7th Fiscal (From April 1, 2012 to March 31, 2013)

Consolidated Financial Statements

Semi-Annual (From April 1, 2012 to September 30, 2012)

Consolidated Subsidiaries:

Covalent Materials Tokuyama Corporation Covalent Materials Nagasaki Corporation Tokai Ceramics Co., Ltd. Covalent Sales Corporation Covalent Materials USA Inc. Covalent Machinery Corporation Denko Co., Ltd.



Covalent Materials Corporation

Consolidated Balance Sheet

(as of September 30, 2012)

(Thousands of Yen) Assets Liabilities Current Assets 48, 286, 750 Current Liabilities 72, 550, 739 Trade payables (notes and accounts) Cash and deposits 28, 801, 775 3, 496, 927 Trade receivables (notes and accounts) 7, 746, 000 6, 312, 415 Short term borrowings Inventories 7, 942, 166 Current portion of bonds 53, 300, 000 Deferred tax assets 3, 413, 685 0ther 8,007,812 1,818,106 0ther Allowance for doubtful accounts △ 1,398 Noncurrent Liabilities 7, 308, 101 Accrued retirement benefit costs 2,687,447 Noncurrent Assets 41, 444, 635 Asset retirement obligations 240,020 Property, plant and equipment 29, 553, 682 Deferred tax liabilities 2,683,947 1, 696, 686 **Buildings** 12, 074, 553 0ther Machinery 6, 257, 866 Total Liabilities 79, 858, 841 Equipment 184,012 Land 9, 311, 047 823, 728 Lease assets Net Assets 0ther 902, 474 10, 767, 563 Intangible assets Goodwill 10, 540, 753 Shareholders Equity 9, 402, 064 0ther 226,810 Paid in capital 34, 941, 193 1, 123, 389 40, 269, 524 Investments and other assets Capital surplus 142, 519 △ 65, 808, 653 Retained earnings Investments in securities Deferred tax assets 331,006 0ther 751,809 Accumulated other comprehensive income △ 342, 314 Allowance for doubtful accounts △ 101, 946 Valuation difference on securities △ 985 Foreign currency translation adjustment △ 341, 329 Minority Interest 812, 793 Net Assets 9, 872, 544 Total Assets 89, 731, 386 Total liabilities and net assets 89, 731, 386

^{*} An audit report has not yet been received for the financials noted above

Consolidated Income Statement

(from April 1,2012 to September 30, 2012)

(Thousands of Yen)

		(Hiousanus of Tell)
Net sales		16, 484, 071
Cost of sales		12, 105, 450
Gross profit		4, 378, 620
Selling, general and administrative expenses		3, 684, 369
Operating profit		694, 251
Non-operating income		
Interest income	61, 798	
Amortization of negative goodwill	51, 638	
0ther	313, 755	427, 193
Non-operating loss		
Interest expense	829, 388	
0ther	463, 422	1, 292, 811
Recurring loss		171, 367
Extraordinary gains	81, 117	
Extraordinary loss	1, 705, 016	
Loss before income taxes and minority interests		1, 795, 265
Income taxes	52, 701	
Adjustment to income taxes	\triangle 3, 299, 491	△ 3, 246, 789
Profit before minority interests		1, 451, 524
Minority interests in loss of consolidated subsidiaries		19,665
Net profit		1, 471, 189

[₩] An audit report has not yet been received for the financials noted above

Consolidated Cash Flow Statement

(from April 1,2012 to September 30, 2012)

(Thousands of Yen)

_		(Thousands of Ten)
<u> </u>	Category	Amount
Ι	Cash flow from operating activities	
Ī	Loss before income taxes	\triangle 1, 795, 265
	Depreciation	1, 650, 959
	Amortization of goodwill	364, 177
	Interest expense	829, 388
	Change in trade receivables	△ 606, 563
	Change in inventories	676, 318
	Change in trade payables	36, 504
	Other	3, 980, 355
	Subtotal	5, 311, 875
	Interest and dividend income received	61, 798
	Interest payments	△ 826, 590
	Extraordinary severance payments	△ 943, 666
	Income taxes	△ 102, 819
	Cash flow from operating activities	3, 324, 597
Π	Cash flow from investing activities	
	Purchase of property, plant and equipment	△ 911, 508
	0ther	△ 70, 738
	Cash flow from investing activities	△ 982, 247
Ш	Cash flow from financing activities	
	Decrease in long-term borrowings	△ 330, 000
	Repayment of lease obligations	△ 71, 983
	Other	△ 49, 920
	Cash flow from financing activities	△ 451, 903
TT 7		1 22 212
IV	Difference in cash and deposits from currency conversion	△ 23, 816
V	Change in cash and deposits	1, 866, 630
3 7T		17 600 500
VI	Cash and deposits at beginning of period	17, 682, 592
VII	Cash and deposits at end of period	19, 549, 222
*	Difference in cash and deposits from balance sheet	00 001 775
	Cash and deposits at end of period (balance sheet)	28, 801, 775
	Time deposits with terms extending over 3 months	9, 252, 552
	Cash and deposits at end of period (cash flow statement)	19, 549, 222

 $[\]divideontimes$ An audit report has not yet been received for the financials noted above