

# Consolidated Financial Statements for the Third Quarter of the Fiscal Year Ending March 31, 2012

April 1, 2011 to December 31, 2011

## CALBEE, Inc.

This document has been translated from the original Japanese as a guide for non-Japanese investors. It contains forward-looking statements based on a number of assumptions and beliefs made by management in light of information currently available. Actual financial results may differ materially depending on a number of factors, including changing economic conditions, legislative and regulatory developments, delay in new product launches, and pricing and product initiatives of competitors.

#### **SUMMARY OF FINANCIAL STATEMENTS (consolidated)**

Third Quarter Results for the Fiscal Year Ending March 31, 2012

CALBEE, Inc.

February 1, 2012

Stock exchange listings: Tokyo 1<sup>st</sup> section, code number 2229

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**Executive Officer** 

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Representative: Shuji Ito, President & COO, Representative Director

Scheduled date for submission of the third quarter financial report: February 10, 2012

Scheduled date for distribution of dividends: --

Availability of supplementary explanatory material for the third quarter results: Available

Quarterly results presentation meeting: Yes (telephone conference for institutional investors and analysts)

## 1) Consolidated results for the first nine months (April 1, 2011 to December 31, 2011) of the fiscal year ending March 31, 2012

(1) Consolidated Operating Results			Millions of yen, i	rounded down
	Nine months end	ed	Nine months ended	
	December 31, 2011		December 31, 2010	
		% change		% change
Net sales	120,013	1.4	118,343	8.3
Operating income	8,669	(4.7)	9,094	25.5
Ordinary income	8,402	(5.1)	8,859	22.1
Net income	4,325	(9.7)	4,789	28.1
Earnings per share (¥)	134.54		166.00	
Earnings per share (diluted) (¥)				

Notes: 1. The percentages shown above are a comparison with the same period in the previous fiscal year.

2. Comprehensive income: Nine months ended December 31, 2011: ¥4,367 million (-3.7%)

Nine months ended December 31, 2010: ¥4,534 million (-- %)

3. Figures for earnings per share (diluted) for the nine months ended December 31, 2010 are not recorded as although there was a balance of new share subscription rights the Company was not listed at that time, meaning that an average share price for the period cannot be obtained

As of December 31,

(2) Consolidated Financial Position

Total assets.....

Net assets .....

	willions of yell, rounded down
per 31, 2011	As of March 31, 2011
102,108	99,393
77,579	72,924
72.7	70.7

Millions of you rounded down

#### 2) Dividends per share

_		Yen
	FY ended	FY ending
	March 31, 2011	March 31, 2012
Interim period	00.00	00.00
Year-end	28.00	32.00 (forecast)
Annual	28.00	32.00 (forecast)

Note: Changes from the most recently announced dividend forecast: None

#### 3) Consolidated forecasts for the fiscal year ending March 31, 2012 (April 1, 2011 to March 31, 2012)

_		Millions of yen
		cal year ending arch 31, 2012
		% change
Net sales	160,000	2.9
Operating income		2.6
Ordinary income	10,600	0.3
Net income	6,000	41.1
Earnings per share (¥)	185.75	

Note: 1. The percentages shown above are a comparison with the full year period of the previous fiscal year.

<sup>2.</sup> Changes from the most recently announced results forecast: None

#### 4) Other

#### (1) Transfer of important subsidiaries during the period: Yes

Note: Indicates transfers of specified subsidiaries resulting in changes in the scope of consolidation during the period under review.

One company added to scope of consolidation: HAITAI-CALBEE Co., Ltd.

(2) Use of special accounting procedures: None

#### (3) Changes in accounting policy, changes in accounting estimates, and restatements:

1. Changes following revisions to accounting standards: None

2. Other changes: None

3. Changes in accounting estimates: None

4. Restatements: None

#### (4) Number of outstanding shares (common stock)

		December 31, 2011:	March 31, 2011:
1.	Number of shares outstanding	32,301,450 shares	31,917,450 shares
	(including treasury shares)		
2.	Number of treasury shares	shares	shares
		Nine months to	Nine months to
		December 31, 2011:	December 31, 2010:
3.	Average number of shares during the period	32,150, 572 shares	28,853,541 shares

Note: On January 14, 2011 a 50 for 1 share split was conducted for common shares.

#### **Important Notice**

Disclosure of status of quarterly report review procedures:

At time of disclosure of this quarterly financial report the company was not subject to the review procedures for quarterly securities reports as stipulated under the Financial Instruments and Exchange Law; therefore these review procedures have not been completed.

#### Appropriate use of financial forecasts and other items

- 1. Forecasts, etc., recorded in this document include forward-looking statements that are based on management's estimates, assumptions and projections at the time of publication. A number of factors could cause actual results to differ materially from expectations. For further details of forecasts please see Page 6, 1. Operating Results (3) Consolidated forecasts for the fiscal year ending March 31, 2012
- 2. On January 14, 2011 a 50 for 1 share split was conducted for common shares.
- 3. The earnings per share forecast for the fiscal year ending March 31, 2012 is calculated using 32,301,450 shares as the expected average number of shares for the period.
- 4. CALBEE, Inc. has scheduled a telephone conference for institutional investors and analysts for February 1, 2012. An audio recording of the telephone conference will be made available on the Calbee website after the conference.

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#### 1. Operating Results

#### (1) Summary of business performance (consolidated)

(All comparisons are with the first nine months of the previous fiscal year, unless stated otherwise.)

During the nine-month period under review, consumer spending improved due to factors including reconstruction demand following the Great East Japan Earthquake in March. However, continued recessionary concerns in Europe and North America along with the strong yen lent ongoing uncertainty to the outlook.

In snack foods, the market has yet to achieve a full-fledged recovery despite an end to the sense of voluntary constraint among consumers in the period after the Great East Japan Earthquake.

In this environment, Calbee Group (hereafter "Calbee") has actively developed new products, advertising and in-store promotions to recover from the sales decrease in April and May following the disaster and to speedily recover from the damage incurred in the disaster at four factories. Consequently, we were able to resume production at all lines by the end of May and sales have been steadily recovering since June.

As a result, consolidated net sales for the nine-month period increased 1.4% to ¥120,013 million.

In terms of profitability, operating income decreased 4.7% to 4.7% to 4.7% to 4.7% to 4.7% million, ordinary income decreased 4.7% to 4.7% to 4.7% million due to increases in distribution expenses from the effects of the earthquake and prices of raw materials, and despite continued pursuit of cost reduction measures.

#### Result by business:

#### Food production and sales business

Net sales increased by 1.2% to ¥118,233 million.

#### Snack foods:

Snack food sales increased 0.7% to ¥103,585 million.

#### 1. Potato-based snacks

Potato Chips: Added content volume promotions and active introduction of limited period and region-special offers were not sufficient to fully offset the decline from the effects of the earthquake.

Jagarico: Sales increased, supported by strong sales of limited offer Salted cod roe & Butter flavor and others.

Jagabee: Sales increased due to nationwide sales of new flavor Pepper and Salt, and other factors.

#### 2. Flour-based snacks

Sales for the overall period were lower due to the effects of factors including restraints on in-store promotions on April and May and despite actively promoting limited offer products.

#### 3. Corn-based snacks

Sales were higher year on year, supported by strong sales of staple products such as Mike Popcorn, Doritos and Cheetos.

#### Other products (Processed bread and Cereal)

Net sales increased 4.7% to ¥14,647 million, with sales of processed bread and cereal trending favorably. Sales of processed breads increased due to the effects of discount campaigns and an increase in the number of stores handling the products. Sales of cereal grew for the period supported by a restart in production of Fruits Granola.

#### Other businesses

Net sales increased 16.0% to ¥1,780 million, supported by sales growth in both the distribution business and the sales promotion tools business.

#### (2) Summary of consolidated financial position

(All comparisons are with the end of the previous fiscal year, unless stated otherwise.)

Total assets as of December 31, 2011 were ¥102,108 million, an increase of ¥2,715 million from the end of the previous fiscal year. The primary contributing factor was an increase in inventory assets and accounts receivable following an increase in sales. This exceeded a reduction in non-current assets that arose from depreciation and amortization expenses exceeding the amount of investment.

Liabilities decreased ¥1,939 million to ¥24,529 million, with reductions in accrued expenses and reserves for loss on disaster offsetting an increase in accounts payable.

Net assets increased ¥4,654 million to ¥77,579 million, reflecting the recording of net income for the period and other factors for the period.

As a result, the equity ratio increased 2.0 percentage points from the end of the previous fiscal year to 72.7% and net assets per share was ¥2,297.99.

#### Cash flow

Cash and cash equivalents as of December 31, 2011 were ¥11,241 million, ¥6,997 million lower than at the end of the previous fiscal year. The main contributing factors are detailed below.

#### Cash flows from operating activities

Net cash used in operating activities during the period under review was an outflow of \$2,827 million, compared to an inflow of \$4,607 million for the first nine months of the previous fiscal year. Factors increasing operating cash flow included income before income taxes and minority interests of \$8,456 million and depreciation and amortization of \$4,947 million; however, factors decreasing operating cash flow included an increase in accounts receivable of \$8,481 million and increase in inventory of \$1,521 million and income taxes paid of \$4,212 million

#### Cash flows from investing activities

Net cash used in investing activities during the period under review was outflow of ¥3,257 million, compared to an inflow of ¥872 million for the first nine months of the previous fiscal year. The primary contributing factor was ¥3,156 million in payments for acquisition of tangible non-current assets.

#### Cash flows from financing activities

Net cash used in financing activities during the period under review was an outflow of ¥690 million, compared to an outflow of ¥3,858 million in the first nine months of the previous fiscal year. This was primarily due to cash dividends paid of ¥1,011 million, which exceeded cash inflow of ¥614 million arising from the exercise of stock options.

#### (3) Consolidated forecasts for the fiscal year ending March 31, 2012

Results for the year to date are largely in accordance with plans, and there are no changes to the forecasts issued on October 28, 2011.

#### 2. Summary information and related items

(1) Transfer of important subsidiaries during the period:

In July 2011, a joint venture company HAITAI-CALBEE Co., Ltd. was established by Calbee and major Korean confectionary maker HAITAI Confectionery & Foods Co., Ltd. as part of measures to expand Calbee sales in the Korean snack market, which stands alongside Japan and China as a key Asian market. This joint venture has been included in the scope of consolidation from the second quarter of the current fiscal year.

(2) Use of special accounting procedures:

No applicable items.

(3) Changes in accounting policy, changes in accounting estimates, and restatements: No applicable items.

3. Consolidated Financial Statements		
(1) Consolidated Balance Sheets	Millions of yen, rounded down	
	As of	As of
	December 31, 2011	March 31, 2011
ASSETS		
Current assets		
Cash and deposits	11,241	18,238
Notes and accounts receivable-trade	19,531	11,139
Inventories	5,767	4,276
Other	5,767	3,779
Allowance for doubtful accounts	(20)	(14)
Total current assets	42,288	37,420
Noncurrent assets		
Property, plant and equipment		
Buildings and structures, net	20,774	21,678
Machinery, equipment and vehicles, net	13,688	14,550
Land	10,729	10,707
Construction in progress	916	619
Other, net	825	922
Total property, plant and equipment	46,933	48,478
Intangible assets		,
Goodwill	4,671	4,822
Other	1,579	1,911
Total intangible assets	6,251	6,734
Investments and other assets	,	,
Investments and other assets, gross	6,729	6,855
Allowance for doubtful accounts	(94)	(94)
Total investments and other assets	6,634	6,761
Total noncurrent assets	59,820	61,973
Total assets	102,108	99,393

Consolidated Balance Sheets, continued		
		ons of yen, rounded down
	As of	As of
LABULTIES	December 31, 2011	March 31, 2011
LIABILITIES		
Current liabilities		- 0-0
Accounts payable-trade	_	5,656
Notes and accounts payable-trade	7,085	
Short-term loans payable	73	107
Current portion of long-term loans payable	_	182
Accounts payable-other	2,555	3,914
Income taxes payable	1,578	2,443
Provision for bonuses	2,202	3,096
Provision for directors' bonuses	192	182
Reserve for loss on disaster	57	1,378
Other	5,263	4,327
Total current liabilities	19,008	21,288
Noncurrent liabilities		
Long-term loans payable	6	9
Provision for retirement benefits	3,611	3,335
Provision for directors' retirement benefits	493	424
Asset retirement obligations	666	658
Other	742	752
Total noncurrent liabilities	5,520	5,180
Total liabilities	24,529	26,469
NET ASSETS		
Shareholders' equity		
Capital stock	11,052	10,744
Capital surplus	10,620	10,312
Retained earnings	53,370	49,938
Total shareholders' equity	75,043	70,995
Accumulated other comprehensive income	,	,
Valuation difference on available-for-sale securities	(17)	(62)
Foreign currency translation adjustment	(797)	(697)
Total accumulated other comprehensive income	(814)	(759)
Subscription rights to shares	101	102
Minority interests	3,249	2,585
Total net assets	77,579	72,924
Total liabilities and net assets	102,108	99,393

## (2) Consolidated statements of income and comprehensive income

### Nine-month period ended December 31, 2011 Consolidated statements of income

Consolidated statements of income	Millions of yen, rounded down	
	April 1, 2011 to	April 1, 2010 to
	December 31, 2011	December 31, 2010
Net sales	120,013	118,343
Cost of sales	69,546	68,382
Gross profit	50,467	49,961
Selling, general and administrative expenses	41,797	40,866
Operating income	8,669	9,094
Non-operating income		
Interest income	17	8
Dividends income	51	55
Real estate income	51	51
Settlement of consignment money for recycling	79	98
Other	220	179
Total non-operating income	421	393
Non-operating expenses		
Interest expenses	4	51
Foreign exchange losses	535	405
Other	147	172
Total non-operating expenses	687	628
Ordinary income	8,402	8,859
Extraordinary income		
Gain on sales of noncurrent assets	10	953
Subsidies income	230	27
Gain on negative goodwill	175	_
Reversal of allowance for doubtful accounts	_	57
Reversal of provision for loss on disaster	163	_
Other	1	58
Total extraordinary income	581	1,096
Extraordinary loss		
Loss on sales of noncurrent assets	29	27
Loss on retirement of noncurrent assets	56	358
Loss on disaster	258	_
Loss on liquidation of subsidiaries and affiliates	129	_
Loss on adjustment for changes of accounting	<u></u>	351
standard for asset retirement obligations		
Other	53	198
Total extraordinary losses	528	935
Income before income taxes and minority interests	8,456	9,019
Income taxes-current	3,391	3,854
Income taxes-deferred	451	33
Total income taxes	3,843	3,887
Income before minority interests	4,613	5,131
Minority interests in income	287	342
Net income	4,325	4,789

Consolidated statements of comprehensive income		
	Mil	lions of yen, rounded down
	April 1, 2011 to December 31, 2011	April 1, 2010 to December 31, 2010
Income before minority interests	4,613	5,131
Other comprehensive income		
Valuation difference on available-for-sale securities	44	(60)
Foreign currency translation adjustment	(289)	(536)
Total other comprehensive income	(245)	(597)
Comprehensive income	4,367	4,534
Comprehensive income attributable to		
Comprehensive income attributable to owners of the parent	4,270	4,394
Comprehensive income attributable to minority interests	97	140

#### Three-month period ended December 31, 2011

#### Consolidated statements of income (third quarter)

Millions of yen, rounded down October 1, 2011 to October 1, 2010 to December 31, 2011 December 31, 2010 Net sales 44.028 42.077 Cost of sales 24,470 23,548 19,557 18,528 Gross profit 14,781 Selling, general and administrative expenses 14,073 Operating income 4,775 4,454 Non-operating income 8 Interest income 4 7 Dividends income 10 Real estate income 17 16 Foreign exchange gains 71 Other 45 52 Total non-operating income 152 81 Non-operating expenses Interest expenses 0 12 Cost of real estate 5 5 193 Foreign exchange losses Depreciation 6 10 Other 11 10 Total non-operating expenses 24 232 Ordinary income 4,903 4,303 Extraordinary income Gain on sales of noncurrent assets 0 Gain on reversal of loss on valuation of investment 13 171 securities Other 5 177 Total extraordinary income 14 Extraordinary loss Loss on sales of noncurrent assets 1 20 Loss on retirement of noncurrent assets 154 18 162 Loss on sales of investment securities Other 0 1 338 Total extraordinary losses 20 Income before income taxes and minority interests 4,897 4,142 Income taxes-current 2,064 1,596 Income taxes-deferred 189 63 Total income taxes 2,253 1,660 2,482 Income before minority interests 2,643 128 Minority interests in income 90 Net income 2,353 2,553

Consolidated statements of comprehensive income (third quarter)		
	Mill	lions of yen, rounded down
	October 1, 2011 to	October 1, 2010 to
	December 31, 2011	December 31, 2010
Income before minority interests	2,643	2,482
Other comprehensive income		
Valuation difference on available-for-sale securities	(8)	(15)
Foreign currency translation adjustment	122	(84)
Total other comprehensive income	114	(100)
Comprehensive income	2,758	2,382
Comprehensive income attributable to		
Comprehensive income attributable to owners of	2,616	2,294
the parent		
Comprehensive income attributable to minority interests	142	87

(3) Consolidated statements of cash flows		
	Millions of yen, rounded down	
	April 1, 2011 to April 1, 2010 to	
	December 31, 2011	December 31, 2010
Net cash provided by (used in) operating activities		
Income before income taxes and minority interests	8,456	9,019
Depreciation and amortization	4,947	5,259
Amortization of goodwill	441	432
Gain on negative goodwill	(175)	_
Loss on adjustment for changes of accounting standard for asset retirement obligations	_	351
Increase (decrease) in allowance for doubtful accounts	6	(317
Increase (decrease) in provision for bonuses	(891)	(235
Increase (decrease) in provision for directors' bonuses	10	(25
Increase (decrease) in provision for retirement benefits	281	20
Decrease (increase) in prepaid pension costs	105	131
Increase (decrease) in provision for directors' retirement benefits	68	77
Interest and dividends income	(69)	(63
Interest expenses	4	51
Foreign exchange losses (gains)	440	388
Subsidies income	(230)	(27
Loss (gain) on sales of investment securities	(1)	127
Loss (gain) on valuation of investment securities	_	0
Loss (gain) on sales of noncurrent assets	19	(926
Loss on retirement of noncurrent assets	56	358
Loss on disaster	95	_
Loss on liquidation of subsidiaries and affiliates Decrease (increase) in notes and accounts	129	_
receivable-trade	(8,481)	(6,676
Decrease (increase) in inventories	(1,521)	(10
Increase (decrease) in notes and accounts payable-trade	1,473	461
Decrease (increase) in accounts receivable-other	(95)	(43
Increase (decrease) in accounts payable-other	(992)	193
Increase (decrease) in accrued consumption taxes	(169)	77
Other, net	(1,512)	(22
Subtotal	2,395	8,605
Interest and dividends income received	72	108
Interest expenses paid	(5)	(53
Proceeds from subsidies	230	27
Payments for loss on disaster	(1,308)	
Income taxes paid	(4,212)	(4,079
Net cash provided by (used in) operating activities	(2,827)	4,607

Consolidated statements of cash flows, continued		
_	Millions of yen, rounded down	
	April 1, 2011 to	April 1, 2010 to
	December 31, 2011	December 31, 2010
Net cash provided by (used in) investing activities		
Purchase of property, plant and equipment	(3,156)	(2,206)
Proceeds from sales of property, plant and equipment	126	3,118
Purchase of intangible assets	(228)	(258)
Proceeds from sales of intangible assets	` _ ´	, O
Purchase of investment securities	(13)	(14)
Proceeds from sales of investment securities	7	208
Purchase of stocks of subsidiaries and affiliates	(13)	(93)
Payments of loans receivable	(99)	(79)
Collection of loans receivable	108	5
Payments for guarantee deposits	(124)	(30)
Proceeds from collection of guarantee deposits	203	277
Other, net	(68)	(56)
Net cash provided by (used in) investing activities	(3,257)	872
Net cash provided by (used in) financing activities		
Net increase (decrease) in short-term loans payable	(26)	(851)
Proceeds from long-term loans payable	_	3
Repayment of long-term loans payable	(184)	(2,188)
Proceeds from exercise of stock option	614	52
Cash dividends paid	(893)	(692)
Cash dividends paid to minority shareholders	(117)	(114)
Repayments of lease obligations	(82)	(67)
Net cash provided by (used in) financing activities	(690)	(3,858)
Effect of exchange rate change on cash and cash equivalents	(221)	(209)
Net increase (decrease) in cash and cash equivalents	(6,997)	1,410
Cash and cash equivalents at beginning of period	18,238	4,469
Increase (decrease) in cash and cash equivalents resulting from change of scope of consolidation	_	27
Cash and cash equivalents at end of period	11,241	5,908

#### (4) Items related to going concern assumption

Third quarter (April 1, 2011 to December 31, 2011) of the fiscal year ending March 31, 2012

No applicable items

#### (5) Additional information

As of the beginning of the first quarter of the current fiscal year, *Accounting Standards for Accounting Changes and Revisions of Past Errors* (ASBJ Statement No. 24, December 4, 2009) and *Guidelines to the Application of Accounting Standards for Accounting Changes and Revisions of Past Errors* (ASBJ Guideline No. 24, December 4, 2009) have been applied.

#### (6) Note on occurrence of significant changes to shareholders' equity

Third quarter (April 1, 2011 to December 31, 2011) of the fiscal year ending March 31, 2012

No applicable items