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

Consolidated Financial Statements

Annual (From April 1, 2012 to March 31, 2013)

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.



Consolidated Balance Sheet

(as of March 31, 2013)

| Assets | | (Thousands of Yen) Liabilities | |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|
| Current Assets Cash and deposits Trade receivables (notes and accounts) Inventories | 21, 038, 753 5, 740, 662 4, 956, 131 7, 702, 109 | Current Liabilities Trade payables (notes and accounts) Current portion of long-term borrowings | 7, 177, 627 2, 248, 941 1, 938, 000 2, 990, 685 |
| Deferred tax assets Other Allowance for doubtful accounts Noncurrent Assets Property plant and equipment | 1, 389, 506 1, 253, 496 △ 3, 153 38, 738, 468 | Noncurrent Liabilities Bonds outstanding Long-term borrowings Accrued retirement benefit costs | 38, 619, 939 25, 300, 000 5, 808, 000 2, 784, 638 |
| Property, plant and equipment Buildings Machinery Equipment Land Lease assets | 27, 412, 747 11, 058, 454 6, 012, 121 169, 786 9, 185, 792 766, 064 | Deferred tax liabilities Other Total Liabilities | 240, 615 2, 790, 918 1, 695, 766 45, 797, 567 |
| Other Intangible assets Goodwill | 220, 527 10, 295, 380 10, 176, 576 | Net Assets | |
| Other Investments and other assets Investments in securities Deferred tax assets Other | 118, 804 1, 030, 340 150, 864 349, 279 666, 404 | Paid in capital Capital surplus Retained earnings | 13, 220, 605 34, 942, 693 40, 271, 024 △ 61, 993, 113 |
| Allowance for doubtful accounts | △ 136, 207 | Accumulated other comprehensive income Valuation difference on securities Foreign currency translation adjustment | △ 65, 995 |
| | | Minority Interest Net Assets | 825, 044 13, 979, 654 |
| Total Assets | 59, 777, 221 | Total liabilities and net assets | 59, 777, 221 |

Consolidated Income Statement

(from April 1,2012 to March 31, 2013)

| | | (Thousands of Yen) |
|---------------------------------------------------------|-------------------------|--------------------|
| | | |
| Net sales | | 29, 372, 603 |
| Cost of sales | | 21, 801, 920 |
| Gross profit | | 7, 570, 683 |
| Selling, general and administrative expenses | | 6, 749, 835 |
| Operating profit | | 820, 847 |
| Non-operating income | | |
| Interest income | 78, 703 | |
| Amortization of negative goodwill | 103, 277 | |
| 0ther | 773, 240 | 955, 220 |
| Non-operating loss | | |
| Interest expense | 1, 548, 120 | |
| Other | 1, 208, 199 | 2, 756, 319 |
| Recurring loss | | 980, 251 |
| Extraordinary gains | 7, 007, 058 | |
| Extraordinary loss | 1, 816, 644 | |
| Income before income taxes and minority interests | | 4, 210, 162 |
| Income taxes | 106, 051 | |
| Adjustment to income taxes | \triangle 1, 175, 204 | △ 1,069,153 |
| Profit before minority interests | | 5, 279, 315 |
| Minority interests in loss of consolidated subsidiaries | | 7, 414 |
| Net profit | | 5, 286, 729 |
| | | |

Consolidated Cash Flow Statement

(from April 1,2012 to March 31, 2013)

(Thousands of Yen)

| | Category | (Thousands of Yen) Amount |
|-----|----------------------------------------------------------|----------------------------|
| I | Cash flow from operating activities | Amount |
| 1 | | 4 910 169 |
| | Profit before income taxes | 4, 210, 162 |
| | Depreciation | 3, 215, 502 |
| | Amortization of goodwill | 728, 354 |
| | Interest expense | 1, 548, 120 |
| | Change in trade receivables | 952, 493 |
| | Change in inventories | 941, 412 |
| | Change in trade payables | \triangle 1, 294, 193 |
| | Other | \triangle 2, 835, 570 |
| - | Subtotal | 7, 466, 281 |
| | Interest and dividend income received | 168, 201 |
| | Interest payments | \triangle 1, 531, 205 |
| | Extraordinary severance payments | △ 949, 317 |
| | Income taxes | \triangle 120, 563 |
| | Cash flow from operating activities | 5, 033, 396 |
| | | , , |
| П | Cash flow from investing activities | |
| | Purchase of property, plant and equipment | \triangle 1, 024, 181 |
| | Other | 5, 980, 466 |
| | Cash flow from investing activities | 4, 956, 284 |
| | | |
| III | Cash flow from financing activities | 4 000 000 |
| | Decrease in long-term borrowings | △ 330, 000 |
| | Redemption of bonds | \triangle 21, 022, 407 |
| | Repayment of lease obligations | \triangle 143, 775 |
| | Other | △ 626, 322 |
| | Cash flow from financing activities | △ 22, 122, 504 |
| IV | Difference in cash and deposits from currency conversion | 89, 292 |
| V | Change in cash and deposits | \triangle 12, 043, 529 |
| | | , , |
| VI | Cash and deposits at beginning of period | 17, 682, 592 |
| VII | Cash and deposits at end of period | 5, 639, 062 |
| * | Difference in cash and deposits from balance sheet | , |
| | Cash and deposits at end of period (balance sheet) | 5, 740, 662 |
| | Time denosits with terms extending over 3 months | 101,600 |

Time deposits with terms extending over 3 months
Cash and deposits at end of period (cash flow statement) 101, 600 5, 639, 062