FINANCIAL STATEMENTS (JASDEC)

Balance Sheets

March 31, 2002 and 2001

		Thousands of Yen			Thousands o U.S.dollars	
		2002	2001		2002	
Assets						
Current Assets:						
Cash and Deposits	¥	1,964,037	¥ 17,155	\$	14,740	
Accounts Receivable		3,276,134	2,358,614		24,586	
Advance Payment		80,522	14,886		604	
Securities		· <u>-</u>	2,042,027		_	
Other		300	98,754		2	
		5,320,993	4,531,436		39,932	
Fixed Assets:					•	
Capital Assets		3,019,000	3,019,000		22,657	
Other Fixed Assets:		2,011,000	2707000		,	
Building and Structures		66,701	69,276		500	
Furniture and Tools		2,228,692	2,136,300		16,726	
Security Deposits		374,061	355,234		2,807	
Computer Software		4,774,486	3,266,326		35,831	
Other		42,090	1,155,241		316	
Other		7,486,030	6,982,377		56,180	
Total Fixed Assets		10,505,030	10,001,377		78,837	
Total Assets	¥	15,826,023	¥ 14,532,813	\$	118,769	
Liabilities						
Current Liabilities:						
Short-term Loan Payable	¥	9,000,000	¥ –	\$	67,542	
Accounts Payable	+	2,454,394	3,944,447	Ψ	18,420	
Accrued Income Taxes		228,658	3,744,447		1,716	
Other		79,719	- 74,386		598	
Other		11,762,771	4,018,833		88,276	
Fixed Liabilities:		11,702,771	4,010,033		00,270	
			/ 422 F70			
Long-Term Debt		10/ 252	6,433,570		707	
Other		106,252	123,410		797	
T-4-11 (-1-1992)		106,252	6,556,980		797	
Total Liabilities	¥	11,869,023	¥ 10,575,813	\$	89,073	
Net Assets						
Capital Assets	¥	3,019,000	¥3,019,000	\$	22,657	
Other Net Assets:						
Retained Earnings brought Forward						
from the Preceding Term		938,000	1,014,943		7,039	
Net Income (Loss) for the Current T	erm	_	(76,943)			
(====, :3: = ==::011111		938,000	938,000		7,039	
Tatal Niat Assats	¥	3,957,000	¥ 3,957,000	\$	29,696	
Total Net Assets	#	J.70/.UUU				

 $U.S.\ dollar\ amounts\ have\ been\ translated,\ for\ convenience\ only,\ at\ the\ rate\ of\ $$\pm 133.25 = US\$1\ as\ of\ March\ 31,\ 2002.$

Statements of Revenue and Expenditure

Years ended March 31, 2002 and 2001

		Thousands of Yen			Thousands of U.S.dollars	
		2002		2001		2002
Revenue						
Fund Operations	¥	5,340	¥	6,823	\$	40
Account-Opening Fees		37,600		38,800		282
Income from Fees (before Refund):						
Deposits		504,480		446,205		3,785
Book-Entry Delivery		8,990,297		6,102,618		67,469
Withdrawals		150,532		143,259		1,130
Custody		5,184,338		5,681,481		38,907
Other		2,567,495		1,679,441		19,268
		17,397,142		14,053,004		130,560
Refund of Fees		(5,810,146)		(3,235,322)		(43,603)
Income from Fees (after Refund)		11,586,996		10,817,682		86,957
Other Income		14,634		35,743		110
Total Revenue (A)	¥	11,644,570	¥	10,899,048	\$	87,389
Revenue before Refund (A')	¥	17,454,716	¥	14,134,370		130,992
Expenditure General Administration Expenses Business Expenses:	¥	1,348,850	¥	1,157,436	\$	10,123
Computers		3,145,294		3,081,891		23,604
Outsourcing Services		2,723,130		2,678,035		20,436
Stock Name Transfer Expenses		1,729,789		1,881,970		12,982
Other		424,453		265,933		3,185
		8,022,666		7,907,829		60,207
Depreciation		2,038,310		1,117,697		15,297
Other Expenses		6,086		793,029		46
Total Expenditure (B)		11,415,912	¥	10,975,991	\$	85,673
Net Income (Loss) Before Income Taxes				(76,943)	-	1,716
Provision for Income Taxes	. , (228,658		_		1,716
Net Income (Loss)	¥		¥	(76,943)	\$	
Net Income Before Income Taxes				, , ,	-	
before Refund (A')-(B)	¥	6,038,804	¥	3,158,379	\$	45,319

U.S. dollar amounts have been translated, for convenience only, at the rate of ¥133.25=US\$1 as of March 31, 2002.

Notes to Financial Statements

NOTES TO THE STATEMENTS OF REVENUE AND EXPENDITURE

- 1. Japan Securities Depository Center (JASDEC) is a non-profit foundation and does not operate a profit-making business as defined by Japanese tax law.
- 2. The fee charged to participants for opening the initial account with JASDEC is ¥1 million, and that for additional sub-accounts is ¥300,000 each.

NOTES TO THE BALANCE SHEETS

- 1. The capital assets appearing under "Fixed Assets" consist of fixed bank deposits and Money Management Fund.
- 2. Cumulative depreciation charges for the other fixed assets are as follows:

		Thousands of Yen		
	2002	2001		2002
Building and structures	¥ 63,454	¥ 217,637	\$	476
Furniture and tools	2,344,159	3,727,628		17,592
Other	2,832	2,266		21
Total	¥ 2,410,446	¥ 3,947,531	\$	18,089

3. Short-term loan payable and long-term debt as of March 31, 2002 and 2001 consist of the follows:

	Thousands of Yen				Thousands of U.S.dollars	
		2002		2001		2002
Short-term debt:						
Japan Securities Depository Center Inc.	¥ 2,4	00,000	¥	_	\$	18,011
Banks	6,6	000,000		_		49,531
	¥ 9,0	000,000	¥	_	\$	67,542
Long-term debt:						
Members of the Stock exchanges						
of Tokyo, Osaka and Nagoya	¥		¥ 6,4	433,570	\$	

Report of Independent Accountants

Chairman of the Board of Directors Japan Securities Depository Center

We have audited the accompanying balance sheets of Japan Securities Depository Center (JASDEC) as of March 31, 2002 and 2001, and the related statements of revenue and expenditure for the years then ended, all expressed in Japanese Yen. Our audits were made in accordance with auditing standards generally accepted in Japan and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the financial statements referred to above present fairly the financial positions of JASDEC as of March 31, 2002 and 2001 and the results of its operations for the years then ended in conformity with accounting principles generally accepted in Japan for Public-Service Corporation and Business Corporation , and with the Articles of Association of JASDEC.

Chus agara audit Corporation

ChuoAoyama Audit Corporation

Tokyo, Japan May 18, 2002

Notice to Readers:

The accompanying financial statements are not intended to present the financial positions of the JASDEC and results of its operations in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Japan. The standards, procedures and practices used to audit such financial statements are those generally accepted and applied in Japan.