management discussion and analysis

Operating Environment

In fiscal 1999, the financial year ended March 31, 1999, markets differed substantially in terms of business conditions. In the United States, vigorous consumer spending fueled solid economic growth, although its future sustainability remains uncertain. In Europe, despite some evidence of a slowdown towards the end of the year, conditions were generally favorable. However, in Asia, the economic depression persisted. In Japan, while some parts of the economy began to benefit from extensive public-sector investment, a slump in private-sector capital investment, combined with flat growth in consumer spending, cast a pall over many industries. General business conditions remained extremely poor, although some signs that the worst was over began to emerge.

Nikon's business was badly affected by the adverse conditions in Japan. While camera equipment posted good results on the back of successful product launches and a U.S. consumer spending boom, ophthalmic products suffered as the domestic market contracted amid slumping demand. With falling corporate profitability greatly restricting capital investment budgets, sales of industrial instruments plunged in the face of the ongoing recession in Japan.

Net Sales by Industry Segment For the years ended March 31, 1999, 1998 and 1997

| | | (14111110113 01 1011, 70) | | |
|------------------------|---------------|---------------------------|----------|--|
| | 1999 | 1998 | 1997 | |
| Consumer products | ¥139,204 | ¥130,266 | ¥131,282 | |
| Share of net sales | <u>45.5</u> % | <u>35.0</u> % | 34.6% | |
| Industrial instruments | 166,560 | 241,879 | 247,806 | |
| Share of net sales | <u>54.5</u> | 65.0 | 65.4 | |
| Total | ¥305,764 | ¥372,145 | ¥379,089 | |
| | | | | |

Non-Consolidated Net Sales by Sector

This breakdown is provided as an approximate indication of the share of non-consolidated net sales by sector For the years ended March 31, 1999, 1998 and 1997

| | (% of Non-Consolidated Net Sales) | | | |
|---|-----------------------------------|------------|-------|--|
| | 1999 | 1998 | 1997 | |
| Cameras | 36.4% | 26.8% | 23.6% | |
| Ophthalmic products | 6.6 | 5.6 | 5.5 | |
| Semiconductor manufacturing related equipment | 43.3 | 53.5 | 57.6 | |
| Microscopes and measuring instruments | 8.5 | 8.0 | 6.7 | |
| Surveying instruments and others | <u>5.2</u> | <u>6.1</u> | 6.6 | |

Regional Breakdown of Non-Consolidated Net Sales

This breakdown is provided for reference only.

For the years ended March 31, 1999, 1998 and 1997

| | 1999 | 1998 | 1997 |
|------------------|------------|-------|-------|
| Domestic | 38.9% | 43.6% | 46.7% |
| Export (total): | 61.1 | 56.4 | 53.3 |
| North America | 24.2 | 22.1 | 15.5 |
| Europe | 14.8 | 14.4 | 15.4 |
| Asia and Oceania | 22.0 | 19.8 | 22.3 |
| Other areas | <u>0.1</u> | 0.1 | 0.1 |

| | Operating Income (Loss) (¥ Billion) | | |
|-------|--|-------------------------------------|--|
| 305.8 | 1999 | (8.7) | |
| 372.1 | 1998 | 27.5 | |
| 379.1 | 1997 | 46.9 | |
| 332.8 | 1996 | 49.3 | |
| 288.5 | 1995 | 18.9 | |
| | 372.1 379.1 332.8 | 305.8 1999 1998 1997 1997 1996 1996 | |

(Millions of Yen %)

(% of Non-Consolidated Net Sales)

(% of Non-Consolidated Net Sales)

Operational Review and Analysis

Nikon instituted a company-wide restructuring initiative to reduce costs, raise operational efficiency and increase profits. At the same time, the Company redoubled efforts to boost margins by developing and launching new products carefully tailored to meet market needs. Unfortunately, the slowdown in consumer demand in Japan and other Asian markets, compounded by the long-standing slide in chip prices that is afflicting the semiconductor industry, meant that the fruits of these efforts could not fully offset falling sales revenues. A steep fall in sales of semiconductor-related industrial instruments caused consolidated net sales in fiscal 1999 to fall 17.8% to ¥305.8 billion, equivalent to a drop of ¥66.4 billion. Falling revenues and lower margins in the industrial instruments sector impacted the bottom line severely, and Nikon posted a net consolidated loss for the year of ¥18.2 billion.

In terms of performance by industry segment, net sales of consumer products rose 6.9% to ¥139.2 billion, producing a 23.3% surge in operating income to ¥2.5 billion. However, consolidated net sales of industrial instruments fell 31.1% to ¥166.6 billion, leading to an operating loss of ¥11.3 billion.

Splitting out the performance by region, sales in Japan slipped 13.5% to ¥274.5 billion, producing an operating loss of ¥11.0 billion. Overseas, results were better, though mixed. Sales in the United States dropped 20.6% to ¥80.6 billion, but produced operating income of ¥2.7 billion. Sales in Europe plunged 27.9% to ¥36.3 billion, leading to an operating loss of ¥0.2 billion. In Asia, principally due to an increase in the number of consolidated subsidiaries operating in the region, sales soared 57.6% to ¥11.3 billion, leading to operating income of ¥1.3 billion.

Income Analysis For the years ended March 31, 1999, 1998 and 1997

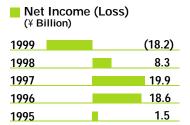
| | (78 01 146 | | |
|--|------------|--------|--------|
| | 1999 | 1998 | 1997 |
| Net sales | 100.0% | 100.0% | 100.0% |
| Cost of sales | (67.4) | (60.3) | (58.0) |
| Gross profit | 32.6 | 39.7 | 42.0 |
| SG&A expenses | (35.5) | (32.3) | (29.6) |
| Operating income | (2.9) | 7.4 | 12.4 |
| Net interest expense and dividend income | (1.4) | (1.3) | (1.4) |
| Net other income (expenses) | (1.4) | (1.0) | (1.3) |
| Income (loss) before income taxes* | (5.7) | 5.1 | 9.7 |
| Income taxes | (0.3) | (2.9) | (4.4) |
| Minority interest | 0.0 | 0.0 | 0.0 |
| Net income (loss) | (6.0) | 2.2 | 5.3 |

^{*} Excluding minority interest

Note: All expenses and subtractive amounts are in parentheses.

Balance Sheet Analysis At March 31, 1999, 1998 and 1997

| | (70 01 1 | | |
|--------------------------------------|-------------|-------------|-------------|
| | 1999 | 1998 | 1997 |
| Total assets | 100.0% | 100.0% | 100.0% |
| Total current assets | 65.0 | 69.0 | 67.4 |
| Inventories | 31.7 | 30.4 | 26.1 |
| Property, plant and equipment | 21.4 | 20.5 | 21.5 |
| Investments and other assets | <u>13.6</u> | <u>10.5</u> | <u>11.1</u> |
| Total current liabilities | 44.1 | 46.5 | 44.8 |
| Short-term borrowings | 22.5 | 20.5 | 15.3 |
| Long-term debt, less current portion | 21.7 | 19.4 | 18.7 |
| Shareholders' equity | 33.9 | 33.7 | 36.0 |







(% of Not Sales)

(% of Total Assets)

Financial Review and Analysis

At fiscal year-end, total assets amounted to ¥475.0 billion, down ¥32.4 billion, or 6.4%, from the previous fiscal year-end. A decrease in accounts receivable caused by the drop in net sales was the main reason behind the 11.9% drop in current assets to ¥41.7 billion. Tangible fixed assets increased by 4.3%, or ¥6.8 billion.

On the liabilities side, although borrowings increased slightly, the large drop in accounts payable helped reduce total liabilities by ¥22.3 billion.

Dividends paid in fiscal 1999 amounted to ¥1.5 billion. Pursuant to the introduction of tax-effect accounting, Nikon made a prior-year tax adjustment to retained earnings of ¥8.7 billion. In addition, an increase in the number of consolidated subsidiaries added a further ¥0.9 billion to the retained surplus. However, the net effect of these two moves was more than offset by the consolidated net loss for the year of ¥18.2 billion, which caused a net decrease in shareholders' equity of ¥10.1 billion.

five-year summary

Nikon Corporation and Consolidated Subsidiaries For the years ended March 31

| | | | Millions of Y | en | | Thousands of U.S. Dollars |
|---|-----------|-----------|---------------|-----------|----------|---------------------------|
| | 1999 | 1998 | 1997 | 1996 | 1995 | 1999 |
| For the year | | | | | | |
| Net sales | ¥ 305,764 | ¥ 372,145 | ¥ 379,089 | ¥ 332,799 | ¥288,485 | \$ 2,536,415 |
| Cost of sales | 205,984 | 224,545 | 219,791 | 188,726 | 187,344 | 1,708,704 |
| SG&A expenses | 108,521 | 120,122 | 112,385 | 94,793 | 82,235 | 900,221 |
| Operating income (loss) | (8,741) | 27,476 | 46,912 | 49,279 | 18,905 | (72,510) |
| Income (loss) before income taxes* | (17,447) | 18,929 | 36,740 | 35,317 | 7,714 | (144,730) |
| Net income (loss) | (18,232) | 8,318 | 19,936 | 18,581 | 1,535 | (151,247) |
| Per share of common stock (Yen and U.S. dollars): | | | | | | |
| Net income (loss) | ¥ (49.28) | ¥ 22.48 | ¥ 53.89 | ¥ 50.23 | ¥ 4.15 | \$ (0.41) |
| Cash dividends applicable to the year | 3.00 | 8.00 | 8.00 | 6.50 | 5.00 | 0.02 |
| Capital expenditures | ¥ 20,718 | ¥ 26,168 | ¥ 33,757 | ¥ 17,206 | ¥ 8,054 | \$ 171,869 |
| Depreciation and amortization | 20,110 | 18,407 | 15,635 | 13,715 | 14,708 | 166,819 |
| R&D expenses | 18,729 | 21,633 | 19,681 | 16,951 | 12,050 | 155,368 |
| At year-end | | | | | | |
| Total assets | ¥ 474,964 | ¥ 507,326 | ¥ 460,271 | ¥ 425,083 | ¥371,390 | \$ 3,939,982 |
| Shareholders' equity | 160,990 | 171,051 | 165,773 | 148,657 | 132,505 | 1,335,469 |

^{*} Excluding minority interest

Notes: 1. Per share of common stock is computed based on the weighted average number of shares outstanding during the year.

2. U.S. dollar figures are translated for reference only at ¥120.55 to U.S. \$1.00, the exchange rate at March 31, 1999.

