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## Consolidated Financial Report for the 3Q of FY 2010

English translation from the original Japanese-language quarterly Kessan Tanshin

### Business Results

#### 1. Overview of Consolidated Business Results

##### (1) 3Q-FY2010 Operating Results (October 1, 2010 – December 31, 2010)

| (Billions of yen)       |                                           |                                           |                   |                                           |                   |
|-------------------------|-------------------------------------------|-------------------------------------------|-------------------|-------------------------------------------|-------------------|
|                         | 3 mo. ended<br>Dec 31, 2010<br>(3Q-FY 10) | 3 mo. ended<br>Sep 30, 2010<br>(2Q-FY 10) | QoQ<br>Change (%) | 3 mo. ended<br>Dec 31, 2009<br>(3Q-FY 09) | YoY<br>Change (%) |
| Net sales               | 97.1                                      | 148.8                                     | -34.8             | 151.0                                     | -35.7             |
| Gross profit (loss)     | (7.7)                                     | 40.2                                      | -                 | 47.2                                      | -                 |
| Operating income (loss) | (26.9)                                    | 23.5                                      | -                 | 30.4                                      | -                 |
| Ordinary income (loss)  | (30.5)                                    | 15.2                                      | -                 | 27.5                                      | -                 |
| Net income (loss)       | (29.6)                                    | 9.2                                       | -                 | 21.1                                      | -                 |

In the 3Q of FY 2010 (October 1, 2010 to December 31, 2010), the DRAM market witnessed stagnant demand for PC DRAMs due to sluggish PC shipments. In addition, a boost in supply brought about by migration to advanced manufacturing processes among DRAM makers caused supply and demand conditions to turn more negative. As a result, DRAM market prices sharply declined.

In response to these conditions, Elpida revised its PC DRAM production plans by adjusting procurement from foundry partners and manufacturing at its Hiroshima Plant. Since November the number of wafer starts has been reduced in order to lower the risk of excess inventory holdings. On the other hand, supply and demand for the mobile DRAMs continued to be tightly balanced given robust sales of smart phones and tablet PCs since the first quarter.

Confronted by unfavorable PC DRAM market prices Elpida's 3Q average selling price (ASP) on a dollar basis was down 39% YoY and down 37% QoQ. Also, DRAM bit shipment growth in the quarter was 18% YoY and 11% QoQ. As a result, 3Q sales fell 35.7% YoY and 34.8% QoQ to 97.1 billion yen. Sales of Computing DRAMs, hurt by lower unit prices and continued yen appreciation, suffered a decline of slightly more than 40% QoQ. These sales accounted for about 60% of Elpida's total sales revenue. Compared with the 2Q, shipments of Mobile RAM<sup>TM</sup> grew but shipments of DRAMs used in digital consumer electronics declined due to seasonal factors and Premier DRAM sales dropped by around 10% QoQ.

Gross profit in the 3Q fell by 47.9 billion yen QoQ to finish at a loss of 7.7 billion yen. A major negative impact

was that the speed of unit price declines was faster than the speed at which process migration could help lower manufacturing costs, which in turn produced significant earnings erosion. Inventory write-downs and more yen appreciation added to the damage. Operating income fell by 50.4 billion yen QoQ to create a loss of 26.9 billion yen (versus a profit of 30.4 billion yen in the FY 2009 3Q). Ordinary income saw a loss of 30.5 billion yen due in part to interest expenses of 2.4 billion yen and a foreign exchange loss of 0.5 billion yen. Net income recorded a loss of 29.6 billion yen (versus a 21.1 billion yen profit a year ago) after accounting for such factors as a settlement gain of 2.7 billion yen and 1.3 billion yen in income from minority interests.

## (2) 1Q-3Q FY 10 Operating Results (April 1, 2010 – December 31, 2010)

(Billions of yen)

|                         | 9 mo. ended<br>Dec 31, 2010<br>(1Q-3Q FY 10) | 9 mo. ended<br>Dec 31, 2009<br>(1Q-3Q FY 09) | YoY    |        |
|-------------------------|----------------------------------------------|----------------------------------------------|--------|--------|
|                         |                                              |                                              | Change | (%)    |
| Net sales               | 422.2                                        | 319.4                                        | 102.8  | +32.2  |
| Gross profit            | 94.2                                         | 34.6                                         | 59.6   | +171.9 |
| Operating income (loss) | 41.0                                         | (10.9)                                       | 51.9   | -      |
| Ordinary income (loss)  | 21.7                                         | (24.5)                                       | 46.2   | -      |
| Net income (loss)       | 10.3                                         | (30.6)                                       | 40.9   | -      |

During the initial nine months of FY 2010 (April 1, 2010 to December 31, 2010), tight PC DRAM supply and demand supported high market prices in the 1Q and the front half of the 2Q, but in the 3Q pricing activity was negatively affected by quick deterioration of supply and demand, a result of stagnant demand and higher supplies from August onward.

Elpida's cumulative net sales for nine months of FY 2010 rose 32.2% to 422.2 billion yen, largely a result of YoY bit shipment growth. By quarter, net sales were 176.3 billion in the 1Q, 148.8 billion yen in the 2Q and 97.1 billion yen in the 3Q, as sliding prices placed pushed down sales in each quarter and yen appreciation took a toll. Nevertheless, 9-month gross profit managed to rise by 59.6 billion yen YoY to 94.2 billion yen, helped in part by manufacturing cost cuts made possible by migration to advanced processes.

The improvement in gross profit made possible 9-month operating income of 41.0 billion yen, a boost of 51.9 billion yen that erased a year-ago loss of 10.9 billion yen. By quarter, operating income was a record 44.4 billion yen in the 1Q and 23.5 billion yen in the 2Q, but in the 3Q price erosion, yen appreciation, inventory write-downs and other factors delivered up a loss of 26.9 billion yen. Ordinary income for the nine months was 21.7 billion yen (versus a year-ago loss of 24.5 billion yen) after factoring in a foreign exchange loss of 8.8 billion yen, interest expenses of 7.8 billion yen and other items. Net income for the same period was 10.3 billion yen (versus a year-ago loss of 30.6 billion yen). Factors that affected the bottom line included a settlement gain of 2.7 billion yen, a loss of 1.5 billion yen on retirement of noncurrent assets and 12.1 billion yen in income from minority interests.

## 2. Financial Conditions

### (1) Assets, Liabilities and Shareholders' Equity

Elpida's total assets as the end of the 3Q stood at 932.7 billion yen, down 14.8 billion yen compared to the end of FY 2009. Key asset value factors included higher cash and deposits following the 66.7 billion yen issuance of convertible bonds with share subscription rights but a 42.9 billion yen drop in notes and accounts receivable-trade owing to lower sales, along with an 18.5 billion yen decline in tangible assets due in part to depreciation.

Despite the convertible bond issuance, scheduled debt repayment and payment of lease obligations brought down the balance of interest-bearing debt to 444.8 billion yen, a reduction of 59.9 billion yen against the end of FY 2009.

Net assets at the 3Q were 346.5 billion yen (versus 346.8 billion yen at the end of FY 2009.) While the purchase of investments in subsidiaries in part reduced minority interests by 15.4 billion yen, the third-party placement of newly issued shares with Kingston Technology Corporation in April 2010 boosted capital stock and the capital surplus by 5.8 billion yen each. Also, retained earnings increased due to positive net income of 10.3 billion yen.

Based on a resolution passed at an ordinary general meeting of shareholders held on June 25 2010, Elpida reduced capital reserve by 143.5 billion yen. That amount was transferred to capital surplus to offset a deficit in retained earnings brought forward.

## (2) Cash Flows

|                                                     | (Billions of yen)          |                            |                            |                               |
|-----------------------------------------------------|----------------------------|----------------------------|----------------------------|-------------------------------|
|                                                     | Apr-Jun 2010<br>(1Q-FY 10) | Jul-Sep 2010<br>(2Q-FY 10) | Oct-Dec 2010<br>(3Q-FY 10) | Apr-Dec 2010<br>(1Q-3Q FY 10) |
| Net cash provided by operating activities           | 64.8                       | 61.4                       | 48.5                       | 174.7                         |
| Net cash used in investing activities               | (29.4)                     | (25.8)                     | (34.7)                     | (89.9)                        |
| Net cash provided by (used in) financing activities | 5.5                        | (53.6)                     | 18.2                       | (29.9)                        |
| Cash and cash equivalents at end of quarter         | 149.4                      | 131.2                      | 164.7                      | 164.7                         |
| Free cash flow                                      | 35.4                       | 35.6                       | 13.8                       | 84.8                          |

### i) Cash flow for 3Q of FY 2010 (October 1, 2010 – December 31, 2010)

As of the end of the FY 2010 3Q the balance of cash and cash equivalents was 164.7 billion yen, up 33.6 billion yen versus the end of the 2Q.

Operating activities saw a net cash inflow of 48.5 billion yen in the 3Q (versus a net cash inflow of 18.6 billion yen a year earlier), mainly due to a 28.0 billion yen in quarterly loss before income taxes, 31.8 billion yen in depreciation and amortization and a 39.7 billion yen decrease in notes and accounts receivable-trade.

Investing activities used net cash of 34.7 billion yen (versus 20.1 billion yen used a year earlier) that mainly consisted of a 34.9 billion yen outflow for the purchase of property, plant and equipment.

Financing activities saw a net cash inflow of 18.2 billion yen (versus a 12.8 billion yen outflow a year earlier). Cash flow components included 30.0 billion yen in redemption of bonds, 11.8 billion yen in repayment of long-term debt & lease obligations and 60.0 billion yen in proceeds from the issuance of convertible bonds with share subscription rights.

### ii) Cash flow for Nine-Months of FY 2010 (April 1, 2010 – December 31, 2010)

As for cash flow for the first nine months of FY 2010, the balance of cash and cash equivalents at the end of the FY 2010 3Q increased by 52.5 billion yen versus the end of FY 2009, to 164.7 billion yen.

Operating activities saw a net cash inflow of 174.7 billion yen, partly as a result of 23.8 billion yen in income before income taxes, 93.9 billion yen in depreciation and amortization and a 36.3 billion yen decrease in notes and accounts receivable-trade. Compared with nine months of FY 2009, operating cash flow increased by 173.1 billion yen.

Investing activities used net cash of 89.9 billion yen, up 10.4 billion yen compared with a year ago. Among the main cash flow factors were a 5.7 billion yen inflow from collection of loans receivable but a 78.9 billion yen outflow for the purchase of property, plant and equipment (14.0 billion yen higher compared with nine months of FY 2009) and a 15.2 billion yen outflow related to the purchase of investments in subsidiaries (a 5.2 billion yen increase compared with nine months of FY 2009).

Financing activities turned from a net cash inflow of 73.5 billion yen a year earlier to a net outflow of 29.9 billion yen. The main cash flow activity consisted of proceeds from convertible bonds with share subscription rights that raised 66.7 billion yen, the disappearance of the inflow effect of 44.0 billion yen in proceeds from long-term loans payable secured in nine months of FY 2009, proceeds from issuance of common stock that raised 11.6 billion yen (less than year-ago proceeds of 89.9 billion yen raised in the first nine months of FY 2009), proceeds from sale-and-leaseback transactions in the amount of 10.8 billion yen (less than year-ago

proceeds of 17.9 billion yen) and repayment of interest-bearing debt in the amount of 122.2 billion yen (40.4 billion yen higher compared with nine months of FY 2009).

### 3. 4Q of FY 2010 and Full-Term Outlook

An imbalance in supply and demand in the PC DRAM market can result in extreme price volatility. Also, a precise forecast of future PC DRAM prices is quite difficult. Since extreme price volatility can strongly affect business results, Elpida is not presenting earnings forecasts. Instead, as shown below, the company is presenting several estimates relevant to the 4Q and full term of FY 2010 that can be used as a general guideline.

#### [Quarterly estimates]

|                             | 3Q-FY 10                                 |           | 4Q-FY 10                        |
|-----------------------------|------------------------------------------|-----------|---------------------------------|
|                             | (Previous Estimate)<br>as of Nov 4, 2010 | (Actual)  | (Estimate)<br>as of Feb 2, 2011 |
| QoQ bit growth              | Approx.10%                               | 11%       | 5-10%                           |
| QoQ ASP change              | N/A                                      | -37%      | N/A                             |
| Depreciation & amortization | ¥32.0 bn.                                | ¥31.8 bn. | ¥31.0 bn.                       |
| SG&A <sup>[1]</sup>         | ¥17.0 bn.                                | ¥19.2 bn. | ¥17.0 bn.                       |

[1] SG&A in 3Q FY 2010 exceeded Elpida's guidance because a reserve allowance was established for doubtful accounts.

#### [Yearly estimates]

|                             | FY 2010 Forecast                         |                                     |
|-----------------------------|------------------------------------------|-------------------------------------|
|                             | (Previous estimate)<br>as of Nov 4, 2010 | (New estimate)<br>as of Feb 2, 2011 |
| YoY bit growth              | Slightly less than 40%                   | Approx.35%                          |
| Depreciation & amortization | ¥130.0 bn.                               | ¥125.0bn.                           |
| SG&A                        | ¥68.0 bn.                                | ¥70.0 bn.                           |
| Capital expenditures        | ¥115.0 bn.                               | ¥115.0 bn.                          |

## 4. Others

### (1) Changes in significant subsidiaries in the nine months ended December 31, 2010

Not applicable

(Two Elpida consolidated subsidiaries, Tera Probe, Inc. and TeraPower Technology Inc. (a consolidated subsidiary of Tera Probe, Inc.), became equity-method affiliates in the 3Q of FY 2010 as a result of a new share issuance by Tera Probe and Elpida's sale of Tera Probe shares.)

### (2) Adoption of simplified accounting methods for quarterly reporting

Not applicable

### (3) Changes in accounting policies, procedures, and presentations, etc.

#### 1. Changes in accounting standard

##### i.) Application of "Accounting Standard for Asset Retirement Obligations"

Effective from the first quarter of the year ended March 31, 2011, the company has adopted the "Accounting Standard for Asset Retirement Obligations" (ASBJ Statement No. 18 of March 31, 2008) and the "Guidance on Accounting Standard for Asset Retirement Obligations" (ASBJ Guidance No. 21 of March 31, 2008).

The effect of this adoption on operating result is inconsequential.

##### ii.) Application of "Accounting Standard for Business Combinations" and others

Effective from the first quarter of the year ended March 31, 2011, the company has adopted the "Accounting Standard for Business Combinations" (ASBJ Statement No. 21 of December 26, 2008), the "Accounting Standard for Consolidated Financial Statements" (ASBJ Statement No. 22 of December 26, 2008), the "Partial amendments to Accounting Standard for Research and Development Costs" (ASBJ Statement No. 23 of December 26, 2008), the "Revised Accounting Standard for Business Divestitures" (ASBJ Statement No. 7 of December 26, 2008), the "Revised Accounting Standard for Equity Method of Accounting for Investments" (ASBJ Statement No. 16 of December 26, 2008), and the "Revised Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures" (ASBJ Guidance No. 10 of December 26, 2008).

As a result of application of the "Accounting Standard for Consolidated Financial Statements" (ASBJ Statement No. 22 of December 26, 2008), the assets and liabilities of the Company's consolidated subsidiaries including the portion attributable to minority shareholders are evaluated using the fair value at the time the Company acquired control of the respective subsidiaries. There is no effect of this application on consolidated financial statements.

#### 2. Changes in presentation

##### - Quarterly consolidated statements of operations

Based on the "Accounting Standard for Consolidated Financial Statements" (ASBJ Statement No. 22 of December 26, 2008), the company has adopted the "Cabinet Office Ordinance Partially Revising Regulation on Terminology, Forms and Preparation of Financial Statements" (Cabinet Office Ordinance No.5, March 24, 2009). As a result, "Income before minority interests" is included in the consolidated statements of operations for the nine months of the year ended March 31, 2011 and "Loss before minority interests" is included in the consolidated statements of operations for the third quarter ended March 31, 2011 respectively.

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### **Forward-looking Statements**

Forecasts included in this document are forward-looking statements that are based on management's view from the information available at the time of this Report. These statements involve risks and uncertainties. Actual results may be materially different from those discussed in the forward-looking statements. The factors that may affect Elpida include, but are not limited to, changes in the DRAM market and industry environment, changes in technologies and design, problems related to its supply of key material and equipment, loss of or decreased demand from key customers, changes in exchange rates, general economic conditions and natural disasters. Elpida disclaims any obligation to update or, except in the limited circumstances required by the Tokyo Stock Exchange, announces publicly any revision to any of the forward-looking statements.

## 5. Consolidated Financial Statements

### (1) Consolidated Balance Sheets

(Millions of yen)

|                                                     | As of March 31, 2010 | As of December 31, 2010 |
|-----------------------------------------------------|----------------------|-------------------------|
| <b>(Assets)</b>                                     |                      |                         |
| <b>I Current assets</b>                             |                      |                         |
| 1. Cash and deposits                                | 113,338              | 164,706                 |
| 2. Note and accounts receivable, trade              | 122,618              | 79,669                  |
| 3. Inventories                                      |                      |                         |
| Merchandise and finished goods                      | 40,197               | 35,719                  |
| Work in process                                     | 27,491               | 24,036                  |
| Raw materials and supplies                          | 5,128                | 5,466                   |
| 4. Accounts receivable, other                       | 8,142                | 10,587                  |
| 5. Other current assets                             | 15,027               | 8,027                   |
| 6. Allowance for doubtful accounts                  | (5,571)              | (7,058)                 |
| Total current assets                                | 326,370              | 321,152                 |
| <b>II Noncurrent assets</b>                         |                      |                         |
| 1. Property, plant and equipment, net               |                      |                         |
| Buildings and structures                            | 96,367               | 89,781                  |
| Machinery, equipment and vehicles                   | 465,030              | 437,966                 |
| Tools, furniture and fixtures                       | 17,152               | 15,644                  |
| Land                                                | 4,451                | 4,219                   |
| Construction in progress                            | 13,402               | 30,257                  |
| Total property, plant and equipment, net            | 596,402              | 577,867                 |
| 2. Intangible assets                                |                      |                         |
| Goodwill                                            | 1,050                | 762                     |
| Others                                              | 6,584                | 4,575                   |
| Total intangible assets                             | 7,634                | 5,337                   |
| 3. Investments and other assets                     |                      |                         |
| Investment securities                               | 4,101                | 12,649                  |
| Others                                              | 12,943               | 15,658                  |
| Total investments and other assets                  | 17,044               | 28,307                  |
| Total noncurrent assets                             | 621,080              | 611,511                 |
| Total assets                                        | 947,450              | 932,663                 |
| <b>(Liabilities)</b>                                |                      |                         |
| <b>I Current liabilities</b>                        |                      |                         |
| 1. Accounts payable, trade                          | 53,556               | 63,321                  |
| 2. Short-term loans payable                         | 1,465                | —                       |
| 3. Current portion of bonds                         | 30,000               | —                       |
| 4. Current portion of long-term loans payable       | 132,460              | 113,359                 |
| 5. Current portion of lease obligations             | 21,919               | 16,691                  |
| 6. Accounts payable, other                          | 12,824               | 36,786                  |
| 7. Income taxes payable                             | 2,014                | 539                     |
| 8. Provision                                        | 5,522                | 3,335                   |
| 9. Others                                           | 14,439               | 28,939                  |
| Total current liabilities                           | 274,199              | 262,970                 |
| <b>II Noncurrent liabilities</b>                    |                      |                         |
| 1. Bonds payable                                    | 75,000               | 75,000                  |
| 2. Convertible bonds with share subscription rights | —                    | 66,112                  |
| 3. Long-term loans payable                          | 200,064              | 138,538                 |
| 4. Lease obligations                                | 43,841               | 35,147                  |
| 5. Provision                                        | 3,123                | 3,316                   |
| 6. Asset retirement obligations                     | —                    | 284                     |
| 7. Other noncurrent liabilities                     | 4,441                | 4,788                   |
| Total noncurrent liabilities                        | 326,469              | 323,185                 |
| Total liabilities                                   | 600,668              | 586,155                 |

**(1) Consolidated Balance Sheets (continued)**

(Millions of yen)

|                                                          | As of March 31, 2010 | As of December 31, 2010 |
|----------------------------------------------------------|----------------------|-------------------------|
| (Net assets)                                             |                      |                         |
| I Shareholders' equity                                   |                      |                         |
| 1. Capital stock                                         | 203,860              | 209,699                 |
| 2. Capital surplus                                       | 214,902              | 77,230                  |
| 3. Retained earnings                                     | (141,777)            | 12,026                  |
| 4. Treasury stock                                        | (5)                  | (5)                     |
| Total shareholders' equity                               | 276,980              | 298,950                 |
| II Valuation and translation adjustments                 |                      |                         |
| 1. Valuation difference on available-for-sale securities | 825                  | 269                     |
| 2. Deferred gains or losses on hedges                    | (64)                 | (39)                    |
| 3. Foreign currency translation adjustments              | (14,104)             | (20,402)                |
| Total valuation and translation adjustments              | (13,343)             | (20,172)                |
| III Share subscription rights                            | 287                  | 297                     |
| IV Minority interests                                    | 82,858               | 67,433                  |
| Total net assets                                         | 346,782              | 346,508                 |
| Total liabilities and net assets                         | 947,450              | 932,663                 |

## (2) Consolidated Statements of Operations

(Millions of yen)

|                                  |                                                                                           | Nine-month period ended |                   |
|----------------------------------|-------------------------------------------------------------------------------------------|-------------------------|-------------------|
|                                  |                                                                                           | December 31, 2009       | December 31, 2010 |
| I                                | Net sales                                                                                 | 319,431                 | 422,204           |
| II                               | Cost of sales                                                                             | 284,783                 | 327,981           |
|                                  | Gross profit                                                                              | 34,648                  | 94,223            |
| III                              | Selling, general and administrative expenses                                              | 45,555                  | 53,198            |
|                                  | Operating income(loss)                                                                    | (10,907)                | 41,025            |
| IV                               | Non-operating income                                                                      |                         |                   |
|                                  | 1. Interest income                                                                        | 252                     | 152               |
|                                  | 2. Subsidy income                                                                         | —                       | 951               |
|                                  | 3. Rent income on facilities                                                              | 258                     | —                 |
|                                  | 4. Others                                                                                 | 408                     | 240               |
| V                                | Non-operating expenses                                                                    |                         |                   |
|                                  | 1. Interest expense                                                                       | 8,015                   | 7,796             |
|                                  | 2. Foreign exchange loss                                                                  | 1,528                   | 8,831             |
|                                  | 3. Others                                                                                 | 4,930                   | 3,993             |
|                                  | Ordinary income(loss)                                                                     | (24,462)                | 21,748            |
| VI                               | Extraordinary income                                                                      |                         |                   |
|                                  | 1. Gain on sales of noncurrent assets                                                     | 68                      | 243               |
|                                  | 2. Gain on sales of subsidiaries' stocks                                                  | —                       | 372               |
|                                  | 3. Reversal of accrual for settlements and litigations                                    | —                       | 648               |
|                                  | 4. Gain on change in equity                                                               | —                       | 221               |
|                                  | 5. Gain on negative goodwill                                                              | —                       | 555               |
|                                  | 6. Settlement gain                                                                        | —                       | 2,705             |
| VII                              | Extraordinary losses                                                                      |                         |                   |
|                                  | 1. Loss on sales of noncurrent assets                                                     | 25                      | 61                |
|                                  | 2. Loss on retirement of noncurrent assets                                                | 2,492                   | 1,517             |
|                                  | 3. Accrual for settlements and litigations                                                | —                       | 408               |
|                                  | 4. Impairment loss                                                                        | 1,098                   | 490               |
|                                  | 5. Loss on adjustment for changes of accounting standard for asset retirement obligations | —                       | 172               |
| Income(loss) before income taxes |                                                                                           | (28,009)                | 23,844            |
| Income taxes                     |                                                                                           |                         |                   |
|                                  | Current                                                                                   | 1,920                   | 586               |
|                                  | Deferred                                                                                  | (277)                   | 892               |
| Total income taxes               |                                                                                           | 1,643                   | 1,478             |
| Income before minority interests |                                                                                           | —                       | 22,366            |
| Minority interests in income     |                                                                                           | 913                     | 12,074            |
| Net income(loss)                 |                                                                                           | (30,565)                | 10,292            |

Note: "Income taxes" consists of corporate tax, inhabitant tax, business tax.

(2) Consolidated Statements of Operations (continued)

(Millions of yen)

|     |                                                                   | Three-month period ended |                   |
|-----|-------------------------------------------------------------------|--------------------------|-------------------|
|     |                                                                   | December 31, 2009        | December 31, 2010 |
| I   | Net sales                                                         | 151,007                  | 97,072            |
| II  | Cost of sales                                                     | 103,843                  | 104,785           |
|     | Gross profit(loss)                                                | 47,164                   | (7,713)           |
| III | Selling, general and administrative expenses                      | 16,717                   | 19,161            |
|     | Operating income(loss)                                            | 30,447                   | (26,874)          |
| IV  | Non-operating income                                              |                          |                   |
|     | 1. Interest income                                                | 46                       | 31                |
|     | 2. Foreign exchange gains                                         | 629                      | —                 |
|     | 3. Subsidy income                                                 | —                        | 651               |
|     | 4. Rent income on facilities                                      | 258                      | —                 |
|     | 5. Others                                                         | 29                       | 72                |
| V   | Non-operating expenses                                            |                          |                   |
|     | 1. Interest expense                                               | 2,708                    | 2,406             |
|     | 2. Foreign exchange loss                                          | —                        | 546               |
|     | 3. Others                                                         | 1,245                    | 1,457             |
|     | Ordinary income(loss)                                             | 27,456                   | (30,529)          |
| VI  | Extraordinary income                                              |                          |                   |
|     | 1. Gain on sales of noncurrent assets                             | 22                       | 78                |
|     | 2. Gain on sales of subsidiaries' stocks                          | —                        | 372               |
|     | 3. Gain on reversal of loss on valuation of investment securities | 155                      | —                 |
|     | 4. Gain on change in equity                                       | —                        | 221               |
|     | 5. Settlement gain                                                | —                        | 2,705             |
| VII | Extraordinary losses                                              |                          |                   |
|     | 1. Loss on sales of noncurrent assets                             | —                        | 3                 |
|     | 2. Loss on retirement of noncurrent assets                        | 1,542                    | 602               |
|     | 4. Accrual for settlements and litigations                        | —                        | (11)              |
|     | 5. Impairment loss                                                | (15)                     | 280               |
|     | Income(loss) before income taxes                                  | 26,106                   | (28,027)          |
|     | Income taxes                                                      |                          |                   |
|     | Current                                                           | 1,380                    | (434)             |
|     | Deferred                                                          | (534)                    | 752               |
|     | Total income taxes                                                | 846                      | 318               |
|     | Loss before minority interests                                    | —                        | (28,345)          |
|     | Minority interests in income                                      | 4,210                    | 1,251             |
|     | Net income(loss)                                                  | 21,050                   | (29,596)          |

Note: "Income taxes" consists of corporate tax, inhabitant tax, business tax.

### (3) Consolidated Statements of Cash Flows

(Millions of yen)

|                                                                                                  | Nine-month period ended |                      |
|--------------------------------------------------------------------------------------------------|-------------------------|----------------------|
|                                                                                                  | December 31,<br>2009    | December 31,<br>2010 |
| <b>I Operating activities</b>                                                                    |                         |                      |
| Income (loss) before income taxes                                                                | (28,009)                | 23,844               |
| Depreciation and amortization                                                                    | 91,643                  | 93,927               |
| Impairment loss                                                                                  | 1,098                   | 490                  |
| Increase (decrease) in provision                                                                 | (5,507)                 | 1,591                |
| Interest and dividend income                                                                     | (252)                   | (152)                |
| Interest expense                                                                                 | 8,015                   | 7,796                |
| Foreign exchange losses                                                                          | 1,092                   | 849                  |
| Gain on sales of noncurrent assets                                                               | (44)                    | (182)                |
| Loss on retirement of noncurrent assets                                                          | 2,492                   | 1,517                |
| Gain on sales of subsidiaries' stocks                                                            | —                       | (372)                |
| Gain on change in equity                                                                         | —                       | (221)                |
| Decrease (increase) in notes and accounts receivable, trade                                      | (85,461)                | 36,339               |
| Decrease (increase) in inventories                                                               | (4,632)                 | 6,928                |
| Decrease (increase) in accounts receivable, other                                                | 17,244                  | (2,256)              |
| Increase in notes and accounts payable, trade                                                    | 14,400                  | 7,892                |
| Increase (decrease) in accounts payable, other                                                   | 1,065                   | (3,005)              |
| Others                                                                                           | 400                     | 6,717                |
| Subtotal                                                                                         | 13,544                  | 181,702              |
| Interest and dividend received                                                                   | 322                     | 902                  |
| Interest expenses paid                                                                           | (6,865)                 | (6,675)              |
| Financing charges paid                                                                           | (5,250)                 | (42)                 |
| Proceeds from subsidy                                                                            | 76                      | 951                  |
| Proceeds from settlements                                                                        | 621                     | —                    |
| Proceeds from compensation                                                                       | 579                     | —                    |
| Settlements paid                                                                                 | (520)                   | (677)                |
| Income taxes paid                                                                                | (924)                   | (1,495)              |
| Net cash provided by operating activities                                                        | 1,583                   | 174,666              |
| <b>II Investing activities</b>                                                                   |                         |                      |
| Payments into time deposits                                                                      | (1,834)                 | (1)                  |
| Proceeds from withdrawal of time deposits                                                        | 418                     | 1,150                |
| Purchase of property, plant and equipment                                                        | (64,869)                | (78,900)             |
| Proceeds from sales of property, plant and equipment                                             | 631                     | 916                  |
| Purchase of intangible assets                                                                    | (1,427)                 | (186)                |
| Purchase of investments in subsidiaries                                                          | (10,000)                | (15,245)             |
| Purchase of long-term prepaid expenses                                                           | (2,354)                 | (4,286)              |
| Proceeds from sales of investments in subsidiaries resulting in change in scope of consolidation | —                       | 939                  |
| Collection of loans receivable                                                                   | —                       | 5,686                |
| Others                                                                                           | 10                      | 70                   |
| Net cash used in investing activities                                                            | (79,425)                | (89,857)             |

**(3) Consolidated Statements of Cash Flows (continued)**

(Millions of yen)

|                                                                            | Nine-month period ended |                      |
|----------------------------------------------------------------------------|-------------------------|----------------------|
|                                                                            | December 31,<br>2009    | December 31,<br>2010 |
| <b>III Financing activities</b>                                            |                         |                      |
| Proceeds from short-term loans payable                                     | 3,302                   | 3,186                |
| Repayments of short-term loans payable                                     | (3,302)                 | (3,587)              |
| Proceeds from long-term loans payable                                      | 44,000                  | —                    |
| Repayments of long-term loans payable                                      | (62,084)                | (72,312)             |
| Proceeds from issuance of convertible bonds with share subscription rights | —                       | 66,723               |
| Redemption of bonds                                                        | —                       | (30,000)             |
| Proceeds from issuance of common stock                                     | 89,904                  | 11,625               |
| Proceeds from sale-and-leaseback transactions                              | 17,905                  | 10,774               |
| Repayments of lease obligations                                            | (16,434)                | (16,322)             |
| Purchase of treasury stock                                                 | (0)                     | (0)                  |
| Proceeds from stock issuance to minority shareholders                      | 204                     | —                    |
| Net cash provided by (used in) financing activities                        | 73,495                  | (29,913)             |
| <b>IV Effect of exchange rates changes on cash and cash equivalents</b>    | (578)                   | (2,379)              |
| <b>V Net increase (decrease) in cash and cash equivalents</b>              | (4,925)                 | 52,517               |
| <b>VI Cash and cash equivalents at beginning of the period</b>             | 113,699                 | 112,188              |
| <b>VII Cash and cash equivalents at end of the period</b>                  | 108,774                 | 164,705              |
| <b>Free cash flow (I+II)</b>                                               | <b>(77,842)</b>         | <b>84,809</b>        |

#### (4) Going Concern Assumption

None

#### (5) Segment Information

*For the three-month and nine-month period ended December 31, 2009*

[Business Segment Information]

For the three-month and nine-month period ended December 31, 2009, our group was operating a single segment of the semiconductor business centering on DRAM, so the information by business segment is omitted.

[Geographical segment information]

For the three-month period ended December 31, 2009

|                                       | Japan<br>(MY) | North<br>America<br>(MY) | Asia<br>(MY) | Europe<br>(MY) | Total<br>(MY) | Offset or<br>corporate<br>total<br>(MY) | Consoli-<br>dated<br>(MY) |
|---------------------------------------|---------------|--------------------------|--------------|----------------|---------------|-----------------------------------------|---------------------------|
| Sales                                 |               |                          |              |                |               |                                         |                           |
| (1) Sales to third parties            | 52,472        | 24,337                   | 66,704       | 7,494          | 151,007       | —                                       | 151,007                   |
| (2) Inter-segment sales and transfers | 91,470        | 9                        | 32,409       | 207            | 124,095       | (124,095)                               | —                         |
| Total                                 | 143,942       | 24,346                   | 99,113       | 7,701          | 275,102       | (124,095)                               | 151,007                   |
| Operating expenses                    | 125,955       | 23,543                   | 86,712       | 7,813          | 244,023       | (123,463)                               | 120,560                   |
| Operating income                      | 17,987        | 803                      | 12,401       | (112)          | 31,079        | (632)                                   | 30,447                    |

For the nine-month period ended December 31, 2009

|                                       | Japan<br>(MY) | North<br>America<br>(MY) | Asia<br>(MY) | Europe<br>(MY) | Total<br>(MY) | Offset or<br>corporate<br>total<br>(MY) | Consoli-<br>dated<br>(MY) |
|---------------------------------------|---------------|--------------------------|--------------|----------------|---------------|-----------------------------------------|---------------------------|
| Sales                                 |               |                          |              |                |               |                                         |                           |
| (1) Sales to third parties            | 124,701       | 59,104                   | 121,215      | 14,411         | 319,431       | —                                       | 319,431                   |
| (2) Inter-segment sales and transfers | 183,568       | 11                       | 73,652       | 479            | 257,710       | (257,710)                               | —                         |
| Total                                 | 308,269       | 59,115                   | 194,867      | 14,890         | 577,141       | (257,710)                               | 319,431                   |
| Operating expenses                    | 329,781       | 57,351                   | 184,358      | 15,236         | 586,726       | (256,388)                               | 330,338                   |
| Operating income                      | (21,512)      | 1,764                    | 10,509       | (346)          | (9,585)       | (1,322)                                 | (10,907)                  |

Note 1: Countries and regions are grouped according to the geographical closeness.

2: Major countries and regions other than Japan are as follows:

- (1) North America: the United States
- (2) Asia: Taiwan, Singapore and Hong Kong
- (3) Europe: Germany, Switzerland

3: Effective in the second quarter of the year ended March 31, 2010, certain domestic consolidated subsidiary changed the useful lives of property, plant and equipment and intangible fixed assets. These assets have been physically used longer than the former estimated useful lives. As a result of this change, operating income in Japan for the three-month period ended December 31, 2010 increased by ¥1,046 million and operating loss in Japan for the nine-month period ended December 31, 2010 decreased by ¥1,968 million.

[Overseas sales]

For the three-month period ended December 31, 2009

|                                                         | North America | Asia   | Europe | Total   |
|---------------------------------------------------------|---------------|--------|--------|---------|
| I Overseas sales (MY)                                   | 25,490        | 67,183 | 38,485 | 131,158 |
| II Consolidated sales (MY)                              |               |        |        | 151,007 |
| III Ratio of overseas sales over consolidated sales (%) | 16.9          | 44.5   | 25.5   | 86.9    |

For the nine-month period ended December 31, 2009

|                                                         | North America | Asia    | Europe | Total   |
|---------------------------------------------------------|---------------|---------|--------|---------|
| I Overseas sales (MY)                                   | 63,043        | 121,851 | 70,217 | 255,111 |
| II Consolidated sales (MY)                              |               |         |        | 319,431 |
| III Ratio of overseas sales over consolidated sales (%) | 19.7          | 38.2    | 22.0   | 79.9    |

Note 1: Countries and regions are grouped according to the geographical closeness.

2: Major countries and regions other than Japan are as follows:

- (1) North America: the United States
- (2) Asia: Taiwan, Singapore and Hong Kong
- (3) Europe: Whole area

3: The amount of overseas sales is the amount of sales made by our Company and consolidated subsidiaries in countries and regions outside Japan.

*For the three-month and nine-month period ended December 31, 2010*

[Segment Information]

For the three-month and nine-month period ended December 31, 2010, our group was operating a single segment of the semiconductor business centering on DRAM, so the segment information is omitted.

## Additional Information

From the three-month period ended June 30, 2010, the Company and its consolidated subsidiaries have adopted ASBJ Statement No. 17, "Revised Accounting Standard for Disclosure about Segments of an Enterprise and Related Information" and ASBJ Guidance No. 20, "Guidance on the Accounting Standard for Disclosures about Segments of an Enterprise and Related Information" issued by ASBJ on March 27, 2009 and March 21, 2008 respectively.

## (6) Material Changes in Shareholder's Equity

The Company issued new shares to Kingston Technology Corporation by way of third party allotment on April 20, 2010. As a result, the amount of capital stock and capital surplus increased by ¥5,839 million, respectively.

Also, based on a resolution at the general shareholders' meeting held on June 25, 2010 to reduce capital reserve and appropriation of retained earnings, the Company reduced capital reserve of ¥143,516 million and reduced capital reserve was transferred to other capital surplus. And other capital surplus of ¥143,511 million was transferred to retained earnings brought forward and the deficits were covered through its transfer. As a result, the outstanding balance of capital stock, capital surplus and retained earnings as of December 31, 2010 became ¥209,699 million, ¥77,230 million and ¥ 12,026 million respectively.

## Appendix (Unaudited)

### 1. Selected Quarterly Consolidated Statements of Operations

(Millions of yen)

|                                                 | Oct-Dec 2009<br>(3Q-FY 09) |       | Jan-Mar 2010<br>(4Q-FY 09) |       | Apr-Jun 2010<br>(1Q-FY 10) |       | Jul-Sep 2010<br>(2Q-FY 10) |       | Oct-Dec 2010<br>(3Q-FY 10) |       |
|-------------------------------------------------|----------------------------|-------|----------------------------|-------|----------------------------|-------|----------------------------|-------|----------------------------|-------|
|                                                 | %                          |       | %                          |       | %                          |       | %                          |       | %                          |       |
| Net sales                                       | 151,007                    | 100.0 | 147,522                    | 100.0 | 176,333                    | 100.0 | 148,799                    | 100.0 | 97,072                     | 100.0 |
| Gross profit (loss)                             | 47,164                     | 31.2  | 54,313                     | 36.8  | 61,746                     | 35.0  | 40,190                     | 27.0  | (7,713)                    | -7.9  |
| Selling, general and administrative expenses    | 16,717                     | 11.1  | 16,561                     | 11.2  | 17,324                     | 9.8   | 16,713                     | 11.2  | 19,161                     | 19.7  |
| Operating income (loss)                         | 30,447                     | 20.2  | 37,752                     | 25.6  | 44,422                     | 25.2  | 23,477                     | 15.8  | (26,874)                   | -27.7 |
| Income (loss) before income taxes               | 26,106                     | 17.3  | 36,928                     | 25.0  | 36,709                     | 20.8  | 15,162                     | 10.2  | (28,027)                   | -28.9 |
| Net Income (loss)                               | 21,050                     | 13.9  | 33,650                     | 22.8  | 30,671                     | 17.4  | 9,217                      | 6.2   | (29,596)                   | -30.5 |
| EBITDA <sup>[1]</sup>                           | 59,320                     | 39.3  | 69,657                     | 47.2  | 70,550                     | 40.0  | 48,836                     | 32.8  | 6,181                      | 6.4   |
| Average exchange rate<br>(Yen to a U.S. Dollar) | 90.37                      |       | 90.39                      |       | 91.87                      |       | 88.06                      |       | 82.97                      |       |

### 2. Selected Consolidated Financial Data

(Figures in millions of yen otherwise specified)

|                                           | Dec 31, 2009<br>(3Q-FY 09) | Mar 31, 2010<br>(4Q-FY 09) | Jun 30, 2010<br>(1Q-FY 10) | Sep 30, 2010<br>(2Q-FY 10) | Dec 31, 2010<br>(3Q-FY 10) |
|-------------------------------------------|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| Cash and cash equivalents                 | 110,324                    | 113,338                    | 150,584                    | 131,153                    | 164,706                    |
| A/R collection period <sup>[2]</sup>      | 82 days                    | 75 days                    | 70 days                    | 73 days                    | 74 days                    |
| Inventory holding period <sup>[3]</sup>   | 61 days                    | 70 days                    | 58 days                    | 55 days                    | 56 days                    |
| Interest-bearing debt <sup>[4]</sup>      | 546,373                    | 504,749                    | 493,477                    | 436,075                    | 444,847                    |
| Net D/E ratio <sup>[5]</sup>              | 192 %                      | 148 %                      | 114 %                      | 99%                        | 100%                       |
| Shareholders' equity ratio <sup>[6]</sup> | 23.4 %                     | 27.8 %                     | 30.3 %                     | 32.0 %                     | 29.9 %                     |

### 3. Selected Consolidated Statements of Cash Flows

(Millions of yen)

|                                                     | Oct-Dec 2009<br>(3Q-FY 09) | Jan-Mar 2010<br>(4Q-FY 09) | Apr-Jun 2010<br>(1Q-FY 10) | Jul-Sep 2010<br>(2Q-FY 10) | Oct-Dec 2010<br>(3Q-FY 10) |
|-----------------------------------------------------|----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| Net cash provided by operating activities           | 18,631                     | 63,990                     | 64,810                     | 61,398                     | 48,458                     |
| Net cash used in investing activities               | (20,086)                   | (16,347)                   | (29,361)                   | (25,845)                   | (34,651)                   |
| Net cash provided by (used in) financing activities | (12,761)                   | (44,645)                   | 5,465                      | (53,579)                   | 18,201                     |
| Free cash flow                                      | (1,455)                    | 47,643                     | 35,449                     | 35,553                     | 13,807                     |

<sup>[1]</sup> EBITDA = Income (loss) before income taxes + Interest expense + depreciation and amortization

<sup>[2]</sup> A/R collection period (days) = Accounts receivable, trade / Average monthly net sales x 30 days

<sup>[3]</sup> Inventory holding period (days) = Inventories / Average monthly cost of sales x 30 days

<sup>[4]</sup> Interest-bearing debt = Bond + Short-term debt + Long-term debt + Obligation under capital leases

<sup>[5]</sup> Net D/E ratio (%) = (Interest-bearing debt – Cash and cash equivalents) / shareholders' equity\* x 100

<sup>[6]</sup> Shareholders' equity ratio (%) = Shareholders' equity\* / Total Assets x 100

\* Shareholders' equity = Total net assets – Share subscription rights – Minority interests