

Consolidated Financial Statements – Summary

May 12, 2009

(For the year ended March 31, 2009)

English translation from the original Japanese-language document

(All financial information has been prepared in accordance with accounting principles generally accepted in Japan.)

Company name: **NICHIREI CORPORATION** (Code number 2871)

1. Results of Fiscal Year Ended March 31, 2009 (April 1, 2008 through March 31, 2009)

(1) Consolidated financial results

(Amounts less than one million yen are omitted)

	Net sales	Operating income	Recurring income	Net income
	Million yen	Million yen	Million yen	Million yen
FY ended March 31, 2009	474,515	15,142	14,171	6,020
FY ended March 31, 2008	463,591	17,355	16,890	9,623

	E.P.S.	Diluted E.P.S.	Return on equity	Recurring income/Total capital	Operating income/Net sales
	Million yen	Million yen	%	%	%
FY ended March 31, 2009	19.42	-	5.3	5.2	3.2
FY ended March 31, 2008	31.04	-	8.5	6.4	3.7

(Note) Equity in earnings of affiliates: FY ended March 31, 2009: 216 million yen, FY ended March 31, 2008: 331 million yen

(2) Consolidated financial position

	Total assets	Shareholders' equity	Equity ratio	Equity per share
	Million yen	Million yen	%	Yen
As of March 31, 2009	287,296	113,199	38.6	357.85
As of March 31, 2008	257,812	116,488	44.3	368.56

(Note) Shareholders' equity: As of March 31, 2009: 110,958 million yen, As of March 31, 2008: 114,262 million yen

(3) Consolidated cash flows

	From operating activities	From investing activities	From financing activities	Cash and cash equivalents at end of period
	Million yen	Million yen	Million yen	Million yen
FY ended March 31, 2009	15,282	(14,740)	16,085	19,564
FY ended March 31, 2008	20,290	(6,443)	(13,919)	4,121

2. Dividend Status

(Base date)	Dividend per share					Total cash dividends (annual)	Dividends payout ratio (consolidated)	Dividend on equity ratio (consolidated)
	End of 1st quarter	End of 2nd quarter	End of 3rd quarter	End of FY	Annual			
FY ended March 31, 2008	Yen	Yen	Yen	Yen	Yen	Million yen	%	%
FY ending March 31, 2009	-	4.00	-	4.00	8.00	2,481	25.8	2.2
FY ending March 31, 2009	-	4.00	-	5.00	9.00	2,790	46.3	2.5
FY ending March 31, 2010 (Forecast)	-	4.00	-	5.00	9.00		36.2	

3. Estimation of Business Results of Fiscal Year Ending March 31, 2010 (April 1, 2009 through March 31, 2010)

(Amounts less than one million yen are omitted)

	Net sales	Operating income	Recurring income	Net income	E.P.S.
	Million yen	Million yen	Million yen	Million yen	Yen
Six months ending September 30, 2009	240,500	7,600	6,700	3,800	12.26
FY ending March 31, 2010	481,400	16,600	14,500	7,700	24.83

4. Other

- (1) Changes in major subsidiaries during the term (Change in specific subsidiaries as a result of a change in the scope of consolidation): None
- (2) Changes in accounting principles, procedures or reporting methods used in preparation of these financial statements (Changes in important items concerning preparation of these financial statements)
 - (i) Changes accompanying revision of accounting standards, etc.: Yes
 - (ii) Changes other than (i) above: Yes
- (3) Total number of outstanding shares (Common stock)
 - (i) Total number of outstanding shares at term end (Includes treasury stock):

As of March 31, 2009:	310,851,065 shares
As of March 31, 2008:	310,851,065 shares
 - (ii) Total treasury stock at term end:

As of March 31, 2009:	782,907 shares
As of March 31, 2008:	823,978 shares

This statement was prepared based on information available at the time of disclosure. Actual results may vary significantly as a result of a variety of factors. Please refer to the "Cautionary Statements" on page 8.

Consolidated Balance Sheets

NICHIREI CORPORATION

(Million yen; amounts less than one million yen are omitted)

	FY 2008 (As of March 31, 2008)	FY 2009 (As of March 31, 2009)	Increase (Decrease) compared with March 31, 2008
<Assets>			
Current assets			
Cash and time deposits	4,121	19,564	15,442
Notes and account receivable – trade	64,325	60,231	(4,094)
Inventories	30,266	-	(30,266)
Merchandise and finished products	-	27,397	27,397
Products in process	-	313	313
Raw materials and supplies	-	4,365	4,365
Deferred tax assets	1,004	1,134	130
Other current assets	3,525	3,695	170
Less allowance for doubtful accounts	(145)	(112)	32
Total	103,097	116,589	13,491
Fixed assets			
1. Tangible assets			
(1) Buildings and structures	193,500	192,394	(1,105)
Accumulated depreciation	(129,955)	(130,883)	(928)
Net	63,544	61,511	(2,033)
(2) Machinery and equipment	63,086	62,655	(430)
Accumulated depreciation	(47,564)	(47,664)	(100)
Net	15,522	14,991	(530)
(3) Land	30,434	32,884	2,449
(4) Leased assets	-	43,314	43,314
Accumulated depreciation	-	(24,077)	(24,077)
Net	-	19,236	19,236
(5) Construction in progress	915	993	77
(6) Other tangible fixed assets	7,948	7,755	(193)
Accumulated depreciation	(6,490)	(6,450)	39
Net	1,458	1,305	(153)
Total	111,876	130,921	19,045
2. Intangible assets			
(1) Goodwill	305	1,124	819
(2) Leased assets	-	155	155
(3) Other intangible fixed assets	3,366	3,477	110
Total	3,671	4,757	1,085
3. Investments and other assets			
(1) Investment securities	23,966	18,557	(5,409)
(2) Deferred tax assets	1,363	2,431	1,068
(3) Other assets	14,283	14,590	306
Less allowance for doubtful accounts	(447)	(551)	(104)
Total	39,166	35,027	(4,138)
Total fixed assets	154,714	170,707	15,992
Total assets	257,812	287,296	29,484

NICHIREI CORPORATION

(Million yen; amounts less than one million yen are omitted)

	FY 2008 (As of March 31, 2008)	FY 2009 (As of March 31, 2009)	Increase (Decrease) compared with March 31, 2008
<Liabilities>			
Current liabilities			
Notes and account payable – trade	26,083	24,177	(1,905)
Short-term bank loans	10,419	11,474	1,055
Commercial paper	2,000	10,000	8,000
Current portion of long-term loans	7,004	25,900	18,895
Current portion of bonds	5,000	10,000	5,000
Lease obligations	-	3,717	3,717
Accrued expenses	19,652	17,797	(1,854)
Income taxes payable	1,721	3,150	1,429
Directors' and statutory auditors' bonuses	182	177	(4)
Other current liabilities	9,183	5,179	(4,003)
Total	81,247	111,576	30,328
Long-term liabilities			
Bonds	10,000	-	(10,000)
Long-term loans	31,714	30,528	(1,185)
Lease obligations	-	18,873	18,873
Deferred tax liabilities	1,834	1,216	(618)
Employees' retirement benefits	2,976	3,216	239
Directors' and statutory auditors' retirement benefits	214	277	62
Long-term deposits received	11,438	8,108	(3,330)
Goodwill	86	61	(24)
Long-term leased assets impairment account	1,685	-	(1,685)
Other long-term liabilities	126	239	112
Total	60,076	62,520	2,444
Total liabilities	141,323	174,096	32,773
<Net assets>			
Owners' equity			
Common stock	30,307	30,307	-
Capital surplus	23,711	23,711	(0)
Retained earnings	53,678	56,045	2,366
Treasury stock	(359)	(348)	11
Total	107,338	109,715	2,376
Valuation and translation adjustments			
Net unrealized holding gains on securities	4,141	2,241	(1,899)
Deferred gains or losses on hedges	(101)	51	152
Translation adjustment	2,882	(1,050)	(3,933)
Total	6,923	1,242	(5,680)
Minority interests	2,226	2,241	14
Total net assets	116,488	113,199	(3,288)
Total liabilities and net assets	257,812	287,296	29,484

Consolidated Statements of Income

NICHIREI CORPORATION

(Million yen; amounts less than one million yen are omitted)

	FY 2008 (Apr. 2007–Mar. 2008)	FY 2009 (Apr. 2008–Mar. 2009)	Increase (Decrease) compared with March 31, 2008
Net sales	463,591	474,515	10,923
Cost of sales	373,797	387,186	13,389
Gross profit	89,794	87,328	(2,466)
Selling, general and administrative expenses			
Selling expenses			
Transportation and storage expense	14,065	14,296	230
Sales promotion expense	17,338	16,647	(690)
Advertising expense	4,956	4,010	(945)
Sales commission expense	2,953	2,999	46
Remuneration, salary and bonuses	13,994	14,024	30
Provision for employees' retirement benefits	382	1,362	980
Fringe benefit	2,051	2,127	76
Traveling and communication expenses	2,234	2,079	(154)
Rent expense	2,133	1,880	(252)
Business consignment fee	2,291	2,490	198
Research and development expense	2,050	2,191	141
Other general and administrative expense	7,988	8,073	84
Total	72,439	72,185	(253)
Operating income	17,355	15,142	(2,212)
Non-operating revenues			
Interest income	118	153	35
Dividend income	367	387	20
Equity in earnings of affiliates	331	216	(114)
Other non-operating revenues	1,550	1,332	(217)
Total	2,367	2,090	(276)
Non-operating expenses			
Interest expenses	1,118	1,767	649
Loss on disposal of obsolete inventories	440	-	(440)
Other non-operating expenses	1,272	1,293	20
Total	2,831	3,061	229
Recurring income	16,890	14,171	(2,719)
Extraordinary income			
Gain on sales of property, plant and equipment	720	614	(105)
Gain on sales of investment securities	411	45	(365)
Reversal of allowance for doubtful receivables	38	30	(8)
Total	1,170	690	(479)
Extraordinary losses			
Loss on sales of property, plant and equipment	133	33	(99)
Loss on disposal of property, plant and equipment	876	750	(126)
Impairment loss	46	15	(30)
Loss on devaluation of investment securities	390	435	45
Loss on discontinued operations	141	313	171
Impact accompanying the application of accounting standard for lease transactions	-	1,731	1,731
Loss on devaluation of membership	-	137	137
Loss on sales of investment securities	-	45	45
Loss on sales of affiliates' stock	-	35	35
Total	1,588	3,499	1,910
Income before income taxes and minority interests	16,472	11,362	(5,109)
Income taxes—current	4,539	5,443	904
Income taxes—deferred	2,081	(336)	(2,418)
Total	6,621	5,107	(1,514)
Minority interests in net income of consolidated subsidiaries	227	235	7
Net income	9,623	6,020	(3,603)

Consolidated Statements of Cash Flows

NICHIREI CORPORATION

(Million yen; amounts less than one million yen are omitted)

	FY 2008 (Apr. 2007–Mar. 2008)	FY 2009 (Apr. 2008–Mar. 2009)	Increase (Decrease) compared with March 31, 2008
Cash flows from operating activities			
Income before income taxes and minority interests	16,472	11,362	(5,109)
Depreciation and amortization	9,481	13,738	4,257
Impairment loss	46	15	(30)
Increase (decrease) in provision for doubtful accounts	(657)	61	719
Increase (decrease) in provision for employees' retirement benefits	(73)	206	279
Decrease (increase) in prepaid pension expenses	(662)	(256)	406
Equity in earnings of affiliates	(331)	(216)	114
Loss on disposal of property, plant and equipment	371	433	61
Loss on discontinued operations	38	313	274
Impact accompanying the application of accounting standard for lease transactions	-	1,731	1,731
Loss (gain) on devaluation of investment securities	390	435	45
Loss on devaluation of membership	-	137	137
Interest and dividend income	(485)	(540)	(55)
Interest expense	1,118	1,767	649
Loss (gain) on sale of property, plant and equipment	(586)	(580)	6
Loss (gain) on sale of affiliates' stock	-	35	35
Loss (gain) on sale of investment securities	(411)	0	411
Decrease (increase) in notes and accounts receivable – trade	3,410	3,266	(143)
Decrease (increase) in inventories	1,257	(2,197)	(3,455)
Increase (decrease) in notes and accounts payable – trade	(3,084)	(2,250)	833
Other	1,792	(7,765)	(9,558)
Subtotal	28,088	19,698	(8,389)
Interest and dividend income received	815	870	55
Interest expense paid	(1,141)	(1,743)	(602)
Income taxes paid	(7,472)	(3,543)	3,928
Net cash provided by operating activities	20,290	15,282	(5,008)
Cash flows from investing activities			
Purchase of property, plant and equipment	(8,883)	(11,761)	(2,877)
Proceeds from sale of property, plant and equipment	1,658	1,240	(418)
Purchase of investment securities	(1,355)	(218)	1,136
Proceeds from sale of investment securities	2,533	309	(2,224)
Purchase of subsidiary shares following change in scope of consolidation	-	(3,468)	(3,468)
Proceeds from sale of subsidiary shares following change in scope of consolidation	3	-	(3)
Decrease (increase) in short-term loans receivable	10	-	(10)
Proceeds from sale of affiliates' stock	-	726	726
Other	(410)	(1,567)	(1,156)
Net cash used in investing activities	(6,443)	(14,740)	(8,297)
Cash flows from financing activities			
Increase (decrease) in short-term bank loans	137	1,519	1,382
Increase (decrease) in commercial paper	1,000	8,000	7,000
Proceeds from long-term debt	341	24,973	24,631
Repayment of long-term debt	(2,536)	(7,092)	(4,556)
Redemption of bonds	(10,000)	(5,000)	5,000
Dividends paid	(2,784)	(2,476)	308
Dividends paid to minority interests	-	(594)	(594)
Repayment of lease obligations	-	(3,901)	(3,901)
Other	(77)	657	734
Net cash provided by (used in) financing activities	(13,919)	16,085	30,004
Effects of exchange rate changes on cash and cash equivalents	288	(1,184)	(1,472)
Net increase (decrease) in cash and cash equivalents	216	15,442	15,226
Cash and cash equivalents at beginning of period	3,514	4,121	607
Increase in cash and cash equivalents following change in scope of consolidation	391	-	(391)
Cash and cash equivalents at end of period	4,121	19,564	15,442

Industrial Segment Information

NICHIREI CORPORATION

(1) Fiscal Year Ended March 31, 2008 (April 1, 2007 through March 31, 2008)

(Million yen; amounts less than one million yen are omitted)

	Processed Foods	Marine Products	Meat and Poultry Products	Logistics	Real Estate	Other	Total	Intercompany eliminations and corporate	Consolidated
Operating revenues	174,505	73,941	81,019	124,981	6,146	2,996	463,591	-	463,591
Intra-group sales and transfers	502	727	2,919	13,763	1,381	3,339	22,634	(22,634)	-
Total	175,008	74,668	83,939	138,745	7,528	6,335	486,226	(22,634)	463,591
Operating expenses	170,895	75,124	83,330	130,238	3,268	6,099	468,957	(22,721)	446,236
Operating income (loss)	4,112	(455)	609	8,506	4,259	236	17,268	86	17,355
Operating income margin	2.3	(0.6)	0.7	6.1	56.6	3.7	3.6	-	3.7

(2) Fiscal Year Ended March 31, 2009 (April 1, 2008 through March 31, 2009)

(Million yen; amounts less than one million yen are omitted)

	Processed Foods	Marine Products	Meat and Poultry Products	Logistics	Real Estate	Other	Total	Intercompany eliminations and corporate	Consolidated
Operating revenues	173,625	75,413	88,203	128,305	5,948	3,020	474,515	-	474,515
Intra-group sales and transfers	402	664	4,314	14,040	1,409	3,601	24,433	(24,433)	-
Total	174,027	76,078	92,517	142,345	7,357	6,622	498,949	(24,433)	474,515
Operating expenses	172,004	75,803	92,548	134,114	3,313	6,397	484,181	(24,808)	459,372
Operating income (loss)	2,023	275	(30)	8,231	4,043	224	14,767	374	15,142
Operating income margin	1.2	0.4	(0.0)	5.8	55.0	3.4	3.0	-	3.2

Forecast of Fiscal Year Ending March 31, 2010

NICHIREI CORPORATION

(1) Forecast of Six Months Ending September 30, 2009 (April 1, 2009 through September 30, 2009)

(Million yen; amounts less than one million yen are omitted)

	Processed Foods	Marine Products	Meat and Poultry Products	Logistics	Real Estate	Other	Intercompany eliminations and corporate	Consolidated
Operating revenues (*1)	90,400	37,400	48,000	70,900	3,500	3,200	(12,900)	240,500
Operating expenses	88,500	37,300	47,700	67,300	1,700	3,300	(12,900)	232,900
Operating income	1,900	100	300	3,600	1,800	(100)	0	7,600

(1) Forecast of Fiscal Year Ending March 31, 2010 (April 1, 2009 through March 31, 2010)

(Million yen; amounts less than one million yen are omitted)

	Processed Foods	Marine Products	Meat and Poultry Products	Logistics	Real Estate	Other	Intercompany eliminations and corporate	Consolidated
Operating revenues (*1)	177,400	76,100	95,000	144,700	7,000	6,900	(25,700)	481,400
Operating expenses	173,000	75,700	94,300	137,100	3,400	7,000	(25,700)	464,800
Operating income	4,400	400	700	7,600	3,600	(100)	0	16,600

(*1) Operating revenues include Intra-group sales and transfers.

Cautionary Statement with Respect to Forward-Looking Statements

This interim financial statement contains, in addition to historical facts, forward-looking statements regarding plans, outlook, strategies and future results. These explanations concerning future business results may or may not include words such as "believes," "expects," "plans," "strategy," "prospects," "estimates," and "forecasts," or variations of these words or similar expressions. All such statements are based on management's assumptions and beliefs derived from the information available to it at the time of publication of this report. A variety of important factors may cause actual results to differ significantly from these forecasts. Thus, it is advised that investors refrain from making investment decisions based solely on these forward-looking statements. Nichirei and its Group companies will not necessarily revise their forward-looking statements in accordance with new information, future events and other results. Risks and uncertainties that could affect the actual results of Nichirei and its Group companies include, but are not limited to:

- 1) Economic conditions and industry environment surrounding the business activities of Nichirei and its Group companies;
- 2) Foreign exchange rate fluctuations, particularly involving U.S. dollars and euros;
- 3) The feasibility of establishing a unified quality control structure covering product development, purchasing of ingredients, production and sales;
- 4) The feasibility of new product and service development;
- 5) Nichirei's and its Group companies' ability to implement growth strategies and build a low-cost structure;
- 6) The feasibility of achieving effective alliances between the Nichirei Group and outside companies;
- 7) Contingency and related risk, etc.

However, factors that may affect the performance of the Nichirei Group are not limited to those listed above. Further, risks and uncertainties include the possibility of future events that may have a serious and unpredictable impact on the Group.