#### [TRANSLATION]

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June 3, 2010

To All Shareholders

Akira Ichikawa President/Director Sumitomo Forestry Co., Ltd. 3-2, Otemachi 1-chome Chiyoda-ku, Tokyo

# NOTICE OF THE 70TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

#### Dear Shareholders:

We are pleased to invite you to attend our 70th Ordinary General Meeting of Shareholders to be held as follows.

If you are unable to attend the Meeting, you may exercise your voting rights in writing or by electromagnetic means (Internet, etc.). Please exercise your voting rights in accordance with the "Guidance Notes on the Exercise of Voting Rights" (see pages 2-3 below) after examining the "Reference Documents for the General Meeting of Shareholders" set forth below.

# Particulars of the Meeting:

**1. Date and Time**: Friday, 25th June 2010 at 10:00 a.m.

**2. Place**: The Main Conference Room of the Company on the 8th Floor of Keidanren Kaikan at 3-2, Otemachi 1-chome, Chiyoda-ku, Tokyo

3. Agenda:

Matters to be reported:

1. To hear reports on the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements for the

70th business term (from 1st April 2009 to 31st March 2010); and

2. To report the results of audits of the Consolidated Financial Statements for the 70th business term by the Company's

Independent Auditors and the Board of Statutory Auditors.

#### Proposal to be acted on:

**No 1:** Approval of the appropriation of surplus

No 2: Payment of bonus to directors for the 70th business term

No 3: Election of seven Directors
No 4: Election of one Statutory Auditor

#### 4. Guidance Notes on the Exercise of Voting Rights:

- (1) Method of Exercising Voting Rights
  - a. If you can attend the meeting, please submit the enclosed voting form directly at the meeting.
  - b. If you are unable to attend the meeting in person, you may exercise your voting rights via either postal mail or Internet.

#### **Voting by Paper Form**

Please indicate your consent/dissent concerning the items shown on the enclosed voting form, and return the form to the Agent for Shareholder Registry Management by Thursday, 24th June 2010 at 5:30 p.m. (JST).

#### **Voting Electronically**

Please exercise your voting rights based on the "Guide to Exercising Voting Rights Electronically" on page 3, and enter your consent/dissent concerning the items to be voted on by Thursday, 24th June 2010 at 5:30 p.m. (JST).

- (2) Items Decided with Regard to Exercising Voting Rights
  - a. In the case of exercising voting rights both by paper form and electronically, the electronic version will be considered effective.
  - b. In the case of exercising voting rights electronically multiple times, the final exercise of voting rights will be considered effective.

- End -

Should any descriptions of the Reference Documents for the General Meeting of Shareholders, the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements be corrected, we will send the corrections **by mail or post them on our website** (http://sfc.jp/english/).

# **[Guide to Exercising Voting Rights Electronically]**

#### 1. Exercising Voting Rights via the Internet

(1) Online voting is available only by accessing the website noted below. This site is also available through the Internet via cellular phone.

Online voting site: http://www.webdk.net

If your cellular phone is equipped with a barcode reader, you may use the two-dimensional code at right in order to access the online voting site.

- (2) When voting online, enter the voting code and password indicated on the enclosed voting form. Then indicate your consent/dissent concerning for each item by following the instructions displayed on the screen. This should be done by Thursday, 24th June 2010 at 5:30 p.m. (JST).
- (3) Any costs related to connecting to a shareholder's Internet provider, as well as communication charges (including telephone charges) for accessing the online voting site, shall be borne by the shareholder.
- (4) When voting via PC, Microsoft® Internet Explorer version 5.5 SP2 or newer, or Netscape version 6.2 or newer, browser software and compatible hardware..
  (Microsoft is a registered trademark of Microsoft Corporation in the United States and other countries. Netscape is a registered trademark of Netscape Communications Corporation in the United States and other countries.)
- (5) When voting via cellular phone, for security purposes, only 128-bit SSL communication compatible cellular phones can access the online voting system. Other models are not compatible with this system.

Please contact the following Help Desk for inquiries about online voting.

Agent for Shareholder Registry Management:

The Sumitomo Trust & Banking Co., Ltd.
Stock Transfer Agency Department (Help Desk)
Phone (toll-free within Japan): 0120-186-417 (24 hours)

#### 2. Exercising Voting Rights via the Voting Rights Exercise Platform

In addition to the method mentioned above Exercising Voting Rights via the Internet, institutional investors and shareholders who have registered in advance may use the voting platform operated by ICJ Inc. to exercise their voting rights.

- End -

#### **Reference Document for the General Meeting of Shareholders**

#### Proposal No 1: Approval of the appropriation of surplus

We propose to appropriate the surplus as follows with a comprehensive view towards reinforcing our managerial base and financial position.

1. Year-end Dividend for the 70th Business term

The Board of Directors declared payment of an year-end dividend for the 70th Business term of 7.50 yen per share, in line with the Company's basic policy to pay dividends on a stable and continuous basis, considering the operating performance for the 70th business term and other relevant factors together and in view of returning profits to shareholders.

Accordingly, the annual dividend for the 70th business term, including the interim dividend, will be 15 yen per share.

(1) Type of assets subject to distribution:

Cash

(2) Allotment to shareholders of the assets subject to distribution and the total amount:

7.50 yen per Ordinary Share Total amount: 1,328,598,668 yen

(3) Date of which the appropriation of the surplus would be effective:

28th June, 2010

#### 2. Distribution of surplus

(1) The item of surplus and the amount to be increased:

Retained earnings carried forward

800,000,000 yen

(2) The item of surplus and the amount to be decreased:

General reserve

800,000,000 yen

#### Proposal No 2: Payment of Bonus to Directors for the 70th Business Term

The Company intends to pay bonuses totaling 25,000,000 yen to seven Directors in office at the end of the 70th Business term considering the business performance for the 70th Business term and other relevant factors comprehensively.

#### **Proposal No 3: Election of Seven Directors**

The term of office of all of seven Directors will expire at the closing of the General Meeting. The Company recommends that shareholders vote FOR the election of seven Directors.

Candidates for the Directors are as follows.

(Current titles and responsibilities underscored):

|     | (Current titles and responsibilities underscored): |  |  |               |  |
|-----|--|--|--|---------------|--|
| No. | Name<br>(Date of birth)                            |  | Career summary, positions and areas of responsibility in the Company, and significant concurrent positions held by the candidate   |               |  |
| 1   | Ryu Yano<br>(April 21, 1940)                       | April 1963<br>December 1988<br>June 1992<br>June 1995<br>April 1999<br>June 2002<br>April 2010 | Joined the Company Director Managing Director Senior Executive Director President/Director President and Executive Officer Chairman of the Board   | 67,575 shares |  |
| 2   | Akira Ichikawa<br>(November 12,<br>1954)           | April 1978<br>April 2005<br>April 2007<br>June 2007<br>June 2008<br>April 2009                 | Joined the Company Appointed as General Manager of Administration Department, Housing Division General Manager of Corporate Planning Division Executive Officer Appointed as General Manager of Corporate Planning Division Director Managing Executive Officer (Corporate Planning, General Administrative, Personnel, Finance, Information Systems and Internal Audit) (Corporate Planning, General Administrative, Corporate Communications, Personnel, Finance, Information Systems and Internal Audit) President/Director President and Executive Officer | 9,300 shares  |  |
| 3   | Mamoru Inoue<br>(August 12, 1948)                  |  | Joined the Company Executive Officer Appointed as Asst. Executive Manager of Business Headquarters and General Manager of Building Materials Division, Business Headquarters Counselor, Ataka Kenzai Co., Ltd. President, Ataka Kenzai Co., Ltd. Managing Executive Officer Appointed as Executive Manager of Business Development Headquarters Director Appointed as Divisional Manager of Overseas Business Headquarters Senior Managing Executive officer sitions concurrently held at other companies) Jelson Pine Industries Ltd.                         | 11,900 shares |  |

|   |                    | T              |  |               |
|---|--------------------|----------------|--|---------------|
|   |                    | April 1975     | Joined the Company                             |               |
|   |                    | June 2004      | Executive Officer                              |               |
|   |                    | April 2005     | Managing Executive Officer                     |               |
|   |                    |                | Appointed as Executive Manager of Housing      |               |
|   |                    |                | Headquarters                                   |               |
|   | Hideyuki           | June 2005      | <u>Director</u>                                |               |
| 4 | Kamiyama           | April 2007     | (Corporate Planning, General Administrative,   | 15,200 shares |
| - | (November 29,      |                | Finance, Information Systems and Internal      | 13,200 shares |
|   | 1951)              |                | Audit)   |               |
|   |                    | June 2008      | Appointed as Divisional Manager of Timber &    |               |
|   |                    |                | Building Materials Headquarters                |               |
|   |                    | June 2009      | Senior Managing Executive Officer              |               |
|   |                    | April 2010     | Appointed as Divisional Manager of Real Estate |               |
|   |                    |                | Business Headquarters                          |               |
|   |                    | April 1975     | Joined the Company                             |               |
|   |                    | June 2005      | Executive Officer                              |               |
|   |                    |                | Appointed as General Manager of Personnel      |               |
|   |                    |                | Division                                       |               |
|   |                    | April 2006     | Managing Executive Officer                     |               |
|   | Shigehiko Shiozaki | June 2006      | Director                                       |               |
| 5 | (May 16, 1952)     | April 2007     | Appointed as Divisional Manager of Housing     | 14,100 shares |
|   | (1.14) 10, 1502)   | 1              | Business Headquarters                          |               |
|   |                    | April 2010     | (Intellectual Property and Tsukuba Research    |               |
|   |                    | 1              | Institute)                                     |               |
|   |                    |                | Appointed as Divisional Manager of Forestry &  |               |
|   |                    |                | Environment Headquarters                       |               |
|   |                    | April 1977     | Joined the Company                             |               |
|   |                    | June 2005      | Executive Officer                              |               |
|   |                    | June 2003      | General Manager of Corporate Planning          |               |
|   |                    |                | Division                                       |               |
|   | IIitaahi IIaaaa    | April 2006     | Managing Executive Officer                     |               |
| 6 | Hitoshi Hayano     | June 2006      | Director                                       | 19,800 shares |
|   | (July 10, 1953)    | April 2007     | Appointed as Divisional Manager of Real Estate |               |
|   |                    | April 2007     | Business Headquarters                          |               |
|   |                    | April 2010     | Appointed as Divisional Manager of Housing     |               |
|   |                    | April 2010     | Headquarters                                   |               |
|   |                    |                | *  |               |
|   |                    | April 1977     | Joined the Company                             |               |
|   |                    | April 2005     | General Manager of Building Materials          |               |
|   |                    |                | Procurement & Logistics Department, Housing    |               |
|   |                    |                | Headquarters                                   |               |
|   |                    | April 2007     | General Manager of Personnel Division          |               |
|   |                    | June 2008      | Executive Officer                              |               |
|   |                    |                | Appointed as General Manager of Personal       |               |
|   | Shigeru Sasabe     | g              | Division                                       |               |
| 7 | (February 28,      | September 2008 | Appointed as General Manager of General        | 3,821 shares  |
|   | 1959)              | 0 1 2000       | Administration Division and Personnel Division |               |
|   |                    | October 2008   | Appointed as General Manager of General        |               |
|   | 1                  |                | Administration Division                        |               |
|   |                    | April 2010     | Managing Executive Officer                     |               |
|   |                    |                | (Corporate Planning, General Administrative,   |               |
|   |                    |                | Environmental Management, Corporate            |               |
|   |                    |                | Communications, Personnel, Finance,            |               |
|   |                    |                | Information Systems and Internal Audit)        |               |
|   |                    |                |  |               |

Note: There is no other special interest reportable between each remaining candidate and the Company.

#### **Proposal No 4: Election of one Statutory Auditor**

It is proposed that one Statutory Auditor be elected for further reinforcement and improvement of the audit system in the Company.

Candidate for the standby Statutory Auditor is as follows.

The company has obtained the consent of the Board of Statutory Auditors to this item of business. (Current titles and significant concurrent positions underscored):

| Name             | Career sum             | mary, positions and areas of responsibility in the  | Number of shares |
|------------------|------------------------|---|------------------|
| (Date of birth)  | Company,               | and significant concurrent positions held by the    | held             |
| (Date of birtil) |                        | candidate   |                  |
|                  | February 1966          | Joined Miyasaka Accounting Office                   |                  |
|                  | March 1969             | Registered as a certified public accountant         |                  |
|                  | August 1982            | Representative partner of Daiichi Audit Corporation |                  |
|                  | January 1986           | Representative partner of Century &. Co             | Ì                |
|                  | April 2000<br>May 2000 | Representative partner of Ota Showa Century &. Co   |                  |
| Satoshi Teramoto |                        | Senior partner of Ota Showa Century &. Co           |                  |
| (June 29, 1941)  | May 2002               | Vice President of Ernst & Young Japan (Ernst &      | 0 shares         |
| ,                |                        | Young ShinNihon LLC)                                |                  |
|                  | June 2003              | Chief Executive Officer of CPA Common Facility      |                  |
|                  |                        | <u>Co-operative</u>                                 |                  |
|                  | June 2007              | Retired from Ernst & Young Japan (Ernst & Young     |                  |
|                  |                        | ShinNihon LLC)                                      |                  |

#### Notes

- 1. There is no special interest reportable between the candidate and the Company.
- 2. Satoshi Teramoto is a candidate for Outside Statutory Auditor as defined in Item 8, Paragraph 3, Article 2 of the Companies Act. In addition, Mr. Teramoto satisfies the conditions as candidate for independent board member stipulated in the securities listing regulations and related rules of relevant securities exchanges.
- 3. Reasons for recommending Mr. Teramoto as a candidate for Outside Statutory Auditor:
  As a certified public accountant, he has acquired specialized knowledge in finance and accounting, as well as abundant experience. He also has considerable insight with respect to corporate auditing, thus the Company determines that he is capable of appropriately executing his duties as Outside Statutory Auditor.
- 4. When this proposal is approved, the Company will enter into an agreement with Satoshi Teramoto, based on Paragraph 1, Article 427 of the Companies Act, limiting his liability for damages as prescribed in Paragraph 1, Article 423 of the Companies Act Article. Total liability shall be limited to the figure stipulated by Paragraph 1, Article 425 of the Companies Act.

- End -

# CONSOLIDATED BALANCE SHEET

# As of March 31, 2010

|  | () | Yen in millions) |
|--|----|------------------|
| <u>Assets</u>                                      |    |                  |
| I Current assets:                                  |    |                  |
| (1) Cash and cash in banks                         | ¥  | 52,714           |
| (2) Notes receivable and accounts receivable-trade |    | 102,355          |
| (3) Accounts receivable-housing construction       |    | 5,071            |
| (4) Marketable securities                          |    | 19,000           |
| (5) Merchandise and finished goods                 |    | 12,236           |
| (6) Goods in process                               |    | 1,086            |
| (7) Raw materials and supplies                     |    | 3,908            |
| (8) Real estate for sale                           |    | 26,333           |
| (9) Work in process                                |    | 32,420           |
| (10) Deferred tax assets                           |    | 6,308            |
| (11) Short-term loans                              |    | 859              |
| (12) Other receivables                             |    | 42,599           |
| (13) Other assets                                  |    | 3,719            |
| (14) Allowance for doubtful accounts               |    | (836)            |
|  |    | 307,772          |
|  |    |                  |
| II Fixed assets:                                   |    |                  |
| Property, plant and equipment:                     |    |                  |
| (1) Buildings and other structures                 |    | 29,718           |
| (2) Machinery, equipment and vehicles              |    | 15,884           |
| (3) Land   |    | 26,692           |
| (4) Lease assets                                   |    | 3,379            |
| (5) Construction in progress                       |    | 439              |
| (6) Other property, plant and equipment            |    | 12,757           |
|  |    | 88,870           |
| Intangibles assets:                                |    |                  |
| (1) Goodwill                                       |    | 309              |
| (2) Other intangibles assets                       |    | <u>6,328</u>     |
|  |    | <u>6,637</u>     |
|  |    | <del></del>      |
| Investments and other assets:                      |    |                  |
| (1) Investment securities                          |    | 51,094           |
| (2) Long-term loans                                |    | 3,094            |
| (3) Deferred tax assets                            |    | 1,138            |
| (4) Prepaid pension cost                           |    | 1,595            |
| (5) Other investments/assets                       |    | 11,574           |
| (6) Allowance for doubtful accounts                |    | (2,037)          |
|  |    | 66,459           |
|  |    | 161,966          |
| Total assets                                       | ¥  | 469,738          |
|  | -  |                  |

# CONSOLIDATED BALANCE SHEET

# As of March 31, 2010

|   | () | (en in millions)         |
|---|----|--------------------------|
| <u>Liabilities</u>                                    |    |                          |
| I Current liabilities:                                |    |                          |
| (1) Notes payable and accounts payable-trade          | ¥  | 86,553                   |
| (2) Accounts payable-housing construction             |    | 61,029                   |
| (3) Short-term borrowings                             |    | 12,323                   |
| (4) Lease obligations                                 |    | 815                      |
| (5) Income taxes payable                              |    | 2,205                    |
| (6) Advances received for construction                |    | 31,077                   |
| (7) Deferred tax liabilities                          |    | 10                       |
| (8) Allowance for bonuses                             |    | 7,337                    |
| (9) Allowance for bonuses to directors                |    | 35                       |
| (10) Warranty reserve for completed construction      |    | 1,256                    |
| (11) Other liabilities                                |    | 16,794                   |
| (11) Other nuomities                                  |    | $\frac{10,794}{219,434}$ |
|   |    | 217,434                  |
| II Long-term liabilities:                             |    |                          |
| (1) Straight bonds                                    |    | 15,000                   |
| (2) Long-term borrowings                              |    | 36,008                   |
| (3) Lease obligations                                 |    | 2,640                    |
| (4) Deferred tax liabilities                          |    | 9,358                    |
| (5) Allowance for retirement benefits                 |    | 5,390                    |
| (6) Retirement allowance for directors                |    | 164                      |
| (7) Allowance for losses on restructuring             |    | 1,306                    |
| •   |    | 1,500<br>17,509          |
| (8) Other long-term liabilities                       |    |                          |
| Total liabilities                                     |    | 87,374<br>206 202        |
| Total Haomities                                       |    | <u>306,808</u>           |
| <b>Equity</b>   |    |                          |
| I Shareholders' equity                                |    |                          |
| (1) Common stock                                      |    | 27,672                   |
| (2) Capital surplus                                   |    | 26,872                   |
| (3) Retained earnings                                 |    | 105,066                  |
| (4) Treasury stock                                    |    | <u>(262)</u>             |
| (1) Housury Stock                                     |    | 159,348                  |
|   |    | 157,540                  |
| II Valuation and translation adjustments              |    |                          |
| (1) Other securities valuation difference             |    | 5,594                    |
| (2) Deferred gains or losses on hedges                |    | 24                       |
| (3) Foreign currency translation adjustment account   |    | (2,378)                  |
| (5) I offight currency translation adjustment account |    | 3,241                    |
|   |    | <u>5,271</u>             |
| III Minority interests                                |    | 342                      |
| •   |    |                          |
| Total equity  |    | 162,930                  |
| Total liabilities and equity                          | ¥  | 469,738                  |
|   | =  |                          |

# CONSOLIDATED STATEMENT OF INCOME

# For the year ended March 31, 2010

| For the year ended March 51, 2010                                    |       |                            |
|--|-------|----------------------------|
| I Net sales:   | ¥ (Ye | en in millions)<br>723,923 |
| II Cost of sales:<br>Gross profit                                    |       | 559,654<br>124,269         |
| III Selling, general and administrative expenses<br>Operating income |       | 114,522<br>9,747           |
| IV Non-operating income:   |       |                            |
| 1. Interest income   |       | 521                        |
| 2. Purchase discount   |       | 459                        |
| 3. Dividend income   |       | 528                        |
| 4. Foreign exchange gains  |       | 1,194                      |
| 5. Other income  |       | 1,44 <u>5</u>              |
| 5. Other meonic  |       | 4,147                      |
| V. Non energting expenses:   |       | 4,147                      |
| V Non-operating expenses:  |       | 1 160                      |
| 1. Interest expenses   |       | 1,162                      |
| 2. Sales discount  |       | 486                        |
| 3. Investment loss from equity method                                |       | 2,244                      |
| 4. Other expenses  |       | 537                        |
|  |       | 4,429                      |
| Ordinary profit  |       | <u>9,465</u>               |
| VI Futus and in a muse coins   |       |                            |
| VI Extraordinary gain:   |       | 60                         |
| 1. Gains on sales of fixed assets                                    |       | 69                         |
| 2. Gains on sales of investment securities                           |       | 173                        |
| 3. Impact of application of Accounting Standards for Construction    |       |                            |
| Contracts  |       | 321                        |
| 4. Gain on transfer to defined contribution pension plan             |       | 1,714                      |
| 5. Amortization of unrecognized prior service costs                  |       | <u>2,068</u>               |
|  |       | <u>4,346</u>               |
| VII Extraordinary loss:  |       |                            |
| 1. Losses on retirement of fixed assets                              |       | 283                        |
| 2. Impairment loss   |       | 2,049                      |
| 3. Appraisal losses on investment securities                         |       | 179                        |
| 4. Costs from relocation of head office                              |       | 255                        |
| 5. Legal settlement payments   |       | <u>462</u>                 |
|  |       | <u>3,228</u>               |
| Income before income taxes and minority interests                    |       | <u>10,583</u>              |
| Income taxes - Current   |       | 3,001                      |
| - Deferred   |       | 5,228                      |
|  |       |                            |
| Minority interests in losses   | V     | ( <u>24)</u><br>2.277      |
| Net income   | ¥     | <u>2,377</u>               |

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended March 31, 2010

(Yen in millions)

|  |                 | Shareholders' equity |                      |                   | Valuation and translation adjustments |  |   |                        |                            |                 |
|--|-----------------|----------------------|----------------------|-------------------|---------------------------------------|--|---|------------------------|----------------------------|-----------------|
|  | Common<br>stock | Capital<br>surplus   | Retained<br>earnings | Treasury<br>stock | Total<br>shareholders'<br>equity      | Other<br>securities<br>valuation<br>difference | Deferred<br>gains or<br>losses on<br>hedges | Translation adjustment | Minori-<br>ty<br>interests | Total<br>equity |
| Balance as of 31st March<br>2009                           | 27,672          | 26,872               | 105,346              | (260)             | 159,630                               | 2,359  | 29  | (5,961)                | 135                        | 156,192         |
| Changes of items during the period                         |                 |                      |                      |                   |                                       |  |   |                        |                            |                 |
| Dividends from retained earnings                           |                 |                      | (2,657)              |                   | (2,657)                               |  |   |                        |                            | (2,657)         |
| Net income   |                 |                      | 2,377                |                   | 2,377                                 |  |   |                        |                            | 2,377           |
| Purchase of treasury stock                                 |                 |                      |                      | (2)               | (2)                                   |  |   |                        |                            | (2)             |
| Disposal of treasury stock                                 |                 | (0)                  |                      | 0                 | 0                                     |  |   |                        |                            | 0               |
| Net changes of items<br>other than shareholders'<br>equity |                 |                      |                      |                   |                                       | 3,235  | (5)   | 3,583                  | 207                        | 7,020           |
| Total changes of items<br>during the period                | -               | (0)                  | (280)                | (2)               | (282)                                 | 3,235  | (5)   | 3,583                  | 207                        | 6,738           |
| Balance as of 31st March<br>2010                           | 27,672          | 26,872               | 105,066              | (262)             | 159,348                               | 5,594  | 24  | (2,378)                | 342                        | 162,930         |

#### Notes to Consolidated Financial Statements

# Significant accounting policies regarding the preparation of consolidated financial statements

#### 1. Scope of consolidation

There are 45 consolidated subsidiaries. Major consolidated subsidiaries are Sumitomo Forestry Crest Co., Ltd., Sumitomo Forestry Residential Co., Ltd., Sumitomo Forestry Home Engineering Co., Ltd., Sumitomo Forestry Home Service Co., Ltd., Sumitomo Forestry Landscaping Co., Ltd., Sumitomo Forestry Home Tech Co., Ltd., PT. Kutai Timber Indonesia, Alpine MDF Industries Pty Ltd., and Nelson Pine Industries Ltd. Included in the scope of consolidation from the fiscal year under review are: former equity method affiliate PT. AST Indonesia, following acquisition of its shares; Bennett-SFS LLC, by takeover; and newly established consolidated subsidiary PT. Sinar Rimba Pasifik.

At the same time, Step Kanri Center (Tokyo) Co., Ltd. and three other companies that were consolidated subsidiaries in the previous fiscal year were excluded from the scope of consolidation as of April 1, 2009 through their absorption into the consolidated subsidiary Sumitomo Forestry Residential Co., Ltd., the surviving entity in the merger. Likewise, a former consolidated subsidiary Nabeshima Kenzai Co., Ltd. was absorbed by merger on the same day into consolidated subsidiary Igeto Co., Ltd. and former consolidated subsidiary Sumirin Base Techno Co., Ltd was absorbed by merger into consolidated subsidiary Sumitomo Forestry Archi Techno Co., Ltd. on January 1, 2010. All three companies are now excluded from the scope of consolidation from the fiscal year under review. Three companies were wound up - Sumirin Investments Pty Ltd. and Sumirin Australia Pty Ltd., on April 13, and Pacific Wood Products, LLC on December 17, 2009 - and as a result are no longer included in the scope of consolidation.

Sun Step Co., Ltd. a consolidated subsidiary in the previous fiscal year changed its name to Sumitomo Forestry Residential Co., Ltd. on April 1, 2009. Sumirin Holdings Pty Ltd. on April 30, 2009 became Sumitomo Forestry Australia Pty Ltd. and Sumirin CAD Systems Co., Ltd. on January 1, 2010 became Sumitomo Forestry Archi Techno Co., Ltd.

#### 2. Application of equity method

- (1) There are 12 affiliated companies to which the equity method is applicable, including PT. Rimba Partikel Indonesia, and Henley Arch Unit Trust. PT. AST Indonesia, an affiliate under the equity method in the previous fiscal year, is no longer included under the scope of equity method affiliates following additional purchases of its shares. Bennett-SFS LLC is no longer included under the scope of equity method affiliates following its takeover and inclusion in the scope of consolidation. At the same time, Henley Arch Unit Trust and Henley Arch Pty Ltd. and their subsidiaries, in which we acquired new shares during the fiscal year under review, are included as affiliates under the equity method from the fiscal year under review.
- (2) As for equity-method affiliated companies whose dates of settlement differ from the date of consolidated statements, their financial statements for the corresponding fiscal year are used.

#### 3. Accounting periods of consolidated subsidiaries

There are three different accounting period of consolidated subsidiaries. Each company made the financial statement based on its specific accounting period. The fiscal year for two consolidated subsidiaries, Daiichi Sansho Co., Ltd. and Nihei Co., Ltd. ends on 20<sup>th</sup> March. The closing date of Kowa Lumber Co., Ltd. and all foreign consolidated subsidiaries falls on 31<sup>st</sup> December. The fiscal year of the rest of all other domestic consolidated subsidiaries falls on 31<sup>st</sup> March. These financial statements are adopted by the Company for making the consolidated financial statements.

#### 4. Accounting standards

#### (1) Valuation standards and methods for principal assets

#### a. Marketable securities

Held-to-maturity securities

Stated at amortized cost using the straight-line method.

#### Other securities with a market value

Principally carried at market value.

The difference between the acquisition cost and the carrying value of other securities, including unrealized gains and losses, is recognized in "Other securities valuation difference." The cost of other securities sold is computed based on the moving-average method.

#### Other securities with no market value

Carried at cost based on the moving-average method.

#### b. Derivatives

Market method

#### c. Inventories

Merchandise and finished goods, work in process, and materials and supplies are carried at cost primarily using the moving-average method, while real estate held for sale and work in process are stated at cost using the specific cost method. The amount on balance sheet is calculated by writing down the carrying value based on lower profitability.

# (2) Depreciation method

#### a. Property, plant and equipment (excluding lease assets)

Depreciated using mainly the declining-balance method. Buildings (excluding building fixtures) acquired on or after 1st April, 1998 are depreciated using the straight-line method.

# b. Intangible assets(excluding lease assets)

Amortized using straight-line method. Computer software for internal use is amortized over estimated useful life (5 years) using straight-line method.

#### c. Lease assets

The lease term is used as the service years for the lease assets on finance lease transactions that do not transfer ownership, and the straight-line method is adopted with salvage value set to zero.

# (3) Calculation basis of allowances

#### a. Allowance for doubtful accounts

An allowance for doubtful accounts has been established for the possible losses from uncollectible monetary rights such as receivables and loans. An allowance is estimated based on individual evaluation for doubtful monetary rights, and by the historical rate of credit loss for normal monetary rights.

#### b. Allowance for bonuses

An allowance for bonuses has been provided based on estimated bonuses to be paid to

employees which should be charged to income in the current year.

#### c. Allowance for bonuses to directors

To provide for the payment of bonuses to directors, the estimated amount of directors' bonus payments during the fiscal year is provided to the allowance for bonuses to directors.

#### d. Warranty reserve for completed construction

A warranty reserve has been provided for repair costs which may be required for the completed constructions. The reserve is estimated based on the past experience and future estimates.

#### e. Allowance for retirement benefits

To provide retirement benefits for employees, the Company makes provisions based on the estimates of retirement benefit obligations and pension assets at the end of the fiscal year under review. Should the total estimated figure for pension assets at the end of the fiscal year exceed the total estimated figure for retirement benefit obligations, the surplus is recognized as prepaid pension cost. Actuarial difference is recognized on a lump-sum basis in the year of occurrence.

#### f. Retirement allowance for directors

For some consolidated subsidiaries, we have provided an allowance for retirement benefit based on the estimated benefits to be paid to directors at the year-end in accordance with the company's established policy.

# g. Allowance for losses on restructuring

An allowance has been provided for the possible losses incurred as a result of restructuring.

#### (4) Sales of completed construction and cost of completed construction

For the portion of works certain to be completed up to the end of the current fiscal year, we use the percentage-of-completion method, with the estimate based on proportion of direct costs.

Other contracts, such as those with a short-period work, use the completed-contract method.

#### (5) Hedge accounting

#### a. Hedge accounting

Hedged foreign trade transactions are accounted for under the allocation method.

A special accounting procedure is used for interest rate swaps as they satisfy the requirements for a special accounting procedure.

#### b. Instruments used for hedging

In order to manage risks arising from fluctuations in foreign currency exchange rates, the Company enters into foreign exchange contracts and currency swap transaction.

Interest rate swap transactions are used against interest rate risk.

# c. Hedged items

In order to manage risks arising from fluctuations in foreign currency exchange rates, the Company enters into foreign exchange contracts and currency swap transaction.

Interest rate swap transactions are used against interest rate risk.

#### d. Effectiveness of hedging

As hedging through foreign exchange contracts and currency swap transaction is recognized as highly effective, the evaluation of its effectiveness is omitted.

As a special accounting procedure is applied to interest rate swap transactions, the evaluation of their effectiveness is omitted.

(6) Other important items for compiling consolidated financial statements

Consumption tax

Transactions subject to consumption tax and the local consumption tax are recorded under net tax method.

5. Valuation for assets and liabilities of consolidated subsidiaries

Assets and liabilities of consolidated subsidiaries are fully valued at market value.

6. Amortization of goodwill and negative goodwill

Goodwill is amortized using the straight-line method over the period that is affected by it, up to a maximum of 20 years. In case the amount is insignificant, such account is amortized in the fiscal year when it accrued.

#### Changes in significant accounting policies for preparation of consolidated financial statements

1. Construction income and cost of completed works

With regard to accounting standards employed for the recognition of revenues resulting from construction work undertaken for customers, we previously recognized the total lump-sum amount of the completed contract values at completion, using the completed-contract method. However, with effect from the fiscal year ended March 31, 2010, the Accounting Standards for Construction Contracts (ASBJ Statement No. 15, issued on December 27, 2007) and the Guidance on Application of Accounting Standards for Construction Contracts (ASBJ Guidance No. 18, issued on December 27, 2007) have been applied to construction contracts. With regard to construction contracts in effect at the beginning of the fiscal year, or commenced during the year under review, the percentage-of-completion method is applied when the percentage of construction already completed by the end of the reporting period can be estimated fairly reliably (the estimation is based on the proportion of direct costs incurred for each work phase as compared with the estimated total cost for the entire contract). The completed-contract method is applied when construction has started before the end of the fiscal year (except for short-period work).

As a result of this change, net sales, operating income and ordinary profit for the reporting period decreased by 518 million yen, 159 million yen and 159 million yen, respectively, while income before income taxes increased by 162 million yen, compared with the application of the previous accounting standards.

# 2. Employees' retirement benefits

Beginning in the current accounting period, the partially amended "Accounting Standard for Retirement Benefits" (3) (ASBJ Statement No. 19, issued on July 31, 2008), has been applied for calculation of employees' retirement benefits.

An 899 million yen expense was booked, representing the projected employee benefit obligation differential following application of the standard. As a result, operating income, ordinary profit and income before income taxes all increased by 899 million yen.

#### (Additional information)

- Accounting standards for financial instruments
   Beginning in the current accounting period, "Accounting Standards for Financial Instruments"
   ASBJ Statement No. 10, issued on March 10, 2008) and "The Guidance on Application of
   Indication for the Market Value, etc. of Financial Instruments" (ASBJ Statement No. 19, issued on
   March 10, 2008), have been applied for calculation of financial instruments.
- 2. Accounting standards for disclosure of the market value, etc. for leasehold and other types of real estate Beginning in the current accounting period, "Accounting Standards for Disclosure of the Market Value, etc. for Leasehold Properties and Other Types of Real Estate" (ASBJ Statement No. 20, issued on November 28, 2008) and "The Guidance on Application of Accounting Standards for Disclosure of the Market Value, etc. of Leasehold Properties and Other Types of Real Estate" (ASBJ Statement No.23, issued on November 28, 2008) have been applied for calculation of leasehold properties and other types of real estate.

# Change of presentation method

#### (Consolidated Statement of income)

The items separately recorded as "Sales" "Sales of completed construction" and "Cost of sales" "Cost of completed construction" in the previous consolidated financial year are in the block recorded as "Sales" and "Cost of sales" beginning in the current fiscal year. "Sales," "Sales of completed construction" and "Cost of sale" "Cost of completed construction" in the current fiscal year amounted to 395,923 million yen, 328,000 million yen, 361,405 million yen, and 238,249 million yen respectively.

# Notes to consolidated balance sheet

(Yen in millions)

# 1. Assets pledged as collateral

| Notes receivable and accounts receivable-trade | ¥285   |
|--|--------|
| Merchandise and finished goods                 | ¥349   |
| Goods in process                               | ¥222   |
| Raw materials and supplies                     | ¥895   |
| Buildings and other structures                 | ¥16    |
| Machinery, equipment and vehicles              | ¥1,148 |
| Land   | ¥247   |
| Total  | ¥3,163 |

In addition to the above, certificates of deposit of 12 million yen are deposited as security on closing tree-planting business agreements, etc.

Investment Securities of 9,199 million yen are deposited as security with Japan Customs.

# (2) Liabilities secured by collateral

| Short-term borrowings | ¥69 |
|-----------------------|-----|
| Total                 | ¥69 |

# 2. Accumulated depreciation of property, plant and equipment

¥68,826

#### 3. Amount guaranteed by the Group, etc.

(1) Guarantee on loans from financial institutions

| Dongwha SFC Housing Co., Ltd.              | ¥62     |
|--|---------|
| KAWASAKIBIOMASS ELECTRIC POWER CORPORATION | ¥1,394  |
| Cascadia Resort Communities LLC            | ¥46     |
| Purchasers with housing loans applied      | ¥20,701 |
| Others                                     | ¥0_     |
| Total                                      | ¥22.202 |

# (2) Guarantee on rent payment

Sumikyo Co., Ltd.

¥187

# Notes to consolidated statements of changes in equity

(Yen in millions)

1. Total outstanding stock as of the end date of the current fiscal year

Common stock

177,410,239

2. The amount of treasury stock as of the end date of the current fiscal year

Common stock

263,750

#### 3. Items related to dividend

# (1) Dividend payment

| Resolution  | Type of stock | Total amount of dividend (Yen in millions) | Dividend<br>per share<br>(Yen) | Base date                 | Effective date          |
|---|---------------|--|--------------------------------|---------------------------|-------------------------|
| Ordinary General<br>Meeting of<br>Shareholders on<br>23rd June 2009 | Common stock  | 1,329                                      | 7.50                           | 31st March<br>2009        | 24th June<br>2009       |
| Board of Directors'<br>Meeting on 9th<br>November 2009              | Common stock  | 1,329                                      | 7.50                           | 30th<br>September<br>2009 | 4th<br>December<br>2009 |

(2) Dividends whose base dates belong to the current fiscal year and whose effective dates come after the end of the current fiscal year

We have the following matters to be resolved at the Meeting.

| Resolution  | Type of stock | Total amount<br>of dividend<br>(Yen in<br>millions) | Source of dividend | Dividend<br>per share<br>(Yen) | Base date             | Effective date    |
|---|---------------|---|--------------------|--------------------------------|-----------------------|-------------------|
| Ordinary General<br>Meeting of<br>Shareholders on<br>25th June 2010 | Common stock  | 1,329   | Retained earnings  | 7.50                           | 31st<br>March<br>2010 | 28th June<br>2010 |

#### **Notes on financial instruments**

#### 1. Matters relating to the state of financial instruments

The Company and its consolidated subsidiaries(The Group) turn over temporary surplus funding with a highly sound financial instruments, and to use loans from banks as a primary means for raising capital.

The Group is working to reduce customers' credit risks relating to notes receivable, accounts receivable and other receivables, which comprise trade receivables, in accordance with its credit control regulations. In addition, the Group periodically notes the market value of securities and investment securities, and the financial conditions and other aspects of issuing firms(corporate customers), with the view that the securities are primarily bonds held to maturity securities. The Group is also consistently reviewing the ownership of financial instruments excluding bonds held to maturity, in consideration of its relationships with corporate customers. Almost all notes and accounts payable - trade, and accounts payable - housing construction have to be paid within one year.

The Group uses borrowed money primarily to finance its operations and capital investment. The Group is taking steps to stabilize its interest cost by performing interest rate swaps against the risk of interest rate fluctuations present in some of its long-term loans payable.

With respect to derivatives, the Group seeks to use them within the scope necessary, in light of the records relating to ordinary business transactions denominated in foreign currency and the like, and to limit trading in derivatives to surplus fund management within a certain limit. The Group will not engage in speculation.

#### 2. Matters relating to the market value of financial instruments

Amounts stated in consolidated balance sheets, market value and their differences as of March 31, 2010 are as follows. For your information, accounting items for which an accurate grasp of market value is recognized as extremely difficult are not stated in the following table.

|  | Amount stated in consolidated balance sheets*1(million yen) | Market<br>value*1<br>(million yen) | Difference<br>(million<br>yen) |
|--|---|------------------------------------|--------------------------------|
| (1) Cash and deposits                  | 52,714  | 52,714                             | _                              |
| (2) Notes receivable and accounts rece |   |                                    |                                |
| ivable - trade                         | 102,355   | 102,355                            | _                              |
| (3) Marketable securities and investme |   |                                    |                                |
| nt securities                          |   |                                    |                                |
| 1) Bonds held to maturity              | 792   | 790                                | Δ2                             |

| 2) Other securities                      | 55,009    | 55,009    | _    |
|--|-----------|-----------|------|
| (4) Other receivables                    | 42,599    | 42,599    | _    |
| Total assets                             | 253,470   | 253,468   | Δ2   |
| (5) Notes payable and accounts payable - |           |           |      |
| trade                                    | (86,553)  | (86,553)  | _    |
| (6) Accounts payable-housing             |           |           |      |
| construction                             | (61,029)  | (61,029)  | _    |
| (7) Long-term borrowings*2               | (36,124)  | (36,441)  | △317 |
| Total liabilities                        | (183,706) | (184,023) | △317 |
| (8) Derivatives transactions*3           |           |           |      |
| 1) Hedge accounting not applied          | 84        | 84        | _    |
| 2) Hedge accounting applied              | 40        | 40        | _    |
| Total derivatives                        | 124       | 124       | _    |

<sup>\*1</sup> Amounts stated under liabilities are shown in brackets.

# (Note 1) Methods for calculating the market value of financial instruments and matters relating to securities and derivatives trading

- (1) Cash and deposits, (2) notes and accounts receivable and (4) other receivables Book value is stated for these items because short-term settlement makes their market value and book value almost the same.
- (3) Marketable securities and investment securities

The market value stated for shares is the value quoted on exchanges. The market value stated for bonds is the value quoted on exchanges or the value presented by financial institutions.

- (5) Notes and accounts payable and (6) accounts payable—housing construction Book value is stated for these items because short-term settlement makes their market value and book value almost the same.
- (7) Long-term borrowings

Book value is stated for long-term borrowings with a variable interest rate because their market value and book value are assumed to be close. The reasons for this assumption are that the loans reflect market interest rates in the short term and the loan execution did not significantly change the Company's credit conditions. The present value is calculated for long-term borrowings with a fixed interest rate, after deducting an interest rate assumed for similar loans payable from the aggregate amount of principal and interest for long-term borrowings classified(\*) according to fixed terms.

(\*)The long-term borrowings made object of the exceptional transaction of rate swaps are the aggregate amount of principal and interest by the rate of this rate swaps.

#### (8) Derivatives

The market value of derivatives traded as an exception to interest rate swaps is stated as part of the market value of long-term borrowings because these derivatives have been accounted collectively with long-term borrowings that comprise hedging targets.

<sup>\*2</sup> Includes long-term borrowings due within one year.

<sup>\*3</sup> Assets and liabilities from derivatives transactions are shown in the net amount. If the total is negative figure, the amount is shown in brackets.

(Note 2) Unlisted shares (stated as 1,392 million yen in consolidated balance sheets), preferred shares (stated as 3,000 million yen) and Affiliates shares (stated as 9,901 million yen) are not included in the amount of "(3) Marketable securities and investment securities, 2) Other securities" because they have no market value and it is considered to be very difficult to calculate their prevailing prices.

#### Notes on leasehold properties and other types of real estate

- 1. Matters relating to the state of leasehold properties and other types of real estate

  The Company and some of its consolidated subsidiaries own houses for rent and the like in
  metropolitan Tokyo and other areas.
- 2. Matters relating to the market value of leasehold properties and other types of real estate

| Amount stated in            | Market value of the |
|-----------------------------|---------------------|
| consolidated balance sheets | current fiscal year |
| (million yen)               | (million yen)       |
| 16,486                      | 17,813              |

- (Note 1) The above amount stated in consolidated balance sheets is calculated by deducting the accumulated depreciation and accumulated impairment loss from the acquisition cost.
- (Note 2) Amounts based on real estate appraisal by independent real estate appraisers and amounts based on indexes assumed to reflect market value adequately are adopted as the market value of major properties and the market value of other properties at the end of the fiscal year under review, respectively.

## Notes to per-share information

| Equity per share     | ¥917.82 |
|----------------------|---------|
| Net income per share | ¥13.42  |

# Notes on other matters

# Revision of the retirement benefits system

The Company revised its retirement benefits system and transferred a portion of its retirement benefits, corresponding to about 25% of the entire allowance, to a defined contribution pension plan in February 2010. The Company also lowered the ratio of whole life annuity and introduced a system under which the relevant portion of the defined contribution pension plan is restructured into a terminable annuity. The Company has been applying "Accounting for the Transfers between Retirement Benefits Plans" (ASBJ Guidance No.1) to the accounting treatment for the revised benefits explained above.

The effect of the partial retirement benefits transfer to the defined contribution pension plan is 1,714 million yen. The amount of prior service costs accrued as a result of the partial revision of the defined contribution plan is 2,068 million yen. Both of these amounts are posted under extraordinary gains.

# NON-CONSOLIDATED BALANCE SHEET

# As of March 31, 2010

| ,   | (Y | en in millions)                         |
|---|----|---|
| Assets<br>L. Greenet assets:  | ·  | ,                                       |
| I Current assets: (1) Cash and cash in banks  | ¥  | 47,109                                  |
| (2) Notes receivable  | т  | 39,642                                  |
| (3) Accounts receivable-trade   |    | 52,338                                  |
| (4) Accounts receivable-housing construction  |    | 3,582                                   |
| (5) Marketable securities   |    | 19,000                                  |
| (6) Merchandise and finished goods  |    | 7,537                                   |
| (7) Real estate for sale  |    | 25,586<br>21,790                        |
| <ul><li>(8) Work in process</li><li>(9) Advance payments</li></ul>  |    | 376                                     |
| (10) Prepaid expenses   |    | 765                                     |
| (11) Deferred tax assets  |    | 4,371                                   |
| (12) Short-term loans   |    | 9                                       |
| (13) Short-term loans to affiliated companies   |    | 12,272                                  |
| (14) Other receivables  |    | 65,562                                  |
| <ul><li>(15) Other assets</li><li>(16) Allowance for doubtful accounts</li></ul>  |    | 140<br>(2,646)                          |
| (10) Allowance for doubtful accounts  |    | 297,434                                 |
|   |    | 277,131                                 |
| II Fixed assets:  |    |   |
| Property, plant and equipment:  |    | 12.210                                  |
| (1) Buildings   |    | 13,218                                  |
| <ul><li>(2) Other structures</li><li>(3) Machinery and equipment</li></ul>  |    | 406<br>158                              |
| (4) Vehicles  |    | 15                                      |
| (5) Tools, furniture and fixtures   |    | 1,157                                   |
| (6) Land  |    | 11,623                                  |
| (7) Forest  |    | 8,822                                   |
| (8) Forestation projects  |    | 214                                     |
| (9) Lease assets  |    | 3,128<br>309                            |
| (10) Construction in progress   |    | 39, <del>049</del>                      |
| Intangibles assets:   |    | <u> </u>                                |
| (1) Goodwill  |    | 28                                      |
| (2) Telephone right   |    | 183                                     |
| (3) Land lease right (4) Utilization right of forest road   |    | $\begin{array}{c} 4 \\ 222 \end{array}$ |
| <ul><li>(4) Utilization right of forest road</li><li>(5) Facility utilization and other rights</li></ul>                        |    | 3                                       |
| (6) Computer software   |    | 4,007                                   |
| (7) Lease assets  |    | 5 <u>5</u>                              |
|   |    | $4,45\overline{2}$                      |
| Investments and other assets:   |    | 40, 400                                 |
| (1) Investment securities (2) Stocks of affiliated companies  |    | 40,422<br>23,464                        |
| <ul><li>(2) Stocks of affiliated companies</li><li>(3) Investments in other securities of subsidiaries and affiliates</li></ul> |    | 25,404<br>4                             |
| (4) Investment in affiliated companies  |    | 631                                     |
| (5) Long-term loans   |    | 184                                     |
| (6) Long-term loans to employees  |    | 37                                      |
| (7) Long-term loans to affiliated companies   |    | 16,279                                  |
| (8) Receivables and reorganization claim  |    | 1,793                                   |
| (9) Long-term prepaid expenses  |    | 802<br>1,595                            |
| (10) Prepaid pension cost<br>(11) Other investments/assets  |    | 4,254                                   |
| (12) Allowance for doubtful accounts  |    | (3,418)                                 |
|   |    | 86,049                                  |
|   |    | 129,550                                 |
| Total assets  | ¥  | <u>426,983</u>                          |
|   |    |   |

# NON-CONSOLIDATED BALANCE SHEET

# As of March 31, 2010

| X + 1 91.4   | (Yen in millions)   |
|--|---|
| <u>Liabilities</u> I Current liabilities:  |   |
| <ol> <li>Notes payable</li> <li>Accounts payable-trade</li> <li>Accounts payable-housing construction</li> <li>Lease obligations</li> <li>Other payables</li> <li>Income taxes payable</li> <li>Accrued consumption taxes</li> <li>Accrued expenses</li> <li>Advances from customers</li> <li>Advances received for construction</li> <li>Deposits received</li> <li>Unearned income</li> <li>Allowance for bonuses</li> <li>Allowance for bonuses to directors</li> <li>Warranty reserve for completed construction</li> <li>Other current liabilities</li> </ol> II Long-term liabilities: | ¥ 6,434<br>66,637<br>79,933<br>1,037<br>6,539<br>563<br>700<br>800<br>695<br>25,530<br>19,772<br>1,108<br>4,600<br>35<br>1,075<br>43<br>215,502 |
| <ol> <li>Straight bonds</li> <li>Long-term borrowings</li> <li>Deposits received for guarantees</li> <li>Lease obligations</li> <li>Deferred tax liabilities</li> <li>Allowance for losses of affiliated company operations</li> <li>Allowance for losses on restructuring</li> <li>Other long-term liabilities</li> </ol> Total liabilities   | 15,000<br>31,000<br>5,122<br>2,125<br>5,528<br>2,960<br>1,306<br><u>3,390</u><br><u>66,430</u><br>281,932                                       |
| Equity I Shareholders' equity: Common stock Capital surplus: (1) Capital legal surplus (2) Other capital surplus   | 27,672<br>26,613<br>259<br>26,872   |
| Retained earnings: (1) Legal retained earnings   | 2,857   |
| <ul> <li>(2) Other retained earnings</li> <li>1) Reserve for deferred income taxes</li> <li>2) General reserve</li> <li>3) Retained earnings carried forward</li> </ul>  | 1,347<br>77,487<br><u>3,281</u><br><u>82,115</u><br><u>84,973</u>   |
| Treasury stock   | ( <u>262)</u>   |
| <ul><li>II Valuation and translation adjustments</li><li>(1) Other securities valuation difference</li><li>(2) Deferred gains or losses on hedges</li></ul>  | 139,254<br>5,778<br>20<br>5,798   |
| Total equity<br>Total liabilities and equity   | ¥ <u>426,983</u>  |

# NON-CONSOLIDATED STATEMENT OF INCOME

# For the year ended March 31, 2010

|  | C | Yen in millions)   |
|--|---|--|
| <ul><li>I Net sales:</li><li>1. Sales</li><li>2. Sales of completed constructions</li></ul>  | ¥ | 314,557<br><u>278,687</u><br><u>593,243</u>                |
| <ul><li>II Cost of sales:</li><li>1. Cost of sales</li><li>2. Cost of completed construction</li></ul>   |   | 300,966<br>207,615<br>508,581                              |
| Gross profit   |   | 84,662   |
| III Selling, general and administrative expenses<br>Operating income   |   | $\frac{81,137}{3,525}$                                     |
| <ul> <li>IV Non-operating income:</li> <li>1. Interest income</li> <li>2. Interest on marketable securities</li> <li>3. Purchase discount</li> <li>4. Dividend income</li> <li>5. Other income</li> </ul>  |   | 476<br>10<br>432<br>1,537<br>1,082<br>3,538                |
| V Non-operating expenses: 1. Interest expense 2. Sales discount 3. Other expenses  Ordinary profit   |   | 722<br>395<br>387<br>1,503<br>5,560                        |
| <ul> <li>VI Extraordinary gain: <ol> <li>Gains on sales fixed assets</li> <li>Gains on sales of investment securities</li> <li>Impact of application of Accounting Standards for Construction Contracts</li> <li>Reversal of allowance for doubtful accounts</li> <li>Gain on transfer to defined contribution pension plan</li> <li>Amortization of unrecognized prior service costs</li> </ol> </li> </ul>                   |   | 57<br>132<br>323<br>854<br>1,714<br>2,068<br>5,148         |
| <ol> <li>VII Extraordinary loss:         <ol> <li>Losses on retirement of fixed assets</li> <li>Appraisal losses on investment securities</li> <li>Costs from relocation of head office</li> </ol> </li> <li>Legal settlement payments</li> <li>Appraisal losses on stocks of affiliates</li> <li>Appraisal losses on valuation of investments in capital of subsidiaries and affiliates</li> </ol> Income before income taxes |   | 179<br>167<br>255<br>462<br>3,086<br>100<br>4,248<br>6,460 |
| Income taxes - Current   |   | <u>0,400</u><br>489  |
| - Deferred Net income  | ¥ | 4,035<br>1,936   |

# NON-CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended March 31, 2010

(Yen in millions)

| (1ch in himions)                                       |                      |                             |                             |                               |   |                    |   |                                       |                                       |  |   |                 |
|--|----------------------|-----------------------------|-----------------------------|-------------------------------|---|--------------------|---|---------------------------------------|---------------------------------------|--|---|-----------------|
|  | Shareholders' equity |                             |                             |                               |   |                    |   | Valuation and translation adjustments |                                       |  |   |                 |
|  |                      | Capital                     | surplus                     |                               | Retained ea                             | arnings            |   |                                       | Total<br>Shareh-<br>olders'<br>equity |  | Deferre-                                |                 |
|  |                      |                             |                             |                               | Other R                                 | etained earni      | ngs   |                                       |                                       | Other<br>securities<br>valuation<br>difference | d gains<br>or<br>losses<br>on<br>hedges | Total<br>Equity |
|  | Common<br>stock      | Capital<br>legal<br>surplus | Other<br>capital<br>surplus | Legal<br>retained<br>earnings | Reserve for<br>advanced<br>depreciation | General<br>reserve | Retain-<br>ed<br>earnings<br>carried<br>forward | Trea-<br>sury<br>stock                |                                       |  |   |                 |
| Balance as of<br>31st March<br>2009                    | 27,672               | 26,613                      | 259                         | 2,857                         | 1,347                                   | 76,787             | 4,702   | (260)                                 | 139,977                               | 2,577  | 28                                      | 142,582         |
| Changes of<br>items during<br>the period               |                      |                             |                             |                               |   |                    |   |                                       |                                       |  |   |                 |
| Reserve of<br>reserve for<br>advanced<br>depreciation  |                      |                             |                             |                               |   | 700                | (700)   |                                       | -                                     |  |   | -               |
| Dividends<br>from retained<br>earnings                 |                      |                             |                             |                               |   |                    | (2,657)   |                                       | (2,657)                               |  |   | (2,657)         |
| Net income   |                      |                             |                             |                               |   |                    | 1,936   |                                       | 1,936                                 |  |   | 1,936           |
| Purchase of<br>treasury stock                          |                      |                             |                             |                               |   |                    |   | (2)                                   | (2)                                   |  |   | (2)             |
| Disposal of<br>treasury stock                          |                      |                             | (0)                         |                               |   |                    |   | 0                                     | 0                                     |  |   | 0               |
| Net changes of<br>items other<br>than<br>shareholders' |                      |                             |                             |                               |   |                    |   |                                       |                                       |  |   |                 |
| equity   |                      |                             |                             |                               |   |                    |   |                                       |                                       | 3,201  | (8)                                     | 3,193           |
| Total changes<br>of items during<br>the period         | -                    | -                           | (0)                         | -                             | -                                       | 700                | (1,421)   | (2)                                   | (723)                                 | 3,201  | (8)                                     | 2,470           |
| Balance as of<br>31st March<br>2010                    | 27,672               | 26,613                      | 259                         | 2,857                         | 1,347                                   | 77,487             | 3,281   | (262)                                 | 139,254                               | 5,778  | 20                                      | 145,052         |

#### Notes to Non-Consolidated Financial Statements

# Summary of significant accounting policies

#### 1. Valuation basis and method of securities

(1) Held-to-maturity securities
Stated at amortized cost using the straight-line method.

(2) Investment in subsidiaries and affiliated companies Stated at cost based on the moving-average method.

# (3) Other securities with a market value

Principally carried at market value

The difference between the acquisition cost and the carrying value of other securities, including unrealized gains and losses, is recognized in "Other securities valuation difference." The cost of other securities sold is computed based on the moving-average method.

Other securities with no market value

Carried at cost based on the moving-average method.

#### 2. Valuation basis and method of inventories, real estate for sale and work in process

Inventories are carried at cost using the moving-average method. Real estate for sale and work in process are stated at cost using the specific cost method. The amount on balance sheet is calculated by writing down the carrying value based on lower profitability.

#### 3. Depreciation method

(1) Property, plant and equipment(excluding lease assets)

Depreciated using the declining-balance method. Buildings (excluding building fixtures) acquired on or after 1st April 1998 are depreciated using the straight-line method.

(2) Intangible assets (excluding lease assets)

Amortized using straight-line method. Computer software for internal use is amortized over estimated useful life (5 years) using straight-line method.

(3) Lease assets

The lease term is used as the service years for the lease assets on finance lease transactions that do not transfer ownership, and the straight-line method is adopted with salvage value set to zero.

#### 4. Calculation basis of allowances

#### (1) Allowance for doubtful accounts

An allowance for doubtful accounts has been established for the possible losses from uncollectible monetary rights such as receivables and loans. An allowance is estimated based on individual evaluation for doubtful monetary rights, and by the historical rate of credit loss for normal monetary rights.

#### (2) Allowance for bonuses

An allowance for bonuses has been provided based on estimated bonuses to be paid to

employees which should be charged to income in the current year.

#### (3) Allowance for bonuses to directors

To provide for the payment of bonuses to directors, the estimated amount of directors' bonus payments during the fiscal year is provided to the allowance for bonuses to directors.

# (4) Warranty reserve for completed construction

A warranty reserve has been provided for repair costs which may be required for the completed constructions. The reserve is estimated based on the past experience and future estimates.

#### (5) Allowance for retirement benefits

To provide retirement benefits for employees, the Company makes provisions based on the estimates of retirement benefit obligations and pension assets at the end of the fiscal year in question. Should the total estimated figure for pension assets at the end of the fiscal year exceed the total estimated figure for retirement benefit obligations, the surplus is recognized as prepaid pension cost. Actuarial difference is recognized on a lump-sum basis in the year of occurrence.

# (6) Allowance for losses of affiliated company operations

An allowance for losses of affiliated companies' operations has been provided to prepare for the possible losses such as operations of golf courses, etc.

# (7) Allowance for losses on restructuring

An allowance has been provided for the possible losses incurred as a result of restructuring.

#### 5. Sales of completed construction and cost of completed construction

For the portion of works certain to be completed up to the end of the current fiscal year, we use the percentage-of-completion method, with the estimate based on proportion of direct costs. Other construction contracts, such as short-period work, use the completed-contract method.

#### 6. Hedge accounting

# (1) Hedge accounting

Hedged foreign trade transactions are accounted for under the allocation method.

A special accounting procedure is used for interest rate swaps as they satisfy the requirements for a special accounting procedure

# (2) Instruments used for hedging

In order to manage risks arising from fluctuations in foreign currency exchange rates, the Company enters into foreign exchange contracts and currency swap transaction.

Interest rate swap transactions are used against interest rate risk.

# (3) Hedged items

In order to manage risks arising from fluctuations in foreign currency exchange rates, the Company enters into foreign exchange contracts and currency swap transaction.

Interest rate swap transactions are used against interest rate risk.

#### (4) Effectiveness of hedging

As hedging through foreign exchange contracts and currency swap transaction is recognized as highly effective, the evaluation of its effectiveness is omitted.

As a special accounting procedure is applied to interest rate swap transactions, the evaluation of their effectiveness is omitted.

# 7. Other important items for compiling financial statements

#### Consumption Tax

Transactions subject to the consumption tax and the local consumption tax are recorded under net tax method.

#### Changes in significant accounting policies for preparation of non-consolidated financial statements

1. Sales of completed construction and cost of completed construction With regard to accounting standards employed for the recognition of revenues resulting from construction work undertaken for customers, we previously recognized the total lump-sum amount of the completed contract values at completion, using the completed-contract method. However, with effect from the fiscal year ended March 31, 2010, the Accounting Standards for Construction Contracts (ASBJ Statement No. 15, issued on December 27, 2007) and the Guidance on Application of Accounting Standards for Construction Contracts (ASBJ Guidance No. 18, issued on December 27, 2007) have been applied to construction contracts. With regard to construction contracts in effect at the beginning of the fiscal year, or commenced during the year under review, the percentage-of-completion method is applied when the percentage of construction already completed by the end of the reporting period can be estimated fairly reliably (the estimation is based on the proportion of direct costs incurred for each work phase as compared with the estimated total cost for the entire contract). The completed-contract method is applied when construction has started before the end of the fiscal year (except for short-period work).

As a result of this change, net sales for the reporting period increased by 2,109 million yen, while operating income and ordinary profit decreased by 33 million yen. Income before income taxes increased by 290 million yen, compared with the application of the previous accounting standards.

#### 2. Employees' retirement benefits

Beginning in the current consolidated accounting period, the partially amended "Accounting Standard for Retirement Benefits" (3) (ASBJ Statement No. 19, issued on July 31, 2008), has been applied for calculation of employees' retirement benefits.

A 747 million yen expense was booked, representing the projected employee benefit obligation differential following application of the standard. As a result, operating income, ordinary profit and income before income taxes all increased by 747 million yen.

# Notes to non-consolidated balance sheet

(Yen in millions)

1. Assets pledged as collateral Investment Securities of 9,199 million yen are deposited as security with Customs.

| 2. Accumulated depreciation on property, plant and equipment   | ¥14,163 |
|--|---------|
| 3. Accumulated advanced depreciation on property, plant and equipment  | ¥686    |
| <ul><li>4. Amount guaranteed by the Company</li><li>(1) Guarantee on loans, etc. of affiliated companies from financial institutions</li></ul> |         |
| Sumitomo Forestry Australia Pty Ltd.   | ¥4,861  |
| Sumitomo Forestry Seattle, Inc.  | ¥4,352  |
| PT. Kutai Timber Indonesia   | ¥3,861  |

| Sumitomo Forestry (Singapore) Ltd. KAWASAKIBIOMASS ELECTRIC POWER CORPORATION Fill Care Co., Ltd. Fuxin Sumirin Wood Products Co., Ltd. Paragon Wood Product (Shanhai) Co., Ltd. Paragon Wood Product (Dalian) Co., Ltd. Sumikyo Co., Ltd. PT. AST Indonesia | ¥3,529<br>¥1,394<br>¥877<br>¥749<br>¥293<br>¥210<br>¥187<br>¥186 |
|--|--|
| Dongwha SFC Housing Co., Ltd.  | ¥62  |
| Sumikyo Wintec Co., Ltd.   | ¥1_  |
| Total  | ¥20,563  |
| (2) Guarantee on other loans, etc. from financial institutions   |  |
| Purchasers with housing loans applied  | ¥20,659  |
| Others   | ¥0   |
| Total  | ¥ 20,659   |
| 5 Manatam maninghlas from and nariables to affiliated assumption   |  |
| 5. Monetary receivables from and payables to affiliated companies Short-term monetary receivables due from affiliated companies  | ¥47 17Q  |
| Long-term monetary receivables due from affiliated companies   | ¥47,178<br>¥16,279   |
| Short-term monetary payables due to affiliated companies   | ¥48,107  |
| Long-term monetary payables due to affiliated companies  | ¥2,032   |
| Operating transactions with affiliated companies Sales Purchases   | en in millions)  ¥27,017  ¥112,165                               |
| Non-operating income   |  |
| Interest income  | ¥471   |
| Dividend income  | ¥1,020   |
| Other income   | ¥197   |
| Non-operating expense  | ¥101   |
| Notes to non-consolidated statements of changes in equity  |  |
| Total outstanding treasury stock as of the end date of the current fiscal year Common stock  | 263,750  |
|  |  |
| Notes related to tax effect accounting   | (Yen in millions)  |
| Details of the occurrence of deferred tax assets and deferred tax liabilities by Deferred tax assets   | major cause  |
| Allowance for doubtful accounts  | ¥1,987   |
| Reserve for bonuses  | ¥2,075   |
| Appraisal losses on property for sale, etc.  | ¥3,004   |
| Accrued expenses from transfer to defined contribution pension plan  | ¥1,888   |
| Allowance for losses of affiliated company operations  | ¥1,184   |
| Appraisal losses on stocks of affiliates   | ¥2,720   |
| Appraisal losses on investment securities and golf club membership   | ¥1,740   |
| Others   | ¥2,846   |

| Subtotal deferred tax assets                                   | ¥17,444    |
|--|------------|
| Valuation reserve  | ¥ (10,513) |
| Total deferred tax assets                                      | ¥6,931     |
| Deferred tax liabilities                                       |            |
| Accumulated advanced depreciation on fixed assets              | ¥897       |
| Gain on contribution of securities to retirement benefit trust | ¥1,590     |
| Prepaid pension cost   | ¥638       |
| Other securities valuation difference                          | ¥3,329     |
| Others   | ¥1,633     |
| Total deferred tax liabilities                                 | ¥8,088     |
|  |            |
| Net deferred tax liabilities                                   | Y(1,157)   |

#### Notes to fixed assets used under lease

(Yen in millions)

Among finance lease transactions that do not transfer ownership, ordinary accounting processing similar to ordinary lease transactions is conducted on those transactions that whose lease transaction start dates are prior to 31<sup>st</sup> March, 2008; the content of this processing is as follows:

1. Amount equivalent to acquisition value, amount equivalent to accumulated depreciation and amount equivalent to balance as of the end of fiscal year of leased assets

|                               | Amount equivalent to acquisition value | Amount equivalent to accumulated depreciation | Amount equivalent to balance as of the end of fiscal year |  |  |
|-------------------------------|--|---|---|--|--|
| Buildings                     | 7,352                                  | 5,994   | 1,358   |  |  |
| Vehicles                      | 425                                    | 294   | 131   |  |  |
| Tools, furniture and fixtures | 1,428                                  | 1,100   | 328   |  |  |
| Computer software             | 1                                      | 1   | 0   |  |  |
| Total                         | 9,206                                  | 7,390   | 1,817   |  |  |

2. Amount equivalent to the year-end balance of obligations to be paid in the rest of the lease terms

| Less than one year | ¥1,340 |
|--------------------|--------|
| Over one year      | ¥587_  |
| Total              | ¥1,927 |

3. Lease expenses, amount equivalent to depreciation and amount equivalent to interest expenses

| Lease expenses                         | ¥2,363 |
|--|--------|
| Amount equivalent to depreciation      | ¥2,331 |
| Amount equivalent to interest expenses | ¥62    |

4. Calculation method for amount equivalent to depreciation
Straight-line method using lease term as service life with zero residual value.

#### 5. Calculation method for amount equivalent to interest payment

We assumed the difference between the total lease payment and the amount equivalent to the acquisition value of a leased asset as the amount equivalent to interest payment, and used interest method for allocation to each period.

#### Notes to related party transactions

Affiliates (Yen in millions)

|            | Name of Add   |                                | Address Capital amount         | Business<br>description                | Share of<br>voting<br>rights the<br>Company<br>owns (or<br>owned by<br>affiliate) | Relationship                    |   |   |                                   |  |  |
|------------|---|--------------------------------|--------------------------------|--|---|---------------------------------|---|---|-----------------------------------|--|--|
| Туре       |   | Address                        |                                |  |   | Interlocking<br>directorate     | Business relationship   | Transaction description   | Transaction<br>amount<br>(Note 5) | Accounting item  | Year-<br>end<br>balance<br>(Note<br>5) |
| Subsidiary | Sumitomo<br>Forestry Home<br>Engineering<br>Co., Ltd. | Shinjyuku-<br>ku, Tokyo        | 75                             | Housing<br>and related<br>operations   | Direct<br>100.0%  | 14<br>interlocking<br>directors | Paid supply of materials<br>and construction of<br>ordered housing                | Construction<br>of housing<br>ordered by<br>the Company<br>(Note 1) | 79,174                            | Accounts<br>receivable<br>Accounts<br>payable on<br>construction | 24,606<br>24,733                       |
| Subsidiary | Sumitomo<br>Forestry Home<br>Tech Co. Ltd.            | Chiyoda-ku,<br>Tokyo           | 100                            | Housing<br>and related<br>operations   | Direct<br>100.0%  | 9<br>interlocking<br>directors  | After Maintenance of housing  | Deposit of<br>surplus fund<br>to the<br>Company<br>(Note 2)         | -                                 | Deposits<br>received   | 9,594                                  |
| Subsidiary | Sumirin Life<br>Assist Co.,<br>Ltd.                   | Chiyoda-ku,<br>Tokyo           | 100                            | Housing<br>and related<br>operations   | Direct<br>100.0%  | 5<br>interlocking<br>directors  | -   | Loan<br>(Note 3)  | 1,350                             | Long-term<br>loan<br>receivable                                  | 5,789                                  |
| Subsidiary | Sumitomo<br>Forestry<br>Australia Pty<br>Ltd.         | Australia<br>Victoria          | thousand of<br>AUS\$<br>81,658 | Lumber<br>and<br>building<br>materials | Direct<br>100.0%  | 5<br>interlocking<br>directors  | -   | Debt<br>guarantee<br>(Note 4)                                       | 4,861                             | -  | -                                      |
| Subsidiary | Sumitomo<br>Forestry<br>Seattle, Inc.                 | Washington,<br>US              | thousand of<br>US\$<br>46,750  | Lumber<br>and<br>building<br>materials | Direct<br>100.0%  | 4<br>interlocking<br>directors  | -   | Debt<br>guarantee<br>(Note 4)                                       | 4,352                             | -  | -                                      |
| Subsidiary | Toyo plywood<br>Co., Ltd.                             | Nagoya,<br>Aichi<br>Prefecture | 100                            | Lumber<br>and<br>building<br>materials | Indirect<br>100.0%  | 6<br>interlocking<br>directors  | Sale of lumber and<br>building materials,<br>procurement of building<br>materials | Loan<br>(Note 3)  | 3,510                             | Long-term<br>loan<br>receivable                                  | 4,385                                  |

#### (Notes)

- 1. Transaction conditions and decision policy on transaction conditions are similarly treated as general transaction conditions.
- 2. Transaction amounts are not shown, because transactions have been duplicated as part of efforts to centralize fund management within the Group.
- 3. Loans are determined taking into consideration market interest rates.
- 4. The Company guarantees debt for each company's loans borrowed from financial institutions.
- 5. Transaction amount does not include consumption tax, and year-end balance includes consumption tax.

#### Notes to per-share information

Equity per share \$\quad \text{\text{\$\text{\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exitt{\$\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exitt{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exittit{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\exittit{\$\text{\$\text{\$\}}}}}\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\text{\$\texittit{\$\text{\$\text{\$\exittit{\$\text{\$\exittit{\$\text{\$\texitt{\$\text{\$\exitil{\$\text{\$\exititit{\$\text{\$\text{\$\text{\$\texittit{\$\text{\$\texittit{\$\tex{

#### Notes on other matters

# Revision of the retirement benefits system

The Company revised its retirement benefits system and transferred a portion of its retirement benefits, corresponding to about 25% of the entire allowance, to a defined contribution pension plan in February 2010. The Company also lowered the ratio of whole life annuity and introduced a system under which the relevant portion of the defined contribution pension plan is restructured into a terminable annuity. The Company has been applying "Accounting for the Transfer between Retirement Benefits Plans" (ASBJ Guidance No.1) to the accounting treatment for the revised benefits explained above.

The effect of the partial retirement benefits transfer to the defined contribution pension plan is 1,714 million yen. The amount of past service liabilities accrued as a result of the partial revision of the defined contribution plan is 2,068 million yen. Both of these amounts are posted under extraordinary gains.