# Brief Statement of Accounts for the First Three Quarters of the Year Ending March 31, 2010

February 1, 2010

Company Name: MegaChips Corporation Listed exchange: TSE
Code number: 6875 http://www.megachips.co.jp/

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Scheduled date for submission of quarterly report: February 12, 2010

(Amounts less than one million yen are omitted)

1. Consolidated operating results for the first three quarters of the year ending March 31, 2010 (from April 1, 2009 to December 31, 2009)

(1) Consolidated operating results (accumulated)

(Figures in % refer to change from the same period a year earlier)

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	Net sales		Operating income		Ordinary income		Net income	
	Million yen	%	Million yen	%	Million yen	%	Million yen	%
First three quarters of the year ending March 31, 2010	32,164	(25.5)	2,964	(35.3)	3,045	(35.6)	2,094	(18.3)
First three quarters of the year ended March 31, 2009	43,203	_	4,583	-	4,729	-	2,564	-

	Net income per share	Net income per share (fully diluted)
	Yen	Yen
First three quarters of the year ending March 31, 2010	86.30	86.14
First three quarters of the year ended March 31, 2009	105.72	105.66

(2) Consolidated financial position

	Total assets	Net assets	Net worth ratio	Net assets per share
	Million yen	Million yen	%	Yen
First three quarters of the year ending March 31, 2010	34,370	24,085	70.1	991.50
Year ended March 31, 2009	33,115	20,564	62.1	849.02

(Reference) Shareholders' equity: As of the first three quarters of the year ending March 31, 2010: 24,085 million yen
As of March 31, 2009: 20,564 million yen

# 2. Dividends

		Dividends per share						
(Record date)	First quarter-end	Second quarter-end	Third quarter-end	Year-end	Annual			
	Yen	Yen	Yen	Yen	Yen			
Year ended March 31, 2009	_	-	_	33. 00	33. 00			
Year ending March 31, 2010	_	_	-					
Year ending March 31, 2010								
(forecast)				_	ı			

(Note 1) Revisions made to the forecast dividends at the end of the current term: None

(Note 2) We pay dividends once per year based on the dividend policy, using the year-end date as the record date. Dividends are determined based on either a dividend payout ratio of around 30% or a dividend on equity (DOE) ratio of around 2%, whichever is higher, while taking into consideration the consolidated operating results, financial position, investment plans and so forth. Since the concrete dividend forecast is yet to be decided, "-" is shown for the year-end dividend and annual dividend forecast.

# 3. Forecast of consolidated operating results (from April 1, 2009 to March 31, 2010)

(Figures in % indicate change from the corresponding period of the year ended March 31, 2009)

	Net sales		Operating income		Ordinary income		Net income		Net income per share
	Million yen	%	Million yen	%	Million yen	%	Million yen	%	Yen
Annual	43,000	(18.5)	4,100	(14.8)	4,100	(16.2)	2,650	(0.8)	109.09

(Note) Revisions made to figures in the consolidated business outlook at the end of the current term from the previous announcement: None

#### 4. Others

- (1) Changes in key subsidiaries during the term (changes in specific subsidiaries resulting in changes in the scope of consolidation): None
- (2) Adoption of convenient accounting method and uniquely adopted accounting method to prepare the consolidated financial statements for the current term: Yes
  - (Note) For detailed information, please refer to "4. Others" in "Qualitative Information / Financial Statements" on page 4.
- (3) Changes in accounting policies and processing and representation methods adopted to prepare the consolidated financial statements for the current term (significant changes in the basis for presenting the consolidated financial statements for the current term):
  - 1) Changes due to revised accounting standards: Yes
  - 2) Changes for reasons other than that described above: Yes
  - (Note) For detailed information, please refer to "4. Others" in "Qualitative Information / Financial Statements" on page 4.
- (4) Number of shares outstanding (common stock)
  - 1) Number of outstanding shares at the end of the period (including treasury stock)

First three quarters of the year ending March 31, 2010 24,353,900 shares Year ended March 31, 2009 24,667,317 shares

2) Number of shares of treasury stock at the end of the period

First three quarters of the year ending March 31, 2010 61,797 shares Year ended March 31, 2009 446,282 shares

3) Average number of shares outstanding during the period (or the cumulative consolidated accounting period as of the end of the term)

First three quarters of the year ending March 31, 2010 24,267,649 shares First three quarters of the year ended March 31, 2009 24,254,893 shares

# Note: Request for appropriate use of the business outlook and other remarks

The description of the future in this material, including the forecast of operating results, is based on the information available as of the published date of this release and on certain assumptions considered reasonable as of the published date of this release. The actual results may change materially depending on various factors that may arise in the future.

# [Qualitative Information / Financial Statements]

## 1. Qualitative information on consolidated operating results

### (1) Overview of operating results as a whole

During the first three quarters of the year ending March 31, 2010, the Japanese economy was still facing difficult circumstances, as seen by the weak corporate profits and capital spending and the worsening employment situation. However, the economy is believed to have passed the worst of the recession triggered by the global downturn that began in the second half of the year ended March 31, 2009.

In the electronic machinery and equipment industry, in which the Company operates, demand remained sluggish across the entire market, including electronic components such as semiconductors and consumer electronic equipment. The market for the entire electronic machinery and equipment industry remained below where it was for the same period of the year ended March 31, 2009.

In these severe circumstances, the Company focused its efforts in developing and selling products in the LSI business and the systems business, as well as on expanding the businesses by staying in close contact with customers and providing solutions best suited to their needs, based on the compression and decompression technologies for images, sound and music, as well as its unique telecommunications technologies.

Specially, with the digitalization of media including images, sound and music, the enhancement of the performance of LSIs using advanced semiconductor technology, the upgrading of the infrastructures of wired and wireless high-speed communication networks, and the diversification of digital broadcasting such as high-definition broadcasting, the Company has broadened its appeal in the field of information and communications. In this growing area, the Company has actively developed and sold high-end application-specific memories, system LSIs, electronic parts mounted with its system LSIs and customer-specific system products for transmitting and recording digital images, particularly for use in the security and monitoring area for games, amusements, digital cameras and high-definition audio visual (AV) devices.

However, given that the business environment surrounding the Company remained more severe than anticipated, net sales for the first three quarters of the year under review amounted to 32,164 million yen (down 25.5% from the same period of the year ended March 31,2009) on a consolidated basis. Operating income stood at 2,964 million yen (down 35.3%), and ordinary income reached \(\frac{1}{2}\),045 million yen (down 35.6%). Net income was 2,094 million yen (down 18.3%), with an extraordinary loss falling 581 million yen compared with the same period of the previous year and a refund of income taxes of 110 million yen, the result of the revision to the scope of application of tax deductions associated with research and development expenses.

# (2) Overview of operating results by segment

In the LSI business, demand for the main products, LSIs for storing game software (customer memories), declined. Demand, meanwhile, for LSIs for digital camera image processing and LSIs for high-definition AV recording was strong, but demand for tuner modules for receiving 1 seg digital terrestrial broadcasting remained sluggish.

As a result, net sales were 29,999 million yen (down 25.3% from the same period of the year ended March 31, 2009), and operating income stood at 3,621 million yen (a fall of 19.8%). Meanwhile, the operating income margin was 12.1% (up 0.8%), primarily thanks to products with strong profitability and development expenses income.

In the systems business, net sales were 2,165 million yen (down 29.0%) and the operating loss was 629 million yen (compared with an operating income of 69 million yen for the same period of the year ended March 31, 2009), due to reduced demand for customer-specific digital image monitoring systems for security / monitoring applications.

### 2. Qualitative information on consolidated financial position

## (1) Changes in the financial position (consolidated)

Total assets at the end of the third quarter of the year ending March 31, 2010 amounted to 34,370 million yen (up 1,255 million yen from the end of the year ended March 31, 2009), mainly reflecting increased trade notes and trade accounts receivable (up 9,594 million yen), increased investment securities (up 2,145 million yen), decreased cash and deposits (down 8,935 million yen) and decreased merchandise and finished goods (down 621 million yen) compared with the end of the year ended March 31, 2009.

Total liabilities amounted to 10,284 million yen (down 2,266 million yen), mainly reflecting a decline in income taxes payable (down 1,738 million yen) and in trade notes and trade accounts payable (down 238 million yen) from the end of the year ended March 31, 2009.

Net assets were 24,085 million yen (up 3,521 million yen). As a result, the net worth ratio reached 70.1% (up 8.0%).

### (2) Cash flows

Cash and cash equivalents ("net cash") at the end of the third quarter of the year ending March 31, 2010, amounted to 5,530 million yen, down 8,735 million yen from the end of the year ended March 31, 2009 (down 743 million yen in the same period of the year ended March 31, 2009). The status of cash flows at the end of the first three quarters of the year ending March 31, 2010 was as follows:

Net cash used in operating activities was 8,384 million yen (compared with net cash used of 1,765 million yen in the same period of the year ended March 31, 2009), mainly reflecting net income before taxes of 3,152 million yen (down 23.7% year on year), the amortization of long-term prepaid expenses of 739 million yen, decreased inventories (down 597 million yen), increased trade notes and trade accounts receivable (up 9,593 million yen), and 2,788 million yen in income taxes paid.

Net cash provided by investment activities was 365 million yen (867 million yen used in the same period of the year ended March 31, 2009), principally reflecting income of 363 million yen from sales of investment securities. As a result, free cash flow, which is the sum of the net cash used in operating activities and the net cash provided by investment activities, resulted in cash used of 8,018 million yen (compared with 2,633 million yen of net cash used in the same period of the year ended March 31, 2009)

Net cash used in financing activities was 699 million yen (compared with net cash provided of 1,934 million yen in the same period of the year ended March 31, 2009), mainly a reflection of 790 million yen in cash dividends paid.

#### 3. Qualitative information on consolidated business outlook

No revisions have been made to the Company's business forecasts for the fiscal year ending March 31, 2010, which were announced on October 30, 2009.

#### 4. Others

- (1) Changes in key subsidiaries during the term (changes in specific subsidiaries resulting in changes in the scope of consolidation): None
- (2) Adoption of convenient accounting method and uniquely adopted accounting method to prepare the consolidated financial statements for the term:
  - 1) Method of inventory valuation
    - The Company calculates inventories at the end of the third quarter of the year ending March 31, 2010 by omitting physical inventories and calculating inventories reasonably based on the amount of physical inventories for the year ended March 31, 2009. The Company estimates the net realizable values and reduces the book values of only the inventories that will clearly reduce in profitability.
  - 2) Method of calculating depreciation and amortization of noncurrent assets

    The Company calculates the depreciation and amortization of the assets for the period for which the declining balance method is adopted on a pro-rata basis based on the depreciation and amortization for the consolidated fiscal year.
  - 3) Calculation of tax expenses
    - The Company calculates its tax expenses by multiplying a reasonably estimated effective tax rate after deferred tax accounting for the net income before taxes for the year ending March 31, 2010 including the term under review by the net income before taxes for the term. Income tax adjustments are included in the "income taxes."
- (3) Changes in accounting policies and processing and representation methods adopted to prepare the consolidated financial statements for the current term:
  - 1) Change of recognition of amount of completed construction and cost of completed construction. The Company used to recognize the construction revenues of engineering contracts by utilizing the completed contract method. Effective from the beginning of the first quarter of the year ending March 31, 2010, however, it adopted the "Accounting Standard for Construction Contracts (the Accounting Standard Board of Japan (ASBJ) Statement No. 15 issued on December 27, 2007)" and the "Guidance on Accounting Standard for Construction Contracts (ASBJ Guidance No. 18 issued on December 27, 2007)" to recognize the construction revenues.

Accordingly, with respect to construction contracts whose construction work began during the first quarter of the year ending March 31, 2010, the completion percentage method (the percentage of construction is estimated based on the method of the ratio of the actual cost incurred to the total estimated cost) is applied to such construction contracts through a process whereby the outcome of the construction activity is deemed certain by the end of the third quarter, while the completed contract method is applied to other construction contracts.

As a result of this change, compared to the previous method, net sales for the first three quarters of the fiscal year under review rose 49,929 thousand yen, operating income, ordinary income, and net income before taxes each increased 11,120 thousand yen.

The impact of this change on segment information is stated where relevant.

# 2) Provision for loss on construction contracts

In terms of construction contracts, effective from the first quarter of the year ending March 31, 2010, the Company records any amount estimated to exceed the aggregate construction revenue as a provision for losses on construction contracts, where the aggregate cost of construction is likely to exceed the aggregate revenue of construction and the amount can be reasonably estimated.

This change was made to address the establishment of an internal construction management system developed for the above "Change of recognition of construction revenues from engineering contracts," and the provision is considered to have been established as an accounting practice as well as to promote financial health.

This change does not affect profits for the first three quarters of the year ending March 31, 2010.

# 5. Consolidated Financial Statements

# (1) Consolidated Balance Sheet

(Unit:	thousand	yen)
(		))

	Q3 FY 2009 (As of December 31, 2009)	FY 2008 (As of March 31, 2009)
Assets	(As of December 31, 2007)	(AS 01 March 31, 2009)
Current assets		
Cash and deposits	5,630,573	14,565,936
Notes and accounts receivable–trade	20,294,348	10,700,231
Merchandise and finished goods	386,047	1,007,453
Work in process	318,548	167,783
Raw materials and supplies	256,467	383,404
Deferred tax assets	434,033	434,033
Other	125,181	205,531
Allowance for doubtful accounts	(1,422)	(760)
Total current assets	27,443,778	27,463,613
Noncurrent assets		,,
Property, plant and equipment		
Buildings and accompanying facilities	240,576	240,576
Accumulated depreciation	(158,231)	(145,939)
Buildings and accompanying facilities, net	82,345	94,637
Other	351,209	328,684
Accumulated depreciation	(275,490)	(235,139)
Other, net	75,718	93,544
Total property, plant and equipment	158,063	188,182
Intangible assets		100,100
Other	76,600	108,653
Total intangible assets	76,600	108,653
Investment and other assets	,,,,,,,	100,000
Investment securities	4,312,172	2,167,100
Long-term prepaid expenses	1,802,003	2,347,032
Long-term time deposits	_	100,000
Deferred tax assets	275,178	431,007
Other	305,151	312,961
Allowance for doubtful accounts	(2,832)	(3,448)
Total investment and other assets	6,691,674	5,354,654
Total noncurrent assets	6,926,338	5,651,489
Total assets	34,370,117	33,115,103

	Q3 FY 2009 (As of December 31, 2009)	FY 2008 (As of March 31, 2009)
Liabilities	(As of December 31, 2007)	(As of Water 51, 2007)
Current liabilities		
Notes and accounts payable–trade	2,313,134	2,551,852
Short-term loans payable	5,000,000	5,000,000
Current portion of long-term loans payable	2,000,000	2,000,000
Income taxes payable	162,989	1,901,413
Provision	261,885	307,830
Other	497,711	744,061
Total current liabilities	10,235,720	12,505,156
Noncurrent liabilities		
Deferred tax liabilities	10,660	5,287
Other	38,032	40,591
Total noncurrent liabilities	48,693	45,878
Total liabilities	10,284,414	12,551,035
Net assets		
Shareholders' equity		
Capital stock	4,840,313	4,840,313
Capital surplus	6,181,300	6,181,300
Retained earnings	11,367,424	10,550,311
Treasury stock	(91,396)	(660,018)
Total shareholders' equity	22,297,641	20,911,906
Valuation and translation adjustments		
Valuation difference on available-for-sale securities	2,204,163	95,449
Foreign currency translation adjustment	(416,102)	(443,287)
Total valuation and translation adjustments	1,788,061	(347,838)
Total net assets	24,085,703	20,564,068
Total liabilities and net assets	34,370,117	33,115,103

# (2) Consolidated Statements of Income (First three quarters of the year ending March 31, 2010)

(Unit: thousand yen)

	Q3 FY 2008 (From April 1, 2008 to December 31, 2008)	Q3 FY 2009 (From April 1, 2009 to December 31, 2009)
Net sales	43,203,165	32,164,946
Cost of sales	35,568,679	26,334,656
Gross profit	7,634,485	5,830,289
Selling, general and administrative expenses	3,051,407	2,865,645
Operating income	4,583,078	2,964,644
Non-operating income		
Interest income	7,133	3,459
Dividends income	235,679	143,519
Gain on investments in partnership	8,053	_
Miscellaneous income	16,996	24,253
Total non-operating income	267,862	171,231
Non-operating expenses		
Interest expenses	64,604	42,920
Commitment fee	6,904	_
Loss on transfer of receivables	22,600	2,936
Foreign exchange losses	25,748	34,459
Miscellaneous loss	1,773	9,640
Total non-operating expenses	121,630	89,957
Ordinary income	4,729,310	3,045,918
Extraordinary income		
Gain on sales of investment securities	_	122,782
Total extraordinary income		122,782
Extraordinary loss		
Loss on retirement of noncurrent assets	1,145	167
Loss on valuation of investment securities	10,738	16,527
Loss on liquidation of business	586,364	_
Total extraordinary loss	598,248	16,694
Net income before taxes	4,131,062	3,152,006
Income taxes	1,566,903	1,168,049
Refund of income taxes for prior periods	_	(110,416)
Total income taxes	1,566,903	1,057,633
Net income	2,564,158	2,094,373

# (3) Consolidated Statements of Cash Flows

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	Q3 FY 2008 (From April 1, 2008 to December 31, 2008)	Q3 FY 2009 (From April 1, 2009 to December 31, 2009)
Net cash used in operating activities	, ,	
Net income before taxes	4,131,062	3,152,006
Depreciation and amortization	138,645	120,684
Amortization of long-term prepaid expenses	554,467	739,014
Increase (decrease) in provision for bonuses	(132,565)	(127,020)
Increase (decrease) in provision for directors' bonuses	61,452	81,075
Interest and dividends income	(242,812)	(146,978)
Interest expenses	64,604	42,920
Loss (gain) on sales of investment securities	_	(122,782)
Loss (gain) on valuation of investment securities	10,738	16,527
Loss on liquidation of business	95,672	_
Decrease (increase) in notes and accounts receivable—trade	(4,918,692)	(9,593,505)
Decrease (increase) in inventories	256,698	597,576
Increase (decrease) in notes and accounts payable-trade	(965,269)	(238,718)
Decrease (increase) in other current assets	54,359	(41,629)
Increase (decrease) in other current liabilities	(14,761)	(205,029)
Other	9,172	30,828
Subtotal	(897,228)	(5,695,030)
Interest and dividends income received	7,470	147,064
Interest expenses paid	(58,912)	(48,038)
Income taxes paid	(817,066)	(2,788,167)
Net cash used in operating activities	(1,765,736)	(8,384,172)
Net cash provided by investment activities		
Proceeds from withdrawal of time deposits	_	300,000
Purchase of property, plant and equipment	(74,727)	(29,292)
Purchase of intangible assets	(63,687)	(54,026)
Purchase of investment securities	(90,935)	_
Proceeds from sales of investment securities	_	363,535
Purchase of long-term prepaid expenses	(646,155)	(221,953)
Other	7,658	7,175
Net cash provided by investment activities	(867,848)	365,438
Net cash used in financing activities		
Net increase (decrease) in short-term loans payable	3,000,000	_
Purchase of treasury stock	(300,118)	(67)
Cash dividends paid	(770,010)	(790,608)
Other	4,969	90,723
Net cash used in financing activities	1,934,840	(699,952)
Effect of exchange rate change on cash and cash equivalents	(45,226)	(16,676)
Net increase (decrease) in cash and cash equivalents	(743,971)	(8,735,362)
Cash and cash equivalents at beginning of term	6,530,199	14,265,936
Cash and cash equivalents at end of the term	5,786,227	5,530,573

# (4) Note on going concern assumptions None

## (5) Segment information

[Business segment information]

First three quarters of the year ended March 31, 2009 (From April 1, 2008 to December 31, 2008) (thousand yen)

	LSI Business	Systems Business	Total	Elimination or Corporate	Consolidated
Net sales					
(1) External customers	40,151,593	3,051,572	43,203,165	_	43,203,165
(2) Inter-segment	9,777	_	9,777	(9,777)	-
Total	40,161,370	3,051,572	43,212,943	(9,777)	43,203,165
Operating income (loss)	4,513,911	69,977	4,583,889	(810)	4,583,078

First three quarters of the year ending March 31, 2010 (From April 1, 2009 to December 31, 2009) (thousand yen)

	LSI Business	Systems Business	Total	Elimination or Corporate	Consolidated
Net sales					
(1) External customers	29,999,785	2,165,161	32,164,946	_	32,164,946
(2) Inter-segment	8,497	_	8,497	(8,497)	
Total	30,008,282	2,165,161	32,173,444	(8,497)	32,164,946
Operating income (loss)	3,621,239	(629,560)	2,991,679	(27,035)	2,964,644

(Note) 1. The business segments are determined in accordance with the Company's internal business management policy.

## 2. Main products of each segment

(1) LSI Business: LSI for storing game software, LSI for home-use game machines, LSI for digital camera image

processing, LSI for image / audio processing for one-segment broadcasting, LSI for OFDM demodulation for one-segment broadcasting, LSI for high-definition AV recording

(2) Systems Business: Image transmission servers, digital video recorders, display controllers, image camera systems for equipment security, security controller terminals, surveillance cameras

# 3. Accounting method change

First three quarters of the year ending March 31, 2010

(Change of recognition of amount of completed construction and cost of completed construction)

As stated under "(3) Changes in accounting policies and processing and representation methods adopted to prepare the consolidated financial statements for the current term" in 4. Others in [Qualitative Information / Financial Statements], effective from the consolidated first quarter of the year ending March 31, 2010, the Company has changed the recognition of construction revenues from engineering contracts. As a result of this change, compared to the previous method, net sales and operating income for the first three quarters of the year under review rose 19,950 thousand yen and 380 thousand yen respectively in the LSI business, while net sales rose 29,979 thousand yen and operating loss declined 10,739 thousand yen in the systems business.

### [Geographic segment information]

First three quarters of the year ended March 31, 2009 (from April 1, 2008 to December 31, 2008) and first three quarters of the year ending March 31, 2010 (from April 1, 2009 to December 31, 2009)

Geographic segment information has been omitted, as net sales in Japan make up over 90% of the total net sales of all segments.

## [Overseas sales]

First three quarters of the year ended March 31, 2009 (from April 1, 2008 to December 31, 2008) and first three quarters of the year ending March 31, 2010 (from April 1, 2009 to December 31, 2009)

Overseas sales information has been omitted, as overseas sales make up less than 10% of consolidated net sales.

# (6) Notes to significant changes in Shareholders' Equity

First three quarters of the year ending March 31, 2010 (from April 1, 2009 to December 31, 2009)

The Company cancelled its 313,417 shares of treasury stock on November 30, 2009, in accordance with a resolution for the cancellation of the Company's treasury stock (common stock) made by a meeting of its Board of Directors held on October 30, 2009. As a result, treasury stock and retained earnings fell 463,536 thousand yen each.