



February 8, 2012  
Taiyo Nippon Sanso Corporation

**Consolidated Financial Performance  
for the First Three Quarters of Fiscal Year 2012  
(Based on Japan GAAP)**

**1. Financial results for the first three quarters (April 1, 2011 – December 31, 2011)**

**(1) Operating results** (Amounts less than ¥1 million are omitted)

	Net sales		Operating income		Ordinary income		Net income	
	(¥ million)	YoY Change	(¥ million)	YoY Change	(¥ million)	YoY Change	(¥ million)	YoY Change
First three quarters of FY2012	348,464	(1.9)%	22,637	(14.9)%	22,292	(14.8)%	16,910	12.0%
First three quarters of FY2011	355,238	14.0%	26,595	34.0%	26,151	35.0%	15,096	39.6%

Note: Comprehensive income

First three quarters of FY2012: ¥7,548 million (up 48.1%)

First three quarters of FY2011: ¥5,097 million (-%)

	Earnings per share (Yen)	Diluted earnings per share (Yen)
First three quarters of FY2012	42.51	-
First three quarters of FY2011	37.76	-

**(2) Financial position**

	Total assets (¥ million)	Net assets (¥ million)	Equity ratio (%)
First three quarters of FY2012 (September 30, 2012)	583,502	207,466	33.0
FY2011 (March 31, 2011)	617,676	207,416	31.2

Reference: Equity

First three quarters of FY2012: ¥192,559 million

FY2011 full term: ¥192,571 million

## 2. Forecasts for business operations for FY2012 (full term; April 1, 2011 – March 31, 2012)

	Net sales		Operating income		Ordinary income		Net income		Earnings per share
	(¥ million)	YoY Change	(¥ million)	YoY Change	(¥ million)	YoY Change	(¥ million)	YoY Change	(Yen)
FY2012 (full term)	476,000	(1.6)%	30,000	(15.4)%	29,000	(15.1)%	19,500	53.1%	49.13

Note: Revisions to recently announced forecasts: Yes

## 3. General information relating to the first three quarter results

### Overall business performance (consolidated basis)

In the first three quarters of the fiscal year under review (April 1 to December 31, 2011), the global economy remained shrouded in a cloud of uncertainty. Despite signs of a recovery in U.S. economic conditions, this uncertainty was mainly attributable to deepening financial instability in Europe and a slowdown in the rates of economic growth in China and emerging markets. On the domestic front, the Japanese economy stalled. Amid ongoing efforts to promote a recovery and the reconstruction of damaged areas following the Great East Japan Earthquake, immediate prospects for the domestic economy were impacted by a slump in export activity as a result of such factors as the unprecedented appreciation in the value of the yen and the floods in Thailand, issues with respect to the supply of electric power due to the suspension of operations at nuclear power plants and the continuous shift abroad by Japanese manufacturing companies.

Against this backdrop, consolidated net sales for the first three quarters of the fiscal year under review fell 1.9% compared with the corresponding period of the previous year to ¥348,464 million. From a profit perspective, operating income declined 14.9% year on year to ¥22,637 million while ordinary income contracted 14.8% to ¥22,292 million. Net income, on the other hand, climbed 12.0% compared with the corresponding period of the previous fiscal year to ¥16,910 million reflecting the gain on transfer of the SDS and VAC businesses in the U.S.

A breakdown of business performance by operational segment is as follows.

### (1) Industrial Gases Business

Demand in key customer industries such as steelmaking and chemicals is gradually recovering after a sharp drop at the beginning of the period due to the earthquake disaster. However, sales of mainstay products including oxygen, nitrogen and argon were all slightly down year on year, due to the decline in export activity resulting from the sharp and rapid appreciation in the value of the yen. In the machinery and

equipment business, sales of cutting and welding equipment increased year on year mainly in Japan. On the other hand, sales of such products as air separation plants declined substantially year on year owing largely to the slump in large-scale capital investment demand. In overseas markets, sales rose on a year-on-year basis due partly to strong business activities following mergers completed in North America in the previous fiscal period.

As a result of the foregoing, sales of Industrial Gases Business increased 0.4% year on year to ¥215,633 million, while operating income decreased 4.7% to ¥16,811 million.

## **(2) Electronics Business**

Conditions in the electronics industry were impacted by such factors as the earthquake disaster, the dramatic surge in the value of the yen and the floods in Thailand. As a result, demand for electronic material gases from major domestic manufacturers of semiconductors, LCD panels and related products stalled. While demand remained firm in Korea, Taiwan and China, sales of electronic material gases declined year on year due to weak shipments in Japan. In similar fashion, sales of electronics-related equipment and installation fell steeply year on year due to reduced capital investment demand. Despite a steady pickup in orders from Korea and Taiwan, sales of semiconductor manufacturing equipment also took a hit as major users in Japan postponed their capital expenditure plans.

As a result of the above, sales in Electronics Business fell 10.4% year on year to ¥82,362 million, while operating income fell 41.1% to ¥4,029 million.

## **(3) Energy Business**

Although shipments of LP gas were down year on year in volume terms, sales rose due to persistently high import prices.

As a result, sales in Energy Businesses increased 4.8% year on year to ¥26,971 million, while operating income jumped 29.5% to ¥898 million.

## **(4) Other Businesses**

In the Medical Business, sales of medical equipment devices were up year on year on the back of buoyant demand mainly in the home healthcare market. In the Thermos Business, sales were down year on year.

As a result of the foregoing, sales in Other Businesses increased 3.2% year on year to ¥23,496 million, while operating income fell 22.8% to ¥1,920 million.

#### 4. Segment information

##### Results by operating segment

First Three Quarters, FY2011 (April 1, 2010 to December 31, 2010)

(¥ million)

	Reportable segment					Adjustments (Note 2)	Consolidated
	Industrial Gases Business	Electronics Business	Energy Business	Other Businesses (Note 1)	Total		
Sales							
(1) Sales to external Customers	214,809	91,926	25,727	22,775	355,238	-	355,238
(2) Sales from inter-segment transactions and transfers	1,273	68	1,385	2,117	4,845	(4,845)	-
Total	216,083	91,995	27,112	24,892	360,083	(4,845)	355,238
Operating income	17,631	6,843	694	2,486	27,654	(1,059)	26,595

##### Notes

1. Other Businesses includes the Medical Business, Thermos Business and real estate operations.
2. The ¥1,059 million negative adjustment for operating income comprises ¥148 million of inter-segment eliminations and companywide expenses of ¥911 million that were not allocated to any particular reportable segment. These companywide expenses relate principally to basic researches that were not particularly allocated to reportable segments.

##### Results by operating segment

First Three Quarters, FY2012 (April 1, 2011 to December 31, 2011)

(¥ million)

	Reportable segment					Adjustments (Note 2)	Consolidated
	Industrial Gases Business	Electronics Business	Energy Business	Other Businesses (Note 1)	Total		
Sales							
(1) Sales to external Customers	215,633	82,362	26,971	23,496	348,464	-	348,464
(2) Sales from inter-segment transactions and transfers	1,619	56	1,886	2,003	5,566	(5,566)	-
Total	217,253	82,418	28,857	25,500	354,030	(5,566)	348,464
Operating income	16,811	4,029	898	1,920	23,659	(1,022)	22,637

##### Notes

1. Other Businesses includes the Medical Business, Thermos Business and real estate operations.
2. The ¥1,022 million negative adjustment for operating income comprises ¥130 million of inter-segment eliminations and companywide expenses of ¥891 million that were not allocated to any particular reportable segment. These companywide expenses relate principally to basic researches that were not particularly allocated to reportable segments.
3. (Changes in depreciation and amortization methods for important depreciable assets)

The Company has been using the declining-balance method for calculating depreciation of property, plant and equipment other than machinery and equipment for lease and structures (not including ancillary facilities) acquired since April 1, 1998. However, from the first quarter of the current fiscal year, we have switched to the straight-line method.

In the new Medium-Term Business Plan, TNSC will continue to focus management resources on growth markets such as electronics. With regard to mid-sized and small gas supply facilities, our principal items of property, plant and equipment for which the declining-balance method had been adopted, we expect stable long-term utilization, with capital investments focusing on replacement works in anticipation of stable demand from established customers while we reduce investment targeting facilities for new customers. Accordingly, we decided it would be more logical to adopt the straight-line method for earnings statements in light of the distribution of expenses at a constant pace for long-term period.

As a result of this change, operating income in the first three quarters (consolidated basis) has increased by ¥772 million (Industrial Gases), ¥595 million (Electronics), ¥25 million (Energy) and ¥84 million (Other). Adjustments increased ¥75 million.

#### **Information regarding impairment loss on noncurrent assets or goodwill by reportable segment**

(Important impairment loss on noncurrent assets)

An impairment loss on idle land has been recorded in the Industrial Gases Business segment. The amount of impairment loss applicable to the first three quarters of the fiscal year under review is ¥103 million.

### **5. Subsequent Event**

#### **Commencement of a tender offer for Leeden Limited shares**

On November 9, 2011, Taiyo Nippon Sanso announced details of its intention to make a tender offer (the “Tender Offer”) for all shares of Leeden Limited, a company listed on the Singapore Exchange, through its wholly owned subsidiary Taiyo Nippon Sanso Singapore Pte Ltd (the “Tender Offeror”). The Tender Offer was subject to the delisting of Leeden Limited shares. In accordance with this condition, Leeden Limited has received the in principle approval of the Singapore Exchange to a proposal to delist the company’s shares (the “Delisting Proposal”) from the Exchange in accordance with its rules and regulations. On this basis, Taiyo Nippon Sanso announces the commencement of the Tender Offer in line with the following. On a related matter, the determination by the Singapore Exchange is not an indication of the merits of the Delisting Proposal.

## **Outline of the Tender Offer**

(1) The company subject to the Tender Offer  
Leeden Limited

(2) Delisting

The Tender Offer is conditional upon the consent of Leeden's shareholders to the Delisting Proposal. For this purpose an extraordinary meeting of shareholders is scheduled to be held on February 13, 2012. Upon the subsequent completion of the Tender Offer, plans are in place to delist Leeden Limited shares.

(3) Number of shares scheduled to be purchased  
170,510,346 common shares (as of January 20, 2012) \*

\*1: The Tender Offer shall be deemed to have been completed when there are sufficient applications to the Tender Offer to ensure that the Tender Offeror holds more than 50% of the total number of shares including potential shares related to stock options ("Stock Options") held by employees of Leeden Limited. No maximum limit has been set with respect to the number of share scheduled to be purchased. As of January 20, 2012, the maximum number of potential "Stock Option" shares was 16,815,000 shares.

\*2: Prior to the completion of the Tender Offer, in the event that Leeden Limited issues any new common shares as a result of the exercise of Stock Options, these common shares shall also be subject to the Tender Offer. Moreover, the Tender Offeror shall offer to pay the difference between the offer price and exercise price for any Stock Options that are not exercised at the time of the Tender offer on the condition that holders of the Stock Options agree not to exercise Stock Options.

(4) Number of shares scheduled to be transferred as a part of the purchase  
Number of shares held prior to the purchase: 9,055,000 shares (as of January 20, 2012)  
Number of shares scheduled to be purchased: 170,510,346 common shares (excluding potential Stock Option shares)  
Number of shares scheduled to be held after the purchase: 179,565,346 (100% of the total number of shares issued and outstanding)

(5) Matters agreed between the Tender Offeror and Leeden Limited  
Mr. Steven Tham Weng Cheong, Chairman and Chief Executive Officer of Leeden Limited, and other shareholders have agreed to apply for the Tender Offer with respect to their aggregate 98,043,981 shares held (54.6% of the total number of shares issued and outstanding).

(6) The Tender Offer commencement and completion dates  
The Tender Offer commenced on January 20, 2012 and is scheduled to be completed on February 27, 2012. If, however, the terms and conditions applicable to the

application are fulfilled within the aforementioned period, a 14 or more day's extension shall apply from the date of completion.

(7) Offer price

0.57 Singapore dollars per common share of stock