Note: This English translation of Reports for the 172nd Fiscal Period (Business Report, Consolidated Financial Statements, Financial Statements and Audit Reports) is for English readers' convenience only. If there are any differences between this translation and the Japanese original, the Japanese original supersedes this translation. This English translation has not been audited by the independent auditor or the audit committee.

Reports for the 172nd Fiscal Period

Toshiba Corporation

Business Report

1. Business Environment and Results of the Group

(1) Operation and Results of the Group

Despite uncertainties stemming from fiscal austerity and financial conditions in parts of Europe, the global economy continued to recover, supported by economic stimulus packages in a number of countries. Most notably, the Chinese and other Asian economies continued their expansion, driven by domestic demand. The economies of the United States and Europe also saw gradual recovery. While there are still concerns stemming from the recent rise in crude oil prices and the state of government financial positions in some countries of Europe, the global economy is expected to continue to recover.

In Japan, the economy showed signs of an upturn, reflecting the improvement in the global economy and the effect of economic stimulus packages, but unprecedented human suffering and property damage were wrought by the Great East Japan Earthquake of March 11, 2011. People's lives and economic activities were affected significantly by rolling blackouts due to power shortages, problems in the supply chain resulting from damage to materials manufacturing facilities and disrupted logistics systems, and the outlook still remains uncertain.

In these circumstances, Toshiba Group promoted measures to secure a return to the path of sustained growth with steadily higher profit and implemented a thoroughgoing business structure transformation in order to enhance high growth with profitability, aiming to evolve into a world-leading diversified electric/electronics manufacturer. Toshiba Group also steadily advanced business structure reforms, further promoting strategic allocation of managerial resources and improving operational capabilities, in order to put in place a profit-making system that will enable the Group to generate profit regardless of the market situation. While some subsidiaries halted production for a time following the earthquake, its impact on the overall business performance of Toshiba Group companies was relatively limited. With respect to procurement, every effort is being made to secure materials and parts, including promoting adoption of substitutes, to minimize impacts on production.

Toshiba's consolidated net sales for FY2010 were 6,398.5 billion yen, an increase of 107.3 billion yen against the previous year. This result mainly reflected higher sales in the Visual Products business, including TVs, and in the Semiconductor business, including Memories, and was achieved despite yen appreciation and the impact of the Great East Japan Earthquake. Consolidated operating income increased by 115.1 billion yen to 240.3 billion yen. This result reflected significant improvements in the Semiconductor business and the LCD business, a healthy performance by the Home Appliance segment and the continued high profit level of the Social Infrastructure segment. The Digital Products segment, the Electric Devices segment, the Social Infrastructure segment and the Home Appliance segment all secured profit.

Income from continuing operations before income taxes and noncontrolling interests improved by 161.1 billion yen to 195.5 billion yen. Net income (loss) attributable to shareholders of the Company improved by 157.5 billion yen to 137.8 billion yen.

Consolidated operating income and net income (loss) attributable to shareholders of the Company returned to the levels recorded in fiscal year 2007, prior to the financial crisis.

As a result of focusing on the expansion of overseas businesses centering on emerging markets, the overseas net sales increased by 46.8 billion yen on year to 3,546.7 billion yen, and the overseas sales ratio was 55.4%.

While there are uncertainties in future, such as a risk of economic deterioration due to the earthquake, it was decided to resume dividend payment to meet shareholders' expectation, in careful consideration of reasonable amount of profits secured for FY2010, and our future business plan and financial position. The annual dividend from earnings is determined to be 5 yen per share, consisting of an interim 2 yen and a year-end 3 yen per share.

(Notes)

1. The Company states the matters concerning the business results of the Group based on the consolidated financial statements in accordance with the provisions of Article 120, Paragraph 2 of the Companies Act Enforcement Regulations.
2. Toshiba's Consolidated Financial Statements are based on U.S. generally accepted accounting principles ("GAAP") pursuant to the provision of Article 3, Paragraph 1 of the Supplementary Provision to the Corporate Calculation Rules (Ministry of Justice Ordinance No. 46 of 2009).Operating income (loss) is derived by deducting the cost of sales and selling, general and administrative expenses from net sales, and reported as a measurement of segment profit or loss. This result is regularly reviewed to support decision-making in allocations of resources and to assess restructuring charges covering reorganization expenses and gains (losses) on the sales or disposal of fixed assets, may be presented as non-operating income (loss).
3. The Group indicated a "net income (loss) attributable to shareholders of the Company" under the U.S. GAAP as the net income (loss).
4. The Mobile Broadcasting business ceased its operation at the end of FY2008. On June 17, 2010, the Company and Fujitsu Limited ("Fujitsu") signed a Memorandum of Understanding to merge their mobile phone businesses, followed by a definitive

contract on July 29, 2010. Under this contract, on October 1, 2010, the Company transferred its mobile phone business to a newly established company called Fujitsu Toshiba Mobile Communications Limited (“FT MOBILE”), and sold 80.1% of the shares of the new company to Fujitsu. The results of the Mobile Broadcasting business and FT MOBILE are not incorporated into consolidated net sales, operating income (loss), or income (loss) from continuing operations, before income taxes and noncontrolling interests in the consolidated results. The businesses are classified as discontinued in the consolidated accounts in accordance with Accounting Standards Codification No.205-20, “Presentation of Financial Statements - Discontinued Operations”. Consolidated net income (loss) (consolidated net income (loss) attributable to shareholders of the Company), however, includes the operating results of the Mobile Broadcasting business and the Mobile Phone business. Prior-period data relating to the discontinued operations has been reclassified to conform with the current classification.

The Group changed the structure of its internal organization at the beginning of FY2010. Prior-period data relating to the consolidated segment information has been reclassified to conform with the current classification.

Measures in Response to the Great East Japan Earthquake

The Group established a task force led by the President to support victims immediately after the occurrence of the March 11 earthquake, and has been carrying out the following activities as the top priority in order to achieve the earliest possible restoration of damaged social infrastructure systems.

(1) Major support activities

1) For reconstruction, provided relief money, food, daily necessities, televisions, PCs, butteries, office equipment, radios, washing machines, lighting equipment, and other relief supplies, the total amount of which is equivalent to 1 billion yen.

2) Provided ultrasound diagnostic equipment which is useful for diagnosis of pulmonary embolic disease (economy-class syndrome), which is a concern for people staying at evacuation centers for a long time.

3) Offered corporate facilities, such as dormitories and houses owned by subsidiaries near the devastated areas.

4) In order to support the creation of employment in the devastated areas, mainly offered the following support:

* Provided fishing boats to local fishermen’s association.
* Provided selling spaces and vehicles to earthquake-hit electric appliance stores and sent support personnel.
* Enhanced the function of the Group’s call center.

(2) Construction of social infrastructures for restoration of the earthquake-hit areas

1) In an attempt to resolve power supply shortages in Tohoku and Kanto areas, the Group’s crisis team consisting of 220 people is supporting early recovery of electric power transmission and transformation facilities, resumption of operation of thermal power plants which have been out of service, and other rehabilitation assistances, which corresponds to about 7.5 million kw, within the areas covered by Tokyo Electric Power Company, Incorprated (TEPCO) and Tohoku Electric Power Co., Inc.

2) Offered solar photovoltaic systems for 100 households in the earthquake-hit areas

(3) Measures to cope with a shortage of power supply

Fully cooperating with power outage and saving electricity, taking measures, such as changing working days and hours, adjusting operating days of plants, and using in-house power generation systems.

Toshiba Group will contribute as a whole to the restoration of the earthquake and tsunami-hit areas and the recovery of Japan through business activities.

Restoring Safety of Fukushima Nuclear Power Plant

The Group is doing its best to restore security of Fukushima Nuclear Power Plant in cooperation with the government, TEPCO and others. An in-house specialist crisis team was established immediately after the occurrence of the March 11 earthquake, and is collecting and analyzing information and formulating countermeasures 24 hours a day. Furthermore, over 750 nuclear engineers and workers in total have been dispatched to the accident site during the period up to the end of April 2011 (190 on average), in response to a request from TEPCO. In this way, the Group has been responding to this accident with about 1,500 people including personnel related to Westinghouse Electric Company LLC, a subsidiary of the Company, the Shaw Group Inc. and Babcock & Wilcox Company which are U.S. major engineering companies, and Exelon Corporation which is a U.S. leading electric power company. The Group will make the best efforts to stabilize the situation in the future.

Performance by Segment

Net sales and operating income (loss) by segment are as follows:

(billions of yen)

Segment	Consolidated Net Sales	Change	Consolidated Operating Income	Change
Digital Products	2,328.6	+65.4	13.2	(8.1)
Electronic Devices	1,347.7	+77.7	86.8	+107.2
Social Infrastructure	2,267.7	(51.3)	137.1	(0.1)
Home Appliances	599.8	+20.0	8.8	+14.2
Others	352.9	+7.3	(7.6)	+0.1
Eliminations	(498.2)	(11.8)	2.0	+1.8
Total	**6,398.5**	**+107.3**	**240.3**	**+115.1**

Business performance and topics by segment are as follows:

Digital Products

Main Businesses As of March 31, 2011
Hard disk drives, Optical disk drives, Televisions, BD players, BD recorders, DVD players, DVD recorders, Personal computers, POS systems, Multi-function peripherals and others

The Digital Products segment saw overall sales increase by 65.4 billion yen to 2,328.6 billion yen. The Visual Products business saw sales rise, reflecting the approaching end of analog broadcasting in Japan, positive results from eco-point-the Japanese government's program to stimulate domestic demand-and higher overseas sales, primarily in emerging countries, including those of Asia. The PC business also saw higher sales in both the domestic and overseas markets, mainly due to higher shipments in the U.S. and Asia and the launch of 25th anniversary models. The Storage Products business saw lower sales, reflecting the impact of price erosion.

Overall segment operating income decreased by 8.1 billion yen to 13.2 billion yen. The PC business recorded higher operating income on higher sales and cost reductions and the Retail Information Systems and the Office Equipment businesses also reported healthy performances. The Visual Products business maintained profit due to higher sales in emerging counties, but at a lower level than in the previous year, due to changes in foreign exchange rates and the impact of the Great East Japan Earthquake. The Storage Products business reported a significantly worsened operating loss on lower sales.

(1) The 25th anniversary of the notebook PC business

In 2010, Toshiba celebrated the 25th anniversary of its PC business. The Group achieved cumulative shipments of 100 million notebook PCs worldwide after shipping its world's first commercial laptop in 1985. Toshiba ranked No.1 in the 2010 Japanese retail notebook PC market share (*1).

In commemoration of the 25th anniversary, the Company released products meeting a broad range of needs, for example, "dynabook RX3"- the world's lightest(*2) (approx. 1.26kg) notebook PC integrating an optical drive and a 13.3-inch wide LCD, and "dynabook Qosmio DX" - an all-in-one AV PC that offers a full HD 21.5-inch wide LCD display and the world's fastest write times to Blu-ray discs.

The Company will continue to create new value leveraging on technologies it has accumulated in the development of PCs to date. By developing products that will meet market needs, the Company will seek to further expand its market share.

(*1) In sales volume in 2010, according to GFK Japan

(*2) Company's survey as of June 2010

(2) Enhancing the global business system

The Company enhanced the efficiency of product development and marketing dedicated to each area by transforming its organizational structure from product-based to region-based. The Company seeks to expand business worldwide especially in the emerging countries, the markets that are growing exponentially, and implement speedier and efficient business operations. For this purpose, on April 1, 2011, the Company integrated the Visual Products Company engaged in the Visual Products business and the Digital Products & Network Company engaged in the PC business, newly establishing the Digital Products & Service Company.

In the Visual Products business, joint venture companies were established in Egypt and China within the framework of establishing a global production and sales structure and a flexible and efficient supply system in these areas. At the same time, "Power TV series", televisions that ensure stable performance even in areas where receiving sensitivity is low or power supply is unstable, were commercialized as products that uniquely address the needs of emerging countries.

In order to address local marketing needs, the Company seeks to reinforce its product lineups, besides value-added product lines, through closer cooperation with the Group's Home Appliances segment, leveraging on the synergy effects of combining TV, and PC businesses. It will also strive to expand sales volume in the global market by using local production bases and distribution networks.

(3) Release of a LCD television allowing a user to watch 3D images without dedicated glasses

The Company commercialized glasses-free 3D REGZA GL1 series LCD TVs in 20 and 12-inches. The products are the world's first TVs for consumer use to allow users to view 3D images without dedicated glasses (*1). The 56 and 65-inch models were also developed for trial and exhibited as technology samples at the 2010 CES held in U.S., enhancing the Company's image as a leader in this product domain..

The Company will remain market oriented and continue to develop products. while using semiconductor and image processing technologies, long nurtured legacy and hallmark of Toshiba..

(*1) Company's survey as of October 2010.

(4) Commercialization of SSD and high-capacity 3.5-inch HDD for enterprises

By fusing NAND flash memory and control technology for hard disks, the Group commercialized high-performance SSD for enterprises (storage device using flash memory) which can process data faster than existing products. High-capacity 3.5-inch HDD for enterprises was also commercialized, which is optimum for storing large volumes of data. Combination of SSD and high-capacity HDD enabled the Group to independently provide comprehensive storage solutions necessary to construct a data center and servers. The Group will aim to expand business further, taking advantage of having high-performance SSDs and high-capacity HDDs.

(5) Merger with Fujitsu in the mobile phone business

Amid fiercer competition of the domestic and overseas mobile phone markets, Fujitsu Limited and the Group merged their mobile phone businesses, in order to strengthen development ability and make the business more efficient by combining their expertise and technologies. In October 2010, the Group transferred the mobile phone business to a new company established by Toshiba (Fujitsu Toshiba Mobile Communications Limited), and the transferred 80.1% of shares of the new company to Fujitsu.

Electronic Devices

Main businesses	As of March 31, 2011
General-purpose logic ICs, small-signal devices, Optoelectronic devices, Power devices, Logic LSIs, Image sensors, Analog ICs, NAND flash memories, Liquid crystal displays, and others	

The Electronic Devices segment saw sales increase by 77.7 billion yen to 1,347.7 billion yen. The Semiconductor business recorded higher sales on higher sales in Memories, reflecting expanded demand for mobile products, such as smartphones, and solid state drives (SSD)-data storage devices based on NAND flash memories-and price stability in NAND Flash memories. The LCD business also reported a healthy performance.

Overall segment operating income (loss) improved significantly by 107.2 billion yen to 86.8 billion yen. Memories recorded a healthy performance, primarily as a result of higher sales and cost reductions, and the LCD business improved on cost reductions and progress in business restructuring.

(1) Expansion of NAND flash memory business

Considering the NAND flash memories as a growing business, the Group is promoting use of finer lithography, and expanding production capacity.

In August 2010, mass production of NAND flash memories using 24 nm process was started, in which the world's smallest size of chip (according to the Company's survey as of August 2010) was realized with 64-gigabit density, taking a lead over competitors. In April 2011, the Group started shipments of "SmartNAND™", one of its embedded NAND flash memory line-ups, using the above-mentioned process, and sample shipments of products using 19-nanometer process technology.

In July 2010, the construction of Fab5, the 5th manufacturing facility in the Yokkaichi Operations, started in order to prepare more production capacity for NAND flash memories with an expectation of greater demand for high-capacity products and mid- to long-term market expansion. The facility has quake-absorbing structure, and its estimated carbon dioxide emission is 12% less compared to that of Fab4 by introducing designs to impose minimal impact on the environment: the use of LED lights in the entire building and the latest energy-saving production equipment, and the full-use of inverter-controlled pumps.

In addition, the Group agreed with SanDisk Corporation in U.S. to jointly develop production equipment in Fab5 again, and to that end a joint venture production company was established. The construction of Fab5 was completed in March 2011, and the Group is preparing to start its operation in summer of 2011.

The Group will continue to improve competitiveness of the memory business to increase profitability.

(2) Restructuring of System LSI business and LCD business

In the System LSI business and LCD business, the Group is continuously going ahead with business structural reform through the selection and concentration of its business operations.

In January 2011, the System LSI business was divided into two divisions: the Logic LSI business centering on advanced SoC (System on Chip) and the Analog Imaging IC business which handles commodity products. The purpose of this reorganization is to fundamentally improve profitability by improving decision making process and efficient use of business resources for two different business models. .

The Logic LSI business constructs a flexible production system by combining in-house production and outsourcing. In order to promote asset-light business model, the group transferred the semiconductor manufacturing facilities of its subsidiary to SONY Semiconductor Kyushu Corporation. In addition to that, from FY2011, the Group will expand the use of outsourcing capacities for advanced products and strengthen its design services. Meanwhile, the Analog and Imaging IC business will improve efficiency of existing production lines in Oita Operations and Iwate Toshiba Electronics Co., Ltd., and strive to maintain a balance between expanding business and improving profitability.

In the LCD business, Toshiba Mobile Display Co., Ltd. transferred all shares of AFPD Pte., Ltd. in Singapore, a production base of LCDs for PCs, to a Taiwanese company in July 2010. Toshiba Mobile Display Co., Ltd. started to construct a manufacturing facility for LCDs for mobile devices in Ishikawa Prefecture in March 2011. Accordingly, business resources will be focused on growing areas, such as LCDs for smart phones and other mobile devices, and vehicles.

Through the above-mentioned business restructuring, the Group will make efforts for improving business efficiency and establishing a corporate structure to earn stable profit.

Social Infrastructure

Main businesses	As of March 31, 2011
Nuclear power generation system, Thermal power generation system, Hydroelectric power generation system, Electric distribution systems, Instruments control systems, Transportation equipments, Electrical machineries, Automatic railroad station equipments, Water supply and sewerage systems, Road equipment systems, Government systems, Broadcasting systems, Environmental systems, Electric wave products, Elevators, Escalators, IT solutions, X-ray systems, CT systems, MRI systems, Diagnostic ultrasound systems, Clinical analysis systems and others	

The Social Infrastructure segment saw overall sales decline by 51.3 billion yen to 2,267.7 billion yen. The Power Systems and Industrial Systems businesses recorded higher sales thanks to a healthy performance by the Industrial Systems business in overseas markets. However, the Infrastructure Systems business, the IT Solutions business and the Medical Systems business all felt the influences of downturns in market demand and price erosion and reported weak performances.

Segment operating income stood at 137.1 billion yen, close to the same level as a year earlier, and the profit level remained high. The Power Systems and Industrial Systems businesses recorded higher operating income on a healthy performance in the Power Systems business. Both the Infrastructure Systems business and the Medical Systems business saw lower operating income on decreased sales.

(1) Enhancement of smart community business

The Group has been actively promoting the smart community business as a new source of growth.

In October 2010, the Group expanded the scope of businesses of the Smart Facilities Division which had been engaged in total solutions for environment and energy-saving, and security related to individual facilities such as buildings and plants. Then the Division was reorganized into the Smart Community Division to provide total solutions for an entire community, adding personnel specialized in relevant fields. The Division aims at enhancement of sales ability so as to offer total solutions for an entire community including energy, information, security, water, transportation, and medical care, receive package orders for all relevant systems, and realize its cloud computing service.

In November 2010, a smart grid R&D facility and a solar photovoltaic R&D facility were newly established in Fuchu Complex to improve the environment in which quality and performance of an entire system can be tested and verified.

With the backdrop of the improvement in internal systems stated above, the Group is actively participating in verification tests of various technologies related to the smart community concept. The Group has already taken part in Miyako Island Microgrid Project, and Masaner Project, an initiative to build an industrial transportation artery between Delhi and Mumbai. In the fiscal year under review, the Group is participating in domestic and overseas projects, including Yokohama Smart City Project, Lyon Redevelopment Project in France, and Tianjin Environmental City Project in China, making progress with smart community verification projects, such as energy management in the whole community, energy saving of buildings and houses, and use of electric vehicles.

In April 2011, the Group integrated Transmission Distribution & Industrial Systems Company, Social Infrastructure Systems Company, and Automotive Systems Division in order to strengthen comprehensive ability to make suggestion on social infrastructure systems for a smart community in Japan and overseas. Subsequently, for further enhancement of internal systems, Social Infrastructure Systems Company was newly established, which manages businesses related to the smart community concept, for example, transmission, transformation and distribution of electric power, transportation systems, and power electronics such as industrial motors.

The Group will continue to accumulate diverse knowledge and expertise through participation in smart community-related projects and actively expand them in Japan and overseas, combining the Group's all abilities through closer cooperation between the Smart Community Division which manages sales activities and relevant projects.

(2) Increase of orders for mega-solar power generation plants

Amid an expansion in the market of solar photovoltaic systems against background of increasing world-wide awareness about the need to prevent global warming, the Group is striving to increase sales of residential solar photovoltaic systems, and to expand the business of solar photovoltaic systems for use by electric power companies and for industrial use.

In the fiscal year under review, the Group received total four orders for mega-solar power generation plants from Tohoku Electric Power Co., Inc., Chugoku Electric Power Co., Inc., and Hokuriku Electric Power Co., Inc. So far, the Group has received total seven orders for mega-solar power generation plants for use by electric power companies, accounting for 50% of domestic market share on a number of orders received basis.

Under such market conditions, the Group will conduct business operations by capitalizing on highly-efficient power conditioners (a device which converts DC power from solar batteries to AC power that can be used at homes), its track record in system engineering for large-scale plants, and system technologies such as smart grid, as well as by strengthening cooperation within the Group in order to accelerate an expansion of orders received in global markets.

(3) Orders from foreign countries in the thermal and hydro power generation businesses

In the thermal and hydro power generation businesses, the Group is making proactive efforts for receiving orders primarily in emerging markets in which demand for electric power is rapidly increasing due to a high economic growth.

In the thermal power generation business, the Group won an order of steam turbines and generators for Salaya coal-fired power plant in western India. These are turbines and generators using a supercritical pressure method which has higher efficiency in power generation and contributes to a reduction in environmental burdens. The contract was awarded to Toshiba on the basis of the Company's past performance, advanced technical capabilities, and equipment reliability, etc.

In the hydro power generation business, the Group won orders of high-capacity hydroelectric generators for Guanyinyang Hydro Power Station and pumped storage hydroelectric generators for Qingyuan Pumped Storage Power Station in China, as well as an order for pumped storage hydroelectric generators for Ludington Pumped Storage Plant in U.S.

In overseas markets, the Group will develop business worldwide, especially in emerging markets, such as China, India, and South East Asia, making the utmost use of the Group's overseas bases.

(4) Orders for geothermal power equipment

The Group won an order for geothermal power equipment for the Te Mihi Power Station in New Zealand. To date, the Group has provided 52 geothermal power equipment which emits far less carbon dioxide for different projects around the world, accounting for the largest share in terms of facility capacity. The Group will make efforts for diffusing geothermal power generation from the viewpoint of global warming prevention, improving technologies further.

(5) Development of nuclear power business

The Group is giving first priority in cooperation with the government, Tokyo Electric Power Co. Inc. and others to stabilize the situation in Fukushima Nuclear Power Plant which was caused by the Great East Japan Earthquake, and will strive to ensure further security of the nuclear power plant, taking this situation seriously.

In the case where revisions of design requirements, safety regulations and other policies and regulations are triggered in different countries by this accident, there is a possibility that the Group's plans to receive orders and to commence ordered projects would be delayed.

(6) Expansion of rechargeable battery SCiB™ business

The Group is making proactive efforts for receiving orders for SCiB™, a rechargeable battery with long life, fast charge and discharge, and high safe performance, regarding it as a new growing business. It was decided in April 2010 that SCiB™ would be adopted for Honda Motor Co. Ltd.'s electric motorcycles for business use. The Group also started to supply the battery for electrically-assisted bicycles of Shimano Inc. from July 2010. Joint development of a battery system using SCiB™ is going on with Mitsubishi Motors Corporation toward the use for electric automobiles.

The market of SCiB™ is predicted to further grow going forward, including the development to new markets, such as use for electric power storage that is used in smart grids, and electric vehicles. Expecting the increase in demands for SCiB™, the Group enhanced its mass production system, for example, starting production of SCiB™ at Kashiwazaki Operations in Niigata Prefecture in February 2011.

(7) Orders for transportation systems

The Group is focusing on transportation systems for railroad, etc. in order to achieve a low-carbon society. The market size of transportation system is expected to expand all over the world, for example, markets in North America and Africa in which it is necessary to enhance public transportation systems in urban areas, or to meet increasing needs for transportation of resources in mining areas.

With such a backdrop, the Group concluded an agreement to receive orders for electric equipment for total 1,000 vehicles or more in the fiscal year under review in U.S., Egypt, and South Africa, etc. The Group will continue to make proactive efforts for wining orders overseas.

Home Appliances

Main businesses As of March 31, 2011
Refrigerators, Washing drying machines, Washing machines, Kitchen appliances, Vacuum cleaners, Light bulbs, LED lights, Light fixtures, Industrial light parts, Air-conditioners, Compressors, and others

The Home Appliances segment saw sales increase by 20.0 billion yen to 599.8 billion yen. White Goods including Air-conditioning reported a healthy performance and a positive result that mainly stemmed from the continued effect of the eco-points program and a hot summer in Japan. Lighting Systems also reported a healthy performance mainly due to increased sales of LED lighting and a recovery in domestic housing and building starts.

The segment as a whole recorded an operating income (loss) of 8.8 billion yen, an improvement of 14.2 billion yen against the previous year, mainly on a healthy performance in Air-conditioning in a hot summer in Japan, a solid performance in refrigerators and progress in restructuring, including reorganizing facilities and reshaping businesses.

(1) LED Lightings

To help reduce carbon dioxide emissions, the Group ceased manufacturing general incandescent lamps and is promoting a new lighting system business with energy-saving and highly efficient LEDs. The Group won "Nikkei Superior Products and Services Award" with a 5.4 W LED bulb of mini krypton form which achieved the world's brightest level by introducing new heat release design and improving circuit efficiency.

Launching base lights, residential ceiling lights, and straight tube lamp systems, etc. to expand use of LED lights, the Group strengthened the lineup of LED lights. In June 2010, the Group concluded a partnership agreement on provision of LED lighting with the Louvre Museum, in order to contribute to the "*akari* (lighting) culture" in harmony with humans and the environment. Highly appreciated by the Louvre Museum, high-quality LED lighting technology, which has been cultivated by the Group and can reduce environmental burdens, will significantly contribute to increasing awareness of the Group's lighting brand, and sales are expected to further expand.

The Group will continue to offer "*akari*" conveying warmness and comfort needed by people all over the world, by further enhancing the eco-friendly LED lighting business with a goal of expanding businesses in the global market, and contribute to energy saving, taking advantage of one of LED lights' features, low power consumption.

(2) Acquisition of the top position in number of domestic over-the-counter-sales of

washing machines for the 7th straight year.

As a result of developing washing machines meeting customers' needs, the Group acquired the top position in the number of domestic retail sales for a seventh consecutive year (according to GFK Market Watch)

The Group launched a new model of the drum-type washer-dryer Heat Pump Drum ZABOON. It actualized shorter washing time, low-vibration operation, and high energy-saving performance, by adopting an active S-DD motor to enable further efficient operation and a newly developed active suspension which effectively absorbs vibration of a drum, as well as having an active control system to optimize those functions.

The Group will continue to make efforts for increasing the lineups and improving functionality.

Others

	Main businesses	As of March 31, 2011
Logistics service and others		

Others saw sales increase by 7.3 billion yen to 352.9 billion yen with the result that its operating loss improved by 0.1 billion yen to -7.6 billion yen.

Merger with Toshiba Capital Corporation

In order to centralize the Group's fund management and make its relevant operations more efficient, the Group bought out Toshiba Capital Corporation which had adjusted funds among the Group companies in Japan.

(2) Issues to be addressed

Even under unclear circumstances due to impacts of the Great East Japan Earthquake on the economy, Toshiba Group aims to evolve into a world-leading diversified electric/electronics manufacturer, overcoming such changes in business conditions. To this end, the Group will accelerate business structure transformation, continue business restructuring, and promote CSR activities and environmental management, as indicated below.

I. Acceleration of business structure transformation

The Group will continuously make efforts for promoting its major businesses, such as the Semiconductor business and the Social Infrastructure related businesses. Also in an attempt to create new profit bases, the Group will accelerate the business structure transformation by implementing strategic resource investment, advancing global development, and creating world's first, No. 1 products and services, on a group-wide, cross-sectional basis.

1) Strategic resource investment

By focusing capital spending, investment and loans on highly strategic businesses and improving efficiency in R&D activities, the Group will steadily foster businesses and secure business growth.

2) Acceleration of global development

For a further expansion of business in emerging countries which have been growing rapidly, the Group will strive to boost sales in emerging markets by investing more business resources in sales and other activities at an accelerated pace.

3) Creation of World's first, No. 1 products and services

The Group will aim to create new markets with the "world's first" products and services, taking the lead over competitors, and to achieve higher profits with the "world's No. 1" products and services which can continuously account for the largest market share. In order to create and commercialize such products and services by anticipating changes in business conditions in advance, it is essential to create innovative ideas and develop systems to embody them. Therefore, the Group will steadily promote diversity of human resources, reinforce cooperation between sales and R & D divisions, and flexibly allocate resources.

According to those group-wide policies, the Group will execute growth strategies by segment to foster new profit bases, as mentioned below.

1) Digital Products

Sales networks in emerging countries will be made more efficient with integration of the TV and PC businesses so as to pursue their synergies. In addition, businesses in emerging countries will be expanded at an accelerated pace with reinforcement of the product lineups for the emerging countries. The Group will also create products and services fusing televisions, personal computers, and slate-type tablet computers, and aim at further expansion in the Storage Products business by using advantages of having high-performance SSD and high-capacity HDD.

2) Electronic Devices

The Group will strive to increase sales in response to expanding uses of NAND flash memories and to enhance cost competitiveness so that the memory business becomes further highly profitable. While enhancing power semiconductors as a new profit base, the Group will launch industrial use semiconductors such as silicon carbide (SiC) semiconductor, a next-generation semiconductor, onto the market at an accelerated pace. In the LCD business, the Group will further increase its profitability by securing technological advantage.

3) Social Infrastructure

The Group will integrate the Smart Community Concept related businesses in order to strengthen internal cooperation, and actively develop the integrated business with the use of the Group's total abilities. The Group will do its best to contribute to the recovery from the earthquake and tsunami disaster including stable power supply. It will also enhance provision of social infrastructures to emerging countries, accelerating globalization with an expansion in overseas production and development to foreign markets through M&A. In the Nuclear Energy business, the Group will respond to any possible future revisions of safety standards and other policies and regulations, and deliver to customers even safer leading-edge nuclear power plants. Toward construction of next-generation social infrastructures, the Group will also actively develop new energies and next-generation power generation systems.

4) Home Appliances

For an improvement in product capabilities and sales forces in emerging countries, etc., cooperation with the Digital Products segment will be strengthened. The Group will also build global systems for design and development, as well as production, with an eye to expanding sales in emerging markets.

II. Business restructuring

The Group will continuously promote strategic allocation of resources, aiming at higher profitability. With reorganization and consolidation of domestic and overseas production and sales bases, the Group will strive to reduce costs and make operations further efficient. The Group will also try to improve its operational capabilities to be resistant to exchange rate changes by optimizing the proportions of sales, production, and procurement in Japan, in developed countries, and in emerging countries.

III. CSR and environmental management

Contributing to the reconstruction of quake-hit areas through its business activities is Toshiba Group’s primary mission. The Group will do its best for the recovery from the earthquake and tsunami disaster as a whole, making contributions mainly in business areas, such as Power Systems and Transmission & Distribution Systems, Smart Community, and Home Appliances. Also in order to establish the status as one of the world’s foremost eco- companies, the Group will expand sales of eco-friendly products, and promote businesses with the advanced low-carbon technology.

The Group will aim to become one of the world's top-level electric/electronic manufacturers with global competitiveness, as overcoming fierce environmental changes, and steadily and proactively implementing the above-mentioned measures. The Group will also do its best to contribute to the reconstruction of the other devastated areas, as well as Japan. We look forward to continuing support of shareholders.

2. Group Business Results and Asset Conditions for the Four-Year Period

(1) The Group (Consolidated)

Item	169th Period	170th Period	171st Period	172nd Period (current period)
	FY2007	FY2008	FY2009	FY2010
Net Sales (Billions of yen)	7,404.3	6,512.7	6,291.2	6,398.5
Net income (loss) (Billions of yen)	127.4	(343.6)	(19.7)	137.8
Net income (loss) per share (Yen)	39.46	(106.18)	(4.93)	32.55
Total Assets (Billions of yen)	5,935.6	5,453.2	5,451.2	5,379.3

(Note) The Mobile Broadcasting business ceased its operation at the end of FY2008. On June 17, 2010, the Company and Fujitsu Limited ("Fujitsu") signed a Memorandum of Understanding to merge their mobile phone businesses, followed by a definitive contract on July 29, 2010. Under this contract, on October 1, 2010, the Company transferred its mobile phone business to a newly established company called Fujitsu Toshiba Mobile Communications Limited ("FT MOBILE"), and sold 80.1% of the shares of the new company to Fujitsu. The results of the Mobile Broadcasting business and FT MOBILE are not incorporated into consolidated net sales. The businesses are classified as discontinued in the consolidated accounts in accordance with Accounting Standard Codification No.205-20, "Presentation of Financial Statements - Discontinued Operations".

Prior-period data relating to the discontinued operations has been reclassified to conform with the current classification.

The Group indicated a "net income (loss) attributable to shareholders of the Company" under the U.S. GAAP as the net income (loss).

(2) The Company (Non-consolidated)

Item	169th Period	170th Period	171st Period	172nd Period (current period)
	FY2007	FY2008	FY2009	FY2010
Sales (Billions of yen)	3,685.6	3,213.8	3,382.8	3,591.0
Net income (loss) (Billions of yen)	69.2	(123.2)	(130.8)	105.4
Net income (loss) per share (Yen)	21.43	(38.07)	(32.66)	24.88
Total Assets (Billions of Yen)	3,587.6	3,546.0	3,596.2	3,678.2

3. The Company's Policy on Decisions of Dividends, etc.

While giving full consideration to such factors as the strategic investments necessary to secure medium- to long-term growth, the Company seeks to achieve continuous increases in its actual dividend payments, in line with a payout ratio in the region of 30 percent, on a consolidated basis.

The Company has secured a reasonable level of profit in this fiscal year (fiscal year 2010). Accordingly, following full consideration of the Company's future business plans, financial position and shareholders' expectations, the Company has decided to pay both an interim dividend and a year-end dividend. The Company paid 2.0 yen per share as the interim dividend and the year-end dividend has been set at 3.0 yen per share. As a result, the annual dividend for FY 2010 will be a 5.0 yen per share.

4. Outline of Main Group Companies

As of March 31, 2011

Segment	Name of Company	Paid in Capital	Voting Rights Ratio (Percentage)	Main Business	Location
Digital Products	Toshiba TEC Corporation	39,971 (Millions of yen)	53.0	Development, design, manufacture, sales, and maintenance of retail information systems and office equipment	Shinagawa-ku, Tokyo
	Toshiba America Information Systems, Inc.	44,100 (Thousands of U.S. dollars)	100.0	Sales of PCs, TVs and HDDs	U.S.
Electronic Devices	Toshiba Mobile Display Co., Ltd.	10,000 (Millions of yen)	100.0	Development, design, manufacture and sales of LCDs	Fukaya
Social Infrastructure	Toshiba Plant Systems & Services Corporation	11,876 (Millions of yen)	61.6	Engineering, construction, trial operation, alignment, maintenance and service of power systems, nuclear systems, and social infrastructure & industrial systems	Yokohama
	Toshiba Elevator and Building Systems Corporation	21,408 (Millions of yen)	80.0	Development, design, manufacture, sales, installation, maintenance, repair and renewal of elevators and escalators, and total management of building-related facilities	Shinagawa-ku, Tokyo
	Toshiba Solutions Corporation	23,500 (Millions of yen)	100.0	Consultation, building, development, design, sales, maintenance, operation and management of IT solutions. Provision of related engineering work and outsourcing services	Minato-ku, Tokyo
	Toshiba Medical Systems Corporation	20,700 (Millions of yen)	100.0	Development, design, manufacture, sales and maintenance of medical equipment/information systems	Otawara
	Toshiba Nuclear Energy Holdings (US) Inc.	4,000,000 (Thousands of U.S. dollars)	67.0	Holding company of nuclear power business	U.S.
	Toshiba Nuclear Energy Holdings (UK) Ltd.	1,400,000 (Thousands of U.S. dollars)	67.0	Holding company of nuclear power business	U.K.
Home Appliances	Toshiba Consumer Electronics Holdings Corporation	14,500 (Millions of yen)	100.0	Holding company which controls, manages and supports Group companies belonging to the Home Appliances segment	Chiyoda-ku, Tokyo
	Toshiba Consumer Marketing Corporation	500 (Millions of yen)	100.0	Marketing and sales of Home Appliances to consumers	Chiyoda-ku, Tokyo
Others	Toshiba America, Inc.	977,550 (Thousands of U.S. dollars)	100.0	Holding company of operating companies in the U.S.	U.S.
	Toshiba Capital (Asia) Ltd.	4,000 (Thousands of Singapore dollars)	100.0	Loans and other financial support activities for subsidiaries in Asia and Oceania	Singapore
	Taiwan Toshiba International Procurement Corporation	26,000 (Thousands of Taiwan dollars)	100.0	Procurement and export of personal computers and their parts	Taiwan

(Notes) 1. The Company has 498 consolidated subsidiaries (including the 14 companies above) in accordance with Generally Accepted Accounting Standards in the U.S., and 202 affiliated companies accounted for by the equity method. The main affiliated companies accounted for by the equity method are Ikegami Tsushinki Co., Ltd., Shibaura Mechatronics Corporation, Toshiba Machine Co., Ltd., and Topcon Corporation.

2. Toshiba Nuclear Energy Holdings (US) Inc. substantially owns all of the equity of Westinghouse Electric Company.L.L.C.

5. Shares and Stock Acquisition Rights of the Company

As of March 31, 2011

(1) Total Number of Authorized Shares: 10,000,000,000

(2) Total Number of Issued Shares: 4,237,602,026

(3) Total Number of Shareholders: 459,114

(4) Principal Shareholders

Name of Shareholder	Number of shares (in thousands)	Shareholding ratio (Percentage)
The Master Trust Bank of Japan, Ltd. (Trust accounts)	239,748	5.7
Japan Trustee Services Bank, Ltd. (Trust accounts)	218,563	5.2
The Dai-ichi Life Insurance Company, Limited	115,159	2.7
Nippon Life Insurance Company	110,352	2.6
SSBT OD05 OMNIBUS ACCOUNT – TREATY CLIENTS	82,871	2.0
Toshiba Employees Shareholding Association	78,781	1.9
Japan Trustee Services Bank, Ltd. (Trust accounts No. 9)	73,748	1.7
Japan Trustee Services Bank, Ltd. (Trust accounts No. 4)	63,321	1.5
NIPPONKOA Insurance Company, Ltd.	51,308	1.2
Sumitomo Mitsui Banking Corporation	51,003	1.2

(5) Shareholding Ratio by Shareholder:

Category	Government and local public entities	Financial institutions	Securities companies	Other entities	Overseas entities and others		Individuals and others
					Other than individuals	Individuals	
Percentage	% 0.0	36.6	1.5	3.8	27.3	0.0	30.8

(6) Stock Acquisition Rights:

Name of Stock Acquisition Rights	Number of Stock Acquisition Rights	Class and number of shares to be issued upon exercise of Stock Acquisition Rights	Issue price of stock acquisition rights
Stock Acquisition Rights Attached to Zero Coupon Euro-yen Convertible Bonds Due 2011 (Issued July 21, 2004)	9,501	175,295,202 shares of common stock	Free of charge

6. Main Lenders of the Group

As of March 31, 2011

Lender	Loans Outstanding (Billions of yen)
Sumitomo Mitsui Banking Corporation	31.6
Mizuho Corporate Bank, Limited	25.4
The Bank of Tokyo-Mitsubishi UFJ, Limited	24.7

7. Financing of the Group

To repay borrowings and such like the Company raised funds of 120 billion yen in December 2010 by issuing unsecured straight bonds.

The funds for capital investment and others are appropriated from net proceeds through public offering in June 2009 and own funds etc.

8. Capital expenditure of the Group

(Billions of yen)

Segment	Capital Expenditures (Ordering Basis)
Digital Products	23.8
Electronic Devices	210.7
Social Infrastructure	67.1
Home Appliances	13.9
Others	18.5
Total	334.0

	Segment	Outline of P.P.E
Major P.P.E completed during the term	Digital Products	• Manufacturing facilities for hard disk devices (Philippines and Thailand)
	Electronic Devices	• Manufacturing facilities for NAND flash memory (the Company's Yokkaichi Operations)
	Social Infrastructure	• Manufacturing building and facilities for rechargeable battery (the Company's Kawasaki Plant) • Manufacturing facilities for industrial motors (Vietnam)
Major P.P.E ordered during the term	Digital Products	• Manufacturing facilities for hard disk devices (Philippines and Thailand)
	Electronic Devices	• Manufacturing building, building interior, power equipment and manufacturing facilities for NAND flash memory (the Company's Yokkaichi Operations) • Manufacturing facilities for discrete semiconductors (Kaga Toshiba Electronics Corporation) • Manufacturing building, building interior, power equipment for LCDs (Toshiba Mobile Display Co., Ltd.)
	Social Infrastructure	• Manufacturing building, building interior, power equipment, manufacturing equipment for electric power distribution system business equipment (Brazil)

		• Manufacturing facilities for automobile motors (U.S.)

Placing importance on efficiency of investment, the Group took a very active approach during the term in its capital investment in fields in which growth is expected. As a result, capital expenditure on a ordering basis amounted to 334.0 billion yen, which was 14.0 billion yen above the initial capital investment plan of 320.0 billion yen. Compared with the 209.9 billion yen invested last fiscal year, this amounts to a considerable increase of 124.1 billion yen.

In the segment of electronic devices, while the Group continued its focus on investment for NAND flash memories for which increased demand is expected, it also implemented investment to ramp up production of power devices and other investments such as a building for manufacturing medium and small sized LCDs. In the segment of social infrastructure, the Group invested to improve manufacturing systems for the electric power distribution system businesses of emerging countries and also invested in the automobile related business.

The above capital expenditure includes the Group's portion in the investments made by Flash Alliance, Ltd. and other affiliates accounted for by the equity method.

9. Names, Responsibilities, etc. of the Company's Directors / Officers

As of March 31, 2011

(1) Directors

		Responsibility	Status of important concurrent holding of positions
Chairman of the Board and Director	Atsutoshi Nishida	Member of the Nomination Committee, Member of the Compensation Committee	➢ Chairman, Digital Content Association of Japan ➢ Chairman, Japan Institute of Logistics Systems ➢ Chairman, Japan Association of Defense Industry ➢ Chairman, JAPAN TRAVEL AND TOURISM ASSOCIATION
Director	Norio Sasaki	Member of the Compensation Committee	
Director	Masashi Muromachi		
Director	Fumio Muraoka		
Director	Masao Namiki		
Director	Ichiro Tai		
Director	Yoshihiro Maeda		
Director	Kazuo Tanigawa		

		Responsibility	Status of important concurrent holding of positions
Director	Shigeo Koguchi	Chairman of the Audit Committee	
Director	Hiroshi Horioka	Member of the Audit Committee	
Outside Director	Kiichiro Furusawa	Chairman of the Compensation Committee, Member of the Audit Committee	➢Senior advisor, The Chuo Mitsui Trust and Banking Company, Limited ➢Outside Director, Asagami Corporation ➢Outside Auditor Fujifilm Holdings Corporation
Outside Director	Hiroshi Hirabayashi	Member of the Audit Committee, Member of the Compensation Committee	➢Outside Director, Mitsui & Co., Ltd. ➢Outside Director, Daiichi Sankyo Company, Limited ➢Outside Director, NHK Promotions Inc. ➢President, THE JAPAN-INDIA ASSOCIATION Public Interest Incorporated Foundation ➢Visiting Professor, Graduate School of Asia-Pacific Studies, Waseda University
Outside Director	Takeshi Sasaki	Chairman of the Nomination Committee, Member of the Compensation Committee	➢Professor, the Department of Political Studies, the Faculty of Law, Gakushuin University ➢President of the Association For Promoting Fair Elections ➢Outside Director, ORIX Corporation ➢President of National Land Afforestation Promotion Organization ➢Outside Director, East Japan Railway Company ➢Chairman of Labo International Exchange Foundation

		Responsibility	Status of important concurrent holding of positions
Outside Director	Takeo Kosugi	Member of the Nomination Committee, Member of the Audit Committee	➢ Partner & Attorney-at-law, Matsuo & Kosugi ➢ Outside Auditor, Nihon Servier Co. Ltd ➢ Outside Auditor, Fujifilm Holdings Corporation ➢ Supervisory Director, Mori Hills REIT Investment Corporation

(Notes) 1. Member of the Audit Committee, Mr. Kiichiro Furusawa, has long taken charge of finance work and has considerable knowledge about financial affairs and accounting.

2. Four (4) Outside Directors, Kiichiro Furusawa, Hiroshi Hirabayashi, Takeshi Sasaki and Takeo Kosugi are independent directors provided for in Article 436-2, etc. of the Security Listing Regulations of the Tokyo Stock Exchange.

3. The following changes occurred as of April 2011.

Outside Director	Hiroshi Hirabayashi	Member of the Audit Committee, Member of the Compensation Committee	➢ Outside Director, Mitsui & Co., Ltd. ➢ Outside Director, Daiichi Sankyo Company, Limited ➢ Outside Director, NHK Promotions Inc. ➢ President, THE JAPAN-INDIA ASSOCIATION Public Interest Incorporated Foundation

(2) Outside Directors

1) Relationship between the Company and entities at which outside directors hold important concurrent posts

The Company has an ongoing business relationship with Chuo Mitsui Trust Group (as of April 1st 2011, it became Sumitomo Mitsui Trust Group due to management integration of Chuo Mitsui Trust Group and Sumitomo Trust Banking Group), Chuo Mitsui Trust Group which consists of subsidiaries thereof, Fujifilm Holdings Corporation and the Fujifilm Group which consists of subsidiaries thereof, Mitsui & Co., Ltd., East Japan Railway Company. In addition, the Chuo Mitsui Trust Group holds the Company’s shares and Mitsui & Co., Ltd. is contributing the Company’s shares to a retirement benefit trust. The Company holds shares of Mitsui & Co., Ltd.

In the cases above, there is no materiality that may affect the independence of outside directors.

There is no relationship to be disclosed between the Company and other entities at which outside directors hold important concurrent posts.

2) Main Activities

In the year under review, the Board of Directors met 13 times, and the Audit Committee 11 times, where the Outside Directors commented as necessary. The Outside Directors received explanations about the matters to be resolved at the board meetings from the staff in charge, etc. in advance. They also attended the monthly liaison conferences of Executive Officers in an effort to communicate and share information with the Executive Officers.

The Outside Directors who were members of the Audit Committee were supported by the full-time staff of the Audit Committee Office. The Outside Directors who were members of the Nomination Committee or the Compensation Committee were supported by the staff in charge, etc.

Name	Activities
Kiichiro Furusawa	Attended the meeting of the Board of Directors 12 times and that of the Audit Committee 11times. Commented as necessary based on his wealth of experience and knowledge as a specialist in finance and management.
Hiroshi Hirabayashi	Attended the meeting of the Board of Directors 11 times and that of the Audit Committee 9 times. Commented as necessary based on his wealth of experience and knowledge as an ex-diplomat including audits ambassador of diplomatic offices overseas.
Takeshi Sasaki	Attended the meeting of the Board of Directors 13 times. Commented as necessary based on his wealth of experience and knowledge as a specialist of political science and an administrator of a university.
Takeo Kosugi	Attended the meeting of the Board of Directors 13 times and that of the Audit Committee 11 times. Commented as necessary based on his wealth of experience

	and knowledge as a specialist in law.

3) Limited Liability Contracts

The Company has signed a limited liability contract with each of the four Outside Directors, Messrs. Kiichiro Furusawa, Hiroshi Hirabayashi, Takeshi Sasaki, and Takeo Kosugi, to limit their liabilities as provided in Article 423, Paragraph 1 of the Company Law to 31.2 million yen or the minimum liability amount stated in Article 425, Paragraph 1 of the Company Law, whichever is larger.

(3) Executive Officers

		Responsibility	Status of important concurrent holding of positions.
Representative Executive Officer President and Chief Executive Officer (*)	Norio Sasaki		
Representative Executive Officer Corporate Senior Executive Vice President (*)	Masashi Muromachi	➢ Support of the President ➢ Managing Director, the New Lighting Systems ➢ Group Executive, the Quality Division ➢ General Executive , the Productivity & Environment Group	Chairman, Toshiba Hangzhou Co., Ltd. Chairman, Toshiba Dalian Co., Ltd.
Representative Executive Officer Corporate Senior Executive Vice President (*)	Fumio Muraoka	➢ Support of the President ➢ General Executive, the Finance & Accounting Group	
Representative Executive Officer Corporate Senior Executive Vice President (*)	Masao Namiki	➢ Support of the President ➢ General Executive, the Strategic Planning & Communications Group ➢ Group Executive, the CSR Division ➢ General Executive, the Information & Security Group ➢ General Executive, the Export Control Group	
Representative Executive Officer Corporate Senior Executive Vice President (*)	Ichiro Tai	➢Support of the President ➢Group Executive, the Innovation Division ➢General Executive, the Technology & Intellectual Property Group	
Representative Executive Officer Corporate Senior Executive Vice President (*)	Yoshihiro Maeda	➢Support of the President ➢Responsible for the Consumer Electronics Group ➢General Executive, the Marketing Group	

		Responsibility	Status of important concurrent holding of positions.
Executive Officer Corporate Executive Vice President (*)	Kazuo Tanigawa	➢ Project Manager, the Workplace Innovation Project Team ➢ General Executive, the Legal Affairs Group ➢ General Executive, the Human Resources Group	
Executive Officer Corporate Executive Vice President	Yoshihide Fujii	➢ Corporate Representative-Americas	Chairman and CEO, Toshiba America, Inc.
Executive Officer Corporate Executive Vice President	Toshinori Moriyasu	➢ Managing Director, the Automotive Systems	
Executive Officer Corporate Executive Vice President	Hidejiro Shimomitsu	➢ Responsible for the Digital Products Group ➢ Managing Director, the Network Services & Content ➢ Managing Director, the Mobile Communications	
Executive Officer Corporate Executive Vice President	Hisao Tanaka	➢ Project Manager, the Spend Management Project Team, ➢ General Executive, the Procurement & Logistics Group	Chairman, Taiwan Toshiba International Procurement Corporation
Executive Officer Corporate Executive Vice President	Hideo Kitamura	➢ Responsible for the Social Infrastructure Systems Group	
Executive Officer Corporate Executive Vice President	Shozo Saito	➢ Responsible for the Electronic Devices & Components Group ➢ Managing Director, Materials & Devices	Chairman of the Board, Semiconductor Leading Edge Technologies, Inc. President, Reliability Center for Electronic Components of Japan
Executive Officer Corporate Executive Vice President	Toshiharu Watanabe	➢ Managing Director, the Smart Community	
Executive Officer Corporate Senior Vice President	Ryuichi Nakata	➢ President and CEO of the Transmission Distribution & Industrial Systems Company of Toshiba	
Executive Officer Corporate Senior Vice President	Yasuharu Igarashi	➢ President and CEO of the Power Systems Company of Toshiba	President, TSB Nuclear Energy Investment US Inc.
Executive Officer Corporate Senior Vice President	Masahiko Fukakushi	➢ President and CEO of the Digital Products & Network Company of Toshiba	Outside Director, Toshiba TEC Corporation
Executive Officer Corporate Senior Vice President	Kazuyoshi Yamamori	➢ President and CEO of the Storage Products Company of Toshiba	President and CEO, Toshiba Storage Device Corporation
Executive Officer Corporate Senior Vice President	Akira Sudo	➢ Director, the Corporate Research & Development Center	Chairman, Toshiba Research Europe Ltd.

		Responsibility	Status of important concurrent holding of positions.
Executive Officer Corporate Senior Vice President	Kiyoshi Kobayashi	➢ President and CEO of the Semiconductor Company of Toshiba	
Executive Officer Corporate Senior Vice President	Toshio Masaki	➢ President and CEO of the Social Infrastructure Systems Company of Toshiba	
Executive Officer Corporate Senior Vice President	Masaaki Osumi	➢ President and CEO of the Visual Products Company of Toshiba	
Executive Officer Corporate Vice President	Koji Iwama	➢ Corporate Representative - Europe	President and CEO, Toshiba of Europe Limited
Executive Officer Corporate Vice President	Keizo Tani	➢ Executive Vice President of the Semiconductor Company of Toshiba	
Executive Officer Corporate Vice President	Shoji Yoshioka	➢ Corporate Representative - Asia	President and CEO, Toshiba Asia Pacific Pte .,Ltd.
Executive Officer Corporate Vice President	Kosei Okamoto	➢ General Manager of the Mobile Communications Division	
Executive Officer Corporate Vice President	Tsutomu Sanada	➢ Support of Executive Officer & Corporate Executive Vice President Hidejiro Shimomitsu	
Executive Officer Corporate Vice President	Hiroshi Saito	➢ General Manager of the Export Control Division	
Executive Officer Corporate Vice President	Masakazu Kakumu	➢ Executive Vice President of the Semiconductor Company of Toshiba	
Executive Officer Corporate Vice President	Takaaki Tanaka	➢ Corporate Representative - China	Chairman, Toshiba China Co., Ltd.
Executive Officer Corporate Vice President	Yasuhiro Shimura	➢ General Manager, the Marketing Planning Division	
Executive Officer Corporate Vice President	Munehiko Tsuchiya	➢ Executive Vice President of the Transmission Distribution & Industrial Systems Company of Toshiba	
Executive Officer Corporate Vice President	Masazumi yoshioka	➢ General Manager, the Chubu Branch Office	
Executive Officer Corporate Vice President	Hiroshi Igashira	➢ General Manager, the Corporate Audit Division	
Executive Officer Corporate Vice President	Hironbu Nishikori	➢ Chief Marketing Executive of the Storage Products Company of Toshiba ➢ Vice President of the HDD Division, Storage Products Company of Toshiba	

(Notes) 1. (*) indicates that the Executive Officer concurrently serves as a Director.

2. Executive Officer, Corporate Vice President Mr. Atsuhiko Izumi resigned as of May 31, 2010.

3. Following Three (3) Executive Officers were retired from their respective offices due to expiry of the term of office at the close of the first meeting of the Board of Directors held after the Ordinary General Meeting of Shareholders for the 171st fiscal period held on June 23, 2010:

Executive Officer, Corporate Executive Vice president, Messrs. Hidemi Miura, Shiro Kawashita, and Makoto Kubo.

4. Following three (3) Executive Officers were newly elected and assumed office at the first meeting of the Board of Directors held after the Ordinary General Meeting of Shareholders for the 171st fiscal period: Executive Officers, Corporate Vice Presidents, Messrs. Masazumi Yoshioka, Hiroshi Igashira and Hironobu Nishikori.

5. The following changes were made effective as of April 2011.

		Responsibilities	Important concurrent holding of positions
Representative Executive Officer Corporate Senior Executive Vice President (*)	Masao Namiki	➢ Support of the President ➢ General Executive, the Strategic Planning & Communications Group ➢ Group Executive, the CSR Division ➢ Group Executive, the Facilities Optimization Division ➢ General Executive, the Information & Security Group ➢ General Executive, the Export Control Group	
Executive Officer Corporate Executive Vice President	Toshinori Moriyasu	➢ Support of Executive Officer & Corporate Executive Vice President Hideo Kitamura	
Executive Officer Corporate Executive Vice President	Hidejiro Shimomitsu	➢ Responsible for the Digital Products Group ➢ Managing Director, the Mobile Communications	
Executive Officer Corporate Executive Vice President	Hisao Tanaka	➢ General Executive, the Procurement & Logistics Group	Chairman, Taiwan Toshiba International Procurement Corporation
Executive Officer Corporate Senior Vice President	Ryuichi Nakata	➢ Support of Executive Officer & Corporate Executive Vice President Hideo Kitamura	
Executive Officer Corporate Senior Vice President	Masahiko Fukakushi	➢ Support of Executive Officer & Corporate Executive Vice President Hidejiro Shimomitsu	Outside Director, Toshiba TEC Corporation
Executive Officer Corporate Senior Vice President	Toshio Masaki	➢ President and CEO of the Social Infrastructure Systems Company of Toshiba	
Executive Officer Corporate Senior Vice President	Masaaki Osumi	➢ President and CEO of the Digital Products & Services Company of Toshiba	
Executive Officer Corporate Vice President	Munehiko Tsuchiya	➢ Executive Vice President of the Social Infrastructure Systems Company of Toshiba	

10. Compensation Policy and the Amount of Compensation

(1) Compensation Policy

The Compensation Committee establishes compensation policy regarding compensation of each Director and/or Executive Officer as follows;

Since the main responsibility of Directors is to supervise the execution of the overall Group's business, compensation for Directors is determined at an adequate level to secure highly competent personnel and ensure effective work of the supervisory function.

Since the responsibility of Executive Officers is to increase corporate value in their capacity as executives responsible for companies or divisions within the Group, compensation for Executive Officers is divided into the fixed compensation and the performance-based compensation, and determined at an adequate level to secure highly competent personnel and ensure effective function of their compensation package as an incentive to improve business performance.

i. Director's Compensation

The fixed compensation is paid to Directors who do not concurrently hold office as an Executive Officer based on his/her status as a full-time or part-time Director and his/her duties.

The fixed compensation is paid to Directors who concurrently hold office as an Executive Officer in addition to the Executive Officer's compensation specified in (ii).

ii. Executive Officer's Compensation

Executive Officer's compensation is comprised of the basic compensation based on the Executive Officer's rank (eg. Representative Executive Officer, President and Chief Executive Officer, Representative Executive Officer, Corporate Senior Executive Vice President) and the service compensation calculated according to his/her duties as an Executive Officer.

40-45% of the service compensation will fluctuate from zero (no compensation) to 2 times according to the year-end performance of the Company or of the division for which the Executive Officer is responsible.

iii. Compensation Standards

Compensation standards are determined at suitable levels as a global company, with the aim of securing highly competent management personnel. The compensation standards of other listed companies and payroll and benefits of employees are considered when determining the Company's compensation standards of management.

(2) Amount of Compensation Paid

Item	Number of Directors/Executive Officers	Amount
	Persons	Millions of yen
Directors	14	283
(Outside Directors)	(4)	(61)
Executive Officers	44	1,357

11. The Company's accounting auditor

(1) Name of the Company's accounting auditor

Ernst & Young ShinNihon LLC

(Note) Of the main Group companies, following companies were audited by accounting auditors other than Ernst & Young ShinNihon LLC: Toshiba America Information Systems, Inc., Toshiba Nuclear Energy Holdings (US), Inc., Toshiba Nuclear Energy Holdings (UK), Limited, Toshiba America, Inc., Toshiba Capital (Asia) Ltd., and Taiwan Toshiba International Procurement Corporation.

(2) Amount of economic benefits paid by the Group to accounting auditors

Category	Fees paid for audit & assurance services (million yen)	Fees paid for non-audit services (million yen)	Total (million yen)
Toshiba	663	13	676
Consolidated subsidiaries	467	65	532
Total	1,130	78	1,208

(Note) The audit engagement between the Company and its accounting auditors does not distinguish the fees for auditing required under the Company Law from the fees for auditing required under the Financial Instruments and Exchange Law. Because of this, the amount shown as "fees paid for audit & assurance services" is the total amount of these two types of fees.

(3) Non-audit services

The Company has paid compensation to Ernst & Young ShinNihon LLC in consideration of advice relating to IFRS, which is a business other than the businesses provided for in Article 2, Paragraph 1 of the Certified Public Accountants Act.

(4) Policy of the dismissal or non-reappointment of accounting auditors

i. The Audit Committee will, if it considers that any accounting auditor comes under any of the items of Article 340, Paragraph 1 of the Company Law, dismiss such accounting auditor by the agreement of all of its members.

ii. The Audit Committee will, if it considers that any accounting auditor comes under any of the following items, decide to propose the appointment of a new accounting auditor and the dismissal and non-reappointment of such accounting auditor at the General Meeting of Shareholders:

a. If the accounting auditor received an administrative punishment for violation of any law or regulation;

b. If the accounting auditor was punished, etc. in accordance with the regulations of the Japanese Institute of Certified Public Accountants;

c. If the Company receives from the accounting auditor a notice to the effect that the auditor does not continue the audit engagement with the Company; or

d. If the Company intends to make the audit service more proper or more efficient.

12. System for Ensuring the Appropriate Performance of the Company's Business (Internal Control System), etc.

(1) Systems to Ensure the Appropriateness of Business Operations

The Board of Directors resolved systems to ensure the appropriateness of business operations as follows:

i. System to ensure that Executive Officers' compliance with laws and regulations and the Articles of Incorporation.

a. Executive Officers periodically report to the Board of Directors on their execution of their duties and are required to report on necessary items to the Board of Directors, as necessary.

b. The General Manager of the Corporate Audit Division periodically reports to the Board of Directors on management audit results.

c. The Audit Committee periodically interviews Executive Officers and the General Manager of the Corporate Audit Division reports to the Audit Committee on management audit results.

d. Executive Officers report to the Audit Committee on any material violation of laws and regulations without delay in accordance with the Rules concerning Reporting to the Audit Committee.

ii. System for retention and management of information concerning Executive Officers' execution of their duties.

a. In accordance with the Rules concerning the Document Retention Period, Executive Officers appropriately retain and manage material documentation, such as information materials for the Management Meetings and decision-making documents, and other documents such as account books and records.

b. Executive Officers run a system that allows Directors to access important information, such as information materials for the Management Meetings, decision-making documents, financial statements and records and business reports.

iii. Rules and other systems concerning risk of loss management

a. In accordance with the Basic Rules concerning Risk-Compliance Management, the Chief Risk-Compliance Management Officer (hereinafter referred to as the "CRO") formulates and promotes measures concerning crisis and risk management in his/her capacity as the chairman of the Risk-Compliance Committee.

b. Executive Officers formulate and promote measures necessary for continuously clarifying business risk factors and minimizing loss in the event that risk is realized in accordance with Basic Rules of Business Risk Management.

iv. System to ensure that Executive Officers efficiently execute their duties

a. The Board of Directors determines the basic management policy and approves the mid-term business plan and annual budgets prepared by the Executive Officers.

b. The Board of Directors delegates authority and responsibilities to each Executive Officer in an appropriate manner and Executive Officers clarify the authority and responsibilities of the Executive Officers and employees in accordance with the Rules concerning Responsibilities of Division and the Rules concerning Managerial Duties.

c. Executive Officers set concrete targets and roles of organizations and employees.

d. Executive Officers make decisions on business operations based on appropriate procedures in accordance with the Board of Directors Rules, the Corporate Decision Making Rule, the In-house Company Decision Making Rule and other rules.

e. Executive Officers follow up annual budget implementation and appropriately evaluate performance evaluation by means of monthly meetings and the Performance Evaluation Committee.

f. Executive Officers promote strengthening of information security systems and operate the accounting system, the authorization system and other information processing systems in an appropriate manner.

v. System to ensure that employees' performance of their duties conforms to laws and regulations and the Articles of Incorporation

a. The Representative Executive Officer, President and CEO ensures, through continuous execution of employee education, etc., that employees comply with the Toshiba Group Standards of Conduct clarifying values and codes of conduct to be shared by all officers and employees.

b. The CRO formulates and promotes measures concerning compliance with laws and regulations in his/her capacity as the chairman of the Risk-Compliance Committee in accordance with the Basic Rules concerning Risk-Compliance Management.

c. The Executive Officer in charge endeavors to detect problems early and deal with them in an appropriate manner by making use of the whistle-blower system.

vi. System to ensure the appropriateness of business operations of Toshiba Group

a. Toshiba Corp. requests its subsidiaries to adopt and implement the Toshiba Group Standards of Conduct.

b. Toshiba Corp. requests its subsidiaries to report to Toshiba Corp. in accordance with the Operational Communication Arrangement in the event that material issues arise in their business operations.

c. Toshiba Corp. formulates appropriate measures for internal control, including that of its subsidiaries, and requests its subsidiaries to promote the measures according to their situations.

d. Toshiba Corp. requests its subsidiaries to establish audit systems in accordance with the Toshiba Group Auditors' Audit Policy.

e. Toshiba Corp. executes management audits of its subsidiaries, as necessary.

(2) Items Necessary for the Audit Committee's Performance of its Duties

The Board of Directors resolved items necessary for the Audit Committee’s performance of its duties as follows;

i. Employees assigned to assist the Audit Committee in the performance of its duties

a. In order to assist the Audit Committee in the performance of its duties, the

Audit Committee Office consisting of around five staff is established. No director is assigned to assist the Audit Committee in the performance of its duties.

ii. Independence of employees mentioned in the preceding paragraph from Executive Officers

a. Personnel transfer of employees of the Audit Committee Office is discussed with the Audit Committee in advance.

iii. System for reporting by Executive Officers and employees to the Audit Committee and other systems concerning reporting to the Audit Committee

a. Executive Officers and employees report to the Audit Committee in accordance with the Rules concerning Reporting to the Audit Committee in the event that any material issue arises that may affect operation and financial performance.

b. The Representative Executive Officer, President and CEO provides members of the Audit Committee designated by the Audit Committee with opportunities to attend important meetings, including the Management Committee meetings.

iv. Other system to ensure that audits by the Audit Committee are conducted effectively

a. The Representative Executive Officer, President and CEO periodically dialog with the Audit Committee.

b. Executive Officers and employees report the execution of their duties to the Audit Committee by means of the periodical interviews conducted by the Audit Committee and circuit interviews.

c. The General Manager of the Corporate Audit Division discusses the policy and the plan for management audits at the beginning of each fiscal year with the Audit Committee in advance and timely reports the management audit results to the Audit Committee.

d. The Audit Committee has accounting auditors provide explanations and reports concerning the accounting audit plan at the beginning of each fiscal year, the situation of accounting audits during each term and the results of the accounting audits at the end of each fiscal year.

e. The Executive Officer in charge provides explanations to the Audit Committee concerning the interim settlement of accounts and settlement of accounts at the end of fiscal year as well as quarterly settlement of accounts prior to the approval by the Board of Directors.

f. The Representative Executive Officer, President and CEO informs the Audit Committee in advance and provides explanations concerning the assignment of the General Manager of the Corporate Audit Division, taking into consideration the independence of the General Manager of the Corporate Audit Division from other Executive Officers and organizations.

13. Basic Policy on the Control of the Company and Takeover Defense Measure

The Company has adopted its basic policy regarding the persons who control decisions on the Company's financial and business policies and the outlines of its content (the matter listed in Article 118, Paragraph 3 of the Enforcement Regulations for the Companies Act) are as follows:

(1) Basic Policy

In order for the Toshiba Group (the "Group") to earn appropriate profit for return to our shareholders, and to achieve sustainable, continuous growth in the corporate value and common interests of shareholders, we believe it is essential to maintain and develop a proper and good relationship with our shareholders and with other stakeholders, such as customers, business partners, vendors, employees and regional communities, and to adequately consider the interests of these stakeholders.

Also, when we receive a proposal for acquisition for the Company's shares, in order to make a suitable determination regarding the effect that such acquisition would have on our corporate value and the common interests of our shareholders, we believe it is necessary to gain an adequate understanding of the synergies that could potentially be achieved through a combination of business fields, the current business condition of the Group, and other factors that contribute to the corporate value of the Company.

In light of the required considerations described above, the Company's Board of Directors believes that any party acquiring a large amount of the Company's shares, or making a proposal to do so, that does not contribute to protecting and enhancing the corporate value of the Company and the common interests of shareholders, is an inappropriate party to be in control of decisions about the financial and business policy of the Company. It is necessary for the Company to ensure its corporate value and common interests of shareholders by taking necessary and appropriate countermeasures against the large-scale acquisition of the Company's shares by such a person or party.

(2) Special Measures to Contribute to Realizing the Basic Policy

Toshiba Group aims to evolve into a world-leading diversified electric/electronics manufacturer while accelerate strategic allocation of resources, through (i) continue to accelerate globalization; (ii) set up ambitious goals for innovation and speed its pace; (iii) push forward with CSR management.

(3) Measures to Prevent Decisions on the Company's Financial and Business Policies from being Controlled by Persons Deemed Inappropriate Under the Basic Policy (Takeover Defense Measure)

The Company adopted a plan for countermeasures to any large-scale acquisitions of the Company's shares (the "Plan"), based on the shareholders' approval at the Ordinary General Shareholders Meeting held in June 2009.

The Plan was introduced for the purpose of ensuring and enhancing the corporate value of the Company and the common interests of its shareholders by explicitly setting out the procedures to be followed when a large-scale acquisition of the Company's shares is made, ensuring that shareholders are provided with necessary and adequate information and time in order to make appropriate decisions, and securing the opportunity for the Company to negotiate with the acquirer.

Specifically, if an acquirer commences or plans to commence an acquisition or a tender offer that would result in the acquirer holding 20% or more of shares issued by the Company, the Company will require the acquirer to provide the necessary information in advance to its Board of Directors. The Special Committee that solely consists of outside directors who are independent from the Company's management will, at its discretion, obtain advice from outside experts, evaluate and consider the details of the acquisition, disclose to the Company's shareholders the necessary information regarding the acquisition, evaluate, consider and disclose any alternative proposal presented by the Company's Representative Executive Officer, and negotiate with the acquirer. If the acquirer does not comply with the procedures under the Plan, or the acquisition would damage the corporate value of the Company or the common interests of its shareholders, and if the acquisition satisfies the triggering requirements set out in the Plan, the countermeasures (a gratis allotment of stock acquisition rights (*shinkabu yoyakuken no mushou wariate*), with a condition of which will be that they cannot be exercised by acquirers or the like and subject to call to the effect that the Company can acquire stock acquisition rights from those other than such acquirers in exchange for shares of the Company) are to be implemented in accordance with the recommendation by the Special Committee or the resolution passed at the general meeting for confirming shareholders' intention and the Company will ensure the corporate value of the Company and the common interests of shareholders.

(4) Rationale of the Plan

For the reasons set out below, the Company's board of directors believes that the Plan complies with the Basic Policy, is not detrimental to the corporate value of the Company and the common interests of its shareholders, and is not designed with the purpose of maintaining the positions of management of the Company.

As mentioned below, the Plan fully satisfies all of the three principles (1) principle of ensuring or enhancing corporate value and common interests of shareholders, 2) principle of prior disclosure and shareholders' intention and 3) principle of necessity and appropriateness) set out in the Guidelines Regarding Takeover Defense for the Purposes of Ensuring and Enhancing Corporate Value and Shareholders' Common Interests released by the Ministry of Economy, Trade and Industry and the Ministry of Justice on May 27, 2005. The Plan also reflects practical experiences and discussions regarding takeover defense measures at the related parties including legal community.

a. Reflection of the intent of shareholders

The Plan was adopted upon the shareholders' approval at the Ordinary General Shareholders Meeting held in June 2009.

b. Decisions of Independent Outside Parties and Information Disclosure

As a company with committees, the Company establishes the Special Committee composed of no less than three outside directors alone who are independent and supervise the Company's executive officers to eliminate arbitrary decisions by the Company management and to secure objective and rational decisions. Also, the Company believes the Special Committee can properly weigh up the effect an Acquisition would have on the Company's corporate value and the common interests of its shareholders by giving consideration to the actual situation of the Company and any other factors that constitute the Company's corporate value.

In addition, in order to increase the transparency of the Special Committee's decision making, the Company will promptly disclose to shareholders, as a general rule, an outline of the Acquisition Document received from an Acquirer, the opinion of the Company's representative executive officers on the Acquisition terms proposed by the Acquirer, an outline of an alternative plan, and any other matters that the Special Committee deems appropriate.

c. Establishment of reasonably objective requirements for triggering the Plan

The Plan is established so that it will not be triggered unless reasonable and objective requirements determined beforehand have been satisfied, and ensures a structure to eliminate arbitrary triggering by the Company's officers.

(Note) The above is just the summary of our Takeover Defense Measure. For details, please refer to the Company's web site: (http://www.toshiba.co.jp/about/ir/jp/news/20090508_1.pdf).[1]

[1] Note for English translation: English version is available at http://www.toshiba.co.jp/about/ir/en/news/20090508_1.pdf

14. The Group's Employees

As of March 31, 2011

Segment	Number of Employees
	Persons
Digital Products	51,555
Electronic Devices	28,454
Social Infrastructure	81,011
Home Appliances	22,471
Others	15,295
Group-wide (shared)	3,852
Total	202,638

(Note) The Company has 34,686 employees.

153. Main Places of Business and Facilities of the Group

As of March 31, 2011

(1) The Company

Segment	Major Distribution	
Company-wide	Offices	Principal Office (Minato-ku, Tokyo), Hokkaido Branch Office (Sapporo), Tohoku Branch Office (Sendai), Shutoken Branch Office (Saitama), South-Shutoken Branch Office (Yokohama), Hokuriku Branch Office (Toyama), Chubu Branch Office (Nagoya), Kansai Branch Office (Osaka), Chugoku Branch Office (Hiroshima), Shikoku Branch Office (Takamatsu), Kyushu Branch Office (Fukuoka)
	Laboratories	Corporate Research & Development Center (Kawasaki), Software Engineering Center (Kawasaki), Corporate Manufacturing Engineering Center (Yokohama), Yokohama Complex (Yokohama), Himeji Operations (Himeji)
Digital Products	Laboratories	Core Technology Center (Ome), PC Development Center (Ome)
	Production Facilities	Fukaya Operations (Fukaya), Ome Complex (Ome)
Electronic Devices	Laboratories	Center For Semiconductor Research & Development (Kawasaki)
	Production Facilities	Microelectronics Center (Kawasaki), Yokkaichi Operations (Yokkaichi), Himeji Operations – Semiconductor (Taishi, Hyogo), Kitakyushu Operations (Kitakyushu), Oita Operations (Oita)
Social Infrastructure	Laboratories	Power and Social Systems Research and Development Center (Yokohama), Isogo Nuclear Engineering Center (Yokohama)

	Production Facilities	Kashiwazaki Operations (Kashiwazaki), Saku Operations (Saku), Fuchu Complex (Fuchu, Tokyo), Komukai Operations (Kawasaki), Hamakawasaki Operations (Kawasaki), Keihin Product Operations (Yokohama), Mie Operations (Asahi Cho, Mie)

(2) The Group Companies

The names and locations of the main companies in the Group are noted in 4. Outline of Main Group Companies.

Consolidated Balance Sheet

Consolidated Statement of Income

Consolidated Statement of Shareholders' Equity

Notes to Consolidated Financial Statements

For the year ended March 31, 2011

The 172nd term

Toshiba Corporation

Consolidated Balance Sheet

As of March 31, 2011

Assets	(Millions of yen)
Current assets	2,799,668
Cash and cash equivalents	258,840
Notes and accounts receivable, trade	1,124,180
Notes	47,311
Accounts	1,093,948
Allowance for doubtful notes and accounts	(17,079)
Inventories	864,382
Deferred tax assets	161,197
Prepaid expenses and other current assets	391,069
Long-term receivables and investments	660,380
Long-term receivables	2,540
Investments in and advances to affiliates	416,431
Marketable securities and other investments	241,409
Property, plant and equipment	900,205
Land	99,834
Buildings	996,409
Machinery and equipment	2,330,565
Construction in progress	113,132
Less - Accumulated depreciation	(2,639,735)
Other assets	1,019,066
Deferred tax assets	356,592
Others	662,474
Total assets	5,379,319

Consolidated Balance Sheet (Continued)

As of March 31, 2011

Liabilities	(Millions of yen)
Current liabilities	2,498,309
Short-term borrowings	152,348
Current portion of long-term debts	159,414
Notes and accounts payable, trade	1,194,229
Accounts payable, other and accrued expenses	380,360
Accrued income and other taxes	38,197
Advance payments received	271,066
Other current liabilities	302,695
Long-term liabilities	1,701,394
Long-term debt	769,544
Accrued pension and severance costs	734,309
Other liabilities	197,541
Total liabilities	4,199,703
Equity	
Equity attributable to shareholders of the Company	868,119
Common stock	439,901
Authorized: 10,000,000,000 shares	
Issued: 4,237,602,026 shares	
Additional paid-in capital	399,552
Retained earnings	551,523
Accumulated other comprehensive loss	(521,396)
Treasury stock, at cost	(1,461)
2,519,870 shares	
Equity attributable to noncontrolling interests	311,497
Total equity	1,179,616
Commitments and contingent liabilities	
Total liabilities and equity	5,379,319

Consolidated Statement of Income

For the year ended March 31, 2011

	(Millions of yen)
Sales and other income	6,493,498
Net sales	6,398,505
Interest and dividends	8,704
Equity in earnings of affiliates	18,478
Other income	67,811
Costs and expenses	6,297,949
Cost of sales	4,897,547
Selling, general and administrative	1,260,685
Interest	32,331
Other expense	107,386
Income from continuing operations, before income taxes and noncontrolling interests	195,549
Income taxes:	40,720
Current	57,517
Deferred	(16,797)
Income from continuing operations, before noncontrolling interests	154,829
Loss from discontinued operations, before noncontrolling interests	(8,183)
Net income before noncontrolling interests	146,646
Less - Net income attributable to noncontrolling interests	8,801
Net income attributable to shareholders of the Company	137,845

Consolidated Statement of Shareholders' Equity

For the year ended March 31, 2011

(Millions of yen)

	Common stock	Additional paid-in capital	Retained earnings	Accumulated other comprehensive income (loss)	Treasury stock	Total shareholders' equity	Non-controlling interests	Total equity
Balance at March 31, 2010	439,901	447,733	375,376	(464,250)	(1,305)	797,455	330,167	1,127,622
Transfer to retained earnings		(46,772)	46,772					
Capital transactions with noncontrolling interest and other		(1,406)				(1,406)	(8,841)	(10,247)
Dividends to shareholders of the Company			(8,470)			(8,470)		(8,470)
Dividends to non-controlling interest							(8,278)	(8,278)
Comprehensive income								
Net income			137,845			137,845	8,801	146,646
Other comprehensive income (loss), net of tax:								
Net unrealized gains and losses on securities				(10,771)		(10,771)	1,714	(9,057)
Foreign currency translation adjustments				(43,641)		(43,641)	(13,408)	(57,049)
Pension liability adjustment				(5,333)		(5,333)	654	(4,679)
Net unrealized gains and losses on derivative instruments				2,599		2,599	688	3,287
Comprehensive income (loss)						80,699	(1,551)	79,148
Purchase of treasury stock, net, at cost		(3)			(156)	(159)		(159)
Balance at March 31, 2011	439,901	399,552	551,523	(521,396)	(1,461)	868,119	311,497	1,179,616

<u>Notes to Consolidated Financial Statements</u>

1. Notes to Significant Matters Supporting the Basis of Preparation of Consolidated Financial Statements

(Significant Accounting Policies)

1） Standard of Preparation of the Consolidated Financial Statements

The consolidated financial statements of the Company are prepared in conformity with terms, forms and preparation methods of generally accepted accounting principles in the U.S. (hereinafter, the “U.S. GAAP”) pursuant to Article 3, Paragraph 1 of the Supplementary Provision to the Corporate Calculation Rules (Ordinance of the Ministry of Justice No. 46 of 2009). However, according to this paragraph, the Company omits a part of presentation and notes required by accounting principles generally accepted in the U.S.

2） Inventories

Raw materials, finished products and work in process held for sale are stated at the lower of cost or market, cost being determined principally by the average method. Finished products and work in process for contract items are stated at the lower of cost or estimated realizable value, cost being determined by accumulated production costs.

3） Marketable Securities and Other Investments

In accordance with "Accounting Standards Codification" ("ASC") 320 “Investment – debt securities and equity securities”, the Company classified all the marketable securities into available-for-sale securities, reported them on the basis of fair values and included unrealized gains (losses) after tax effect into accumulated other comprehensive income (loss). Other investments without quoted market prices are stated at cost. Realized gains or losses on the sale of securities are based on the average cost of a particular security held at the time of sale.

4） Method of Depreciation for Property, Plant and Equipment

Depreciation for property, plant and equipment associated with domestic operations is computed generally by the 250% declining-balance method with estimated residual value reduced to a nominal value. Depreciation for property, plant and equipment for foreign subsidiaries is generally computed using the straight-line method.

5） Impairment of Long-Lived Assets

Long-lived assets, other than goodwill and indefinite-lived intangible assets, are evaluated for impairment using an estimate of undiscounted cash flows whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. If the estimate of undiscounted cash flow is less than the carrying amount of the asset, an impairment loss is recorded based on the fair value of the asset. Fair value is determined primarily by using the anticipated cash flows discounted at a rate commensurate with the risk involved. For assets held for sale, an impairment loss is further increased by costs to sell. Long-lived assets to be disposed of other than by sale are consolidated as held and used until disposed of.

6） Goodwill and Other Intangible Assets

In accordance with ASC 350 “Intangible assets – Goodwill and others”, goodwill and recognized intangible assets determined to have an indefinite useful life are no longer amortized, but instead are tested for impairment at least annually. Intangible assets with finite lives are amortized over their respective estimated useful lives.

7） Allowance for Doubtful Accounts

An allowance for uncollectible trade receivables is recorded based on a combination of the write-off history, aging analysis, and an evaluation of any specific known troubled accounts. When all collection options are exhausted including legal recourse, the accounts or portions thereof are deemed to be uncollectible and charged against the allowance.

8） Accrued Pension and Severance Costs

The Group sponsors various retirement benefit and pension plans covering substantially all employees. Current service costs of the plans are accrued in the period. Prior service costs resulting from amendments to the plans are amortized over the average remaining service period of employees expected to receive benefits. Unrecognized actuarial losses that exceed 10 percent of the greater of the projected benefit obligation or the fair value of plan assets are also amortized over the average remaining service period of employees expected to receive benefits.

9） Net Income (Loss) per Share Attributable to Shareholders of the Company

Basic net income (loss) per share attributable to shareholders of the Company (EPS) is computed based on the weighted-average number of shares of common stock outstanding during each period. Diluted EPS assumes the dilution that could occur if stock acquisition rights were exercised to issue common stock, unless their inclusion would have an antidilutive effect.

10） New Accounting Standard

The Company adopted the "Accounting Standards Updates" ("ASU") No.2009-16 effective April 1, 2010． ASU No.2009-16 eliminates the concept of a qualifying special-purpose entity and changes the derecognition requirements of financial assets. It also provides financial statement users with more information and enhances disclosures with greater transparency about a transferor's continuing involvement in transferred financial assets and the risks thereof. The adoption of ASU No.2009-16 has no material impact on the Company's consolidated financial statements.

The Company adopted ASU No.2009-17 effective April 1, 2010． ASU No.2009-17 removes exceptions regarding the deconsolidation of a qualifying special-purpose entity as a result of the elimination of the qualifying special-purpose entity concept by ASU No.2009-16. It requires that an entity determine the need for consolidating a variable interest entity based on qualitative analysis. It revises its evaluation on a continuous basis. And it requires increased transparency of an enterprise's involvement with a variable interest entity. The adoption of ASU 2009-17 has no material impact on the Company's consolidated financial statements.

2. Notes to Consolidated Balance Sheet

1） Liabilities on guarantee and their kinds 76,230 million yen

2） Accumulated other comprehensive loss includes Net unrealized gains and losses on securities, Foreign currency translation adjustments, Pension liability adjustment and Net unrealized gains and losses on derivative instruments.

3） Important disputes

In January 2007, the European Commission adopted a decision that imposed fines on 19 companies, including the Company, for infringing EU Competition Law in the gas insulated switchgear market. The decision imposed a fine of €86.25 million on the Company, plus a fine of €4.65 million jointly and severally with Mitsubishi Electric Corporation. Following its own investigation, the Company contends that it has not found any infringement of EU Competition Law, and it has brought an action to the European Court of First Instance seeking annulment of the European Commission’s decision.

3. Discontinued Operation

On June 17, 2010, the Company and Fujitsu Limited (“Fujitsu”) signed a Memorandum of Understanding (MOU) to merge their mobile phone businesses, followed by a definitive contract on July 29, 2010. The purpose of this business merger was to enhance their handset development capabilities and at the same time to improve business efficiency by combining their mobile phone development know-how and technological strengths, in the domestic and overseas mobile phone market in which competition is intensifying. Under this contract, on October 1, 2010, the Company transferred its mobile phone business to a newly established company (Fujitsu Toshiba Mobile Communications Limited) , and sold 80.1% of the shares of the new company to Fujitsu. In accordance with this contract, the Company will continue manufacturing and selling of the existing models of mobile phones until the

In accordance with ASC No.205-20 "Presentation of Financial Statements-Discontinued Operations" (“ASC No.205-20”) , operating results relating to the mobile phone business in consolidated statements of income are separately presented as discontinued operations.

Operating results relating to the mobile phone business, which are reclassified as discontinued operations, are as follows:

Sales and other income	84,167	million yen
Costs and expenses	98,004	million yen
Loss from discontinued operations before income taxes and minority interest	(13,837)	million yen
Income taxes	(5,631)	million yen
Loss (after tax effect) from discontinued operations, before noncontrolling interests	(8,206)	million yen
Less: Net income (loss) from discontinued operations, attributable to noncontrolling interests	-	million yen
Net loss from discontinued operations, attributable to shareholders of the Company	(8,206)	million yen

Mobile Broadcasting Corporation（“MBCO”）, a consolidated subsidiary of the Company, ended all its broadcasting services by the end of March 2009, and is in the course of going through the procedures for dissolution. In accordance with ASC No.205-20, operating results relating to MBCO in consolidated statements of income are separately presented as discontinued operations. These amounts were not significant.

4. Notes Concerning Financial Instruments

1） Matters concerning financial instruments

The Company is managing funds mainly on short-term deposits. It also raises funds through issuance of corporate bonds and borrowings from financial institutions including banks.

Investment securities are mainly stocks. For marketable securities, the Group evaluates their fair values on the basis of market prices. The intended use of corporate bonds and long-term borrowings is working funds and the funds for capital investments. As a part of usual risk management, the Group utilizes various financial derivatives, mainly such as exchange contracts, interest-rate swap contracts, currency swap contracts and currency options, to mitigate risks. The Group has a policy and rules regarding risk management, approval, report and monitoring of financial derivatives. The Group’s policy prohibits holding or issue of financial derivatives for trading.

2) Matters concerning market value of financial instruments

The consolidated balance sheet amounts as of March 31, 2011, fair values and their differences are as follows:

(Millions of yen)

	Consolidated Balance Sheet Amount	Fair value	Difference
Assets concerning financial instruments			
Investment securities and other investments	201,811	201,811	-
Financial derivatives	1,402	1,402	-
Liabilities concerning financial instruments			
Corporate bonds and long-term loans payable	879,397	882,341	2,944

The above table excludes financial instruments and lease-related financial instruments whose fair values are almost equal to the balance sheet amounts.

When estimating fair values of these financial instruments, the Group uses various methods and makes assumptions based on the market conditions and risk estimation as of the fiscal year-end. The Group estimated that for a certain financial instruments including cash and cash equivalents, notes and accounts receivable, short-term loans payable, notes and accounts payable, other payables and accrued expenses, the balance sheet amounts are almost equal to the fair values because a term to maturity in most of them is short. For some of investment securities and other investments, the Group used market prices released. Fair values of corporate bonds and long-term loans payable are estimated based on the market prices released, and if there are no market prices released, they are estimated by using estimated present values of future cash flows. For deciding fair values of other financial instruments, methods such as estimated discounted present value of future cash flow or replacement value are used.

These fair values do not necessarily represent realizable amounts as of the fiscal year-end. For nonmarketable securities evaluated by the cost method, as it is practically difficult to evaluate their fair values, they were not included in "investment securities and other investments."

5. Notes to net income (loss) per share

Net income per share from continuing operations		
Basic net income per share attributable to shareholders of the Company	34.47	yen
Diluted net income per share attributable to shareholders of the Company	33.10	yen
Net loss per share from discontinued operations		
Basic net loss per share attributable to shareholders of the Company	(1.92)	yen
Diluted net loss per share attributable to shareholders of the Company	(1.92)	yen
Net income per share		
Basic net income per share attributable to shareholders of the Company	32.55	yen
Diluted net income per share attributable to shareholders of the Company	31.25	yen

Non-Consolidated Balance Sheet

Non-Consolidated Statement of Income

Non-Consolidated Statement of Changes in Net Assets

Notes to Non-Consolidated Financial Statements

For the year ended March 31, 2011

The 172nd term

Toshiba Corporation

Balance Sheet
As of March 31, 2011

Assets	(Millions of yen)
Current assets	1,735,780
Cash and cash equivalents	85,507
Notes receivables	9,903
Accounts receivables	653,626
Finished products	216,325
Raw materials	56,363
Work in process	152,271
Advance payments	17,840
Prepaid expenses	12,809
Deferred tax assets	89,181
Other current assets	650,779
Allowance for doubtful accounts	(208,829)
Fixed assets	1,942,425
Tangible fixed assets	450,223
Buildings	180,777
Structures	15,513
Machinery and equipment	101,681
Delivery equipment	367
Tools, fixtures and furniture	32,604
Land	52,678
Lease assets	3,947
Construction in progress	62,651
Intangible fixed assets	34,975
Software	28,257
Lease assets	-
Other intangible fixed assets	6,718
Investments and others	1,457,227
Investment securities	138,151
Security investments in affiliates	919,244
Other investments	4,236
Other investments in affiliates	108,444
Long-term loans	110,628
Long-term prepaid expenses	3,747
Deferred tax assets	129,032
Other assets	43,850
Allowance for doubtful accounts	(109)
Total assets	3,678,206

Balance Sheet (Continued)
As of March 31, 2011

Liabilities	(Millions of yen)
Current liabilities	1,797,957
Notes payable	1,905
Accounts payable	795,087
Short-term loans	193,208
Commercial paper	127,000
Current portion of debentures	95,010
Lease obligations	816
Accrued liabilities	85,747
Accrued expenses	145,152
Corporate and other taxes payable	1,787
Advance payments received	89,090
Deposits received	233,884
Allowance for warranty and others	7,879
Allowance for losses on construction contracts	2,377
Allowance for losses on business of affiliates	2,023
Other current liabilities	16,986
Long-term liabilities	944,967
Debentures	490,000
Long-term loans	238,500
Lease obligations	3,271
Allowance for retirement benefits	204,031
Allowance for recycle of personal computers	4,599
Asset retirement obligations	661
Other long-term liabilities	3,904
Total liabilities	2,742,924
Net Assets	
Shareholders' equity	916,197
Common stock	439,901
Capital surplus	380,850
Other capital surplus	380,850
Retained earnings	96,907
Legal retained earnings	847
Other retained earnings	96,060
Reserves for deferral of gains on sales of prope	2,222
Retained earnings brought forward	93,837
Treasury stock	(1,461)
Difference of appreciation and conversion	19,083
Net unrealized gains (losses) on investment securities	19,401
Deferred profit (loss) on hedges	(318)
Total net assets	935,281
Total liabilities and net assets	3,678,206

Statement of Income
For the year ended March 31, 2011

	(Millions of yen)
Net sales	3,590,964
Cost of sales	3,052,438
Gross margin	538,525
Selling, general and administrative expenses	485,246
Net operating income	53,279
Non-operating income	138,678
Interest income	3,325
Dividend income	101,043
Miscellaneous income	34,308
Non-operating expenses	79,313
Interest expenses	25,971
Miscellaneous expenses	53,342
Recurring profits	112,643
Extraordinary gains	32,472
Gains from sales of fixed assets	32,472
Extraordinary losses	54,531
Provision of allowance for doubtful accounts	26,320
Impairment loss	21,933
Business structure improvement expenses	6,277
Income before taxes	90,584
Corporate tax, inhabitant tax and business tax	(2,746)
Taxes deferred	(12,046)
Net income	105,378

Statement of Changes in Net Assets
For the year ended March 31, 2011

Shareholders' equity	(Millions of yen)
Common stock	
Balance at end of the previous term	439,901
Changes in the term	
Total changes in the term	0
Balance at end of the term	439,901
Capital surplus	
Capital reserves (Additional paid-in capital)	
Balance at end of the previous term	427,625
Changes in the term	
Reversal of legal capital surplus	(427,625)
Total changes in the term	(427,625)
Balance at end of the term	0
Other capital surplus	
Balance at end of the previous term	0
Changes in the term	
Reversal of legal capital surplus	427,625
Deficit disposition	(46,772)
Disposal of treasury stock	(3)
Total changes in the term	380,850
Balance at end of the term	380,850
Retained earnings	
Legal retained earnings	
Balance at end of the previous term	0
Changes in the term	
Dividends of surplus	847
Total changes in the term	847
Balance at end of the term	847
Other retained earnings	
Reserves for deferral of gains on sales of property	
Balance at end of the previous term	15,010
Changes in the term	
Provision of reserve for reduction entry	2,222
Reversal of reserves for deferral of gains on sales of property	(15,010)
Total changes in the term	(12,787)
Balance at end of the term	2,222
Reserves for special depreciation	
Balance at end of the previous term	849
Changes in the term	
Reversal of reserves for special depreciation	(849)
Total changes in the term	(849)
Balance at end of the term	0

Statement of Changes in Net Assets (Continued)

For the year ended March 31, 2011

	(Millions of yen)
Reserves for program and others	
Balance at end of the previous term	-
Changes in the term	
Reversal of reserves for program and others	-
Total changes in the term	-
Balance at end of the term	0
Retained earnings brought forward	
Balance at end of the previous term	(62,632)
Changes in the term	
Deficit disposition	46,772
Provision of reserve for reduction entry	(2,222)
Reversal of reserves for deferral of gains on sales of property	15,010
Reversal of reserves for special depreciation	849
Reversal of reserves for program and others	-
Dividends of surplus	(9,317)
Net income	105,378
Total changes in the term	156,470
Balance at end of the term	93,837
Treasury stock	
Balance at end of the previous term	(1,305)
Changes in the term	
Purchase of treasury stock	(171)
Disposal of treasury stock	15
Total changes in the term	(156)
Balance at end of the term	(1,461)
Total shareholders' equity	
Balance at end of the previous term	819,450
Changes in the term	
Dividends of surplus	(8,470)
Net income	105,378
Purchase of treasury stock	(171)
Disposal of treasury stock	11
Total changes in the term	96,747
Balance at end of the term	916,197

Statement of Changes in Net Assets (Continued)
For the year ended March 31, 2011

	(Millions of yen)
Difference of appreciation and conversion	
Net unrealized gains (losses) on investment securities	
Balance at end of the previous term	35,987
Changes in the term	
Changes of items other than shareholders' equity (net)	(16,585)
Total changes in the term	(16,585)
Balance at end of the term	19,401
Deferred profit (loss) on hedges	
Balance at end of the previous term	120
Changes in the term	
Change of items other than shareholders' equity (net)	(439)
Total changes in the term	(439)
Balance at end of the term	(318)
Total net assets	
Balance at end of the previous term	855,557
Changes in the term	
Dividends of surplus	(8,470)
Net income	105,378
Purchase of treasury stock	(171)
Disposal of treasury stock	11
Changes of items other than shareholders' equity (net)	(17,024)
Total changes in the term	79,723
Balance at end of the term	935,281

Notes to Non-Consolidated Financial Statements (1)

1. Notes to Significant Accounting Policies

(1) Method of valuation of securities

Investment securities in affiliates	valued at acquisition cost based on the moving average method
Other securities	
Marketable securities	valued at market value at the end of fiscal year (The difference are recorded directly in net assets and acquisition costs are calculated by the moving average method)
Non-marketable securities	valued at acquisition cost based on the moving average method

(2) Method of valuation of derivative and others

Derivatives	valued at market value

(3) Method of valuation of inventories

Finished products	valued at acquisition cost either based on the specific identification method or on the moving average method
Work-in-process	valued at acquisition cost either based on the specific identification method or on the weighted average method
Raw materials	valued at acquisition cost based on the moving average method

Amounts carried on the balance sheet are stated after their devaluation based on the lowered profitability.

(4) Depreciation methods for fixed assets

Tangible fixed assets (excluding leased assets)	The declining balance method. However, for buildings acquired on or after April 1, 1998 (excluding appurtenant equipment), the straight-line method is applied. Service life of buildings and structures is from 3 years to 50 years. Service life of Machinery and equipment is from 3 years to 18 years.
Intangible fixed assets (excluding leased assets)	The straight-line method. However, for software for sales, the straight-line method based on estimated sales volume or remaining effective life (up to 3 years). For software for internal use, the straight line method based on service life (5 years).
Lease Assets	Lease assets under non-ownership transfer finance lease transactions For accounting for such lease assets, the Company applies a straight-line method with the lease period as useful life and the residual value as 0.

(5) Recognition of allowance

Allowance for doubtful accounts	To prepare the bad debt expense, allowance for doubtful accounts are recorded. Allowance is recorded based on the write-off history in general and recorded for any specific known troubled accounts based on the evaluation of possibility of collection of specific accounts.
Allowance for warranty and others	To cover costs of after-sale service of products, estimated service cost during guarantee period is recognized based on historical record.

Notes to Non-Consolidated Financial Statements (2)

Allowance for losses on construction contracts	To cover the estimated loss of uncompleted engineering works as of the end of the fiscal year, the estimated loss is recognized.
Allowance for losses on business of subsidiaries and affiliates	To prepare for possible losses associated with business of subsidiaries and affiliates, the expected amount of loss to be incurred by the Company beyond the amount normally estimated based on its investment in such affiliates is recorded.
Allowance for retirement benefits	To cover retirement benefit, it is recorded based on estimated accrued pension and severance costs at the end of fiscal year. Prior service cost is amortized by straight line method over 10 years. Actuarial differences are amortized on a straight-line basis over 10 years from the fiscal year following the fiscal year in which they arise.
Allowance for recycle of personal computers	To cover costs of recycle of personal computers, the estimated recycle costs are recognized based on sales performance. (Additional Information) It has been passed 7 years since the recycle system of household-use personal computers started in Japan. Accordingly, as it has become possible to estimate recycling costs by using the Company's volume of shipment and collection rate, and a collection rate in the domestic market reported by a third-party organization, the amount of allowance for recycle of personal computers was changed in the fiscal year. The amended amount of 1,171 million yen in the past years is recorded in non-operating income.

(6) Revenue recognition

The percentage-of-completion method is applied for construction contracts with a high level of certainty of expected cash flow for the part completed by the end of the period (cost comparison method is used for estimating the progress rate of construction work).

Notes to Non-Consolidated Financial Statements (3)

(7) Hedge accounting

Method

In principal, the Company applies the deferral hedge accounting method. In addition, when the forward exchange contracts meet the conditions for hedged items, the Company does not account for gains and losses on those forward exchange contracts on a fair value basis, but converts hedged items using the rates of those forward exchange contracts at the closing day.

Moreover, when interest swap agreements meet the conditions for hedged items, the Company does not account for gains and losses on those interest swap agreements on a fair value basis, but recognizes swap interest on an accrual basis.

Measures and objects

Measures	Forward exchange contracts, currency swap agreements, currency options and interest rate swap agreements, etc.
Objects	Monetary assets and liabilities denominated in foreign currency, commitments on future transactions denominated in foreign currency and borrowings, etc.

Policy

To reduce foreign currency risk and interest risk and to improve net interest expense, the Company employs derivative instruments within actual demand of the Company.

Evaluation of effectiveness

The Company compares the total amount of market change or change of cash flow of objects and the total amount of market change or change of cash flow of measures. Effectiveness of hedge is evaluated based on change of both. However, when interest rate swap agreements are recognized by the exceptional method described above, evaluation of effectiveness is skipped.

(8) Accounting of consumption tax

It is recorded without tax.

(9) Consolidated taxation system

The Company adopted the consolidated taxation system.

(10) Presentation of amount

Amounts under million are rounded down.

(11) Changes of Accounting Treatment

1) Effective from the fiscal year, the Company has adopted the Accounting Standard for Asset Retirement Obligations (ASBJ Statement No. 18 released on March 31, 2008) and the Guidance on Accounting Standard for Asset Retirement Obligations (ASBJ Guidance No. 21 released on March 31, 2008). The impacts of the adoption of the accounting standard and the guidance on the Company’s financial statements are immaterial.

2) Effective from the fiscal year, the Company has adopted the Accounting Standard for Business Combinations (ASBJ Statement No. 21 issued on December 26, 2008), the Accounting Standard for Business Divestitures (ASBJ Statement No. 7 issued on December 26, 2008), and the Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures (ASBJ Guidance No. 10 issued on December 26, 2008).

Notes to Non-Consolidated Financial Statements (4)

2. Notes to Balance Sheet

(1) Collateral assets and liabilities secured by collaterals:

Collateral assets:

Long-term loans	27 million yen
Security investments in affiliates	18 million yen

The above assets are collaterals pledged on loans of 951 million yen for affiliates.

(2) Accumulated depreciation for tangible fixed assets: 1,552,236 million yen

(3) Liabilities on guarantees and their kinds

The Company guarantees bonds and borrowings from financial institution, etc. as follows:

(Millions of yen)

Warrantee	Balance of liabilities on guarantees and their kinds
Westinghouse Electric Company, LLC	377,629
WesDyne International LLC	42,448
Flash Alliance Ltd.	32,348
Others	79,566
Total	531,993

(4) Important disputes

In January 2007, the European Commission adopted a decision that imposed fines on 19 companies, including the Company, for infringing EU Competition Law in the gas insulated switchgear market. The decision imposed a fine of €86.25 million on the Company, plus a fine of €4.65 million jointly and severally with Mitsubishi Electric Corporation. Following its own investigation, the Company contends that it has not found any infringement of EU Competition Law, and it has brought an action to the European Court of First Instance seeking annulment of the European Commission's decision.

(5) Monetary receivable and liabilities to subsidiaries and affiliates

Current monetary receivables	(Millions of yen)	900,984
Non-current monetary receivables	(Millions of yen)	118,511
Current monetary liabilities	(Millions of yen)	1,017,226

3. Notes to Statement of Income

Sales to subsidiaries and affiliates	(Millions of yen)	2,585,139
Purchases from subsidiaries and affiliates	(Millions of yen)	2,596,541
Non-operating transactions amounts with subsidiaries and affiliates	(Millions of yen)	151,507

Notes to Non-Consolidated Financial Statements (5)

4. Notes to Statement of Changes in Net Assets

(1) The class and number of issued shares as of the end of March 31, 2011

Common stock 4,237,602,026 shares

(2) The class and number of treasury stock as of the end of March 31, 2011

Common stock 2,519,870 shares

(3) Resolution of dividends

Resolution	Total amount of dividend	Dividend per share	Record date	Effective date
Board of Directors Meeting held on Nov. 9, 2010	8,470 million yen	2.00 yen	Sep. 30, 2010	Dec. 3, 2010
Board of Directors Meeting held on May 9, 2011 (scheduled)	12,705 million yen	3.00 yen	Mar. 31, 2011	Jun. 1, 2011

(4) The class and number of the shares subject to the stock acquisition rights (excluding those of which the first day of the right exercise period has not been reached) as of the end of March 31, 2011

Common stock 175,295,212 shares

5. Notes to Deferred Income Tax Accounting

The main cause of accrual of the deferred tax assets is non-recognition of the allowance for retirement benefits, net-loss carried forward, etc. while main cause of deferred tax liabilities is other comprehensive income on securities and reserves pursuant to the Special Taxation Measures Law, etc.

6. Notes to Transaction with Related Parties

Subsidiaries and affiliated companies

(Millions of yen)

Distinction of subsidiary/ affiliate	Company	Holding ratio of voting rights[*1]	Relationship	Transaction	Amount	Accounts	Ending Balance
Subsidiary	Toshiba America Information Systems, Inc.	100%	Sales of products	Sales of products[*3]	373,552	Accounts receivables	51,699
Subsidiary	Toshiba Capital (Asia) Ltd.	100%	Sales of products	Sales of products[*3]	505,307	Accounts receivables	46,966
Subsidiary	Toshiba Consumer Marketing Co., Ltd.	100%	Sales of products	Sales of products[*3]	362,392	Accounts receivables	17,929
Subsidiary	Toshiba Mobile Display Co., Ltd.	100%	Lending of cash	Lending of cash[*4]	–	Other current assets	135,300
				Receipt of interests[*4]	1,028	Other current assets	0
Subsidiary	Mobile Broadcasting Corporation	90.3%	Lending of cash	Lending of cash[*4]	–	Other current assets	62,650
				Receipt of interests[*4]	442	Other current assets	0
Subsidiary	Taiwan Toshiba International Procurement Corporation	100%	Procurement	Procurement[*5]	1,355,340	Accounts payable	274,007
Subsidiary	Toshiba Plant Systems & Services Corporation	61.6%	Procurement	Procurement[*5]	85,616	Accounts payable	46,207
Subsidiary	Toshiba International Finance (UK) Plc.	100%	Borrowing of cash	Borrowing of cash[*4]	–	Short-term loans	123,700
				Payment of interests[*4]	117	Accrued expenses	0
Subsidiary	Toshiba TEC Co., Ltd.	53.0%	Deposit of cash	Deposit of cash[*6]	–	Deposits received	65,102
				Payment of interests[*6]	104	Accrued expenses	0
Subsidiary	Westinghouse Electric Company LLC	100%[*2]	Guarantees	Guarantees	377,629	–	–
Subsidiary	WesDyne International LLC	100%[*2]	Guarantees	Guarantees	42,448	–	–

Notes to Non-Consolidated Financial Statements (7)

Affiliate	Flash Alliance Ltd.	50.1%	Lending of cash	Lending of cash*4	–	Long-term loans	70,600
				Receipt of interests*4	383	Other current assets	0
Affiliate	Flash Partners Ltd.	50.1%	Lending of cash	Lending of cash*4	–	Long-term loans	40,000
				Receipt of interests*4	362	Other current assets	0
Affiliate	Toshiba Finance Corporation	35.0%	Paying agent of debt	Paying agent of debt	321,364	Accounts payable	78,590

*1. Voting rights includes voting rights held through subsidiaries of the Company.

*2. Toshiba Nuclear Energy Holdings (US) Inc., 67% of whose voting rights are held by subsidiaries of the Company, holds all of the voting rights of Westinghouse Electric Company LLC and WesDyne International LLC.

*3. Conditions of sales of products are determined under the same condition of arms-length transaction, considering market price.

*4. Conditions of lending and/or borrowing of cash are determined under the same condition of arms-length transaction, considering market interest rate.

*5. Conditions of procurement are determined under the same condition of arms-length transaction, considering market price.

*6. Funds are lent and borrowed through cash pooling among domestic group companies.
Interest of lending and/or borrowing is determined under the same condition of arms-length transaction, considering market interest rate.

7. Notes to information per share

(1) Net assets per share 220.84 yen

(2) Net income per share 24.88 yen

8. Notes to business combinations and divestitures

(Transactions between entities under common control)

The Company merged with its wholly-owned consolidated subsidiary, Toshiba Capital Corporation on October 1, 2010.

1. Summary of the merger

1) Name of dissolved company and its principal business

Toshiba Capital Corporation

Raising and managing funds for the Group

2) Date of the merger

October 1, 2010

3) Legal method of the merger

Toshiba, as the surviving company, absorbed Toshiba Capital, which was dissolved upon the merger.

4) Name of a company after the merger

Toshiba Corporation

Notes to Non-Consolidated Financial Statements (8)

5) Summary of the transaction including a purpose of the merger

This merger is intended to promote integration of a cash management service for the Group and to enhance operational efficiency.

2. Summary of applied accounting procedures

In the merger, the Company has applied accounting procedures for transactions among entities under common control in accordance with the Accounting Standard for Business Combinations (ASBJ Statement No. 21 issued on December 26, 2008) and the Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures (ASBJ Guidance No. 10 issued on December 26, 2008).

(Business divestitures)

On July 29, 2010, Fujitsu Limited and Toshiba Corporation concluded a definitive contract on the merger of their mobile phone businesses on which they signed a Memorandum of Understanding (MOU) on June 17, 2010. The Company transferred its mobile phone business to Fujitsu Toshiba Mobile Communications Limited (hereinafter referred to as the New Company) on October 1, 2010.

1. Summary of the business divestitures

1) Name of the company to which the business is transferred

Fujitsu Toshiba Mobile Communications Limited

2) Contents of business divested

Design, development, and sales of mobile phones, etc.

3) Reasons for the business divestiture

As competition in the mobile phone market intensifies both in Japan and across the globe, the Company divested the business in order to enhance development ability and make the business more efficient by combining expertise and technologies which have been cultivated by the both companies.

4) Date of the business divestiture

October 1, 2010

5) Summary of the business divestiture including legal method

The Company transferred its mobile phone business to the New Company established by the Company, and sold 80.1% of the New Company's shares to Fujitsu Limited.

2. Summary of applied accounting procedures

In the business divestiture, the Company has applied accounting procedures in the case that the Company receives cash as a consideration in accordance with the Accounting Standard for Business Divestitures (ASBJ Statement No. 7 issued on December 26, 2008) and the Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures (ASBJ Guidance No. 10 issued on December 26, 2008).　Any losses and gains on the business divestiture were not incurred.

Notes to Non-Consolidated Financial Statements (9)

3. Book values of assets and liabilities related to the transferred business and their breakdown

Current assets	4,341 million yen
Fixed assets	660 million yen
Total assets	5,001 million yen
Current liabilities	3,869 million yen
Long-term liabilities	2 million yen
Total liabilities	3,871 million yen

4. Estimated amount of gain or loss related to the transferred business recorded on the statement of income for the fiscal year

Net sales	43,474 million yen
Operating loss	(6,318) million yen

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Report of Independent Auditors (Consolidated Financial Statements)

To: Mr. Norio Sasaki
Representative Executive Officer
President and Chief Executive Officer
Toshiba Corporation

May 5, 2011

Ernst & Young ShinNihon LLC

Michio Ishizuka
Certified Public Accountant
Designated and Engagement Partner

Jun Uemura
Certified Public Accountant
Designated and Engagement Partner

Tatsuhiro Ishikawa
Certified Public Accountant
Designated and Engagement Partner

Masato Tanibuchi
Certified Public Accountant
Designated and Engagement Partner

Pursuant to Article 444, Section 4 of the Companies Act, we have audited the consolidated balance sheet, the consolidated statement of income, the consolidated statement of equity, and the notes to the Consolidated Financial Statements of Toshiba Corporation (the "Company") applicable to the fiscal year from April 1, 2010 through March 31, 2011. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the Toshiba Group, which consisted of the Company and consolidated subsidiaries, applicable to the fiscal year ended March 31, 2011 in conformity with U.S. generally accepted accounting principles (Please refer to Note 1. 1) pursuant to Article 3, Paragraph 1 of the Supplementary Provision to the Corporate Calculation Rules (Ministry of Justice Ordinance No. 46 of 2009.)

We have no interest in the Company which should be disclosed in compliance with the Certified Public Accountants Act.

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AUDIT REPORT (Consolidated Financial Statements)

We, the audit committee of the Company, have audited the consolidated financial statements (the consolidated balance sheet, the consolidated statement of income, the consolidated statement of shareholders' equity and the notes) during the 172nd fiscal period, from April 1, 2010 to March 31, 2011.
We report the method and the results as follows:

1. Method and contents of audit

Pursuant to the audit policy, assigned duties and other rules that the audit committee decided, we have received reports on consolidated financial statements from executive officers and other personnel and requested them explanation. In addition, we have overseen and inspected whether the accounting auditor keeps their independency and conducts appropriate audit. We have received reports on execution of its duties from the accounting auditor and requested it explanation. Also, we have received notice from the accounting auditor that it maintains systems to ensure appropriateness of execution of duties (items described in each item of Article 131 of the Regulations for Corporate Accounting) in accordance with "Quality Control Standards for Audits"(October 28, 2005, Business Accounting Council), and requested it explanation.

Based on the method above, we have examined consolidated financial statements for the 172nd fiscal period.

2. Results of audit

The method and results of the audit by Ernst & Young ShinNihon LLC, audit firm, the accounting auditor, are appropriate.

May 6, 2011

Audit Committee
Toshiba Corporation

Shigeo Koguchi
(full time)

Hiroshi Horioka
(full time)

Kiichiro Furusawa

Hiroshi Hirabayashi

Takeo Kosugi

Note: Messrs. Kiichiro Furusawa, Hiroshi Hirabayashi and Takeo Kosugi are outside directors prescribed by Article 2, Item 15 and Article 400, Paragraph 3 of Companies Act.

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Report of Independent Auditors

To: Mr. Norio Sasaki
Representative Executive Officer
President and Chief Executive Officer
Toshiba Corporation

May 5, 2011

Ernst & Young ShinNihon LLC

Michio Ishizuka
Certified Public Accountant
Designated and Engagement Partner

Jun Uemura
Certified Public Accountant
Designated and Engagement Partner

Tatsuhiro Ishikawa
Certified Public Accountant
Designated and Engagement Partner

Masato Tanibuchi
Certified Public Accountant
Designated and Engagement Partner

Pursuant to Article 436, Section 2, Paragraph1 of the Companies Act, we have audited the balance sheet, the statement of income, the statement of changes in net assets, the notes to the financial statements and the related supplementary schedules of Toshiba Corporation (the "Company") applicable to the 172nd fiscal year from April 1, 2010 through March 31, 2011. These financial statements and the related supplementary schedules are the responsibility of the Company’s management. Our responsibility is to express an opinion on these financial statements and the related supplementary schedules based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the related supplementary schedules are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and the related supplementary schedules. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements and the related supplementary schedules. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements and the related supplementary schedules referred to above present fairly, in all material respects, the financial position and results of operations of Toshiba Corporation applicable to the 172nd fiscal year ended March 31, 2011 in conformity with accounting principles generally accepted in Japan.

We have no interest in the Company which should be disclosed in compliance with the Certified Public Accountants Act.

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AUDIT REPORT

We, the audit committee of Toshiba Corporation, have audited directors' and executive officers' execution of their duties during the 172nd fiscal period, from April 1, 2010, to March 31, 2011. We report the method and the results as follows:

1. Method and contents of audit

We, the Audit Committee, have overseen and inspected current status of internal control system (Board resolution with respect to items prescribed in Article 416 Paragraph 1 item 1 b) and e) of Companies Act). Also, Pursuant to the audit policy, assigned duties and other rules that the audit committee decided, and in cooperation with the internal audit division and other divisions responsible for internal control, we have attended the important meetings; received reports on execution of duties of directors, executive officers and others from them and inquired about them, inspected important documents of management's decision making and others; and investigated the status of the business operations and assets at the head office and other main places of business.

We have received reports on "Internal control over financial reporting", such as current status of consulting and evaluation about internal control, from Corporate Executive and Ernst & Young ShinNihon LLC, and requested it explanation.

Also, we have examined "Basic Policy on Control of the Company and Takeover Defense Measure" described in Business Report (basic policy prescribed in Article 118 Item 3 a) of the Companies Act Enforcement Regulations and undertakings prescribed in Article 118 Item 3 b) of the Companies Act Enforcement Regulations) based on discussion in the Board and other meetings. We tried to enhance close communication with directors, auditors and other personnel of subsidiaries, and received reports of business from subsidiaries.

In addition, we have received notice from the accounting auditor that it maintains systems to ensure appropriateness of execution of duties (items described in each item of Article 131 of the Regulations for Corporate Accounting) in accordance with "Quality Control Standards for Audits"(October 28, 2005, Business Accounting Council), and requested it explanation.

Based on the method above, we have examined Business Report, Financial Statements (the balance sheet, the statement of income, statement of changes in net assets and notes) the related supplementary schedules for the 172nd fiscal period.

2. Results of audit

(1) Audit results of Business Report and others

a. The Business Report presents fairly the status of the Company in accordance with the related regulations and the Articles of Incorporation.

b. With respect to the directors' and executive officers' execution of their duties, we are not aware of any unfair conduct or any material breach of the related regulations or the Articles of Incorporation.

c. The contents of the resolution of the board of directors with respect to internal control system, including internal control over financial reporting, are appropriate. We are not aware of any issues to be pointed out with respect to the directors' and executive officers' execution of their duties regarding this internal control system.

d. The contents of basic policy described in "Basic Policy on Control of the Company and Takeover Defense Measure" in Business Report are appropriate. "Undertakings to Contribute to Achieving the Company's Basic Policies" and "Measures to Prevent Persons Considered Inappropriate, in Light of the Company's Basic Policies, from Controlling the Company's Decisions on Financial and Business Policies (Takeover Defense Measure)"(undertakings prescribed in Article 118 item 3 b) of the Companies Act Enforcement Regulations) described in Business Report are based on the Company's basic policies and does not prejudice the corporate value or the common interests of shareholders of the Company, and it also believes that the introduction of the Plan is not for the purpose of maintaining the status held by the management of the Company.

(2) Audit results of financial statements and the related supplementary schedules

The method and results of the audit by Ernst & Young ShinNihon, the audit firm, the accounting auditor, are appropriate.

May 6, 2011

Audit Committee
Toshiba Corporation

Shigeo Koguchi
(full time)

Hiroshi Horioka
(full time)

Kiichiro Furusawa

Hiroshi Hirabayashi

Takeo Kosugi

Note: Messrs. Kiichiro Furusawa, Hiroshi Hirabayashi and Takeo Kosugi are outside directors prescribed by Article 2, Item 15 and Article 400, Paragraph 3 of Companies Act.