

# Consolidated Financial Statements for the First Quarter of the Fiscal Year Ending March 31, 2013 <Under Japanese GAAP>

August 9, 2012

These financial statements have been prepared for reference only in accordance with accounting principles and practices generally accepted in Japan.

NAGASE & CO., LTD. Stock exchange listing: Tokyo, Osaka (First Sections)

Code number: 8012 (<a href="http://www.nagase.co.jp/english/">http://www.nagase.co.jp/english/</a>)

Representative: Hiroshi Nagase, Representative Director and President

Contact: Masanori Furukawa, General Manager, Corporate Accounting Division Tel: +81-3-3665-3103

Filing of quarterly report (scheduled): August 10, 2012

Start of distribution of dividends (scheduled): -

Supplementary documents or quarterly financial results: No

Quarterly investors' meeting: No

(Note: Amounts have been rounded down to the nearest million yen.)

# 1. Consolidated Results for the First Quarter of the Fiscal Year Ending March 31, 2013 (April 1, 2012 to June 30, 2012)

### (1) Consolidated Operating Results

(Percentages represent changes compared with same period of the previous fiscal year.)

|                             | Net sales       |       | Operating pr    | rofit  | Ordinary inc    | ome    | Net incom       | e     |
|-----------------------------|-----------------|-------|-----------------|--------|-----------------|--------|-----------------|-------|
| For the first quarter ended | Millions of yen | %     | Millions of yen | %      | Millions of yen | %      | Millions of yen | %     |
| June 30, 2012               | 166,722         | 8.0   | 4,128           | (1.6)  | 4,657           | (13.1) | 3,409           | 6.8   |
| June 30, 2011               | 154,429         | (4.6) | 4,194           | (25.3) | 5,358           | (16.6) | 3,191           | (7.0) |

(Note) Comprehensive income

First quarter ended June 30, 2012:

¥ 126 million (97.0% decrease)

First quarter ended June 30, 2011:

¥ 4,272 million (497.2%)

|                             | Earnings per share | Earnings per share (diluted) |
|-----------------------------|--------------------|------------------------------|
| For the first quarter ended | Yen                | Yen                          |
| June 30, 2012               | 26.53              | _                            |
| June 30, 2011               | 24.83              | ı                            |

### (2) Consolidated Financial Position

|                | Total assets    | Net assets      | Net worth ratio |
|----------------|-----------------|-----------------|-----------------|
|                | Millions of yen | Millions of yen | %               |
| June 30, 2012  | 472,789         | 214,170         | 43.6            |
| March 31, 2012 | 450,842         | 212,744         | 45.4            |

(Reference) Equity capital

As of June 30, 2012: As of March 31, 2012:

¥ 206,244 million ¥ 204,706 million

# 2. Dividends

|                                |     | Dividends per share |     |                 |        |  |  |
|--------------------------------|-----|---------------------|-----|-----------------|--------|--|--|
|                                | 1Q  | 2Q                  | 3Q  | Fiscal year end | Annual |  |  |
| For the year ended (or ending) | Yen | Yen                 | Yen | Yen             | Yen    |  |  |
| March 31, 2012                 | -   | 12.00               | _   | 12.00           | 24.00  |  |  |
| March 31, 2013                 | -   |                     |     |                 |        |  |  |
| March 31, 2013 (estimate)      |     | 13.00               | _   | 13.00           | 26.00  |  |  |

(Note) Revisions to the latest projected dividends: No

# 3. Projected Consolidated Results for the Fiscal Year Ending March 31, 2013 (April 1, 2012 to March 31, 2013)

(Percentages represent changes compared with the corresponding periods of the previous fiscal year as applicable)

|                  | Net sale                | s         | Operating p | Operating profit Ordi |                        | Ordinary income |                        | Net income |               |
|------------------|-------------------------|-----------|-------------|-----------------------|------------------------|-----------------|------------------------|------------|---------------|
| Full fiscal year | Millions of yen 700,000 | %<br>10.8 |             |                       | Millions of yen 20,500 | %<br>30.7       | Millions of yen 15,500 | %<br>80.9  | Yen<br>120.61 |

Note: Revisions to the latest projected consolidated results: No

#### \*Notes

| (1) | Changes in major subsidiaries during the period (changes in specified subsidiaries accompanying changes in the |
|-----|--|
|     | scope of consolidation): None  |

New: — (Company name: ) Excluded: — (Company name: )

- (2) Application of special accounting methods to the preparation of quarterly financial statements: No
- (3) Changes in accounting principles, changes in accounting estimates, and restatement of prior period financial statements after error corrections
  - i Changes in accordance with revisions to accounting and other standards: No
  - ii. Changes in items other than (i) above: Yes
  - iii. Changes in accounting estimates: Yes
  - iv. Restatement of prior period financial statements after error corrections: No
  - (Note) For details, see page 4, "2. Summary Information (Other) (3) Changes in Accounting Policies or Presentation Methods in Consolidated Financial Statements."
- (4) Number of shares issued and outstanding (common stock)
  - . Number of shares issued and outstanding as of the fiscal period end (including treasury stock)

| June 30, 2012 | 138,408,285 shares | March 31, 2012 | 138,408,285 shares |
|---------------|--------------------|----------------|--------------------|

ii. Number of treasury stock as of the fiscal period end

| - |               |                  |                |                  |
|---|---------------|------------------|----------------|------------------|
|   | June 30, 2012 | 9,893,832 shares | March 31, 2012 | 9,893,787 shares |

iii. Average number of shares during the period

| <br>          | <u> </u>           |               |                    |
|---------------|--------------------|---------------|--------------------|
| June 30, 2012 | 128,514,475 shares | June 30, 2011 | 128,514,523 shares |

# \* Quarterly Review Implementation Disclosure

This quarterly report is exempt from the quarterly review procedure based upon the Financial Instruments and Exchange Act. Furthermore, quarterly consolidated financial statements were undergoing the review procedure process at the time of release.

### \* Cautionary Statement with Respect to Forecasts of Consolidated Business Results

The results forecasts presented in this document are based upon currently available information and assumptions deemed rational. A variety of factors could cause actual results to differ materially from forecasts. Please refer to "1. Qualitative Information (3) Qualitative Information related to Earnings Forecasts" on page 4 of this document.

### Attachments

| 1. Q | Qualitative Information   | 2  |
|------|---|----|
| (1)  | Qualitative Information on Consolidated Operating Results   | 2  |
| (2)  | Qualitative Information on Consolidated Financial Position  | 4  |
| (3)  | Qualitative Information related to Earnings Forecasts   | 4  |
| 2. S | ummary Information (Other)  | 5  |
| (1)  | Changes of Classification of Specified Subsidiaries Accompanied by Changes in the Consolidation Scope       | 5  |
| (2)  | Application of Special Accounting Methods in the Preparation of Quarterly Consolidated Financial Statements |    |
| (3)  | Changes in Accounting Policies or Presentation Methods in Consolidated Financial Statements                 | 5  |
| 3. Q | Quarterly Consolidated Financial Statements   | 7  |
| (1)  | Quarterly Consolidated Balance Sheets   | 7  |
| (2)  | Quarterly Consolidated Statements of Income and Quarterly Consolidated Statements of Comprehensive Income   |    |
|      | Quarterly Consolidated Statements of Income   | 9  |
|      | Quarterly Consolidated Statements of Comprehensive Income   | 10 |
| (3)  | Quarterly Consolidated Statements of Cash Flows   | 11 |
| (4)  | Assumption for Going Concern  | 12 |
| (5)  | Segment Information   | 12 |
| (6)  | Significant Fluctuations in Shareholders' Equity  | 14 |
| (7)  | Significant Subsequent Events   | 14 |
| 4. S | upplementary Information  | 15 |
| (1)  | Overseas Sales  | 15 |

### 1. Qualitative Information

### (1) Qualitative Information on Consolidated Operating Results

### (Company Earnings)

### **General Summary of Results**

During the first quarter, the Japanese economy showed signs of a gradual recovery due to demand for post-disaster reconstruction. However, the lingering financial crisis in Europe has driven fears of a further economic downturn, while slowing growth in China and a strong yen have combined to make the direction of the global economy anything but certain.

Under these conditions, the Company recorded domestic sales for the first quarter in the amount of \(\xi\)94.53 billion, representing a 5.3% year-on-year increase. Overseas sales amounted to \(\xi\)72.18 billion (11.6% year-on-year increase), leading to net sales for the first quarter of \(\xi\)166.72 billion (8.0% year-on-year increase).

While the Company recorded improved gross profits driven by net sales growth, increases in selling expenses and general and administrative expenses resulted in a 1.6% year-on-year decline in operating profit, down to ¥4.12 billion. Ordinary income amounted to ¥4.65 billion (13.1% year-on-year decrease). Net income amounted to ¥3.4 billion (6.8% year-on-year increase), reflecting adjustments to deferred taxes.

### **Segment Summary**

Beginning April 2012, the Company has been executing on the "Change-S2014" three-year business plan. To accomplish the goals set out in this plan, the Company reorganized four business segments (Chemicals, Plastics, Electronics, and Life Sciences) away from product categories into segments to more fully concentrate the strengths of our entire group, reflecting the respective positions of each business in the value chain, as well as with the most closely aligned industries. This realignment has resulted in five segment categories: Functional Materials (located at the top of the value chain), Advanced Materials & Processing (located in the next stage of the value chain), Electronics, Automotive & Energy, and Life & Healthcare (these last three segments functioning across all industries). See "3. Quarterly Consolidated Financial Statements (5) Segment Information" for more detail regarding business segments, related industries, and products.

The Company has presented prior first-quarter net sales according to the new categorization.

### [Functional Materials] Net Sales: ¥47.46 billion (5.6% year-on-year increase)

Sales of functional materials in Northeast Asia and Southeast Asia more than made up for the small decline domestically and declines in Europe and the United States. As a result, functional materials sales increased overall year on year.

- Sales in the performance chemicals business increased overall compared to the same quarter in the prior fiscal year. Sales of plastic materials and additives to Asia declined, while sales of coating raw materials for construction and automotive applications performed well. In addition, sales of urethane materials for the automotive industry experienced year-on-year growth.
- Despite strong performance in specialty chemicals related to semiconductor encapsulant materials, sales of surfactants, raw materials for industrial oil solutions, and organic products fell, as did sales of precision abrasive materials. As a result, specialty chemicals fell year-on-year as a whole.

# [Advanced Materials & Processing] Net Sales: ¥54.25 billion (3.6% year-on-year decline)

Sales in the Advanced Materials & Processing segment overseas experienced growth, mainly due to strong performance in Northeast Asia and Southeast Asia. However, sales declines domestically led to a year-on-year decrease for the segment as a whole.

- In the color and imaging business, dyes/additives and functional dyes for displays-related products experienced comparatively strong sales, while sales of information printing materials fell, as did sales of dyestuffs and fiber processing agents for the fiber processing industry, due in part to the effects of reorganization and consolidation of these businesses into equity method affiliates. As a result, colors and imaging business sales declined as a whole.
- Sales of plastics to certain users in our office equipment and appliances business decreased due to customer production slowdowns. However, sales as a whole for this business increased compared to the same period in the prior fiscal year, supported by favorable general demand and increased sales of molding tools.
- Sales of insulating sheets and anti-reflective sheets increased year on year in our functional films and sheets and plastic molding products business. Despite these gains, we saw a significant decrease in sales of liquid crystal polarizer film precision inspection systems, which drove sales down for this business as a whole.

### [Electronics] Net Sales: ¥25.87 billion (5.9% year-on-year increase)

The Company saw a decrease in electronics sales in Southeast Asia, while sales growth domestically, in Northeast Asia, Europe, and the United States combined to drive performance higher for this segment as a whole.

- In the Company's electronic chemicals business, sales of formulated epoxy resin to heavy electrical equipment customers were strong, as were sales for mobile phone applications. However, lower sales for chemicals used in manufacturing semiconductors and LCD panels fell, leaving first-quarter sales about level with the prior year.
- Performance of sales for films used in LCDs in the electronic materials business fell with customer production slowdowns, while materials for touch-panel modules and LED lighting applications performed well, leading to an overall increase in sales for this business.

# [Automotive & Energy] Net Sales: ¥21.08 billion (26.5% year-on-year increase)

In Japan, a rebound from the impact of last year's earthquake and eco-car subsidies accounted for major increases in auto production. As such, sales of plastics for the automotive industry grew year on year. Production among Japanese auto makers also increased overseas, driving strong performance in Company sales in Northeast Asia, Southeast Asia, and North America, leading to higher year-on-year sales for this segment as a whole.

### [Life & Healthcare] Net Sales: ¥17.87 billion (50.7% year-on-year increase)

Consolidating the functional sugars business of Hayashibara Co., Ltd. (acquired during the previous fiscal year; net sales of ¥6.34 billion for the first quarter of the fiscal year ending March 2013), the Company saw significant overall growth in this segment.

- The fine chemicals business experienced sales growth overall. Pharmaceutical raw materials and intermediates, as well as in vitro diagnostics and medical materials, experienced strong sales. At the same time daily commodities and the agricultural chemical-related businesses also experienced growth. Sales of enzyme and fermentation products were also favorable, save for a decline due to some product distribution changes for Nagase ChemteX products.
- The Company's beauty care products business sells cosmetics and health foods. Health food sales, first started two fiscal years ago, experienced a drop year on year, as did make-up products sales, combining to drive overall performance down in this business.

### [Other] Net Sales: ¥150 million (29.9% year-on-year decrease)

No special matters to disclose.

### (2) Qualitative Information on Consolidated Financial Position

### Assets, Liabilities and Net Assets

As of the end of the consolidated first quarter current assets amounted to \(\frac{\pmathbf{3}}{3}04.6\) billion, an increase of \(\frac{\pmathbf{2}}{2}2.32\) billion compared to the end of the prior consolidated fiscal year. This increase was mainly due to increased cash and time deposits through the issuance of \(\frac{\pmathbf{3}}{3}0.0\) billion in unsecured bonds (\(\frac{\pmathbf{2}}{2}0.0\) billion of proceeds used to repay short-term loans). Non-current assets decreased by \(\frac{\pmathbf{3}}{3}80\) million compared to the end of the prior consolidated fiscal year, amounting to \(\frac{\pmathbf{1}}{1}68.18\) billion. While the Company made new acquisitions of land and buildings during the period, it also recorded a decrease in investments in securities (due to price declines in equity investments). As a result, total assets amounted to \(\frac{\pmathbf{4}}{4}72.78\) billion, representing an increase of \(\frac{\pmathbf{2}}{2}1.94\) billion compared to the end of the prior consolidated fiscal year.

Liabilities increased by ¥20.52 billion compared to the end of the prior consolidated fiscal year, amounting to ¥258.61 billion. This increase was mainly due to issuances of unsecured corporate bonds and increased notes and accounts payable. These increases were offset somewhat by decreases in short-term loans.

Despite a decrease in other unrealized holding gains on securities (due to share price declines in equity investments), the Company recorded net income of \(\frac{\pmathbf{\frac{4}}}{3.4}\) billion, resulting in net assets as of the end of the first consolidated fiscal quarter reaching \(\frac{\pmathbf{\frac{2}}}{214.17}\) billion, representing a \(\frac{\pmathbf{\frac{4}}}{1.42}\) billion increase compared to the beginning of the period.

As a result of the preceding, shareholders' equity ratio fell by 1.8 points compared to the end of the prior consolidated fiscal year, down to 43.6%.

### **Cash Flows**

Cash and cash equivalents ("Cash") from operating activities amounted to \(\frac{\pmath{\text{\$\frac{4}}}}{5.27}\) billion. Cash used in investing activities amounted to a net outflow of \(\frac{\pmath{\text{\$\frac{4}}}}{5.33}\) billion, while cash from financing activities amounted to \(\frac{\pmath{\text{\$\frac{4}}}}{12.33}\) billion, with the Company seeing an additional \(\frac{\pmath{\text{\$\frac{4}}}}{910}\) million in new funding via newly consolidated entities. The Company also recorded an increase in cash flows of \(\frac{\pmath{\text{\$\frac{4}}}}{3.72}\) billion due to changes in fiscal years of consolidated subsidiaries. As a result, consolidated Cash increased by \(\frac{\pmath{\text{\$\frac{4}}}}{16.0}\) billion (56.1%) compared to the end of the prior consolidated fiscal year, amounting to a total of \(\frac{\pmath{\pmath{\text{\$\frac{4}}}}}{16.0}\) billion.

### (Cash Flows from Operating Activities)

Cash flows from operating activities for the consolidated first quarter amounted to ¥5.27 billion. This increase was mainly due to ¥4.65 billion in net income before taxes and depreciation and amortization (no cash effects) of ¥1.88 billion, offset slightly by ¥2.38 billion in income tax payments.

### (Cash Flows from Investing Activities)

Cash used in investing activities during the consolidated first quarter amounted to ¥5.33 billion. This result was mainly due to purchases of property, plant, and equipment in the amount of ¥4.22 billion.

### (Cash Flows from Financing Activities)

Cash flows from financing activities for the consolidated first quarter amounted to ¥12.33 billion. This result was mainly due to cash inflow from corporate bond issuances in the amount of ¥29.85 billion, offset by repayments of short-term loans in the amount of ¥17.73 billion.

### (3) Qualitative Information related to Earnings Forecasts

The Company has made no changes to its full-year consolidated earnings forecasts originally published on May 8, 2012.

# 2. Summary Information (Other)

# (1) Changes of Classification of Specified Subsidiaries Accompanied by Changes in the Consolidation Scope

No matters to report.

# (2) Application of Special Accounting Methods in the Preparation of Quarterly Financial Statements No matters to report.

### (3) Changes in Accounting Policies or Presentation Methods in Consolidated Financial Statements

(Changes in Accounting Policies which are difficult to Distinguish from Changes in Accounting Estimates)

### Change in Depreciation Method for Property, Plant and Equipment

To date, the Company and its domestic consolidated subsidiaries have depreciated property, plant, and equipment under the declining balance method (except for buildings purchased after April 1, 1998). Overseas consolidated subsidiaries have used the straight-line method of depreciation. However, beginning with the consolidated first quarter of the fiscal year ending March 2013, the Company and its domestic consolidated subsidiaries will change to the straight-line method for depreciating property, plant, and equipment.

Under the guidance of the "CHANGE" 11 medium-term business plan (fiscal 2009 through fiscal 2011), the Nagase Group had been engaged in building stronger research, development and manufacturing functions. The current "Change-S2014" medium-term business plan (fiscal 2012 through fiscal 2014) keeps the Group's attention focused on these same areas, while calling for significant increases in capital investment.

With increased capital investment, greater investment in Group manufacturing companies, and full-scale operations of manufacturing facilities beginning this fiscal year, the Company has reexamined its depreciation policies for property, plant, and equipment. Company management concluded that manufacturing facilities and equipment will likely be used consistently and reliably over the course of many years, determining that adopting the use of the straight-line method of depreciation to allocate depreciation expense evenly over the useful lives of such manufacturing equipment would more appropriately reflect actual characteristics of the Group's business.

With this change in accounting policy, depreciation and amortization for the consolidated first quarter is ¥481 million lower than under the previous method, leading to a ¥401 million comparable increase in operating profit, ordinary income, and net income before income taxes.

(Changes in Accounting Estimates)

### Changes in Estimated Useful Lives of Property, Plant, and Equipment

The Company and some consolidated subsidiaries have changed the estimated useful lives of certain items of property, plant, and equipment beginning with the consolidated first quarter of the fiscal year ending March 2013.

In conjunction with these changes, depreciation and amortization for the consolidated first quarter is \u2222222 million greater than compared to calculations using prior useful lives. Operating profit, ordinary income, and net income before income taxes are each lower by a comparative \u213419 million.

#### (Additional Information)

Beginning with the consolidated first quarter for the fiscal year ending March 2013, 22 consolidated subsidiaries will change their fiscal year ends (December; February for Totaku Industries, Inc.) to match the Company's fiscal year end. This change should allow the Nagase Group to better understand Group financial performance, to ensure more rapid implementation of management policies, and to lead to more appropriate information disclosures. To date, the Group has been making the necessary material consolidation adjustments for transactions occurring on the Company's fiscal closing date for the Group's 10 consolidated subsidiaries and three equity method affiliates for which a December year end is mandated by local law. Now, the Company will implement a consolidation method for quarterly financial statements based on a provisional close at the quarterly fiscal closing date.

The Company has recorded an increase to retained earnings for ¥609 million, representing profits from the period of January 1, 2012 (from March 1, 2012 for Totaku Industries, Inc.) through March 31, 2012. The Company has disclosed changes in cash flows affecting quarterly consolidated statements of cash flows in "Increase (decrease) in cash and cash equivalents accompanying changes in fiscal years of consolidated subsidiaries."

# 3. Quarterly Consolidated Financial Statements

# (1) Quarterly Consolidated Balance Sheets

|   | Prior Consolidated Fiscal Year<br>(March 31, 2012) | First Quarter, Current<br>Consolidated Fiscal Year<br>(June 30, 2012) |
|---|--|---|
| ASSETS                                    |  |   |
| Current assets                            |  |   |
| Cash and time deposits                    | 29,184   | 45,422  |
| Notes and accounts receivable             | 197,702  | 199,489   |
| Merchandise and finished goods            | 41,087   | 45,118  |
| Work in process                           | 1,292  | 1,291   |
| Raw materials and supplies                | 2,879  | 3,194   |
| Deferred tax assets                       | 4,067  | 4,135   |
| Other                                     | 7,299  | 7,372   |
| Less allowance for doubtful accounts      | (1,235)  | (1,416)   |
| Total current assets                      | 282,280  | 304,607   |
| Non-current assets                        |  |   |
| Property, plant and equipment             | 56,727   | 60,322  |
| Intangible fixed assets                   |  |   |
| Goodwill                                  | 32,079   | 31,611  |
| Technology-based assets                   | 21,669   | 21,275  |
| Other                                     | 3,705  | 3,812   |
| Total intangible fixed assets             | 57,454   | 56,699  |
| Investments and other assets              |  |   |
| Investments in securities                 | 49,014   | 45,590  |
| Long-term loan receivable                 | 1,122  | 731   |
| Deferred tax assets                       | 896  | 837   |
| Other                                     | 3,612  | 4,263   |
| Less allowance for doubtful accounts      | (266)  | (264  |
| Total investments and other assets        | 54,379   | 51,159  |
| Total non-current assets                  | 168,561  | 168,181   |
| Total assets                              | 450,842  | 472,789   |
| LIABILITIES                               |  | .,,,,,,   |
| Current liabilities                       |  |   |
| Notes and accounts payable                | 109,163  | 117,878   |
| Short-term loans                          | 38,633   | 20,979  |
| Current portion of long-term debt         | 11,551   | 15,907  |
| Accrued income taxes                      | 3,170  | 1,488   |
| Deferred tax liabilities                  | 50   | 40  |
| Accrued bonuses for employees             | 3,632  | 2,074   |
| Accrued bonuses for directors             | 198  | 2,074   |
| Other                                     | 15,290   | 16,561  |
| Current liabilities                       | 181,689  | 174,997   |
| Long-term liabilities                     | 101,007  | 174,557   |
| Bonds                                     | _  | 30,000  |
| Long-term debt                            | 38,200   | 36,017  |
| Deferred tax liabilities                  | 7,251  | 6,261   |
| Accrued retirement benefits for employees | 10,032   | 10,391  |
| Other                                     | 922  | 951   |
|   | -  |   |
| Total long-term liabilities               | 56,407   | 83,621  |
| Total liabilities                         | 238,097  | 258,619   |

|   | Prior Consolidated Fiscal Year<br>(March 31, 2012) | The First Quarter, Current<br>Consolidated Fiscal Year<br>(June 30, 2012) |
|---|--|---|
| Net assets                                    |  |   |
| Shareholders' equity                          |  |   |
| Common stock                                  | 9,699  | 9,699   |
| Capital surplus                               | 10,041   | 10,041  |
| Retained earnings                             | 186,907  | 190,065   |
| Less treasury stock, at cost                  | (5,460)  | (5,460)   |
| Total shareholders' equity                    | 201,188  | 204,345   |
| Accumulated other comprehensive income (loss) |  |   |
| Unrealized holding gain on securities         | 12,731   | 11,018  |
| Deferred (loss) gain on hedges                | (21)   | (3)   |
| Translation adjustments                       | (9,191)  | (9,116)   |
| Total accumulated other comprehensive income  | 3,518  | 1,898   |
| Stock acquisition rights                      | 110  | 110   |
| Minority interests                            | 7,927  | 7,815   |
| Total net assets                              | 212,744  | 214,170   |
| Total liabilities and net assets              | 450,842  | 472,789   |

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

(Quarterly Consolidated Statements of Income) (Cumulative First Quarter)

|  |  | (Millions of yen)   |
|--|--|---|
|  | Cumulative First Quarter,<br>Prior Consolidated Fiscal Year<br>(April 1, 2011 - June 30, 2011) | Cumulative First Quarter,<br>Current Consolidated<br>Fiscal Year<br>(April 1, 2012 - June 30, 2012) |
| Net sales                                    | 154,429  | 166,722   |
| Cost of sales                                | 136,466  | 145,898   |
| Gross profit                                 | 17,963   | 20,823  |
| Selling, general and administrative expenses | 13,768   | 16,695  |
| Operating profit                             | 4,194  | 4,128   |
| Non-operating income                         | ·  |   |
| Interest income                              | 53   | 51  |
| Dividend income                              | 565  | 528   |
| Rent income                                  | 63   | 71  |
| Investment profit on equity method           | 33   | 87  |
| Foreign exchange gain                        | 412  | 58  |
| Other  | 263  | 120   |
| Non-operating income, total                  | 1,391  | 918   |
| Non-operating expenses                       | ·  |   |
| Interest expenses                            | 147  | 266   |
| Other  | 80   | 121   |
| Non-operating expenses, total                | 228  | 388   |
| Ordinary income                              | 5,358  | 4,657   |
| Extraordinary gains                          | ·  | ,   |
| Gain on sale of non-current assets           | 14   | 1   |
| Gain on sale of investment securities        | 0  | 172   |
| Other  | _  | 0   |
| Total extraordinary gains                    | 14   | 174   |
| Extraordinary losses                         |  |   |
| Loss on sale of non-current assets           | 0  | 0   |
| Loss on disposal of non-current assets       | 16   | 30  |
| Impairment loss                              | 54   | 15  |
| Loss on sale of investments securities       | 1  | 0   |
| Loss on valuation of investments securities  | 14   | 130   |
| Other  | 1  | 3   |
| Total Extraordinary losses                   | 87   | 180   |
| Net Income before income taxes               | 5,285  | 4,651   |
| Income taxes                                 | 1,591  | 1,415   |
| Deferred taxes                               | 284  | (351)   |
| Total income taxes                           | 1,875  | 1,064   |
| Net income before minority interests         | 3,409  | 3,587   |
| Minority interests                           | 217  | 177   |
| Net income                                   | 3,191  | 3,409   |
| ret meone                                    | 5,191  | 3,40  |

# (Quarterly Consolidated Statements of Comprehensive Income) (Cumulative First Quarter)

|   |  | · · · · · · · · · · · · · · · · · · ·   |
|---|--|---|
|   | Cumulative First Quarter,<br>Prior Consolidated Fiscal Year<br>(April 1, 2011 - June 30, 2011) | Cumulative First Quarter,<br>Current Consolidated<br>Fiscal Year<br>(April 1, 2012 - June 30, 2012) |
| Net Income before minority interests  | 3,409  | 3,587   |
| Other comprehensive 1 income  |  |   |
| Unrealized holding gain on securities   | (48)   | (1,715)   |
| Deferred (loss) gain on hedges  | 9  | 18  |
| Translation adjustments   | 887  | (1,753)   |
| Share of other comprehensive income of associates accounted for using equity method | 14   | (10)  |
| Total other comprehensive income  | 862  | (3,461)   |
| Comprehensive income  | 4,272  | 126   |
| Comprehensive income attributable to  |  |   |
| Comprehensive income, parent company  | 3,961  | 87  |
| Comprehensive income, minority interests  | 310  | 38  |

# (3) Quarterly Consolidated Statements of Cash Flows

|   |  | (Millions of yen)   |
|---|--|---|
|   | Cumulative First Quarter,<br>Prior Consolidated Fiscal Year<br>(April 1, 2011 - June 30, 2011) | Cumulative First Quarter,<br>Current Consolidated<br>Fiscal Year<br>(April 1, 2012 - June 30, 2012) |
| Cash flows from operating activities  |  |   |
| Net income before income taxes  | 5,285  | 4,651   |
| Depreciation and amortization   | 1,586  | 1,886   |
| Amortization of goodwill  | 1  | 402   |
| Provision for accrued retirement benefits for employees   | 356  | 339   |
| Interest income and dividend income   | (619)  | (579)   |
| Interest expenses   | 147  | 266   |
| Foreign exchange gain (loss)  | (165)  | (301)   |
| (Increase) decrease in notes and accounts receivable  | 1,681  | (3,121)   |
| (Increase) decrease in inventories  | (3,317)  | (3,597)   |
| Increase (decrease) in notes and accounts payable   | 760  | 8,136   |
| Other   | (1,470)  | (891)   |
| Subtotal  | 4,247  | 7,191   |
| Interest and dividends received   | 629  | 637   |
| Interest paid   | (146)  | (176)   |
| Taxes paid  | (3,735)  | (2,381)   |
| Cash flows from operating activities  | 994  | 5,271   |
| Cash flows from investing activities  |  |   |
| Purchases of property, plant and equipment  | (1,559)  | (4,224)   |
| Purchases of investments securities   | (107)  | (3)   |
| Change in short-term loans (increase)   | 63   | (318)   |
| Payment for acquisition of intangible fixed assets  | (504)  | (379)   |
| Other   | (743)  | (414)   |
| Cash flows from investing activities  | (2,851)  | (5,339)   |
| Cash flows from financing activities  |  |   |
| Increase (decrease) in short-term loans, net  | 780  | (17,731)  |
| Proceeds from long-term loans   | 600  | 2,247   |
| Proceeds from issuance of bonds   | _  | 29,855  |
| Cash dividends paid   | (1,670)  | (1,542)   |
| Cash dividends paid to minority shareholders  | (330)  | (435)   |
| Other   | (649)  | (61)  |
| Cash flows from financing activities  | (1,269)  | 12,331  |
| Effects of exchange rate changes on cash and cash equivalents   | 356  | (893)   |
| Net increase (decrease) in cash and cash equivalents  | (2,769)  | 11,370  |
| Cash and cash equivalents at beginning of the year  | 47,202   | 28,517  |
| Increase in cash and cash equivalents accompanying consolidation                                      | 165  | 915   |
| Increase (decrease) in cash and cash equivalents accompanying changes in fiscal years of consolidated | _  | 3,721   |
| subsidiaries  Cash and cash equivalents at end of the year  | 44,597   | 44,524  |
|   | 11,371   | 11,327  |

### (4) Assumption for Going Concern

No matters to report.

### (5) Segment Information

I Three months ended June 30, 2011 (consolidated)

1. Information related to net sales and income (loss) by reportable segment

(Millions of yen)

|                                  | Reportable Segments     |                                       |             |                        |                      |         |                   |         |                    |                         | To Quarterly  |
|----------------------------------|-------------------------|---------------------------------------|-------------|------------------------|----------------------|---------|-------------------|---------|--------------------|-------------------------|---|
|                                  | Functional<br>Materials | Advanced<br>Materials &<br>Processing | Electronics | Automotive<br>& Energy | Life &<br>Healthcare | Total   | Other<br>(Note) 1 | Total   | Corporate (Note) 2 | Adjustments<br>(Note) 3 | Consolidated<br>Statements of<br>Income<br>(Note) 4 |
| Net sales                        |                         |                                       |             |                        |                      |         |                   |         |                    |                         |   |
| Sales to customers               | 44,933                  | 56,297                                | 24,447      | 16,669                 | 11,862               | 154,210 | 219               | 154,429 | -                  | _                       | 154,429   |
| Intersegment sales and transfers | 1,428                   | 651                                   | 162         | 632                    | 150                  | 3,025   | 1,211             | 4,236   | I                  | (4,236)                 | -   |
| Total                            | 46,362                  | 56,948                                | 24,609      | 17,302                 | 12,013               | 157,235 | 1,430             | 158,665 | ĺ                  | (4,236)                 | 154,429   |
| Segment income (loss)            | 1,895                   | 980                                   | 1,427       | 246                    | 330                  | 4,880   | 25                | 4,906   | (947)              | 235                     | 4,194   |

#### (Notes)

- 1. Other is a business segment consisting of businesses not included in reportable segments, and includes distribution services, information processing services, and professional services.
- 2. Corporate segment income represents expenses not allocated to reportable segments or Other.
- 3. Adjustments are eliminations of intersegment translations.
- 4. The sum of segment income totals, Corporate and Adjustments is equivalent to operating profit as presented in the consolidated statements of income.

### II Three months ending June 30, 2012 (consolidated)

1. Information related to net sales and income (loss) by reportable segment

(Millions of yen)

|                                  | Reportable Segments     |                                       |             |                        |                      |         |                |         |                    |                      | To Quarterly  |
|----------------------------------|-------------------------|---------------------------------------|-------------|------------------------|----------------------|---------|----------------|---------|--------------------|----------------------|---|
|                                  | Functional<br>Materials | Advanced<br>Materials &<br>Processing | Electronics | Automotive<br>& Energy | Life &<br>Healthcare | Total   | Other (Note) 1 | Total   | Corporate (Note) 2 | Adjustments (Note) 3 | Consolidated<br>Statements of<br>Income<br>(Note) 4 |
| Net sales                        |                         |                                       |             |                        |                      |         |                |         |                    |                      |   |
| Sales to customers               | 47,465                  | 54,259                                | 25,877      | 21,088                 | 17,877               | 166,568 | 153            | 166,722 | -                  | _                    | 166,722   |
| Intersegment sales and transfers | 700                     | 630                                   | 822         | 376                    | 109                  | 2,640   | 1,258          | 3,898   | l                  | (3,898)              | _   |
| Total                            | 48,166                  | 54,890                                | 26,700      | 21,464                 | 17,986               | 169,208 | 1,412          | 170,621 | ı                  | (3,898)              | 166,722   |
| Segment income (loss)            | 1,668                   | 572                                   | 1,404       | 290                    | 1,249                | 5,185   | 77             | 5,263   | (1,127)            | (8)                  | 4,128   |

### (Notes)

- 1. Other is a business segment consisting of businesses not included in reportable segments, and includes distribution services, information processing services, and professional services.
- 2. Corporate segment income represents expenses not allocated to reportable segments or Other.
- 3. Adjustments are eliminations of intersegment translations.
- 4. The sum of segment income totals, Corporate and Adjustments is equivalent to operating profit as presented in the consolidated statements of income.

### 2. Changes in Reportable Segments

(Changes in Business Classifications)

Beginning April 2012, the Company has been executing on the "Change-S2014" three-year business plan. To accomplish the goals set out in this plan, beginning with the consolidated first quarter of the fiscal year ending March 2013, the Company reorganized four business segments (Chemicals, Plastics, Electronics, and Life Sciences) away from product categories into segments to more fully concentrate the strengths of our entire group, reflecting the respective positions of each business in the value chain, as well as with the most closely aligned industries. This realignment has resulted in five segment categories: Functional Materials (located at the top of the value chain), Advanced Materials & Processing (located in the next stage of the value chain), Electronics, Automotive & Energy, and Life & Healthcare (these last three segments functioning across all industries). Reportable segments have also been reclassified to reflect this change.

Segment information for the consolidated cumulative first quarter of the fiscal year ended March 2012 has been prepared under this new classification method, as noted in "1. Information related to net sales and income (loss) by reportable segment."

The following describes the major products and services handled by each reportable segment.

The Functional Materials segment is engaged in the sales of materials for paints/inks, urethane materials, plastic materials, plastic additives, industrial oil solutions, surfactants, fluorochemicals, encapsulant materials, silicone materials, precision electronics abrasives, and more for the paints/inks, resins, urethane foam, organic synthesis, surfactants, semiconductor, HDD-related industries.

The Advanced Materials & Processing segment is engaged in the sales of dyestuffs, dyes, functional dyes, information printing products, thermoplastic resins, thermosetting resins, synthetic rubber, inorganic materials, Plastics products, resins molding tools/dies, external inspection equipment for the dye/additive, information printing, fiber processing, raw resin material, resin molding, functional film and sheet and other industries.

The Electronics segment is engaged in the sales of pre-processing materials and devices for LCD/semiconductors, materials for LCD panels, materials and devices for semiconductor assembly, low-temperature/vacuum equipment, high-function epoxy resins, and more for the display, touch panel, LCD, semiconductor, electronic components, heavy electrical and other industries.

The Automotive & Energy segment is engaged in sales of plastic products, thermoplastic resins, thermosetting resins, resins molding tools/dies, battery materials, solar cell/secondary battery-related materials and more for the automotive, automotive component, and energy industries.

The Life & Healthcare segment is engaged in the sales of pharmaceutical/agricultural chemicals and materials, research products, in vitro diagnostics, enzymes, food additives, additives for cosmetics, feeds/fertilizers for the pharmaceutical, food, and cosmetics industries. In addition, this segment sells cosmetics, health foods, and beauty foods directly to consumers.

(Changes in Accounting Policies which are difficult to Distinguish from Changes in Accounting Estimates)

### Changes in Depreciation Method for Property, Plant, and Equipment

To date, the Company and its domestic consolidated subsidiaries have depreciated property, plant, and equipment mainly under the declining balance method. Overseas consolidated subsidiaries have mainly used the straight-line method of depreciation. However, beginning with the consolidated first quarter of the fiscal year ending March 2013, the Company and its domestic consolidated subsidiaries will change to the straight-line method for depreciating property, plant, and equipment.

In conjunction with this change in depreciation method, net income by segment for the consolidated first quarter will increase by ¥51 million (Functional Materials), ¥37 million (Advanced Materials & Processing), ¥170 million (Electronics), ¥39 million (Automotive & Energy), ¥47 million (Life & Healthcare), and ¥54 million (Corporate).

(Changes in Accounting Estimates)

### Changes in the Estimated Useful Lives of Property, Plant, and Equipment

The Company and some consolidated subsidiaries have changed the estimated useful lives of certain items of property, plant, and equipment beginning with the consolidated first quarter of the fiscal year ending March 2013.

In conjunction with this change, Electronics segment income for the consolidated cumulative first quarter decreased by ¥19 million compared with segment income calculated using the former useful lives.

### (6) Significant Fluctuations in Shareholders' Equity

No matters to report.

### (7) Significant Subsequent Events

(Repurchasing of own shares)

NAGASE announces that its Board of Directors decided to the purchase of own shares pursuant to Article 156 of the Corporate Law of Japan as applied pursuant to Article 165, Section 3 on August 9, 2012.

1. Reason for repurchasing of own shares

These decisions were made to ensure that NAGASE would promote improvement of the capital efficiency, and also NAGASE would acquire the own shares for the flexible capital strategy in the future.

2. Repurchase details

Type of shares to be repurchased
 Number of shares to be repurchased
 Up to 1,800,000shares

(ratio of 1.40% of non-treasury shares)

(3) Total cost Up to \$1,800,000,000

(4) Repurchase period August 10, 2012 through August 31, 2012

# 4. Supplementary Information

# (1) Overseas Sales

Three months ended June 30, 2011 (consolidated)

|     |   | Northeast Asia | Southeast Asia | North America | Europe & Others | Total   |
|-----|---|----------------|----------------|---------------|-----------------|---------|
| Ι   | Overseas sales<br>(Millions of yen)               | 36,971         | 18,084         | 5,240         | 4,375           | 64,670  |
| II  | Consolidated sales<br>(Millions of yen)           |                |                |               |                 | 154,429 |
| III | Ratio of overseas sales to consolidated sales (%) | 24.0           | 11.7           | 3.4           | 2.8             | 41.9    |

### Three months ending June 30, 2012 (consolidated)

|     |   | Northeast Asia | Southeast Asia | North America | Europe & Others | Total   |
|-----|---|----------------|----------------|---------------|-----------------|---------|
| Ι   | Overseas sales<br>(Millions of yen)               | 41,419         | 21,045         | 5,617         | 4,105           | 72,188  |
| II  | Consolidated sales<br>(Millions of yen)           |                |                |               |                 | 166,722 |
| III | Ratio of overseas sales to consolidated sales (%) | 24.8           | 12.6           | 3.4           | 2.5             | 43.3    |

### (Note)

- 1. Sales in overseas markets consist of net sales of the Company and consolidated subsidiaries in other countries or regions.
- 2. Countries/regions are determined by geographical proximity.
- 3. Major countries in each region
- (1) Northeast Asia.....Taiwan, China
- (2) Southeast Asia.....Singapore, Thailand
- (3) North America.....U.S.
- (4) Europe & Others.....Germany