

# Summary of Financial Results for the Fiscal Year Ended March 31, 2002 (Consolidated)

| Company name:               | KOSÉ Corporation                                    |
|-----------------------------|---|
| Stock code:                 | 4922  |
| Stock Exchange listing:     | Tokyo Stock Exchange, First Section                 |
| Company Domicile:           | 3-6-2, Nihonbashi, Chuo-ku, Tokyo 103-8251, Japan   |
| URL:                        | http://www.kose.co.jp/                              |
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| Date of board meeting for a | pproving financial results: May 15, 2002            |

ard meeting for approving financial results: May 15, 2002 Parent company (Stock code): Not applicable Percentage of the Company's equity stake in the parent company: Not applicable SEC accounting standards: The Company does not apply SEC accounting standards

#### 1. Financial Results for the Fiscal Year Ended March 2002 (April 1, 2001-March 31, 2002)

### (1) Financial results

| (1) Financial results Rounded down to million yer            |  |            |                  |                 |                  | million yen   |
|--|--|------------|------------------|-----------------|------------------|---------------|
|  | Net sa                                 | ales       | Operating        | income          | Ordinary in      | come          |
|  | YoY YoY YoY   Million yen YoY change % |            | Million yen      | YoY<br>change % |                  |               |
| Fiscal year ended March 2002<br>Fiscal year ended March 2001 | 146,829<br>142,039                     | 3.4<br>3.1 | 12,564<br>12,434 | 1.1<br>7.6      | 12,374<br>12,563 | (1.5)<br>11.5 |

|  | Net income       |   | Net income<br>per share, (basic) | Net income per share,<br>(diluted) |
|--|------------------|---|----------------------------------|------------------------------------|
|  | Million yen      | % | Yen                              | Yen                                |
| Fiscal year ended March 2002<br>Fiscal year ended March 2001 | 6,482<br>(4,588) | - | 175.30<br>(136.40)               | -                                  |

|  | Return on equity | Ratio of ordinary income to total assets | Ratio of ordinary profit to net sales |
|--|------------------|--|---------------------------------------|
|  | %                | %  | %                                     |
| Fiscal year ended March 2002<br>Fiscal year ended March 2001 | 10.1<br>(7.2)    | 8.7<br>9.3                               | 8.4<br>8.8                            |

Notes

1. Equity in earnings of unconsolidated subsidiaries Fiscal year ended March 2002: None Fiscal year ended March 2001: 1 million yen

2. Average number of shares outstanding Fiscal year ended March 2002: 36,981,136 shares Fiscal year ended March 2001: 33,641,738 shares

- 3. Changes in accounting principles applied: None
- 4. The percentages shown for net sales, operating income, ordinary income, and net income represent changes from the previous fiscal year.

# (2) Financial position

|  | Total assets       | Shareholders'<br>equity | Shareholders'<br>equity ratio | Shareholders'<br>equity per share |
|--|--------------------|-------------------------|-------------------------------|-----------------------------------|
|  | Million yen        | Million yen             | %                             | Yen                               |
| Fiscal year ended March 2002<br>Fiscal year ended March 2001 | 144,667<br>139,044 | 67,355<br>61,196        | 46.6<br>44.0                  | 1,627.65<br>1,774.43              |

Note 1:

Number of shares outstanding (consolidated) at the end of the period:

Fiscal year ended March 2002: 41,381,984 shares

Fiscal year ended March 2001: 34,487,849 shares

# (3) Cash flow position

|                              | Net cash<br>provided by<br>(used in)<br>operating<br>activities | Net cash<br>provided by<br>(used in)<br>investing<br>activities | Net cash<br>provided by<br>(used in)<br>financing<br>activities | Cash and cash<br>equivalents at<br>end of year |
|------------------------------|---|---|---|--|
|                              | Million yen   | Million yen   | Million yen   | Million yen                                    |
| Fiscal year ended March 2002 | 7,778   | (2,377)   | (2,552)   | 18,220   |
| Fiscal year ended March 2001 | 8,787   | (6,237)   | (2,943)   | 15,294   |

# (4) Matters concerning the scope of consolidation and the application of the equity method Consolidated subsidiaries: 29

Unconsolidated subsidiaries accounted for under the equity method: - Affiliates accounted for under the equity method: -

(5) Changes in the scope of consolidation and affiliates accounted for under the equity method Consolidated subsidiaries:

New: 3 Excluded: 1 Affiliates accounted for under the equity method: New: 0 Excluded: 1

#### 2. Forecast for the Fiscal Year ending March 2003 (April 1, 2002-March 31, 2003)

|                      | Net sales         | Ordinary income | Net income     |
|----------------------|-------------------|-----------------|----------------|
|                      | Million yen       | Million yen     | Million yen    |
| Interim<br>Full Year | 74,029<br>150,800 | 4,504<br>12,000 | 4,382<br>7,300 |

Reference: Estimated net income per common share for the fiscal year ending March 2003: ¥176.41 Note: The above forecasts are based on assumptions and other relevant factors discussed in the section on Supplementary Information (Page 10).

# 1. The KOSÉ Group

The KOSÉ Group includes KOSÉ Corporation and 32 subsidiaries. The principal activities and the relationship of group companies is as follows:

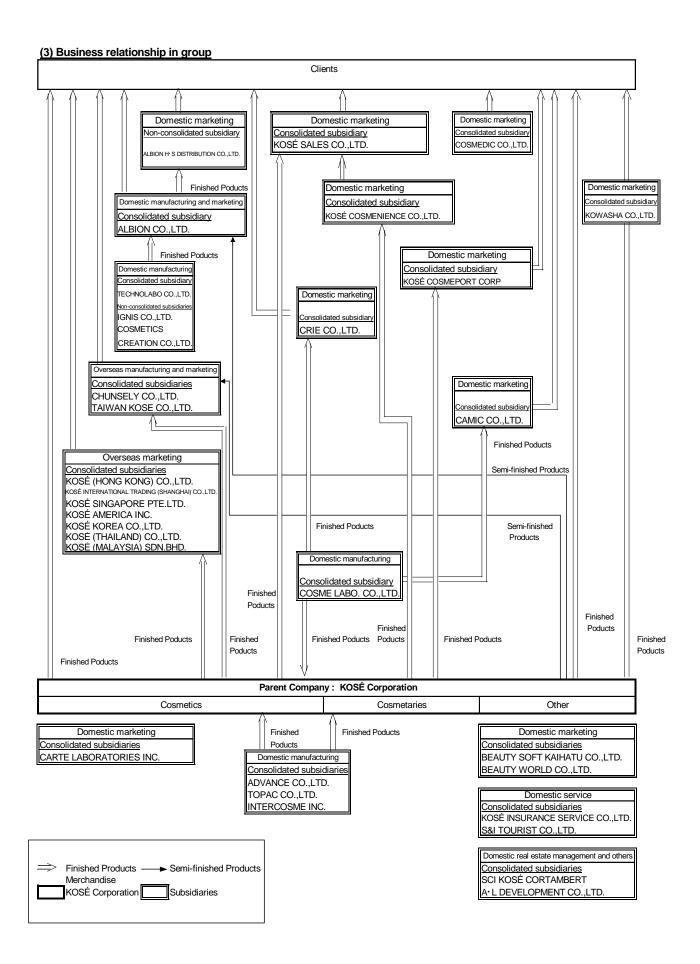
# (1) Manufacturing

|   | Company name                 | Principal Activities                               |  |  |  |
|---|------------------------------|--|--|--|--|
| Domestic  |                              | ·  |  |  |  |
| Parent company  | KOSÉ Corporation             | Manufacture of cosmetics                           |  |  |  |
| Consolidated subsidiary                                     | COSME LABO. CO., LTD.        | Manufacture of cosmetics                           |  |  |  |
| Consolidated subsidiary                                     | ADVANCE CO., LTD.            | Manufacture of cosmetics                           |  |  |  |
| Consolidated subsidiary                                     | TOPAC CO., LTD.              | Manufacture of cardboard containers                |  |  |  |
| Consolidated subsidiary                                     | INTERCOSME INC.              | Manufacture of plastic containers<br>and cosmetics |  |  |  |
| Consolidated subsidiary                                     | ALBION CO., LTD.             | Manufacture of cosmetics                           |  |  |  |
| N-cons. Subsidiary<br>accounted for by the<br>equity method | COSMETICS CREATION CO., LTD. | Manufacture of cosmetics                           |  |  |  |
| N-cons. Subsidiary<br>accounted for by the<br>equity method | IGNIS CO., LTD.              | Manufacture of cosmetics                           |  |  |  |
| Consolidated subsidiary                                     | TECHNOLABO CO., LTD.         | Manufacture and processing of<br>cosmetics         |  |  |  |
| Overseas  |                              |  |  |  |  |
| Consolidated subsidiary                                     | CHUNSELY CO., LTD.           | Manufacture of cosmetics                           |  |  |  |
| Consolidated subsidiary                                     | TAIWAN KOSÉ CO., LTD.        | Manufacture, import and marketing<br>of cosmetics  |  |  |  |

# (2) Marketing and service

|   | Company name                                       | Principal Activities                      |
|---|--|---|
| Domestic  |  |   |
| Consolidated subsidiary                                     | KOSÉ SALES CO., LTD.                               | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | KOSÉ COSMENIENCE CO., LTD.                         | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | KOSÉ COSMEPORT CORP                                | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | CARTE LABORATORIES INC.                            | Marketing of cosmetics on<br>consignment  |
| Consolidated subsidiary                                     | CAMIC CO. LTD.                                     | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | COSMEDIC CO., LTD.                                 | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | CRIE CO., LTD.                                     | Wholesaling of cosmetics                  |
| Consolidated subsidiary                                     | BEAUTY WORLD CO., LTD.                             | Wholesaling of beauty materials           |
| Consolidated subsidiary                                     | BEAUTY SOFT KAIHATU CO., LTD.                      | Wholesaling of beauty materials           |
| Consolidated subsidiary                                     | KOSÉ INSURANCE SERVICE CO.,<br>LTD.                | Casualty insurance agency                 |
| N-cons. Subsidiary<br>accounted for by the<br>equity method | ALBION H.S DISTRIBUTION CO.,<br>LTD.               | Door-to-door sales of cosmetics           |
| Consolidated subsidiary                                     | S&I TOURIST CO., LTD.                              | Travel agency and leasing                 |
| Consolidated subsidiary                                     | KOWASHA CO., LTD.                                  | Marketing of commercial-use cosmetics     |
| Consolidated subsidiary                                     | A·L DEVELOPMENT CO., LTD.                          | Real estate brokerage                     |
| Overseas  |  |   |
| Consolidated subsidiary                                     | KOSÉ (HONG KONG) CO., LTD.                         | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | KOSÉ INTERNATIONAL TRADING<br>(SHANGHAI) CO., LTD. | Import, export and marketing of cosmetics |
| Consolidated subsidiary                                     | KOSÉ SINGAPORE PTE. LTD.                           | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | KOSÉ AMERICA INC.                                  | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | KOSÉ KOREA CO., LTD.                               | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | KOSÉ (THAILAND) CO., LTD.                          | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | KOSÉ (MALAYSIA) SDN. BHD.                          | Import and marketing of cosmetics         |
| Consolidated subsidiary                                     | SCI KOSÉ CORTAMBERT                                | Real estate leasing                       |

Note: CAMIC CO., LTD. is being liquidated.



# 2. Management Policies

# 1. Fundamental policies

The nucleus of the KOSÉ Group's management policy is the pursuit of greater productivity in line with the theme of "consistently managing to heighten corporate value." The fundamental spirit for all operations is "creating cosmetics of the highest quality to earn the true satisfaction of our customers." In line with this spirit, the group conducts a "distinctive brand marketing program" to supply products through the most suitable retail channels so as to address the diversifying needs of consumers. Through these efforts, the group has been making steady progress. Underlying all these activities are an industry-leading product development capability, production technology that always aims for the highest quality standards, and the collective strengths of all group companies. To achieve further advances in corporate value, the group aims to increase the value of its brands by effectively utilizing all three of these strengths. Furthermore, the group strives to become an even more profitable organization by further improving operating efficiency. At the same time, even greater priority will be placed on fulfilling obligations to society through quality assurance and environmental protection programs.

# 2. Profit allocation policy

KOSÉ places the highest priority on increasing its corporate value and profits for shareholders by taking actions to increase earnings. The company follows a policy of returning earnings to shareholders through dividend increases and other means. Dividend payments are based on the need to retain sufficient earnings to support future growth, the company's financial condition and operating results, and the dividend payout ratio.

The company plans to increase the year-end dividend per share by ¥2 to ¥14 from the standpoint of its operating results and the policy of returning earnings to shareholders. Including an interim dividend per share of ¥12 paid on December 7, 2001, this will result in a dividend per share applicable to the fiscal year of ¥26.

# 3. Goals and performance indicators

The KOSÉ Group has three components of its policy of consistently managing to heighten corporate value: strengthen brand marketing, aggressively expand outside Japan, and improve managerial efficiency and profitability. In this manner, the group is conducting management that seeks to achieve both growth and greater efficiency.

In the pursuit of these goals, the company regards the operating margin and ROA as the best indicators of progress. In terms of concrete targets, KOSÉ aims to raise operating income to 10% of net sales and raise the ROA to 11% by the fiscal year ending in March 2005.

Note: ROA = (Operating income + Interest income and dividend income) / Total assets (average of assets at beginning and end of year) X 100

# 4. Medium- and Long-Term Strategies and Key Issues

Amid the current uncertain economic outlook, even more fierce competition is foreseen in the cosmetics market in Japan and overseas. At this time when companies must adapt to dramatic changes in the operating environment, even greater demands will be placed on every company's ability to draw on the comprehensive strengths required to compete successfully. A company's skill at formulating strategies with the flexibility to adapt to changing market conditions will also become increasingly valuable.

The KOSÉ Group employs a "rolling management plan" system under which the group establishes a new three-year medium-term management plan each year. The plan for the three-year period beginning in April 2002 is rooted in the premise of management capable of

continuously raising corporate value. All of the group's resources will be channeled to achieving the plan's goals.

The first core element of the plan is the powerful implementation of brand marketing, the group's greatest strength, in Japan and overseas markets. This will make core brands even more competitive and firmly establish the value of the group's brands in the marketplace. In the cosmetics business, KOSÉ will develop major brands backed by even more distinctive identities. This will be accomplished by conducting the optimum allocation of brands in response to market undercurrents, with a focus on increasing the sales of high-value-added brands. In the cosmetaries business, which mainly handles products sold through stores where consumers select cosmetics products themselves, the company will make its brands even more competitive. This will be accomplished by working steadily on high-profile mass-media advertising campaigns and the addition of new business partners in a drive to increase the number of customers.

The second core element is increasing sales through the aggressive development of overseas markets, especially growing markets in Asia. The goal is to increase overseas sales to at least 9% of total sales by the fiscal year ending in March 2005. As in Japan, brand marketing will be the key to reaching this goal. KOSÉ will also move quickly to make inroads in countries where its products are not yet available.

The third core element is the forceful implementation of structural reforms. The goals here are more gains in productivity and profitability. KOSÉ has made progress in the critical areas of bringing down the cost of sales relative to sales, inventories, and personnel expenses relative to sales. Now the company is planning to deal with other issues critical to earnings such as retirement benefit liabilities and the need to assemble a supply chain management system that can cut inventories while preventing shortages of products. Overall, the group is planning to bring about dynamic structural reforms.

Through these initiatives, KOSÉ is aiming for an operating margin of 10% and an ROA of 11% by the fiscal year ending in March 2005. In the same fiscal year, KOSÉ plans to generate net sales of ¥162,000 million, operating income of ¥16,200 million, ordinary income of ¥15,900 million and net income of ¥8,000 million.

#### 5. Measures to Improve the Management Structure

From the standpoint of conducting management that consistently raises corporate value, the KOSÉ Group is taking steps to build an organization capable of effectively performing corporate governance functions. Goals include making operations more transparent, increasing fairness and conducting businesses more efficiently. Regarding the Board of Directors, the company has been reducing the number of members to achieve a suitable size, transferring authority and responsibility, and taking other steps. The March 2001 introduction of a corporate executive officer system allowed the Board of Directors to focus exclusively on corporate management activities. The system better enables the six corporate executive officers to take the actions needed in each business sector to achieve their respective goals. Under this system, the group will seek to improve even more the effectiveness of the Board of Directors and the ability of executives to operate the group's businesses.

To make operations still more transparent and fair, KOSÉ will continue to take steps to ensure the timely and proper disclosure of information.

# 3. Results of Operations and Financial Condition

#### I. Results of Operations

1. Review of operations

#### (1) Financial Results

|                   |                     |         |                     |         | Unit: Millio | ns of yen, % |
|-------------------|---------------------|---------|---------------------|---------|--------------|--------------|
| Operating segment | FY ended March 2001 |         | FY ended March 2002 |         | Change       | Change       |
|                   | Amount              | % comp. | Amount              | % comp. | Amount       | % YoY        |
| Cosmetics         | 108,484             | 76.4    | 110,343             | 75.1    | 1,858        | 1.7          |
| Cosmetaries       | 28,428              | 20.0    | 31,649              | 21.6    | 3,220        | 11.3         |
| Other             | 5,126               | 3.6     | 4,837               | 3.3     | (289)        | (5.6)        |
| Total net sales   | 142,039             | 100.0   | 146,829             | 100.0   | 4,790        | 3.4          |

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| Item             | FY ended March 2001 |         | FY ended March 2002 |         | Change | Change |
|------------------|---------------------|---------|---------------------|---------|--------|--------|
|                  | Amount              | % comp. | Amount              | % comp. | Amount | % YoY  |
| Operating income | 12,434              | 8.8     | 12,564              | 8.6     | 130    | 1.1    |
| Ordinary income  | 12,563              | 8.8     | 12,374              | 8.4     | (188)  | (1.5)  |
| Net income       | (4,588)             | (3.2)   | 6,482               | 4.4     | 11,071 | -      |

During the past fiscal year, Japan's economy was held back by a number of negative factors including declining exports and capital expenditures as the global economy weakened and deflationary forces became more pronounced.

In the cosmetics industry, total sales were about the same as in the previous fiscal year and sales volumes climbed despite bankruptcies and store closings at major retailers, challenges posed by the Mad Cow Disease fears and other unfavorable developments. These figures indicate that demand for cosmetics remains solid.

In this environment, the group forcefully conducted brand marketing, its greatest strength, in a drive to cater to the diversifying needs of consumers. The group concentrated on making core brands more competitive by conducting strategic investments in growing market sectors and effectively implementing various measures. Due to these efforts, KOSÉ was able to achieve continued growth in its operating results.

With regard to the Mad Cow Disease fears, the group began shifting to substitutes for bovine-derived oils early in 2001, completing this process in a relatively short period of time. Risks associated with the bovine-derived oils previously used have been estimated at an infinitesimal one in ten billion based on a report issued by the Japanese Ministry of Health, Labour and Welfare. Nevertheless, to go still one more step to prevent any potential problem, KOSÉ decided on its own to recall from stores all products incorporating these oils. The recall was completed in December 2001. The group made every effort to generate sales to offset the ¥1,642 million impact of the recall. An extraordinary loss of ¥694 million was recorded due to expenses related to the recall and the disposal of inventories of affected products.

On August 31, 2001, a contract was signed for the sale of all preferred stock of Japanese subsidiary of L'Oréal to L'Oreal of France. The sale will generate total proceeds of ¥8,863 million in relation to a book value of ¥289 million. Of this amount, ¥3,323 million was sold during the past fiscal year, resulting in an extraordinary income of ¥3,215 million.

Due to these factors, net sales increased 3.4% to  $\pm$ 146,829 million. This includes the net increase of 0.5% due yen's depreciation relative to the previous fiscal year. Including the benefits of cost cutting efforts, operating income increased 1.1% to  $\pm$ 12,564 million and ordinary income decreased 1.5% to  $\pm$ 12,374 million. Net income rose to an all-time high of  $\pm$ 6,482 million.

KOSÉ has been moving quickly to comply with the upcoming requirement to list all ingredients by the revised Pharmaceutical Affairs Law. Such labeling has been placed on all new products since April 2001. As prescribed by the revised law, by September 2002 we plan to complete applying new labels to products which we will ship to the market. Furthermore, all stores selling KOSÉ products have been supplied with documents providing data on the contents of major products. This information will also be provided on the company's Web site. In addition, the company has established a system for replying to inquiries from customers.

In March 2002, KOSÉ purchased land and a building in Tokyo's Kita Ward, Sakae-cho for a new research facility. The new facility stands adjacent to an existing research facility for new products. The existing facility is to be rebuilt to create an even more powerful R&D infrastructure for the group. Construction of the new building is to be completed by the end of the fiscal year ending in March 2004.

# (2) Results by Business Segment

#### a. Cosmetics Business

| Unit: Millions of yer          |  |            |                 |            |  |
|--------------------------------|--|------------|-----------------|------------|--|
| Item                           | FY ended FY ended<br>March 2001 March 2002 |            | Change (amount) | Change (%) |  |
|                                | Warch 2001                                 | March 2002 |                 |            |  |
| Sales to third parties         | 108,484                                    | 110,343    | 1,858           | 1.7        |  |
| Intragroup sales and transfers | 89   | 82         | -               | -          |  |
| Total sales                    | 108,573                                    | 110,425    | -               | -          |  |
| Operating income               | 13,161                                     | 13,167     | 5               | 0.0        |  |
| Operating margin               | 12.1                                       | 11.9       | -               | -          |  |

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Three members of the upscale COSME DECORTE brand, the high-prestige AQ series, WHITE SCIENCE, a line of whitening products, and Micro Performance, posted steady growth in sales. High-value-added cosmetics market remained vibrant. KOSÉ's AQ cream meliority, which sells for ¥90,000, attracted much media attention as the pioneer in the highend skin cream market. At subsidiary ALBION CO., LTD., which handles premium cosmetics, the EXSAGE series produced strong sales growth. In September, the new BEAUTÉ de KOSÉ brand is sales channels to department stores. At the same time, the CHÉRINI series was added to the PRÉDIA brand, is sales channels to high-end specialty cosmetics stores. This bolstered KOSÉ's point-makeup series and led to higher sales.

Regarding the KOSÉ brands, high-profile advertising and sales promotion initiatives were conducted, mainly for the VISÉE, RUTINA and LUMINOUS series, leading to an increase in the number of customers using these products. In overseas operations, which are mainly in Asia, KOSÉ introduced powerful new products and conducted effective marketing campaigns. Numerous actions were taken to establish a presence in new markets. For example, sales channels for the FASIO brand, which was introduced in June 2001 to target the so-called "middle-mass" market, were expanded. The group also entered the market in South Korea in October 2001. As a result, overseas sales increased in the past fiscal year. In China, the group is still in the process of restructuring wholesale distribution channels and reviewing brand strategies.

Due to these factors, cosmetics sales increased 1.7% to ¥110,343 million and operating income was ¥13,167 million, about the same as in the previous fiscal year.

Major new products introduced during the fiscal year were as follows:

COSME DECORTE AQ emulsion meliority (skin care product) PRÉDIA CHERINI (make-up series) BEAUTÉ de KOSÉ (skin care series) GRANDAINE (skin care series / renewal) VISÉE good curl mascara EX [super volume] (make up product) RUTINA fine cover pact (make-up product)

#### b. Cosmetaries Business

Unit: Millions of ven. %

|                                |                        |                        | Onit. W       |            |
|--------------------------------|------------------------|------------------------|---------------|------------|
| ltem                           | FY ended<br>March 2001 | FY ended<br>March 2002 | Change amount | Change (%) |
| Sales to third parties         | 28,428                 | 31,649                 | 3,220         | 11.3       |
| Intragroup sales and transfers | 0                      | 0                      | -             | -          |
| Total sales                    | 28,428                 | 31,650                 | -             | -          |
| Operating income               | 1,406                  | 1,519                  | 112           | 8.0        |
| Operating margin               | 4.9                    | 4.8                    | -             | -          |

As the polarization of prices in this market continues, KOSÉ concentrated on strengthening its powerful brands to increase sales of cosmetics that consumers choose on their own. Many steps were taken to conduct effective advertising campaigns and high-profile sales promotion initiatives. The company continued to develop the SPORTS BEAUTY FASIO series, which combines functionality and fashion. Targeting women in their 30s, the ELSIA series made its debut. Both of these brands generated good results. SALON STYLE, a member of the hair care series, was revised to offer a premium shampoo and rinse. In the SOFTYMO facial washing and cleansing series, the introduction of products that meet specific market needs contributed to sales growth.

Overall, cosmetaries sales increased 11.3% to ¥31,649 million and operating income climbed 8.0% to ¥1,519 million.

Major new products introduced during the fiscal year were as follows: SPORTS BEAUTY FASIO power stay mascara (make-up product) CELFUL ELSIA (make-up series) SALON STYLE (hair care series / renewal) SOFTYMO WHITE cleansing wash (skin care product)

#### c. Other Business

Unit: Millions of yen, %

| ltem                           | FY ended<br>March 2001 | FY ended<br>March 2002 | Change (amount) | Change (%) |
|--------------------------------|------------------------|------------------------|-----------------|------------|
| Sales to third parties         | 5,126                  | 4,837                  | (289)           | (5.6)      |
| Intragroup sales and transfers | 2,011                  | 1,832                  | -               | -          |
| Total sales                    | 7,137                  | 6,669                  | -               | -          |
| Operating income               | 480                    | 517                    | 36              | 7.6        |
| Operating margin               | 6.7                    | 7.8                    | -               | -          |

In the amenities category, sales increased due to sales promotion initiatives targeting sales agents. However, orders from Japanese subsidiary of L'Oréal for the manufacture of products declined. The result was a 5.6% decrease in segment sales to ¥4,837 million and a 7.6% increase in operating income to ¥517 million.

#### 2. Outlook for Next Fiscal Year

Although there are reports and other signs that Japan's economy has stopped declining, the economy is expected to continue being held back by deflation and weak consumer spending. In the cosmetics industry, competition to capture a larger share of the domestic market is expected to become still more fierce.

In response, the KOSÉ Group will continue to forcefully promote brand marketing. Core brands will be made even more competitive and widespread structural reforms will be conducted to raise efficiency and profitability.

In the cosmetics business, efforts will focus on becoming more competitive by increasing sales of COSME DECORTE and other high-value-added cosmetics products and making strategic investments in core brands. In the cosmetaries business, the goal is capturing a larger share of the self-selection cosmetics market sector through mass-media advertising and the addition of more sales channels, primarily for core brands. In business outside Japan, mainly in Asia, the company will introduce powerful new products and conduct aggressive sales promotion activities. Measures include the full-scale development of FASIO, a strategic brand targeting the "middle-mass" market, and a drive to increase sales through department stores in South Korea.

In addition, the group will conduct a sweeping review of its infrastructure and work flows while continuing to take steps to reduce cost of sales and personnel expenses as a percentage of sales and cut inventories. These measures are aimed at boosting profit margins and utilizing assets more productively.

In the fiscal year ending March 31, 2003, the company is forecasting an increase of 2.7% in net sales to ¥150,800 million, an increase of 0.3% in operating income to ¥12,600 million, a decrease of 3.0% in ordinary income to ¥12,000 million, and an increase of 12.6% in net income to ¥7,300 million. Operating income and ordinary income will be affected by amortization of unrecognized actuarial loss of ¥956 million resulting from the lower investment returns on pension assets in the 2000 and 2001 fiscal years.

|                   |   |         |         |         | Unit: Millio | ns of yen, % |
|-------------------|---|---------|---------|---------|--------------|--------------|
| Operating segment | FY ended March 2002 FY ended March 2003 |         | Change  | Change  |              |              |
|                   | Amount                                  | % comp. | Amount  | % comp. | Amount       | % YoY        |
| Cosmetics         | 110,343                                 | 75.1    | 113,025 | 75.0    | 2,681        | 2.4          |
| Cosmetaries       | 31,649                                  | 21.6    | 33,212  | 22.0    | 1,562        | 4.9          |
| Other             | 4,837                                   | 3.3     | 4,563   | 3.0     | (274)        | (5.7)        |
| Total net sales   | 146,829                                 | 100.0   | 150,800 | 100.0   | 3,970        | 2.7          |

| Item             | FY ended M | Y ended March 2002 FY ended March 2003 |        | Change  | Change |       |
|------------------|------------|--|--------|---------|--------|-------|
|                  | Amount     | % comp.                                | Amount | % comp. | Amount | % YoY |
| Operating income | 12,564     | 8.6                                    | 12,600 | 8.4     | 35     | 0.3   |
| Ordinary income  | 12,374     | 8.4                                    | 12,000 | 8.0     | (374)  | (3.0) |
| Net income       | 6,482      | 4.4                                    | 7,300  | 4.8     | 817    | 12.6  |

# II. Financial Position

#### **Cash Flows**

|  |                        | Unit                   | : Millions of yen |
|--|------------------------|------------------------|-------------------|
|  | FY ended<br>March 2001 | FY ended<br>March 2002 | Change            |
| Net cash provided by operating activities                      | 8,787                  | 7,778                  | (1,009)           |
| Net cash used in investing activities                          | (6,237)                | (2,377)                | 3,860             |
| Net cash used in financing activities                          | (2,943)                | (2,552)                | 391               |
| Increase in cash and cash equivalents                          | 17                     | 2,925                  | 2,907             |
| (Change due to merger and change in scope of<br>consolidation) |                        |                        |                   |
| Cash and cash equivalents at end of fiscal year                | 15,294                 | 18,220                 | 2,925             |

Net cash provided by operating activities declined ¥1,009 million to ¥7,778 million. Net income before income taxes and minority interests was ¥14,003 million and depreciation increased slightly to ¥4,030 million. There was an increase in notes and accounts receivable due to the growth in sales, but inventory reduction programs brought down inventories. Payments for income taxes declined ¥872 million to ¥7,711 million.

Net cash used in investing activities was ¥2,377 million. Purchases of property, plant and equipment were ¥4,658 million, mainly for the acquisition of land and a building for a new research facility. Proceeds from the sale of Japanese subsidiary of L'Oréal stock and transfer of intellectual property rights owned by Maybelline amounted to ¥4,809 million.

Net cash used in financing activities was ¥2,552 million. There was a net reduction of ¥1,629 million in debt and cash dividend paid totaled ¥909 million.

The result was a net increase of ¥2,925 million in cash and cash equivalents to ¥18,220 million.

These materials contain forward-looking statements and statements of this nature based on information current as of May 15, 2002. As such, these projections entail risks and uncertainties resulting from changes in the economic environment. Readers should be aware that actual results and events may differ substantially from these projections

# 4. Consolidated Financial Statements

# (1) Consolidated balance sheets

Unit: Millions of yen Previous fiscal year **Current fiscal year** Change Item As of March 31, 2001 As of March 31, 2002 Amount Amount % % Assets I. Current assets Cash and time deposits 8,824 11,843 3,019 19,673 1,578 Notes and accounts receivable 21,251 Short-term investments in securities 20,927 5,104 15,822 18,095 17,823 (272) Inventories 4,051 218 Deferred tax assets - current 4,269 Other current assets 3,316 3,703 387 Allowance for doubtful accounts (650) (285) 364 69,134 49.7 79,533 55.0 10,399 Total current assets **II. Fixed Assets** Property, plant and equipment Buildings and structures 11,270 10,875 (394) Machinery and automotive equip. 3,740 3,647 (93) Furniture and fixtures 5,369 5,494 124 Land 17,873 18,324 450 Construction in progress 171 691 519 39,033 607 Total property, plant and equipment 38,426 27.6 27.0 Intangible assets Software 1,294 1,147 (147)329 Other intangible assets 313 16 1.2 Total intangible assets 1,608 1,477 1.0 (130) Investments and Others 11,366 Investments in securities 6,654 (4,712)37 46 Long-term loans receivable 9 Long-term prepaid expenses 826 757 (68) Deferred tax assets - noncurrent 14,798 14,385 (413)Others 3,473 (144)3,329 Allowance for doubtful accounts (626) (550) 75 Total investments and Others 29,876 21.5 24,622 17.0 (5, 253)50.3 45.0 Total fixed assets 69,910 65,133 (4,776)**Total Assets** 139,044 100.0 144,667 100.0 5,622

Previous fiscal year **Current fiscal year** As of March 31, 2002 Item As of March 31, 2001 Change % Amount Amount % Liabilities I. Current liabilities Notes and accounts payable 12,136 12,790 654 Short-term borrowings 5,210 4,857 (353)1,498 56 Current portion of long-term debt 1,554 Accounts payable-other 5.097 6.018 920 Accrued expenses 6,232 6,477 245 Accrued income taxes 4,461 4,056 (405) Accrued consumption tax 900 930 29 Reserve for loss on investment in 47 (47) \_ unconsolidated subsidiaries Reserve for returned goods unsold 831 955 123 Other current liabilities 734 718 (16)37,150 26.7 1,206 Total current liabilities 38,356 26.5 II. Long-term liabilities Bonds with collateral 1,000 1,000 3,095 Long-term debt 4,649 (1,554)Accrued employees' retirement 30,674 30,129 (545)benefits Accrued officers' severance 2,169 2,285 115 benefits Other long-term liabilities 178 172 (5) Total long-term liabilities 38,672 27.8 36,682 25.4 (1,989)54.5 75,039 51.9 **Total Liabilities** 75,822 (783) Minority interests 2,025 1.5 2,272 1.5 247 Shareholders' equity 4,848 3.5 4,848 3.4 I. Common Stock 6,390 4.6 6,390 4.4 II. Capital surplus III. Consolidated retained earnings 49,210 35.4 54,801 37.9 5,590 IV. Net unrealized holdings gains on (354) (0.3)(139) (0.1) 214 other securities V. Foreign currency translation 1,101 0.8 1,467 1.0 366 adjustments 46.6 44.0 6,171 61,196 67,368 (0.0) VI. Treasury common stock (0.0) (12)(0) (12) 44.0 46.6 6,159 Total Shareholders' equity 61,196 67,355 **Total Liabilities, Minority Interest** 139,044 100.0 144,667 100.0 5,622 and Shareholders' Equity

Unit: Millions of yen

#### (2) Consolidated Statements of Income

Unit: Millions of yen Previous fiscal year **Current fiscal year** Change 4.1.2000 - 3.31.2001 4.1.2001 - 3.31.2002 Item Vs. YoY Vs. sales Amount % Amount sales Amount % % 100.0 142,039 146,829 100.0 4,790 103.4 Net sales Cost of sales 24.8 24.1 100.3 35,269 35,386 116 75.2 104.4 Gross profit 106,770 111,443 75.9 4,673 94,336 66.4 98,878 67.3 4,542 104.8 SG&A expenses 8.8 12,564 8.6 101.1 **Operating income** 12,434 130 Non-operating income 9 Interest income 168 178 Dividend income 53 13 (39) Equity in earnings of 1 (1) unconsolidated subsidiaries 31 19 Rent 51 Foreign exchange gains (loss) 200 37 (163) 309 197 Miscellaneous revenue (111) 0.5 Total non-operating income 765 477 0.3 (287) 62.5 Non-operating expenses 384 320 Interest expense (64) **IPO** expenses 75 (75) \_ Bad debts written-off 34 34 Miscellaneous loss 176 314 137 636 0.5 668 0.5 32 105.1 Total non-operating expenses 8.8 98.5 **Ordinary income** 12,563 12,374 8.4 (188) Extraordinary income 1,382 Gain on transfer of intellectual 1,382 0 property rights 126 Adjustment to previous year (126) earnings Gain on sales of property, plant 1 471 469 and equipment Gain on sale of investments in 3,235 3,235 securities

Unit: Millions of yen Previous fiscal year Current fiscal year Change 4.1.2000 - 3.31.2001 4.1.2001 - 3.31.2002 Item Vs. Vs. YoY sales sales % Amount Amount Amount % % Other extraordinary imcome 98 28 (69) 1,609 Extraordinary income 1.1 5,118 3.5 3,509 318.1 Extraordinary loss Amortization of net retirement 18,405 (18,405) benefit obligation at transition Adjustment to previous year loss 144 (144) Loss on disposal of property, 396 595 198 plant and equipment Loss on sale of investments in 128 14 (113) securities Unrealized holding loss on 481 1,000 519 investment securities Provision for doubtful accounts 579 463 (115) Loss on disposal of inventories 1,286 1,286 . Other extraordinary loss 665 128 (536) Total extraordinary loss 20,801 14.6 3,489 2.4 (17,311) 16.8 Net income before income taxes 14,003 9.5 14,003 and minority interests Net loss before income taxes and 6,628 4.7 (6,628) minority interests Income taxes Current 7,350 5.2 7,368 5.0 18 (0.0) Deferred (9,307) (6.6) (10) 9,297 Minority interest in income of 162 0.1 162 consolidated subsidiaries Minority interest in loss of 82 0.1 (82) consolidated subsidiaries Net income (for the period) 6,482 4.4 6,482 3.2 Net loss (for the period) 4,588 (4,588)

# (3) Consolidated statement of retained earnings

|  | U                    |        | Unit: Mi            | illions of yen |
|--|----------------------|--------|---------------------|----------------|
| Item   | Previous fiscal year |        | Current fiscal year |                |
|  | 4.1.2000 - 3.31.2001 |        | 4.1.2001 - 3.31.200 |                |
| I. Consolidated retained earnings at beginning of year |                      | 53,722 |                     | 49,210         |
| II. Increase in consolidated retained earnings         |                      |        |                     |                |
| Transferred from WOOD CO., LTD.                        | 1,046                | 1,046  | -                   | -              |
| III. Decrease in consolidated retained earnings        |                      |        |                     |                |
| Cash dividends paid                                    | 900                  |        | 827                 |                |
| Bonuses for directors                                  | 69                   |        | 64                  |                |
| [of which bonuses for auditors]                        | [-]                  | 969    | [4]                 | 892            |
| IV. Net income   |                      | -      |                     | 6,482          |
| Net loss   |                      | 4,588  |                     | -              |
| V. Consolidated retained earnings at end of year       |                      | 49,210 |                     | 54,801         |

| Unit: Millions of yer   |             |             |
|---|-------------|-------------|
| Item  | Previous    | Current     |
|   | fiscal year | fiscal year |
|   | 4.1.2000 –  | 4.1.2001 –  |
|   | 3.31.2001   | 3.31.2002   |
| I. Cash flows from operating activities                                   |             |             |
| Net income before income taxes and minority interests                     | (6,628)     | 14,003      |
| Depreciation  | 3,868       | 4,030       |
| Increase (decrease) in provision for allowance for doubtful accounts      | 351         | (464)       |
| Increase (decrease) in accrued employees' retirement benefits             | 18,351      | (545)       |
| Increase (decrease) in accrued officers' severance benefits for directors | 175         | 115         |
| Increase (decrease) in reserve for other allowances                       | (208)       | 247         |
| Loss (Gain) on sales of property, plant and equipment                     | 394         | 123         |
| Interest and dividends income   | (221)       | (191)       |
| Interest expense  | 384         | 320         |
| Foreign exchange loss (gain)  | (48)        | 8           |
| Interest in loss (income) of non-consolidated subsidiaries                | (1)         | -           |
| Loss (gain) on sale of investments in securities                          | 128         | (3,220)     |
| Unrealized holding loss (gain) on investments in securities               | 481         | 1,000       |
| Decrease (increase) in notes and accounts receivable                      | 234         | (1,771)     |
| Decrease (increase) in inventories  | 534         | 500         |
| Increase (decrease) in accounts payable                                   | (125)       | 690         |
| Proceeds from transfer of intellectual property rights                    | (1,382)     | (1,382)     |
| Decrease (increase) in other assets                                       | 835         | 1,135       |
| Increase (decrease) in other liabilities                                  | 465         | 969         |
| Directors' remuneration paid  | (71)        | (66)        |
| Others  | (6)         | 97          |
| Subtotal  | 17,511      | 15,600      |
| Interest and dividends received   | 240         | 209         |
| Interest paid   | (387)       | (320)       |
| Liability for damages received  | 7           | -           |
| Income taxes paid   | (8,583)     | (7,711)     |
| Net cash provided by operating activities                                 | 8,787       | 7,778       |
| II. Cash flows from investing activities                                  |             |             |
| Payments for time deposits placed   | (48)        | (145)       |
| Proceeds from time deposit withdrawals                                    | 267         | 76          |
| Payment for acquisition of short-term investments in securities           | (11,694)    | (14,943)    |
| Proceeds from sale of short-term investments in securities                | 13,695      | 14,784      |
| Payment for loans receivables   | (173)       | (67)        |
| Proceeds from collection of loans receivables                             | 21          | 6           |
| Payment for purchases of property, plant and equipment                    | (7,522)     | (4,658)     |
| Proceeds from sales of property, plant and equipment                      | 22          | 816         |

# (4) Consolidated Statements of Cash Flows

| Payment for acquisition of investments in securities             | (2,314) | (1,040) |
|--|---------|---------|
| Proceeds from sale of investments in securities                  | 480     | 3,331   |
| Proceeds from transfer of intellectual property rights           | 1,477   | 1,477   |
| Increase (decrease) in other investments                         | (448)   | (2,015) |
| Net cash used in investment activities                           | (6,237) | (2,377) |
| III. Cash flows from financing activities                        |         |         |
| Increase (decrease) in short-term borrowings                     | (1,195) | (131)   |
| Proceeds from long-term debt                                     | 1,100   | -       |
| Repayment of long-term debt                                      | (1,861) | (1,498) |
| Net change from purchase and sale of treasury common stock       | 5       | (12)    |
| Cash dividends paid  | (900)   | (827)   |
| Dividends to minority shareholders                               | (92)    | (81)    |
| Net cash used in financing activities                            | (2,943) | (2,552) |
| IV. Effect of exchange rate changes on cash and cash equivalents | 79      | 133     |
| V. Increase (decrease) in cash and cash equivalents              | (313)   | 2,981   |
| VI. Adjustment for inclusion of subsidiaries in consolidation    | -       | (56)    |
| VII. Transferred from WOOD CO.,LTD.                              | 331     | -       |
| VIII. Cash and cash equivalents at beginning of year             | 15,277  | 15,294  |
| IX. Cash and cash equivalents at end of year                     | 15,294  | 18,220  |
|  |         |         |
|  |         |         |

This financial report is solely a translation of summary of Japanese "Kessan Tanshin ( including attachments ),"

which has been prepared in accordance with accounting principles and practices generally accepted in Japan,

for the convenience of readers who prefer English Translation.