



## YAMADA DENKI CO., LTD

**YUHO**REPORT

# YAMADA DENKI CO., LTD.

Fiscal Year Ended Traded Stock Code

March 31, 2003 TSE1 9831 This report is based on the Company's Japanese-language annual filing with the Financial Services Agency and supplemented with materials that facilitate comparison with the Company's peers. The materials from the annual filing with the Financial Services Agency have been edited and reorganized in a format more familiar to the international investment community. All information contained in this report has been obtained from sources believed to be reliable, but the accuracy of the data and the translation, completeness, and timeliness of the information are not warranted by the Company, Pacific Associates, or Asia Securities Printing. None of the above parties shall be responsible for any errors or omissions or for any results obtained from the use of this information.

#### **Table of Contents**

| COMPANY PROFILE                                                     | 3  |
|---------------------------------------------------------------------|----|
| Financial highlights                                                |    |
| Peer comparisons                                                    |    |
| Common size statements                                              | 5  |
| BUSINESS OVERVIEW                                                   | 6  |
| Description of business                                             | 6  |
| Group companies                                                     |    |
| History                                                             | 7  |
| Directors                                                           |    |
| Employees                                                           | 9  |
| CASH FLOWS                                                          |    |
| Consolidated statement of cash flows                                |    |
| Capital expenditure plans                                           |    |
| Dividend policy                                                     |    |
| OPERATIONS                                                          |    |
| Consolidated statement of income                                    |    |
| Consolidated appropriation of retained earnings                     |    |
| Results of operations                                               |    |
| Sales                                                               |    |
| Sales per unit                                                      |    |
| Leases                                                              | 17 |
| CAPITAL STRUCTURE                                                   |    |
| Consolidated balance sheet: assets                                  |    |
| Consolidated balance sheet: liabilities and shareholders' equity    |    |
| NONCONSOLIDATED FINANCIAL STATEMENTS                                |    |
| Nonconsolidated statement of cash flows                             |    |
| Nonconsolidated statement of income                                 |    |
| Nonconsolidated balance sheet: assets                               |    |
| Nonconsolidated balance sheet: liabilities and shareholders' equity |    |
| SHARE-RELATED INFORMATION                                           |    |

**YUHO**REPORT is a trademark of Pacific Associates and Asia Securities Printing. The translation is copyrighted by Pacific Associates.

### **Company Profile**

## Financial highlights

| Years ended March 31;<br>Millions of yen               | 1999     | 2000     | 2001     | 2002     | 2003     | Change<br>2003/1999 |
|--------------------------------------------------------|----------|----------|----------|----------|----------|---------------------|
| Consolidated                                           |          |          |          |          |          |                     |
| Net sales                                              | -        | -        | -        | -        | 793,829  |                     |
| Ordinary profit                                        | -        | -        | -        | -        | 18,290   |                     |
| Net income                                             | -        | -        | -        | -        | 5,593    |                     |
| Shareholders' equity                                   | -        | -        | -        | -        | 127,977  |                     |
| Total assets                                           | -        | -        | -        | -        | 306,877  |                     |
| Shareholders' equity per share (Yen)                   | -        | -        | -        | -        | 1,535.14 |                     |
| Net income per share (Yen)                             | -        | -        | -        | -        | 66.21    |                     |
| Net income per share, fully diluted (Yen)              | -        | -        | -        | -        | 57.06    |                     |
| Net cash provided by (used in) operating activities    | -        | -        | -        | -        | 10,400   |                     |
| Net cash provided by (used in) investing activities    | -        | -        | -        | -        | (39,638) |                     |
| Net cash provided by (used in) financing activities    | -        | -        | -        | -        | 57,986   |                     |
| Cash and cash equivalents, end of term                 | -        | -        | -        | -        | 47,799   |                     |
| Employees                                              | -        | -        | -        | -        | 4,915    |                     |
| Parent Net color                                       | 242.022  | 222.460  | 474 046  | ECO 001  | 752 200  | 310%                |
| Net sales                                              | 242,822  | 332,169  | 471,246  | 560,881  | 753,208  |                     |
| Ordinary profit                                        | 6,663    | 10,245   | 16,403   | 18,288   | 22,334   | 335%                |
| Net income                                             | 3,082    | 5,564    | 8,790    | 10,244   | 10,415   | 338%                |
| Common stock                                           | 10,793   | 20,633   | 32,181   | 46,000   | 46,053   | 427%                |
| Shares outstanding                                     | 17,629   | 21,616   | 24,699   | 27,723   | 83,316   | 473%                |
| Shareholders' equity                                   | 29,760   | 54,912   | 86,245   | 123,397  | 133,126  | 447%                |
| Total assets                                           | 78,615   | 115,531  | 167,509  | 203,227  | 284,496  | 362%                |
| Equity / assets (%)                                    | 37.9     | 47.5     | 51.5     | 60.7     | 46.7     | 123%                |
| Shareholders' equity per share (Yen)                   | 1,688.14 | 2,540.32 | 3,491.78 | 4,451.11 | 1,596.93 | 95%                 |
| Dividends per share (Yen)                              | 23.00    | 23.00    | 26.00    | 24.00    | 8.00     | 35%                 |
| Net income per share (Yen)                             | 196.84   | 268.18   | 360.27   | 376.37   | 124.09   | 63%                 |
| Net income per share, fully diluted (Yen)              | 172.00   | 264.76   | 358.52   | 375.63   | 106.95   | 62%                 |
| Dividend payout ratio (%)                              | 13.1     | 8.9      | 7.3      | 6.5      | 6.4      | 49%                 |
| Net cash provided by (used in) operating activities    | -        | 9,027    | 16,196   | 3,303    | -        |                     |
| Net cash provided by (used in) investing activities    | -        | (20,754) | (31,356) | (29,065) | -        |                     |
| Net cash provided by (used in)<br>financing activities | -        | 19,813   | 18,549   | 23,324   | -        |                     |
| Cash and cash equivalents, end of                      | 8,598    | 16,684   | 20,073   | 17,636   | -        |                     |
| term<br>Employees                                      | 2,446    | 3,476    | 4,545    | 4,428    | 4,168    | 170%                |

The Company began preparing consolidated financial statements in the March 2003 fiscal term. Hence, it has provided no figures for prior terms.

### Peer comparisons

| Percent                         | 1999    | 2000  | 2001  | 2002   | 2003   |
|---------------------------------|---------|-------|-------|--------|--------|
| Net income / net sales (%)      | 1.3     | 1.7   | 1.9   | 1.8    | 1.4    |
| Peers                           | (2.4)   | (2.1) | (1.2) | (4.3)  | (3.2)  |
| Ordinary profit / net sales (%) | 2.7     | 3.1   | 3.5   | 3.3    | 3.0    |
| Peers                           | 0.1     | 0.8   | 0.2   | (2.3)  | (1.2)  |
| Net income / assets (%)         | 3.9     | 4.8   | 5.2   | 5.0    | 3.7    |
| Peers                           | (4.7)   | (3.2) | (1.7) | (4.6)  | (3.8)  |
| Ordinary profit / assets (%)    | 8.5     | 8.9   | 9.8   | 9.0    | 7.9    |
| Peers                           | 0.3     | 1.9   | 1.1   | (2.9)  | (0.6)  |
| Equity / assets (%)             | 37.9    | 47.5  | 51.5  | 60.7   | 46.7   |
| Peers                           | 33.8    | 30.8  | 32.9  | 31.9   | 32.8   |
| Net income / equity (%)         | 10.4    | 10.1  | 10.2  | 8.3    | 7.8    |
| Peers                           | (132.6) | (3.4) | 0.0   | (13.0) | (14.7) |

Peers include Kojima (7513), T-ZONE (8073), Joshin Denki (8173), Best Denki (8175), Matsuya Denki (8189), Nakagawa Musen (8192), Laox (8202), K's Denki (8282).

### Common size statements

| Years ended March 31; Percent Co<br>Balance sheet<br>Assets<br>Current assets<br>Tangible fixed assets | <b>2003</b> | 2001  | 2002  | 2003  |
|--------------------------------------------------------------------------------------------------------|-------------|-------|-------|-------|
| Assets<br>Current assets<br>Tangible fixed assets                                                      |             | 100.0 |       |       |
| Current assets<br>Tangible fixed assets                                                                |             | 400.0 |       |       |
| Tangible fixed assets                                                                                  |             | 100.0 | 100.0 | 100.0 |
| -                                                                                                      | 51.0        | 54.4  | 52.3  | 54.1  |
| Intensible fixed exects                                                                                | 25.2        | 24.9  | 25.4  | 22.8  |
| Intangible fixed assets                                                                                | 0.3         | 0.1   | 0.2   | 0.2   |
| Investments and other assets                                                                           | 23.5        | 20.6  | 22.1  | 22.9  |
| Total fixed assets                                                                                     | 49.0        | 45.6  | 47.7  | 45.9  |
| Liabilities and shareholders' equity                                                                   | 100.0       | 100.0 | 100.0 | 100.0 |
| Current liabilities                                                                                    | 30.1        | 42.5  | 35.8  | 31.1  |
| Long-term liabilities                                                                                  | 27.4        | 6.0   | 3.5   | 22.1  |
| Total liabilities                                                                                      | 57.5        | 48.5  | 39.3  | 53.2  |
| Minority interests in consolidated companies                                                           | 0.8         |       |       |       |
| Common stock                                                                                           | -           | 19.2  | 22.0  | -     |
| Additional paid-in capital                                                                             | -           | 19.2  | 22.0  | -     |
| Legal income reserve                                                                                   | -           | 0.1   | 0.0   | -     |
| Retained earnings                                                                                      | -           | 13.0  | 15.0  | -     |
| Unrealized gains or losses on other securities                                                         | -           | (0.0) | (0.0) | -     |
| Treasury stock                                                                                         | -           | -     | (0.0) | -     |
| Total shareholders' equity                                                                             | -           | 51.5  | 60.7  | -     |
| Common stock                                                                                           | 15.0        | -     | -     | 16.2  |
| Capital reserves                                                                                       | 15.0        | -     | -     | 16.2  |
| Retained earnings                                                                                      | 11.7        | -     | -     | 14.4  |
| Unrealized gains or losses on other securities                                                         | (0.0)       | -     | -     | (0.0) |
| Treasury stock                                                                                         | (0.0)       | -     | -     | (0.0) |
| Total shareholders' equity                                                                             | 41.7        | -     | -     | 46.8  |
| Statement of income                                                                                    |             |       |       |       |
| Net sales                                                                                              | 100.0       | 100.0 | 100.0 | 100.0 |
| Cost of goods sold                                                                                     | 81.5        | 85.4  | 84.5  | 83.1  |
| Gross profit on sales                                                                                  | 18.5        | 14.6  | 15.5  | 16.9  |
| Selling, general and administrative expenses                                                           | 18.2        | 12.6  | 13.7  | 15.2  |
| Operating income                                                                                       | 0.3         | 2.0   | 1.8   | 1.7   |
| Nonoperating income                                                                                    | 2.2         | 1.6   | 1.6   | 1.5   |
| Nonoperating expenses                                                                                  | 0.2         | 0.1   | 0.1   | 0.2   |
| Ordinary profit                                                                                        | 2.3         | 3.5   | 3.3   | 3.0   |
| Extraordinary income                                                                                   | 0.0         | 0.0   | 0.0   | 0.0   |
| Extraordinary losses                                                                                   | 0.5         | 0.2   | 0.1   | 0.5   |
| Net income before taxes                                                                                | 1.8         | 3.3   | 3.2   | 2.5   |
| Taxes                                                                                                  | 1.2         | 1.4   | 1.4   | 1.1   |
| Minority interests in loss of consolidated companies                                                   | 0.1         |       |       |       |
| Net income                                                                                             | 0.7         | 1.9   | 1.8   | 1.4   |

### **Business Overview**

#### **Description of business**

The corporate group comprises the Company and 11 subsidiaries. Its principal business is selling household electrical appliances, personal computers and other home-information products.

A subsidiary Minami Kyushu Yamada Electric, Co., Ltd., sells merchandise that it procures from the Company.

A subsidiary Wako Yamada Denki Co., Ltd., sells merchandise that it procures from the Company.

A subsidiary Daikuma Co., Ltd., sells merchandise that it procures from the Company.

A subsidiary, Yamada Capital Holdings Co., Ltd., owns shares of Daikuma Co., Ltd., financing their acquisition through capital from the Company in the form of equity investments and loans.

The subsidiary Okinawa Yamada Denki Co., Ltd., sells merchandise that it procures from the Company.

A subsidiary, YST Japan Co., Ltd., imports products from abroad and sells them to the Company.

A subsidiary, Yamada Broadband Corporation, sells Internet-related services.

A subsidiary CIC Co., Ltd. has responsibility for disposing of electrical appliances and other industrial waste that the Company accepts at its stores from customers.

A subsidiary, Multi Media Work, Co., Ltd., provides support services for personal computers and computer-related goods purchased from the Company.

A subsidiary, CLIMB ENTERTAINMENT CO., LTD., delivers and installs products sold by the Company to its customers.

A subsidiary, LEGAL UNITED TRUSTIES CO., LTD., brokers real estate transactions for the Company and negotiates rents on the Company's behalf.

### Group companies

| me                                       | Operations                                                                                                | Common stock<br>Millions of yen | Percent<br>ownership |
|------------------------------------------|-----------------------------------------------------------------------------------------------------------|---------------------------------|----------------------|
| onsolidated subsidiaries)                |                                                                                                           |                                 |                      |
| Minami Kyushu Yamada Electric, Co., Ltd. | Retailing home electrical appliances and personal computers and other information-related equipment       | 100                             | 60.0                 |
| Wako Yamada Denki Co., Ltd.              | Retailing home electrical appliances and<br>personal computers and other<br>information-related equipment | 739                             | 67.5                 |
| Daikuma Co., Ltd.                        | Retailing home electrical appliances and<br>personal computers and other<br>information-related equipment | 4,243                           | 91.6                 |
| Yamada Capital Holdings Co., Ltd.        | Owning and managing marketable securities                                                                 | 4,649                           | 100.0                |

### History

| Year | Month     | Event                                                                                                                                                                                                                                                                                                                                                                                                    |
|------|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1983 | September | Company established.<br>Maebashi Minami Store opened, and full-scale development of retail chain begun.                                                                                                                                                                                                                                                                                                  |
| 1984 | March     | Distribution Center opened in Asakura-cho, Maebashi-shi, to strengthen and improve distribution department efficiency.                                                                                                                                                                                                                                                                                   |
| 1985 | April     | Fukaya Store, the Company's first store outside Gunma Prefecture, opened in Fukaya-shi,<br>Saitama Prefecture.<br>Distribution Center expanded to simultaneously accommodate multi-branch operation and to<br>reinforce the distribution department.                                                                                                                                                     |
| 1986 | May       | POS system introduced in all stores and large, general-purpose computer installed to enable instantaneous gathering of financial and customer-related information.                                                                                                                                                                                                                                       |
|      | July      | First franchised store opened in Saku-shi, Nagano Prefecture.<br>With this move, development of a franchise chain initiated.                                                                                                                                                                                                                                                                             |
| 1987 | May       | Merger completed with Yamada Denki Co., Ltd. (established June 1, 1978) on a 1:100 basis to change the par value of the Company's stock.                                                                                                                                                                                                                                                                 |
|      | December  | Construction of headquarters building completed in Hiyoshi-cho, Maebashi-shi.<br>Corporate headquarters moved to new building.<br>Tecc Land Headquarters Store, the Company's first large-scale comprehensive electrical<br>appliance store (core store), opened simultaneously on the first floor of the headquarters building.<br>With this move, implementation of a "core-store" strategy commenced. |
| 1988 | March     | A&V Bics Takasaki Store, a specialty store dealing in audio visual products, and Rings Takasaki Store, a rental shop dealing in video and compact disk software, opened simultaneously on the same site.<br>With this move, development of a combined specialty store/rental shop strategy commenced.                                                                                                    |
| 1989 | March     | Company's shares registered for OTC trading with the Securities Dealers Association of Japan.                                                                                                                                                                                                                                                                                                            |
| 1990 | September | A&V Bics Takasaki Store converted to a personal computer specialty store.<br>Development of "Computer Kan" stores begun.                                                                                                                                                                                                                                                                                 |
| 1991 | February  | With the dissolution of franchisee relationships, 10 former franchise stores converted to Company-operated outlets.                                                                                                                                                                                                                                                                                      |
|      | March     | Tecc-Information System Co., Ltd., an affiliated company engaged in computer-related development and sales, established. (Liquidated in September 2001.)                                                                                                                                                                                                                                                 |
| 1992 | July      | Tecc Land Miyazaki Store, the Company's first store in Kyushu, opened in Miyazaki-shi, Miyazaki Prefecture.                                                                                                                                                                                                                                                                                              |
| 1993 | December  | Tecc Land Shibukawa Store in Shibukawa-shi, Gunma Prefecture, converted to a<br>Company-operated store.                                                                                                                                                                                                                                                                                                  |
| 1995 | October   | Tecc Land Sendai Izumi Store, the Company's first store in the Tohoku district, opened in Izumi-ku, Sendai-shi, Miyagi Prefecture.                                                                                                                                                                                                                                                                       |

| Year | Month     | Event                                                                                                                                   |  |
|------|-----------|-----------------------------------------------------------------------------------------------------------------------------------------|--|
| 1997 | February  | Tecc Land Nisshin Store, the Company's first store in the Chubu district, opened in Nisshin-shi, Aichi Prefecture.                      |  |
|      | April     | Transactions with partners established through operating alliances begun.                                                               |  |
|      | June      | CIC Co., Ltd. established as an affiliated company engaged in the processing and<br>recycling of industrial waste.                      |  |
|      | July      | Tecc Land Okayama Store, the Company's first store in the Chugoku / Shikoku district, opened in Okayama-shi, Okayama Prefecture.        |  |
|      | December  | Minami Kyushu Yamada Denki Co., Ltd. established as an affiliated company in<br>Kagoshima-shi, Kagoshima Prefecture.                    |  |
| 1998 | September | Tecc Land Himeji Store, the Company's first store in the Kinki district, opened.                                                        |  |
| 2000 | September | Company's shares listed on the First Section of the Tokyo Stock Exchange.                                                               |  |
| 2001 | April     | Tecc Land Teine, the Company's first store in Hokkaido, opened in Sapporo.                                                              |  |
|      | July      | Okinawa Yamada Denki Co., Ltd., an affiliated company, established in Ginowan, Okinawa Prefecture.                                      |  |
|      | September | Joint-venture company Wako Yamada Denki Co., Ltd. established with Wakodenki Co.,<br>Ltd. (The joint venture is an affiliated company.) |  |
| 2002 | February  | Equity position purchased in YST Japan Co., Ltd. (which became an affiliated company).                                                  |  |
|      | April     | Yamada Broadband Corporation, an affiliated company, was established in Maebashi,<br>Gunma Prefecture.                                  |  |
|      | May       | Equity investment made in Yamada Capital Holdings Co., Ltd. (an affiliated company.)                                                    |  |
|      |           | Shares in Daikuma Co., Ltd. (an affiliated company) acquired                                                                            |  |
| 2003 | January   | Equity investment made in CLIMB ENTERTAINMENT CO., LTD. (an affiliated company.)                                                        |  |
|      |           | LEGAL UNITED TRUSTIES CO., LTD., an affiliated company, was established in Fukuoka, Fukuoka Prefecture                                  |  |

(As of the end of the fiscal term, there were 201 stores in operation.)

#### **Directors**

|                   |                                                         | Date joined | ł             | Thousand |
|-------------------|---------------------------------------------------------|-------------|---------------|----------|
| Name              | Title                                                   | company     | Date of birth | shares   |
| Noboru Yamada     | Representative<br>Director, President                   | May-74      | 11-Feb-43     | 1,410.0  |
| Tadao Ichimiya    | Representative<br>Director, Executive<br>Vice President | Jan-83      | 13-Aug-55     | 90.4     |
| Koji Ichimiya     | Executive Vice<br>President                             | Dec-83      | 28-Sep-63     | 4.2      |
| Masaya Moteki     | Senior Managing<br>Director                             | Jul-86      | 12-Jul-65     | 0.3      |
| Mamoru Moteki     | Senior Managing<br>Director                             | Jan-85      | 29-Mar-49     | 4.4      |
| Hiroyasu lizuka   | Senior Managing<br>Director                             | Apr-85      | 18-Jan-65     | 0.3      |
| Makoto Igarashi   | Senior Managing<br>Director                             | Jan-90      | 4-Aug-64      | 3.5      |
| Ginji Karasawa    | Managing Director                                       | Nov-84      | 1-Apr-53      | 12.5     |
| Akihiko Iwai      | Managing Director                                       | Aug-85      | 27-Jul-56     | 3.5      |
| Masaaki Kurihara  | Managing Director                                       | Jul-96      | 25-Apr-57     | 0.3      |
| Hitoshi Arai      | Director                                                | Mar-84      | 26-Aug-60     | 0.2      |
| Shigeru Kobayashi | Director                                                | Apr-84      | 4-Sep-51      | 0.3      |
| Takashi Watanabe  | Director                                                | Mar-91      | 30-Dec-67     | 0.1      |
| Haruhiko Itakura  | Director                                                | Jun-86      | 11-Jan-54     | 0.2      |
| Kiichi Makishima  | Standing Statutory<br>Auditor                           | May-86      | 18-Jun-46     | 12.2     |
| Katsuji Kato      | Standing Statutory<br>Auditor                           | Sep-83      | 14-Sep-44     | 14.8     |
| Izumi Inukai      | Statutory Auditor                                       | Jun-94      | 6-Mar-48      | 0.3      |
|                   |                                                         |             |               | 1,557.5  |

### Employees

| Consolidated                        |                  |
|-------------------------------------|------------------|
| Business segment                    | Number           |
| Stores                              | 4,592            |
| Overall company (common operations) | 323              |
|                                     | 4,915            |
| Parent                              |                  |
|                                     | Total or average |
| Number                              | 4,168            |
| Average age                         | 28.6             |
| Average years of service            | 4.0              |
| Average annual salary (Yen)         | 3,912,663        |

The number noted under "overall company" (common operations) refers to employees in management divisions who cannot be categorized in terms of a specific operation. The average annual salary includes bonuses. The number of employees does not include 2,899 part-time employees.

### **Cash Flows**

### Consolidated statement of cash flows

| Year ended March 31; Millions of yen                              | 2003     |
|-------------------------------------------------------------------|----------|
| Net cash provided by (used in) operating activities               | 4.4.400  |
| Net income before taxes and other adjustments                     | 14,436   |
|                                                                   | 6,458    |
| Amortization of consolidation differences                         | (5,173)  |
| Increase in retirement benefits                                   | 345      |
| Increase (decrease) in reserve for bonuses                        | (207)    |
| Increase (decrease) in allowance for doubtful accounts            | (214)    |
| Increase in allowance for customer-discount points                | 5,536    |
| Interest and dividend income                                      | (476)    |
| Interest expenses                                                 | 411      |
| Loss on valuation of investment securities                        | 36       |
| Issuing expenses on bonds                                         | 1,115    |
| Loss on disposal of fixed assets                                  | 1,910    |
| Loss on cancellation of guarantee deposits                        | 1,920    |
| Decrease (increase) in trade receivables                          | 1,112    |
| Decrease (increase) in inventory                                  | (6,952)  |
| Increase (decrease) in trade payables                             | 714      |
| Increase (decrease) in consumption tax payable                    | (662)    |
| Decrease (increase) in other current assets                       | (1,517)  |
| Increase (decrease) in other current liabilities                  | 1,456    |
| Directors' bonuses                                                | (87)     |
| Others                                                            | 139      |
| —                                                                 | 20,301   |
| Interest and dividend income                                      | 107      |
| Interest expenses                                                 | (350)    |
| Income tax and others                                             | (9,656)  |
| —                                                                 | 10,400   |
| Net cash provided by (used in) investing activities               | ,        |
| Increase in time deposits                                         | (637)    |
| Proceeds from decrease in time deposits                           | 9,081    |
| Payments for purchase of mortgage securities                      | (5,000)  |
| Payments for acquisition of marketable securities                 | (2,299)  |
| Payments for acquisition of investment securities                 | (1,085)  |
| Proceeds from sales of investment securities                      | 32       |
| Payments made for equity investments                              | (300)    |
| Proceeds from recouping equity investments                        | (000)    |
| Payments for acquisition of capital stock of affiliated companies | (12,341) |

| Year ended March 31; Millions of yen                         | 2003      |
|--------------------------------------------------------------|-----------|
| Payments for loans and advances                              | (4)       |
| Proceeds from collection of loans and advances               | 16        |
| Payments for acquisition of tangible fixed assets            | (24,384)  |
| Payments for acquisition of intangible fixed assets          | (260)     |
| Payments of guarantee deposits                               | (8,845)   |
| Proceeds from reversal of guarantee deposits                 | 2,706     |
| Proceeds from the sale of guarantee deposits                 | 3,725     |
| Others                                                       | (63)      |
|                                                              | (39,638)  |
| Net cash provided by (used in) financing activities          | <b>š</b>  |
| Proceeds from increase in short-term borrowings              | 131,100   |
| Repayments of short-term borrowings                          | (131,100) |
| Proceeds from increase in long-term debt                     | 10,200    |
| Repayments of long-term debt                                 | (5,275)   |
| Proceeds from issuing of corporate bonds                     | 53,729    |
| Payments for purchase of treasury stock                      | (4)       |
| Dividends                                                    | (664)     |
|                                                              | 57,986    |
| Effect of exchange rate changes on cash and cash equivalents | -         |
| Net increase in cash and cash equivalents                    | 28,748    |
| Cash and cash equivalents at beginning of term               | 17,636    |
| Cash and cash equivalents accompanying new consolidation     | 1,415     |
| Cash and cash equivalents at end of term                     | 47,799    |
|                                                              |           |

#### Relationship between balance of cash and cash equivalents as of term end and balance sheet items

| Year ended March 31; Millions of yen       | 2003   |
|--------------------------------------------|--------|
| Cash and time deposits                     | 47,799 |
| Time deposits, etc., of 3 months or longer |        |
| Cash and cash equivalents at end of term   | 47,799 |

| Millions of yen                         | Expenditures<br>to date | Anticipated<br>expenditures | Date<br>commenced | Date<br>completed |
|-----------------------------------------|-------------------------|-----------------------------|-------------------|-------------------|
| Significant new additions of facilities |                         |                             |                   |                   |
| Yamada Denki Co., Ltd.                  |                         |                             |                   |                   |
| Tecc Land stores                        |                         |                             |                   |                   |
| Shimonoseki                             | 512                     | 617                         | 2002/12           | 2003/5            |
| Joetsu                                  | 550                     | 100                         | 2002/11           | 2003/5            |
| Tsuruoka                                | 10                      | 297                         | 2003/2            | 2003/5            |
| Kashima                                 | 28                      | 497                         | 2003/2            | 2003/5            |
| Mooka                                   | 18                      | 367                         | 2003/3            | 2003/6            |
| Hamamatsu                               | 8                       | 342                         | 2003/4            | 2003/8            |
| Hirosaki                                | 207                     | 416                         | 2003/4            | 2003/8            |
| Нуодо                                   | 0                       | 776                         | 2003/4            | 2003/9            |
| Omuta                                   | 5                       | 305                         | 2003/5            | 2003/9            |
| Saku                                    | 8                       | 470                         | 2003/6            | 2003/10           |
| Takeo                                   | 19                      | 281                         | 2003/7            | 2003/10           |
| Fukui                                   | 41                      | 847                         | 2003/7            | 2003/10           |
| Wakayama                                | 38                      | 627                         | 2003/6            | 2003/12           |
|                                         | 1,444                   | 5,942                       |                   |                   |

#### Capital expenditure plans

#### Dividend policy

In allocating its profits, the Company is most concerned with the stability and continuity of dividends to shareholders. At the same time, amid changes occurring in the economics of the retail sector, it also believes that internal reserves are indispensable for achieving stable growth through a strengthened corporate structure. Consequently, it has adopted a basic policy of paying out dividends commensurate with profits.

The Company will invest retained earnings in two principal areas to maintain and enhance future competitiveness: capital projects, including new store openings and renovations of existing stores; and programs aimed at strengthening fundamental operating capabilities, including those related to human-resource development and to strengthening the group's financial structure.

## Operations

### Consolidated statement of income

| Year ended March 31; Millions of yen                | 2003    |
|-----------------------------------------------------|---------|
| Net sales                                           | 793,829 |
| Cost of goods sold                                  | 647,277 |
| Gross profit on sales                               | 146,551 |
| Selling, general and administrative expenses        | 143,836 |
| Operating income                                    | 2,715   |
| Nonoperating income                                 |         |
| Interest income                                     | 465     |
| Purchase discount                                   | 7,109   |
| Income on sales promotion                           | 2,280   |
| Amortization of consolidation adjustments           | 5,173   |
| Others                                              | 2,141   |
|                                                     | 17,171  |
| Nonoperating expenses                               |         |
| Interest expenses                                   | 411     |
| Bond issuance expenses                              | 1,115   |
| Others                                              | 69      |
|                                                     | 1,596   |
| Ordinary profit                                     | 18,290  |
| Extraordinary income                                |         |
| Reversal of allowance for doubtful accounts         | 214     |
| Others                                              | 32      |
|                                                     | 246     |
| Extraordinary losses                                |         |
| Loss on disposal of fixed assets                    | 1,922   |
| Loss on cancellation of guarantee deposits          | 1,920   |
| Others                                              | 258     |
|                                                     | 4,100   |
| Income before taxes and other adjustments           | 14,436  |
| Corporate, residents and enterprise taxes           | 11,796  |
| Deferred taxes                                      | (2,185) |
|                                                     | 9,610   |
| Minority interest in loss of consolidated companies | 767     |
| Net income                                          | 5,593   |

| March 31; Millions of yen                       | 2003   |
|-------------------------------------------------|--------|
| Capital reserves                                |        |
| Capital reserves, beginning of term             | -      |
| Increase in capital reserves                    |        |
| Increase from change to consolidated accounting | 45,937 |
| Conversion of convertible bonds                 | 53     |
|                                                 | 45,990 |
| Capital reserves, end of term                   | 45,990 |
| Retained earnings                               |        |
| Retained earnings, beginning of term            | -      |
| Increase in retained earnings                   |        |
| Increase from change to consolidated accounting | 31,156 |
| Net income                                      | 5,593  |
|                                                 | 36,749 |
| Reduction in retained earnings                  |        |
| Dividends                                       | 665    |
| Directors' bonuses                              | 87     |
|                                                 | 752    |
| Retained earnings, end of term                  | 35,997 |

#### Results of operations

#### Fiscal year ended March 31, 2003

#### Economic and other factors affecting operations

- 1) Stark deterioration in the Japanese economy, resulting from:
  - Protracted stock market slump
  - Continued weakness in consumer spending, reflecting weaker conditions in the labor market against a background of high rates of corporate bankruptcy and labor-force restructurings
- 2) Strong demand for new products, counteracted by cyclical weakness in existing products
  - Strong sales of new digital products including plasma display TVs, liquid crystal TVs and digital cameras
  - Further softening in demand for PCs

#### Store-related actions

- 1) Undertook and completed conversion of recently acquired Daikuma stores to the new retailing format
  - Reforms entailed re-education of personnel and adaptation to requirements of a different industry
  - Through reforms, gained reasonable assurance of the Daikuma chain's returning to profitability in the not-too-distant future
- 2) Pursued ways of combining Tecc Land with new Daikuma outlets to enhance operating efficiencies
- 3) Closed seven unprofitable Wako Yamada Denki stores

#### Marketing and other operational actions

- 1) Added to services provided under "The *Anshin*" ["peace of mind"] system, which increased the popularity of the plan
- 2) Continued to make progress in the following areas:
  - 3<sup>rd</sup> Plan for Reform of Physical Distribution
  - Specifying areas in stores for software retailing
  - Appliance re-use business
  - The selling of white-box computers
- 3) In January, established LEGAL UNITED TRUSTIES CO., LTD. as a real estate management company to negotiate reductions in land leases and to handle other property-related matters
- 4) Increased branch network to 201 outlets (170 corporate-run, 31 operated by subsidiaries)
  - Opened 31 new stores, including Tecc Land Ebina
  - Closed 7 stores, including Uozu store

#### Sales by division (percentages indicate share of total sales)

- 1) Household appliances: 471.7 billion yen (59.5% of net sales)
- 2) Information-related electronics: 293.2 billion yen (36.9% of net sales)
- 3) Other products: 28.9 billion yen (3.6% of net sales)

### Sales

| Year ended March 31; Millions of yen     | 2003    |       |
|------------------------------------------|---------|-------|
| Products                                 | Amount  | %     |
| Home appliances                          |         |       |
| Color televisions                        | 77,442  | 9.8   |
| Video equipment                          | 33,679  | 4.2   |
| Audio equipment                          | 41,642  | 5.2   |
| Refrigerators                            | 46,057  | 5.8   |
| Washing machines                         | 29,095  | 3.7   |
| Cooking appliances                       | 28,535  | 3.6   |
| Air conditioners                         | 38,885  | 4.9   |
| Other home cooling and heating equipment | 26,700  | 3.4   |
| Others                                   | 149,653 | 18.9  |
|                                          | 471,691 | 59.5  |
| Home-information appliances              |         |       |
| Personal computers                       | 172,875 | 21.8  |
| Computer peripherals                     | 68,611  | 8.6   |
| Software                                 | 10,472  | 1.3   |
| Telephone and facsimile equipment        | 10,260  | 1.3   |
| Others                                   | 30,969  | 3.9   |
|                                          | 293,190 | 36.9  |
| Non-appliances                           |         |       |
| Videos and books                         | 28,913  | 3.6   |
| Others                                   | 33      | 0.0   |
|                                          | 28,947  | 3.6   |
|                                          | 793,829 | 100.0 |

## Sales per unit

| Year ended March 31; Millions of yen           | 2003    |
|------------------------------------------------|---------|
| Net sales                                      | 793,829 |
| Selling floor space (average) - m <sup>2</sup> | 627,002 |
| Sales per square meter                         | 1,266   |
| Employees (average) - persons                  | 8,309   |
| Sales per employee                             | 95      |

#### Leases

Under generally accepted accounting principles in Japan, finance leases that do not transfer ownership are accounted for in the same manner as operating leases when "as if capitalized" information is disclosed.

Current Future Term Item payments payments Months Millions of yen Computer and peripheral equipment 716 60 1,666 Store buildings 120 142 1,983 Store facilities 36-108 1,434 4,924

The Company's main finance lease contracts are as follows:

#### Pro forma information on leased property is as follows:

| Millions of yen                                                 | 2003   |
|-----------------------------------------------------------------|--------|
| Buildings and structures                                        |        |
| Acquisition cost                                                | 1,673  |
| Accumulated depreciation                                        | 194    |
| Net leased property                                             | 1,478  |
| Others                                                          |        |
| Acquisition cost                                                | 12,951 |
| Accumulated depreciation                                        | 5,847  |
| Net leased property                                             | 7,103  |
| Total                                                           |        |
| Acquisition cost                                                | 14,625 |
| Accumulated depreciation                                        | 6,042  |
| Net leased property                                             | 8,582  |
| Future minimum lease payments, including interest portion       |        |
| Due within one year                                             | 2,405  |
| Due after one year                                              | 6,749  |
|                                                                 | 9,155  |
| Lease payments                                                  | 2,740  |
| Pro forma depreciation expenses (assuming straight-line method) | 2,281  |
| Pro forma interest expenses                                     | 481    |

## **Capital Structure**

### Consolidated balance sheet: assets

| Year ended March 31; Millions of yen | 2003    |
|--------------------------------------|---------|
| Current assets                       |         |
| Cash and time deposits               | 47,799  |
| Notes and accounts receivable        | 10,106  |
| Marketable securities                | 2,299   |
| Inventories                          | 79,176  |
| Deferred tax assets                  | 4,055   |
| Others                               | 13,124  |
| Allowance for doubtful accounts      | (17)    |
|                                      | 156,544 |
| Fixed assets                         |         |
| Tangible fixed assets                |         |
| Buildings and structures             | 58,923  |
| Land                                 | 14,777  |
| Others                               | 3,787   |
|                                      | 77,489  |
| Intangible fixed assets              | 844     |
| Investments and other assets         |         |
| Investments in securities            | 1,956   |
| Guarantee deposits                   | 64,202  |
| Deferred tax assets                  | 639     |
| Others                               | 5,308   |
| Allowance for doubtful accounts      | (107)   |
|                                      | 71,999  |
| Total fixed assets                   | 150,333 |
| Total assets                         | 306,877 |

### Consolidated balance sheet: liabilities and shareholders' equity

| Year ended March 31; Millions of yen                           | 2003    |
|----------------------------------------------------------------|---------|
| Current liabilities                                            |         |
| Notes and accounts payable                                     | 53,545  |
| Income tax payable                                             | 7,315   |
| Reserve for bonuses                                            | 1,662   |
| Allowance for customer-discount points                         | 7,589   |
| Others                                                         | 22,249  |
| _                                                              | 92,362  |
| Long-term liabilities                                          |         |
| Bonds                                                          | 54,845  |
| Long-term debt                                                 | 10,935  |
| Retirement benefits                                            | 1,759   |
| Consolidation translation adjustments                          | 10,357  |
| Others                                                         | 6,149   |
|                                                                | 84,046  |
| Total liabilities                                              | 176,408 |
| Minority interests in consolidated companies                   | 2,492   |
| Shareholders' equity                                           |         |
| Common stock                                                   | 46,053  |
| Capital reserves                                               | 45,990  |
| Retained earnings                                              | 35,997  |
| Unrealized gains or losses on other securities                 | (58)    |
| Treasury stock                                                 | (5)     |
| Total shareholders' equity                                     | 127,977 |
| Total liabilities, minority interests and shareholders' equity | 306,877 |

### **Nonconsolidated Financial Statements**

### Nonconsolidated statement of cash flows

The cash flow statement is disclosed on consolidated base from the March 2003 term.

| Years ended March 31; Millions of yen                    | 2001     | 2002    |
|----------------------------------------------------------|----------|---------|
| Net cash provided by (used in) operating activities      | 5        |         |
| Net income before taxes and other adjustments            | 15,414   | 17,912  |
| Depreciation                                             | 3,070    | 4,059   |
| Increase (decrease) in reserve for retirement allowances | (152)    | -       |
| Increase in retirement benefits                          | 1,137    | 276     |
| Increase in reserve for bonuses                          | 217      | 5       |
| Increase (decrease) in allowance for doubtful accounts   | (14)     | 323     |
| Increase in allowance for customer-discount points       | -        | 2,053   |
| Interest and dividend income                             | (219)    | (441)   |
| Interest expenses                                        | 427      | 332     |
| Gain on sales of marketable securities                   | (8)      | -       |
| Loss on valuation of investment securities               | -        | 7       |
| Loss on valuation of securities of affiliated companies  | 16       | -       |
| Gain on liquidation of affiliated companies              | -        | (0)     |
| Loss on liquidation of affiliated companies              | -        | 3       |
| Issuing expenses on new equity                           | 92       | 136     |
| Loss on disposal and sales of tangible fixed assets      | 175      | 37      |
| Loss on cancellation of guarantee deposits               | 9        | 5       |
| Revaluation loss on golf membership deposits             | -        | 0       |
| Decrease (increase) in trade receivables                 | (3,285)  | (4,902) |
| Decrease (increase) in inventory                         | (16,022) | (5,516) |
| Increase (decrease) in trade payables                    | 15,339   | (1,440) |
| Increase (decrease) in consumption tax payable           | 449      | 830     |
| Decrease (increase) in consumption tax receivable        | 1        | -       |
| Decrease (increase) in other current assets              | (570)    | (1,073) |
| Increase (decrease) in other current liabilities         | 5,111    | (326)   |
| Directors' bonuses                                       | (50)     | (65)    |
|                                                          | 21,139   | 12,216  |
| Interest and dividend income                             | 217      | 443     |
| Interest expenses                                        | (424)    | (325)   |
| Income tax and others                                    | (4,735)  | (9,030) |
|                                                          | 16,196   | 3,303   |

| Years ended March 31; Millions of yen                             | 2001      | 2002      |
|-------------------------------------------------------------------|-----------|-----------|
| Net cash provided by (used in) investing activities               |           |           |
| Increase in time deposits                                         | (7,553)   | (9,432)   |
| Proceeds from decrease in time deposits                           | 6,196     | 7,060     |
| Proceeds from sales of marketable securities                      | -         | 60        |
| Payments for acquisition of investment securities                 | (25)      | (306)     |
| Payments for acquisition of capital stock of affiliated companies | (50)      | (371)     |
| Proceeds from sales of shares of affiliated companies             | -         | 59        |
| Payments for loans and advances                                   | (736)     | (7,400)   |
| Proceeds from collection of loans and advances                    | 748       | 91        |
| Payments for acquisition of tangible fixed assets                 | (13,918)  | (13,221)  |
| Payments for acquisition of intangible fixed assets               | (55)      | (111)     |
| Payments of guarantee deposits                                    | (16,819)  | (7,324)   |
| Proceeds from reversal of guarantee deposits                      | 1,024     | 1,342     |
| Other net cash used in investment activities                      | (166)     | 488       |
|                                                                   | (31,356)  | (29,065)  |
| Net cash provided by (used in) financing activities               |           |           |
| Proceeds from increase in short-term borrowings                   | 170,500   | 212,200   |
| Repayments of short-term borrowings                               | (170,920) | (212,200) |
| Proceeds from increase in long-term debt                          | 1,400     | -         |
| Repayments of long-term debt                                      | (4,823)   | (3,482)   |
| Proceeds from issuing of new shares                               | 22,839    | 27,448    |
| Dividends                                                         | (497)     | (642)     |
| Payments for purchase of treasury stock                           | (44)      | (3)       |
| Proceeds from sale of treasury stock                              | 95        | 5         |
|                                                                   | 18,549    | 23,324    |
| Effect of exchange rate changes on cash and cash equivalents      | -         | -         |
| Net increase in cash and cash equivalents                         | 3,389     | (2,437)   |
| Cash and cash equivalents at beginning of term                    | 16,684    | 20,073    |
| Cash and cash equivalents at end of term                          | 20,073    | 17,636    |

#### Relationship between balance of cash and cash equivalents as of term end and balance sheet items

| Years ended March 31; Millions of yen      | 2001    | 2002    |
|--------------------------------------------|---------|---------|
| Cash and time deposits                     | 26,055  | 25,990  |
| Time deposits, etc., of 3 months or longer | (5,982) | (8,354) |
| Cash and cash equivalents at end of term   | 20,073  | 17,636  |

#### Noncash investing and financing activities

| Years ended March 31; Millions of yen                           | 2001 | 2002 |
|-----------------------------------------------------------------|------|------|
| Conversion of convertible bonds into common stock               | 81   | 25   |
| Conversion of convertible bonds into additional paid-in capital | 81   | 25   |
| Reduction in balance of convertible bonds                       | 162  | 50   |

### Nonconsolidated statement of income

| Years ended March 31; Millions of yen        | 2001    | 2002    | 2003    |
|----------------------------------------------|---------|---------|---------|
| Net sales                                    |         |         |         |
| Net sales - merchandise goods                | 470,176 | 559,782 | 751,826 |
| Net sales - rental fees                      | 1,069   | 1,099   | 1,382   |
|                                              | 471,246 | 560,881 | 753,208 |
| Cost of goods sold                           |         |         |         |
| Cost of goods sold - merchandise             |         |         |         |
| Merchandise inventory, beginning of term     | 37,066  | 53,088  | 58,604  |
| Purchase of merchandise for the term         | 418,270 | 479,564 | 631,966 |
|                                              | 455,336 | 532,653 | 690,571 |
| Merchandise inventory, end of term           | 53,088  | 58,604  | 64,427  |
|                                              | 402,247 | 474,048 | 626,143 |
| Cost of goods sold - rental fees             | 66      | 47      | 44      |
|                                              | 402,314 | 474,095 | 626,188 |
| Gross profit on sales                        |         |         |         |
| Merchandise goods                            | 67,929  | 85,733  | 125,682 |
| Rental fees                                  | 1,002   | 1,052   | 1,338   |
|                                              | 68,931  | 86,785  | 127,020 |
| Selling, general and administrative expenses |         |         |         |
| Advertising expenses                         | 13,292  | 15,958  | 15,163  |
| Point-related promotional expenses           | -       | -       | 20,450  |
| Allowance for point-related promotions       | -       | -       | 4,667   |
| Provision for doubtful accounts              | -       | 9       | 8       |
| Employee salaries                            | 14,228  | 18,906  | 24,142  |
| Reserve provision for bonuses                | 1,520   | 1,525   | 1,456   |
| Pension benefit expenses                     | 270     | 373     | 507     |
| Employee benefit expenses                    | 2,274   | 2,957   | 3,672   |
| Leasing fees                                 | 8,937   | 12,935  | 16,113  |
| Water, heating and lighting expenses         | 2,318   | 3,255   | 3,669   |
| Depreciation expenses                        | 2,919   | 3,805   | 4,931   |
| Others                                       | 13,785  | 17,001  | 19,653  |
|                                              | 59,547  | 76,728  | 114,435 |
| Operating income                             | 9,384   | 10,057  | 12,585  |

| Years ended March 31; Millions of yen Nonoperating income             | 2001   | 2002    | 2003    |
|-----------------------------------------------------------------------|--------|---------|---------|
| Interest income                                                       | 211    | 420     | 624     |
| Purchase discount                                                     | 5,056  | 6,187   | 7,109   |
| Income on sales promotion                                             | 1,232  | 1,099   | 2,197   |
| Others                                                                | 1,232  | 1,099   | 1,303   |
|                                                                       | 7,584  | 8,758   | 11,235  |
| Nononorating expenses                                                 | 7,564  | 0,750   | 11,235  |
| Nonoperating expenses                                                 | 427    | 332     | 322     |
| Interest expenses                                                     |        |         | 322     |
| Interest expenses for bonds                                           | 0      | 0       | -       |
| Issuing expenses for new shares                                       | 92     | 136     | -       |
| Bond issuance expenses                                                | -      | -       | 1,098   |
| Others                                                                | 45     | 57      | 64      |
| _                                                                     | 565    | 527     | 1,485   |
| Ordinary profit                                                       | 16,403 | 18,288  | 22,334  |
| Extraordinary income                                                  |        |         |         |
| Reversal of allowance for doubtful accounts                           | 14     | -       | 206     |
| Gain on liquidation of affiliated companies                           | -      | 0       | 1       |
| -                                                                     | 14     | 0       | 208     |
| Extraordinary losses                                                  |        |         |         |
| Loss on disposal of fixed assets                                      | 185    | 40      | 113     |
| Loss on cancellation of guarantee deposits                            | 9      | 5       | 281     |
| Loss on valuation of securities of affiliated companies               | 16     | -       | 499     |
| Loss resulting from change in retirement benefit accounting standards | 791    | -       | -       |
| Loss on liquidation of affiliated companies                           | -      | 3       | -       |
| Directors' retirement expenses                                        | -      | 13      | -       |
| Provision for doubtful accounts                                       | -      | 313     | 3,207   |
| Valuation loss on golf memberships                                    | -      | 0       | -       |
| -                                                                     | 1,003  | 376     | 4,102   |
| Net income before taxes and other adjustments for the term            | 15,414 | 17,912  | 18,440  |
| Corporate, residents and enterprise taxes                             | 7,401  | 8,883   | 11,713  |
| Deferred taxes                                                        | (777)  | (1,214) | (3,688) |
| -                                                                     | 6,624  | 7,668   | 8,025   |
| Net income for the term                                               | 8,790  | 10,244  | 10,415  |
| Retained earnings brought forward from previous term                  | 616    | 928     | 1,419   |
| Unappropriated retained earnings, end of fiscal term                  | 9,407  | 11,172  | 11,834  |

### Nonconsolidated balance sheet: assets

| Years ended March 31; Millions of yen | 2001   | 2002    | 2003    |
|---------------------------------------|--------|---------|---------|
| Current assets                        |        |         |         |
| Cash and time deposits                | 26,055 | 25,990  | 44,955  |
| Notes receivable                      | -      | 49      | -       |
| Accounts receivable - trade           | 7,022  | 11,875  | 16,590  |
| Marketable securities                 | 59     | -       | 2,299   |
| Treasury stock                        | 3      | -       | -       |
| Mortgage securities                   | -      | -       | 5,000   |
| Merchandise                           | 53,088 | 58,604  | 64,427  |
| Short-term loans to affiliates        | -      | 3,011   | 7,252   |
| Prepaid expenses                      | 927    | 1,192   | 1,472   |
| Deferred tax assets                   | 812    | 1,788   | 4,060   |
| Accounts receivable - other           | 1,809  | 2,421   | 5,526   |
| Current portion of guarantee deposits | 1,235  | 1,372   | 2,190   |
| Others                                | 78     | 97      | 232     |
| Allowance for doubtful accounts       | (12)   | (33)    | (29)    |
|                                       | 91,081 | 106,370 | 153,976 |
| Fixed assets                          |        |         |         |
| Tangible fixed assets                 |        |         |         |
| Buildings                             | 37,394 | 47,054  | 61,657  |
| Accumulated depreciation              | 6,723  | 9,461   | 12,889  |
|                                       | 30,671 | 37,593  | 48,768  |
| Structures                            | 3,424  | 4,223   | 5,116   |
| Accumulated depreciation              | 1,197  | 1,609   | 2,067   |
|                                       | 2,227  | 2,613   | 3,049   |
| Vehicles and delivery equipment       | 97     | 96      | 95      |
| Accumulated depreciation              | 69     | 76      | 71      |
|                                       | 27     | 20      | 23      |
| Tools, furniture and fixtures         | 2,406  | 3,784   | 5,415   |
| Accumulated depreciation              | 1,313  | 1,851   | 2,602   |
|                                       | 1,093  | 1,933   | 2,813   |
| Land                                  | 6,164  | 8,226   | 9,892   |
| Construction in progress              | 1,504  | 1,187   | 254     |
|                                       | 41,689 | 51,574  | 64,802  |

| Years ended March 31; Millions of yen             | 2001    | 2002    | 2003    |
|---------------------------------------------------|---------|---------|---------|
| Intangible fixed assets                           |         |         |         |
| Leaseholds                                        | 45      | 98      | 256     |
| Software                                          | 3       | 37      | 151     |
| Telephone bonds                                   | 147     | 168     | 190     |
|                                                   | 196     | 304     | 599     |
| Investments and other assets                      |         |         |         |
| Investments in securities                         | 157     | 411     | 1,410   |
| Capital stock of affiliated companies             | 211     | 520     | 5,643   |
| Investments other than securities                 | 114     | 85      | 357     |
| Long-term loans                                   | 1       | 1       | 0       |
| Long-term loans to affiliated companies           | 95      | 4,404   | 16,301  |
| Long-term prepaid expenses                        | 2,669   | 3,757   | 4,789   |
| Deferred tax assets                               | 444     | 697     | 2,137   |
| Guarantee deposits                                | 30,831  | 35,387  | 38,171  |
| Others                                            | 14      | 14      | 119     |
| Allowance for losses on investments in affiliates | -       | -       | (499)   |
| Allowance for doubtful accounts                   | -       | (302)   | (3,315) |
|                                                   | 34,541  | 44,977  | 65,117  |
| Total fixed assets                                | 76,427  | 96,856  | 130,519 |
| Total assets                                      | 167,509 | 203,227 | 284,496 |

| Years ended March 31; Millions of yen                | 2001   | 2002    | 2003    |
|------------------------------------------------------|--------|---------|---------|
| Current liabilities                                  |        |         |         |
| Notes payable - trade                                | 537    | 504     | 519     |
| Accounts payable - trade                             | 49,204 | 47,797  | 52,828  |
| Current portion of long-term debt                    | 3,425  | 3,486   | 3,874   |
| Convertible bonds redeemable within 1 year           | -      | 106     | -       |
| Accounts payable - other                             | 4,879  | 5,760   | 7,840   |
| Accrued expenses                                     | 711    | 852     | 1,061   |
| Income tax payable                                   | 5,217  | 5,069   | 7,225   |
| Consumption tax payable                              | 505    | 1,335   | 837     |
| Advances from customers                              | 4,671  | 3,699   | 4,955   |
| Reserve for bonuses                                  | 1,520  | 1,525   | 1,456   |
| Allowance for customer-discount points               | -      | 2,053   | 6,720   |
| Others                                               | 460    | 636     | 1,142   |
|                                                      | 71,133 | 72,826  | 88,461  |
| Long-term liabilities                                |        |         |         |
| Bonds                                                | -      | -       | 50,000  |
| Convertible bonds                                    | 157    | -       | -       |
| Long-term debt                                       | 8,653  | 5,109   | 9,837   |
| Retirement benefits                                  | 1,137  | 1,413   | 1,759   |
| Others                                               | 183    | 480     | 1,312   |
|                                                      | 10,130 | 7,003   | 62,908  |
| Total liabilities                                    | 81,263 | 79,829  | 151,369 |
| Shareholders' equity                                 |        |         |         |
| Common stock                                         | 32,181 | 46,000  | -       |
| Additional paid-in capital                           | 32,120 | 45,937  | -       |
| Legal income reserves                                | 241    | 312     | -       |
| Retained earnings                                    |        |         |         |
| Voluntary reserves - total                           |        |         |         |
| Special reserves                                     | 12,300 | 20,000  | -       |
|                                                      | 12,300 | 20,000  | -       |
| Unappropriated retained earnings, end of fiscal year | 9,407  | 11,172  | -       |
|                                                      | 21,707 | 31,172  | -       |
| Unrealized gains or losses on other securities       | (4)    | (23)    | -       |
| Treasury stock                                       | -      | (1)     | -       |
| Total shareholders' equity                           | 86,245 | 123,397 | -       |

### Nonconsolidated balance sheet: liabilities and shareholders' equity

| Years ended March 31; Millions of yen                | 2001    | 2002    | 2003    |
|------------------------------------------------------|---------|---------|---------|
| Common stock                                         | -       | -       | 46,053  |
| Capital reserves                                     |         |         |         |
| Additional paid-in capital                           | -       | -       | 45,990  |
|                                                      | -       | -       | 45,990  |
| Retained earnings                                    |         |         |         |
| Legal income reserves                                | -       | -       | 312     |
| Voluntary reserves - total                           |         |         |         |
| Special reserves                                     | -       | -       | 29,000  |
| Unappropriated retained earnings, end of fiscal year | -       | -       | 11,834  |
|                                                      | -       | -       | 41,146  |
| Unrealized gains or losses on other securities       | -       | -       | (59)    |
| Treasury stock                                       | -       | -       | (5)     |
| Total shareholders' equity                           | -       | -       | 133,126 |
| Total liabilities and shareholders' equity           | 167,509 | 203,227 | 284,496 |

### **Share-related Information**

#### Shares in issue

| Class of shares                         | Common               |  |
|-----------------------------------------|----------------------|--|
| Number of shares authorized             | 120,000,000          |  |
| Issued                                  |                      |  |
| As March 31, 2003                       | 83,316,621           |  |
| As June 27, 2003                        | 83,316,621           |  |
| Stock exchange listings or registration | Tokyo Stock Exchange |  |
| Comments                                | -                    |  |

#### Changes in common stock and number of shares outstanding

|                           | Shares outs             | standing   | Common s                | tock    | Additional paid-        | in capital |                                    |
|---------------------------|-------------------------|------------|-------------------------|---------|-------------------------|------------|------------------------------------|
| Shares<br>Millions of yen | Increase or<br>decrease | Balance    | Increase or<br>decrease | Balance | Increase or<br>decrease | Balance    | Remark                             |
| March 31, 1999            | 2,794,176               | 17,629,387 | 2,695                   | 10,793  | 2,693                   | 10,734     | Conversion of convertible bonds    |
| July 9, 1999              | 3,000,000               | 20,629,387 | 8,832                   | 19,625  | 8,832                   | 19,566     | Public offering of<br>shares       |
| March 31, 2000            | 987,014                 | 21,616,401 | 1,007                   | 20,633  | 1,007                   | 20,573     | Conversion of<br>convertible bonds |
| May 15, 2000              | 3,000,000               | 24,616,401 | 11,466                  | 32,099  | 11,466                  | 32,039     | Public offering of shares          |
| March 31, 2001            | 83,140                  | 24,699,541 | 81                      | 32,181  | 81                      | 32,120     | Conversion of<br>convertible bonds |
| June 3, 2001              | 3,000,000               | 27,699,541 | 13,794                  | 45,975  | 13,791                  | 45,911     | Public offering of<br>shares       |
| March 31, 2002            | 23,508                  | 27,723,049 | 25                      | 46,000  | 25                      | 45,937     | Conversion of<br>convertible bonds |
| November 20, 2002         | 55,544,414              | 83,267,463 | -                       | 46,000  | -                       | 45,937     | Split 3 for 1                      |
| March 31, 2003            | 49,158                  | 83,316,621 | 53                      | 46,053  | 53                      | 45,990     | Conversion of<br>convertible bonds |

#### Shareholders by type of investor

| Type of investor                       | Number of shareholders | Hundreds of shares | % owned |
|----------------------------------------|------------------------|--------------------|---------|
| National and local government agencies | -                      | -                  | -       |
| Financial institutions                 | 87                     | 367,093            | 44.1    |
| Securities companies                   | 18                     | 1,895              | 0.2     |
| Business and other corporations        | 119                    | 88,828             | 10.7    |
| Nonresidents                           | 313                    | 335,985            | 40.3    |
| Individuals and others                 | 3,560                  | 39,354             | 4.7     |
|                                        | 4,097                  | 833,155            | 100.0   |
| Shares less than one unit              | -                      | 1,121              | -       |

#### Largest shareholders

| Name                                | Thousands of<br>shares owned | Of which held in<br>trust accounts | % of shares<br>outstanding |
|-------------------------------------|------------------------------|------------------------------------|----------------------------|
| Japan Trustee Services Bank         | 6,572.4                      | 6,572.4                            | 7.88                       |
| Master Trust Bank of Japan          | 5,702.9                      | 5,702.9                            | 6.84                       |
| Tecc-Planning                       | 4,686.0                      |                                    | 5.62                       |
| UFJ Trust Bank                      | 2,897.4                      | 2,897.4                            | 3.47                       |
| Bank of Bermuda, Hamilton           | 2,897.2                      |                                    | 3.47                       |
| Trust & Custody Services Bank       | 1,997.4                      | 1,997.4                            | 2.39                       |
| State Street Bank & Trust           | 1,829.3                      |                                    | 2.19                       |
| The Chase Manhattan Bank, NA London | 1,669.7                      |                                    | 2.00                       |
| Gunma Bank                          | 1,641.0                      |                                    | 1.96                       |
| Towa Bank                           | 1,570.8                      |                                    | 1.88                       |
|                                     | 31,464.1                     |                                    | 37.76                      |

#### Share information

| Fiscal year-end                        | March 31                                                |
|----------------------------------------|---------------------------------------------------------|
| Ex-rights date                         | March 31                                                |
| Ex-rights date for interim dividend    | September 30                                            |
| Closing of shareholder register        | -                                                       |
| Annual general meeting of shareholders | June                                                    |
| Trading unit                           | 100 shares                                              |
| Types of share certificates            | 100, 1,000 and 10,000 shares                            |
| Transfer agent                         | Mizuho Trust & Banking, 1-2-1, Yaesu,<br>Chuo-ku, Tokyo |
| Publication of record                  | Nihon Keizai Shimbun                                    |

#### Contact

Makoto Igarashi Senior Managing Director Financial and Administration Headquarters YAMADA DENKI CO., LTD. 4-40-11, Hiyoshicho, Maebashi City, Gunma, Japan Telephone: 81-27-233-5522 Facsimile: 81-27-233-3309

## YAMADA DENKI CO., LTD

4-40-11, Hiyoshicho, Maebashi City, Gunma, Japan Telehone : 81-27-233-5522 Facsimile : 81-27-233-3309 URL=http : //www.yamada-denki.jp/