the reassessment of the useful lives in light of the change in the Corporation Tax Law. The effect of this change was to decrease operating income and income before income taxes and minority interests by ¥1,122 million for the year ended March 31, 2009 from the corresponding amounts that would have been recorded under the previous method. The effect of this change on segment information is described in Note 22.

2. Changes in Accounting Policies (continued)

(e) Changes in Method of Accounting for Lease Transactions

Effective the year ended March 31, 2009, the Company applied “Accounting Standard for Lease Transactions” (Statement No.13) and “Guidance on Accounting Standard for Lease Transactions” (Guidance No. 16) issued by the ASBJ on March 30, 2007. Under the previous accounting standard, finance leases which do not transfer ownership of the leased assets to lessee were permitted to be accounted for as operating lease transactions. The new accounting standard requires that all finance lease transactions should be accounted for in a similar manner as sales transactions and treated as capital leases.

Finance leases which had been entered into on or before March 31, 2008 and have been accounted for as operating leases, continue to be accounted for as operating leases.

The effect of this change on income and loss and segment information was immaterial for the year ended March 31, 2009.

3. U.S. Dollar Amounts

The translation of yen amounts into U.S. dollar amounts is included solely for the convenience of readers outside Japan and has been made, as a matter of arithmetic computation only, at ¥93.04 = U.S.\$1.00, the approximate rate of exchange in effect on March 31, 2010.

The translation should not be construed as a representation that yen have been, could have been, or could in the future be, converted into U.S. dollars at the above or any other rate.

4. Inventories

Inventories at March 31, 2010 and 2009 comprised of the following:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Merchandise and finished goods	¥ 22,048	¥ 26,190	\$ 236,978
Raw materials and supplies	12,616	16,408	135,598
Work in process	2,778	3,223	29,859
Total	¥ 37,442	¥ 45,822	\$ 402,436

Revaluation loss on inventories of ¥264 million (\$2,844 thousand) and ¥326 million based on the lower of cost or market method was deducted from the carrying amounts of inventories at March 31, 2010 and 2009, respectively.

5. Property, Plant and Equipment

Accumulated depreciation of property, plant and equipment at March 31, 2010 and 2009 amounted to ¥217,246 million (\$2,334,975 thousand) and ¥207,060 million, respectively. Accumulated advanced depreciation of property, plant and equipment purchased using funds from a government subsidy amounted to ¥360 million (\$3,871 thousand) and ¥263 million at March 31, 2010 and 2009, respectively.

6. Short-Term and Long-Term Loans Payable

Short-term and long-term loans payable as of March 31, 2010 and 2009 consisted of the following:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Short-term loans payable with average interest rates of 0.9128% and 1.1729% at March 31, 2010 and 2009, respectively	¥ 2,760	¥ 2,854	\$ 29,665
Current portion of long-term loans payable with average interest rates of 5.2231% and 5.2060% at March 31, 2010 and 2009, respectively	104	88	1,128
Current portion of lease obligations	344	195	3,708
Total short-term loans payable	3,209	3,138	34,501
Long-term loans payable at March 31, 2010 and 2009 with average interest rates of 4.9301% and 4.9800%, respectively, less current portion, due from 2011 to 2036 and 2010 to 2036, respectively	271	336	2,918
Long-term lease obligations at March 31, 2010 and 2009, due from 2011 to 2018 and 2010 to 2015, respectively	1,057	724	11,368
Total long-term loans payable	1,329	1,060	14,286
Total	¥ 4,539	¥ 4,199	\$ 48,787

- * Average interest rates of loans payable represent the weighted-average rates for the outstanding balances at March 31, 2010 and 2009.
- * Disclosure of average interest rates of lease obligations has been omitted because the amounts of lease obligations recorded on consolidated balance sheets at March 31, 2010 and 2009 were calculated based on inclusive-of-interest method.

The annual maturities of long-term loans payable within 5 years of March 31, 2010, excluding the current portion, are summarized as follows:

Year ending March 31,	Millions of yen	Thousands of U.S. dollars
2012	¥ 110	\$ 1,184
2013	115	1,243
2014	4	44
2015	4	44

6. Short-Term and Long-Term Loans Payable (continued)

The annual maturities of long-term lease obligations within 5 years of March 31, 2010 excluding the current portion are summarized as follows:

Year ending March 31,	Millions of yen		Thousands of U.S. dollars	
	¥		\$	
2012	¥	346	\$	3,719
2013		345		3,715
2014		278		2,992
2015		65		703

The Group has entered into certain line-of-credit agreements with major financial institutions amounting to ¥17,830 million (\$191,638 thousand) and ¥17,830 million at March 31, 2010 and 2009, respectively.

There were no loans payable outstanding at March 31, 2010 and 2009 under these line-of-credit agreements.

Administrative expenses related to these line-of-credit agreements amounted to ¥15 million (\$170 thousand) and ¥17 million for the years ended March 31, 2010 and 2009.

The carrying amounts of assets pledged as collateral at March 31, 2010 and 2009 for short-term loans payable of ¥200 million (\$2,150 thousand) and ¥224 million, respectively, are summarized as follows:

	Millions of yen		Thousands of U.S. dollars	
	2010	2009	2010	
Buildings	¥ 1,293	¥ 1,288	\$ 13,903	
Machinery and equipment	602	648	6,470	
Land	92	92	993	
Other	-	24	-	
Total	¥ 1,987	¥ 2,054	\$ 21,367	

7. Provision for Employees' Retirement Benefits

The Company and domestic consolidated subsidiaries have funded defined benefit pension plans, such as tax-qualified pension plans and lump-sum retirement plans. The Company and certain domestic consolidated subsidiaries also have an employee pension trust.

Besides these retirement benefits, certain employees may be entitled to additional special retirement benefits based on the conditions under which termination occurs.

The allowance for employees' retirement benefits at March 31, 2010 and 2009 consisted of the following:

7. Provision for Employees' Retirement Benefits (continued)

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Projected benefit obligation	¥ (45,915)	¥ (46,923)	\$ (493,505)
Fair value of plan assets	37,803	35,171	406,313
Unrecognized actuarial loss	4,958	9,189	53,295
Unrecognized prior service cost	(1,932)	(2,131)	(20,775)
Less: Prepaid pension cost	4,027	3,894	43,283
Allowance for employees' retirement benefits	¥ (9,113)	¥ (8,587)	\$ (97,955)

* Certain subsidiaries apply the simplified method to calculate benefit obligations.

The components of retirement benefit costs for the years ended March 31, 2010 and 2009 are summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Service cost	¥ 1,999	¥ 1,816	\$ 21,491
Interest cost	1,060	1,093	11,402
Expected return on plan assets	(811)	(995)	(8,717)
Amortization of actuarial loss	813	522	8,746
Amortization of prior service cost	(198)	(198)	(2,131)
Net retirement benefit costs	¥ 2,864	¥ 2,239	\$ 30,792

* Retirement benefit costs incurred by consolidated subsidiaries that apply the simplified method are recorded as service cost.

The assumptions used in the above computations for the years ended March 31, 2010 and 2009 are set forth as follows:

		2010		2009
Discount rate	Principally	2.5%	Principally	2.5%
Expected rate of return on plan assets	Principally	2.5%	Principally	2.5%
Amortization period of actuarial difference	Principally	15 years	Principally	15 years
Amortization period of prior service cost		15 years		15 years

8. Stock Option Plans

Stock option expenses included in "Selling, General and Administrative Expenses" in the accompanying consolidated statement of income for the years ended March 31, 2010 and 2009 amounted to ¥47 million (\$508 thousand) and ¥29 million, respectively.

At March 31, 2010, the Company and consolidated subsidiaries had the following stock option plans:

8. Stock Option Plans (continued)

	2002 Plan	2003 Plan	2004 Plan	2005 Plan
Grantees	10 directors and 13 operating officers of the Company and 26 directors of consolidated subsidiaries	10 directors and 13 operating officers of the Company and 29 directors of consolidated subsidiaries	10 directors and 12 operating officers of the Company and 25 directors of consolidated subsidiaries	9 directors and 10 operating officers of the Company and 26 directors of consolidated subsidiaries
Type of stock	Common Stock	Common Stock	Common Stock	Common Stock
Number of shares granted	275,000 shares	290,400 shares	269,500 shares	258,500 shares
Grant date	July 23, 2002	July 23, 2003	July 26, 2004	August 17, 2005
Conditions for vesting	Not stated	Not stated	Not stated	Not stated
Service period	Not specified	Not specified	Not specified	Not specified
Exercisable period	July 16, 2004- July 15, 2009	July 16, 2005- July 15, 2010	July 17, 2006- July 16, 2011	July 21, 2007- July 20, 2012-
	2002 Plan	2003 Plan	2004 Plan	2005 Plan
Non-Vested (number of shares)				
Outstanding at beginning of the year	-	-	-	-
Granted during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Vested during the year	-	-	-	-
Outstanding at end of the year	-	-	-	-
Vested (number of shares)				
Outstanding at beginning of the year	2,200	27,500	90,200	182,600
Vested during the year	-	-	-	-
Exercised during the year	2,200	14,300	16,500	27,500
Forfeited during the year	-	-	-	11,000
Outstanding at end of the year	-	13,200	73,700	144,100
Exercise price (Yen)	¥805	¥811	¥999	¥1,085
Exercise price (U.S. dollars)	\$8.65	\$8.72	\$10.74	\$11.66
Weighted-average market price upon exercise (Yen)	¥1,150	¥1,187	¥1,163	¥1,158
Weighted-average market price upon exercise (U.S. dollars)	\$12.36	\$12.76	\$12.50	\$12.45
	2007 Plan	2008 Plan	2009 Plan	
Grantees	12 directors and 11 operating officers of the Company and 23 directors of consolidated subsidiaries	12 directors and 12 operating officers of the Company and 24 directors of consolidated subsidiaries	12 directors and 12 operating officers of the Company and 23 directors of consolidated subsidiaries	
Type of stock	Common Stock	Common stock	Common stock	
Number of shares granted	250,000 shares	266,000 shares	256,000 shares	
Grant date	August 13, 2007	August 19, 2008	August 18, 2009	
Conditions for vesting	Not stated	Not stated	Not stated	
Service period	Not specified	Not specified	Not specified	
Exercisable period	July 27, 2009- July 26, 2014	August 20, 2010- July 30, 2015	August 19, 2011- August 1, 2016	

8. Stock Option Plans (continued)

	2007 Plan	2008 Plan	2009 Plan
Non-Vested (number of shares)			
Outstanding at beginning of the year	250,000	266,000	-
Granted during the year	-	-	256,000
Forfeited during the year	-	-	-
Vested during the year	250,000	-	-
Outstanding at end of the year	-	266,000	256,000
Vested (number of shares)			
Outstanding at beginning of the year	-	-	-
Granted during the year	250,000	-	-
Exercised during the year	25,000	-	-
Forfeited during the year	-	-	-
Outstanding at end of the year	225,000	-	-
Exercise price (Yen)	¥1,197	¥1,397	¥1,131
Exercise price (U.S. dollars)	\$12.87	\$15.02	\$12.16
Weighted-average market price upon exercise (Yen)	¥1,204	-	-
Weighted-average market price upon exercise (U.S. dollars)	\$12.94	-	-
Fair value as of grant date (Yen)	¥102	¥201	¥232
Fair value as of grant date (U.S. dollars)	\$1.10	\$2.16	\$2.49

The fair value of options granted as of the grant date was estimated using the Black-Scholes option-pricing model based on the following assumptions:

	2009 Plan
Expected volatility *1 (%).....	28.4
Expected remaining period *2 (years).....	4.5
Expected dividends per share *3 (yen).....	¥18
Expected dividends per share *3 (U.S. dollars).....	\$0.19
Risk free interest rate *4 (%).....	0.60

*1 Expected volatility is estimated based on the actual stock price in the period from February 2005 to August 2009.

*2 As it is difficult to estimate the expected remaining period in a reasonable manner, it is determined to be the period from the grant date to the mid-point of the exercisable period.

*3 Expected dividends per share refer to the annual amount for the year ended March 31, 2009.

*4 Risk free interest rate represents the interest rate of government bonds whose remaining period corresponds to the expected remaining period of the above stock options.

Because it is difficult to estimate the forfeited number of stock options for future periods, estimation of the vested numbers is based on actual forfeitures in prior periods.

8. Stock Option Plans (continued)

At March 31, 2009, the Company and consolidated subsidiaries had the following stock option plans:

	2002 Plan	2003 Plan	2004 Plan	2005 Plan
Grantees	10 directors and 13 operating officers of the Company and 26 directors of consolidated subsidiaries	10 directors and 13 operating officers of the Company and 29 directors of consolidated subsidiaries	10 directors and 12 operating officers of the Company and 25 directors of consolidated subsidiaries	9 directors and 10 operating officers of the Company and 26 directors of consolidated subsidiaries
Type of stock	Common Stock	Common Stock	Common Stock	Common Stock
Number of shares granted	275,000 shares	290,400 shares	269,500 shares	258,500 shares
Grant date	July 23, 2002	July 23, 2003	July 26, 2004	August 17, 2005
Conditions for vesting	Not stated	Not stated	Not stated	Not stated
Service period	Not specified	Not specified	Not specified	Not specified
Exercisable period	July 16, 2004- July 15, 2009	July 16, 2005- July 15, 2010	July 17, 2006- July 16, 2011	July 21, 2007- July 20, 2012-
	2002 Plan	2003 Plan	2004 Plan	2005 Plan
Non-Vested (number of shares)				
Outstanding at beginning of the year	-	-	-	-
Granted during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Vested during the year	-	-	-	-
Outstanding at end of the year	-	-	-	-
Vested (number of shares)				
Outstanding at beginning of the year	16,500	56,100	177,100	247,500
Vested during the year	-	-	-	-
Exercised during the year	14,300	28,600	86,900	64,900
Forfeited during the year	-	-	-	-
Outstanding at end of the year	2,200	27,500	90,200	182,600
Exercise price (Yen)	¥805	¥811	¥999	¥1,085
Weighted-average market price upon exercise (Yen)	¥1,258	¥1,330	¥1,410	¥1,339
	2007 Plan	2008 Plan		
Grantees	12 directors and 11 operating officers of the Company and 23 directors of consolidated subsidiaries	12 directors and 12 operating officers of the Company and 24 directors of consolidated subsidiaries		
Type of stock	Common Stock	Common stock		
Number of shares granted	250,000	266,000		
Grant date	August 13, 2007	August 19, 2008		
Conditions for vesting	Not stated	Not stated		
Service period	Not specified	Not specified		
Exercisable period	July 27, 2009- July 26, 2014	August 20, 2010- July 30, 2015		

8. Stock Option Plans (continued)

	2007 Plan	2008 Plan
Non-Vested (number of shares)		
Outstanding at beginning of the year	250,000	-
Granted during the year	-	266,000
Forfeited during the year	-	-
Vested during the year	-	-
Outstanding at end of the year	250,000	266,000
Vested (number of shares)		
Outstanding at beginning of the year	-	-
Granted during the year	-	-
Exercised during the year	-	-
Forfeited during the year	-	-
Outstanding at end of the year	-	-
Exercise price (Yen)	¥1,197	¥1,397
Fair value as of grant date (Yen)	¥102	¥201

The fair value of options granted as of the grant date was estimated using the Black-Scholes option-pricing model based on the following assumptions:

	2008 Plan
Expected volatility *1 (%).....	18.8
Expected remaining period *2 (years).....	4.5
Expected dividends per share *3 (yen).....	¥18
Expected dividends per share *3 (U.S. dollars).....	\$0.18
Risk free interest rate *4 (%).....	0.99

*1 Expected volatility is estimated based on the actual stock price in the period from February 2004 to August 2008.

*2 As it is difficult to estimate the expected remaining period in a reasonable manner, it is determined to be the period from the grant date to the mid-point of the exercisable period.

*3 Expected dividends per share refer to the annual amount for the year ended March 31, 2008.

*4 Risk free interest rate represents the interest rate of government bonds whose remaining period corresponds to the expected remaining period of the above stock options.

Because it is difficult to estimate the forfeited number of stock options for future periods, estimation of the vested numbers is based on actual forfeitures in prior periods.

9. Shareholders' Equity

The Companies Act of Japan (the "Act") provides that an amount equal to 10% of the amount to be disbursed as distributions of capital surplus (other than the capital reserve) and retained earnings (other than the legal reserve) be transferred to the capital reserve and the legal reserve, respectively, until the sum of the capital reserve and the legal reserve equals 25% of the capital stock account. Such distributions can be made at any time by resolution of the shareholders, or by the Board of Directors if certain conditions are met.

10. Supplemental Information for Consolidated Statements of Changes in Net Assets

(a) Type and number of outstanding shares

Types of Shares	Thousands of shares			
	Year ended March 31, 2010			
	Balance at Beginning of Year	Increase in Shares during the Year	Decrease in Shares during the Year	Balance at Year End
Issued stock:				
Common stock	251,535	-	-	251,535
Treasury stock:				
Common stock	3,063	88	92	3,059

- Treasury stock increased due to a repurchase of odd-lot shares of less than one unit (88 thousand shares).
- Treasury stock decreased due to (a) a disposal of odd-lot shares of less than one unit (6 thousand shares) and (b) exercise of stock options (85 thousand shares).

Types of shares	Thousands of shares			
	Year ended March 31, 2009			
	Balance at Beginning of Year	Increase in Shares during the Year	Decrease in Shares during the Year	Balance at Year End
Issued stock:				
Common stock	251,535	-	-	251,535
Treasury stock:				
Common stock	3,170	120	227	3,063

- Treasury stock increased due to a repurchase of odd-lot shares of less than one unit (120 thousand shares).
- Treasury stock decreased due to (a) a disposal of odd-lot shares of less than one unit (32 thousand shares) and (b) exercise of stock options (194 thousand shares).

(b) Subscription rights to shares

Category	Details of Options	Balance at March 31, 2010	
		Millions of yen	Thousands of U.S. dollars
		Supplying company	Subscription rights to shares as stock options
(Parent Company)	Total	¥ 83	\$ 893

Category	Details of Options	Balance at March 31, 2009	
		Millions of yen	Thousands of U.S. dollars
		Supplying company	Subscription rights to shares as stock options
(Parent Company)	Total	¥ 38	\$ 38

(c) Dividends

(1) Dividends paid to shareholders

Date of Approval	Resolution Approved by	Type of Shares	Year ended March 31, 2010				Cut-off Date	Effective Date
			Amount		Amount per Share			
			(Millions of yen)	(Thousands of U.S. dollars)	(Yen)	(U.S. dollars)		
June 25, 2009	Annual general meeting of shareholders	Common stock	¥ 2,236	\$ 24,042	¥ 9	\$ 0.10	March 31, 2009	June 26, 2009
October 30, 2009	Board of directors	Common stock	¥ 2,485	\$ 26,717	¥ 10	\$ 0.11	September 30, 2009	December 4, 2009

(c) Dividends (continued)

(1) Dividends paid to shareholders (continued)

Year ended March 31, 2009						
Date of Approval	Resolution Approved by	Type of Shares	Amount	Amount per Share	Cut-off Date	Effective Date
			(Millions of yen)	(Yen)		
June 26, 2008	Annual general meeting of shareholders	Common stock	¥ 2,235	¥ 9	March 31, 2008	June 27, 2008
October 30, 2008	Board of directors	Common stock	¥ 2,236	¥ 9	September 30, 2008	December 5, 2008

(2) Dividends with a cut-off date during the fiscal year but an effective date subsequent to the fiscal year

Year ended March 31, 2010									
Date of Approval	Resolution Approved by	Type of Shares	Source of Dividends	Amount		Amount per Share		Cut-off Date	Effective Date
				(Millions of yen)	(Thousands of U.S. dollars)	(Yen)	(U.S. dollars)		
June 25, 2010	Annual general meeting of shareholders	Common stock	Retained earnings	¥ 2,982	\$ 32,056	¥ 12	\$ 0.13	March 31, 2010	June 28, 2010

Year ended March 31, 2009							
Date of Approval	Resolution Approved by	Type of Shares	Source of Dividends	Amount	Amount per Share	Cut-off Date	Effective Date
				(Millions of yen)	(Yen)		
June 25, 2009	Annual general meeting of shareholders	Common stock	Retained earnings	¥ 2,236	¥ 9	March 31, 2009	June 26, 2009

11. Selling, General and Administrative Expenses

Selling, general and administrative expenses for the years ended March 31, 2010 and 2009 are summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Freight	¥ 25,108	¥ 25,417	\$ 269,864
Sales promotion and sales incentives	32,408	31,828	348,329
Employees' salaries	12,575	12,509	135,158
Employees' bonuses and benefits	9,102	8,856	97,829
Retirement benefits	1,812	1,314	19,485
Other	29,470	29,997	316,749
Total	¥ 110,476	¥ 109,924	\$ 1,187,414

12. Research and Development Expenses

Research and development expenses included in selling, general and administrative expenses and manufacturing costs were ¥5,812 million (\$62,472 thousand) and ¥5,448 million for the years ended March 31, 2010 and 2009, respectively.

13. Income Taxes

Income taxes applicable to the Group consist of corporate tax, inhabitants' taxes and enterprise taxes which, in the aggregate, resulted in a statutory tax rate of approximately 40.6% for the years ended March 31, 2010 and 2009.

The tax effects of significant temporary differences which resulted in deferred tax assets and liabilities as of March 31, 2010 and 2009 are summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Deferred tax assets:			
Provision for employees' retirement benefits	¥ 4,610	¥ 4,420	\$ 49,552
Provision for bonuses	1,812	1,732	19,476
Investment securities	617	673	6,640
Accrued sales incentives	958	848	10,307
Unrealized gain on noncurrent assets	1,041	979	11,194
Inventories	641	646	6,890
Depreciation and amortization	581	689	6,253
Provision for repairs	609	606	6,551
Accrued business office taxes	644	419	6,931
Unrealized gain on inventories	299	298	3,221
Other	1,986	2,381	21,348
Gross deferred tax assets	13,803	13,695	148,363
Valuation allowance	(1,395)	(1,935)	(14,999)
Amount offset by deferred tax liabilities	(4,089)	(4,174)	(43,954)
Deferred tax assets, net	¥ 8,318	¥ 7,586	\$ 89,411

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Deferred tax liabilities:			
Unrealized gain on available-for-sale securities	¥ (14,021)	¥ (11,905)	\$ (150,707)
Reserve for advanced depreciation of noncurrent assets	(2,353)	(2,423)	(25,299)
Other	(371)	(391)	(3,988)
Gross deferred tax liabilities	(16,746)	(14,721)	(179,994)
Amount offset by deferred tax assets	4,089	4,174	43,954
Deferred tax liabilities, net	¥ (12,657)	¥ (10,546)	\$ (136,040)

13. Income Taxes (continued)

Disclosure of the reconciliation between the statutory and effective tax rates for the year ended March 31, 2010 is as follows:

	Year ended March 31
	2010
Statutory tax rate	40.6%
Non-taxable dividend income	(1.0)
Non-deductible expenses	1.9
Tax credits	(0.9)
Valuation allowance	(1.8)
Equity in earnings of affiliates	(1.3)
Other	0.0
Effective tax rate	37.5%

Disclosure of the reconciliation for the year ended March 31, 2009 has been omitted as the difference was immaterial.

14. Leases

The Group primarily leases information system equipment and software.

The following *pro forma* amounts represent the acquisition cost, accumulated depreciation and net book value of the leased assets at March 31, 2010 and 2009, which would have been reflected in the accompanying consolidated balance sheets if finance lease accounting had been applied to the finance leases which had been entered into on or before March 31, 2008 currently accounted for as operating leases:

	2010					
	Millions of yen			Thousands of U.S. dollars		
	Acquisition Cost	Accumulated Depreciation	Net Book Value	Acquisition Cost	Accumulated Depreciation	Net Book Value
Machinery, equipment and vehicles	¥ 2,162	¥ 1,397	¥ 764	\$ 23,239	\$ 15,021	\$ 8,218
Other	1,636	1,161	474	17,584	12,487	5,097
Total	¥ 3,798	¥ 2,559	¥ 1,238	\$ 40,823	\$ 27,508	\$ 13,315

	2009		
	Millions of yen		
	Acquisition Cost	Accumulated Depreciation	Net Book Value
Machinery, equipment and vehicles	¥ 2,605	¥ 1,514	¥ 1,090
Other	2,090	1,265	824
Total	¥ 4,695	¥ 2,779	¥ 1,915

The future minimum lease commitments under finance leases subsequent to March 31, 2010 are summarized as follows:

	Millions of yen	Thousands of U.S. dollars
Due within one year	¥ 513	\$ 5,524
Due after one year	724	7,791
Total	¥ 1,238	\$ 13,315

14. Leases (continued)

Lease payments relating to finance leases accounted for as operating leases in the accompanying consolidated financial statements amounted to ¥614 million (\$6,605 thousand) and ¥744 million for the years ended March 31, 2010 and 2009, respectively. These lease payments were equal to the depreciation of the leased assets computed by the straight-line method over the respective lease terms with a zero residual value.

The future minimum lease commitments under noncancellable operating leases subsequent to March 31, 2010 are summarized as follows:

(As Lessee)

	Millions of yen	Thousands of U.S. dollars
Due within one year	¥ 35	\$ 379
Due after one year	42	455
Total	<u>¥ 77</u>	<u>\$ 834</u>

(As Lessor)

	Millions of yen	Thousands of U.S. dollars
Due within one year	¥ 105	\$ 1,137
Due after one year	673	7,235
Total	<u>¥ 778</u>	<u>\$ 8,372</u>

15. Contingent Liabilities

At March 31, 2010 and 2009, the Company was contingently liable as a guarantor of loan obligations to financial institutions for one affiliated company and others as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Employee housing loans receivable	¥ 178	¥ 211	\$ 1,915
Hanshin Silo Co., Ltd. (affiliated company)	605	690	6,513
Nihon-Bio Co., Ltd. (client-related)	206	248	2,219
	<u>¥ 990</u>	<u>¥ 1,150</u>	<u>\$ 10,647</u>

16. Per Share Data

	2010	2009	2010
Net income per share:			
Basic	¥ 67.77	¥ 55.75	\$ 0.73
Diluted	67.76	55.74	0.73
Net assets per share	¥ 1,097.72	¥ 1,034.49	\$ 11.79

Basic net income per share is computed by dividing net income available for distribution to common shareholders by the weighted-average number of shares of common stock outstanding for the year, retroactively adjusted for stock splits.

16. Per Share Data (continued)

With respect to the computation of diluted net income per share, both net income and the weighted-average number of shares of common stock outstanding are adjusted assuming the exercise of rights relevant to potentially issuable shares.

Net assets per share are computed by dividing the net assets excluding subscription rights to shares and minority interests by the number of shares of common stock outstanding at the year end.

The bases for calculating basic and diluted net income per share are as follows:

	2010	2009
Net income available for distribution to common shareholders	¥ 16,839 million (\$180,994 thousand)	¥ 13,852 million
Weighted average number of shares for basic net income	248,489,043 shares	248,453,788 shares
Increase in shares of common stock		
Exercise of warrants	38,388 shares	50,621 shares
Number of shares for diluted net income	248,527,431 shares	248,504,409 shares
Summary of potentially issuable shares that do not have a dilutive effect on net income per share	88 and 178 subscription rights to shares approved by the annual general meeting of shareholders at June 26, 2008 89 and 161 subscription rights to shares approved by the annual general meeting of shareholders at June 27, 2007 28 subscription rights to shares approved by the annual general meeting of shareholders at June 28, 2005	88 and 178 subscription rights to shares approved by the annual general meeting of shareholders at June 26, 2008 89 and 161 subscription rights to shares approved by the annual general meeting of shareholders at June 27, 2007

The bases for calculating net assets per share are as follows:

	2010	2009	2010
Total net assets	¥ 303,226 million	¥ 286,094 million	\$ 3,259,103 thousand
Amounts deducted from total net assets			
Subscription rights to shares	83 million	38 million	893 thousand
Minority interests	30,388 million	29,014 million	326,615 thousand
Net assets attributable to shares of common stock	272,755 million	257,041 million	2,931,595 thousand
Number of shares of common stock used in the calculation of net assets per share	248 475 622 shares	248,472,362 shares	

17. Financial Instruments

The Group has applied “Accounting Standard for Financial Instruments” (ASBJ Statement No.10, issued on March 10, 2008) and “Guidance on Disclosures about Fair Value of Financial Instruments” (ASBJ Guidance No.19, issued on March 10, 2008) effective the year ended March 31, 2010.

(a) Overview

(1) Investment policy of financial instruments

The Group mainly operates funds for future strategic investments and manages temporary surpluses by secured time deposits and short-term investment securities. The Group does not operate these funds for trading or speculative purposes. The Group obtains financing through bank borrowings for short-term financial requirements and bank loans, bond issuance and capital increases for long-term financial requirements, considering market conditions and other factors. Investment securities principally consist of equity securities of companies in which a business relationship has been established or capital alliances.

Derivative transactions are only utilized to hedge the following risks, and it is a policy not to enter into derivative transactions for trading or speculative purposes.

(2) Types of financial instruments and related risk and risk management

Cash and deposits are mainly time deposits and short-term investment securities are mainly debt securities. These are exposed to credit risk and market fluctuation risk. The Group minimizes and diversifies these risks according to internal rules that state certain specified limits.

Notes and accounts receivable - trade are exposed to credit risk. Each company in the Group follows internal rules and monitors credit conditions of customers periodically and manages the due date and balance per each customer.

Short-term investment securities and investment securities are mainly equity securities of companies in which a business relationship has been established or capital alliances and exposed to market fluctuation risk. The Group reviews fair values of these securities periodically.

Notes and accounts payable - trade are exposed to liquidity risk, however, most of them are due within one year and the Group manages the risk by preparing cash management plans.

(3) Supplemental information on fair value of financial instruments

As well as the values based on market prices, fair values of financial instruments include values, which are reasonably calculated in case market prices do not exist. As the calculation of those values adopts certain assumptions, those values may vary in case different assumptions are applied. Also, for the contract amount and others regarding derivative transactions described in Note 20, the contract amount itself does not indicate market risk related to derivative transactions.

(b) Fair value of financial instruments

Carrying value on the consolidated balance sheet as of March 31, 2010, fair value and differences are as follows. The financial instruments whose fair value is extremely difficult to determine are not included below.

17. Financial Instruments (continued)

	Millions of yen		
	2010		
	Carrying Value	Fair Value	Difference
Cash and deposits	¥ 69,871	¥ 69,871	¥ -
Notes and accounts receivable - trade	56,480	56,480	-
Short-term investment securities and investment securities:			
Held-to-maturity securities	1,500	1,500	-
Available-for-sale securities	70,807	70,807	-
Total assets	¥ 198,659	¥ 198,659	¥ -
Notes and accounts payable - trade	22,274	22,274	-
Total liabilities	¥ 22,274	¥ 22,274	¥ -
Derivative transactions: (*)			
Hedge accounting applied	(19)	(19)	-
Hedge accounting not applied	132	132	-
Total derivative transactions	¥ 113	¥ 113	¥ -
	Thousands of U.S. dollars		
	2010		
	Carrying Value	Fair Value	Difference
Cash and deposits	\$ 750,988	\$ 750,988	\$ -
Notes and accounts receivable - trade	607,051	607,051	-
Short-term investment securities and investment securities:			
Held-to-maturity securities	16,122	16,122	-
Available-for-sale securities	761,041	761,041	-
Total assets	\$ 2,135,202	\$ 2,135,202	\$ -
Notes and accounts payable - trade	239,403	239,403	-
Total liabilities	\$ 239,403	\$ 239,403	\$ -
Derivative transactions: (*)			
Hedge accounting applied	(205)	(205)	-
Hedge accounting not applied	1,422	1,422	-
Total derivative transactions	\$ 1,217	\$ 1,217	\$ -

(*) Net assets and liabilities arising from derivative transactions are presented on a net basis with liabilities shown in parenthesis.

Note 1: Valuation method for financial instruments and information of investment securities are as follows:

Assets:

Cash and deposits and Notes and accounts receivable - trade

The carrying value is deemed as the fair value since these are scheduled to be settled in a short period of time.

Short-term investment securities and investment securities

Fair value of stocks is based on the price on stock exchanges and that of bonds is based on the price on bond markets or the price provided by the counterparty financial institutions.

17. Financial Instruments (continued)

Liabilities:

Notes and accounts payable – trade

The carrying value is deemed as the fair value since these are scheduled to be settled in a short period of time.

Derivative transactions:

Please refer to Note 20.

Note 2: Unlisted equity securities of ¥19,074 million (\$205,010 thousand) whose fair values are extremely difficult to determine as of March 31, 2010 are not included in the above tables.

(c) The redemption schedule for financial instruments and securities with maturities as of March 31, 2010 is as follows:

	Millions of yen	Thousands of U.S. dollars
	2010	
	Due in One Year or Less	Due in One Year or Less
Cash and deposits	¥ 69,871	\$ 750,988
Notes and accounts receivable - trade	56,480	607,051
Short-term investment securities and investment securities:		
Held-to-maturity securities	1,500	16,122
Available-for-sale securities	20,089	215,923
Total	¥ 147,941	\$ 1,590,085

18. Investment Securities

Investments in unconsolidated subsidiaries and affiliates included in “Investment securities” as of March 31, 2010 and 2009 amounted to ¥16,382 million (\$176,084 thousand) and ¥15,898 million, respectively.

Securities other than those of subsidiaries and affiliates classified as held-to-maturity securities at March 31, 2010 and 2009 are summarized as follows:

(a) Information regarding held-to-maturity securities with fair market value

	2010					
	Millions of yen			Thousands of U.S. dollars		
	Carrying Value	Market Value	Unrealized Gains (Losses)	Carrying Value	Market Value	Unrealized Gains (Losses)
Securities whose market value exceeds their carrying value:						
Government and municipal bonds	¥ -	¥ -	¥ -	\$ -	\$ -	\$ -
Corporate bonds	-	-	-	-	-	-
Other	-	-	-	-	-	-
Subtotal	-	-	-	-	-	-
Securities whose carrying value exceeds their market value:						
Government and municipal bonds	-	-	-	-	-	-
Corporate bonds	-	-	-	-	-	-
Other	1,500	1,500	-	16,122	16,122	-
Subtotal	1,500	1,500	-	16,122	16,122	-
Total	¥ 1,500	¥ 1,500	¥ -	\$ 16,122	\$ 16,122	\$ -

	2009		
	Millions of yen		
	Carrying Value	Market Value	Unrealized Gains (Losses)
Securities whose market value exceeds their carrying value:			
Government and municipal bonds	¥ -	¥ -	¥ -
Corporate bonds	-	-	-
Other	-	-	-
Subtotal	-	-	-
Securities whose carrying value exceeds their market value:			
Government and municipal bonds	1,499	1,499	(0)
Corporate bonds	-	-	-
Other	-	-	-
Subtotal	1,499	1,499	(0)
Total	¥ 1,499	¥ 1,499	¥ (0)

18. Investment Securities (continued)

(b) Information regarding available-for-sale securities with fair market value

	2010					
	Millions of yen			Thousands of U.S. dollars		
	Carrying Value	Acquisition Cost	Unrealized Gains (Losses)	Carrying Value	Acquisition Cost	Unrealized Gains (Losses)
Securities whose carrying value exceeds their acquisition cost:						
Equity securities	¥ 46,302	¥ 10,502	¥ 35,799	\$ 497,659	\$ 112,886	\$ 384,773
Bonds:						
Government and municipal bonds	502	502	0	5,403	5,402	1
Corporate bonds	1,921	1,921	0	20,652	20,651	1
Other	-	-	-	-	-	-
Other	-	-	-	-	-	-
Subtotal	48,726	12,926	35,799	523,713	138,939	384,774
Securities whose acquisition cost exceeds their carrying value:						
Equity securities	4,356	5,600	(1,243)	46,828	60,196	(13,368)
Bonds:						
Government and municipal bonds	11,182	11,184	(1)	120,195	120,207	(11)
Corporate bonds	3,541	3,542	(1)	38,060	38,080	(20)
Other	-	-	-	-	-	-
Other	3,000	3,000	-	32,244	32,244	-
Subtotal	22,080	23,327	(1,246)	237,328	250,727	(13,399)
Total	¥ 70,807	¥ 36,254	¥ 34,552	\$ 761,041	\$ 389,666	\$ 371,375
	2009					
	Millions of yen					
	Carrying Value	Acquisition Cost	Unrealized Gains (Losses)			
Securities whose carrying value exceeds their acquisition cost:						
Equity securities	¥ 39,133	¥ 7,810	¥ 31,323			
Bonds:						
Government and municipal bonds	-	-	-			
Corporate bonds	800	799	0			
Other	-	-	-			
Other	-	-	-			
Subtotal	39,933	8,610	31,323			
Securities whose acquisition cost exceeds their carrying value:						
Equity securities	6,646	8,669	(2,023)			
Bonds:						
Government and municipal bonds	-	-	-			
Corporate bonds	-	-	-			
Other	-	-	-			
Other	-	-	-			
Subtotal	6,646	8,669	(2,023)			
Total	¥ 46,579	¥ 17,279	¥ 29,299			

18. Investment Securities (continued)

(c) Sale of securities classified as available-for-sale securities

Information regarding the sale of securities classified as available-for-sale securities for the years ended March 31, 2010 and 2009 is summarized as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Proceeds from sales	¥ 1,505	¥ 226	\$ 16,176
Aggregate gains on sales	1,028	161	11,058
Aggregate losses on sales	9	-	105

(d) Available-for-sale securities without fair market value

	Carrying amount
	Millions of yen
	2009
Held-to-maturity securities:	
Certificates of deposits	¥ 500
Available-for-sale securities:	
Certificates of deposits	6,000
Unlisted stock	4,578
Total	¥ 11,078

Information on securities with no available fair market value and the redemption schedule of held-to-maturity securities as of March 31, 2010 are described in Note 17.

19. Cash and Cash Equivalents

Cash and deposits on the accompanying consolidated balance sheets and cash and cash equivalents on the accompanying consolidated statements of cash flows are reconciled as of March 31, 2010 and 2009 as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Cash and deposits	¥ 69,871	¥ 51,967	\$ 750,988
Short-term investment securities	21,648	8,799	232,676
Total	91,520	60,767	983,664
Time deposits with maturities of more than three months	(47,395)	(19,627)	(509,414)
Short-term investment securities with maturities of more than three months	(14,149)	(800)	(152,078)
Cash and cash equivalents	¥ 29,975	¥ 40,339	\$ 322,173

20. Derivatives

The Group uses forward exchange contracts and currency option contracts and certain overseas consolidated subsidiaries use commodity futures on flour as derivative financial instruments solely for the purpose of mitigating future risks arising from fluctuation in foreign currency exchange rates and commodity prices. The Group does not enter into derivatives transactions for trading or speculative purposes. Forward exchange contracts, currency option contracts and commodity futures are subject to the risk arising from foreign exchange rate changes and commodity price changes. Because the counterparties to such transactions are limited to major financial institutions, the Group does not anticipate any losses arising from credit risk. The derivatives transactions are executed by the finance and accounting departments based on the instructions of operating divisions exposed to foreign exchange risks in accordance with established internal policies and within certain specified limits, thereby allowing for the diversification of the risks.

Internal policies also restrict currency option trading to the purchase of call options. At certain consolidated subsidiaries, the derivatives transactions are executed by the finance departments in accordance with the instructions of relevant departments. The Company's finance and accounting departments report information on derivatives transactions to the managers, directors or executive officers on a monthly basis. The Group enters into derivative transactions only with creditworthy financial institutions to mitigate the credit risk and the Group anticipates no material credit risk.

Derivative transactions for which hedge accounting is not applied at March 31, 2010 are as follows:

	2010							
	Millions of yen				Thousands of U.S. dollars			
	Contract Amount and Others	Due after One Year	Fair Value	Unrealized Gain (Loss)	Contract Amount and Others	Due after One Year	Fair Value	Unrealized Gain (Loss)
Foreign currency option:								
Buy:								
Canadian dollars	¥ 612	¥ -	¥ (8)	¥ (8)	\$ 6,582	\$ -	\$ (87)	\$ (87)
Forward exchange contracts:								
Sell:								
U.S. dollars	¥ 169	¥ -	¥ (5)	¥ (5)	\$ 1,826	\$ -	\$ (56)	\$ (56)
Buy:								
U.S. dollars	194	-	(0)	(0)	2,089	-	(4)	(4)
Euro	54	-	(2)	(2)	586	-	(24)	(24)
Japanese yen	18	-	(0)	(0)	194	-	(9)	(9)
Total	¥ 1,049	¥ -	¥ (16)	¥ (16)	\$ 11,278	\$ -	\$ (180)	\$ (180)
Commodity futures:								
Sell:								
Flour	¥ 57	¥ -	¥ 5	¥ 5	\$ 623	\$ -	\$ 55	\$ 55
Buy:								
Flour	83	-	(7)	(7)	897	-	(80)	(80)
	¥ 141	¥ -	¥ (2)	¥ (2)	\$ 1,520	\$ -	\$ (25)	\$ (25)

* Fair value of derivative transactions is stated based on the quoted market price and the price presented by the counterparty financial institutions.

20. Derivatives (continued)

Derivative transactions for which hedge accounting is applied at March 31, 2010 are as follows:

		2010					
		Millions of yen			Thousands of U.S. dollars		
Hedged Item		Contract Amount and Others	Due after One Year	Fair Value	Contract Amount and Others	Due after One Year	Fair Value
Benchmark method							
Forward exchange contracts:							
Buy:							
U.S. dollars	Accounts	¥ 2,079	¥ -	¥ 76	\$ 22,349	\$ -	\$ 825
Thai baht	payables	918	-	72	9,876	-	781
Euro		890	-	(28)	9,572	-	(310)
Canadian dollars		34	-	3	372	-	33
Currency options:							
Purchase call:							
U.S. dollars		¥ 7	¥ -	¥ 8	\$ 84	\$ -	\$ 92
Allocation method							
Forward exchange contracts:							
Buy:							
U.S. dollars	Accounts	¥ 112	¥ -	¥ -	\$ 1,208	\$ -	\$ -
Euro	payables	258	-	-	2,776	-	-
		<u>¥ 4,301</u>	<u>¥ -</u>	<u>¥ 132</u>	<u>\$ 46,236</u>	<u>\$ -</u>	<u>\$ 1,422</u>

The estimated fair value of the open derivative positions at March 31, 2009 is summarized as follows:

		2009		
		Millions of yen		
		Contract Amount	Fair Value	Unrealized Gain (Loss)
Foreign currency option:				
Buy:				
Canadian dollars		¥ 507	¥ 510	¥ 2
Forward exchange contracts:				
Buy:				
U.S. dollars		¥ 166	¥ 167	¥ 0
		<u>¥ 673</u>	<u>¥ 677</u>	<u>¥ 3</u>
Commodity futures:				
Buy:				
Flour		¥ 5	¥ 5	¥ (0)
		<u>¥ 5</u>	<u>¥ 5</u>	<u>¥ (0)</u>

- * Fair value of forward exchange contracts is stated based on the quoted market price.
- * The above derivative positions were all held by overseas consolidated subsidiaries.
- * The derivative positions to which hedge accounting was applied have been omitted.

21. Related Party Transactions

Disclosure of related party transactions has been omitted as the total amount of such transactions was immaterial for the years ended March 31, 2010 and 2009.

Effective the year ended March 31, 2009, the Company applied “Accounting Standard for Related Party Disclosures” and “Guidance on Accounting Standard for Related Party Disclosures” issued by the ASBJ on October 17, 2006. There was no effect on consolidated financial statements for the year ended March 31, 2009.

22. Segment Information

Business Segment Information

Operations by business segment for the years ended March 31, 2010 and 2009 are summarized as follows:

	Millions of yen					Consolidated
	2010				Corporate Assets and Eliminations	
	Flour Milling	Processed Food	Other	Total		
Net Sales:						
Sales to external customers	¥ 179,413	¥ 223,698	¥ 40,616	¥ 443,728	¥ -	¥ 443,728
Intersegment sales and transfers	20,797	537	3,096	24,431	(24,431)	-
Total	200,211	224,235	43,713	468,160	(24,431)	443,728
Operating expenses	186,600	213,842	41,505	441,948	(24,796)	417,152
Operating income	¥ 13,611	¥ 10,393	¥ 2,207	¥ 26,212	¥ 364	¥ 26,576
Total Assets, Depreciation and Amortization, and Capital Expenditures:						
Total assets	¥ 113,752	¥ 130,971	¥ 51,206	¥ 295,931	¥ 110,386	¥ 396,317
Depreciation and amortization	7,692	5,864	1,750	15,306	(308)	14,998
Capital expenditures	5,004	6,491	1,763	13,258	(472)	12,785

22. Segment Information (continued)

	Thousands of U.S. dollars					
	2010					
	Flour Milling	Processed Food	Other	Total	Corporate Assets and Eliminations	Consolidated
Net Sales:						
Sales to external customers	\$ 1,928,353	\$ 2,404,323	\$ 436,551	\$ 4,769,227	\$ -	\$ 4,769,227
Intersegment sales and transfers	223,537	5,778	33,280	262,595	(262,595)	-
Total	\$ 2,151,889	\$ 2,410,102	\$ 469,831	\$ 5,031,822	\$ (262,595)	\$ 4,769,227
Operating expenses	2,005,592	2,298,395	446,106	4,750,093	(266,510)	4,483,583
Operating income	\$ 146,297	\$ 111,707	\$ 23,725	\$ 281,729	\$ 3,915	\$ 285,644
Total Assets, Depreciation and Amortization, and Capital Expenditures:						
Total assets	\$ 1,222,622	\$ 1,407,691	\$ 550,374	\$ 3,180,688	\$ 1,078,959	\$ 4,259,647
Depreciation and amortization	82,675	63,036	18,810	164,520	(3,314)	161,207
Capital expenditures	53,784	69,766	18,953	142,503	(5,080)	137,423
	Millions of yen					
	2009					
	Flour Milling	Processed Food	Other	Total	Corporate Assets and Eliminations	Consolidated
Net Sales:						
Sales to external customers	¥ 199,296	¥ 229,783	¥ 37,591	¥ 466,671	¥ -	¥ 466,671
Intersegment sales and transfers	25,158	511	3,725	29,394	(29,394)	-
Total	224,454	230,294	41,317	496,066	(29,394)	466,671
Operating expenses	212,470	222,553	39,311	474,335	(29,418)	444,916
Operating income	¥ 11,984	¥ 7,741	¥ 2,005	¥ 21,731	¥ 24	¥ 21,755
Total Assets, Depreciation and Amortization, and Capital Expenditures:						
Total assets	¥ 122,334	¥ 129,030	¥ 49,610	¥ 300,975	¥ 69,903	¥ 370,879
Depreciation and amortization	8,097	6,041	1,563	15,701	(298)	15,403
Capital expenditures	6,981	4,595	2,540	14,117	(321)	13,795

1. Business segments were determined based on the similarities of the product types.

2. Primary products for each business segment are summarized as follows:

Flour Milling Flour, bran

Processed Food Prepared mix, flour for consumer use, pasta, pasta sauce, frozen food, chilled food, cake and bread ingredients, biochemical products, life science products, healthcare foods

Other Pet food, engineering, mesh cloths, transport and storage

3. Corporate assets included in the “Corporate Assets and Eliminations” column amounted to ¥108,001 million (\$1,160,807 thousand) and ¥77,298 million at March 31, 2010 and 2009, respectively, and consisted primarily of the Company’s surplus funds (cash and deposits, and short-term investment securities) and investment securities.

22. Segment Information (continued)

4. Changes in accounting policies

(a) Changes in measurement of inventories

As described in Note 2 (c), effective the year ended March 31, 2009, the Company and its domestic consolidated subsidiaries adopted, "Accounting Standard for Measurement of Inventories" (ASBJ Statement No.9 issued by the ASBJ issued on July 5, 2006). The effect of the adoption, was to increase operating expenses and decrease operating income for Processed Food by ¥191 million for the year ended March 31, 2009 from the corresponding amount which would have been recorded under the previous method.

(b) Changes in method of accounting for depreciation

As described in Note 2 (d), effective the year ended March 31, 2009, the Company and its domestic consolidated subsidiaries changed the useful lives of machinery from 7 to 16 years to 7 to 12 years based on the reassessment of the useful lives in light of the change in the Corporation Tax Law. The effect of this change was to increase operating expenses for Flour Milling by ¥890 million, for Processed Food by ¥115 million, for Other by ¥160 million and for Corporate Assets and Eliminations by ¥44 million for the year ended March 31, 2009, from the corresponding amounts which would have been recorded under the previous method. At the same time, operating income for each segment decreased and Corporate Assets and Eliminations increased by the same amount as that of the corresponding increase in operating expenses, respectively as compared to the amount which would have been recorded under the previous method.

Geographical Segment Information

Geographical segment information for the years ended March 31, 2010 and 2009 has been omitted because both total sales and assets of the domestic segment were more than 90% of the total sales and assets of all segments.

Overseas Sales

Overseas sales for the years ended March 31, 2010 and 2009 have been omitted because total overseas sales were less than 10% of total consolidated sales.