Clarion Co., Ltd.
and
Subsidiaries

Consolidated Financial Statements

March 31, 2011

Clarion Co., Ltd. and Subsidiaries
Years ended March 31

Six-Year Summary

	Millions of yen, except per-share amounts						Thousands of U.S. dollars, except per-share amounts
	2006	2007	2008	2009	2010	**2011**	**2011**
For the Year							
Net sales	¥184,176	¥181,041	¥246,806	¥181,554	¥174,762	**¥178,318**	**$2,144,541**
Japan	99,511	93,365	151,015	105,991	93,892	**93,089**	**1,119,542**
Americas	43,725	49,537	55,497	46,440	55,499	**59,611**	**716,911**
Asia and Australia	15,063	14,475	12,952	12,461	11,886	**13,963**	**167,932**
Europe	25,877	23,663	27,340	16,661	13,482	**11,653**	**140,154**
Car audio-visual equipment	168,686	161,786	217,522	157,552	156,372	**161,605**	**1,943,535**
Special equipment	8,306	7,833	8,732	8,982	7,685	**7,798**	**93,786**
Others	7,183	11,422	20,551	15,018	10,704	**8,915**	**107,218**
Cost of sales	147,123	148,200	205,058	161,649	149,600	**149,646**	**1,799,722**
Selling, general and administrative expenses	31,824	29,768	36,281	32,354	24,537	**23,735**	**285,454**
Operating income (loss)	5,228	3,072	5,465	(12,449)	624	**4,936**	**59,364**
Other income (expenses), net	(694)	(2,905)	(1,167)	(2,758)	60	**(2,482)**	**(29,850)**
Income (loss) before income taxes and minority interests	4,534	167	4,298	(15,208)	684	**2,454**	**29,514**
Provision (benefit) for income taxes	(1,337)	938	2,903	4,776	129	**1,063**	**12,792**
Income (loss) before minority interests	5,871	(770)	1,378	(19,984)	555	**1,390**	**16,721**
Minority interests in subsidiaries	8	13	17	2	5	**7**	**88**
Net income (loss)	5,862	(784)	1,378	(19,987)	549	**1,383**	**16,632**
Research and development expenses	11,340	12,560	27,772	30,329	18,616	**20,095**	**241,672**
Capital investment	8,106	6,074	6,855	5,796	1,946	**1,601**	**19,264**
Net cash provided by (used in) operating activities	9,236	8,820	10,771	(2,851)	12,381	**8,559**	**102,940**
Net cash used in investing activities	(1,055)	(20,501)	(9,247)	(10,121)	(3,350)	**(5,768)**	**(69,370)**
Net cash provided by (used in) financing activities	(7,938)	10,054	1,061	10,014	(7,731)	**(5,242)**	**(63,043)**
Per share							
(Yen and U.S. dollars):							
Net income (loss)	¥20.76	¥(2.78)	¥4.88	¥(70.85)	¥1.95	**¥4.90**	**$0.06**
Cash dividends	¥2.00	¥2.00	¥2.00	—	—	**—**	**—**
At year end							
Total assets	¥122,119	¥149,490	¥150,841	¥117,641	¥112,714	**¥103,769**	**$1,247,981**
Total net assets	34,661	34,231	32,125	9,135	9,312	**8,728**	**104,973**
Interest-bearing debt	34,227	41,483	42,838	54,160	46,862	**42,096**	**506,277**
Ratio (%)							
Net assets ratio	28.3	22.9	21.3	7.8	8.3	**8.4**	**8.4**
ROE	19.2	(2.3)	4.2	(97.8)	6.1	**15.7**	**15.7**
ROA	4.9	(0.6)	0.9	(14.9)	0.5	**1.3**	**1.3**
Current ratio	125.5	115.2	113.5	106.1	144.8	**99.6**	**99.6**

Notes: 1. Research and development expenses include labor and other expenses reported as cost of sales.
2. The translations of the Japanese yen amounts into U.S. dollars are included solely for the convenience of readers, using the prevailing exchange rate at March 31, 2011, which was ¥83.15 to U.S. $1.

Consolidated Balance Sheets

	March 31 2011	March 31 2010	2011
	(Millions of yen)		*(Thousands of U.S. dollars)*
ASSETS			
Current assets:			
Cash on hand and in banks (Note 9)	**¥ 7,421**	¥ 10,192	**$ 89,252**
Trade notes and accounts receivable (Note 9)	**24,931**	27,635	**299,840**
Allowance for doubtful accounts	**(277)**	(429)	**(3,337)**
Inventories (Note 6)	**20,827**	21,219	**250,476**
Deferred tax assets (Note 14)	**2,738**	2,716	**32,933**
Other current assets (Notes 9 and 22)	**5,038**	5,048	**60,600**
Total current assets	**60,679**	66,382	**729,765**
Investments in securities (Notes 7 and 9)	**2,339**	2,366	**28,135**
Property, plant and equipment (Note 5)			
Buildings and structures (Note 10)	**18,655**	19,097	**224,354**
Machinery and equipment (Note 10)	**41,373**	43,059	**497,572**
Land (Note 10)	**8,997**	9,106	**108,206**
Lease assets	**1,649**	1,227	**19,833**
Construction in progress	**4**	0	**59**
Accumulated depreciation	**(48,692)**	(48,381)	**(585,596)**
Property, plant and equipment, net	**21,987**	24,110	**264,430**
Other assets:			
Intangible assets	**15,901**	16,687	**191,237**
Deferred tax assets (Note 14)	**473**	641	**5,694**
Other	**2,387**	2,525	**28,717**
Total other assets	**18,762**	19,854	**225,649**
Total assets	**¥ 103,769**	¥ 112,714	**$ 1,247,981**

The accompanying notes are an integral part of these consolidated financial statements.

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
LIABILITIES AND NET ASSETS			
Current liabilities:			
Short-term loans (Notes 9 and 10)	**¥ 20,643**	¥ 1,917	**$ 248,267**
Trade notes and accounts payable (Notes 9 and 22)	**23,704**	28,489	**285,086**
Accrued bonuses	**1,779**	1,236	**21,396**
Lease obligations (Note 10)	**385**	440	**4,639**
Accrued expenses (Note 22)	**6,818**	6,603	**81,998**
Accrued income taxes	**697**	1,052	**8,394**
Accrued warranty costs	**417**	748	**5,024**
Accrued disaster losses	**384**	—	**4,621**
Other current liabilities (Note 9)	**6,082**	5,358	**73,149**
Total current liabilities	**60,913**	45,848	**732,577**
Long-term liabilities:			
Long-term loans (Notes 9, 10 and 22)	**20,717**	44,239	**249,162**
Lease obligations (Note 10)	**349**	264	**4,208**
Accrued pension and severance costs (Note 11)	**9,874**	10,029	**118,756**
Deferred tax liabilities on revaluation of land (Note 13)	**644**	644	**7,749**
Deferred tax liabilities (Note 14)	**8**	14	**98**
Accrued retirement benefit for directors and corporate auditors	**194**	273	**2,339**
Accrued warranty costs	**375**	433	**4,521**
Asset retirement obligations (Note 18)	**139**	—	**1,681**
Other long-term liabilities	**1,822**	1,653	**21,912**
Total long-term liabilities	**34,127**	57,553	**410,429**
Commitments and contingencies			
Net assets:			
Shareholders' equity (Note 12):			
Common stock, no par value			
Authorized: 450,000,000 shares			
Issued: 282,744,185 shares at March 31, 2011 and 2010	**26,100**	26,100	**313,894**
Additional paid-in capital	**2,669**	2,669	**32,105**
Accumulated deficit (Note 23)	**(10,335)**	(11,592)	**(124,298)**
Treasury stock	**(124)**	(120)	**(1,492)**
Total shareholders' equity	**18,310**	17,057	**220,208**
Accumulated other comprehensive income:			
Net unrealized gains on revaluation of land (Note 13)	**939**	812	**11,295**
Net deferred (losses)/gains on hedge	**(7)**	(3)	**(90)**
Foreign currency translation adjustments	**(10,803)**	(8,822)	**(129,930)**
Net unrealized gains on other securities	**96**	68	**1,156**
Total accumulated other comprehensive income	**(9,775)**	(7,937)	**(117,569)**
Minority interests in subsidiaries	**194**	193	**2,334**
Total net assets	**8,728**	9,312	**104,973**
Total liabilities and net assets	**¥103,769**	¥112,714	**$1,247,981**

Consolidated Statements of Operations

	Year ended March 31			
	2011	2010	2009	**2011**
		(Millions of yen)		*(Thousands of U.S. dollars)*
Net sales	**¥ 178,318**	¥ 174,762	¥ 181,554	**$2,144,541**
Cost of sales	**149,646**	149,600	161,649	**1,799,722**
Gross profit	**28,671**	25,161	19,904	**344,818**
Selling, general and administrative expenses (Notes 15 and 20)	**23,735**	24,537	32,354	**285,454**
Operating income/(loss)	**4,936**	624	(12,449)	**59,364**
Other income:				
Interest and dividend income	**116**	85	194	**1,399**
Exchange gains, net	**—**	284	—	**—**
Gain on sales of property, plant and equipment	**165**	274	39	**1,989**
Gain on reimbursement of development costs	**—**	528	—	**—**
Gain on sales of subsidiary shares	**—**	190	—	**—**
Gain on reversal of patent fee for prior years	**137**	—	814	**1,655**
Reversal of allowance for doubtful accounts	**73**	—	—	**882**
Gain on reversal of purification cost	**—**	2	247	**—**
Equity in earnings of affiliates	**136**	46	189	**1,645**
Other	**384**	607	1,944	**4,619**
	1,013	2,021	3,429	**12,192**
Other expenses:				
IInterest expense (Note 22)	**626**	721	589	**7,537**
Expense related to patent	**—**	108	429	**—**
Exchange losses, net	**242**	—	1,434	**2,913**
Additional severance costs (Note 11)	**21**	51	343	**263**
Loss on sales and disposal of property, plant and equipment	**171**	111	93	**2,057**
Loss on disaster (Note 21)	**1,182**	—	—	**14,221**
Business structure improvement expenses (Note 11)	**600**	44	2,257	**7,219**
Cumulative effect on prior years of adopting the accounting standard for asset retirement obligations	**111**	—	—	**1,337**
Loss from transfer between retirement benefit plans	**—**	200	—	**—**
Impairment loss on fixed assets (Note 5)	**—**	36	12	**—**
Other	539	686	1,026	**6,492**
	3,495	1,960	6,187	**42,042**
Income/(loss) before income taxes and minority interests	**2,454**	684	(15,208)	**29,514**
Income taxes (Note14):				
Current	**1,013**	1,065	325	**12,185**
Deferred	**50**	(935)	4,450	**607**
	1,063	129	4,776	**12,792**
Income/(loss) before minority interests	**1,390**	555	(19,984)	**16,721**
Minority interests in subsidiaries	**7**	5	2	**88**
Net income/(loss)	**¥ 1,383**	¥ 549	¥ (19,987)	**$ 16,632**

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Comprehensive Income

	Year ended March 31			
	2011	2010	2009	**2011**
		(Millions of yen)		*(Thousands of U.S. dollars)*
Income/(loss) before minority interests	**¥ 1,390**	¥ 555	¥ (19,984)	**$ 16,721**
Other comprehensive income:				
Net unrealized gains/(losses) on other securities	**27**	203	(267)	**335**
Net deferred (losses)/gains on hedge	**(10)**	9	0	**(130)**
Foreign currency translation adjustments	**(1,924)**	(633)	(2,121)	**(23,145)**
Share of other comprehensive income of affiliates accounted for by the equity method	**(63)**	46	(60)	**(760)**
Total other comprehensive income	**(1,970)**	(375)	(2,448)	**(23,700)**
Comprehensive income	**¥ (580)**	¥ 179	¥ (22,433)	**$ (6,978)**

	Year ended March 31			
	2011	2010	2009	**2011**
		(Millions of yen)		*(Thousands of U.S. dollars)*
Comprehensive income attributable to:				
Shareholders	**¥ (581)**	¥ 163	¥ (22,407)	**$ (6,990)**
Minority interests	**0**	16	(26)	**11**

Consolidated Statements of Changes in Net Assets

		Shareholders' equity					Accumulated other comprehensive income						
	Number of common shares outstanding	Common stock	Additional paid-in capital	Accumulated deficit	Treasury stock	Total shareholders' equity	Net unrealized gains on revaluation of land	Net deferred gains/(losses) on hedge	Net unrealized gains/(losses) on other securities	Foreign currency translation adjustments	Accumulated other comprehensive income	Minority interests in subsidiaries	Total net assets
	(Thousands)						*(Millions of yen)*						
Balance at March 31, 2008	282,744	¥26,100	¥2,669	¥ 8,379	¥ (94)	¥37,054	¥ 813	¥ (6)	¥ 132	¥ (6,071)	¥ (5,132)	¥ 202	¥ 32,125
Effect of changes in accounting policies applied to overseas subsidiaries	–	–	–	31	–	31	–	–	–	–	–	–	31
Net loss	–	–	–	(19,987)	–	(19,987)	–	–	–	–	–	–	(19,987)
Dividends	–	–	–	(564)	–	(564)	–	–	–	–	–	–	(564)
Acquisition of treasury stock	–	–	–	–	(23)	(23)	–	–	–	–	–	–	(23)
Changes in:													
Items other than												–	
shareholders' equity	–	–	–	0	–	0	(0)	0	(267)	(2,153)	(2,419)	(26)	(2,446)
Balance at March 31, 2009	282,744	26,100	2,669	(12,141)	(117)	16,510	812	(5)	(134)	(8,224)	(7,552)	176	9,135
Net income	–	–	–	549	–	549	–	–	–	–	–	–	549
Acquisition of treasury stock	–	–	–	–	(2)	(2)	–	–	–	–	–	–	(2)
Changes in:													
Items other than shareholders' equity	–	–	–	–	–	–	–	9	203	(598)	(385)	16	(369)
Balance at March 31, 2010	282,744	26,100	2,669	(11,592)	(120)	17,057	812	3	68	(8,822)	(7,937)	193	9,312
Net income	**–**	**–**	**–**	**1,383**	**–**	**1,383**	**–**	**–**	**–**	**–**	**–**	**–**	**1,383**
Acquisition of treasury stock	**–**	**–**	**–**	**–**	**(3)**	**(3)**	**–**	**–**	**–**	**–**	**–**	**–**	**(3)**
Changes in:													
Items other than shareholders' equity	**–**	**–**	**–**	**(126)**	**–**	**(126)**	**126**	**(10)**	**27**	**(1,981)**	**(1,837)**	**0**	**(1,963)**
Balance at March 31, 2011	**282,744**	**¥26,100**	**¥2,669**	**¥ (10,335)**	**¥ (124)**	**¥18,310**	**¥ 939**	**¥ (7)**	**¥ 96**	**¥ (10,803)**	**¥ (9,775)**	**¥ 194**	**¥ 8,728**

		Shareholders' equity					Accumulated other comprehensive income						
	Number of common shares outstanding	Common stock	Additional paid-in capital	Accumulated deficit	Treasury stock	Total shareholders' equity	Net unrealized gains on revaluation of land	Net deferred gains/(losses) on hedge	Net unrealized gains/(losses) on other securities	Foreign currency translation adjustments	Accumulated other comprehensive income	Minority interests in subsidiaries	Total net assets
	(Thousands)						*(Thousands of U.S. dollars)*						
Balance at March 31, 2010	282,744	$313,894	$32,105	$ (139,411)	$(1,450)	$205,137	$ 9,776	$ 39	$ 820	$(106,101)	$ (95,465)	$ 2,322	$111,994
Net income	**–**	**–**	**–**	**16,632**	**–**	**16,632**	**–**	**–**	**–**	**–**	**–**	**–**	**16,632**
Acquisition of treasury stock	**–**	**–**	**–**	**–**	**(42)**	**(42)**	**–**	**–**	**–**	**–**	**–**	**–**	**(42)**
Changes in:													
Items other than shareholders' equity	**–**	**–**	**–**	**(1,519)**	**–**	**(1,519)**	**1,519**	**(130)**	**335**	**(23,829)**	**(22,103)**	**11**	**(23,611)**
Balance at March 31, 2011	**282,744**	**$313,894**	**$32,105**	**$(124,298)**	**$(1,492)**	**$220,208**	**$ 11,295**	**$ (90)**	**$ 1,156**	**$(129,930)**	**$(117,569)**	**$ 2,334**	**$ 104,973**

Consolidated Statements of Cash Flows

	2011	2010	2009	2011
	Year ended March 31			
	(Millions of yen)			(Thousands of U.S. dollars)
Cash flows from operating activities:				
Income/(loss) before income taxes and minority interests	**¥ 2,454**	¥ 684	¥ (15,208)	**$ 29,514**
Adjustments to reconcile income/(loss) before income taxes and minority interests to cash flows from operating activities:				
Depreciation and amortization	**6,886**	7,876	7,812	**82,816**
Amortization of goodwill	**915**	915	1,001	**11,014**
Equity in earnings of affiliates	**(136)**	(46)	(189)	**(1,645)**
(Decrease)/increase in allowance for doubtful accounts	**(126)**	45	(108)	**(1,516)**
(Decrease)/increase in accrued pension and severance costs, less payment	**(142)**	824	(1,325)	**(1,710)**
Decrease in accrued retirement benefit for directors and corporate auditors	**(79)**	(15)	(141)	**(952)**
Decrease in accrued warranty costs	**(294)**	(696)	(1,205)	**(3,546)**
Interest and dividend income	**(116)**	(85)	(194)	**(1,399)**
Interest expense	**626**	721	589	**7,537**
Gain on sales of property, plant and equipment	**(165)**	(274)	(39)	**(1,989)**
Gain on sales of subsidiary shares	**—**	(190)	—	**—**
Loss on sales and disposal of property, plant and equipment	**171**	111	93	**2,057**
Impairment loss on fixed assets	**—**	36	12	**—**
Loss on disaster	**1,182**	—	—	**14,221**
Business structure improvement expenses	**600**	44	2,257	**7,219**
Changes in assets and liabilities:				
Notes and accounts receivable	**832**	(2,749)	20,483	**10,017**
Inventories	**(788)**	3,314	505	**(9,487)**
Notes and accounts payable	**(2,795)**	6,480	(13,254)	**(33,619)**
Other, net	**1,248**	(3,285)	(2,763)	**15,020**
Sub-total	**10,273**	13,713	(1,673)	**123,551**
Interest and dividend received	**140**	109	244	**1,684**
Interest paid	**(636)**	(723)	(591)	**(7,651)**
Income taxes paid	**(1,217)**	(718)	(830)	**(14,644)**
Net cash provided by/(used in) operating activities	**8,559**	12,381	(2,851)	**102,940**
Cash flows from investing activities:				
Increase in time deposits	**—**	—	(391)	**—**
Decrease in time deposits	**—**	357	41	**—**
Payment for purchases of property, plant and equipment	**(2,415)**	(1,946)	(5,796)	**(29,048)**
Proceeds from sales of property, plant and equipment	**127**	480	117	**1,529**
Payment for purchases of intangible assets	**(3,364)**	(2,926)	(4,030)	**(40,459)**
Proceeds from sales of investments in securities	**39**	192	212	**479**
Proceed from sales of investments in subsidiary resulting in change in scope of consolidation	**—**	301	—	**—**
Increase in loans receivable	**(29,060)**	(3,539)	(1,532)	**(349,493)**
Decrease in loans receivable	**28,955**	3,754	1,815	**348,227**
Other, net	**(50)**	(24)	(557)	**(606)**
Net cash used in investing activities	**(5,768)**	(3,350)	(10,121)	**(69,370)**
Cash flows from financing activities:				
Decrease in short-term loans, net	**(1,225)**	(7,392)	(3,952)	**(14,737)**
Repayment of finance lease obligations	**(523)**	(439)	(202)	**(6,292)**
Proceeds from long-term loans	**—**	12,200	32,000	**—**
Repayment of long-term loans	**(3,489)**	(12,097)	(17,242)	**(41,970)**
Cash dividends	**—**	—	(564)	**—**
Other, net	**(3)**	(2)	(23)	**(42)**
Net cash (used in)/provided by financing activities	**(5,242)**	(7,731)	10,014	**(63,043)**
Effect of exchange rate changes on cash and cash equivalents	**(320)**	(145)	(566)	**(3,851)**
Net (decrease)/increase in cash and cash equivalents	**(2,771)**	1,153	(3,524)	**(33,325)**
Cash and cash equivalents at beginning of year	**10,192**	9,039	12,563	**122,577**
Cash and cash equivalents at end of year (Note 16)	**¥ 7,421**	¥ 10,192	¥ 9,039	**$ 89,252**

The accompanying notes are an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements

March 31, 2011

1. Basis of presenting consolidated financial statements

Clarion Co., Ltd. ("Clarion") and its subsidiaries in Japan maintain their records and prepare their financial statements in accordance with accounting principles generally accepted in Japan, while its overseas subsidiaries maintain their records in conformity with accounting principles generally accepted in their respective countries of domicile. Effective April 1, 2008, Clarion adopted the "Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements (PITF No. 18)." In accordance with PITF No. 18, the accompanying consolidated financial statements for the year ended March 31, 2009 have been prepared by using the accounts of foreign consolidated subsidiaries prepared in accordance with either International Financial Reporting Standards (IFRS) or accounting principles generally accepted in the United States as adjusted for certain items. Until March 31, 2008, the accompanying consolidated financial statements had been prepared by using the accounts of foreign consolidated subsidiaries prepared in accordance with accounting principles generally accepted in their countries domicile. The accompanying consolidated financial statements of Clarion, its subsidiaries and affiliates (collectively, "the Company") are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to the application of and disclosure requirements of IFRS, and are compiled from consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Law of Japan.

The accompanying consolidated financial statements include certain reclassifications and rearrangements in order to present them in a form that is more familiar to readers outside Japan. In addition, the notes to the consolidated financial statements include information that is not required under generally accepted accounting principles and practices in Japan, but which is provided herein as additional information. None of the reclassifications nor rearrangements have a material effect on the consolidated financial statements.

Certain notes and amounts previously reported have been rearranged and reclassified to conform to the current year presentation.

The amounts presented in millions of yen are truncated for amounts less than 1 million. Totals may not add up exactly because of such truncation.

2. Summary of significant accounting policies

(1) Consolidation and investments in affiliates

The accompanying consolidated financial statements include the accounts of Clarion and its subsidiaries that are controlled by Clarion. Under the effective control approach, all majority-owned companies are to be consolidated. Additionally, companies in which share ownership equals 50% or less may be required to be consolidated in cases where such companies are effectively controlled by other companies through the interests held by a party who has a close relationship with the parent company in accordance with accounting standards generally accepted in Japan. All significant intercompany transactions and accounts and unrealized intercompany profits are eliminated in consolidation.

Investments in affiliates in which Clarion has significant influence are accounted for using the equity method. Net income in the accompanying consolidated statements of operations includes Clarion's equity in earnings or losses of affiliates after elimination of unrealized intercompany profits.

A difference in fiscal periods of Clarion and its subsidiaries does not by itself justify the exclusion of a subsidiary from consolidation. As the difference is not more than three months, it is acceptable to use, for consolidation purposes, the subsidiaries' financial statements for their fiscal periods. For significant transactions during the period between those subsidiaries' fiscal year-end and the balance sheet date of Clarion, necessary adjustments are made in the consolidated financial statements.

The excess of the cost over the underlying fair value of investments in subsidiaries is recognized as goodwill. Goodwill relating to Mexican subsidiaries is being amortized over a period of 20 years.

(2) Translation of foreign currency transactions and balances

Foreign currency transactions are generally translated using foreign exchange rates prevailing at the transaction dates. Assets and liabilities denominated in foreign currencies are translated at the current exchange rates at the balance sheet date.

All assets and liabilities of overseas subsidiaries are translated at current rates at the respective balance sheet dates whereas shareholders' equity is translated at historical rates and all income and expense accounts are translated at average rates for the respective periods.

(3) Cash and cash equivalents

Cash and cash equivalents in the consolidated statements of cash flows is comprised of cash on hand, bank deposits able to be withdrawn on demand, and short-term highly liquid investments with original maturities of three months or less, which represent a minor risk of fluctuations in value.

(4) Financial instruments

(a) Securities

Investments in debt and equity securities are classified into three categories: 1) trading securities, 2) held-to-maturity debt securities, and 3) other securities.

These categories are treated differently for the purpose of measuring and accounting for changes in fair value.

Trading securities are held for the purpose of generating profits from changes in market value and are recognized at their fair value in the consolidated balance sheets. Unrealized gains and losses are included in current income. Held-to-maturity debt securities are expected to be held to maturity and are recognized at historical or amortized cost in the consolidated balance sheets. Other securities, for which market quotations are available, are recognized at fair value in the consolidated balance sheets. Unrealized gains and losses on these other securities were classified as a separate component of net assets at a net-of-tax amount. Cost of securities sold is determined by the moving average method.

Other securities for which market quotations are unavailable are stated at cost, based on the weighted-average cost method.

(b) Derivative financial instruments

All derivatives are stated at fair value, with changes in fair value charged to current income for the period in which they arise, except for derivatives that are designated as "hedging instruments" (see (c) Hedge accounting below).

(c) Hedge accounting

The Company has a policy to utilize hedging instruments to reduce their exposure to the risk of fluctuation in foreign currency exchange rates.

Gains or losses arising from changes in fair value of the derivatives designated as "hedging instruments" are deferred as a separate component of net assets at a net-of-tax amount and charged to income in the same period the gains and losses on the hedged items or transactions are recognized. The derivatives designated as hedging instruments by the Company are principally forward foreign currency exchange contracts.

(5) Allowance for doubtful accounts

The allowance for doubtful accounts is calculated based on the aggregate amount of estimated credit losses for specific receivables, in addition to an amount calculated using historical write-off experience from certain prior periods for receivables other than specific receivables.

(6) Inventories

For Clarion and its domestic subsidiaries, inventories are stated at cost determined by the weighted-average method and supplies are stated at cost, which is determined by last purchase price method. The amount shall be carried at cost on the balance sheets. In the case that the net selling value falls below cost at the end of the period, inventories shall be carried at the net selling value on the balance sheets, regarded as decreased profitability of assets. As for overseas subsidiaries, inventories are stated at the lower of cost, which is mainly determined by the first-in, first-out method, or market.

(7) Property, plant and equipment (Except for lease assets)

Property, plant and equipment, including significant renewals and improvements, are carried at cost less accumulated depreciation. Maintenance and repairs, including minor renewals, are charged to income as incurred.

For Clarion and its domestic subsidiaries, depreciation, except for dies, is computed under the declining-balance method at rates based on the estimated useful lives of the assets, which are prescribed by the Corporation Tax Law of Japan. For buildings acquired by Clarion and some of the domestic subsidiaries on or after April 1, 1998, depreciation is computed under the straight-line method. Dies, included in machinery and equipment, are depreciated under the straight-line method over the estimated useful lives of the assets for Clarion, and its domestic subsidiary. For overseas subsidiaries, depreciation is computed under the straight-line method.

(8) Intangible assets (Except for lease assets)

Intangible assets, including goodwill and capitalized software costs, are carried at cost less accumulated amortization.

Goodwill represents the excess of purchase price and related cost over the fair value of the business acquired and is amortized over a period of 10 years by Clarion.

Capitalized software costs consist of costs of purchased or developed software. Software for internal use is amortized by the straight-line method over its estimated useful lives 5 years.

(9) Lease assets

Depreciation of the finance leases which do not transfer ownership is calculated based on the straight-line method over the lease term of the assets with no residual value.

(10) Impairment of fixed assets

The accumulated impairment loss is deducted from the net book value of each asset.

(11) Accrued bonuses

Accrued bonuses to employees are provided at the estimated amounts, which Clarion and some of its subsidiaries expect to pay to employees after the fiscal year-end, based on services provided during the current period.

(12) Accrued pension and severance costs

For Clarion and some of its subsidiaries, accrued pension and severance costs are stated at an amount calculated based on the projected benefit obligation and the fair value of pension plan assets as adjusted for unrecognized net obligation at transition, unrecognized actuarial differences and unrecognized prior service costs. Unrecognized actuarial differences of Clarion and its domestic subsidiaries are amortized on a straight-line basis over a period of 7 to 13 years commencing the year following the year in which they arise. Unrecognized prior service costs of Clarion are amortized on a straight-line basis over a period of 13 years which is within the average remaining years of services of employees.

Clarion changed its retirement benefit plan as of April 30, 2010 from previous defined benefit plan and retirement lump sum grants to defined benefit plan, retirement lump sum grants and defined contribution pension plan.

The effect of this transfer on the Company's consolidated results of operations for the fiscal year ended March 31, 2010 is 200 million yen and it is posted in other expenses as "Loss from Transfer between Retirement Benefit Plans" in accordance with “Accounting Standard for Transfer between Retirement Benefit Plans” (the Accounting Standards Board of Japan (ASBJ) Guidance No.1) and “Practical Solution on Accounting for Transfer between Retirement Benefit Plans” (PITF No. 2).

(13) Accrued warranty costs

For Clarion and some of its subsidiaries, accrued warranty costs are provided based on historical experience of such expense.

(14) Accrued retirement benefit for directors and corporate auditors

Accrued retirement benefit for directors and corporate auditors have been made for the vested benefits to which they are entitled. In line with the approval at the General Shareholders’ Meeting held on June 25, 2008, the Company has ceased the additional accruals.

(15) Accrued disaster losses

For Clarion and its domestic subsidiary, accrued disaster losses are provided at the estimated amounts necessary to cover restoration costs for the property, plant and equipment damaged by the Great East Japan Earthquake.

(16) Research and development costs

Research and development costs are expensed as incurred.

(17) Income taxes

The provision for income taxes is computed based on income before income taxes and minority interests in the consolidated statements of operations. The asset and liability approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the tax basis of assets and liabilities and their reported amount in the financial statements.

Clarion obtained approval from the National Tax Agency in Japan to file under a consolidated tax return system effective the year beginning April 1, 2002. Clarion has adopted the consolidated tax return system for the calculation of income taxes since the year ended March 31, 2003. Under the consolidated tax return system, Clarion consolidates all wholly-owned domestic subsidiaries based on the Japanese tax regulations.

(18) Revenue recognition

Sales are generally recognized at the time goods are delivered to customers.

(19) Amount per share

Basic net income/(loss) per share is computed based on the net income/(loss) available for distribution to shareholders of common stock and weighted-average number of shares of common stock outstanding during the year. Diluted net income per share is computed based on the net income available for distribution to the shareholders and the weighted-average number of shares of common stock outstanding during each year after giving effect to the dilutive potential of shares of common stock to be issued upon the conversion of convertible bonds or the exercise of warrants.

Net assets per share is computed based on the net assets available for distribution to shareholders of common stock and the number of shares of common stock outstanding at the balance sheet date.

3. Accounting changes

(1) Adoption of the accounting standard for asset retirement obligations

Effective from the year ended March 31, 2011, Clarion and its domestic subsidiaries have applied “Accounting Standard for Asset Retirement Obligations” (ASBJ Statement No. 18 issued on March 31, 2008) and its “Implementation Guidance” (ASBJ Guidance No. 21 issued on March 31, 2008). As a result of this change, operating income and income before income taxes and minority interests for the year ended March 31, 2011 decreased by ¥72 million ($874 thousand) and ¥148 million ($1,782 thousand), respectively, compared with those would have been recorded under previous method.

(2) Adoption of the accounting standard for presentation of comprehensive income

Effective from the year ended March 31, 2011, the Company has applied “Accounting Standard for Presentation of Comprehensive Income” (ASBJ Statement No. 25 issued on June 30, 2010). The consolidated statements of comprehensive income have been included in the consolidated financial statements from the fiscal year ended March 31, 2011. Information for fiscal years ended March 31, 2009 and 2010 has also been included for comparative purpose.

(3) Changes in disclosure about segments of an enterprise and related information

Effective from the year ended March 31, 2011, the Company has applied “Accounting Standard for Disclosures about Segments of an Enterprise and Related Information” (ASBJ Statement No. 17 issued on March 27, 2009) and its implementation guidance (ASBJ Guidance No. 20 issued on March 21, 2008). The accounting standard and its implementation guidance follow the management approach adopted in IFRS and generally accepted accounting principles in the United States (USGAAP) as the segment reporting method.

Disclosure about segments of an enterprise and related information provides accurate information on the nature of various business activities in which a company is engaged and the economic environments in which it operates, so that users of financial statements can understand the enterprise’s performance and properly evaluate future cash flow projections.

An enterprise shall identify operating segments as units of segment reporting. An operating segment is a component of an enterprise:

– that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise.)

– whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and

– for which discrete financial information is available.

The term "chief operating decision maker" identifies a function, which is to allocate resources to and the performance of operating segments of an enterprise. An enterprise reports separately information about each operating segment that has been identified, or results from aggregating two or more of those segments in accordance with aggregation criteria, and exceeds the quantitative thresholds.

The Company mainly produces and sells car audio-visual equipment in the regions and countries of Japan, Americas, Asia and Australia and Europe. Each domestic and overseas subsidiary is independent management unit, and forms comprehensive strategy for the products to be handled in each area and develops business activities. Considering these criteria, the Company is composed of geographic segments based on the organization of production and sales. The Company's reportable segments are "Japan, Americas, Asia and Australia and Europe."

4. U.S. dollar amounts

U.S. dollar amounts stated in the consolidated financial statements are included solely for convenience of readers outside Japan. The rate of ¥83.15 = US$1, the approximate rate of exchange as of March 31, 2011, has been used in translation. These translations should not be construed as representations that the Japanese yen amounts actually represent, or have been or could be converted into U.S. dollars. The amounts presented in thousands of U.S. dollars are truncated for amounts less than 1 thousand. Totals may not be added up exactly because of such truncation.

5. Impairment loss on fixed assets

The Company has recognized impairment loss of ¥36 million, ¥12 million, for the following group of assets as of March 31, 2010 and 2009 respectively.

Location	Use	Category	Impairment loss			
			2011	2010	2009	**2011**
			(Millions of yen)			*(Thousands of U.S. dollars)*
Kumamoto-shi, Kumamoto Prefecture and other	Other	Land	**—**	¥ 36	—	**—**
Yonago-shi, Tottori Prefecture	Other	Land	**—**	—	¥ 12	**—**

The Company assessed impairment of each group of assets, which are grouped on the basis of managerial accounting and for investment decision-making purposes.

Due to the decline mainly in real estate value, operating profitability has worsened substantially. Therefore, the Company has decided to mark the assets down to the recoverable value, and recognized impairment loss of ¥36 million, ¥12 million for the years ended March 31, 2010 and 2009, respectively which comprises of land totaling ¥36 million, ¥12 million.

The recoverable value is mainly determined as publicly-assessed land value or the appraisal value.

6. Inventories

Inventories as of March 31, 2011 and 2010 consisted of the following:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Finished goods	**¥11,996**	¥12,643	**$144,269**
Work in process	**859**	887	**10,341**
Raw materials and supplies	**7,971**	7,688	**95,865**
Total	**¥20,827**	¥21,219	**$250,476**

7. Marketable securities and investments in securities

The aggregate cost and fair value of other securities, which were included in investments in securities as of March 31, 2011 and 2010, are as follows:

	March 31, 2011			
		Gross unrealized		
	Cost	Gain	Loss	Fair value (carrying value)
		(Millions of yen)		
Equity securities	**¥ 982**	**¥ 219**	**¥ (122)**	**¥ 1,079**
Debt securities	**—**	**—**	**—**	**—**
Other	**—**	**—**	**—**	**—**
Total	**¥ 982**	**¥ 219**	**¥ (122)**	**¥ 1,079**

	March 31, 2010			
		Gross unrealized		
	Cost	Gain	Loss	Fair value (carrying value)
		(Millions of yen)		
Equity securities	¥ 1,001	¥ 159	¥ (80)	¥ 1,080
Debt securities	—	—	—	—
Other	—	—	—	—
Total	¥ 1,001	¥ 159	¥ (80)	¥ 1,080

	March 31, 2011			
		Gross unrealized		
	Cost	Gain	Loss	Fair value (carrying value)
		(Thousands of U.S. dollars)		
Equity securities	**$ 11,813**	**$ 2,640**	**$ (1,468)**	**$ 12,986**
Debt securities	**—**	**—**	**—**	**—**
Other	**—**	**—**	**—**	**—**
Total	**$ 11,813**	**$ 2,640**	**$ (1,468)**	**$ 12,986**

Other securities sold for the years ended March 31, 2011, 2010 and 2009 are as follows:

	Year ended March 31			
	2011	2010	2009	**2011**
		(Millions of yen)		(Thousands of U.S. dollars)
Sales amount	**¥ 39**	¥ 192	¥ 212	**$ 479**
Total gain on sales	**—**	25	—	**—**
Total loss on sales	**—**	—	(27)	**—**

At March 31, 2011 and 2010, the carrying value of the securities classified as other securities for which market quotation were unavailable were as follows:

	March 31		
	2011	2010	**2010**
	(Millions of yen)		(Thousands of U.S. dollars)
Other securities			
Unlisted equity securities	**¥ 52**	¥ 52	**$ 628**
Others	**258**	332	**3,110**

8. Fair values of derivative financial instruments

(1) Summarized below are the national amounts and the estimated fair value of the derivative instruments outstanding at March 31, 2011 and 2010, for which hedged accounting has not been applied.

	March 31, 2011		
	Contract amount	Fair value	Unrealized gain/(loss)
		(Millions of yen)	
Forward foreign exchange contracts:			
Selling			
U.S. dollar	**¥ 2,212**	**¥ (33)**	**¥ (33)**
Euro	**1,612**	**(88)**	**(88)**
Canadian dollar	**67**	**(1)**	**(1)**
Australian dollar	**24**	**(0)**	**(0)**
Buying			
U.S. dollar	**3,449**	**60**	**60**
Euro	**287**	**6**	**6**
Canadian dollar	**33**	**0**	**0**
British pound	**104**	**2**	**2**
Total unrealized loss from forward foreign currency exchange contracts			**¥ (53)**

	March 31, 2010		
	Contract amount	Fair value	Unrealized gain/(loss)
		(Millions of yen)	
Forward foreign exchange contracts:			
Selling			
U.S. dollar	¥ 1,799	¥ 1,825	¥ (26)
Euro	1,274	1,235	38
Canadian dollar	22	22	(0)
Buying			
U.S. dollar	1,985	1,996	10
Euro	37	37	0
British pound	138	140	2
Total unrealized loss from forward foreign currency exchange contracts			¥ 24

	March 31, 2011		
	Contract amount	Fair value	Unrealized gain/(loss)
		(Thousands of U.S. dollars)	
Forward foreign exchange contracts:			
Selling			
U.S. dollar	**$ 26,603**	**$ (399)**	**$ (399)**
Euro	**19,392**	**(1,066)**	**(1,066)**
Canadian dollar	**810**	**(13)**	**(13)**
Australian dollar	**300**	**(9)**	**(9)**
Buying			
U.S. dollar	**41,486**	**727**	**727**
Euro	**3,459**	**73**	**73**
Canadian dollar	**402**	**9**	**9**
British pound	**1,256**	**30**	**30**
Total unrealized loss from forward foreign currency exchange contracts			**$ (647)**

(2) Summarized below are the national amounts and the estimated fair value of the derivative instruments outstanding at March 31, 2011 and 2010, for which hedged accounting has been applied.

	March 31, 2011		
	Contract amount	Fair value	Unrealized gain/(loss)
		(Millions of yen)	
Forward foreign exchange contracts:			
Selling			
Euro	**¥512**	**¥ (13)**	**¥ (13)**
Buying			
U.S. dollar	**450**	**6**	**6**
Total unrealized loss from forward foreign currency exchange contracts			**¥ (7)**

	March 31, 2010		
	Contract amount	Fair value	Unrealized gain/(loss)
Forward foreign exchange contracts:		*(Millions of yen)*	
Selling			
Euro	¥ 220	¥ 224	¥ (3)
Buying			
U.S. dollar	316	326	9
Total unrealized gain from forward foreign currency exchange contracts			¥ 5

	March 31, 2011		
	Contract amount	Fair value	Unrealized gain/(loss)
Forward foreign exchange contracts:		*(Thousands of U.S. dollars)*	
Selling			
Euro	**$ 6,164**	**$ (167)**	**$ (167)**
Buying			
U.S. dollar	**5,411**	**77**	**77**
Total unrealized loss from forward foreign currency exchange contracts			**$ (90)**

9. Financial instruments

Effective the year ended March 31, 2010, "Accounting Standard for Financial Instruments" (ASBJ Statement No. 10 issued on March 10, 2008) and "Guidance on Disclosures about Fair Value of Financial Instruments (ASBJ Guidance No. 19 issued on March 10, 2008) are applied.

(1) Matters regarding financial instruments

(a) Policy regarding the handling of financial instruments

The group procures necessary funds based on management plans mainly through borrowings from banks or the parent company. Temporary surplus funds are retained in the form of financial assets with high liquidity. The Company makes use of derivatives in order to avoid potential risks as stated below, and as a policy it does not engage in speculative transactions.

(b) Description of financial instruments and respective risks

Trade notes and accounts receivable are exposed to credit risks of customers. Trade accounts receivable denominated in foreign currencies are exposed to risk of exchange rate fluctuation. In order to mitigate such exchange risk, the Company enters into hedging transactions based on the expected sales transacted in foreign currencies through forward exchange contracts.

Investments in securities are primarily shares in companies with which the Company has business relationships and these are exposed to risk of changes in market prices.

Most notes payable and accounts payable, which are trade debts, are settled within 4 months. Part of such trade debts is denominated in foreign currencies and is exposed to risk of exchange rate fluctuation. In order to mitigate such exchange risk, hedges of expected transactions are entered into through forward exchange contracts.

Derivative transactions such as forward exchange contracts for the purpose of hedging against exchange rate fluctuation risk for trade accounts receivable and payable denominated in foreign currencies are utilized by the Company.

(c) Systems and organizations for managing risk in connection with financial instruments

-1) Credit risks (Contract defaults etc., by trade partners)

The sales administration department regularly monitors trade partners in connection with outstanding receivables in accordance with policy of credit administration. With these processes, due dates as well as balances of all trade partner are controlled in addition to the detection and mitigation of possible collection risks due to any deterioration in credit situation. Consolidated subsidiaries pursue procedures based on the Company's policy of credit administration.

With regard to derivative transactions, there is little risk of default of contract as the counterparties are financial institutions with high credit ratings.

-2) Market risks (Fluctuation risks of exchange rates and/or interest rates)

Risks are hedged in connection with trade receivables and payables in foreign currencies, in principle making use of forward exchange contracts based on monthly transaction amounts by type of currencies. The amount of investments in securities held by the Company is reviewed taking into consideration the relationships with trade partners as well as the overall market situation.

With regard to execution and administration of derivative transactions, administration policies are in place which provide for, among others, authorization for such. The departments in charge carry out such process of obtaining approvals from personnel responsible for authorizing transactions. Monthly amounts of such transactions are reported at the Corporate Management Meetings.

-3) Liquidity risks in connection with fund procurement (risks of failure to make payments on due dates)

The responsible department in the Company controls/administers liquidity by making/updating plans of cash receipts and payments based on reports from each department in a timely manner as well as through maintenance of liquidity on hand.

(2) Fair values of financial instruments

Amounts on the balance sheet, fair value and differences as of March 31, 2011 and 2010 are as follows:

	March 31,2011		
	Carrying value	Fair value	Difference
		(Millions of yen)	
(1) Cash on hand and in banks	**¥ 7,421**	**¥ 7,421**	**–**
(2) Trade notes and accounts receivable (*1)	**24,654**	**24,654**	**–**
(3) Investments in securities			
Other securities	**1,079**	**1,079**	**–**
(4) Trade notes and accounts payable	**(23,704)**	**(23,704)**	**–**
(5) Short-term loans	**(20,643)**	**(20,643)**	**–**
(6) Other accounts payable	**(5,369)**	**(5,369)**	**–**
(7) Long-term loans	**(20,717)**	**(20,717)**	**–**
(8) Derivative transactions (*2)	**(61)**	**(61)**	**–**

	March 31,2010		
	Carrying value	Fair value	Difference
		(Millions of yen)	
(1) Cash on hand and in banks	¥ 10,192	¥ 10,192	–
(2) Trade notes and accounts receivable (*1)	27,205	27,205	–
(3) Investments in securities			
Other securities	1,080	1,080	–
(4) Trade notes and accounts payable	(28,489)	(28,489)	–
(5) Short-term loans	(1,917)	(1,917)	–
(6) Other accounts payable	(4,786)	(4,786)	–
(7) Long-term loans	(44,239)	(44,239)	–
(8) Derivative transactions (*2)	24	24	–

	March 31,2011		
	Carrying value	Fair value	Difference
		(Thousands of U.S. dollars)	
(1) Cash on hand and in banks	**$ 89,252**	**$ 89,252**	**–**
(2) Trade notes and accounts receivable (*1)	**296,503**	**296,503**	**–**
(3) Investments in securities			
Other securities	**12,986**	**12,986**	**–**
(4) Trade notes and accounts payable	**(285,086)**	**(285,086)**	**–**
(5) Short-term loans	**(248,267)**	**(248,267)**	**–**
(6) Other accounts payable	**(64,580)**	**(64,580)**	**–**
(7) Long-term loans	**(249,162)**	**(249,162)**	**–**
(8) Derivative transactions (*2)	**(737)**	**(737)**	**–**

(*1) Amount is after deduction of general and individual allowance for doubtful accounts.
(*2) The values of assets and liabilities arising from derivatives are shown at net value, and with the amount in parentheses representing net liability position.
* Amounts stated as liabilities are in parentheses.

Notes:

Calculation of fair values of financial instruments, securities and derivative transactions

(1) Cash on hand and in banks and (2) Trade notes and accounts receivable

Since these items are settled in a short period of time, their carrying value approximates fair value.

(3) Investments in securities

The fair value is in accordance with market prices at security exchange.

(4) Trade notes and accounts payable, (5) Short-term loans and (6) Other accounts payable

Since these items are settled in a short period of time, their carrying value approximates fair value.

(7) Long-term loans

Since floating rates of interest are applied to long-term loans, the interest rates are changed periodically. Therefore, their carrying value approximates fair value.

(8) Derivative transactions

Please refer to Note 2 (4)(c).

10. Short-term and long-term debt

Short-term and long-term debt as of March 31, 2011 and 2010 consisted of the following:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Short-term loans	**¥ 352**	¥ 1,624	**$ 4,241**
Current portion of long-term loans	**20,290**	293	**244,025**
Current portion of long-term lease obligations	**385**	440	**4,639**
Total short-term debt	**21,029**	2,358	**252,907**
Long-term loans	**20,717**	44,239	**249,162**
Long-term lease obligations	**349**	264	**4,208**
Total long-term debt	**21,067**	44,503	**253,370**
Total	**¥42,096**	¥46,862	**$506,277**

The weighted-average rates for short-term loans, current portion of long-term loans and long-term loans as of March 31, 2011 were 1.79%, 1.61% and 0.94%, respectively.

The weighted-average rates for lease obligations were not presented because the amounts before deducting interest expenses were booked on consolidated balance sheet.

The maturity of long-term debt from banks, insurance companies and lease companies is as follows.

Year ending March 31	*(Millions of yen)*	*(Thousands of U.S. dollars)*
2012	¥20,676	$ 248,665
2013	453	5,458
2014	387	4,660
2015	20,106	241,810
2016	80	970

As of March 31, 2011 and 2010, assets pledged as collateral for short-term and long-term loans are as follow:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Buildings and structures, net	**¥334**	¥402	**$ 4,020**
Machinery and equipment, net	**1**	6	**14**
Land	**90**	101	**1,090**
Total	**¥426**	¥510	**$ 5,125**

Secured loans as of March 31, 2011 and 2010 are as follows:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Short-term loans	**¥ 40**	¥ 43	**$ 490**
Long-term loans	**217**	289	**2,620**
Total	**¥258**	¥332	**$ 3,110**

11. Accrued retirement benefits to employees

Clarion changed its retirement benefit plan as of April 30, 2010 from previous defined benefit plan and retirement lump sum grants to defined benefit plan, retirement lump sum grants and defined contribution pension plan.

Some of the domestic subsidiaries maintain tax qualified pension plans and employees' severance indemnities plans as defined benefit pension plans, and other domestic subsidiaries and some of the overseas subsidiaries have employees' severance indemnities plans as defined benefit pension plans. In addition, some overseas subsidiaries have defined contribution pension plans.

The funded status of retirement benefit plans as of March 31, 2011 and 2010 were as follows:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Projected benefit obligations	**¥(12,981)**	¥(14,433)	**$(156,121)**
Plan assets at fair value	**2,608**	2,419	**31,373**
Securities contributed to employee retirement benefit trust	**276**	291	**3,322**
Unfunded status	**(10,096)**	(11,722)	**(121,426)**
Unrecognized actuarial differences	**238**	1,298	**2,866**
Unrecognized prior service costs due to plan amendment	**(16)**	393	**(196)**
Accrued pension and severance costs	**¥ (9,874)**	¥(10,029)	**$(118,756)**

Net periodic pension expense relating to the retirement benefits for the years ended March 31, 2011, 2010 and 2009 were as follows:

	Year ended March 31			
	2011	2010	2009	**2011**
	(Millions of yen)			*(Thousands of U.S. dollars)*
Service cost	**¥ 709**	¥ 883	¥ 942	**$ 8,527**
Interest cost	**262**	285	350	**3,159**
Expected return on plan assets	**(50)**	(50)	(69)	**(602)**
Amortization of unrecognized net obligation at transition	**—**	17	14	**—**
Amortization of unrecognized prior service costs due to plan amendment	**13**	44	44	**164**
Amortization of unrecognized actuarial difference	**227**	460	171	**2,738**
Net periodic pension expense	**1,162**	1,640	1,452	**13,986**
Other (*)	**119**	—	—	**1,436**
Total	**¥1,282**	¥1,640	¥1,452	**$15,422**

* Other is contribution of annuity premium to defined contribution pension plan.

In addition to the above, extra employees' severance indemnities of ¥141 million ($1,705 thousand), ¥51 million and ¥343 million were included in additional severance costs for the periods ended March 31, 2011, 2010 and 2009, respectively.

Assumptions used in calculating the above information were as follows:

	Year ended March 31		
	2011	2010	2009
Discount rates	**1.6~2.0%**	1.5~2.1%	2.0~2.3%
Expected rates of return on plan assets	**2.0~2.1%**	2.0~3.8%	2.0~4.0%
Amortization period for unrecognized prior service costs due to plan amendment	**13 years**	13 years	13 years
Amortization period for unrecognized actuarial difference	**7~13 years**	7~15 years	7~15 years
Amortization period for unrecognized net obligation at transition	**—**	10 years	10 years

12. Shareholders' equity

The Corporation Law of Japan provides that an amount equal to 10% of the amount to be disbursed as distributions of capital surplus (other than the capital reserve) and retained earnings (other than the legal reserve) be transferred to the capital reserve and the legal reserve, respectively, until the sum of the capital reserve and the legal reserve 25% of the capital stock account. Such distributions can be made at any time by resolution of the shareholders, or by the Board of Directors if certain conditions are met, but neither the capital reserve nor the legal reserve is available for distributions.

13. Revaluation of land used for business operations in accordance with the Land Revaluation Law

In accordance with Article 119 of 1998 Cabinet Order – Article 2-1 of the Enforcement Ordinance relating to the Land Revaluation Law, revaluation is performed by the method of calculating land value for the standard basis of land in accordance with the Law for Government Appraisal of Land Prices. Under Article 2-4 of the Enforcement Ordinance, revaluation is performed by using the method of calculating land value for a taxable basis of the Land Value Tax amounts along with reasonable adjustments, such as shape of the land and accessibility, in accordance with the Article 16 of the Land-Holding Tax Law. This method is established and published by the Director General of the National Tax Administration, and the land is valued by the real estate appraiser in accordance with Article 2-5. As a result, deferred income taxes on revaluation of land is recorded as liabilities and net unrealized gain on revaluation of land, net of tax, was recorded as a component of net assets.

As of March 31, 2011 and 2010, the differences between fair value and carrying amount after revaluation dated March 31, 2001 were as follows:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Difference between fair value and carrying amount after revaluation	**¥(1,195)**	¥(1,148)	**$(14,382)**

14. Income taxes

Significant components of the Company's deferred tax assets and liabilities as of March 31, 2011 and 2010 were as follows:

	March 31		
	2011	2010	**2011**
Deferred tax assets:	*(Millions of yen)*		*(Thousands of U.S. dollars)*
Net operating tax loss carryforwards	**¥ 9,126**	¥ 10,021	**$ 109,754**
Accrued pension and severance costs	**4,040**	4,041	**48,594**
Accrued warranty cost	**222**	346	**2,679**
Loss on devaluation of inventories	**634**	638	**7,632**
Loss on devaluation of marketable securities	**507**	488	**6,101**
Accrued expenses	**660**	877	**7,946**
Other account payable	**523**	415	**6,297**
Allowance for doubtful accounts	**44**	68	**539**
Foreign tax credit carryforward	**264**	487	**3,180**
Accrued bonuses	**701**	493	**8,437**
Other	**938**	827	**11,281**
Sub-total	**17,664**	18,707	**212,445**
Deferred tax liabilities:			
Depreciation	**39**	42	**472**
Other	**49**	63	**599**
Sub-total	**89**	106	**1,071**
Less: Valuation allowance	**(14,371)**	(15,257)	**(172,843)**
Net deferred tax assets	**¥ 3,203**	¥ 3,343	**$ 38,529**

The differences between the Company's statutory income tax rate and effective income tax rates reflected in the consolidated statements of operations were reconciled as follows:

	March 31	
	2011	2010
Statutory income tax rate	**40.7%**	40.7%
Permanent differences	**8.6**	11.0
Fixed levy of local inhabitant taxes	**1.4**	5.5
Valuation allowance	**(19.1)**	(35.5)
Variance of effective tax rate between Clarion and the subsidiaries	**5.0**	6.5
Foreign income tax credit	**9.1**	(7.7)
Other	**(2.4)**	(1.6)
Effective income tax rates	**43.3%**	18.9%

15. Research and development expenses

Research and development expenses included in selling, general and administrative expenses for the years ended March 31, 2011, 2010 and 2009 totaled ¥142 million ($1,715 thousand), ¥86 million and ¥1,596 million, respectively.

16. Cash flow information

Reconciliations between cash and cash equivalents and cash on hand and in bank as of March 31, 2011 and 2010 were as follows:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Cash on hand and in banks	**¥7,421**	¥10,192	**$ 89,252**
Cash and cash equivalents	**¥7,421**	¥10,192	**$ 89,252**

The following assets and liabilities have been excluded from subsidiaries after the sales of common stock Clarion Mobile Com Co., Ltd. and the sales amount of the common stock as follows:

	March 31
	2010
	(Millions of yen)
Current assets	¥621
Fixed assets	153
Current liabilities	(543)
Fixed liabilities	(21)
Gain on sales of subsidiary shares	190
Amounts of sales of subsidiary shares	400
Cash and cash equivalents	(98)
Netting with cash and cash equivalents	¥301

17. Leases

The Company, as a lessee, charges periodic lease payments for finance leases which do not transfer ownership of the leased property to the lessee and have been entered into before April 1, 2008, to expense on payment. Such payments for the years ended March 31, 2011, 2010 and 2009 were ¥501 million ($6,030 thousand), ¥823 million and ¥1,282 million, respectively.

The amount of outstanding future lease payments for finance leases as of March 31, 2011 and 2010, excluding the interest thereon, are summarized as follows:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Future lease payments:			
Due within one year	**¥ 317**	¥ 477	**$ 3,819**
Due after one year	**248**	550	**2,992**
Total	**¥ 566**	¥1,027	**$ 6,811**

Pro forma information as of and for the years ended March 31, 2011 and 2010 relating to acquisition cost, accumulated depreciation, depreciation expense and interest expense for property held under finance leases which do not transfer ownership of the leased property to the lessee and have been entered into before April 1, 2008, if finance lease accounting had been applied to finance leases currently accounted for as operating leases are as follows:

	March 31		
	2011	2010	**2011**
		(Millions of yen)	*(Thousands of U.S. dollars)*
Acquisition cost	**¥ 3,521**	¥4,252	**$42,352**
Accumulated depreciation	**(3,008)**	(3,334)	**(36,181)**
Net book value	**¥ 513**	¥ 917	**$ 6,170**
Depreciation expense	**¥ 410**	¥ 679	**$ 4,936**
Interest expense	**¥ 45**	¥ 117	**$ 548**

Depreciation is calculated based on the straight-line method over the lease term of the assets with no residual value. Interest expense on leased assets is calculated as the difference between the total lease payments and the assumed acquisition cost for the asset and is allocated over the lease term using the effective interest method.

Future lease obligations for non-cancelable operating leases at March 31, 2011 and 2010 follow:

	March 31		
	2011	2010	**2011**
	(Millions of yen)		*(Thousands of U.S. dollars)*
Due within one year	**¥ 274**	¥ 311	**$ 3,300**
Due after one year	**406**	561	**4,890**
Total	**¥ 681**	¥ 872	**$ 8,191**

18. Asset retirement obligations

Information on asset retirement obligations on the consolidated balance sheets as of March 31, 2011 is as follows:

(a) Outline of asset retirement obligations:

The scope of the obligations is the duty to restore facilities in line with the real estate contracts for land and buildings used for business activities.

(b) Calculation method of the obligations:

The Company calculates the amounts of the obligations over the estimated useful lives of 8 to 24 years from acquisition and with discount rates ranging from 0.1 to 1.9%

(c) Changes in the asset retirement obligations for the year ended March 31, 2011 are as follows:.

	March 31	
	2011	**2011**
	(Millions of yen)	*(Thousands of U.S. dollars)*
Balance at March 31, 2010	**¥178**	**$ 2,147**
Accretion expense	**1**	**14**
Others	**(40)**	**(481)**
Balance at March 31, 2011	**¥139**	**$ 1,681**

Balance at March 31, 2010 represents the beginning balance based on application of "Accounting Standard for Asset Retirement Obligations" (ASBJ Statement No. 18) and its implementation guidance (ASBJ Guidance No. 21).

19. Segment information

(1) Information by reportable segment

Sales of the Company classified by reportable segment for the years ended March 31, 2011, 2010 and 2009, respectively, are summarized as follows:

	Year ended March 31, 2011					
	Japan	Americas (*1)	Asia and Australia (*2)	Europe (*3)	Adjustments	Consolidated total
	(Millions of yen)					
Sales to outside customers	**¥ 93,089**	**¥ 59,611**	**¥ 13,963**	**¥ 11,653**	**¥ —**	**¥178,318**
Inter-segment sales	**46,250**	**636**	**29,408**	**183**	**(76,479)**	**—**
Total sales	**139,340**	**60,248**	**43,371**	**11,837**	**(76,479)**	**178,318**
Segment income/(loss)	**¥ 2,967**	**¥ 1,898**	**¥ 116**	**¥ (106)**	**¥ 59**	**¥ 4,936**
Segment assets	**¥104,038**	**¥ 22,610**	**¥ 15,842**	**¥ 7,846**	**¥ (46,568)**	**¥103,769**

	Year ended March 31, 2010					
	Japan	Americas (*1)	Asia and Australia (*2)	Europe (*3)	Adjustments	Consolidated total
	(Millions of yen)					
Sales to outside customers	¥ 93,892	¥ 55,499	¥ 11,886	¥ 13,482	¥ —	¥174,762
Inter-segment sales	41,886	895	22,056	304	(65,143)	—
Total sales	135,779	56,395	33,943	13,787	(65,143)	174,762
Segment income/(loss)	¥ (340)	¥ 1,519	¥ 56	¥ (643)	¥ 32	¥ 624
Segment assets	¥109,889	¥ 24,080	¥ 16,787	¥ 8,562	¥ (46,605)	¥112,714

	Year ended March 31, 2009					
	Japan	Americas (*1)	Asia and Australia (*2)	Europe (*3)	Adjustments	Consolidated total
	(Millions of yen)					
Sales to outside customers	¥105,991	¥46,440	¥12,461	¥16,661	¥ —	¥181,554
Inter-segment sales	31,689	1,192	37,200	365	(70,448)	—
Total sales	137,681	47,632	49,661	17,027	(70,448)	181,554
Segment (loss)/income	¥ (11,987)	¥ 12	¥ (74)	¥ (208)	¥ (192)	¥ (12,449)
Segment assets	¥113,453	¥23,463	¥14,958	¥ 8,719	¥(42,954)	¥117,641

	Year ended March 31, 2011					
	Japan	Americas (*1)	Asia and Australia (*2)	Europe (*3)	Adjustments	Consolidated total
	(Thousands of U.S. dollars)					
Sales to outside customers	**$1,119,542**	**$ 716,911**	**$ 167,932**	**$ 140,154**	**$ —**	**$2,144,541**
Inter-segment sales	**556,234**	**7,658**	**353,675**	**2,212**	**(919,780)**	**—**
Total sales	**1,675,776**	**724,570**	**521,607**	**142,367**	**(919,780)**	**2,144,541**
Segment income/(loss)	**$ 35,686**	**$ 22,833**	**$ 1,406**	**$ (1,277)**	**$ 715**	**$ 59,364**
Segment assets	**$1,251,215**	**$ 271,925**	**$ 190,534**	**$ 94,361**	**$ (560,055)**	**$1,247,981**

Notes:
(*1) Americas: U.S.A., Canada, Mexico and Brazil
(*2) Asia and Australia: People's Republic of China, Taiwan R.O.C., Malaysia, Philippines and Australia
(*3) Europe: France, Germany, U.K. and Hungary

Corporate assets included in "Adjustments" mainly consist of investments in securities. Such investments in securities for the years ended March 31, 2011, 2010 and 2009 were ¥173 million ($2,090 thousand), ¥243 million and ¥246 million, respectively.

(2) Information by product and service

The Company principally provides the following products and services.

(a) Car audio-visual equipment: Car navigation systems, car audio equipment, car multimedia equipment, and peripheral devices

(b) Special equipment: Audio and visual equipment for public transportation, bus location systems, and CCD (Charged-Coupled Devices) surrounding view cameras

(c) Other: SS (Spread Spectrum) wireless communication equipment, EMS (Electronics Manufacturing Service) business, and other.

Sales by product and service for the years ended March 31, 2011, 2010 and 2009 are as follows:

	Year ended March 31			
	2011	2010	2009	**2011**
	(Millions of yen)			(Thousands of U.S. dollars)
Product and service:				
Car audio-visual equipment	**¥161,605**	¥156,372	¥157,552	**$1,943,535**
Special equipment	**7,798**	7,685	8,982	**93,786**
Other	**8,915**	10,704	15,018	**107,218**
Consolidated net sales	**¥178,318**	¥174,762	¥181,554	**$2,144,541**

(3) Information on sales by region

Information on sales by the region categorized as Japan, Americas, Asia and Australia and Europe, for the year ended March 31, 2011, 2010 and 2009 are as follows:

Sales by region are classified based on areas in which significant customers are located.

	Year ended March 31			
	2011	2010	2009	**2011**
	(Millions of yen)			(Thousands of U.S. dollars)
Japan	**¥ 91,663**	¥ 92,852	¥ 99,894	**$1,102,386**
Americas	**59,619**	55,505	46,511	**717,014**
Asia and Australia	**15,385**	12,919	13,627	**185,038**
Europe	**11,649**	13,485	21,520	**140,101**
Consolidated net sales	**¥178,318**	¥174,762	¥181,554	**$2,144,541**

20. Selling, general and administrative expenses

An analysis of selling, general and administrative expenses for the years ended March 31, 2011, 2010 and 2009 are as follows:

	Year ended March 31			
	2011	2010	2009	**2011**
		(Millions of yen)		*(Thousands of U.S. dollars)*
Payroll costs	**¥ 7,019**	¥ 7,710	¥ 9,631	**$ 84,415**
Provision for bonuses	**480**	393	598	**5,779**
Pension expenses	**491**	557	564	**5,906**
Freight out	**3,349**	3,220	3,479	**40,281**
Provision for retirement benefit for directors and corporate auditors	**—**	—	33	**—**
Provision for doubtful accounts	**—**	68	55	**—**
Other	**12,395**	12,585	17,990	**149,071**
Total	**¥23,735**	¥24,537	¥32,354	**$ 285,454**

21. Loss on disaster

Loss on disaster due to the Great East Japan Earthquake for the year ended March 31, 2011 is as follows:

	Year ended March 31	
	2011	**2011**
	(Millions of yen)	*(Thousands of U.S. dollars)*
Loss on destruction of inventory	**¥ 426**	**$ 5,128**
Estimated amount of the restoration cost for the property, plant and equipment	**384**	**4,621**
Other	**371**	**4,471**
Total	**¥1,182**	**$ 14,221**

22. Transactions with related parties

Year ended March 31, 2011:

Category	Name	Ownership of Voting Rights/%	Relationship
Parent Company	Hitachi, Ltd.	Hitachi: 64.01%	Loans receivable and loans through Hitachi's pooling system

Description of Transaction	Amount of Transaction		Subject	Balance at the end of period	
	(Millions of yen)	*(Thousands of U.S. dollars)*		*(Millions of yen)*	*(Thousands of U.S. dollars)*
Lending fund	**¥ 1,042**	**$ 12,536**	Short-term loans receivable	**¥ 1,062**	**$ 12,779**
Borrowing of fund	**¥ —**	**$ —**	Long-term loans	**¥ 20,000**	**$ 240,529**
Interest expense	**¥ 177**	**$ 2,134**	Accrued expenses	**¥ 0**	**$ 5**

Consumption tax was not included in the amount of transaction but included in the balance at the end of period stated in above information. Short-term loans receivable and long-term loans were made under the Hitachi's pooling system and the transaction amount shown above represents the amount of increase and decrease in the short-term loans receivable and short-term loans balance as of March 31, 2011 compared with that as of March 31, 2010. The interest rate is decided in consideration for a market interest rate reasonably.

Category	Name	Ownership of Voting Rights/%	Relationship
Fellow subsidiary	Hitachi Capital Corp.	—	Factoring service

Description of Transaction	Amount of Transaction		Subject	Balance at the end of period	
	(Millions of yen)	*(Thousands of U.S. dollars)*		*(Millions of yen)*	*(Thousands of U.S. dollars)*
Factoring	**¥13,677**	**$164,490**	Notes and accounts payable	**¥ 4,012**	**$ 48,256**

Consumption tax was not included in the amount of transaction but included in the balance at the end of period stated in above information. The Company's notes and accounts payable were settled by using a factoring method based on the basic agreement entered into by the Company, its customers and Hitachi Capital Corporation.

Year ended March 31, 2010:

Category	Name	Ownership of Voting Rights/%	Relationship
Parent Company	Hitachi, Ltd.	Hitachi: 64.01%	Loans receivable and loans through Hitachi's pooling system

Description of Transaction	Amount of Transaction	Subject	Balance at the end of period
	(Millions of yen)		*(Millions of yen)*
Lending fund	¥ (1,505)	Short-term loans receivable	¥ 20
Borrowing of fund	¥ —	Long-term loans	¥ 20,000
Interest expense	¥ 215	Accrued expenses	¥ 0

Consumption tax was not included in the amount of transaction but included in the balance at the end of period stated in above information. Short-term loans receivable and long-term loans were made under the Hitachi's pooling system and the transaction amount shown above represents the amount of increase and decrease in the short-term loans receivable and short-term loans balance as of March 31, 2010 compared with that as of March 31, 2009. The interest rate is decided in consideration for a market interest rate reasonably.

Category	Name	Ownership of Voting Rights/%	Relationship
Fellow subsidiary	Hitachi Capital Corp.	—	Factoring service

Description of Transaction	Amount of Transaction	Subject	Balance at the end of period
	(Millions of yen)		*(Millions of yen)*
Factoring	¥ 12,997	Notes and accounts payable	¥ 4,553

Category	Name	Ownership of Voting Rights/%	Relationship
Fellow subsidiary	Hitachi America Capital Ltd.	—	Loans receivable though Hitachi group pooling system

Description of Transaction	Amount of Transaction	Subject	Balance at the end of period
	(Millions of yen)		*(Millions of yen)*
Lending of fund	¥ 1,302	Short-term loans receivable	¥1,302

Consumption tax was not included in the amount of transaction but included in the balance at the end of period stated in above information.

The Company's notes and accounts payable were settled by using a factoring method based on the basic agreement entered into by the Company, its customers and Hitachi Capital Corporation.

Short-term loans receivable was made under the pooling system and the transaction amount shown above represents the amount of increase and decrease in the short-term loans receivable and short-term loans balance as of March 31, 2010 compared with that as of March 31, 2009. The interest rate is decided in consideration for a market interest rate reasonably.

The Company has participated in the Hitachi's pooling system since December 2006.

23. Amounts per share

Net income/(loss) per share for the years ended March 31, 2011, 2010 and 2009 and net assets per share as of March 31, 2011 and 2010 are as follows:

	Year ended March 31			
	2011	2010	2009	**2011**
		(Yen)		*(U.S. dollars)*
Net income/(loss) per share:				
Basic	**¥ 4.90**	¥ 1.95	¥ (70.85)	**$ 0.06**
Diluted	**—**	—	—	**—**

	March 31		
	2011	2010	**2011**
	(Yen)		*(U.S. dollars)*
Net assets per share	**¥ 30.27**	¥ 32.34	**$ 0.36**

Diluted net income per share is not disclosed because Clarion had no potentially dilutive shares.

ERNST & YOUNG

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Report of Independent Auditors

The Board of Directors
Clarion Co., Ltd.

We have audited the accompanying consolidated balance sheets of Clarion Co., Ltd. and consolidated subsidiaries as of March 31, 2011 and 2010, and the related consolidated statements of operations, comprehensive income, changes in net assets, and cash flows for each of the three years in the period ended March 31, 2011 all expressed in yen. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Clarion Co., Ltd. and consolidated subsidiaries at March 31, 2011 and 2010, and the consolidated results of their operations and their cash flows for each of the three years in the period ended March 31, 2011 in conformity with accounting principles generally accepted in Japan.

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2011 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 4.

Ernst & Young ShinNihon LLC

June 24, 2011

Clarion Co., Ltd.