

12

# Fiscal 2009 Business Report

October 1, 2008 - September 30, 2009



### INDEX

Consolidated Financial Highlights	01
President Interview	02
What's Shiga Plant?	06
Summary of Consolidated Financial Statements	07
Summary of Non-Consolidated Financial Statements	09
Corporate Overview / Investor Information	10

# **SK-Electronics CO., LTD.**

JASDAQ: 6677

## Consolidated Financial Highlights





#### Net Income / Loss









### President Interview

Q1

I hope this message finds all of our stockholders in the best of health. Thank you for your continued support.

It gives me great pleasure to report to you on our operating results for fiscal 2009 (October 1, 2008 to September 30, 2009).

野上良忠



December 2009

Yoshitada Nogami, President

The report on the operating results for fiscal 2009 and discussion of the earnings projections for fiscal 2010 (from October 1, 2009 to September 30, 2010), which has already begun, and the future business challenges facing the SK-Electronics Group are provided below in a Q&A format.

### What were the Company's operating results for fiscal 2009 (Fiscal year ended September 30, 2009)?

### The SK-Electronics Group reported its first significant loss since being established.

During the first half of fiscal 2009, the demand for LCD panels worldwide declined significantly in the wake of the global economic slowdown since the autumn of 2008. Photomask demand was also sluggish because of a decline in operating rates at panel manufacturers. Demands for price reductions on photomasks for 8th generation and earlier LCD panels in particular were greater than initially assumed because of increasingly severe competition both in Japan and overseas. As a result of these factors, the business environment for SK-Electronics Group deteriorated rapidly.

Faced with such conditions, SK-Electronics declared its circumstances critical and implemented structural cost reductions from every perspective, including fixed and variable costs. In March 2009 SK-Electronics also began full-scale operation of the Shiga Plant, the Company's large-format photomask manufacturing plant for next generation photomasks (10th generation and later), and initiated 10th generation photomask production.

The severe operating climate continued in the second half of the year. Although demand for the 10th generation photomasks manufactured at SK-Electronics' Shiga Plant increased more than projected as the Chinese government's "home appliance in the countryside" policy\* resulted in a dramatic recovery in utilization rates at panel manufacturers, there was no halt in the price slide for photomasks for 8th generation and earlier LCD panels. Moreover, in addition to the effect from the amortization burden for the Shiga Plant

(¥5,545 million), the Company implemented asset retirements and booked asset impairments for small and medium-sized type photomask production facilities in light of the rapid decline in demand for small and medium-sized photomasks during the past few years, and for the consolidated fiscal year reported extraordinary losses of ¥1,095 million. As a result, despite achieving a record level of net sales, for the current consolidated accounting fiscal year the SK-Electronics Group reported its largest net loss since being established.

In light of these circumstances, the SK-Electronics Group regrettably has decided to not pay a year-end dividend for fiscal 2009, a situation for which I apologize deeply to all of our shareholders.

\* A subsidy program for home electrical appliance purchases in rural village areas of China. LCD TVs are eligible for the program.

#### Summary of Fiscal 2009 consolidated operating results (¥ million)

	Fiscal 2008 (From October 1, 2007 to September 30, 2008)	Fiscal 2009 (From October 1, 2008 to September 30, 2009)	Change from previous consolidated fiscal year
Net sales	17,161	18,682	1,521
Operating income/loss	1,046	-675	-1,721
Ordinary income/loss	886	-872	-1,758
Net income/loss	417	-2,011	-2,428

Change in Photomask Net Sales by Region



operation of the Shiga Plant since March 2009.

Change in Photomask Net Sales by Product



rose substantially to ¥10,248 million, boosted by higher sales of test masks and CF photomasks in conjunction with operation of the Shiga Plant.

## **Q2** Please comment on the full-scale operation of the Shiga Plant, the industry's first next-generation large-format photomask manufacturing factory

# Fastest vertical start-up ever achieved, despite an extremely short schedule from concept to planning, preparation and operation.

The Shiga Plant initiated full-scale operations in March 2009 and has begun shipping 10th generation photomasks. From the start of building construction to installation of the production equipment and start-up of operations, the plant was completed in an extremely short time span, and the entire process was the fastest ever achieved in the history of the SK-Electronics Group.

Yields have been extremely high since the first shipments, and deliveries remain steady, even now when the plant has entered the mass production phase.

The comprehensive large-format 10th generation and later photomasks produced at the Shiga Plant are ultra-large-format sizes, for which our facility is the world's sole producer. The needs for enlarged sizes, higher definition and increased effectiveness for LCD panels are expected to grow in the future as well. We consider responding promptly to clients' needs and providing domestic and overseas panel manufacturers with stable supplies to be our mission as the industry's leading company.

### Q3 What has been the effect of the cost reductions to improve profitability?

### Results from implementing wide-ranging cost reductions were evident during the second half.

The SK-Electronics Group declared its circumstances to be critical in January of 2009, and implemented structural cost reductions from every perspective that encompassed both fixed and variable costs. The first step was to lower executive salaries and implement partial reductions in various allowances, and in May the size of these reductions was increased. In addition we decided to freeze capital investment in principle except for the Shiga Plant, and carried out broad cutbacks in research and development spending and the booking of impairment losses and asset retirements for production line assets at the Kyoto Plant.

As a result of these measures, we dramatically improved our break-even point, and we believe these cost reduction results contributed substantially to the improved earnings projections for the second half of the consolidated fiscal year.

## Q4 What is the SK-Electronics Group projecting as its operating results for fiscal 2010 (October 1, 2009 – September 30,2010)?

# We are committed to ensuring positive earnings (return to profitability) and resuming dividends to shareholders.

Generally, the demand for large-format photomasks is expected to grow mainly due to the start-up and expansion of new 8th generation production lines at overseas panel manufacturers.

Nevertheless, because prices of end-products such as LCD TVs are projected to continue falling, unit prices of photomasks are expected to similarly experience price declines.

In addition to continuing our cost reduction efforts, to respond to this severe business environment we will strive as the SK-Electronics Group to create technological proposals that anticipate clients' needs, and work to strengthen our rapid response with combined operating, technological production, and management capabilities and differentiate our products from those of other companies.

For the consolidated fiscal year ending September 2010, we project consolidated net sales to increase 30.6% year-on-year to ¥24,400

million and consolidated operating income to be ¥350 million as a result of full-scale operation of the Shiga Plant, and we plan to pay dividends of ¥800 per share to shareholders.

Projected consolidated operating results for Fiscal 2010 (¥ million)						
	Fiscal 2009 (From October 1, 2008 to September 30, 2009)	Fiscal 2010 (Projected) (From October 1, 2009 to September 30, 2010)				
Net sales	18,682	24,400				
Operating income/loss	-675	350				
Ordinary income/loss	-872	150				
Net income/loss	-2,011	150				
Dividends per share		¥ 800 yen				

## Q5 How are conditions in the LCD panel industry, which forms the main environment affecting the photomask business?

### Despite uncertainty, capital investment is especially vigorous in China.

Although capital investment by LCD panel manufacturers has been nearly frozen since the start of the global economic downturn, two of South Korea's main LCD panel manufacturers recently announced plans to expand their 8th generation production lines (with operational startup planned for 2010) because both net sales and earnings have recovered as the won has depreciated. Capital investment in China is also vigorous. Sharp Corporation announced it will sell its 6th generation liquid crystal manufacturing facility (scheduled to begin operations in 2011) to Nanjing China Electronics Panda Group Corporation (CEC Panda) in Nanjing, China and begin discussions with the same firm on an 8th generation joint venture. Leading panel manufacturers in South Korea and Taiwan also successively announced plans to make investments in 7th generation and later LCD panel manufacturing lines in China (operational startup planned in 2011 and later). While there is a possibility such capital investment plans will be greatly influenced by economic conditions and the balance of LCD panel supply and demand, such activity is very robust at the present point in time. The growth in photomask demand driven by these new investment plans is expected to occur from the next fiscal year.



Q6

Can you comment on the management issues facing the SK-Electronics Group and the Group's future business development?

### Evolution and new business development as the leading company.

To further solidify our position as the leading company in the industry, every member of the SK-Electronics Group will work together in addressing the following three issues under the slogan "creating future value through wisdom and passion."

## (1) Early establishment of our next generation large-format photomask business

To meet the growth in demand for large-format LCD panels from LCD panel manufacturers such as Sharp Corporation, which began commercial production at its 10th generation LCD panel manufacturing facility in Sakai City, Osaka Prefecture in October 2009, the SK-Electronics Group will focus on establishing its next generation large-format photomask business as quickly as possible, by taking maximum advantage of the early dominance achieved through the Shiga Plant, our next generation large-format photomask manufacturing plant that began full-scale operations in March of 2009, and achieving technical superiority over other players in the same industry and maintaining profitability.

## (2) Improve profitability in our existing comprehensive large-format photomask business

In its existing comprehensive large-format photomask business (photomasks for 8th generation and earlier LCD panels), the SK-Electronics Group will strengthen its marketing in order to rapidly identify and respond to capital investment conditions and production trends among LCD panel manufacturers, including the LCD panel market in China, which is expected to grow substantially in the future. Furthermore, to address requests for lower photomask unit prices and triumph in the competition with other firms in the industry, we will pursue profitability enhancement through technological differentiation, improved productivity, fixed cost reductions and lower material procurement costs.

#### (3) Early commercialization of new businesses

Although demand in the comprehensive large-format photomask business is projected to grow in the future with the enlargement of LCD panels, particularly for LCD TVs, we believe the market is gradually approaching maturity and expect the growth rate to begin slowing as well. It also will be necessary to build businesses that can rapidly become a new source of earnings in the future in order to ensure the SK-Electronics Group continues to grow. We will investigate the development of new businesses by taking a broad perspective, including both internal research and development and the introduction of external technologies, and seek to quickly commercialize promising opportunities by investing management resources efficiently.

Finally, although the SK-Electronics Group can anticipate net sales growth from its major capital investment in construction of the Shiga Plant, from an earnings perspective the severe operating climate is expected to continue because of the large amortization burden resulting from the plant's construction, as well as increasing competition from other companies. The SK-Electronics Group will continue to answer the expectations of all its shareholders by striving to improve profitability and by further developing and growing as the leading company in the LCD photomask industry. We look forward to continuing to receive your support.

## Q. What does SK-Electronics produce at the Shiga Plant?

At the Shiga Plant we currently are manufacturing the world's largest photomasks for LCD panels, typically referred to as the 10th generation. To improve manufacturing efficiency, LCD panels have increased in size as their use has spread to flat-panel televisions, and this has led to demands for further enlargement

of the photomasks required in the LCD panel production process. Our Shiga Plant is the only facility in the world capable of manufacturing these photomasks for the world's largest size LCD panel manufacturing lines.



▲10th generation photomask

#### Q. Compared to 8th generation and earlier photomasks, are 10th generation photomasks difficult to produce?

Tenth generation photomasks require extremely advanced technology.

By using large-size photomasks, LCD panel manufacturers can manufacture large screen LCD panels efficiently. As photomasks increase in size, however, they become increasingly difficult to manufacture and require advanced production technology.

The three major factors determining quality when a photomask is produced are (1) the accuracy of the pattern drawn on the photomask, (2) defects and contamination issues, and (3) irregularities. For 10th generation photomasks as well, the required accuracy and issue of contaminants and irregularities per surface area demand technological capabilities that equal or exceed traditional requirements. To illustrate just how difficult this is, if a photomask were the size of a soccer field, the precision required means the product would be defective if a contaminant just 0.3mm in diameter fell on just one location somewhere on the field.

For the Shiga Plant, we reviewed all of our traditional processes, based on current experience and past failures, to build an ultra-large-format photomask manufacturing facility that offers the highest quality by thoroughly applying the research and development capabilities of the SK-Electronics Group.



#### What is the "10th generation"?

The term "10th generation" refers to the liquid crystal glass substrates, currently the world's largest (2.8 x 3.1m), that are being produced at Sharp Corporation's 10th generation LCD panel factory, which began operations in October 2009. The photomasks used at the facility are also about 1.5 times larger than conventional 8th generation photomasks. (Actual size has not been publicly disclosed)



## Q. What are the SK-Electronic Group's plans for future development?

We have equipped our state-of-the-art Shiga Plant with production capacity that can support manufacturers even when our customers will advance to sizes larger than the 10th generation glass substrates in the future. By creating an organization that has production capacity sufficient to provide a stable supply of photomasks even when LCD panel manufacturers in Japan and other countries such as South Korea and Taiwan invest in next generation large-format LCD panels, the SK-Electronics Group will seek to develop further as the leading company in the industry.

### Consolidated Balance Sheets

Category	Fiscal 2009 (As of September 30, 2009)	Fiscal 2008 (As of September 30, 2008)
Assets		
Current assets	13,355	9,074
Fixed assets	18,871	16,635
Property, plant and equipment	18,337	15,985
Intangible fixed assets	301	316
Investments and other assets	231	333
Total assets	32,226	25,709

#### Point 1 Current assets

The increase in current assets is mainly due to the increase in accounts receivable-trade in conjunction with the start of operations at the Shiga Plant.

#### Point 2 Fixed assets

The increase in fixed assets is mainly due to an increase in buildings and machinery and equipment at the Shiga Plant.

#### Point 3 Liabilities

The increase in liabilities is mainly due to the increase in long-term debt in conjunction with capital investment at the Shiga Plant.

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Category	Fiscal 2009 (As of September 30, 2009)	Fiscal 2008 (As of September 30, 2008)
Liabilities		
Current liabilities	11,897	7,390
Long-term liabilities	10,013	5,110
Total liabilities	21,911	12,500
Net assets		
Stockholders' equity	9,386	11,489
Common stock	4,109	4,109
Capital surplus	4,335	4,335
Retained earnings	989	3,092
Treasury stock	- 48	-48
Valuation and translation adjustments	- 518	- 165
Net unrealized holding gains on other marketable securities	18	10
Foreign currency translation adjustments	- 536	- 175
Minority interests	1,446	1,885
Total net assets	10,315	13,209
Total liabilities and net assets	32,226	25,709

(¥ million)

#### Point 4 Net sales

The increase in net sales is mainly due to the increase in sales of 10th generation photomasks from the Shiga Plant.

#### Point 5 Cost of sales

The increase in the cost of sales is mainly due to the increase in cost of materials accompanying the growth in sales and the increase in depreciation and amortization expense for the Shiga Plant.

#### Point 6 Extraordinary losses

The increase in extraordinary losses is mainly due to the reporting of an impairment loss and a loss on retirement of fixed assets at the Kyoto Plant (certain small and medium-size photomask production lines).

Consolidated Stateme	ents of Income	(¥ million)	Consolidated Stateme	(¥ million)		
Category	Fiscal 2009 (From October 1, 2008 to September 30, 2009)	Fiscal 2008 (From October 1, 2007 to September 30, 2008)	Category	Fiscal 2009 (From October 1, 2008 to September 30, 2009)	Fiscal 2008 (From October 1, 2007 to September 30, 2008)	
Net sales	18,682	17,161	Cash flows from operating activities	1,563	4,568	
Cost of sales 5	17,245	13,808				
Gross profit	1,437	3,352	Cash flows from investing activities	- 8,479	-4,533	
Selling, general and administrative expenses	2,112	2,306	Cash nows north investing activities	-0,475	4,000	
Operating income/loss	-675	1,046				
Other income	58	130	Cash flows from financing activities	7,272	603	
Other expenses	255	290				
Ordinary income/loss	-872	886	Effect of foreign exchange rate		00	
Extraordinary gains	46	41	changes on cash and cash equivalents	-111	-69	
Extraordinary losses 6	1,095	178				
Income (loss) before taxes	-1,921	749	Increase (decrease) in cash and cash equivalents	245	568	
Corporate, residence and business taxes	36	424				
Adjustments for corporate and other taxes	237	- 190	Cash and cash equivalents <b>2,167</b>		1,599	
Minority interests in consolidated	-184	98				
subsidiaries	- 104		Cash and cash equivalents		0.167	
Net income/loss	-2,011	417	at end of period	2,413	2,167	

### Consolidated Statements of Changes in Stockholders' Equity (From October 1, 2008 to September 30, 2009)

(¥ million)

	Stockholders' equity			Valuation and translation adjustments						
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total stockholders' equity	Net unrealized holding gains on other marketable securities	Foreign currency translation adjustments	Total valuation and translation adjustments	Minority interests	Total net assets
Balance at September 30, 2008	4,109	4,335	3,092	-48	11,489	10	- 175	- 165	1,885	13,209
Changes during the year										
Dividends from surplus			- 90		- 90					-90
Net loss			-2,011		-2,011					-2,011
Acquisition of treasury stock				-0	-0					-0
Disposal of treasury stock			-0	0	0					0
Changes other than stockholders' equity during the year (net)						8	- 360	-352	- 438	- 791
Total changes during the year			-2,102	-0	-2,102	8	- 360	- 352	- 438	-2,894
Balance at September 30, 2009	4,109	4,335	989	- 48	9,386	18	- 536	-518	1,446	10,315

## Summary of Non-Consolidated Financial Statements

(¥ million)

### Non-Consolidated Balance Sheets

Fiscal 2009 (As of September 30, 2009)	Fiscal 2008 (As of September 30, 2008)			
11,361	6,924			
17,901	14,100			
15,342	11,437			
296	315			
2,262	2,347			
29,262	21,025			
11,067	6,488			
9,346	3,840			
20,414	10,329			
8,829	10,686			
4,109	4,109			
4,335	4,335			
432	2,289			
- 48	-48			
18	10			
18	10			
8,848	10,696			
29,262	21,025			
	(As of September 30, 2009)   111,361   17,901   15,342   296   2,262   29,262   11,067   9,346   20,414   8,829   4,109   4,335   432   -48   18   8,848			

► Non-Consolidated Statements of Income (¥ millio					
Category	Fiscal 2009 (From October 1, 2008 to September 30, 2009)	Fiscal 2008 (From October 1, 2007 to September 30, 2008)			
Net sales	17,254	14,063			
Cost of sales	15,799	11,362			
Gross profit	1,455	2,700			
Selling, general and administrative expenses	1,906	1,991			
Operating income/loss	- 451	708			
Other income	157	202			
Other expenses	200	175			
Ordinary income/loss	- 493	735			
Extraordinary gains	46	41			
Extraordinary losses	1,067	167			
Income/loss before taxes	-1,514	609			
Corporate, residence and business taxes	36	407			
Adjustments for corporate and other taxes	213	- 125			
Net income/loss	-1,765	327			

#### 09

## Corporate Overview / Investor Information (As of September 30, 2009)

#### Company Profile

Company Name	SK-Electronics CO., LTD.
Established	October 1, 2001
Capital Stock	¥4,109,722,000
Headquarters	436-2, Tatetomita-cho, Ichijo-agaru, Higashi Horikawa-dori
	Kamigyo-ku, Kyoto 602-0955, Japan
	Phone: +81-75-441-2333 (Rep.) Fax: +81-75-441-4291
Employees	179
Business Lines	Comprehensive large-format photomask business

#### Offices and Plants

Tokyo Business Office	(Minato-ku, Tokyo)
Kyoto Plant	(Kuse-gun, Kyoto)
Shiga Plant	(Koka City, Shiga)

#### Overseas Subsidiaries

Finex Co., Ltd. (Taiwan) Comprehensive large-format photomask manufacturing and sales SKE KOREA Co., Ltd. (South Korea) Comprehensive large-format photomask sales

#### Directors and Corporate Auditors

Chairman of the Board	Keisuke Ishida	Director	Hidehiro Fujiwara
President	Yoshitada Nogami	Corporate Auditor (Standing)	Yosuke Tsuji
Senior Managing Director	Masanori Ishida	Corporate Auditor	Kazuhiro Egawa
Managing Director	Kazuomi Furuta	Corporate Auditor	Shushi Hori
Director	Hideaki Horiuchi		

#### Stock Data

Authorized Stock	327,600 shares
Issued Stock	113,684 shares
No. of Stockholders	6,914

#### Major Stockholders

Keisuke Ishida	9,228 shares (8.11%)
Shashin Kagaku Co., Ltd.	7,301 shares (6.42%)
Nikon Corporation	5,684 shares (4.99%)
The Bank of Kyoto, Ltd.	3,562 shares (3.13%)
Mizuho Bank, Ltd.	3,262 shares (2.86%)
Dainippon Screen Mfg. Co., Ltd.	3,150 shares (2.77%)
The Bank of Tokyo-Mitsubishi UFJ, Ltd.	2,512 shares (2.20%)
Resona Bank, Ltd.	2,512 shares (2.20%)
Nippon Life Insurance Company	2,512 shares (2.20%)
The Fuji Fire and Marine Insurance Company, Ltd.	2,437 shares (2.14%)

#### Stock Distribution

(By Number of Stockholders)

(By Number of Shares Held)





Financial institutions	13/ 0.19%
Securities companies	18/ 0.26%
Other domestic corporations	82/ 1.19%
Foreign institutions, etc.	10/ 0.14%
Individuals and others	6,791/ 98.22%

	Financial institutions	21,454 shares / 18.87%
	Securities companies	725 shares / 0.64%
	Other domestic corporations	24,366 shares / 21.43%
F	Foreign institutions, etc.	671 shares / 0.59%
	ndividuals and others	66,468 shares / 58.47%

#### Reference Data at a Glance

Fiscal Year	From October 1 to September 30 of the following calendar year
Annual General Meeting of Shareholders	December
Dividend Record Date	September 30 (March 31 when the Company makes an interim dividend payment)
Record Date	September 30 for attendance at Annual General Meeting of Shareholders (Other record dates shall be announced as necessary)
Method of Notification	Electronic notification If the electronic public notice should fail due to accident or other unavoidable circumstances, the Company shall post a public notice in the Nihon Keizai Shimbun. (Public notices will be posted at: http://www.sk-el.co.jp/top.html)
Stock Transfer Agent and Administration	
Institution for Special Accounts	The Sumitomo Trust & Banking Co., Ltd. 4-5-33, Kitahama, Chuo-ku, Osaka, Japan
Stock Transfer Agent	
Agency Administration Office	Stock Transfer Agency Department, The Sumitomo Trust & Banking Co., Ltd. 4-5-33, Kitahama, Chuo-ku, Osaka, Japan
(Postal Address)	Stock Transfer Agency Department, The Sumitomo Trust & Banking Co., Ltd. 1-10, Nikko-cho, Fuchu, Tokyo, 183-8701, Japan
(Telephone Inquiries)	0120-176-417 (Toll-free in Japan)
(Website)	http://www.sumitomotrust.co.jp/STA/retail/service/daiko/index.html
Listing Exchange	JASDAQ

#### Inquiries and notices concerning change of address or other details pertaining to stock shares

For inquiries and notices concerning procedures pertaining to stock shares (change of notification address, name, etc., change of dividend transfer method, change of bank account, etc.), please contact either of following institutions depending on whether you have established an account at a securities company.

[Shareholders who have established an account at a securities company] : Please contact your securities company.

[Shareholders who have not established an account at a securities company]: Please contact The Sumitomo Trust & Banking Co., Ltd.

#### **Special Accounts**

Shares owned by shareholders who had not used Hofuri (Japan Securities Depository Center, Inc.) before the dematerialization of stock certificates have been recorded in an account (Special Account) established at The Sumitomo Trust & Banking Co., Ltd.

For details concerning the Special Account, please contact The Sumitomo Trust & Banking Co., Ltd. using the telephone number for Telephone Inquiries shown above.

