# **Eleven-Year Summary**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES For the fiscal years ended March 31, 2005 through 2015  $\,$ 

-					
	2005	2006	2007	2008	2009
For the year:					
Net sales	¥ 967,486	¥1,127,915	¥1,304,695	¥1,376,364	¥1,200,81
Cost of sales	715,143	831,333	933,199	946,940	853,43
Selling, general and administrative expenses	100,608	111,262	130,467	142,278	114,45
Operating income	151,734	185,320	241,028	287,145	232,92
Ordinary income	151,503	185,040	247,018	300,040	250,53
Net income	93,160	115,045	154,010	183,580	154,73
Capital expenditures	110,277	145,329	210,613	268,479	159,40
R&D costs	27,924	32,003	41,737	47,944	37,46
Depreciation and amortization	90,874	111,637	138,462	141,269	119,45
At year-end:					
Total assets	¥1,476,248	¥1,671,280	¥1,859,995	¥1,918,544	¥1,684,94
Working capital	444,935	572,205	628,986	638,806	606,63
Common stock	117,513	119,419	119,419	119,419	119,41
Net assets	_	_	1,360,315	1,483,669	1,407,35
Stockholders' equity	996,307	1,173,679	_	_	-
Interest-bearing debt	120,422	83,838	45,143	34,045	23,82
Per share (Yen and U.S. dollars):					
Net income—basic	¥ 219.10	¥ 266.63	¥ 357.78	¥ 426.63	¥ 362.3
Net income—fully diluted <sup>2</sup>	216.11	266.07	357.32	426.35	362.3
Cash dividends	20.00	35.00	70.00	90.00	100.0
Payout ratio (%)	9.1	13.1	19.6	21.1	27.
Net assets	2,329.47	2,730.94	3,065.80	3,344.17	3,218.2
General:					
Operating income to net sales ratio (%)	15.7	16.4	18.5	20.9	19.
Net income to net sales ratio (%)	9.6	10.2	11.8	13.3	12.
ROE (%) <sup>3</sup>	9.8	10.6	12.4	13.3	11.
ROA [%]	10.6	11.8	14.0	15.9	13.
Equity ratio (%)	67.5	70.2	71.0	75.0	81.
Number of employees	18,151	18,888	19,177	20,241	19,17
Number of shares issued (Thousands)	430,118	432,106	432,106	432,106	432,10

Notes: 1. The U.S. dollar amounts represent conversion of yen, for convenience only, at the rate of ¥120 = US\$1, the approximate rate of exchange on March 31, 2015.

2. Diluted net income per share for the fiscal year ended March 31, 2012 is not presented as there were no securities with dilutive effect.

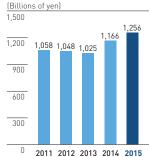
<sup>3.</sup> Stockholders' equity used for calculation of indices from the fiscal year ended March 31, 2007 consists of "stockholders' equity" and "accumulated other comprehensive income."

U.S. dollars			ns of yen	Million		
2015	2015	2014	2013	2012	2011	2010
<b>\$10,462,8</b> 6	¥1,255,543	¥1,165,819	¥1,025,409	¥1,047,731	¥1,058,257	¥ 916,837
7,836,66	940,399	873,879	769,427	798,592	803,574	700,902
1,081,78	129,814	118,130	98,938	99,505	105,460	98,718
1,544,41	185,329	173,809	157,043	149,632	149,221	117,215
1,650,20	198,025	180,605	170,207	165,237	160,338	127,019
1,071,72	128,606	113,617	105,714	100,643	100,119	83,852
915,86	109,903	83,155	86,841	87,165	119,884	123,793
393,04	47,165	43,546	37,671	35,725	37,321	33,574
807,65	96,918	91,445	80,961	82,868	93,732	87,722
		VO 400 040				
\$20,435,88	¥2,452,306	¥2,198,912	¥1,920,903	¥1,809,841	¥1,784,166	¥1,769,139
9,174,99	1,100,999	981,667	832,878	694,803	638,493	612,447
995,16	119,419	119,419	119,419	119,419	119,419	119,419
16,772,59	2,012,711	1,822,135	1,623,176	1,494,573	1,469,429	1,474,212
-	_				_	
119,40	14,328	15,638	13,929	15,732	14,574	20,052
\$ 2.51	¥ 302.05	¥ 267.20	¥ 248.94	¥ 237.03	¥ 235.80	¥ 197.53
2.51	301.98	267.07	248.92	_	235.80	197.50
0.83	100.00	100.00	100.00	100.00	100.00	100.00
33.	33.1	37.4	40.2	42.2	42.4	50.6
38.35	4,602.80	4,165.28	3,709.19	3,422.93	3,360.39	3,370.56
14	1/ 0	14.9	15.2	17.2	14.1	12.8
10	14.8	9.7	15.3	9.6	9.5	9.1
	10.2		7.0	7.0	7.0	
6.	6.9	8.8	9.1		9.0	6.0
70	8.5 79.9			9.2	80.0	7.4
19.25		80.6 17,892	82.0 17,712	16,167	16,302	16,955
18,27 432,10	18,276 432,106	432,106	432,106	432,106	432,106	432,106

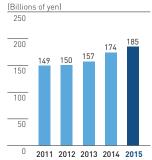
# Management's Discussion and Analysis

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES

# **Net Sales**



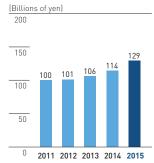
# Operating Income



# Overview of the Shin-Etsu Group

The Shin-Etsu Group (the "Group") was composed of Shin-Etsu Chemical Co., Ltd. (the "Company"), 124 subsidiaries and 14 affiliates as of March 31, 2015. There are six business segments: PVC/Chlor-Alkali Business, Silicones Business, Specialty Chemicals Business, Semiconductor Silicon Business, Electronics & Functional Materials Business and Diversified Business. The Group conducts business activities by dividing manufacturing and sales activities among Group companies and using mutual cooperation among all of these companies.

#### **Net Income**



# Net Sales by Business Segment



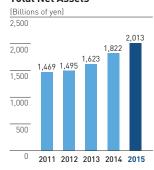
#### **Consolidated Operating Performance**

With regard to the world economy during fiscal 2015 (April 1, 2014 to March 31, 2015), although the steady recovery of the economy continued in the U.S., the European economy turned out to be lacking in strength, and a sluggish tendency was seen in the emerging economies, such as those in the Asian region. In Japan, although the economy was affected by the increase in the consumption tax, it moved along a gradual recovery track.

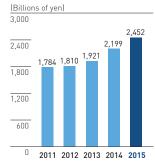
In these circumstances, the Group promoted sales to its wide range of customers around the world and expanded its global manufacturing bases. At the same time, we assiduously worked on the enhancement of our technologies and product quality.

In addition, we focused on building a strong business foundation by such means as developing new products that have special characteristics and focusing on stably securing raw materials.

#### Total Net Assets



#### Total Assets



#### **Net Sales**

**Expenses** 

Net sales increased 7.7% (¥89,724 million) to ¥1,255,543 million compared with the previous fiscal year.

Cost of Sales and Selling, General and Administrative

million and the ratio of cost of sales to net sales was unchanged at 74.9%. Selling, general and administrative

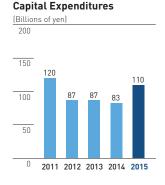
(SG&A) expenses increased 9.9% (¥11,684 million) to ¥129,814 million. The ratio of these expenses to sales was about the same as the previous fiscal year at 10.3%.

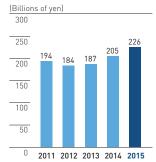
Cost of sales increased 7.6% (¥66,520 million) to ¥940,399

Research and development costs, which are included in

manufacturing costs and SG&A expenses, increased 8.3%

(¥3.619 million) to ¥47.165 million and the ratio of these





# **Operating Income**

costs to net sales was 3.8%

Operating income increased 6.6% (¥11,520 million) to ¥185,329 million and the operating income to net sales ratio was about the same as the previous fiscal year at 14.8%.

#### Net Cash Flow\*

#### **Business Segment Overview**

#### PVC/Chlor-Alkali Business

With regard to the PVC business, although Shintech in the U.S. was affected by the increase in prices of raw materials, Shintech's profit continued to be strong as a result of capturing the demand for PVC in the U.S., where a recovery was seen in the housing market, and aggressively carrying out sales to its worldwide customers. Shin-Etsu PVC in the Netherlands continued strong shipments; however, during the latter half of the fiscal term it was affected by facility problems that occurred at a raw materials supplier.

In Japan, domestic housing-related demand was slack, and a severe business situation continued.

As a result, compared with the previous fiscal year, net sales for this business segment increased by 5.8% (¥24,811 million) to ¥452,656 million and operating income decreased by 16.4% (¥9,886 million) to ¥50,264 million.

#### Silicones Business

With regard to the silicones business, in Japan, in addition to sales of product applications for automobiles and cosmetics continuing to be strong, sales of product applications for electronics equipment improved and the business continued to be firm in a wide range of fields. Our silicones business outside of Japan also generally continued to do well in products for Europe and the U.S. as well as for Southeast Asia and China.

As a result, compared with the previous fiscal year, net sales for this business segment increased by 13.4% (¥21,001 million) to ¥177,438 million and operating income increased by 5.1% (¥1,607 million) to ¥33,414 million.

#### Specialty Chemicals Business

With regard to cellulose derivatives, although sales continued to be firm in Japan, mainly for pharmaceuticaluse products, the business of SE Tylose in Germany was affected by price competition. The business of Simcoa Operations in Australia continued to be firm, aided by the upturn in the silicon metal market.

As a result, compared with the previous fiscal year, net sales for this business segment increased by 8.9% (¥9,143 million) to ¥112,347 million and operating income increased by 19.8% (¥2,521 million) to ¥15,278 million.

#### Semiconductor Silicon Business

With regard to semiconductor silicon, sales generally continued to do well because of the increase in production of semiconductor devices from the expanding demand for applications such as in smartphones and automobiles. As a result, compared with the previous fiscal year, net sales for this business segment increased by 7.9% (¥16,783 million) to ¥230,016 million and operating income increased by 45.6% (¥11,150 million) to ¥35,609 million.

#### Electronics & Functional Materials Business

With regard to the rare earth magnets business, in addition to shipments being good in terms of products for applications in automobiles, starting with hybrid cars, shipments of products for applications in large-capacity hard disk drives also continued to be steady. With regard to the photoresist products business, ArF resists and trilayer materials expanded aided by the progress in semiconductor device miniaturization. The business of materials for LED packaging also continued to be firm. Although the optical fiber preform business was affected by a sluggish market, shipments in the latter half of the fiscal year were strong.

As a result, compared with the previous fiscal year, net sales for this business segment increased by 7.3% (¥12,519 million) to ¥183,505 million and operating income increased by 12.8% (¥5,239 million) to ¥46,208 million.

#### **Diversified Business**

Shin-Etsu Polymer Co., Ltd.'s business of input devices for automobiles and semiconductor wafer-related containers continued to be firm. In addition, the engineering business of Shin-Etsu Engineering Co., Ltd. also continued to be

As a result, compared with the previous fiscal year, net sales for this business segment increased by 5.8% (¥5,466 million) to ¥99,579 million and operating income increased by 31.5% (¥1,157 million) to ¥4,826 million.

# Other Income and Expenses and Extraordinary Income and Losses

Other income, net was ¥12,696 million mainly because of a foreign exchange gain of ¥15,164 million. As a result, income before income taxes and minority interests increased 9.6% (¥17,420 million) to ¥198,025 million.

#### **Net Income**

Income taxes totaled ¥68,122 million. As a result, net income increased 13.2% (¥14,989 million) to ¥128,606 million and net income per share increased ¥34.85 to ¥302.05.

#### **Analysis of Financial Position**

# Information on Assets, Liabilities and Net Assets

At the end of fiscal 2015, total assets increased by ¥253,394 million, compared with that at the end of the previous fiscal year to ¥2,452,306 million. This was mainly due to the impact of the depreciation of the yen on currency translations of foreign consolidated subsidiaries.

Total liabilities increased by ¥62,818 million from that at the end of the previous fiscal year, to ¥439,594 million.

Total net assets increased by ¥190,576 million, compared with that at the end of the previous fiscal year to ¥2,012,711 million. This was mainly due to the increases in retained earnings resulting from net income of ¥128,606 million for fiscal 2015 and foreign currency translation adjustments as a result of the depreciation of the yen.

The stockholders' equity ratio was 79.9%, down 0.7 percentage points from 80.6% at the end of the previous fiscal year.

#### Cash Flows

Cash and cash equivalents at the end of fiscal 2015 totaled ¥423,846 million, up 16.9% (¥61,286 million) compared with the end of the previous fiscal year.

# **Operating Activities**

Net cash provided by operating activities amounted to ¥243,459 million, a decrease of ¥16,275 million from the previous fiscal year. This consisted mainly of ¥198,025 million in income before income taxes, ¥96,918 million in depreciation and amortization, an increase of ¥13,990 million in accounts receivable-trade and ¥68,765 million for the payment of income taxes.

#### **Investing Activities**

Net cash used for investing activities was ¥167,142 million, a decrease of ¥79,752 million over the previous fiscal year, which consisted mainly of ¥86,709 million for purchases of property, plant and equipment, and a net increase of ¥46,294 million in marketable securities.

#### Financing Activities

Net cash used for financing activities increased by ¥2,184 million from the previous fiscal year to ¥43,545 million. This was mainly due to a cash dividend payment of ¥42,573 million.

# Capital Expenditures

Capital expenditures totaled ¥109,903 million. The largest expenditures of ¥44,422 million were in the PVC/ Chlor-Alkali Business because of projects to enlarge and strengthen the integrated manufacturing operations of Shintech. In the Specialty Chemicals Business, capital expenditures were ¥16,147 million because of the construction of a cellulose derivatives plant in the U.S. by SE Tylose. In other business segments, capital expenditures were ¥12,947 million in the Silicones Business, ¥15,889 million in the Semiconductor Silicon Business, ¥16,407 million in the Electronics & Functional Materials Business, and ¥4,516 million in the Diversified Business.

#### **Basic Policy Concerning Profit-sharing**

Taking a long-term perspective, the Company will focus on expanding company earnings and strengthening the makeup of the Group's structure as well as on sharing the results of such successful management efforts. It is our basic policy to distribute dividends so as to appropriately reward all of our stockholders.

With regard to our financial reserves, we are making efforts to heighten the value of the Company by reinvesting them in such core business activities as facility investment, and research and development, and we will proactively utilize them for strengthening Shin-Etsu's global competitive power and future business development.

In line with our basic profit-sharing policy, the yearend dividend is ¥50 per share, the same amount as the interim dividend of ¥50 per share. Accordingly, the total annual dividend per share for fiscal 2015 is ¥100, the same amount as in the previous fiscal year.

# Outlook for Fiscal 2016 (Ending March 2016)

With regard to business prospects going forward, although the world economy is expected to see a steady recovery in the U.S., there are uncertainties concerning the European economies, which continue to be soft, as well as concerning the future direction of emerging economies where a slowdown in growth can be seen. In Japan as well, although the Japanese economy is expected to continue along a recovery track, the situation is such that it does not allow for optimism because of such concerns as the effects of the world economy's downward movement.

Facing such a situation, the Group will carefully focus on developments in world markets and aggressively develop our sales activities while accurately capturing the growth in demand. At the same time, we will further accelerate the development of our global business by such means as constructing manufacturing bases at optimal locations and strengthening and expanding existing facilities. Furthermore, we will aim to build a strong business foundation by such means as further focusing on enhancing productivity and product quality and striving to assure the stable securing of raw materials.

#### **Business Risks**

This section discusses risk factors that could potentially influence such key business matters as the results of the Group's business operations, financial condition and cash flows. The Group reduces its vulnerability to business risks by taking measures to prevent, disperse or hedge these risks. However, if an unforeseeable situation should occur, it could have a significant impact on the Group's business results.

This section contains a list of significant items that the Group considers are current risk factors, but it is not intended to be a comprehensive list of all risks that could seriously impact the Group's business performance.

#### 1) Influence of Economic Trends and Product Markets

Changes in the economic situation of countries or regions where the Group's key products are marketed can have a great impact on the results of the Group's business operations. In addition, among the Group's key products, some products could be affected by large price fluctuations due to the global supply and demand environment. The Group is hedging its risks by taking such strategies as diversifying and globalizing its businesses. However, a downturn in demand for certain of its products or escalating price competition could have a significant effect on the Group's business operations results.

# 2) Influence of Fluctuations in Foreign Exchange Rates

Overseas sales accounted for 72.0% of the consolidated net sales of the Group in fiscal 2015, and it is expected that this ratio will remain at a high level. The Japanese yen equivalent amounts of items in the financial statement items of overseas consolidated subsidiaries, which are included in the Group's consolidated financial statements, are influenced by fluctuations in foreign exchange rates.

A large movement in these rates could have a great impact on the business results of the entire Group. In addition, although we use forward-exchange contracts and other measures to reduce risk exposure associated with transactions in foreign currencies, a large movement in foreign exchange rates could have a similar serious effect on the Group's business operations results.

# 3) Influence of Natural Disasters and Disastrous Accidents

To minimize the damage that could result from an interruption of production activities, the Group performs regular disaster-prevention inspections, carries out a constant program of facility maintenance activities at its production facilities and makes facility investments to enhance safety and establish multiple manufacturing bases. However, if a natural disaster or disastrous accident or other unforeseen event damages production facilities or other areas, such circumstances could have a major impact on the Group's business operations results.

# 4) Influence of Public Regulations and Laws

In countries and regions where the Group is carrying out its business activities, we are bound by the approval processes and licensing requirements involving investment and import/export regulations as well as by various related laws concerning commercial transactions, labor, patents, taxes, foreign exchange and other items. Any changes in these regulations and laws could have a significant effect on the Group's business operations results.

# 5) Influence of Supply Factors on Procurement of Materials

The Group uses various raw materials in its production activities, and we strive to assure a stable supply of these materials by diversifying our supply sources. However, if supplies become tight or there are delays in procuring these materials, or if prices increase because of these events, there could be a great effect on the Group's business operations results.

# 6) Influence of the Development of New Products and Technologies

The pace of technological progress is rapid in the electronics industry, which is an important market for some of the Group's products. The Group is constantly working on developing the most advanced cutting-edge materials to meet needs associated with this technological innovation. However, if the Group is unable to take appropriate measures in response to changes in industries and/or markets despite its constant efforts, there could be a significant effect on the Group's business operations results.

#### 7) Influence of Environmental Issues

The Group handles various types of chemical substances and complies strictly with various laws and regulations concerning the environment. In addition, the Group has been making efforts for energy-saving in order to help combat global warming and for eliminating or significantly reducing emissions of substances that are harmful to the environment. However, if regulations concerning the environment become more strict than presently anticipated and require large-scale capital expenditures and other investments as a result, there could be a significant effect on the Group's business operations results.

# 8) Influence of Product Liability

The Group uses a large number of measures to maintain the optimum quality of its products in accordance with the characteristics of each product. However, a problem involving product quality that occurs due to unforeseen circumstances could have a significant effect on the Group's business operations results.

# **Consolidated Balance Sheets**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES As of March 31, 2015 and 2014

	Million	is of yen	Thousands of U.S. dollars (Note 3)
	2015	2014	2015
ASSETS			
Current Assets:			
Cash and time deposits (Note 20)	¥ 461,489	¥ 363,339	\$ 3,845,748
Notes and accounts receivable—trade		267,243	2,439,572
Securities (Notes 5 and 20)		274,282	2,534,837
Merchandise and finished goods		131,772	1,159,447
Work in process		13.844	104,442
Raw materials and supplies		127,519	1,043,697
Deferred taxes, current (Note 18)		33,105	306,008
Other		31,745	319,757
Less: Allowance for doubtful accounts (Note 2 [5])		(7,023)	(88,129)
Total current assets	. ,	1,235,829	11,665,383
	, ,		
Fixed Assets:  Property, Plant and Equipment (Notes 2 (8) and 8):			
	485.058	177.000	4 ((5 (55
Buildings and structures, net		177,828	1,465,477
Machinery and equipment, net		424,526	3,676,027
Land		76,283	663,993
Construction in progress		35,353	668,585
Other, net		6,806	62,661
Total property, plant and equipment	<u>784,409</u>	720,799	6,536,745
Intangible Assets:			
Goodwill	11,703	12,652	97,526
Other	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	6,755	52,576
Total intangible assets		19,408	150,103
		17,400	100,100
Investments and Other Assets:			
Investments in securities (Notes 5 and 7)	145,726	124,003	1,214,384
Long-term loans	<b> 7,604</b>	7,159	63,372
Net defined benefit asset (Note 10)	<b>2,040</b>	2,386	17,003
Deferred taxes, non-current (Note 18)	15,858	16,427	132,155
Other (Note 7)		73,313	668,362
Less: Allowance for doubtful accounts (Note 2 (5))	(1,394)	(414)	(11,623)
Total investments and other assets		222,875	2,083,655
Total fixed assets		963,083	8,770,504
Total Assets		¥2,198,912	\$20,435,888

The accompanying notes are an integral part of the consolidated financial statements.

	Million	s of yen	Thousands of U.S. dollars (Note 3)
	2015	2014	2015
LIABILITIES AND NET ASSETS Current Liabilities:			
Notes and accounts payable-trade	¥ 120,694	¥ 109,401	\$ 1,005,788
Short-term borrowings (Note 9)	6.825	7,524	56,875
Accounts payable-other	60,692	33,376	505,770
Accrued expenses	60,233	57,474	501,946
Accrued income taxes	33,554	32,118	279,617
Accrued bonuses for employees	2,721	2,356	22,680
Accrued bonuses for directors	513	439	4,283
Other (Note 18)	13,611	11,471	113,427
Total current liabilities	298,846	254,161	2,490,387
Long-Term Liabilities:			
Long-term debt (Note 9)	7,116	7,557	59,301
Deferred taxes, non-current (Note 18)	93,571	80,934	779,762
Net defined benefit liability (Note 10)	33,401	28,127	278,343
Accrued retirement bonuses for directors	266	258	2,222
Other	6,392	5,737	53,271
Total long-term liabilities	140,748	122,615	1,172,901
Total LiabilitiesCommitment and Contingent Liabilities [Note 11]	439,594	376,776	3,663,289
Net Assets			
Stockholders' Equity:			
Common stock:	119,419	119,419	995,164
Authorized: 1,720,000,000 shares			
Issued: 432,106,693 shares as of March 31, 2015			
and 2014, respectively	400 550	100 /05	4 004 400
Additional paid-in capital	128,572	128,625	1,071,437
Retained earnings (Note 12)	1,626,873	1,541,127	13,557,282
Less: Treasury stock, at cost	(33,837)	(34,954)	(281,975)
Total stockholders' equity	1,841,029	1,754,218	15,341,909
Accumulated Other Comprehensive Income:			
Unrealized gains (losses) on available-for-sale securities (Note 2 (7))	22,349	10,439	186,242
Deferred gains (losses) on hedges	(91)	493	(763)
Foreign currency translation adjustments	100,425	9,451	836,876
Remeasurements of defined benefit plans	(3,382)	(1,470)	(28,185)
Total accumulated other comprehensive income	119,300	18,914	994,170
	139	426	1,163
·	137		
Share Subscription Rights			
Share Subscription Rights Minority Interests in Consolidated Subsidiaries  Total net assets	52,242 2,012,711	48,574 1,822,135	435,356 16,772,599

# **Consolidated Statements of Income**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES For the fiscal years ended March 31, 2015, 2014 and 2013

		Millions of yen		Thousands of U.S. dollars (Note 3)
	2015	2014	2013	2015
Net Sales [Note 21]	¥1,255,543	¥1,165,819	¥1,025,409	\$10,462,864
Cost of Sales (Notes 10 and 16)	940,399	873,879	769,427	7,836,665
Gross profit	315,143	291,939	255,981	2,626,199
Selling, General and Administrative Expenses (Notes 10, 15 and 16)	129,814	118,130	98,938	1,081,787
Operating income (Note 21)	185,329	173,809	157,043	1,544,411
Other Income (Expenses):				
Interest income	3,867	3,454	2,417	32,227
Dividend income	1,913	1,725	1,560	15,946
Equity in earnings (losses) of affiliates	(383)	1,499	6,430	(3,194)
Interest expenses	(790)	(872)	(465)	6,587
Loss on disposal of property, plant and equipment	(976)	(1,386)	(690)	8,140
Loss on valuation of investment securities	(1,379)	(175)	(485)	11,497
Foreign exchange gain	15,164	9,006	4,565	126,369
Other, net	(4,719)	(6,454)	(168)	(39,328)
Ordinary income	198,025	180,605	170,207	1,650,208
Extraordinary Income (Losses):				
Loss on sales of investments in securities	_	_	(6,137)	_
Income before income taxes and minority interests	198,025	180,605	164,070	1,650,208
Income Taxes (Note 18):				
Current	71,330	67,138	37,059	594,420
Deferred	(3,207)	(1,370)	19,696	(26,729)
	68,122	65,768	56,755	567,690
Income before minority interests	129,902	114,837	107,314	1,082,517
Minority Interests in Earnings of Consolidated Subsidiaries	(1,295)	(1,219)	(1,599)	(10,797)
Net Income	¥ 128,606	¥ 113,617	¥ 105,714	\$ 1,071,720
		Yen		U.S. dollars (Note 3)
<b>Per Share</b> [Note 2 [14]]:		Tell		U.S. dollars (Note 3)
Net income—basic	¥302.05	¥267.20	¥248.94	\$2.517
Net income—fully diluted	301.98	267.07	248.92	2.516
Cash dividends	100.00	100.00	100.00	0.833
Weighted-Average Number of Shares Outstanding (Thousands)	425,784	425,222	424,651	425,784

The accompanying notes are an integral part of the consolidated financial statements.

# **Consolidated Statements of Comprehensive Income**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES For the fiscal years ended March 31, 2015, 2014 and 2013

		Millions of yen		Thousands of U.S. dollars (Note 3)
	2015	2014	2013	2015
Income before Minority Interests	¥129,902	¥114,837	¥107,314	\$1,082,517
Other Comprehensive Income (Note 19):				
Unrealized gains (losses) on available-for-sale securities	11,978	(1,122)	10,314	99,821
Deferred gains (losses) on hedges	(585)	309	238	(4,878)
Foreign currency translation adjustments	92,686	125,605	66,415	772,390
Remeasurements of defined benefit plans	(1,936)	_	_	(16,140)
Share of other comprehensive income of affiliates accounted for using the equity method	271	1,835	6,499	2,262
Total other comprehensive income	102,414	126,627	83,467	853,455
Comprehensive Income	¥232,316	¥241,465	¥190,782	\$1,935,973
(Breakdown)				
Comprehensive income attributable to owners of the parent	¥228,992	¥236,409	¥186,861	\$1,908,267
Comprehensive income attributable to minority interests	3,324	5,056	3,920	27,706

The accompanying notes are an integral part of the consolidated financial statements.

# **Consolidated Statements of Changes in Net Assets**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES

	Thousands			Millions of yen			_	
	Inousands	Stockholders' Equity						
	Number of shares of common stock	Common	Additional paid-in capital	Retained earnings	Treasury stock, at cost	Total	_	
Balance at April 1, 2012  Cash dividends (Note 12)  Net income  Changes in scope of consolidation and equity method	432,106	¥119,419	¥128,177	¥1,435,693 (42,459) 105,714 (28,932)	¥(40,925)	¥1,642,365 (42,459) 105,714 (28,932)	_	
Purchase of treasury stock  Disposal of treasury stock  Net changes of items other than stockholders' equity			56		(11) 1,769	(11) 1,825	_	
Balance at March 31, 2013	432,106	¥119,419	¥128,234	¥1,470,015	¥(39,167)	¥1,678,502	-	
		Million	s of yen					_
		ccumulated Other C	omprehensive Inco	ome	-			
	Unrealized gains (losses) on available-for- sale securities	Deferred gains (losses) on hedges	Foreign cur- rency translation adjustments	Total	Share subscription rights	Minority interests in consolidated subsidiaries	Total net assets	_
Balance at April 1, 2012.  Cash dividends [Note 12]	¥ 1,212	¥ 25	¥(190,249)	¥(189,011)	¥ 3,491	¥37,727	¥1,494,573 (42,459) 105,714 (28,932) (11) 1,825	
Net changes of items other than stockholders' equity	10,378	148	76,077	86,605	[1,342]	7,203	92,465	_
Balance at March 31, 2013	¥11,591	¥174	¥(114,172)	¥(102,406)	¥ 2,149	¥44,931	¥1,623,176	_
	Thousands			Millions of yen				
				Stockholders' Equit	ty		_	
	Number of shares of common stock	Common stock	Additional paid-in capital	Retained earnings	Treasury stock, at cost	Total		
Balance at April 1, 2013.  Cash dividends (Note 12)	432,106	¥119,419	¥128,234	¥1,470,015 (42,505) 113,617	¥(39,167)	¥1,678,502 (42,505) 113,617	_	
Purchase of treasury stock  Disposal of treasury stock  Net changes of items other than stockholders' equity			391		(150) 4,362	(150) 4,754	_	
Balance at March 31, 2014	432,106	¥119,419	¥128,625	¥1,541,127	¥(34,954)	¥1,754,218	_	
		A 1.	Millions of yen					
	Unrealized		d Other Comprehe	Remeasure-		_	Minority	
	gains (losses) on available-for- sale securities	Deferred gains (losses) on hedges	Foreign cur- rency translation adjustments	ments of defined benefit plans	Total	Share subscription rights	interests in consolidated subsidiaries	Total net assets
Balance at April 1, 2013.  Cash dividends (Note 12)	¥11,591	¥174	¥[114,172]	¥ —	¥[102,406]	¥ 2,149	¥44,931	¥1,623,176 (42,505) 113,617 (150)
Purchase of treasury stock								4,754
,	(1,152) ¥10,439	319	123,624 ¥ 9,451	(1,470) ¥(1,470)	121,321 ¥ 18,914	(1,722) ¥ 426	3,643 ¥48,574	4,754 123,242 ¥1,822,135

	Thousands	Millions of yen							
		Stockholders' Equity							
	Number of shares of common stock	Common stock	Additional paid-in capital	Retained earnings	Treasury stock, at cost	Total			
Balance at April 1, 2014	432,106	¥119,419	¥128,625	¥1,541,127	¥(34,954)	¥1,754,218			
Cumulative effects of changes in accounting policies				(287)		(287)			
Cash dividends (Note 12)				(42,573)		(42,573)			
Net income				128,606		128,606			
Purchase of treasury stock					(24)	(24)			
Disposal of treasury stock			(53)		1,141	1,088			
Net changes of items other than stockholders' equity									
Balance at March 31, 2015	432,106	¥119,419	¥128,572	¥1,626,873	¥(33,837)	¥1,841,029			

			Millions of yen					
		Accumulate	d Other Compreher	sive Income				
	Unrealized gains (losses) on available-for- sale securities	Deferred gains (losses) on hedges	Foreign cur- rency translation adjustments	Remeasure- ments of defined benefit plans	Total	Share subscription rights	Minority interests in consolidated subsidiaries	Total net assets
Balance at April 1, 2014	¥10,439	¥ 493	¥ 9,451	¥(1,470)	¥ 18,914	¥ 426	¥48,574	¥1,822,135
Cumulative effects of changes in accounting policies								(287)
Cash dividends (Note 12)								(42,573)
Net income								128,606
Purchase of treasury stock								(24)
Disposal of treasury stock								1,088
Net changes of items other than stockholders' equity	11,909	(585)	90,973	(1,912)	100,385	(287)	3,667	103,766
Balance at March 31, 2015	¥22,349	¥ (91)	¥100,425	¥(3,382)	¥119,300	¥ 139	¥52,242	¥2,012,711

	Thousands	Thousands of U.S. dollars (Note 3)								
		Stockholders' Equity								
	Number of shares of common stock	Common stock	Additional paid-in capital	Retained earnings	Treasury stock, at cost	Total				
Balance at April 1, 2014	432,106	\$995,164	\$1,071,882	\$12,842,732	\$(291,289)	\$14,618,489				
Cumulative effects of changes in accounting policies				(2,392)		(2,392)				
Cash dividends (Note 12)				(354,777)		(354,777)				
Net income				1,071,720		1,071,720				
Purchase of treasury stock					(202)	(202)				
Disposal of treasury stock			(444)		9,516	9,071				
Net changes of items other than stockholders' equity										
Balance at March 31, 2015	432,106	\$995,164	\$1,071,437	\$13,557,282	\$(281,975)	\$15,341,909				

		Thousa	nds of U.S. dollars (	[Note 3]				
	Accumulated Other Comprehensive Income							
	Unrealized gains (losses) on available-for- sale securities	Deferred gains (losses) on hedges	Foreign cur- rency translation adjustments	Remeasure- ments of defined benefit plans	Total	Share subscription rights	Minority interests in consolidated subsidiaries	Total net assets
Balance at April 1, 2014	\$ 86,993	\$ 4,115	\$ 78,765	\$(12,251)	\$157,623	\$ 3,557	\$404,791	\$15,184,460
Cumulative effects of changes in accounting policies								(2,392)
Cash dividends (Note 12)								(354,777)
Net income								1,071,720
Purchase of treasury stock								(202)
Disposal of treasury stock								9,071
Net changes of items other than stockholders' equity	99,248	(4,878)	<b>758,111</b>	(15,934)	836,546	(2,393)	30,565	864,718
Balance at March 31, 2015	\$186,242	\$ (763)	\$836,876	\$(28,185)	\$994,170	\$ 1,163	\$435,356	\$16,772,599

The accompanying notes are an integral part of the consolidated financial statements.

# **Consolidated Statements of Cash Flows**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES For the fiscal years ended March 31, 2015, 2014 and 2013

		Millions of yen		Thousands of U.S. dollars (Note 3)
	2015	2014	2013	2015
Cash Flows from Operating Activities:				
Income before income taxes	¥ 198,025	¥ 180,605	¥ 164,070	\$ 1,650,208
Adjustments to reconcile income before income				
taxes to net cash provided by operating activities:				
Depreciation and amortization	96,918	91,445	80,961	807,651
Loss on impairment of fixed assets	4,679	_	_	38,995
Increase in accrued retirement benefits	· —	_	2,486	´ —
Increase (decrease) in net defined benefit liability	(573)	4,007	_	(4,779)
(Gain) loss on sales of investments in securities	(45)	(1)	6,039	(382)
Loss on write-down of investments in securities	1.379	175	485	11.497
Increase (decrease) in allowance for doubtful accounts	4,296	(32)	(210)	35,806
Interest and dividend income	(5,780)	(5,180)	(3,977)	(48,174)
Interest expenses	790	872	465	6,587
Exchange (gain) loss	(2,152)	660	323	(17,935)
Equity in (earnings) losses of affiliates	383	(1,499)	(6,430)	3,194
Changes in assets and liabilities:	300	(1,477)	(0,430)	0,174
(Increase) decrease in notes and accounts receivable	(13,990)	(561)	32,803	(116,583)
(Increase) decrease in inventories(Increase)	7,967	18,246	17,708	66,393
(Increase) decrease in long-term advance payment	7,398	2,830	7,521	61,652
Increase (decrease) in notes and accounts payable		3,593	(1,189)	55.618
	6,674 507	1,081	. ,	
Other, net			(5,700)	4,228
Subtotal	306,477	296,245	295,355	2,553,978
Proceeds from interest and dividends	6,529	5,931	4,754	54,416
Payments of interest	(782)	(887)	(482)	(6,523)
Payments of income taxes	(68,765)	(41,554)	(64,004)	(573,045)
Net cash provided by operating activities	243,459	259,734	235,622	2,028,825
Cash Flows from Investing Activities:		(	()	
(Increase) decrease in time deposits	(15,278)	(15,019)	(2,134)	(127,324)
Purchases of securities	(216,654)	(450,429)	(66,030)	(1,805,454)
Proceeds from redemption of securities	170,359	285,380	18,810	1,419,665
Proceeds from sales of securities		9,286	5,189	
Purchases of property, plant and equipment	(86,709)	(66,814)	(80,775)	(722,580)
Proceeds from sales of property, plant and equipment	820	175	285	6,838
Purchases of intangible fixed assets	(659)	(2,444)	(884)	(5,492)
Purchases of investments in securities	(7,528)	(3,836)	(7,581)	(62,737)
Proceeds from sales of investments in securities	122	2,277	898	1,016
Proceeds from redemption of investments in securities	0	5,000	22,978	1
Purchases of investments in subsidiaries resulting in change in				
scope of consolidation	_	(7,296)	_	_
Payments of loans	(333)	(5)	(5,368)	(2,775)
Proceeds from collection of loans	462	561	327	3,854
Other, net	(11,743)	(3,728)	(4,968)	(97,865)
Net cash used for investing activities	(167,142)	(246,894)	(119,254)	(1,392,854)
Cash Flows from Financing Activities:				
Net increase (decrease) in short-term borrowings	(918)	(693)	(3,407)	(7,650)
Proceeds from long-term debt	16	306	6,517	136
Repayments of long-term debt	(244)	(1,203)	(5,482)	(2,034)
Purchases of treasury stock	(24)	(150)	(11)	(202)
Proceeds from sales of treasury stock	920	3,806	1,490	7,668
Cash dividends paid	(42,573)	(42,505)	(42,459)	(354,777)
Cash dividends paid to minority interests	(508)	(42,303)	(574)	(4,240)
Other, net	(213)	(425)	(84)	(1,781)
Net cash used for financing activities	(43,545)	(41,361)	[44,011]	(362,881)
Effect of Exchange Rate Changes on Cash and Cash Equivalents	28,515	28,052	16,899	237,632
Net Increase (Decrease) in Cash and Cash Equivalents	61,286	(468)	89,257	510,721
Cash and Cash Equivalents at Beginning of Year	362,560		270,321	3,021,336
	302,300	363,028	2/0,321	3,021,336
ncrease (Decrease) in Cash and Cash Equivalents Resulting			2 / E0	
from Changes in Scope of Consolidation	¥ /22 0//	Y 2/2 E/0	3,450	¢ 2 522 055
Cash and Cash Equivalents at End of Year (Note 20)	¥ 423,846	¥ 362,560	¥ 363,028	<b>\$ 3,532,057</b>

The accompanying notes are an integral part of the consolidated financial statements.

# **Notes to Consolidated Financial Statements**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES For the fiscal years ended March 31, 2015, 2014 and 2013

#### 1. BASIS OF PRESENTING CONSOLIDATED FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared from accounts and records maintained by Shin-Etsu Chemical Co., Ltd. (the "Company") and its subsidiaries. The Company and its domestic consolidated subsidiaries maintain their accounts and records in accordance with the provisions set forth in the Corporation Law of Japan and the Financial Instruments and Exchange Law and in conformity with generally accepted accounting principles prevailing in Japan. The accounts of overseas consolidated subsidiaries are based on their accounting records maintained in conformity with generally accepted accounting principles prevailing in the respective countries. Before the fiscal year ended March 31, 2008, in general, no adjustments to the accounts of overseas consolidated subsidiaries were reflected in the accompanying consolidated financial statements to present them in compliance with Japanese accounting principles followed by the Company.

Effective from the fiscal year ended March 31, 2009, the "Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements" (Accounting Standards Board of Japan ("ASBJ") Practical Issues Task Force No. 18, issued on May 17, 2006) has been applied, and accordingly some revisions have been made to the consolidated accounts as necessary.

The accompanying consolidated financial statements of the Company and its subsidiaries 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.

The presentation of the accompanying consolidated financial statements is made in conformity with the Consolidated Financial Statements Regulation (ordinance promulgated by the Ministry of Finance) and meets the requirements for disclosure of financial information of the Company on a consolidated basis. However, certain reclassifications have been made to the consolidated financial statements issued domestically to enable the presentation in a form which is more familiar to readers outside Japan.

The amounts in the accompanying consolidated financial statements are stated in millions of yen. Amounts less than ¥1 million are omitted, except where otherwise indicated.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### (1) Principles of consolidation

The Company had 124 majority-owned subsidiaries as of March 31, 2015 (123 and 119 as of March 31, 2014 and 2013, respectively). The consolidated financial statements include the accounts of the Company and 87 (87 and 87 for 2014 and 2013, respectively) majority-owned subsidiaries (collectively, the "Companies"), of which the principal firms are listed on page 69 with their respective fiscal year-ends.

The remaining 37 (36 and 32 for 2014 and 2013, respectively) unconsolidated subsidiaries, including Shin-Etsu Electronics (Malaysia) Sdn. Bhd., whose total assets, net sales, net income and retained earnings in the aggregate are not material to the consolidated financial statements have been excluded from the scope of consolidation. For consolidation of subsidiaries whose fiscal year-ends are not the same as the Company, necessary adjustments are made for significant intercompany transactions occurring during the periods between the fiscal year-end of respective consolidated subsidiaries and that of the Company.

Unrealized intercompany profits and losses among the Companies are entirely eliminated, and the portion thereof attributable to minority interests is allocated to the minority interests.

Assets and liabilities of consolidated subsidiaries are measured at fair value at the time of acquisition.

Goodwill is amortized within 20 years on a straight-line basis.

#### (2) Accounting for investments in unconsolidated subsidiaries and affiliates

The Company had 37 (36 and 32 for 2014 and 2013, respectively) unconsolidated subsidiaries (majority-owned) and 14 (14 and 16 for 2014 and 2013, respectively) affiliates (meaning 20% to 50% ownership of a company's equity interest). The equity method is applied to the investments in 3 (3 and 4 for 2014 and 2013, respectively) major affiliates and investments in the remaining unconsolidated subsidiaries, including Shin-Etsu Electronics (Malaysia) Sdn. Bhd., and affiliates, including TATSUNO CHEMICAL INDUSTRIES INC., are stated at cost because they are not material to the consolidated financial statements.

The unconsolidated subsidiaries and affiliates accounted for by the equity method are listed below:

Mimasu Semiconductor Industry Co., Ltd.

Shin-Etsu Quartz Products Co., Ltd.

Admatechs Co., Ltd.

# (3) Translation of foreign currency transactions

Foreign currency transactions are generally translated into yen at the rates prevailing at the respective transaction dates.

Foreign currency deposits, receivables and payables are translated into yen at the exchange rate prevailing at the respective balance sheet dates and the resulting translation gain or loss is included in the determination of net income for the year.

However, all of the overseas consolidated subsidiaries apply the current rate method to translate transactions and account balances in foreign currencies into their respective home currencies.

#### (4) Translation of foreign currency financial statements (accounts of overseas subsidiaries)

The balance sheet accounts of overseas consolidated subsidiaries are translated into yen at current exchange rates prevailing at the end of the fiscal year, except for equity, which is translated at the historical rate. Revenue and expense accounts are translated at the average exchange rates during the year. The resulting translation adjustments are shown as "Foreign currency translation adjustments" in the accompanying balance sheets as of March 31, 2015 and 2014.

#### (5) Allowance for doubtful accounts

The Company and its consolidated subsidiaries provide an allowance for doubtful accounts using the historic percentage of bad debt loss against the balance of general receivables plus an amount deemed necessary to cover individual accounts estimated to be uncollectible.

#### (6) Inventories

Inventories are mainly stated at cost determined by the weighted-average method. Balance sheet amounts are written down based on any decline in profitability.

#### (7) Financial instruments

#### Securities:

Held-to-maturity debt securities are stated at amortized cost using the straight-line method. Available-for-sale securities for which market quotations are available are stated at fair value. Net unrealized gains or losses on these securities are reported as a separate component of accumulated other comprehensive income at net-of-tax amounts. Other securities for which market quotations are unavailable are stated at cost, determined by the moving-average cost method.

#### Derivatives:

Derivatives are stated at fair value, with changes in fair value included in profit or loss in the same period in which they arise, except for derivatives that are designated as "hedging instruments."

The Company and consolidated subsidiaries enter into foreign exchange contracts, currency swaps, interest rate swaps and earthquake derivatives.

#### Hedge accounting:

Gains or losses arising from changes in the fair value of the derivatives designated as "hedging instruments" are deferred as an asset or liability and included in profit or loss in the same period during which the gains and losses on the hedged items or transactions are

The derivatives designated as hedging instruments by the Company are interest rate swaps, foreign exchange contracts and currency swaps. The related hedged items are interest rate transactions tied to funding activities, marketable securities and forecasted foreign currency transactions.

The Company has a policy to utilize the above hedging instruments in order to hedge the risk of fluctuations in interest rates and foreign currencies. Thus, the Company's purchases of the hedging instruments are limited to, at maximum, the amounts of the underlying hedged items. The Company does not enter into derivative transactions for trading or speculative purposes.

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

#### (8) Property, plant and equipment

The Company and its domestic subsidiaries principally calculate depreciation by the declining-balance method, based on the estimated useful lives of the assets. Foreign subsidiaries principally calculate depreciation by the straight-line method over the estimated useful lives of the assets. The cost of property, plant and equipment retired or otherwise disposed of and accumulated depreciation are eliminated from the related accounts, and the resulting gain or loss is reflected in income.

Effective from the fiscal year ended March 31, 2013, due to a revision of the corporate tax law in Japan, the Company and certain domestic consolidated subsidiaries have applied a depreciation method based on the revised law for tangible fixed assets purchased on or after April 1, 2012. The impact of this change on operating income, ordinary income and income before income taxes and minority interests for the fiscal year ended March 31, 2013 is immaterial.

#### (9) Repairs and maintenance

Normal repairs and maintenance, including minor renewals and improvements, are charged to income as incurred.

#### (10) Accrued bonuses for employees

Certain consolidated subsidiaries recognize the estimated amount of employees' bonuses to be paid in the subsequent period that is attributable to the current fiscal year.

#### (11) Accrued bonuses for directors

The Company and its domestic consolidated subsidiaries recognize the estimated amount of directors' bonuses to be paid in the subsequent period that is attributable to the current fiscal year.

#### (12) Accrued retirement benefits

The Company applies the benefit formula basis to measure the pension obligations. The expected retirement benefit attributed to periods of service under the plan's benefit formula is deemed as arising in each period.

Actuarial differences are amortized over a five-year period, which is within the average remaining service period of employees, using the straightline method from the fiscal year when the difference was generated. Prior service cost is amortized as incurred over ten-year period, which is within the average remaining service period of employees using the straight-line method from the time when the prior service cost was generated.

Effective from the beginning of FY 2015, the Company adopted the "Accounting Standard for Retirement Benefits" (Accounting Standards Board of Japan (ASBJ) Statement No.26, issued May 17, 2012, hereinafter referred as the "Accounting Standards for Retirement Benefits") and its accompanying implementation guidance, "Guidance on Accounting Standard for Retirement Benefits" (ASBJ Guidance No.25, March 26, 2015.) with respect to certain provisions described in Section 35 of the standard and in Section 67 of the guidance.

In applying these accounting standards, there was a change from the straight-line basis to the benefit formula basis as the method for attributing the expected retirement benefit to periods of service for the calculation of the retirement benefit obligation and service costs. Also, the Company has changed the method for determining the discount rate from using a discount rate based on the number of years approximate to the average remaining service period of employees to using a single weighted average discount rate that reflects the estimated timing and amount of the retirement benefit payments.

Concerning the application of the Accounting Standards for Retirement Benefits, based on the provisional treatment set out in Section 37 of the accounting standards, the effects of such changes in FY 2015 have been adjusted in the beginning balance of retained earnings. The impact of these changes on assets, liabilities, net assets, operating income, ordinary income and income before income taxes and minority interests for FY 2015 is immaterial

#### (13) Research and development costs

Research and development costs are charged to income as incurred.

#### (14) Income and dividends per share

Net income per share is based upon the weighted-average number of shares of common stock outstanding during each fiscal year. Net income per share adjusted for dilution represents net income per share assuming full conversion of all convertible debentures of the Company outstanding with related reduction in interest expenses.

#### (15) Dividends

Dividends are proposed by the Board of Directors and approved by the stockholders at meetings held subsequent to the fiscal year to which the dividends are applicable, and registered stockholders as of the end of such fiscal year are entitled to the subsequently declared dividends. Interim cash dividends are also paid (see Note 12).

Dividends charged to retained earnings in the accompanying consolidated statements of changes in net assets represent dividends approved and paid during the year.

#### (16) Accrued retirement bonuses for directors

Certain domestic subsidiaries recognize the required amount of directors' retirement bonuses as of the end of the fiscal year based on an internal standard.

#### (17) Consumption tax

Consumption tax withheld by the Company and certain subsidiaries on sales of products and services is not included in the amount of net sales in the consolidated statements of income. Consumption tax borne by the Company and certain subsidiaries on purchases of goods and services and on expenses is also not included in the related amounts in the consolidated statements of income.

# 3. UNITED STATES DOLLAR AMOUNTS

The accompanying consolidated financial statements are prepared in Japanese yen. The U.S. dollar amounts included in the consolidated financial statements and notes thereto represent the arithmetical results of translating yen to dollars on a basis of ¥120 to US\$1, the approximate effective rate of exchange on March 31, 2015. The inclusion of such dollar amounts is solely for convenience and is not intended to imply that yen amounts have been or could be readily converted, realized or settled in dollars at ¥120 to US\$1 or at any other rate.

# 4. FINANCIAL INSTRUMENTS

# (1) Overview of financial instruments

#### Management policy

In principle, fund management is limited to deposits with financial institutions with high credit ratings and risk-free bonds, and financing is obtained primarily through borrowings from banks.

# Financial instruments, risks and risk management

Notes and accounts receivable-trade are exposed to credit risk of customers. With regard to credit risk related to notes and accounts receivable-trade, each business department not only controls and manages account due dates and balances, but also confirms the credit standing of major customers periodically, making efforts to identify doubtful accounts as early as possible.

Securities and investments in securities are stocks in companies with which the Company has business relationships, held-to-maturity debt securities and also certificates of deposit. Regarding securities and investment securities, the Company regularly determines their fair value and the financial situation of the issuing companies. For stocks, the Company also continually reviews the stock holding status, considering its relationship with the issuing companies.

In order to hedge the foreign currency exchange risk associated with assets and liabilities denominated in foreign currencies and interest rate risk associated with financial assets and liabilities, derivative transactions such as interest rate swap transactions, currency swap transactions and foreign exchange forward contracts are utilized. All derivative transactions are entered into for the purpose of hedging risks arising in the ordinary course of business, and there are no derivative transactions entered into for trading or speculative

# Supplementary explanation on the estimated fair value of financial instruments

The fair value of financial instruments is based on their quoted market price, if available. When there is no quoted market price available, fair value is reasonably estimated. Since various assumptions and factors are reflected in estimating the fair value, different assumptions and factors could result in different fair values.

# (2) Fair value of financial instruments

As of March 31, 2015 and 2014, the book value, fair value and the difference between the two are as follows:

	Millions of yen							Thousands of U.S. dollars			
				2015					2015		
	В	ook value	F	Fair value	Differ	ence		Book value	Fair value	Diffe	rence
Assets:											
(1) Cash and time deposits	¥	461,489	¥	461,489	¥	_		\$3,845,748	\$3,845,748	\$	_
(2) Notes and accounts receivable—trade		292,748		292,748		_		2,439,572	2,439,572		_
(3) Securities and investments in securities											
i) Held-to-maturity debt securities		8,895		8,938		43		74,130	74,491		361
ii) Investments in and advances to											
unconsolidated subsidiaries and affiliates		22,709		18,391	(4	,318)		189,249	153,264	(3	5,985)
iii) Available-for-sale securities		379,508		379,508		_		3,162,570	3,162,570		_
(4) Long-term loans		7,604		7,742		138		63,372	64,524		1,151
Total	¥1	,172,957	¥1	,168,820	¥(4	,136)		\$9,774,643	\$9,740,171	\$(3	4,472)
Liabilities:											
(1) Notes and accounts payable—trade	¥	120,694	¥	120,694	¥	_		\$1,005,788	\$1,005,788	\$	_
(2) Short-term borrowings		6,825		6,825		_		56,875	56,875		_
(3) Accounts payable—other		60,692		60,692		_		505,770	505,770		_
(4) Accrued expenses		60,233		60,233		_		501,946	501,946		_
(5) Accrued income taxes		33,554		33,554		_		279,617	279,617		_
(6) Long-term debt		7,116		7,111		(4)		59,301	59,260		(41)
Total	¥	289,115	¥	289,110	¥	(4)		\$2,409,298	\$2,409,257	\$	(41)
Derivative transactions:											
Hedge accounting not applied	¥	(1,848)	¥	(1,848)	¥	_		\$ (15,402)	\$ (15,402)	\$	_
Hedge accounting applied		(136)		(136)		_		(1,136)	(1,136)		_
Total	¥	(1,984)	¥	(1,984)	¥	_		\$ (16,538)	\$ (16,538)	\$	_

			Millior	ns of yen	en		
			2	014			
	В	ook value	Fair	value	Differ	ence	
Assets:							
(1) Cash and time deposits	¥	363,339	¥3	53,339	¥	_	
(2) Notes and accounts receivable—trade		267,243	2	67,243		_	
(3) Securities and investments in securities							
i) Held-to-maturity debt securities		8,193		8,195		1	
ii) Investments in and advances to							
unconsolidated subsidiaries and affiliates		22,367		12,951	[9	9,415)	
iii) Available-for-sale securities		333,574	33	33,574		_	
(4) Long-term loans		7,159		7,320		161	
Total	¥1	,001,877	¥91	92,625	¥(	7,252)	
Liabilities:							
(1) Notes and accounts payable—trade	¥	109,401	¥10	09,401	¥	_	
(2) Short-term borrowings		7,524		7,524		_	
(3) Accounts payable—other		33,376	;	33,376		_	
(4) Accrued expenses		57,474	ļ	57,474		_	
(5) Accrued income taxes		32,118	(	32,118		_	
(6) Long-term debt		7,557		7,542		(15)	
Total	¥	247,451	¥2	47,436	¥	(15)	
Derivative transactions:							
Hedge accounting not applied	¥	(671)	¥	(671)	¥	_	
Hedge accounting applied		552		552		_	
Total	¥	(119)	¥	(119)	¥	_	

Notes: 1. Method for calculating fair value of financial instruments, and notes regarding securities and derivative transactions

(1) Cash and time deposits and (2) Notes and accounts receivable—trade

These are settled within a short time, and their fair value and book value are nearly equal. Thus, the book value is listed as the fair value in the table above.

(3) Securities and investments in securities

These mainly consist of stocks and held-to-maturity debt securities. The fair value of stocks is based on prices quoted on stock exchanges, while the fair value of held-to-maturity debt securities is based on either a price quoted on the exchanges or prices provided by counterparty financial institutions. Negotiable certificates of deposit are settled within a short time, and the fair value and book value are nearly equal. Thus, the book value is listed as the fair value in the table above.

(4) Long-term loans

The fair value of long-term loans is calculated based on a future cash flow discounted at an appropriate rate such as mid-term and long-term interest rates with credit spreads, for all loans grouped by a certain period of time and credit rating under the Company's credit exposure management.

Liabilities

[1] Notes and accounts payable—trade, [2] Short-term borrowings, [3] Accounts payable—other, [4] Accrued expenses and [5] Accrued income taxes. These are settled within a short time, and their fair value and book value are nearly equal. Thus, the book value is listed as the fair value in the table above. (6) Long-term debt

The fair value for long-term debt is calculated based on a present value of principal and interest, discounted at the expected rate for new borrowings with the same terms.

Derivative transactions

Assets and liabilities arising from derivative transactions are presented in the table above. Total net payables are shown in parenthesis.

2. The following table summarizes financial instruments whose fair value is extremely difficult to estimate.

	Millions	Thousands of U.S. dollars	
Description	2015	2014	2015
Non-listed equity securities	¥33,482	¥28,755	\$279,023
Investments in securities, etc.	5,309	5,394	44,248
Total	¥38,792	¥34,150	\$323,271

Quoted market prices are not available for these securities. Since it is extremely difficult to estimate their fair value, the fair value is not disclosed.

3. Repayment schedule of time deposits, notes and accounts receivable-trade, securities and investments in securities, and long-term loans.

	Millions of yen									
		20	15							
Description	Within one year	Over one year within five years	Over five years within ten years	Over ten years						
Time deposits	¥ 461,454	¥ —	¥ —	¥ —						
Notes and accounts receivable-trade	292,748	_	_	_						
Securities and investments in securities	304,180	3,045	5,123	_						
Long-term loans	_	2,595	1,163	3,846						
Total	¥1,058,383	¥5,640	¥6,286	¥3,846						

	Thousands of	U.S. dollars	
	20	15	
Within one year	Over one year within five years	Over ten years	
\$3,845,456	\$ <b>—</b>	\$ <b>—</b>	\$ <b>—</b>
2,439,572	_	_	_
2,534,837	25,380	42,693	_
_	21,625	9,695	32,050
\$8,819,866	\$47,006	\$52,389	\$32,050

		Millions of yen							
		2014							
Description	Within one year	Over one year within five years	Over five years within ten years	Over ten years					
Time deposits	¥363,296	¥ –	¥ –	¥ –					
Notes and accounts receivable-trade	267,243	_	_	_					
Securities and investments in securities	274,289	3,130	5,000	_					
Long-term loans	_	2,285	1,509	3,364					
Total	¥904,829	¥5,415	¥6,509	¥3,364					

4. Repayment schedule of short-term borrowings, long-term debt and lease obligations.

	Millions of yen										
			20	15							
Description	Within one year	Over one year within two years	Over two years within three years		Over four years within five years	Over five years					
Short-term borrowings	¥6,371	¥ —	¥ —	¥—	¥—	¥—					
Long-term debt	453	1,594	5,395	68	6	50					
Lease obligations	158	110	71	30	14	1					
Total	¥6,983	¥1,705	¥5,467	¥99	¥21	¥51					

	Thousands of U.S. dollars									
			20	15						
Description	Within one year	Over one year within two years	Over two years within three years	Over three years within four years	Over four years within five years	Over five years				
Short-term borrowings	\$53,097	\$ <b>—</b>	\$ <b>—</b>	\$ <b>—</b>	\$ <b>—</b>	<b>\$</b> —				
Long-term debt	3,778	13,290	44,964	570	58	417				
Lease obligations	1,321	918	597	257	121	9				
Total	\$58,196	\$14,209	\$45,561	\$827	\$179	\$427				

	Millions of yen 2014										
Description	Within one year	Over one year within two years	Over two years within three years	Over three years within four years	Over four years within five years	Over five years					
Short-term borrowings	¥7,133	¥ —	¥ –	¥ –	¥—	¥—					
Long-term debt	390	455	1,596	5,396	68	39					
Lease obligations	217	194	87	47	8	1					
Total	¥7,741	¥650	¥1,684	¥5,444	¥77	¥40					

# **5. SECURITIES**

Securities as of March 31, 2015 and 2014 consisted of the following:

# (1) Held-to-maturity debt securities

			Millions		Thousands of U.S. dollar				
		2015			2014			2015	
Description	Book value	Fair value	Difference	Book value	Fair value	Difference	Book value	Fair value	Dif
Securities with fair value that exceeds book value	¥6,106	¥6,176	¥ 70	¥6,109	¥6,137	¥ 27	\$50,886	\$51,470	
Securities with fair value that does not exceed book value	2,789	2,762	(26)	2,083	2,058	(25)	23,243	23,020	
Total	¥8,895	¥8,938	¥ 43	¥8,193	¥8,195	¥ 1	\$74,130	\$74,491	

# (2) Available-for-sale securities

			Million	s of yen		Thousands of U.S. dollars			
	2015			2014			2015		
Description	Book value	Acquisition cost	Difference	Book value	Acquisition cost	Difference	Book value	Acquisition cost	Difference
Securities with book value that exceeds acquisition cost	¥ 72,945	¥ 37,755	¥35,190	¥ 47,151	¥ 26,660	¥20,490	\$ 607,875	\$ 314,625	\$293,250
Securities with book value that does not exceed acquisition cost	306,563	306,667	(104)	286,422	288,192	[1,769]	2,554,694	2,555,563	(869)
Total	¥379,508	¥344,422	¥35,085	¥333,574	¥314,852	¥18,721	\$3,162,570	\$2,870,188	\$292,381

Note: Non-listed equity securities, with a book value of ¥3,949 million (\$32,913 thousand) and ¥4,008 million, and other investment securities with a book value of ¥5,309 million (\$44,248 thousand) and ¥5,394 million, as of March 31, 2015 and 2014, respectively, whose fair value is extremely difficult to estimate are excluded from the

# (3) Loss on impairment of securities

Impairment loss on available-for-sale securities of ¥1,379 million (\$11,497 thousand) was recognized for the fiscal year ended March 31, 2015. Impairment loss on available-for-sale securities for the fiscal year ended March 31, 2014 is not presented as the amount is immaterial.

# **6. DERIVATIVE TRANSACTIONS**

# (1) Derivative transactions to which hedge accounting is not applied:

1) Currency related:

As of March 31, 2015

		Millions of yen		Tho	usands of U.S. do	ollars
Description	Contract amounts	Fair value	Unrealized gain (loss)	Contract amounts	Fair value	Unrealized gain (loss)
Forward foreign exchange contracts						
Sales contracts:						
USD	¥71,417	¥(1,412)	¥(1,412)	\$595,148	\$(11,773)	\$(11,773)
EUR	3,538	94	94	29,489	786	786
Other	1,684	4	4	14,036	33	33
Purchase contracts:						
USD	553	(2)	(2)	4,614	(22)	(22)
Other	7,761	(530)	(530)	64,677	(4,421)	(4,421)
Total	¥84,955	¥(1,847)	¥(1,847)	\$707,966	\$(15,395)	\$(15,395)

ifference

\$ 584 [223] \$ 361

# As of March 31, 2014

Description		Fair value	Unrealized gain (loss)
Forward foreign exchange contracts			
Sales contracts:			
USD	¥ 7,377	¥ 39	¥ 39
EUR	4,100	(194)	(194)
Other	1,916	24	24
Purchase contracts:			
USD	600	(4)	(4)
Other	4,727	(534)	(534)
Total	¥18,721	¥(670)	¥(670)

Note: The fair value is provided by counterparty financial institutions.

# 2) Interest related:

As of March 31, 2015

	Millions of yen			Thousands of U.S. dollars			
Description	Contract amounts	Fair value	Unrealized gain (loss)	Contract amounts	Fair value	Unrealized gain (loss)	
Interest rate swap contracts							
Receive floating, pay fixed	¥91	¥(0)	¥(0)	<b>\$759</b>	\$(6)	\$(6)	
Total	¥91	¥(0)	¥(0)	\$759	\$(6)	\$(6)	

As of March 31, 2014

	Millions of yen			
Description	Contract amounts	Fair value	Unrealized gain (loss)	
Interest rate swap contracts				
Receive floating, pay fixed	¥142	¥(1)	¥(1)	
Total	¥142	¥(1)	¥(1)	

Note: The fair value is provided by counterparty financial institutions.

# (2) Derivative transactions to which hedge accounting is applied:

1) Currency related:

As of March 31, 2015

			Millions of yen				Thousands of U.S. dollars			
Hedge accounting method	Transaction	Hedged items	Contract amounts	Contract amounts over one year	Fair value		Contract amounts	Contract amounts over one year	Fair value	
Deferral hedge accounting	Forward foreign exchange contracts: Sales contracts		V45 400		V(404)		400 /50		¢(4.404)	
	USD	Accounts receivable-trade	¥15,438	¥—	¥(136)	\$	128,650	<b>\$</b> —	\$(1,136)	
Total			¥15,438	¥—	¥(136)	\$	128,650	\$—	\$(1,136)	

As of March 31, 2014

Transaction Hedged items		Millions of yen					
				Fair value			
Forward foreign exchange contracts:							
Sales contracts							
USD	Accounts receivable-trade	¥19,950	¥—	¥ 315			
Purchase contracts							
EUR	Accounts payable-trade	1,346	_	487			
Foreign currency swap contracts:							
Receive USD							
pay THB	Long-term debt	1,051	_	(240)			
		¥22,349	¥—	¥ 562			
	Forward foreign exchange contracts: Sales contracts USD Purchase contracts EUR Foreign currency swap contracts: Receive USD	Forward foreign exchange contracts: Sales contracts USD Accounts receivable-trade Purchase contracts EUR Accounts payable-trade Foreign currency swap contracts: Receive USD	Transaction Hedged items amounts  Forward foreign exchange contracts: Sales contracts  USD Accounts receivable-trade ¥19,950  Purchase contracts  EUR Accounts payable-trade 1,346  Foreign currency swap contracts: Receive USD  pay THB Long-term debt 1,051	Transaction Hedged items Contract  Forward foreign exchange contracts: Sales contracts  USD Accounts receivable-trade ¥19,950 ¥—  Purchase contracts  EUR Accounts payable-trade 1,346 —  Foreign currency swap contracts: Receive USD  pay THB Long-term debt 1,051 —			

Note: The fair value is provided by counterparty financial institutions.

2) Interest related: As of March 31, 2015 Not applicable.

As of March 31, 2014

				Millions of yen			
Hedge accounting method	Transaction	Hedged items	Contract amounts	Contract amounts over one year	Fair value		
Deferral hedge accounting	Interest rate swap contracts: Receive floating, pay fixed	Long-term debt	¥745	¥—	¥(9)		
Total			¥745	¥—	¥(9)		

Note: The fair value is provided by counterparty financial institutions.

# 7. INVESTMENTS IN UNCONSOLIDATED SUBSIDIARIES AND AFFILIATES

Investments in unconsolidated subsidiaries and affiliates as of March 31, 2015 and 2014 consisted of the following:

	Million	Thousands of U.S. dollars	
	2015	2014	2015
Investments in securities (Stocks)	¥52,243	¥47,114	\$435,358
Other (Investments in capital)	6,536	5,218	54,470

# 8. ACCUMULATED DEPRECIATION

Accumulated depreciation of property, plant and equipment as of March 31, 2015 and 2014 was ¥1,862,014 million (\$15,516,787 thousand) and ¥1,730,579 million, respectively.

# 9. SHORT-TERM BORROWINGS, LONG-TERM DEBT AND LEASE OBLIGATIONS

Short-term borrowings, long-term debt and lease obligations as of March 31, 2015 and 2014 consisted of the following:

	Average		Millions of yen			Thousands of U.S. dollars
	interest rate	Due date	2015	2014		2015
Short-term borrowings	1.0%	_	¥ 6,371	¥ 7,133		\$ 53,097
Current portion of long-term debt	1.1%	_	453	390		3,778
Current portion of lease obligations	_	_	158	217		1,321
Long-term debt, excluding current portion	0.8%	January 2016 – May 2022	7,116	7,557		59,301
Lease obligations, excluding current portion	_	January 2016 – September 2021	228	339		1,904
Total			¥14,328	¥15,638		\$119,402

 $Notes:\ 1.\ Average\ interest\ rate\ is\ the\ weighted\ average\ rate\ based\ on\ the\ balance\ as\ of\ March\ 31,\ 2015.$ 

 $2. \ Average\ interest\ rate\ of\ lease\ obligations\ is\ not\ shown\ as\ the\ balance\ includes\ the\ interest\ portion.$ 

3. Repayment schedule subsequent to March 31, 2015 for long-term debt and lease obligations, excluding the current portion, is as follows:

	Millions of yen				
	Long-term debt	Lease obligations			
Years ending March 31,					
2016	¥1,594	¥110			
2017	5,395	71			
2018	68	30			
2019	6	14			

Thousands of U.S. dollars						
Long-term debt Lease obligations						
		\$918				
	\$13,290	\$918				
	\$13,290 44,964	\$918 597				

# **10. RETIREMENT AND PENSION PLANS**

The Company and its domestic consolidated subsidiaries have defined contribution pension plans (DC pension plans) and lump-sum severance payment plans as their defined benefit pension plans.

Certain overseas consolidated subsidiaries have defined benefit pension plans while others have defined contribution pension plans. Additionally, the Company has a "Retirement Benefit Trust."

Information on defined benefit pension plans for the fiscal years ended March 31, 2015 and 2014 is as follows:

#### 1. Defined Benefit Pension Plans

#### (1) Changes in Benefit Obligations

	Millions	housands of U.S. dollars	
	2015	2014	2015
Beginning balance of benefit obligations	¥47,551	¥40,595	\$396,265
Cumulative effects of changes in accounting policies	563	_	4,696
Restated balance	48,115	40,595	400,962
Service costs	3,612	3,380	30,107
Interest costs	1,376	1,196	11,472
Actuarial differences arising during the year	5,494	(1,335)	45,783
Retirement benefits paid	(2,379)	(1,525)	(19,831)
Other*	5,588	5,240	46,567
Ending balance of benefit obligations	¥61,807	¥47,551	\$515,061

<sup>\*</sup>Mainly foreign currency translation adjustments

# (2)Changes in Pension Assets

	Millions of yen			Thousands of U.S. dollars
	2015	2014		2015
Beginning balance of pension assets	¥21,810	¥17,670		\$181,754
Expected return on pension assets	1,020	831		8,502
Actuarial differences arising during the year	1,109	740		9,244
Contributions made by the Company and consolidated subsidiaries	2,873	764		23,948
Retirement benefits paid	(795)	(791)		(6,633)
Other*	4,428	2,593		36,905
Ending balance of pension assets	¥30,446	¥21,810		\$253,721

<sup>\*</sup>Mainly foreign currency translation adjustments

#### (3)Reconciliation of benefit obligations and pension assets with net defined benefit liability and asset on the Consolidated Balance Sheets

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Funded benefit obligations	¥ 55,159	¥ 41,711	\$ 459,663
Pension assets	(30,446)	(21,810)	(253,721)
Net	24,713	19,901	205,941
Unfunded benefit obligations	6,647	5,840	55,398
Net amount of liability and asset on Consolidated Balance Sheets	¥ 31,360	¥ 25,741	\$ 261,339

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Net defined benefit liability	¥33,401	¥28,127	\$278,343
Net defined benefit asset	(2,040)	(2,386)	(17,003)
Net amount of liability and asset on Consolidated Balance Sheets	¥31,360	¥25,741	\$261,339

#### (4)Retirement Benefit Expenses

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Service costs	¥3,612	¥3,380	\$30,107
Interest costs	1,376	1,196	11,472
Expected return on pension assets	(1,020)	(831)	(8,502)
Amortization of actuarial differences	1,464	485	12,205
Amortization of prior service cost	16	(89)	139
Retirement benefit expenses for defined benefit pension plans	¥5,450	¥4,141	\$45,422

# (5)Remeasurements of Defined Benefit Plans (Other Comprehensive Income)

Breakdown (before deduction of tax effects)

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Actuarial differences	¥(2,913)	¥—	\$(24,280)
Prior service cost, etc	28	_	235
Total	¥(2,885)	¥—	\$(24,044)

# (6)Remeasurements of Defined Benefit Plans (Accumulated Other Comprehensive Income)

Breakdown (before deduction of tax effects)

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Unrecognized actuarial differences	¥(4,786)	¥(1,873)	\$(39,891)
Unrecognized prior service cost, etc	(35)	(63)	(291)
Total	¥(4,821)	¥(1,936)	\$(40,182)

#### (7)Pension Assets

Breakdown

	2015	2014
Bonds	39%	40%
Stocks	34%	32%
Other	27%	28%
Total	100%	100%

(Note) 21% and 24% of total pension assets are in a "Retirement Benefit Trust" for lump-sum severance payment plans as of March 31, 2015 and 2014, respectively.

# Rate of expected return on pension assets

The expected return on pension assets is determined based on the current and estimated future rates of return on various pension assets.

# (8)Basic Assumptions for Calculating Benefit Obligations

	2015	2014
Discount rate	Mainly 0.4%	Mainly 1.5%
Expected rate of return on pension assets	Mainly 2.0%	Mainly 2.0%

#### 2.Defined Contribution Pension Plans

Contributions to defined contribution pension plans by the Company and its consolidated subsidiaries

	Millions of yen	Thousands of U.S. dollars
2015	2014	2015
¥2,186	¥2,078	\$18,222

# 11. COMMITMENT AND CONTINGENT LIABILITIES

The Companies were contingently liable as guarantors of housing loans for employees and of loans by unconsolidated subsidiaries, affiliates and others as of March 31, 2015 and 2014 in the aggregate amounts of ¥324 million (\$2,701 thousand) and ¥393 million,

# 12. RETAINED EARNINGS

[1] Cash dividends from retained earnings represent dividends with an effective date during the fiscal year. Details of cash dividends paid during the fiscal years ended March 31, 2015, 2014 and 2013 are as follows:

				Millions of yen	Yen	Thousands of U.S. dollars	U.S. dollars
Resolution	Type of shares	Record date	Effective date	Total amount of dividends	Cash dividends per share	Total amount of dividends	Cash dividends per share
Fiscal year ended March 31, 2015							
Ordinary general meeting of shareholders held on June 27, 2014		March 31, 2014	June 30, 2014	¥21,284	¥50.00	\$177,372	\$0.41
Board of directors meeting held on October 28, 2014	Common stock	September 30, 2014	November 18, 2014	21,288	50.00	177,405	0.41
Total				¥42,573		\$354,777	

				Millions of yen	Yen
Resolution	Type of shares	Record date	Effective date	Total amount of dividends	Cash dividends per share
Fiscal year ended March 31, 2014					
Ordinary general meeting of shareholders held on June 27, 2013		March 31, 2013	June 28, 2013	¥21,245	¥50.00
Board of directors meeting held on October 24, 2013	Common stock	September 30, 2013	November 18, 2013	21,259	50.00
Total				¥42,505	
Fiscal year ended March 31, 2013					
Ordinary general meeting of shareholders held on June 28, 2012		March 31, 2012	June 29, 2012	¥21,229	¥50.00
Board of directors meeting held on October 25, 2012	Common stock	September 30, 2012	November 19, 2012	21,229	50.00
Total				¥42,459	

					Millions of yen	Yen	Thousands of U.S. dollars	U.S. dollars
Resolution	Type of shares	Source of dividends		Effective date	Total amount of dividends	Cash dividends per share	Total amount of dividends	Cash dividends per share
Fiscal year ended March 31, 2015								
Ordinary general meeting of shareholders held on June 26, 2015	Common stock	Retained earnings	March 31, 2015	June 29, 2015	¥21,294	¥50.00	\$177,458	\$0.41
Shareholders held on same 20, 2010	Stock	carrings						
Sharehouers ned on Sune 20, 2010	Stock				Millions	of yen	Ye	n
Resolution	Type of shares	Source of dividends		Effective date	Millions Total amount (	,	Ye Cash dividend	
	Type of	Source of		Effective date	-	,		

# 13. SHARE SUBSCRIPTION RIGHTS

Fiscal year ended March 31, 2015

Issuer	subje		of shares subscription rig	Millions of yen	Thousands of U.S. dollars			
issuei	Description	subject to share - subscription rights	Beginning balance	Increase	Decrease	Ending balance	Balance at March 31, 2015	Balance at March 31, 2015
The Company	Stock options	Common stock	347,000	_	244,500	102,500	¥ 81	\$ 677
Consolidated subsidiary	_	-	_	_	_	_	58	485
Total							¥139	\$1,163

Fiscal year ended March 31, 2014

Issuer	Description	Type of shares subject to share	Number of shares subject to share subscription rights			Millions of yen	
issuei	Description	subscription rights	Beginning balance	Increase	Decrease	Ending balance	Balance at March 31, 2014
The Company	Stock options	Common stock	1,915,300	_	1,568,300	347,000	¥292
Consolidated subsidiary	_	_	_	_	_	_	133
Total		-					¥426

# 14. STOCK OPTIONS

#### (1) Shin-Etsu Chemical Co., Ltd.

There were no stock option expenses recorded for the fiscal years ended March 31, 2015 and 2014. Gains on forfeited stock options for the fiscal years ended March 31, 2015 and 2014 were ¥43 million (\$360 thousand) and ¥724 million, respectively.

Stock options as of March 31, 2015 were as follows:

	2011	2010
Grantees	75 employees of the Company	68 employees of the Company
		272,000 shares of common stock
Grant date	July 27, 2011	October 29, 2010
Vesting conditions	None	None
Exercise period	July 28, 2012 through March 31, 2016	October 30, 2011 through March 31, 2015

Movement in stock options during the fiscal year ended March 31, 2015 was as follows:

	Number of shares		
	2011	2010	2009
Beginning balance (Stock options outstanding)	210,000	102,000	35,000
Granted	_	_	_
Exercised	119,500	90,000	_
Forfeited	_	_	35,000
Ending balance (Stock options outstanding)	90,500	12,000	
		Yen	
Exercise price	¥4,423	¥4,352	¥—
Weighted average market value per share at the exercise date	7,418	7,299	_
Fair value per share at the grant date	789	823	
		U.S. dollars	
Exercise price	\$36.86	\$36.27	\$-
Weighted average market value per share at the exercise date	61.82	60.83	_
Fair value per share at the grant date	6.58	6.86	

# (2) Shin-Etsu Polymer Co., Ltd.

There were no stock option expenses recorded for the fiscal years ended March 31, 2015 and 2014. Gains on forfeited stock options for the fiscal years ended March 31, 2015 and 2014 were ¥62 million (\$520 thousand) and ¥50 million, respectively.

Stock options as of March 31, 2015 were as follows:

	2012	2011	2010
Grantees	10 Directors 15 Employees 11 Directors of its subsidiaries	9 Directors 13 Employees 8 Directors of its subsidiaries	9 Directors 14 Employees 10 Directors of its subsidiaries
Number of stock options granted by category of stock (in shares)			455,000 shares of common stock
Grant date	September 5, 2012	October 5, 2011	September 2, 2010
Vesting conditions	None	None	None
Exercise period	December 1, 2012 through November 30, 2017	December 1, 2011 through November 30, 2016	December 1, 2010 through November 30, 2015

	2009
Grantees	9 Directors 12 Employees 13 Directors of its subsidiaries
Number of stock options granted by category of stock (in shares)	445,000 shares of common stock
Grant date	September 2, 2009
Vesting conditions	None
Exercise period	December 1, 2009 through November 30, 2014

Movement in stock options during the fiscal year ended March 31, 2015 was as follows:

	Number of shares			
	2012	2011	2010	2009
Beginning balance (Stock options outstanding)	475,000	440,000	450,000	440,000
Granted	_	_	_	_
Exercised	180,000	102,800	28,700	_
Forfeited	_	10,000	10,000	440,000
Ending balance (Stock options outstanding)	295,000	327,200	411,300	
		Υ	en	
Exercise price	¥342	¥414	¥505	¥653
Weighted average market value per share				
at the exercise date	529	536	587	_
Fair value per share at the grant date	34	47	80	139
		U.S. o	dollars	
Exercise price	\$2.85	\$3.45	\$4.21	\$5.44
Weighted average market value per share				
at the exercise date	4.41	4.47	4.89	_
Fair value per share at the grant date	0.28	0.39	0.67	1.16

# 15. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Selling, general and administrative expenses for the fiscal years ended March 31, 2015, 2014 and 2013 mainly consisted of the following:

	Millions of yen			U.S. dollars
	2015	2014	2013	2015
Shipping expenses	¥33,667	¥29,399	¥24,983	\$280,562
Salaries and allowances	23,206	21,370	18,843	193,385
Provision for bonuses for employees	1,452	1,403	1,235	12,100
Provision for bonuses for directors	529	439	373	4,413
Retirement benefit expenses	441	517	582	3,678
Provision for retirement bonuses for directors	8	7	52	74
Depreciation and amortization	2,152	1,965	1,523	17,937
Technical research expenses	18,138	18,132	11,740	151,154
<including benefit="" expenses="" retirement=""></including>	<138>	<127>	<115>	<1,151>
Provision of allowance for doubtful accounts	1,607	81	150	13,399

# 16. RESEARCH AND DEVELOPMENT COSTS

Research and development costs incurred and charged to income for the fiscal years ended March 31, 2015, 2014 and 2013 were ¥47,165 million (\$393,049 thousand), ¥43,546 million and ¥37,671 million, respectively.

# **17. LEASE TRANSACTIONS**

Lease expenses on finance lease contracts under which ownership of the leased assets is not transferred to the lessee charged to income for the fiscal years ended March 31, 2015 and 2014 amounted to ¥3 million (\$25 thousand) and ¥19 million, respectively. Lease expenses corresponding to depreciation expenses, not charged to income, for the fiscal years ended March 31, 2015 and 2014, which were computed by the straight-line method over the terms of the relevant lease contracts with no residual value, amounted to ¥3 million (\$25 thousand) and ¥19 million, respectively.

Pro forma information regarding leased assets, such as acquisition cost and accumulated depreciation, as of March 31, 2015 and 2014 is as follows:

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Acquisition cost	¥29	¥77	\$245
Accumulated depreciation	29	55	245
Net book value	¥—	¥22	\$ <b>—</b>
The book radia	•	TZZ	<b>\u03c4</b>

The portion of interest thereon, is summarized as follows:

	Million	s of yen		Thousands of U.S. dollars
	<b>2015</b> 2014			2015
Future Lease Payments:				
Within one year	¥—	¥15		<b>\$</b> —
Over one year	_	6		_
	¥—	¥22		\$-

The amounts of outstanding future lease payments due in respect of operating lease contracts at March 31, 2015 and 2014 are summarized as follows:

	Million	s of yen	Thousands U.S. dollar	
	2015	2014	2015	
Future Lease Payments:				
Within one year	¥1,662	¥1,482	\$13,8	855
Over one year	3,651	2,247	\$13,8 30,4	428
	¥5,314	¥3,730	\$44,2	283

# **18. INCOME TAXES**

The Company and its domestic subsidiaries are subject to a number of Japanese income taxes, which, in the aggregate, resulted in statutory tax rates of approximately 35.4% and 37.8% for the fiscal years ended March 31, 2015 and 2014, respectively.

The tax effects of significant temporary differences and tax loss carry forwards that resulted in deferred tax assets or liabilities at March 31, 2015 and 2014 are as follows:

	Millions	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Deferred Tax Assets:			
Depreciation and amortization	¥ 14,033	¥ 14,266	\$ 116,943
Net defined benefit liability	9,946	8,405	82,890
Unrealized profit	6,107	4,927	50,895
Maintenance costs	4,818	4,798	40,154
Accrued bonuses	3,376	3,429	28,139
Allowance for doubtful accounts	2,734	1,784	22,788
Unsettled accounts receivable and payable	2,684	3,290	22,367
Accrued enterprise taxes	2,237	2,292	18.645
Tax loss carry forwards	985	868	8,213
Unrealized gains/losses on available-for-sale securities	99	61	826
Other	22,382	19,902	186,519
Valuation allowance	(5,173)	(4,987)	(43,110)
Total	¥ 64,233	¥ 59,039	\$ 535,275
Deferred Tax Liabilities:			
Depreciation and amortization	¥ 89,729	¥ 79,489	\$ 747,741
Unrealized gains/losses on available-for-sale securities	11,354	6,690	94,621
Reserve for special depreciation	112	157	938
Other	8,058	7,778	67,153
Total	¥109,254	¥ 94,116	\$ 910,455
Net deferred tax assets (liabilities)	¥ (45,021)	¥(35,077)	\$(375,180)

Net deferred tax assets (liabilities) are included in the following accounts:

	Million	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Current assets: Deferred taxes, current	¥ 36,721	¥ 33,105	\$ 306,008
Fixed assets: Deferred taxes, non-current	15,858	16,427	132,155
Current liabilities: Other	(4,029)	(3,675)	(33,581)
Long-term liabilities: Deferred taxes, non-current	(93,571)	(80,934)	(779,762)

A reconciliation of the difference between the statutory tax rate and effective rate on taxable income for the fiscal years ended March 31, 2015 and 2014 is as follows:

	2015	2014
Statutory tax rate	35.4%	37.8%
Rate difference from foreign subsidiaries	(1.3)	(2.8)
Equity in (earnings) losses of affiliates	0.1	(0.3)
Dividend and other non-taxable income	(2.1)	(2.3)
Elimination of intercompany dividend income	2.1	2.2
Tax deduction for research expenses	(1.6)	(1.2)
Entertainment and other non-deductible expenses	0.2	0.2
Adjustment on deferred tax assets due to change in income tax rate	1.7	1.2
Other, net	(0.2)	1.6
Effective tax rate	34.4	36.4

# Change in statutory effective tax rate

The "Act for Partial Amendment of the Income Tax Act, etc." (Act No. 9 of 2015) and the "Act for Partial Amendment of the Local Tax Act, etc." (Act No. 2 of 2015) were promulgated on March 31, 2015 and, as a result, tax rates became or will become lower from fiscal years beginning on or after April 1, 2015.

As a result, the effective statutory tax rate used to measure the Company's deferred tax assets and liabilities was changed from 35.4% to 32.8% for the temporary differences expected to be realized or settled from the fiscal year beginning on April 1, 2015, and to 32.1% for the temporary differences expected to be realized or settled from fiscal years beginning on or after April 1, 2016.

The effect of the announced reduction of the effective statutory tax rate was to decrease deferred tax assets (after offsetting deferred tax liabilities) and deferred gains on hedges by ¥2,053 million (\$17,113 thousand) and ¥2 million (\$22 thousand), respectively, and increase unrealized gains on available-for-sale securities, remeasurements of defined benefit plans and deferred income taxes by ¥1,347 million (\$11,230 thousand), ¥21 million (\$177 thousand) and ¥3,419 million (\$28,499 thousand), respectively, as of and for the fiscal year ended March 31, 2015.

# 19. OTHER COMPREHENSIVE INCOME

Reclassification adjustments and tax effects of each component of other comprehensive income for the fiscal years ended March 31, 2015 and 2014 are as follows:

	Millions	s of yen	Thousands of U.S. dollars
	2015	2014	2015
Unrealized gains (losses) on available-for-sale securities			
Amount arising during the year	¥15,616	¥ (918)	\$130,141
Reclassification adjustment for gains and losses included in net income	985	(1)	8,212
Unrealized gains (losses) on available-for-sale securities before tax	16,602	(920)	138,353
Tax effect	(4,623)	(201)	(38,531)
Unrealized gains (losses) on available-for-sale securities	11,978	(1,122)	99,821
Deferred gains (losses) on hedges			
Amount arising during the year	(378)	816	(3,152)
Reclassification adjustment for gains and losses included in net income	(555)	(385)	(4,633)
Deferred gains (losses) on hedges before tax	(934)	430	(7,785)
Tax effect	348	(120)	2,906
Deferred gains (losses) on hedges	(585)	309	(4,878)
Foreign currency translation adjustments			
Amount arising during the year	92,686	125,605	772,390
Remeasuments of defined benefit plans			
Amount arising during the year	(4,391)	_	(36,595)
Reclassification adjustment for gains and losses included in net income	1,481	_	12,345
Remeasuments of defined benefit plans before tax	(2,910)	_	(24,250)
Tax effect	973	_	8,109
Remeasuments of defined benefit plans	(1,936)	_	(16,140)
Share of other comprehensive income of affiliates accounted for using the equity method			
Amount arising during the year	259	1,835	2,159
Reclassification adjustment for gains and losses included in net income	12	_	102
Share of other comprehensive income of affiliates accounted for using the equity method	271	1.835	2,262
Total other comprehensive income		¥126,627	*
rotat other comprehensive income	¥102,414	‡1∠0,0∠/	\$853,455

# 20. SUPPLEMENTAL CASH FLOW INFORMATION

Cash and cash equivalents on the consolidated statements of cash flows consist of cash in hand, deposits that can be withdrawn on demand and liquid investments easily convertible into cash that mature within approximately three months from the acquisition date and that have insignificant risk exposure in terms of fluctuation in value.

Reconciliations between cash and cash equivalents and the related accounts shown in the consolidated balance sheets as of March 31, 2015, 2014 and 2013 are presented below:

		Millions of yen	
	2015	2014	2013
Cash and time deposits	¥ 461,489	¥ 363,339	¥252,881
Securities	304,180	274,282	214,380
Time deposits (maturities over three months)	(86,572)	(66,831)	(47,438)
Securities (maturities over three months)	(255,250)	(208,230)	(56,794)
Cash and cash equivalents	¥ 423,846	¥ 362,560	¥363,028

Thousands of U.S. dollars
2015
\$ 3,845,748
2,534,837
(721,441)
(2,127,087)
\$ 3,532,057

# 21. SEGMENT AND RELATED INFORMATION

#### 1. Segment information

#### (1) Overview of reportable segments

The reportable segments in the Shin-Etsu Group are defined as individual units for which discrete financial information is available and that are subject to regular review to evaluate their operating results and allocate management resources by the highest decision making body of the Company, such as the Managing Directors' Meeting.

The Shin-Etsu Group conducts business through each business division and affiliated companies based on specific products and services, consisting of the following six segments: "PVC/Chlor-Alkali Business," "Silicones Business," "Specialty Chemicals Business," "Semiconductor Silicon Business," "Electronics & Functional Materials Business" and "Diversified Business." Consequently, these six businesses are specified as reportable segments.

The main products and services of each segment are as follows:

The main products and services of each s	segment are as rottows.
Segment	Main products and services
PVC/Chlor-Alkali Business	Polyvinyl chloride, Caustic soda, Methanol, Chloromethane
Silicones Business	Silicones
Specialty Chemicals Business	Cellulose derivatives, Silicon metal, Polyvinyl alcohol, Synthetic pheromones
Semiconductor Silicon Business	Semiconductor silicon
Electronics & Functional Materials Business	Rare-earth magnets for electronics industry and general applications, Semiconductor encapsulating materials, Packaging materials for LEDs, Photoresists, Photomask blanks, Synthetic quartz products, Liquid fluoroelastomers, Pellicles
Diversified Business	Processed plastics, Export of plant equipment, Technology licensing, International trading, Engineering

#### (2) Calculation of income, assets and liabilities of reportable segments

Segment income denotes operating income, and the accounting methods applied are identical to those stated in the "Basis of presenting consolidated financial statements." Internal revenues and transfers arising from transactions among the segments are based on market prices in general.

Assets and liabilities are not allocated to business segments.

#### (3) Information on sales, income (loss) and other items of reportable segments

					Millions of yen				
					2015				
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Total	Adjustment <sup>[1]</sup>	Figures in consolidated financial statements
Sales to outside customers	¥452,656	¥177,438	¥112,347	¥230,016	¥183,505	¥ 99,579	¥1,255,543	¥ _	¥1,255,543
Intersegment sales	3,906	5,859	12,582	2	7,058	71,725	101,135	(101,135)	_
Total	¥456,563	¥183,297	¥124,930	¥230,019	¥190,563	¥171,304	¥1,356,679	¥(101,135)	¥1,255,543
Segment income (Operating income)	¥ 50,264	¥ 33,414	¥ 15,278	¥ 35,609	¥ 46,208	¥ 4,826	¥ 185,601	¥ (272)	¥ 185,329
Depreciation and amortization	¥ 29,375	¥ 11,805	¥ 9,595	¥ 24,412	¥ 15,236	¥ 5,413	¥ 95,839	¥ (234)	¥ 95,604
Amortization of goodwill	¥ —	¥ 162	¥ 1,115	¥ —	¥ —	¥ 35	¥ 1,313	¥ —	¥ 1,313
Increase in property, plant and equipment and intangible assets	¥ 44,422	¥ 12,947	¥ 16,147	¥ 15,889	¥ 16,407	¥ 4,516	¥ 110,331	¥ (427)	¥ 109,903

					Millions of yer	1					
-		2014									
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Total	Adjustme	ent <sup>(1)</sup>	cor fi	gures in nsolidated nancial atements
Sales to											
outside customers	¥427,845	¥156,437	¥103,204	¥213,233	¥170,986	¥ 94,113	¥1,165,819	¥	_	¥1	,165,819
Intersegment sales	3,814	5,045	9,942	14	4,411	56,909	80,138	(80,	138)		_
Total	¥431,660	¥161,482	¥113,146	¥213,247	¥175,398	¥151,022	¥1,245,957	¥(80,1	138)	¥1	,165,819
Segment income (Operating income)	¥ 60,150	¥ 31,807	¥ 12,757	¥ 24,459	¥ 40,969	¥ 3,669	¥ 173,813	¥	[4]	¥	173,809
Depreciation and amortization	¥ 26,507	¥ 10,858	¥ 9,137	¥ 24,603	¥ 14,672	¥ 4,345	¥ 90,123	¥ (2	239)	¥	89,884
Amortization of goodwill	¥ –	¥ 119	¥ 1,030	¥ 357	¥ –	¥ 53	¥ 1,560	¥	_	¥	1,560
Increase in property, plant and equipment and intangible assets <sup>[2]</sup>	¥ 15,174	¥ 11,295	¥ 11,883	¥ 14,580	¥ 14,417	¥ 3,237	¥ 70,590	¥	(34)	¥	70,555

					Millions of yer	١			
		2013							
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Total	Adjustment <sup>[1]</sup>	Figures in consolidated financial statements
Sales to outside customers	¥343,697	¥129,029	¥83,526	¥202,466	¥182,781	¥ 83,907	¥1,025,409	¥ –	¥1,025,409
Intersegment sales	3,385	4,608	8,122	3	3,234	60,900	80,254	(80,254)	
Total	¥347,082	¥133,638	¥91,649	¥202,470	¥186,015	¥144,808	¥1,105,663	¥(80,254)	¥1,025,409
Segment income (Operating income)	¥ 45,552	¥ 28,643	¥14,467	¥ 21,937	¥ 40,863	¥ 5,601	¥ 157,065	¥ (22)	¥ 157,043
Depreciation and amortization	¥ 20,416	¥ 8,245	¥ 8,105	¥ 26,193	¥ 13,754	¥ 3,708	¥ 80,424	¥ (284)	¥ 80,139
Amortization of goodwill	¥ –	¥ –	¥ 815	¥ –	¥ –	¥ 6	¥ 822	¥ 0	¥ 822
Increase in property, plant and equipment and intangible assets <sup>[3]</sup>	¥ 18,478	¥ 15,374	¥12,193	¥ 14,828	¥ 18,209	¥ 4,161	¥ 83,245	¥ (226)	¥ 83,018

-		,	,	Thou	sands of U.S.	dollars					
		2015									
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Total	Adjustment <sup>[1]</sup>	Figures in consolidated financial statements		
Sales to											
outside customers	\$3,772,140	\$1,478,651	\$ 936,228	\$1,916,804	\$1,529,208	\$ 829,830	\$10,462,864	\$ <b>—</b>	\$10,462,864		
Intersegment sales	32,551	48,830	104,858	24	58,823	597,709	842,797	(842,797)	_		
Total	\$3,804,692	\$1,527,482	\$1,041,086	\$1,916,828	\$1,588,031	\$1,427,540	\$11,305,662	\$(842,797)	\$10,462,864		
Segment income (Operating income)	\$ 418,872	\$ 278,450	\$ 127,323	\$ 296,747	\$ 385,067	\$ 40,217	\$ 1,546,680	\$ (2,268)	\$ 1,544,411		
Depreciation and amortization	\$ 244,799	\$ 98,377	\$ 79,961	\$ 203,440	\$ 126,968	\$ 45,114	\$ 798,661	\$ (1,954)	\$ 796,706		
Amortization of goodwill	<b>\$</b> —	\$ 1,352	\$ 9,295	\$ -	<b>\$</b> —	\$ 295	\$ 10,944	\$ -	\$ 10,944		
Increase in property, plant and equipment and intangible assets	\$ 370,183	\$ 107,893	\$ 134,566	\$ 132,413	\$ 136,731	\$ 37,636	\$ 919,426	\$ (3,564)	\$ 915,861		

Notes: [1] Elimination of intersegment transactions.

- [2] During FY 2014, the Company acquired additional shares of Asia Silicones Monomer Limited (Silicones Business), which had been an equity-method affiliate  $until\ FY\ 2013.\ From\ FY\ 2014.\ it\ newly\ became\ a\ consolidated\ subsidiary.\ The\ expenditures\ [excluding\ goodwill]\ related\ to\ the\ additional\ acquisition\ of\ its\ shares$ of ¥12,600 million are not included in the table above. The total capital expenditures for FY 2014, including this acquisition, amounted to ¥83,155 million. (Capital expenditures for the Silicones Business amounted to ¥23,896 million.]
- [3] During FY 2013, the Company made investments of ¥3,822 million in newly established unconsolidated subsidiaries: Shin-Etsu Electronics Materials Vietnam Co., Ltd., Shin-Etsu Magnetic Materials Vietnam Co., Ltd. and Shin-Etsu (Changting) Technology Co., Ltd. The expenditures related to the investments are not included in the table above. The total capital expenditures for the fiscal year ended March 31, 2013, including these investments, amounted to ¥86,841 million. (Capital expenditures for the Electronics & Functional Materials Business amounted to \$22,031 million.)

# 2. Related information Geographic information (1) Net sales

		Millions of yen		Thousands of U.S. dollars	
	2015	2014	2013	2015	
Net sales					
Japan	¥ 351,203	¥ 335,632	¥ 334,288	\$ 2,926,691	ı
U.S	271,742	236,805	190,433	2,264,520	)
China	122,897	115,862	100,109	1,024,147	7
Asia / Oceania (excluding China)	243,439	216,453	194,891	2,028,662	2
Europe	147,506	141,865	114,538	1,229,218	3
Other	118,754	119,200	91,147	989,623	3
Total	¥1,255,543	¥1,165,819	¥1,025,409	\$10,462,864	4

#### (2) Property, plant and equipment

		Millions of yen		Thousands of U.S. dollars
	2015	2014	2013	2015
Property, plant and equipment				
Japan	¥238,969	¥239,827	¥252,894	\$1,991,409
U.S	404,120	336,574	284,774	3,367,671
Other	141,319	144,397	111,981	1,177,664
Total	¥784,409	¥720,799	¥649,650	\$6,536,745

# 3. Loss on impairment of fixed assets

		Millions of yen							
				20	15				
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Total	
Loss on impairment of fixed assets	¥—	¥4,679	¥—	¥—	¥—	¥—	¥—	¥4,679	

		Thousands of U.S. dollars						
	2015							
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Total
Loss on impairment of fixed assets	\$—	\$38,995	\$—	\$-	\$—	\$—	\$-	\$38,995

Silicones Business segment:
Shin-Etsu Silicone (Nantong) Co., Ltd., a manufacturing and sales subsidiary in China, booked a ¥4,679 million (\$38,995 thousand) impairment loss as cost of sales in the consolidated statement of income.

# 4. Amortization of goodwill and unamortized balance

		Millions of yen								
		2015								
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Figures in consolidated financial statements		
Amortization of goodwill	¥—	¥ 162	¥1,115	¥—	¥—	¥35	¥—	¥ 1,313		
Unamortized balance	¥—	¥2,070	¥9,633	¥—	¥—	¥—	¥—	¥11,703		

				Millions	of yen				
		2014							
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Figures in consolidated financial statements	
Amortization of goodwill	¥—	¥ 119	¥ 1,030	¥357	¥—	¥53	¥—	¥ 1,560	
Unamortized balance	¥—	¥1,965	¥10,687	¥ —	¥—	¥—	¥—	¥12,652	

		Millions of yen 2013							
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Figures in consolidated financial statements	
Amortization of goodwill	¥—	¥—	¥ 815	¥—	¥—	¥ 6	¥ 0	¥ 822	
Unamortized balance	¥—	¥—	¥9,363	¥—	¥—	¥—	¥—	¥9,363	

		Thousands of U.S. dollars							
		2015							
	PVC/Chlor- Alkali	Silicones	Specialty Chemicals	Semiconductor Silicon	Electronics & Functional Materials	Diversified	Elimination or common asset	Figures in consolidated financial statements	
Amortization of goodwill	\$—	\$ 1,352	\$ 9,295	\$-	\$—	\$295	\$—	\$10,944	
Unamortized balance	\$-	\$17,250	\$80,275	\$-	\$-	\$ <b>—</b>	\$-	\$97,526	

# 22. RELATED PARTY TRANSACTIONS

Transactions between the Company and related parties during the fiscal year ended March 31, 2015 are as follows:

					Milli	ons of yen		Thousands of U.S. dollars
Туре	Name	Percentage of voting rights	Relationship	Transaction	Transaction amount (Thousands of shares)	Account	Balance at the fiscal year end	Transaction amount (Thousands of shares)
Director	Susumu Ueno	Direct Ownership 0.00%	Director	Exercise of stock options (Note)	¥30 (7)	_	_	\$258 (7)
Director	Kazumasa Maruyama	Direct Ownership 0.00%	Director	Exercise of stock options (Note)	¥13 (3)	_	_	\$110 (3)

Note: Share subscription rights were approved at the board of directors meeting held on July 26, 2011 based on the resolution at the ordinary general meeting of shareholders held on June 29, 2011.

Transactions between the Company and related parties during the fiscal year ended March 31, 2014 are as follows:

					Milli	ons of yen	
Туре	Name	Percentage of voting rights	Relationship	Transaction	Transaction amount (Thousands of shares)	Account	Balance at the fiscal year end
Director	Chihiro Kanagawa	Direct Ownership 0.05%	Representative Director-Chairman	Exercise of stock options (Note 1)	¥960 (200)	_	-
Director	Shunzo Mori	Direct Ownership 0.01%	Representative Director-President	Exercise of stock options (Note 1)	¥24 (5)	_	-
Director	Fumio Akiya	Direct Ownership 0.00%	Representative Director-Executive Vice President	Exercise of stock options (Note 1)	¥336 (70)	_	_
Director	Yasuhiko Saitoh	Direct Ownership 0.00%	Representative Director-Executive Vice President	Exercise of stock options (Note 1)	¥203 (42.3)	_	-
Director	Toshinobu Ishihara	Direct Ownership 0.00%	Senior Managing Director	Exercise of stock options (Note 1)	¥72 (15)	_	-
Director	Kiichi Habata	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥72 (15)	_	-
Director	Koji Takasugi	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥144 (30)	_	-
Director	Masahiko Todoroki	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥33 (7)	_	_
Director	Toshiya Akimoto	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥72 (15)	_	-
Director	Fumio Arai	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥72 (15)	_	-
Director	Yukihiro Matsui	Direct Ownership 0.00%	Managing Director	Exercise of stock options (Note 1)	¥48 (10)	_	-
Director	Masaki Miyajima	Direct Ownership 0.01%	Director	Exercise of stock options (Note 1)	¥67 (14)	_	-
Director	Toshiyuki Kasahara	Direct Ownership 0.00%	Director	Exercise of stock options (Note 1)	¥43 (9)	_	_
Director	Hidenori Onezawa	Direct Ownership 0.00%	Director	Exercise of stock options (Note 1)	¥33 (7)	_	_
Director	Ken Nakamura	Direct Ownership 0.00%	Director	Exercise of stock options (Note 1)	¥43 (9)	_	_
Director	Hiroaki Okamoto	Direct Ownership 0.00%	Director	Exercise of stock options (Note 1)	¥72 (15)	_	-
Director	Susumu Ueno	Direct Ownership 0.00%	Director	Exercise of stock options (Note 2)	¥33 (7)	_	-
Director	Kazumasa Maruyama	Direct Ownership 0.00%	Director	Exercise of stock options (Note 2)	¥2 (0.5)	_	_

Note 1: Share subscription rights were approved at the board of directors meeting held on July 22, 2009.

Note 2: Share subscription rights were approved at the board of directors meeting held on July 22, 2009 based on the resolution at the ordinary general meeting of shareholders held on June 26, 2009.

# 23. CHANGES IN THE METHOD OF PRESENTATION

#### **Consolidated Statements of Income**

"Loss on valuation of investment securities" had been included in "Other, net" for the fiscal years ended March 31, 2014 and 2013. For the fiscal year ended March 31, 2015, it is disclosed as an independent item as it is greater than ten percent of the total of other expenses. The Company reclassified the consolidated statements of income for the fiscal years ended March 31, 2014 and 2013.

As a result, the amounts of "Other, net" for the fiscal years ended March 31, 2014 and 2013 of ¥[6,630] million and ¥[653] million have been reclassified to Y[175] million and Y[485] million as "Loss on valuation of investment securities", and Y[6,454] million and Y[168] million and as "Other, net", respectively.

The amounts in the accompanying consolidated financial statements and the notes thereto, including the amounts for prior fiscal years, are stated in millions of yen with amounts less than ¥1 million omitted.

# **Consolidated Subsidiaries**

SHIN-ETSU CHEMICAL CO., LTD. AND SUBSIDIARIES As of March 31, 2015

Principal Consolidated Subsidiaries	Percentage of Voting Rights	Fiscal Year-End	Principal Consolidated Subsidiaries	Percentage of Voting Rights	
Shintech Inc.*	100.0	December 31	Shin-Etsu Polymer Europe B.V.*	100.0	December 31
Shin-Etsu Handotai Co., Ltd.	100.0	March 31	Shin-Etsu International Europe B.V.*	100.0	December 31
S.E.H. Malaysia Sdn. Bhd.*	100.0	December 31	Nihon Resin Co., Ltd.	100.0	December 31
Shin-Etsu Handotai America, Inc.*	100.0	December 31	Naoetsu Precision Co., Ltd.	100.0	February 28
Shin-Etsu PVC B.V.*	100.0	December 31	Skyward Information System Co., Ltd.	100.0	March 31
Shin-Etsu Polymer Co., Ltd.	52.8	March 31	Shinano Electric Refining Co., Ltd.	100.0	March 31
SE Tylose GmbH & Co. KG*	100.0	December 31	Fukui Environmental	100.0	February 28
Shin-Etsu Astech Co., Ltd.	99.6	March 31	Analysis Center Co., Ltd.		,
Shin-Etsu Engineering Co., Ltd.	100.0	March 31	Shin-Etsu Film Co., Ltd.	100.0	March 31
Shin-Etsu Handotai Taiwan Co., Ltd.*	70.0	December 31	Shin-Etsu Technology Service Co., Ltd.	76.9	February 28
Simcoa Operations Pty. Ltd.*	100.0	December 31	Urawa Polymer Co., Ltd.	100.0	March 31
Shin-Etsu Silicones (Thailand) Ltd.*	100.0	December 31	Niigata Polymer Company Limited	100.0	March 31
Asia Silicones Monomer Limited*	100.0	December 31	Shin-Etsu Polymer America, Inc.*	100.0	December 31
Nagano Electronics Industrial Co., Ltd.	90.0	February 28	Naoetsu Sangyo Limited	100.0	March 31
Shin-Etsu Handotai Europe, Ltd.*	100.0	December 31	San-Ace Co., Ltd.	100.0	March 31
Naoetsu Electronics Co., Ltd.	100.0	February 28	Shinken Total Plant Co., Ltd.	100.0	February 28
Kashima Vinyl Chloride Monomer Co., Ltd.	70.6	March 31	Saitama Shinkoh Mold Co., Ltd.	100.0	March 31
S-E, Inc.*	100.0	December 31	Shinkoh Mold Co., Ltd.	100.0	March 31
Shin-Etsu Electronics Materials	100.0	December 31	Shin-Etsu Magnet Co., Ltd.	100.0	March 31
Singapore Pte. Ltd.*	100.0	December 31	Shin-Etsu Polymer India Pvt. Ltd.*	100.0	December 31
Shin-Etsu Silicone International Trading (Shanghai) Co., Ltd.*	100.0	December 31	PT. Shin-Etsu Polymer Indonesia*	100.0	December 31
Shin-Etsu Finetech Co., Ltd.	100.0	March 31	Shin-Etsu Polymer Singapore Pte. Ltd.*	100.0	December 31
JAPAN VAM & POVAL Co., Ltd.	100.0	March 31	Shin-Etsu Polymer Shanghai Co., Ltd.*	100.0	December 31
Shin-Etsu Magnetics Philippines., Inc.*	100.0	December 31	Shin-Etsu Polymer Hong Kong Co., Ltd.*	100.0	December 31
CIRES, Lda.*	100.0	December 31	Shin-Etsu Polymer Hungary Kft.*	100.0	December 31
Shin-Etsu Singapore Pte. Ltd.*	100.0	December 31	Dongguan Shin-Etsu Polymer Co., Ltd.*	100.0	December 31
Shin-Etsu Silicone Korea Co., Ltd.*	100.0	December 31	Human Create Co., Ltd.	100.0	March 31
Shinano Polymer Co., Ltd.	100.0	March 31	Suzhou Shin-Etsu Polymer Co., Ltd.*	71.4	December 31
Shin-Etsu (Malaysia) Sdn. Bhd.*	100.0	December 31	S.E.H. (Shah Alam) Sdn. Bhd.*	100.0	December 31
Nissin Chemical Industry Co., Ltd.	100.0	February 28	SHIN-ETSU HANDOTAI SINGAPORE PTE. LTD.*	100.0	December 31
Shin-Etsu MicroSi, Inc.*	100.0	December 31	K-Bin, Inc.*	100.0	December 31
Shin-Etsu Silicone Taiwan Co., Ltd.*	93.3	December 31	Shin-Etsu Silicone (Nantong) Co., Ltd.*	100.0	December 31
Shin-Etsu Silicones of America, Inc.*	100.0	December 31	Shin-Etsu (Jiangsu) Optical Preform	100.0	December 31
Shin-Etsu Silicones or America, inc. * Shin-Etsu Silicones Europe B.V.*	100.0	December 31	Co., Ltd.*	75.0	December 31
,	80.0	December 31	Kashima Chlorine & Alkali Co., Ltd.	79.0	March 31
Shin-Etsu Opto Electronic Co., Ltd.*  Shin Etsu Dalymar (Malaysia) Sdp. Phd.*			10 11		
Shin-Etsu Polymer (Malaysia) Sdn. Bhd.*  *Overseas subsidiary	100.0	December 31	19 other consolidated subsidiaries		

<sup>\*</sup>Overseas subsidiary

# **Report of Independent Auditors**

The Board of Directors Shin-Etsu Chemical Co., Ltd.

We have audited the accompanying consolidated financial statements of Shin-Etsu Chemical Co., Ltd. and its consolidated subsidiaries, which comprise the consolidated balance sheet as at March 31, 2015, and the consolidated statements of income, comprehensive income, changes in net assets, and cash flows for the year then ended and a summary of significant accounting policies and other explanatory information, all expressed in Japanese yen.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

# Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. The purpose of an audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal control, but in making these risk assessments the auditor considers internal controls relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

# Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects. the consolidated financial position of Shin-Etsu Chemical Co., Ltd. and its consolidated subsidiaries as at March 31, 2015, and their consolidated financial performance and cash flows for the year then ended in conformity with accounting principles generally accepted in Japan.

# Convenience Translation

We have reviewed the translation of these consolidated financial statements into U.S. dollars, presented for the convenience of readers, and, in our opinion, the accompanying consolidated financial statements have been properly translated on the basis described in Note 3.

Ernst & Young Shin Mikon LLC

June 26, 2015

Tokyo, Japan

# Investor Information As of March 31, 2015

# Shin-Etsu Chemical Co., Ltd.

Head Office: 6-1, Ohtemachi 2-chome, Chiyoda-ku, Tokyo 100-0004, Japan

# Date of Establishment:

September 16, 1926

# Capital:

¥119,419 million

# Number of Employees:

18,276 (including 87 consolidated subsidiaries)

#### Number of Shares Authorized:

1.720.000.000

# Number of Shares Issued:

432,106,693

#### Number of Stockholders:

45.643

#### Fiscal Year-End:

March 31

# Stockholders' Meeting:

June

#### Stock Listings:

Tokyo, Nagoya (Ticker Code: 4063)

# Transfer Agent:

Mitsubishi UFJ Trust and Banking Corporation

Ernst & Young ShinNihon

# Please visit our website:

http://www.shinetsu.co.jp (English, Japanese and Chinese)



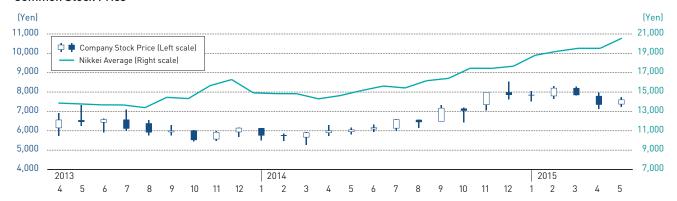
Major Stockholders:	Number of Shares (Thousands)	Percentage of Total Equity (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	38,054	8.9
Japan Trustee Services Bank, Ltd. (Trust Account)	28,182	6.6
Nippon Life Insurance Company	21,933	5.1
The Hachijuni Bank, Ltd.	11,790	2.8
Japan Trustee Services Bank, Ltd. (Trust Account 4)	11,415	2.7
Meiji Yasuda Life Insurance Company	10,687	2.5
THE BANK OF NEW YORK MELLON SA/NV 10	6,281	1.5
STATE STREET BANK WEST CLIENT-TREATY 505234	5,524	1.3
Sompo Japan Nipponkoa Insurance Inc.	5,357	1.3
STATE STREET BANK AND TRUST COMPANY 505225	5,328	1.3

Note: Shin-Etsu holds 6,207,027 shares of treasury stock, but is excluded from the above list of major stockholders. Stockholding percentages are calculated excluding treasury stock.

# Information:

Public Relations Department Phone: +81-3-3246-5091 Fax: +81-3-3246-5096 e-mail: sec-pr@shinetsu.jp

# Common Stock Price



# Trading Volume

