

Consolidated Financial Statements

**Toho Zinc Co., Ltd.
and Consolidated Subsidiaries**

*For the years ended March 31, 2008, 2007 and 2006
with Report of Independent Auditors
for the year ended March 31, 2008*

Report of Independent Auditors

The Board of Directors
Toho Zinc Co., Ltd.

We have audited the accompanying consolidated balance sheets of Toho Zinc Co., Ltd. and consolidated subsidiaries as of March 31, 2008, and the related consolidated statements of income, changes in net assets, and cash flows for the year 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. The consolidated financial statements of Toho Zinc Co., Ltd. and consolidated subsidiaries for the years ended March 31, 2007 and 2006 were audited by other auditors whose report dated June 28, 2007, expressed an unqualified opinion on those financial statements.

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 Toho Zinc Co., Ltd. and consolidated subsidiaries at March 31, 2008, and the consolidated results of their operations and their cash flows for the year 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, 2008 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 2.

Ernst & Young ShinNihon

June 19, 2008

Toho Zinc Co., Ltd. and Consolidated Subsidiaries

Consolidated Balance Sheets

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Assets			
Current assets:			
Cash and time deposits	¥ 13,267	¥ 14,358	\$ 143,307
Notes and accounts receivable, trade	31,599	20,121	200,827
Inventories <i>(Note 17)</i>	20,530	26,516	264,658
Advance payment	2,141	5,247	52,374
Deferred tax assets <i>(Note 13)</i>	2,668	539	5,387
Other current assets	2,279	3,007	30,014
Allowance for doubtful accounts	(113)	(52)	(524)
Total current assets	<u>72,371</u>	<u>69,736</u>	<u>696,043</u>
Property, plant and equipment:			
Land <i>(Notes 4 and 18)</i>	16,914	16,960	169,281
Buildings and structures <i>(Note 18)</i>	18,010	18,589	185,536
Machinery and equipment <i>(Note 18)</i>	53,990	55,055	549,498
Construction in progress	650	763	7,626
Other	-	-	-
	<u>89,564</u>	<u>91,367</u>	<u>911,941</u>
Accumulated depreciation	(55,519)	(56,991)	(568,835)
	<u>34,045</u>	<u>34,376</u>	<u>343,106</u>
Investments and other assets:			
Investment securities <i>(Notes 10 and 18)</i>	10,430	11,621	115,986
Investments in non-consolidated subsidiaries <i>(Note 3)</i>	298	411	4,107
Deferred tax assets <i>(Note 13)</i>	811	887	8,860
Intangible assets	98	93	929
Other assets <i>(Note 3)</i>	8,589	8,388	83,720
Allowance for doubtful accounts	(795)	(862)	(8,606)
	<u>19,431</u>	<u>20,538</u>	<u>204,996</u>
Total assets	<u>¥125,847</u>	<u>¥124,650</u>	<u>\$1,244,145</u>

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Liabilities and net assets			
Current liabilities:			
Short-term borrowings <i>(Note 18)</i>	¥ 29,601	¥ 24,601	\$ 245,544
Current portion of long-term debt <i>(Note 18)</i>	2,319	4,896	48,868
Notes and accounts payable, trade	8,879	8,133	81,169
Accrued expenses	3,028	3,118	31,114
Accrued income taxes	6,600	1,130	11,280
Accrued directors' bonus	38	39	389
Other current liabilities	6,647	4,277	42,699
Total current liabilities	<u>57,112</u>	<u>46,194</u>	<u>461,063</u>
Long-term liabilities:			
Long-term debt <i>(Note 18)</i>	8,515	11,618	115,964
Accrued employees' pension and severance costs <i>(Note 12)</i>	3,592	3,394	33,875
Accrued directors' and statutory auditors' retirement allowances	140	166	1,667
Deferred tax liabilities related to land revaluation <i>(Note 4)</i>	5,785	5,786	57,741
Accrued environmental allowances	157	158	1,569
Other long-term liabilities	2,617	78	783
Total non-current liabilities	<u>20,806</u>	<u>21,200</u>	<u>211,599</u>
Total liabilities	<u>77,918</u>	<u>67,394</u>	<u>672,662</u>
Net assets			
Shareholders' equity:			
Common stock:			
Authorized – 264,000,000 shares			
Issued – 135,855,217 shares in 2007			
135,855,217 shares in 2008	14,630	14,630	146,029
Capital surplus	9,877	9,877	98,587
Retained earnings	15,249	23,839	237,944
Less: Treasury stock, at cost – 50,794 shares in 2008 and 46,980 shares in 2007	(18)	(21)	(219)
Total shareholders' equity	<u>39,738</u>	<u>48,325</u>	<u>482,341</u>
Revaluation and translation adjustments:			
Net unrealized gains on other securities	3,120	1,039	10,377
Losses on deferred hedges	(2,711)	(69)	(691)
Surplus from land revaluation <i>(Note 4)</i>	7,580	7,580	75,653
Foreign currency translation adjustments	202	381	3,803
Total revaluation and translation adjustments	<u>8,191</u>	<u>8,931</u>	<u>89,142</u>
Total net assets	<u>47,929</u>	<u>57,256</u>	<u>571,483</u>
Total liabilities and net assets	<u>¥125,847</u>	<u>¥124,650</u>	<u>\$1,244,145</u>

The accompanying notes are an integral part of these financial statements.

Toho Zinc Co., Ltd. and Consolidated Subsidiaries

Consolidated Statements of Income

	Year ended March 31,			
	2006	2007	2008	2008
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Net sales	¥75,916	¥127,876	¥147,390	\$1,471,104
Cost of sales	63,085	102,216	123,827	1,235,931
Gross profit	12,831	25,660	23,563	235,173
Selling, general and administrative expenses:				
Transportation expense	2,794	3,067	3,223	32,176
Salaries and wages	970	1,024	965	9,633
Pension and severance costs	109	93	82	820
Research and development costs <i>(Note 6)</i>	243	262	261	2,611
Depreciation	83	81	73	731
Directors' and statutory auditors' retirement costs	34	44	26	268
Directors' bonus	–	38	39	389
Provision for doubtful accounts	20	52	94	945
Other	1,381	1,535	1,517	15,098
	5,634	6,196	6,280	62,671
Operating income	7,197	19,464	17,283	172,502
Other income (expense):				
Interest and dividend income	111	231	440	4,398
Gain on sale of securities	141	0	–	–
Derivative gains (losses)	207	82	(14)	(145)
Interest expenses	(370)	(467)	(657)	(6,565)
Exchange gains (losses), net	(395)	233	(118)	(1,182)
Loss on disposal of property, plant and equipment	(352)	(797)	(265)	(2,650)
Equity in earnings (losses) of unconsolidated subsidiaries and affiliated companies	(181)	425	577	5,759
Impairment loss on fixed assets <i>(Note 7)</i>	(232)	(8)	(4)	(39)
Losses on hedge transactions	–	(1,977)	(496)	(4,943)
Provision for environmental measures	–	(157)	–	–
Write-down of investment securities	(5)	(17)	(367)	(3,662)
Other	155	(55)	164	1,645
	(921)	(2,507)	(740)	(7,384)
Income before income taxes	6,276	16,957	16,543	165,118
Income taxes:				
Current	2,856	7,946	5,139	51,292
Deferred	(2)	(1,076)	1,455	14,524
	2,854	6,870	6,594	65,816
Net income	¥ 3,422	¥ 10,087	¥ 9,949	\$ 99,302
		<i>(Yen)</i>		<i>(U.S. dollars)</i>
Per share:				
Net income – basic	¥26.98	¥75.26	¥73.26	\$0.73
Cash dividends	¥ 5.00	¥10.00	¥10.00	\$0.09

The accompanying notes are an integral part of these financial statements.

Toho Zinc Co., Ltd. and Consolidated Subsidiaries

Consolidated Statements of Changes in Net Assets

	Shareholders' equity					Revaluation and translation adjustments						Total net assets
	Number of shares of common stock issued	Common stock	Capital surplus	Retained earnings	Treasury stock (*)	Total shareholders' equity	Net unrealized gains on other securities	Losses on deferred hedges	Surplus from land revaluation	Foreign currency translation adjustments	Total revaluation and translation adjustments	
	<i>(Millions of yen)</i>											
Balance at March 31, 2005	125,855,217	¥10,240	¥5,490	¥ 3,332	¥ (6)	¥19,056	¥ 982	¥ -	¥7,931	¥ 43	¥ 8,956	¥28,012
Dividends from surplus	-	-	-	(651)	-	(651)	-	-	-	-	-	(651)
Net income	-	-	-	3,422	-	3,422	-	-	-	-	-	3,422
Acquisition of treasury stock	-	-	-	-	(3)	(3)	-	-	-	-	-	(3)
Net charges in items other than those in shareholders' equity	-	-	-	-	-	-	1,438	-	(346)	53	1,145	1,145
Balance at March 31, 2006	125,855,217	10,240	5,490	6,103	(9)	21,824	2,420	-	7,585	96	10,101	31,925
Issuance of new shares	10,000,000	4,390	4,387	-	-	8,777	-	-	-	-	-	8,777
Cash dividends paid	-	-	-	(629)	-	(629)	-	-	-	-	-	(629)
Bonuses to directors	-	-	-	(28)	-	(28)	-	-	-	-	-	(28)
Decrease due to change in scope of consolidation	-	-	-	(289)	-	(289)	-	-	-	-	-	(289)
Net income	-	-	-	10,087	-	10,087	-	-	-	-	-	10,087
Acquisition of treasury stock	-	-	-	-	(9)	(9)	-	-	-	-	-	(9)
Other	-	-	0	5	(0)	5	-	-	-	-	-	5
Net charges in items other than those in shareholders' equity	-	-	-	-	-	-	700	(2,711)	(5)	106	(1,910)	(1,910)
Balance at March 31, 2007	135,855,217	14,630	9,877	15,249	(18)	39,738	3,120	(2,711)	7,580	202	8,191	47,929
Issuance of new shares	-	-	-	-	-	-	-	-	-	-	-	-
Dividends from surplus	-	-	-	(1,359)	-	(1,359)	-	-	-	-	-	(1,359)
Net income	-	-	-	9,949	-	9,949	-	-	-	-	-	9,949
Acquisition of treasury stock	-	-	-	-	(4)	(4)	-	-	-	-	-	(4)
Other	-	-	0	-	1	1	-	-	-	-	-	1
Net charges in items other than those in shareholders' equity	-	-	-	-	-	-	(2,081)	(2,642)	-	179	740	740
Balance at March 31, 2008	135,855,217	¥14,630	¥9,877	¥23,839	¥(21)	¥48,325	¥ 1,039	¥ (69)	¥7,580	¥381	¥ 8,931	¥57,256

Toho Zinc Co., Ltd. and Consolidated Subsidiaries
Consolidated Statements of Changes in Net Assets (continued)

	Shareholders' equity				Revaluation and translation adjustments						
	Common stock	Capital surplus	Total net assets	Treasury stock (*)	Total shareholders' equity	Net unrealized gains on other securities	Losses on deferred hedges	Surplus from land revaluation	Foreign currency translation adjustments	Total revaluation and translation adjustments	Total net assets
	<i>(Thousands of U.S. dollars)</i>										
Balance at March 31, 2007	\$146,029	\$98,586	\$478,380	\$(181)	\$396,630	\$ 31,136	\$(27,054)	\$75,653	\$2,015	\$81,750	\$478,380
Issuance of new shares	-	-	-	-	-	-	-	-	-	-	-
Dividends from surplus	-	-	(13,555)	-	(13,555)	-	-	-	-	-	(13,555)
Bonuses to Directors	-	-	-	-	-	-	-	-	-	-	-
Net income	-	-	99,303	-	99,303	-	-	-	-	-	99,303
Acquisition of treasury stock	-	-	(41)	(41)	(41)	-	-	-	-	-	(41)
Other	-	1	4	3	4	-	-	-	-	-	4
Net charges in items other than those in shareholders' equity	-	-	7,392	-	-	(20,758)	26,363	-	1,788	7,392	7,392
Balance at March 31, 2008	<u>\$146,029</u>	<u>\$98,587</u>	<u>\$571,483</u>	<u>\$(219)</u>	<u>\$482,341</u>	<u>\$ 10,377</u>	<u>\$ (691)</u>	<u>\$75,653</u>	<u>\$3,803</u>	<u>\$89,142</u>	<u>\$571,483</u>

(*) There were 46,980 shares and 50,794 shares of treasury stock as of March 31, 2007 and 2008, respectively.

The accompanying notes are an integral part of these financial statements.

Toho Zinc Co., Ltd. and Consolidated Subsidiaries

Consolidated Statements of Cash Flows

	Year ended March 31,			
	2006	2007	2008	2008
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Cash flows from operating activities:				
Income before income taxes	¥ 6,276	¥16,957	¥ 16,543	\$ 165,118
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation and amortization	2,293	2,285	2,660	26,559
Impairment loss on fixed assets	232	8	4	47
Write-down of investments securities	–	17	367	3,662
Increase (decrease) in allowance for doubtful accounts	(58)	99	12	122
Increase in accrued directors' bonus	–	38	1	9
Increase (decrease) in accrued employees' pension and severance costs	(63)	(154)	(197)	(1,974)
Interest and dividend income	(111)	(231)	(440)	(4,398)
Interest expenses	370	467	657	6,564
Equity in (earnings) losses of unconsolidated subsidiaries and affiliated companies	181	(425)	(577)	(5,759)
Net loss on sale and disposal of property, plant and equipment	352	797	266	2,651
Gain on sale of securities	(141)	(0)	–	–
(Increase) decrease in notes and accounts receivable, trade	(5,553)	(8,330)	11,176	111,553
(Increase) decrease in inventories	(5,580)	(1,882)	(6,010)	(59,991)
Increase (decrease) in notes and accounts payable, trade	1,668	(33)	(3,853)	(38,459)
Other	(680)	110	302	3,010
Sub total	(814)	9,723	20,911	208,714
Interest and dividend income received	218	221	437	4,366
Interest expense paid	(348)	(473)	(654)	(6,528)
Income taxes paid	(2,019)	(3,475)	(10,534)	(105,144)
Net cash provided by (used in) operating activities	(2,963)	5,996	10,160	101,408
Cash flows from investing activities:				
Payments for purchases of property, plant and equipment	(2,885)	(1,978)	(2,795)	(27,899)
Proceeds from sale of property, plant and equipment	6	21	15	154
Payments for purchases of investment securities	(242)	(1,567)	(5,168)	(51,589)
Proceeds from sale of investments securities	239	4	–	–
Payments for purchases of investments in affiliates	(593)	(2,495)	(294)	(2,936)
Additions to loans receivable	–	(1,361)	–	–
Other	(249)	(742)	(128)	(1,279)
Net cash used in investing activities	(3,724)	(8,118)	(8,370)	(83,549)
Cash flows from financing activities:				
Decrease in short-term borrowings	3,338	–	–	–
Increase (decrease) in commercial paper, net	3,000	3,000	(5,000)	(49,905)
Proceeds from long-term debt	4,650	–	8,000	79,848
Repayments of long-term debt	(1,933)	(2,286)	(2,318)	(23,143)
Proceeds from issuance of stock	–	8,776	–	–
Cash dividends paid	(629)	(629)	(1,359)	(13,555)
Other	(3)	(9)	(4)	(37)
Net cash provided by (used in) financing activities	8,423	8,852	(681)	(6,792)
Effect of exchange rate changes on cash and cash equivalents	–	(4)	(8)	(79)
Net increase in cash and cash equivalents	1,736	6,726	1,101	10,988
Cash and cash equivalents at beginning of year	4,770	6,506	13,232	132,070
Cash and cash equivalents at end of year (Note 8)	¥ 6,506	¥13,232	¥ 14,333	\$ 143,058

The accompanying notes are an integral part of these financial statements.

Toho Zinc Co., Ltd. and Consolidated Subsidiaries

Notes to Consolidated Financial Statements

March 31, 2008

1. Summary of Significant Accounting Policies

(a) Basis of presentation

The accompanying consolidated financial statements of Toho Zinc Co., Ltd. (the “Company”) and its consolidated subsidiaries (the “Companies”) are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards, and are compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Law of Japan.

Certain items presented in the consolidated financial statements submitted to the Direction of Kanto Financial Bureau in Japan have been reclassified in the accompanying consolidated financial statements for the convenience of readers outside Japan.

(b) Principles of consolidation

The accompanying consolidated financial statements include the accounts of the Company and any significant subsidiaries that are controlled by the Company. Under the effective control approach, all majority-owned companies are to be consolidated. Additionally, companies in which share ownership equals 50% or less may be required to be consolidated in cases where such companies are effectively controlled by other companies through the interests held by a party who has a close relationship with the parent in accordance with Japanese accounting standards. All significant inter-company transactions and accounts are eliminated in consolidation.

(c) Financial instruments

(1) Derivatives

All derivatives are recognized in the balance sheet at fair value, with changes in fair value included in net income for the period in which they arise, except for derivatives that are designated as “hedging instruments” (see Note 1-(c)-(3) Hedge accounting below).

(2) Investment securities

Marketable securities classified as other securities are carried at fair value with any changes in unrealized gains or losses, net of income taxes, included directly in net assets.

Non-marketable securities classified as other securities are carried at cost. Cost of securities sold is determined by the moving average method.

1. Summary of Significant Accounting Policies (continued)

(c) Financial instruments (continued)

(3) Hedge accounting

Gains or losses arising from changes in fair value of the derivatives designated as “hedging instruments” are deferred as an asset or liability and included in net income in the same period during which the gains and losses on the hedged items or transactions are recognized.

The derivatives designated as hedging instruments held by the Companies are commodities futures. The related hedged items are commodities.

The Companies has a policy to utilize the above hedging instruments in order to reduce the Companies' exposure to the risk of the price fluctuation.

The Company evaluates effectiveness of its hedging activities by reference to the accumulated gains or losses on the hedging instruments and the related hedged items from the commencement of the hedging transactions.

(d) Inventories

Inventories are stated at cost, which is primarily determined by the last-in first-out method.

(e) Property, plant and equipment and depreciation

Property, plant and equipment are stated at cost and have been mainly depreciated by the straight-line method over the estimated useful lives of respective assets.

(Changes accounting policy)

In accordance with the revision made to the Corporate Tax Law of Japan (the “Tax Law”) which went into effect on April 1, 2007, effective the year ended March 31, 2008, the Company and domestic consolidated subsidiaries have adopted the new method prescribed in the revised Tax Law for depreciating tangible fixed assets acquired on or after April 1, 2007. Effect of this accounting change on operating income, and income before income taxes were insignificant.

(Additional information)

In addition to the above adoption, effective the year ended March 31, 2008, these companies depreciate the difference between 5% of acquisition cost and nominal value by the straight-line method over a period of five years from the year following the year in which the accumulated depreciation has reached 95% of acquisition cost with respect to the tangible fixed assets acquired on or before March 31, 2007. As a result, operating income, and income before income taxes both decreased by ¥411 million (\$4,411 thousand) for the year ended March 31, 2008 from the corresponding amounts which would have been reported under the previous method.

The effect of this change on segment information is explained in Note 15.

1. Summary of Significant Accounting Policies (continued)

(f) Intangible assets and amortization

Software for internal use is amortized by using the straight-line method over estimated useful lives (less than 5 years).

(g) Allowance for doubtful accounts

The allowance for doubtful accounts is provided at an amount sufficient to cover possible losses on collection. The allowance consists of the estimated uncollectible amounts with respect to specific receivables plus a percentage based on historical credit losses.

(h) Accrued directors' and statutory auditor's retirement allowances

In order to prepare for the disbursements of the directors' and statutory auditor's retirement allowances, the Company records an amount required to be paid out as at the end of the fiscal year which is calculated based on internal rules.

Note that the Company discontinued the system for directors' and statutory auditor's retirement allowances in accordance with a decision by the board of directors held on May 22, 2007, and hence the balance as at the end of this consolidated fiscal year is the amount for periods in which the directors and statutory auditors served prior to June 2007.

(i) Accrued directors' bonuses

Accrued directors' bonuses at the balance sheet date are based on an estimate of the amount to be paid as bonuses for services rendered by that date.

(Changes accounting policy)

Effective from the year ended March 31, 2007, the Company applied "Accounting standard for directors' bonus" (Accounting Standard Board of Japan Statement No. 4 issued on November 29, 2005 by the Accounting Standards Board of Japan). As a result of the application of this standard, operating profit, ordinary income and income before income taxes decreased by ¥38 million, respectively, for the year ended March 31, 2007.

(j) Accrued environmental allowances

Accrued environmental allowances are estimated and recorded to provide for future potential costs, such as costs related to disposal of polychlorinated biphenyl (PCB).

(k) Accrued expected losses on construction contracts in process allowances

In order to prepare for future losses related to construction orders, the Company has recorded an estimated amount for construction which has yet to be transferred as at the end of the consolidation fiscal year.

1. Summary of Significant Accounting Policies (continued)

(l) Leases

Noncancelable lease transactions are accounted for as operating leases (whether such leases are classified as operating or finance leases) except that lease agreements which stipulate the transfer or ownership of the leased property to the lessee are accounted for as finance leases.

(m) Accrued employees' pension and severance costs

Accrued employees' retirement benefits are provided mainly at an amount calculated based on the retirement benefit obligation and the fair value of the pension plan assets as of the balance sheet date, as adjusted for unrecognized actuarial gain or loss and unrecognized prior service cost. The retirement benefit obligation is attributed to each period by the straight-line method over the estimated years of service of the employees.

Actuarial gain and loss are amortized in the year following the year in which the gain or loss is recognized primarily by the straight-line method over the period of 10 years which are the average remaining year of service of the employees.

Prior service cost is being amortized as incurred by the straight-line method over the period of 10 years which are the average remaining years of service of the employees.

(n) Cash and cash equivalents

Cash and cash equivalents in the consolidated statements of cash flows are composed of cash on hands, bank deposits be able to withdraw on demand and short-term investments with original maturity of three months or less and minor risk for the fair value fluctuation.

(o) Income taxes

Deferred tax assets and liabilities are determined based on the differences between financial reporting and the tax bases of the assets and liabilities and are measured using the enacted tax rates and laws which will be in effect when the differences are expected to reverse.

(p) Foreign currency translation

Foreign currency transaction

All receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rate prevailing at the balance sheet date.

Foreign currency financial statements

The assets and liabilities of the foreign consolidated subsidiaries are translated into Japanese yen at current exchange rate prevailing at the balance sheet date. Revenue and expense accounts are translated at current exchange rate prevailing at the balance sheet date. Foreign currency translation adjustments are included in net assets.

1. Summary of Significant Accounting Policies (continued)

(q) Appropriation of retained earnings

Cash dividends and transfers to legal reserve are recorded in the fiscal year that the proposed appropriation of retained earnings is approved at the shareholders' meeting.

(r) Net income per share

Net income per share is computed based on the net income available for distribution to shareholders of common stock and the weighted average number of shares of common stock outstanding during the year.

2. U.S. Dollar Amounts

U.S. dollar amounts presented in the accompanying consolidated financial statements and in these notes are included solely for the convenience of readers outside of Japan, at the prevailing exchange rate of ¥100.19 to U.S.\$1 on March 31, 2008. These translations should not be construed as representations that the yen amounts actually represent, or have been or could be converted into U.S. dollars at that or any other rate.

3. Investments in Non-Consolidated Subsidiaries and Affiliates

Investments in non-consolidated subsidiaries and affiliates as of March 31, 2007 and 2008 were summarized as follows:

	March 31,		
	<u>2007</u>	<u>2008</u>	<u>2008</u>
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Subsidiaries	¥ 298	¥ 411	\$ 4,107
Affiliates	4,027	5,260	52,499
	<u>¥4,325</u>	<u>¥5,671</u>	<u>\$56,606</u>

4. Land Revaluation

In accordance with the Land Revaluation Law, the Company's land used for its business operations was revalued as follows:

Date of revaluation: March 31, 2000

The difference between total fair value of land at March 31, 2008 and the total book value after revaluation of land:
¥5,069 million
(\$50,595 thousand)

The tax effect of the excess on revaluation is recorded as "Deferred tax liabilities related to land revaluation" which is included in liabilities, and the remainder, net of income taxes portion of the excess on revaluation is presented as "Surplus from land revaluation" which is included in net assets.

5. Commitments and Contingent Liabilities

The Companies were contingently liable as guarantors for loans of other companies in the aggregate amount of ¥860 million (\$8,590 thousand) at March 31, 2008.

The Company has entered into loan commitment agreements amounting to ¥5,600 million (\$55,893 thousand) with financial institutes at March 31, 2008. The loans payable outstanding was zero, and therefore, the unused balances was ¥5,600 million (\$55,893 thousand) under the credit facilities as of March 31, 2008.

6. Research and Development Costs

Research and development costs, which are included in cost of sales and selling, general and administrative expenses, totaled ¥243 million, ¥262 million and ¥261 million (\$2,611 thousand) for the years ended March 31, 2006, 2007 and 2008, respectively.

7. Impairment Loss on Fixed Assets

The Company has recognized impairment losses on the assets group for the year ended March 31, 2006, 2007 and 2008 as follows:

March 31,	Location	Use	Category	<i>Impairment loss millions of yen (Thousands of U.S. dollars)</i>
2006	Annaka City, Gumma, other	Idle assets	Machinery,	¥185
			Buildings and structures,	46
			Others	1
2007	Annaka City, Gumma, other	Idle assets	Machinery,	¥7
			Buildings and structures,	1
			Others	0
2008	Shandong, China	Idle assets	Machinery,	¥4
			Others	(\$47)
				0
				(0)

The Company determined asset group based on the categories used for their managerial accounting. With respect to idle assets, each asset is treated as an individual unit to apply the accounting for the impairment.

The Company recognized impairment losses for entire book value of idle assets on the ground that they were projected to generate no future cash-in flows and were not readily salable either.

8. Cash and Cash Equivalents

Cash and cash equivalents at March 31, 2007 and 2008 were composed of the followings:

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Cash and time deposits	¥13,267	¥14,358	\$143,307
Less:			
Time deposits with a maturity of more than three months when purchased	(35)	(25)	(249)
Cash and cash equivalents	<u>¥13,232</u>	<u>¥14,333</u>	<u>\$143,058</u>

9. Leases

As lessees:

The following pro forma amounts represent the acquisition cost, accumulated depreciation and net book value of the leased assets at March 31, 2007 and 2008 which would have been reflected in the consolidated balance sheets if these agreements had been accounted for as financing leases:

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Acquisition cost of machinery and equipment	¥ 94	¥ 137	\$ 1,374
Accumulated depreciation of machinery and equipment	(26)	(39)	(392)
Net book value	<u>¥ 68</u>	<u>¥ 98</u>	<u>\$ 982</u>
Acquisition cost of furniture and fixtures	¥154	¥ 151	\$ 1,513
Accumulated depreciation of furniture and fixtures	(94)	(109)	(1,095)
Net book value	<u>¥ 60</u>	<u>¥ 42</u>	<u>\$ 418</u>

Future minimum lease payments (including the interest portion thereon) subsequent to March 31, 2008 for finance leases accounted for as operating leases are summarized as follows:

Year ending March 31,	<i>(Millions of yen)</i>	<i>(Thousands of U.S. dollars)</i>
2008	¥ 37	\$ 371
2009 and thereafter	103	1,029
Net book value	<u>¥140</u>	<u>\$1,400</u>

9. Leases (continued)

Lease payments relating to finance leases accounted for as operating leases in the accompanying consolidated financial statements for the years ended March 31, 2006, 2007 and 2008 totaled ¥39 million, ¥36 million and ¥42 million (\$420 thousand), respectively. The pro forma depreciation of the assets leased under finance leases accounted for as operating leases for the years ended March 31, 2006, 2007 and 2008 amounted to ¥39 million, ¥36 million and ¥42 million (\$420 thousand), respectively.

10. Investment Securities

The Company classified investment securities other than those of subsidiaries and affiliates into two categories: held-to-maturity securities or other securities.

The aggregate cost and fair value (carrying value) of marketable securities which were included in investment securities at March 31, 2007 and 2008 were as follows:

	March 31, 2007		
	Cost	Fair value (carrying value)	Unrealized gains (losses)
	<i>(Millions of yen)</i>		
Securities for which fair value exceeds cost:			
Equity securities	¥1,861	¥6,365	¥4,505
Debt securities	469	1,006	536
Securities for which cost exceeds fair value:			
Equity securities	879	799	(80)
Debt securities	—	—	—
Total	¥3,209	¥8,170	¥4,961
	March 31, 2008		
	Cost	Fair value (carrying value)	Unrealized gains (losses)
	<i>(Millions of yen)</i>		
Securities for which fair value exceeds cost:			
Equity securities	¥1,785	¥4,192	¥2,407
Debt securities	—	—	—
Securities for which cost exceeds fair value:			
Equity securities	794	676	(118)
Debt securities	4,963	4,461	(502)
Total	¥7,542	¥9,329	¥1,787

10. Investment Securities (continued)

	March 31, 2008		
	Cost	Fair value (carrying value)	Unrealized gains (losses)
	<i>(Thousands of U.S. dollars)</i>		
Securities for which fair value exceeds cost:			
Equity securities	\$17,811	\$41,845	\$24,034
Debt securities	–	–	–
Securities for which cost exceeds fair value:			
Equity securities	7,931	6,747	(1,184)
Debt securities	49,536	44,525	(5,011)
Total	\$75,278	\$93,117	\$17,839

As at March 31, 2007 and 2008, the carrying amount of non-marketable equity securities and debt securities, which were included in investment securities, were ¥929 million and 1,361 million, and ¥929 million (\$9,275 thousand) and ¥1,361 million (\$13,588 thousand), respectively.

11. Derivative Financial Instruments

The Company enters into forward exchange contracts, commodity futures and interest rate swaps. Forward exchange contracts and commodity futures are utilized to hedge currency risk exposures. Interest rate swaps are utilized to hedge against possible future changes in interest rates on borrowings. The Company uses derivative instruments only for hedging purposes and not for purposes of trading or speculation.

The table below lists contract amounts and fair value of derivatives as at March 31, 2007 by transactions and type of instrument, excluding derivatives eligible for hedge accounting.

(a) Currency-related derivatives

Instruments	March 31, 2007		
	Contract amounts	Fair value	Unrealized gains (losses)
	<i>(Millions of yen)</i>		
Forward exchange contracts:			
Sold –			
U.S. dollar (purchased Japanese yen)	¥4,568	¥4,499	¥69
Purchased –			
U.S. dollar (sold Japanese yen)	82	82	0
Total unrealized losses from forward exchange contracts			¥69

11. Derivative Financial Instruments (continued)

(b) Interest rate-related derivatives

Instruments	March 31, 2007		
	Contract amounts	Fair value	Unrealized gains (losses)
	<i>(Millions of yen)</i>		
Interest rate swap contracts:			
To receive floating / to pay fixed rate	¥5,000	¥(54)	¥(54)

12. Employees' Pension and Severance Costs

The Company and its domestic consolidated subsidiaries have defined benefit plans, i.e., tax-qualified pension plans and lump-sum payment plans, covering substantially all employees who are entitled to lump-sum or annuity payments, the amounts of which are determined by reference to their basic rates of pay, length of service, and the conditions under which termination occurs.

The funded status of retirement benefit obligations at March 31, 2007 and 2008 were as follows:

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Projected benefit obligations	¥ 5,548	¥ 4,729	\$ 47,200
Plan assets at fair value	(1,729)	(1,510)	(15,075)
Unfunded status	3,819	3,219	32,125
Unrecognized actuarial loss	(227)	(214)	(2,140)
Unrecognized prior service benefit	–	389	3,890
Accrued employees' pension and severance costs	¥ 3,592	¥ 3,394	\$ 33,875

The compositions of employees' pension and severance expense for the years ended March 31, 2006, 2007 and 2008 were as follows:

	Year ended March 31,			
	2006	2007	2008	2008
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Service cost	¥289	¥271	¥251	\$2,510
Interest cost	111	108	103	1,036
Expected return on plan assets	(25)	(31)	(34)	(345)
Amortization of actuarial loss	108	78	73	725
Total	¥483	¥426	¥393	¥3,926

12. Employees' Pension and Severance Costs (continued)

The assumptions used for in accounting for the defined benefit pension plans for the years ended March 31, 2006, 2007 and 2008 were as follows:

	Year ended March 31,		
	2006	2007	2008
Discount rate	2.0%	2.0%	2.0%
Expected rate of return on plan assets	2.5%	2.0%	2.0%

13. Income Taxes

At March 31, 2007 and 2008, significant components of deferred tax assets and liabilities were as follows:

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Deferred tax assets:			
Accrued employees' pension and severance costs	¥ 1,448	¥1,370	\$13,677
Accrued employees' bonus	325	319	3,192
Inventories write-off	184	-	-
Elimination of intercompany profits	76	116	1,165
Accrued enterprise tax	503	111	1,112
Loss on hedge transactions	805	-	-
Losses on deferred hedges	1,860	47	475
Other	393	220	2,197
Gross deferred tax assets	5,594	2,183	21,818
Less: Valuation allowance	205	67	678
Total deferred tax assets	5,389	2,116	21,140
Deferred tax liabilities:			
Special tax-purpose reserve for condensed booking of tangible assets	(33)	(30)	(298)
Unrealized gains on other securities	(1,877)	(660)	(6,595)
Total deferred tax liabilities	(1,910)	(690)	(6,893)
Net deferred tax assets	¥ 3,479	¥1,426	\$14,247
Deferred tax liabilities:			
Deferred tax liabilities related to land revaluation	¥ 5,785	¥5,785	\$57,740

The reconciliation between the statutory tax rate and the effective tax rate for the year ended March 31, 2006, 2007, 2008 is not shown because the difference was less than 5% of the statutory tax rate.

14. Net Assets

The Corporation Law of Japan (the “Law”), which superseded most of the provisions of the Commercial Code of Japan, went into effect on May 1, 2006. The Law 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 common stock. Such distributions can be made at any time by resolution of the stockholders, or by the Board of Directors if certain conditions are met.

15. Segment Information

Business segment information

Effective from the year ended March 31, 2005, industry segments are divided into four groups: Smelting industry, Electronic Material industry, Environment and Recycling industry and other, from prior three groups: Smelting industry, Metal processing industry, and other.

Information about business segment of the Companies for the years ended March 31, 2006, 2007 and 2008 is as follows:

	Year ended March 31, 2006				Eliminations and corporate (Note 2)	Consolidated
	Business segment					
	Industry A (Note 1)	Industry B (Note 1)	Industry C (Note 1)	Other (Note 1)		
	<i>(Millions of yen)</i>					
Net sales:						
Customers	¥50,967	¥ 8,862	¥5,332	¥10,755	¥ -	¥75,916
Inter-segment	474	11	68	3,454	(4,007)	-
Total	51,441	8,873	5,400	14,209	(4,007)	75,916
Cost and expenses	47,256	8,101	4,348	12,803	(3,789)	68,719
Operating income (loss)	4,185	772	1,052	1,406	(218)	7,197
Total assets	52,371	11,905	6,715	7,145	20,153	98,289
Depreciation and amortization	1,503	336	342	15	97	2,293
Impairment loss of fixed assets	70	160	2	-	-	232
Capital expenditures	¥ 2,187	¥ 443	¥ 214	¥ 84	¥ 90	¥ 3,018

15. Segment Information (continued)

Business segment information (continued)

	Year ended March 31, 2007					Consolidated
	Business segment				Eliminations and corporate (Note 2, 3)	
	Industry A (Note 1)	Industry B (Note 1)	Industry C (Note 1)	Other (Note 1)		
	<i>(Millions of yen)</i>					
Net sales:						
Customers	¥97,623	¥10,844	¥9,481	¥ 9,928	¥ –	¥127,876
Inter-segment	506	13	124	3,621	(4,264)	–
Total	98,129	10,857	9,605	13,549	(4,264)	127,876
Cost and expenses	81,980	10,271	7,871	12,151	(3,861)	108,412
Operating income (loss)	16,149	586	1,734	1,398	(403)	19,464
Total assets	65,017	11,942	9,473	5,483	33,931	125,847
Depreciation and amortization	1,402	320	311	156	96	2,285
Impairment loss of fixed assets	8	–	–	–	–	8
Capital expenditures	¥ 1,569	¥ 259	¥ 172	¥ 2,071	¥ 50	¥ 2,121

	Year ended March 31, 2008					Consolidated
	Business segment				Eliminations and corporate (Note 2)	
	Industry A (Note 1)	Industry B (Note 1)	Industry C (Note 1)	Other (Note 1)		
	<i>(Millions of yen)</i>					
Net sales:						
Customers	¥113,729	¥10,901	¥12,287	¥10,473	¥ –	¥147,390
Inter-segment	730	11	162	4,949	(5,852)	–
Total	114,459	10,912	12,449	15,422	(5,852)	147,390
Cost and expenses	102,001	9,786	10,137	13,606	(5,423)	130,107
Operating income (loss)	12,458	1,126	2,312	1,816	(429)	17,283
Total assets	66,343	11,658	7,608	5,394	33,646	124,650
Depreciation and amortization	1,853	354	356	10	86	2,660
Impairment loss of fixed assets	–	4	–	–	–	4
Capital expenditures	¥ 2,136	¥ 373	¥ 315	¥ 231	¥ 90	¥ 3,146

	Year ended March 31, 2008					Consolidated
	Business segment				Eliminations and corporate (Note 2, 3)	
	Industry A (Note 1)	Industry B (Note 1)	Industry C (Note 1)	Other (Note 1)		
	<i>(Thousands of U.S. dollars)</i>					
Net sales:						
Customers	\$1,135,140	\$108,809	\$122,630	\$104,526	\$ –	\$1,471,105
Inter-segment	7,283	112	1,620	49,400	(58,415)	–
Total	1,142,423	108,921	124,250	153,926	(58,415)	1,471,105
Cost and expenses	1,018,081	97,674	101,174	135,807	(54,134)	1,298,602
Operating income (loss)	124,342	11,247	23,076	18,119	(4,281)	172,503
Total assets	662,172	116,362	75,940	53,844	335,828	1,244,145
Depreciation and amortization	18,495	3,536	3,559	108	861	26,559
Impairment loss of fixed assets	–	47	–	–	–	47
Capital expenditures	\$ 21,320	\$ 3,726	\$ 3,146	\$ 2,310	\$ 903	\$ 31,405

15. Segment Information (continued)

Business segment information (continued)

(Note 1) The primary products of each business segment are as follows:

Industry A of Smelting industry consists of mainly zinc, lead, electric silver and sulfuric acid etc.

Industry B of Electric Material industry consists of battery material and building material etc.

Industry C of Environment and Recycling industry consists of Zinc oxide etc.

Other consists of Soundproofing construction materials etc.

(Note 2) As described in Note 1(i), effective from the year ended March 31, 2007, the Company applied “Accounting standard for directors’ bonus” (Accounting Standard Board of Japan Statement No. 4 issued on November 29, 2005). As a result of the application of this standard, operating expenses for the year ended March 31, 2007 increased by ¥38 million in “Eliminations and corporate”, and operating income decreased by the same amount

(Note 3) (Additional information)

As described in Note 1 (e), effective the year ended March 31, 2008, the Company and its domestic subsidiaries depreciate the difference between 5% of acquisition cost and nominal value by the straight-line method over a period of five years from the year following the year in which the accumulated depreciation has reached 95% of acquisition cost with respect to the tangible fixed assets acquired on or before March 31, 2007. As a result, operating income of Industry A, Industry B, Industry C and other decreased by ¥351 million (\$3,512 thousand), ¥24 million (\$245 thousand), ¥46 million (\$467 thousand) and ¥14 million (\$143 thousand), respectively for the year ended March 31, 2008 from the corresponding amounts which would have been reported under the previous method.

16. Related Party Transactions

The Company owns 25.8% of outstanding shares of CBH Resources Ltd., which operates mining business.

The transactions and account balances with CBH Resources Ltd. as of March 31 2008 was as follows:

- Transactions

	Year ended March 31,			
	2006	2007	2008	
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Loans	¥–	¥1,361	¥ –	\$ –
Underwriting convertible bonds	–	1,361	4,963	49,536
Interests	–	73	377	3,767

- Account balances

	March 31,			
	2007	2008	2008	
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Long-term loans receivable	¥1,361	¥1,361	\$13,588	
Investment securities	2,367	5,822	58,112	
Other current assets	31	208	2,082	

Terms of transactions:

- Terms of loan and convertible bonds' interest rate are determined under general market conditions
- Terms of loan and convertible bonds' repayment period are 5 years.
- The collaterals for the loan and convertible bonds are not provided.

17. Inventories

Inventories at March 31, 2007 and 2008 consisted of the following:

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Finished goods	¥ 5,854	¥ 6,911	\$ 68,979
Work in process	5,410	6,028	60,168
Raw materials and supplies	9,266	13,577	135,511
Total	<u>¥20,530</u>	<u>¥26,516</u>	<u>\$264,658</u>

18. Short-Term Borrowings and Long-Term Debt

Short-term borrowings and long-term debt at March 31, 2007 and 2008 consisted of the following:

	March 31,			
	2007	2008		2008
		Amount	Weighted average interest rate	Last due on
	<i>(Millions of yen)</i>			<i>(Thousands of U.S. dollars)</i>
Short-term bank loans	¥21,601	¥ 21,601	1.3%	\$ 215,600
Current portion of long-term debt	2,319	4,896	0.9	48,869
Long-term debt	8,515	11,618	1.5	2009.4 ~ 2022.9 115,964
Commercial papers	8,000	3,000	0.8	29,944
Total	<u>¥40,435</u>	<u>¥41,115</u>		<u>\$410,377</u>

Average interest rates are calculated by using weighted-average interest rates as at March 31, 2008.

The maturities of long-term debt outstanding as at March 31, 2008 were as follows:

Year ending March 31,	<i>(Millions of yen)</i>	<i>(Thousands of U.S. dollars)</i>
2009	¥ 4,896	\$ 48,869
2010	3,390	33,835
2011	5,855	58,441
2012	1,905	19,015
2013	425	4,244
Thereafter	43	429
Total	<u>¥16,514</u>	<u>\$164,833</u>

18. Short-Term Borrowings and Long-Term Debt (continued)

Assets pledged as collateral for the short-term borrowings and the long-term debt at March 31, 2007 and 2008 were as follows:

Pledged assets	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Land	¥14,121	¥13,794	\$137,686
Buildings and structures	4,715	5,037	50,267
Machinery and equipment	10,203	10,203	101,835
Investment securities	711	487	4,864
Total	¥29,750	¥29,521	\$294,652

	March 31,		
	2007	2008	2008
	<i>(Millions of yen)</i>		<i>(Thousands of U.S. dollars)</i>
Short-term bank loans	¥ 30	¥ 30	\$ 299
Current portion of long-term debt	2,318	2,122	21,180
Long-term debt	7,632	5,510	54,995
Total	¥9,980	¥7,662	\$76,474