

Head Office: Sumitomo Fudosan Mita Twin Building West Wing, 5-27, Mita 3-chome, Minato-ku, Tokyo 108-6321 Japan Telephone: +81 (3) 3-5443-9522 Facsimile: +81 (3) 3-5443-9558 Contact: www.nsggroup.net/contact



www.nsg.com







'First in Glass'

# **To our shareholders**

Nippon Sheet Glass Co., Ltd. 144th Fiscal Period Interim Report 1 April 2009 – 30 September 2009



1 NSG GROUP Interim Report 2009 NSG GROUP Interim Report 2009

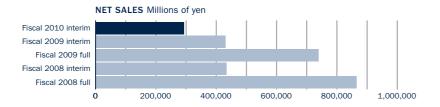
## **Contents**

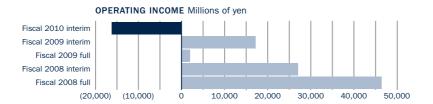
#### 1 Consolidated financial highlights

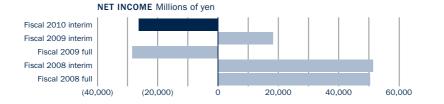
- 2 Message from the President and CEO
- 3 Interview with the President
- 6 Business summary by segment
- 7 Review of operations
- 9 Consolidated financial statements
- 11 Management
- 12 Stock information
- 13 Shareholder information
- 14 Corporate data

# **Consolidated financial highlights**

Millions of yen	Fiscal 2008	Fiscal 2009	Fiscal 2009 interim period	Fiscal 2010 interim period
Net sales	865,588	739,365	431,082	292,989
Operating income	46,462	1,908	17,198	(16,222)
Ordinary income	30,437	(12,259)	12,541	(24,743)
Net income	50,417	(28,392)	18,311	(26,248)
Net income per share	(yen) 75.44	(42.49)	27.40	(41.00)







# **Message from the President** and CEO

On behalf of the NSG Group, I would like to thank you for your continued support.

I am pleased to present the interim report for the period ended 30 September 2009.

The results for the first half of the financial year FY2010 reflect continuing volatility in all our markets. However, in the second quarter in particular, there were indications of some stabilization in our major markets, following the steady declines of previous quarters.

There are some positive signs in Automotive, with the markets in which we operate showing further improvements. These are largely due to continuing government support programs, offering cash incentives to trade in older vehicles. Aftermarket sales have also held up well in most of our markets. Nevertheless, our Building Products markets continued to suffer from low levels of commercial and residential demand, particularly in Europe, where we have our largest business. Specialty Glass markets remained challenging, but with tentative signs of strengthening in some of the economies in which we operate.

Our current operational focus is on implementing the restructuring program we launched in January 2009, to address the economic downturn and to improve profitability going forward. Good progress has been made in implementing these initiatives, aimed at reducing capacity and output around the Group to match the requirements of our customers.

Our clear aim is to protect the business in the short term and help re-establish profit growth from FY2011 onwards. We look forward to your continuing understanding and support of our activities.

3 December 2009



Katsuji Fujimoto President and Chief Executive Officer

Katsuji Fujimoto President and CEO Representative Executive Director Nippon Sheet Glass Co., Ltd

## **Interview with the President**

**Q1** With your appointment as CEO, what is vour personal vision for the Company? And what are you doing to engage employees and to maintain a motivated workforce during these difficult economic times?

We are an integrated international group, with a multinational management. A third of our shareholders and 80 percent of our employees are outside Japan. This distinguishes us from most Japanese corporations. Our management style is to put the best person in each job, regardless of nationality or region. There has been no change in our policies on this.

Our objective to be the world's Number 1 glass company is also my personal vision. Being Number 1 means satisfying our three main stakeholders. We need to be the preferred supplier for our customers, the place where our people want to work, and of course a good long-term investment for our shareholders.

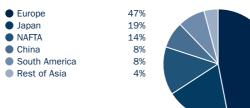
We believe 'people are our most important asset'. That's why the recent decisions we had to take on restructuring were particularly hard. Going forward, we cannot be Number 1 unless we have very good, well-trained and well-motivated people. We have around 30,000 people in our organization. Every one has a role to play and a contribution to make. In October, I visited many of our key installations, in Japan, the UK, Germany, Italy, Brazil and the US to reinforce these messages.

I believe people at all levels in any company will perform best when they are self-motivated and understand the bigger picture. Our communications programs are designed to encourage an atmosphere of open communication, with everyone having opportunities to generate ideas that will be listened to. Safety in the workplace is crucial; without it, everything else is pointless.

#### Consolidated net sales (interim period) (Billions of yen)

273.3 433.9 431.1 293.0 141st period 142nd period 143rd period 144th period

#### **EMPLOYEE DISTRIBUTION**



**Q2** How you see the Group's immediate priorities, and what preparations are being made for future growth as a sustainable company?

We have a clear long-term vision and our 3-phase strategy is unchanged. We are currently in Phase 1, in which our priorities are creating an integrated global business, financial soundness, debt management and operational excellence. And we also need to prepare for Phase 2 growth.

We are focusing on immediate priorities, with particular emphasis on the restructuring, but not forgetting our longer-term strategic objectives. We are looking at capital expenditure, Research and Development (R&D) and strategic investments, in order to develop a sustainable company in all meanings of the word; conserving and using our resources wisely. Our aim is to create value for our shareholders and provide quality for our customers. whilst investing in our people. We need to prepare to grow in a low-carbon world.

We have a great mix of professionals, world-beating expertise and excellent technology and I see good opportunities for Phase 2 growth. In Building Products, Solar Energy, low-e in China, coated and fire products are key areas. In Automotive, the shift to electric vehicles and plug-in hybrids marks a new era, with CO<sub>2</sub> reduction a major focus. This will drive glazing advances in solar energy control, weight reduction and energy-saving. In Specialty Glass, I expect growth in battery separators, our technology for office machinery, glass cord and ultra-thin float glass.

#### **10**-year, **3**-phase strategy

Execute growth strategies through 3 phases

#### 2007 Phase 1

4 vears

Create a new entity focused on differentiating ourselves from competitors, and maximizing productivity and operational quality while re-establishing our financial foundations.

## 2011

Phase 2

3 years

Achieve aggressive growth in the flat glass business.

Geographically expanding into emerging countries.

Improve competitiveness, launch major new products, improve R&D and foster technologies.

#### 2014

Phase 3

3 years

Explore new areas for future growth.

Exploring new businesses by both leveraging our customers and our technical and operational competencies.

2017

Pursuing acquisitions, mergers, and alliances in adjacent areas.

NSG GROUP Interim Report 2009

## **Interview with the President continued**

# Q3 You mention sustainability. How important is this to the NSG Group and what actions are you taking to communicate and implement it?

Our Group has long enjoyed a good reputation on environmental issues, but it became clear that our existing policies were no longer sufficient to address the wider issues of sustainability. We have therefore strengthened our commitment, with the recent publication of a new Group sustainability policy.

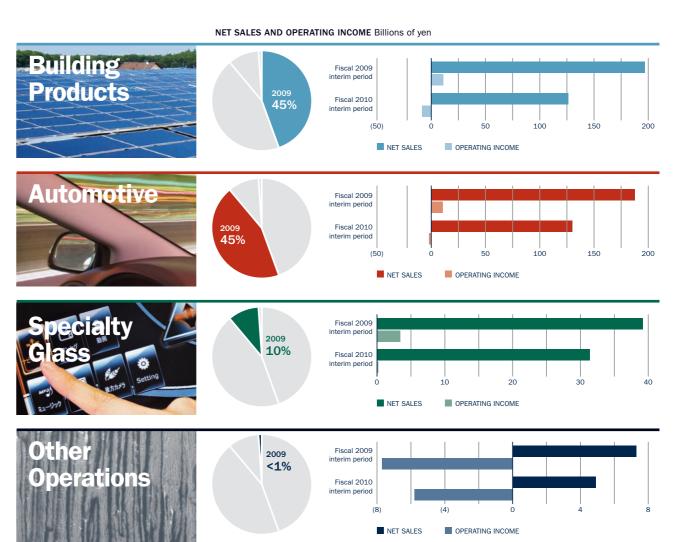
We define sustainability as 'meeting the needs of the present generation without compromising the ability of future generations to meet their own needs'. We will shortly be publishing our 2009 Sustainability Report, which retains much of the content of our former Corporate Social Responsibility Report, but signals the change in our approach. Our policy sets out our aim to balance the needs of our shareholders, customers, employees, the community and the environment, and states our intention to seek out suppliers who share that commitment.

The sustainability agenda is being redefined and moving quickly out of the hands of regulators and pressure groups and into the heart of businesses such as ours. New building codes and other legislative drivers from governments and standards bodies around the world, as well as project-specific procurement requirements, such as those for the 2012 Olympics, all require an explicit commitment to sustainability.

Our sustainability policy underlines the unique role played by glass in conserving energy, whilst recognizing that glass production is energy-intensive. It also accepts responsibility for minimizing energy use and preserving natural habitats from which our raw materials are taken.

We are communicating our policy to ensure that we, and those with whom we do business, fully understand the concept and share our commitment. In parallel, we are developing a comprehensive set of targets, so that we can accurately measure our progress in all related areas such as recycling and energy and waste management, in everything we do.

# **Business summary by segment**



Note: figures include sales to outside customers in each segment.

# **Review of operations**



#### **Building Products**

Building Products (BP) cumulative results for the first half-year were significantly down on the same period of the previous year due to lower volumes and reduced prices in difficult market conditions across all territories.

In Europe, cumulative revenue was lower than in the first half of last year, due to lower prices and volumes in difficult markets and profit performance was also lower. Price increases, implemented towards the end of the first quarter, have held relatively well. During the quarter, the Group disposed of its downstream business in Switzerland and the majority of its downstream business in France.

Cumulative revenues in Japan fell, as the continued weakness of commercial and residential construction markets led to significantly reduced volumes. As in Europe, the BP business in Japan moved from cumulative profits to cumulative losses.

In North America, cumulative revenues decreased compared to the prior year, due mainly to reduced prices. Profits increased, as an improving product mix and cost savings offset the lower prices.

In the Rest of the World, revenues were also below the level of the previous year, with volumes falling, in line with difficult market conditions. Year-on-year profits also declined, with reduced volumes and prices, but were similar to the preceding quarter as markets began to stabilize.

As a result, the Building Products business achieved cumulative six-month sales of ¥126,362 million and an operating loss of ¥8,497 million.



#### **Automotive**

In the Automotive business, cumulative revenues were significantly below the level of the previous year. Profitability also declined, although the impact of lower volumes was partially offset by cost reductions.

In the European Original Equipment (OE) sector, revenues fell, due to reduced levels of demand. Markets improved during the quarter, however, as government incentives provided a temporary demand stimulus. Cost savings continued to be realized, reducing the impact of lower volumes on profitability. Results in the Automotive Glass Replacement (AGR) business were robust, with cumulative revenues and profits at similar levels to the previous year.

In Japan, revenues were significantly below last year, due to reduced levels of demand. As in Europe, however, sales volumes improved during the quarter, due largely to government subsidies. A cumulative loss was recorded as a result of the reduced volumes.

In North America, cumulative sales were significantly below the first half of the previous year, again due to reduced volumes. OE revenues and profits declined significantly in the difficult market conditions. AGR profitability continued to be below prior year levels, due to both reduced demand and market prices.

In the Rest of the World, cumulative revenues and profits were below the prior year level, although emerging market regions held up relatively well compared to more developed markets.

The Automotive business recorded sales of ¥130,256 million and an operating loss of ¥2,165 million.



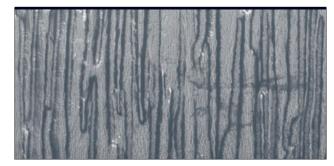
#### **Specialty Glass**

Revenues and profits in Specialty Glass were significantly below the prior year. The quarterly result though, represented an improvement on the preceding quarter, as some markets demonstrated tentative signs of recovery. The strength of the Japanese yen continued to hit exports of components for printers and scanners.

Specialty Glass, representing approximately 10 percent of Group sales, comprises a number of discrete businesses, including the manufacture and sale of very thin glass for small displays, lenses and light guides for printers, and glass fiber products, such as battery separators and glass components for engine timing belts. The Group announced the sale of its air filters business in August 2009.

The largest segment of the Specialty Glass business is in displays, where the Group is globally recognized as a leading supplier of ultra-thin float glass, used in small to medium flat panel displays. In this sector, touch panel is a rapidly growing application. Reduced global demand for electronic equipment, including mobile phones, has affected this sector.

The Specialty Glass business recorded sales of ¥31,363 million and an operating profit of ¥229 million.



#### **Other Operations**

This segment covers corporate costs and engineering income, but also includes small businesses not included in the segments covered above. Costs incurred in Other Operations were similar to the previous year.

Consequently, this segment recorded sales of ¥5,008 million and an operating loss of ¥5,789 million.

# **Consolidated financial statements**

#### **Consolidated balance sheets**

	30 September 2009	Millions of yen 31 March 2009
Assets		
Current assets	341,251	325,231
Cash and deposits	118,483	94,979
Notes and accounts receivable – trade	95,788	94,291
Merchandise and finished goods	57,260	69,335
Work in process	9,961	10,352
Raw materials and supplies	36,649	34,139
Other current assets	27,768	25,950
Allowance for doubtful accounts	(4,658)	(3,815)
Non-current assets	661,144	699,989
Property, plant and equipment		
Buildings and structures	144,446	147,014
Accumulated depreciation	(78,820)	(79,334)
Buildings and structures, net	65,626	67,679
Machinery, equipment and vehicles	358,836	366,197
Accumulated depreciation	(190,260)	(188,927)
Machinery, equipment and vehicles, net	168,575	177,270
Tools, furniture and fixtures	43,152	41,603
Accumulated depreciation	(27,767)	(25,200)
Tools, furniture and fixtures, net	15,385	16,403
Land	45,010	46,483
Leased assets	8,262	8,089
Accumulated depreciation	(3,482)	(3,136)
Leased assets, net	4,780	4,953
Construction in progress	1,959	4,690
Total: Property, plant and equipment	301,335	317,478
Intangible assets		
Goodwill	128,082	132,882
Other intangible assets	122,732	127,283
Total: intangible assets	250,813	260,165
Investments and other assets		
Joint ventures, associates and other investme		55,935
Others	60,435	67,745
Allowance for doubtful accounts	(1,807)	(1,334)
Total: Investments and other assets	108,995	122,347
Total assets	1,002,395	1,025,221

	30 September 2009	31 March 2009
Liabilities  Current liabilities  Notes and accounts payable – trade  Short-term loans payable  Current portion of bonds  Lease obligations  Income taxes payable  Provisions  Other current liabilities	240,472 60,847 65,343 10,000 2,505 8,793 22,572 70,413	269,315 61,902 84,784 - 3,038 19,369 24,403 75,820
Non-current liabilities Bonds payable Long-term loans payable Lease obligations Provision for rebuilding furnaces Provision for retirement benefits Other provisions Other non-current liabilities	505,028 50,000 293,221 3,925 10,359 62,804 6,322 78,397	498,683 60,000 273,557 4,943 10,159 62,808 6,714 80,502
Total liabilities	745,501	767,998
Net assets Shareholders' equity Capital stock Capital surplus Retained earnings Treasury stock	320,745 96,147 135,287 89,905 (595)	319,009 96,147 105,287 118,159 (585)
Valuation and translation adjustments Valuation difference on available-for-sale securiti Deferred gains or losses on hedges Foreign currency translation adjustment	(73,762) es 834 (6,264) (68,332)	(72,361) 2,339 (10,756) (63,944)
Subscription rights to shares Minority interests	696 9,215	493 10,082
Total net assets	256,894	257,223
Total liabilities and net assets	1,002,395	1,025,221

Millions of yen

Notes on per share information (interim period FY10)

1. (Net) assets per share ¥323.06

2. Net interim loss per share – basic ¥(41.00)

#### Consolidated statements of income

For the six-month periods ending 30 September 2008 and 2009

	2009	Millions of yen 2008
Net sales	292,989	431,082
Cost of sales	223,055	299,056
Gross profit	69,934	132,026
Selling, general and administrative expenses	86,155	114,828
Operating income	(16,222)	17,198
Non-operating income	2,296	8,658
Non-operating expenses	10,818	13,315
Ordinary income	(24,743)	12,541
Extraordinary income	6,551	39,078
Extraordinary losses	8,521	12,439
Income before income taxes		
and minority interests	(26,713)	39,180
Income taxes	(827)	19,182
Minority interests	363	1,686
Net income	(26,248)	18,311

#### Consolidated statements of cash flows

For the six-month periods ending 30 September 2008 and 2009

	2009	Millions of yen 2008
Net cash provided by operating activities Net cash provided by investment activities	(5,57 <b>1</b> ) 3,483	14,611 23,560
Net cash used in financing activities Effect of exchange rate change on cash	24,040	(36,174)
and cash equivalents	(1,396)	(3,636)
Net increase in cash and cash equivalents	20,557	(1,638)
Cash and cash equivalents at beginning of period	75,598	103,293
Increase in cash and cash equivalents resulting		
from change of scope of consolidation	-	2,181
Cash and cash equivalents at end of period	96,154	103,837

(1 October 2009)

#### **Directors**

Director, Chairman of NSG Group Yozo Izuhara Director, Vice Chairman Tomoaki Abe Director Katsuji Fujimoto Director Mike Powell **Director** Mark Lyons Director Mike Fallon Director Keiii Yoshikawa External Director Kozo Okumura External Director Isao Uchigasaki External Director George Olcott External Director Sumitaka Fujita

#### **Executive Directors**

Representative Executive Director, President and CEO Katsuji Fujimoto Executive Director, Group Finance Director Mike Powell Executive Director Mark Lyons Executive Director Mike Fallon Executive Director Keiji Yoshikawa

#### **Executive Officers**

Senior Executive Officer Takeshi Horiguchi Senior Executive Officer Tim Izzett Senior Executive Officer Toshikazu Kondo Senior Executive Officer Paul McKeon Senior Executive Officer Clemens Miller Senior Executive Officer Stephen Pownall Senior Executive Officer Tom Rae Senior Executive Officer Naotaka Todoroki Executive Officer Kazumitsu Fujii Executive Officer Koichi Hiyoshi Executive Officer Minoru Imanishi Executive Officer Akira Matsumoto Executive Officer Kenichi Morooka Executive Officer Tsunefumi Nakagawa Executive Officer Toshiyuki Nakazawa Executive Officer Paul Ravenscroft Executive Officer Paul Ruddlesdin **Executive Officer** Tony Shaw Executive Officer lain Smith Executive Officer Milena Stanisci

#### **Nomination Committee**

Yozo Izuhara (Chairman of the Nomination Committee) Tomoaki Abe Kozo Okumura Isao Uchigasaki George Olcott Sumitaka Fujita Katsuii Fuiimoto

#### **Audit Committee**

Tomoaki Abe (Chairman of the Audit Committee) Yozo Izuhara Kozo Okumura Isao Uchigasaki George Olcott Sumitaka Fujita

#### **Compensation Committee**

George Olcott (Chairman of the Compensation Committee) Tomoaki Abe Kozo Okumura Isao Uchigasaki Sumitaka Fujita Katsuji Fujimoto

## **Stock information**

(as at 30 September 2009)

#### **Authorised shares**

To be issued	Common shares	1,775,000,000 shares
	Type A preferred shares	3,000,000 shares
Issued shares	Common shares	669,550,999 shares
	Type A preferred shares	3,000,000 shares
Number of shareholders	Common shares	56,864
	Type A preferred shares	2

### **Major shareholders**

#### Common shares

	Number of shares	of shares
Japan Trustee Services Bank, Ltd.		
(trust account)	68,725,000	10.26
The Master Trust Bank of Japan, Ltd.		
(trust account)	56,128,000	8.38
Japan Trustee Services Bank, Ltd.		
(trust account 9)	33,188,000	4.96
Japan Trustee Services Bank, Ltd.		
(trust account 4)	15,323,000	2.29
The Chase Manhattan Bank, N.A.		
London Secs Lending Omnibus Account	15,311,281	2.29
Toyota Motor Corporation	9,610,650	1.44
Sumitomo Life Insurance Company	9,148,000	1.37
Japan Trustee Services Bank, Ltd.		
(Retirement Benefit Account,		
Sumitomo Trust and Banking)	8,769,000	1.31
State Street Bank and Trust Company 505225	8,551,024	1.28
Trust & Custody Services Bank, Ltd.		
(Pension specified money trust account)	7,623,000	1.14

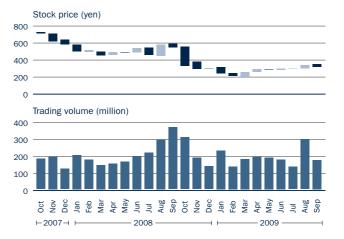
#### Type A preferred shares

	Number of shares	of shares
UDS Corporate Mezzanine No.3		
Limited Partnership	2,550,000	85.00
UDS Corporate Mezzanine Limited Partnership	450,000	15.00

#### DISTRIBUTION OF SHAREHOLDERS



#### STOCK PRICES AND TRADING VOLUME



13 NSG GROUP Interim Report 2009

NSG GROUP Interim Report 2009

## **Shareholder information**

Fiscal period 1 April to 31 March of the following year

**Ordinary General Meeting** 

of Shareholders Held annually in June

Shareholders' Confirmation

Standard Dates Ordinary General Meeting of

Shareholders: 31 March

Dividend: 30 September and 31 March

5-33, Kitahama 4 chome, Chuo-ku

Transfer agent The Sumitomo Trust & Banking Co., Ltd.

Osaka-shi

Operating Office

The Sumitomo Trust & Banking Co., Ltd. Stock Transfer Agency Department 3-1, Yaesu 2 chome, Chuo-ku,

Tokyo

Public Notice www.nsg.com

Independent Auditors Ernst & Young ShinNihon LLC

#### **Electronic Share Certificate System**

The Electronic Share Certificate System was implemented with effect from 5 January 2009. If you need to record any changes in your address, personal details or any other relevant matter, please contact the securities company administrating your shareholder account.

If you do not use a securities company, please notify our Transfer Agent as shown on the right.

#### Notice to shareholders holding odd-lot shares

If you hold an odd-lot of shares (1 to 999 shares) which is less than a trading unit of shares (1,000 shares), you could

- 1) sell these shares to the Company, or
- 2) purchase odd-lot shares from the Company to supplement your holding to the extent necessary to constitute a trading unit.

Please contact the securities company administrating your shareholder account for its specific procedures.

If you do not use a securities company, please contact our transfer agent, Sumitomo Trust & Banking as shown on the right.

#### Notice Concerning Dividend Payments of Listed Companies

Under the terms of the 2008 revision of the Act on Special Measures Concerning Taxation, the Company is required to send shareholders a 'Notice Concerning Dividend Payments' with details of the amount of dividend, tax etc. relating to dividends paid after January 2009. The enclosed 'Calculation Sheets for Dividends', which shareholders can use when completing their tax returns, also fulfills these requirements,

#### Payment of Interim Dividend

If you do not designate a specific bank account for receiving dividends, payment will be made by the enclosed '144th Interim Dividend Receipts'. In this case, your dividend payment can be collected at the head office or any branch of the JP Bank and Post Office within the period of payment (from 4 December 2009 to 29 January 2010).

If you designate a specific bank account for receiving dividend payments, please check the enclosed 'Calculation Sheets for 144th Interim Dividends' and 'Concerning Banking Account to which Dividends are Transferred' documents. (If you chose the 'System of Proportional Distribution to the Number of Shares' as the way of receiving dividends please contact the securities company you use.)

Mail address The Sumitomo Trust & Banking Co., Ltd.

Stock Transfer Agency Department 1-10, Nikko-cho, Fuchu-shi,

Tokyo 183-8701, Japan

Telephone number 0120-176-417

## **Corporate data**

(as at 30 September 2009)

Nippon Sheet Glass Co., Ltd

Head Office Sumitomo Fudosan Mita Twin Building

West Wing, 5-27, Mita 3-chome, Minato-ku, Tokyo 108-6321 Japan

Established 22 November 1918

Number of employees 29,135

Paid in capital ¥96,147 million

Stock listing Tokyo and Osaka (Code: 5202)