

CANON INC  
Form 20-F  
April 05, 2007

**Table of Contents**

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 20-F

- o REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR
- p ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the fiscal year ended December 31, 2006 OR
- o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from \_\_\_\_\_ to \_\_\_\_\_ OR
- o SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Date of event requiring this shell company report \_\_\_\_\_

Commission file number 001-15122

CANON KABUSHIKI KAISHA  
(Name of Registrant in Japanese as specified in its charter)  
CANON INC.  
(Name of Registrant in English as specified in its charter)

**JAPAN**  
(Jurisdiction of incorporation or organization)  
30-2, Shimomaruko 3-chome, Ohta-ku, Tokyo 146-8501, Japan  
(Address of principal executive offices)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

<b>Title of each class</b>	<b>Name of each exchange on which registered</b>
(1) Common Stock (the shares )	New York Stock Exchange*
(2) American Depositary Shares ( ADSs ), each of which represents one share	New York Stock Exchange

Securities registered or to be registered pursuant to Section 12(g) of the Act.  
None  
(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act.  
None  
(Title of Class)

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\* Not for trading, but only for technical purposes in connection with the registration of ADSs.

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

As of December 31, 2006, 1,333,445,830 shares of common stock, including 68,908,753 ADSs, were outstanding.

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934. Yes  No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer  Non-accelerated filer

Indicate by check mark which financial statement item the registrant has elected to follow.

Item 17  Item 18

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

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## TABLE OF CONTENTS

	Page number
<u>CERTAIN DEFINED TERMS, CONVENTIONS AND PRESENTATION OF FINANCIAL INFORMATION</u>	1
<u>FORWARD-LOOKING INFORMATION</u>	1
<u>PART I</u>	
<u>Item 1. Identity of Directors, Senior Management and Advisers</u>	2
<u>Item 2. Offer Statistics and Expected Timetable</u>	2
<u>Item 3. Key Information</u>	2
<u>A. Selected financial data</u>	2
<u>B. Capitalization and indebtedness</u>	3
<u>C. Reasons for the offer and use of proceeds</u>	3
<u>D. Risk factors</u>	3
<u>Item 4. Information on the Company</u>	9
<u>A. History and development of the Company</u>	9
<u>B. Business overview</u>	10
<u>Products</u>	10
<u>Marketing and distribution</u>	13
<u>Service</u>	13
<u>Net sales by product group and geographic area</u>	14
<u>Seasonality</u>	15
<u>Sources of supply</u>	15
<u>Competition</u>	15
<u>Patents and licenses</u>	16
<u>Environmental regulations</u>	17
<u>C. Organizational structure</u>	19
<u>D. Property, plants and equipment</u>	20
<u>Item 5. Operating and Financial Review and Prospects</u>	23
<u>A. Operating results</u>	23
<u>Overview</u>	23
<u>Critical accounting policies and estimates</u>	24
<u>Consolidated result of operations</u>	26
<u>Fiscal 2006 compared with fiscal 2005</u>	26
<u>Fiscal 2005 compared with fiscal 2004</u>	29
<u>Foreign operations and foreign currency transactions</u>	34
<u>Recent developments</u>	34
<u>B. Liquidity and capital resources</u>	34

<u>C. Research and development, patents and licenses</u>	35
<u>D. Trend information</u>	36
<u>Trend information</u>	36
<u>Forward looking statements</u>	37
<u>E. Off-balance sheet arrangements</u>	38
<u>E. Contractual obligations</u>	38
<u>Item 6. Directors, Senior Management and Employees</u>	39
<u>A. Directors and senior management</u>	39
<u>B. Compensation</u>	44
<u>C. Board practices</u>	44
<u>D. Employees</u>	45
<u>E. Share ownership</u>	46
<u>Item 7. Major Shareholders and Related Party Transactions</u>	47
<u>A. Major shareholders</u>	47
<u>B. Related party transactions</u>	47
<u>C. Interests of experts and counsel</u>	47

**Table of Contents**

	Page number
<u>Item 8. Financial Information</u>	48
<u>A. Consolidated financial statements and other financial information</u>	48
<u>Consolidated financial statements</u>	48
<u>Legal proceedings</u>	48
<u>Dividend policy</u>	49
<u>B. Significant changes</u>	49
<u>Item 9. The Offer and Listing</u>	50
<u>A. Offer and listing details</u>	50
<u>Trading in domestic markets</u>	50
<u>Trading in foreign markets</u>	51
<u>B. Plan of distribution</u>	51
<u>C. Markets</u>	51
<u>Item 10. Additional Information</u>	52
<u>A. Share capital</u>	52
<u>B. Memorandum and articles of association</u>	52
<u>C. Material contracts</u>	57
<u>D. Exchange controls</u>	57
<u>E. Taxation</u>	58
<u>F. Dividends and paying agents</u>	60
<u>G. Statement by experts</u>	60
<u>H. Documents on display</u>	60
<u>I. Subsidiary information</u>	60
<u>Item 11. Quantitative and Qualitative Disclosures about Market Risk</u>	60
<u>Market risk exposures</u>	60
<u>Equity price risk</u>	60
<u>Foreign currency exchange rate and interest rate risk</u>	61
<u>Item 12. Description of Securities Other than Equity Securities</u>	62
<u>PART II</u>	
<u>Item 13. Defaults, Dividend Arrearages and Delinquencies</u>	63
<u>Item 14. Material Modifications to the Rights of Security Holders and Use of Proceeds</u>	63
<u>Item 15. Controls and Procedures</u>	63
<u>Item 16A. Audit Committee Financial Expert</u>	64

<u>Item 16B. Code of Ethics</u>	64
<u>Item 16C. Principal Accountant Fees and Services</u>	64
<u>Item 16D. Exemptions from the Listing Standards for Audit Committees</u>	66
<u>Item 16E. Purchases of Equity Securities by the Issuer and Affiliated Purchasers</u>	67

PART III

<u>Item 17. Financial Statements</u>	68
<u>Report of Independent Registered Public Accounting Firm</u>	69
<u>Consolidated Balance Sheets</u>	71
<u>Consolidated Statements of Income</u>	72
<u>Consolidated Statements of Stockholders' Equity</u>	73
<u>Consolidated Statements of Cash Flows</u>	74
<u>Notes to Consolidated Financial Statements</u>	75
<u>Valuation and Qualifying Accounts</u>	120
<u>Item 18. Financial Statements</u>	121
<u>Item 19. Financial Statements and Exhibits</u>	121
<u>SIGNATURES</u>	122
<u>EXHIBIT INDEX</u>	123

**Table of Contents**

**CERTAIN DEFINED TERMS, CONVENTIONS AND PRESENTATION OF FINANCIAL INFORMATION**

All information contained in this Annual Report is as of December 31, 2006 unless otherwise specified.

References in this discussion to the Company are to Canon Inc. and, unless otherwise indicated, references to the financial condition or operating results of Canon refer to Canon Inc. and its consolidated subsidiaries.

On March 30, 2007, the noon buying rate for yen in New York City as reported by the Federal Reserve Bank of New York was ¥117.56 = U.S.\$1.

The Company's fiscal year end is December 31. In this Annual Report fiscal 2006 refers to the Company's fiscal year ended December 31, 2006, and other fiscal years of the Company are referred to in a corresponding manner.

**FORWARD-LOOKING INFORMATION**

This Annual Report contains forward-looking statements and information relating to Canon that are based on beliefs of its management as well as assumptions made by and information currently available to Canon Inc. When used in this Annual Report, the words anticipate, believe, estimate, expect, intend, may, plan, project and show expressions, as they relate to Canon or its management, are intended to identify forward-looking statements. Such statements reflect the current views and assumptions of the Company with respect to future events and are subject to risks and uncertainties. Many factors could cause the actual results, performance or achievements of Canon to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements, including, among others, changes in general economic and business conditions, changes in currency exchange rates and interest rates, introduction of competing products by other companies, lack of acceptance of new products or services by Canon's targeted customers, inability to meet efficiency and cost reduction objectives, changes in business strategy and various other factors, both referenced and not referenced in this Annual Report. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein as anticipated, believed, estimated, expected, intended, planned or projected. Canon Inc. does not intend or assume any obligation to update these forward-looking statements.



**Table of Contents****PART I****Item 1. Identity of Directors, Senior Management and Advisers**

Not applicable.

**Item 2. Offer Statistics and Expected Timetable**

Not applicable.

**Item 3. Key Information****A. Selected financial data**

The following selected consolidated financial data has been derived from the consolidated financial statements of Canon as of each of the dates and for each of the periods indicated below. This information should be read in conjunction with and qualified in its entirety by reference to the Consolidated Financial Statements of Canon Inc. and subsidiaries, including the notes thereto, included in this Annual Report. These financial statements have been audited by Ernst & Young ShinNihon, Independent Registered Public Accounting Firm as of and for the years ended December 31, 2006, 2005 and 2004. The financial statements for periods prior to the year ended December 31, 2004 were audited by KPMG AZSA & Co., Independent Registered Public Accounting Firm.

<b>Selected financial data *1:</b>	<b>2006</b>	<b>2005</b>	<b>2004</b>	<b>2003</b>	<b>2002</b>
	<b>(Millions of yen except average number of shares and per share data)</b>				
Net sales	¥4,156,759	¥3,754,191	¥3,467,853	¥3,198,072	¥2,940,128
Operating profit	707,033	583,043	543,793	454,424	346,359
Net income	455,325	384,096	343,344	275,730	190,737
Advertising expenses .	116,809	106,250	111,770	100,278	71,725
Research and development expenses	308,307	286,476	275,300	259,140	233,669
Depreciation of property, plant and equipment	235,804	205,727	174,397	168,636	158,469
Capital expenditures	379,657	383,784	318,730	210,038	198,702
Long-term debt, excluding current installments	15,789	27,082	28,651	59,260	81,349
Common stock	174,603	174,438	173,864	168,892	167,242
Stockholders equity	2,986,606	2,604,682	2,209,896	1,865,545	1,591,950
Total assets	4,521,915	4,043,553	3,587,021	3,182,148	2,942,706
Average number of common shares in thousands *3	1,331,542	1,330,761	1,328,048	1,317,974	1,315,074
Per share data *3:					
Net income:					
Basic	¥ 341.95	¥ 288.63	¥ 258.53	¥ 209.21	¥ 145.04
Diluted	341.84	288.36	257.85	207.17	143.20
Cash dividends declared	83.33	66.67	43.33	33.33	20.00
Cash dividends declared (U.S.\$)*2	\$ 0.709	\$ 0.580	\$ 0.401	\$ 0.309	\$ 0.169

## Notes:

1. The above financial data are prepared in accordance with U.S. generally accepted accounting principles.
2. Annual cash dividends declared (U.S.\$) are translated from yen based on a weighted average of the noon buying rates for yen in New York city as reported by the Federal Reserve Bank of New York in effect on the date of each semiannual dividend payment.
3. The Company has made a three-for-two stock split on July 1, 2006. The average number of common shares and the per share data have been adjusted to reflect the stock split.



**Table of Contents**

The following table provides the noon buying rates for Japanese yen in New York City as reported by the Federal Reserve Bank of New York expressed in Japanese yen per U.S.\$1 during the periods indicated and the high and low noon buying rates for Japanese yen per U.S.\$1 during the months indicated.

<b>Yen exchange rates per U.S. dollar:</b>	<b>Average</b>	<b>Term end</b>	<b>High</b>	<b>Low</b>
2002	124.81	118.75	115.71	134.77
2003	115.83	107.13	106.93	121.42
2004	107.63	102.68	102.56	114.30
2005 -	110.74	117.88	120.93	102.26
2006 - Year	115.99	119.02	119.81	110.07
- 1(st) half		114.51	119.07	110.07
- July		114.44	117.44	113.97
- August		117.35	117.35	114.21
- September		117.99	118.02	116.04
- October		116.82	119.81	116.82
- November		115.55	118.40	115.55
- December		119.02	119.02	114.98
2007 - January		121.02	121.81	118.49
- February		118.33	121.77	118.33
- March		117.56	118.15	116.01

**B. Capitalization and indebtedness**

Not applicable.

**C. Reasons for the offer and use of proceeds**

Not applicable.

**D. Risk Factors**

Canon is one of the world's leading manufacturers of plain paper copying machines, digital multifunction devices, laser beam printers, bubble jet printers, cameras, steppers and aligners.

Primarily because of the nature of the business areas and geographical areas in which Canon operates and the highly competitive nature of the industries to which it belongs, Canon is exposed to a variety of risks and uncertainties in carrying out its businesses, including, but not limited to, the following:

**Risks Related to Canon's Industries**

***Canon has invested and will continue to invest heavily in next-generation technologies. If the market for these technologies does not develop as Canon expects or if its competitors produce these or competing technologies in a more timely or effective manner, Canon's operating results could be materially adversely affected.***

Canon has made and will continue to make investments in next-generation technology research and development initiatives. Canon's competitors may achieve research and development breakthroughs in these technologies more quickly than Canon, or may achieve advances in competing technologies that render products under development by Canon uncompetitive. In step with the continuous evolution in technologies, Canon has increased the size of its investment in development and manufacturing. If Canon's business strategies diverge from market needs, Canon may not recover some or all of its investment, lose business opportunities, or both, which may materially adversely affect Canon's operating results. While differentiation in technology and product development is an important part of Canon's strategy, Canon must also accurately assess the demand for and perceived market acceptance of new technologies and products that it develops. If Canon pursues technologies or develops products that do not become commercially accepted, its operating results could be adversely affected.

It is assumed that Canon as a matter of corporate strategy seeks to enter into new business fields by developing next-generation technologies. If Canon enters new business field, Canon may not be able to establish a successful business model, or may face severe competition with new competitors. If such risks arise, Canon's operating results may be adversely affected.

***If Canon does not effectively manage transitions in its products and services, its operating results may decline.***

Many of the businesses in which Canon competes are characterized by rapid technological advances in hardware performance, software functionality and product features, the frequent introduction of new products, short product life cycles, and continual improvement in product price characteristics relative to product performance. If Canon does not make an effective transition from existing products and services to new offerings, its revenue and profits may decline. Among the risks associated with the introduction of new products and services are delays in development or manufacturing, low product marketability due to poor product quality, variations in manufacturing costs, delays in customer purchases in anticipation of new introductions, difficulty in predicting customer demand for new product offerings and difficulty in effective management of inventory levels in line with anticipated demand. Canon's revenue and gross margin also may suffer due to the timing of product or service introductions by its competitors. This risk is exacerbated when a product has a short life cycle or a competitor introduces a new product just before Canon's introduction of a similar product. Furthermore, sales of Canon's new products and services may replace sales of, or result in discounting of, some of its current product offerings, sometimes offsetting the benefits derived from the introduction of a successful new product or service. Canon must also ensure that its new products are not duplicative and do not overlap with existing products and operations. Given the competitive nature of Canon's businesses, if any of these risks materialize, future demand for its products and services will be reduced and its results of operations may decline.

**Table of Contents*****Canon's digital camera business operates in a highly competitive environment.***

The recent accelerated trend towards digitalization has resulted in the entry of new competitors, such as electronics manufacturers and other specialized companies which were not active during the analog camera era. If this industry develops more rapidly than initially anticipated by Canon, it may not be able to maintain its position as an industry leader in many of its business categories. Canon's success in this increasingly competitive environment will depend on its investments in research and development, ability to cut costs and commitment to continuously providing the market with attractive products offering high added-value.

***Because the semiconductor industry is highly cyclical, Canon may be adversely affected by any downturn in the industry.***

The semiconductor industry is characterized by up and down business cycles, the timing, length and volatility of which are difficult to predict. Recurring periods of oversupply of integrated circuits have at times led to significantly reduced demand for capital equipment, including the steppers and aligners Canon produces. Despite this cyclicity, Canon must maintain significant levels of research and development expenditure in order to maintain its competitiveness. Canon's business and operating results could be materially adversely affected by future downturns in the semiconductor industry and related fluctuations in the demand for capital equipment in general, and particularly by memory manufacturers.

In addition, liquid crystal display ( LCD ) panel manufacturers are facing severe price reductions of LCD panels as a result of intense competition among makers of LCD televisions and LCD monitors used in personal computers ( PC )s. As a result, panel manufacturers may reduce equipment investment, which may adversely affect Canon's business operations.

***Downturns in the semiconductor industry have caused Canon's customers to change their operating strategies, which in turn may affect Canon's business.***

Many device manufacturers have changed their business models to focus on the design of semiconductors, while consigning the production of semiconductors to lower-cost foundries. Canon cannot accurately predict the future effect of these trends on its business. However, as research and development, manufacturing and sales activities become increasingly globalized in response to these trends, shifting particularly to emerging markets, unexpected global developments, such as adverse regulatory or legal changes, and unanticipated events, such as natural disasters, may adversely affect Canon's business operations.

In addition, there are only approximately ten companies in the world which produce large-sized LCD panels. If Canon is insufficiently responsive to market trends in the LCD panel industry base, including market reorganization, Canon may not be able to maintain its customer base which may materially adversely affect Canon's business operations.

***The semiconductor equipment industry is characterized by rapid technological change. If Canon does not constantly develop new products to keep pace with technological change and meet its customer requirements, Canon may lose customers and its business may suffer.***

Canon's steppers and mask aligners are affected by rapid technological change and can quickly become obsolete. Canon believes its future success in the stepper and aligner business depends on its ability to continue to enhance its existing products and develop new products using new and more advanced technologies. In particular, as semiconductor pattern sizes continue to decrease, the demand for more technologically advanced steppers is likely to increase. Although Canon will continue to offer cost effective products by managing manufacturing costs through its technology, Canon's existing stepper and mask aligner products could become obsolete sooner than anticipated because of faster than anticipated changes in one or more of the technologies related to Canon's products or in the market demand for products based on a particular technology. Any failure by Canon to develop the advanced technologies required by its customers at progressively lower costs and to supply sufficient quantities to a worldwide customer base could adversely affect Canon's net sales and profitability.

***Growing popularity of High Definition (HD) and increased diversification of recording media may adversely affect Canon's video camcorder business.***

The video camcorder market is now almost entirely based on digital formats and the increase in High-Definition television broadcasts has led to a gradual shift from the SD (Standard Definition) format to the HD (High Definition)

format. At the same time many products using new types of media such as MiniDV tapes, DVD (Digital Versatile Drive), HDD (Hard Disk Drive) and SD (Secure Digital) cards, have appeared at a rate that outpaces the proliferation of HD. Failure by Canon accurately to forecast demand in these increasingly diversified markets could have an adverse affect on Canon's operating results.

If the market demands shift to new product using a new type of recording media unexpected by Canon, Canon may be required to increase the size of its investments in research and development. It could have an adverse affect on Canon's business and operating results.

Risks Related to Canon's Business

***Canon derives a significant percentage of its revenues from Hewlett-Packard.***

Canon depends on Hewlett-Packard for a significant part of its business. For fiscal 2006, approximately 22% of Canon's net sales were to Hewlett-Packard. As a result, Canon's business and results of operations may be affected by the policies, business and results of operations of Hewlett-Packard. Any decision by Hewlett-Packard management to limit or reduce the scope of its relationship with Canon would adversely affect Canon's business and results of operations.

***Canon depends on a limited number of suppliers for certain key components.***

Canon relies on a limited number of outside vendors which meet Canon's strict criteria for quality, efficiency and environmental friendliness for certain critical components used in its products. In some cases, Canon may be forced to discontinue its production of some or all of its products if certain vendors that supply key components across Canon's product lines experience unforeseen difficulties, or if such parts experience quality problems or are in short supply. Canon's reliance on a limited number of suppliers involves several risks, including a potential inability to obtain an adequate supply of required components, the risk of untimely delivery of these subassemblies and components and the risk for a substantial increase in price of these components to occur. If such problems arise, Canon's operating results will be adversely affected.

**Table of Contents**

***Although competition is increasing in the market for sales of supplies and services following initial product placement, Canon maintains a high market share in sales of such supplies. As a result, Canon may be subject to antitrust-related suits, investigations or proceedings which may adversely affect its operating results or reputation.***

A portion of Canon's net sales consists of sales of supplies and the provision of services occurring after the initial equipment placement. As these supplies and services have become more commoditized, the number of competitors in these markets has increased. Canon's success in maintaining these post-placement sales will depend on its ability to compete successfully with these competitors, some of which may offer lower-priced products or services. Despite the increase in competitors, however, Canon currently maintains high market shares in the market for supplies. Accordingly, Canon may be subject to suits, investigations or proceedings under relevant antitrust laws and regulations. Any such suits, investigations or proceedings may lead to substantial costs and have an adverse effect on Canon's operating results or reputation.

***Increases in counterfeit Canon products may adversely affect Canon's brand image and its operating results.***

In recent years, Canon has experienced a worldwide increase in the emergence of counterfeit Canon products. Such counterfeit products may diminish Canon's brand image, particularly if purchasers of such products are unaware of their counterfeit status and attribute the counterfeit products' poor product quality to Canon. Canon has been taking measures to halt the spread of counterfeit products. However, there can be no assurance that such measures will be successful, and the continued production and sale of such products could adversely affect Canon's brand image as well as its operating results.

***Per unit production costs are highest when a new product is introduced, and if such new products are not successful or if Canon fails to achieve cost reductions over time, Canon's gross profits may be adversely affected.***

The unit cost of Canon's products has historically been highest when they are newly introduced into production. New products have at times had a negative impact on its gross profit, operating results and cash flow. Cost reductions and enhancements typically come over time through:

- engineering improvements;
- economies of scale;
- improvements in manufacturing processes;
- improved serviceability of products; and
- reduced inventories of parts and products

Initial shipments of Canon's new products adversely affect its profit or cash flow, and if sales of such new products are not successful, Canon may be unable therefore to improve its gross profit, operating results and cash flow.

***Cyclical patterns in sales of Canon's products make planning and inventory management difficult and future financial results less predictable.***

Canon generally experiences variable seasonal trends in the sale of its consumer-oriented products, which results in sales fluctuations. Canon has little to no control over the various factors that produce these seasonal trends. Accordingly, it is difficult to predict near-term demand which as a result places pressure on Canon's inventory management and logistics systems. If product supply from Canon is substantially greater than actual demand, there will be excess inventory, thereby putting downward pressure on selling prices and reducing Canon's revenue. Alternatively, if demand substantially exceeds the supply of products from Canon, its ability to fulfill orders may be limited, which could adversely affect net sales and increase the risk of unanticipated variations in its results of operation.

***Canon's business is subject to changes in the sales environment.***

Particularly in Europe and the United States, a substantial portion of market share is concentrated in a relatively small number of large distributors. Canon's sales of products to these distributors constitute a significant percentage of Canon's overall sales. As a result, any disruptions in its relationships with these large distributors in specific sales territories could adversely affect Canon's ability to meet its sales targets. Any increase in concentration of Canon's sales to in these large distributors could result in a reduction of Canon's pricing power and adversely affect its profits. In addition, the rapid proliferation of Internet-based businesses may render conventional distribution channels obsolete. These and other changes in Canon's sales environment could adversely affect Canon's results of operations.

***Canon is subject to financial and reputational risks due to product quality and liability issues.***

Although Canon works to minimize risks that may arise from product quality and liability issues, there can be no assurance that Canon will be able to eliminate or mitigate occurrences of these issues and consequent damages. If such factors adversely affect Canon's operating activities, generate expenses such as those for product recalls, service and compensation, or hurt its brand image, its operating results or reputation for quality products may be adversely affected.

***Canon's success depends on the value of its brand name, and if the value of the brand name is diminished, operating results and prospects will be adversely affected.***

Canon's success in its markets depends in part on its brand name and its value. Any negative publicity regarding the quality of our products could have an adverse impact on operations, especially those involving consumer products. There can be no assurance that such adverse publicity will not occur or that such claims will not be made in the future. Furthermore, Canon cannot predict the impact of such adverse publicity on its business and results of operations.



**Table of Contents**

***A substantial portion of Canon's business activity is conducted outside Japan, exposing Canon to the risks of international operations.***

A substantial portion of Canon's business activity is conducted outside Japan, which includes in developing and emerging markets in Asia. There are a number of risks inherent in doing business in those markets, including the following:

- less developed technological infrastructure, which can affect production or other activities or result in lower customer acceptance of Canon's services;
- difficulties in recruiting and retaining personnel;
- potentially adverse tax consequences;
- longer payment cycles;
- unfavorable political or economic factors; and
- unexpected legal or regulatory changes.

Canon's inability to manage successfully the risks inherent in its international activities could adversely affect its business and operating results.

In order to produce Canon's products competitively and to reduce costs, Canon has established new production facilities in China and other countries. Canon has more than ten sales offices which support its sales activity in China. However, with China's entry into the WTO, conditions within China are continuing to change. For example, unexpected events, including political or legal change, labor shortage or strikes, increased personnel costs or changes in economic conditions, may occur. In particular, a large revaluation of the yuan, or a sudden change in the tax system or other regulatory regimes of a significant magnitude could adversely affect Canon's overall performance.

The spread of an epidemic disease, such as the avian flu transmitting to humans, in China or elsewhere in Asia could also have a negative effect on Canon's business. Canon has previously imposed on its personnel travel restrictions to and from certain countries affected by severe acute respiratory syndrome (SARS) and similar medical crises in the future may disrupt manufacturing processes and markets for Canon's products. Given the importance of Canon's Asian sales, production facilities and supply relationships, especially in China, Canon's business may be more exposed to this risk than to the global economy generally.

Canon may unintentionally infringe international trade laws and regulations, and any such infringement may lead to an adverse effect on its business. The extent of the effect on Canon's business will depend upon the nature of the infringement and the severity of fines or other sanctions imposed upon Canon. A major infringement could result in suspension of Canon's trading rights in one or more jurisdictions. In addition to any sanctions prescribed by law, adverse publicity regarding an alleged infringement of trade laws and regulations by Canon may also have a negative effect on the Canon brand and image.

All of the above factors regarding international operations could have an adverse impact on Canon's business results.

***Canon depends on efficient logistics services to distribute its products worldwide.***

Canon depends on efficient logistics services to distribute its products worldwide. Problems with Canon's computerized logistics system, or regional disputes or labor disputes, such as a dockworker's strike, could lead to a disruption of Canon's operations and result not only in increased logistical costs, but also in loss of sales opportunities due to delays in delivery. Also, because demand for Canon's consumer products can fluctuate throughout the year, the failure to adjust bookings of vessels and the preparation of warehouse space to reflect such fluctuations could result in either a loss of sales opportunities or the incurrence of unnecessary costs.

In addition, the increasingly higher levels of precision required of semiconductor production equipment like steppers and mask aligners and the resulting increase in the value of this equipment in recent years have resulted in a concurrent increase in the need for sensitive handling and transportation of these products. Due to their precision nature, even a very trivial shock to these products during the handling and transportation process could disable the entire product. If unforeseen accidents during the handling and transportation process render a significant portion of Canon's higher-end precision products unmarketable, Canon may not be able to fully recover its investment in the research, development and production of these precision products.

Substantially higher crude oil prices have lead to increases in the cost of airfreight in the form of fuel surcharge. Continued or further increases in crude oil prices could adversely affect Canon's results of operations.

Canon is endeavoring to reduce carbon dioxide emissions by implementing such measures as a new transportation system, including an efficient new rail container system. Failure by Canon to meet its targets may have a negative effect on Canon's brand and image and its business.

***Economic trends in Canon's major markets may adversely affect its results of operations.***

Economic downturns and declines in consumption in Canon's major markets, including Japan, the United States and Europe, may affect the levels of both corporate and consumer sales. Demand of Canon's consumer products, such as cameras and printers, is to a very significant degree discretionary. A decline in the level of consumption caused by the weakening of general economic conditions could adversely affect Canon's results of operations.

Canon's operating results are also affected by levels of business activity of its customers, which in turn are affected by levels of economic activity in the industries and markets that they serve. Declines in levels of business activity of Canon's customers caused by the weakening of the global economy could adversely affect Canon's results of operations.

## **Table of Contents**

### **Risks Related to Environmental Issues**

#### ***Canon's business is subject to environmental laws and regulations.***

Canon is subject to certain Japanese and foreign environmental requirements in areas such as energy resource conservation, reduction of hazardous substances, collection and recycling of products, clean air, water protection and waste disposal. A violation of these regulations by Canon could have an adverse effect on Canon's operating results. Canon cannot predict whether any pending or future legislation will be adopted or what effect such legislation would have on it.

In some cases, mainly in the European Union, such as with the Directive on the Restriction of the Use of Certain Hazardous Substances in Electrical and Electronic Equipment or the Directive establishing a framework for the setting of EcoDesign requirements for Energy-using Products, detailed implementation standards have not yet been determined. Canon intends to implement such standards as they are determined and adopted. If Canon's measures do not meet such standards when they are adopted, however, Canon may be required to take further action and incur additional costs to comply with these regulations.

#### ***Environmental clean-up and remediation costs relating to Canon's properties and associated litigation could decrease Canon's net cash flow, adversely affect its results of operations and impair its financial condition.***

Canon is subject to potential liability for the investigation and clean-up of environmental contamination at each of the properties that it owns or operates, at certain properties Canon formerly owned or operated and at off-site locations where Canon arranged for the disposal of hazardous substances. If Canon is held responsible for such costs in any future litigation or proceedings, such costs may not be covered by insurance and may be material.

In addition, Canon may face liability for alleged personal injury or property damage due to exposure to chemicals or other hazardous substances from its facilities. Canon may also face liability for personal injury, property damage or natural resource damage, or for clean-up costs for the alleged migration of contamination or other hazardous substances from its facilities. A significant increase in the number or success of these claims and costs could adversely affect Canon's results of operations.

### **Risks Related to Intellectual Property**

#### ***Canon may be subject to intellectual property litigation and infringement claims, which could cause it to incur significant expenses or prevent it from selling its products.***

Because of the emphasis on product innovation in the markets for Canon's products, many of which are subject to frequent technological innovations, patents and other intellectual property are an important competitive factor. Canon relies primarily on technology it has developed, and Canon seeks to protect such technology through a combination of patents, trademarks and other intellectual property rights.

Canon faces the risks that:

- competitors will be able to develop similar technology independently;
- Canon's pending patent applications may not be issued;
- the steps Canon takes to prevent misappropriation or infringement of its intellectual property may not be successful; and
- intellectual property laws may not adequately protect Canon's intellectual property, particularly in some emerging markets.

In case Canon is not aware of actual or potential infringement of, or adverse claim to, its rights in such technologies, any interference in Canon's rights to use such technologies could adversely affect its operating results.

In addition, Canon may need to litigate in order to enforce its patents, copyrights or other intellectual property rights, to protect its trade secrets, to determine the validity and scope of the proprietary rights of others or to defend against claims of infringement, which can be expensive and time-consuming. In the event any government agency or third party were adjudicated to have a valid claim against Canon, Canon could be required to:

- refrain from selling the affected product in certain markets;
- make royalty payments or pay monetary damages;
- seek to develop non-infringing technologies, which may not be feasible; or
- seek to acquire licenses to the infringed technology, which may not be available on commercially reasonable terms, if at all.

Canon also licenses its patents to third parties in exchange for payment or cross-licensing. The terms and conditions of such licensing or changes in the conditions for renewals of such licenses could affect Canon's business.

Canon's businesses, company image and result of operations could be adversely affected by any of these developments.

***Disputes involving payment of remuneration for employee inventions may materially affect Canon's brand image as well as its business.***

Canon may face disputes involving payment of remuneration given to employee inventions for which the rights have been succeeded by Canon. This risk is particularly relevant in countries such as Japan and Germany, where patent laws require companies to pay remuneration to employees for the succession of the employee's invention to the company. Canon maintains company rules on and an evaluation system for employee inventions. Canon believes it has been making adequate payments to employees for assignment of inventions based on these rules and a fair and objective succession of amounts to be paid. There can be no assurance, however, that disputes will not arise with respect to the amount of payments to employees.

**Table of Contents****Other Risks*****Canon must attract and retain highly qualified professionals.***

Canon's future operating results depend in significant part upon the continued contributions of its employees. In addition, Canon's future operating results depend in part on its ability to attract, train and retain other qualified personnel in development, production, sales and management for Canon's operations. The competition for these human resources in the high-tech industries in which Canon competes has been increasingly intense in recent years. Moreover, due to the accelerating pace of technological change, the importance of training new personnel in a timely manner to meet product research and development requirements will increase. Failure by Canon to recruit and train qualified personnel or the loss of key employees could adversely affect Canon's business and results of operations.

Maintaining a high level of expertise in Canon's manufacturing technology is critical to Canon's business. However, it is difficult to secure the expertise required for a special skills area, such as lens processing, in a short time period. While Canon is currently undertaking a series of planning exercises in order to obtain the expertise needed for each skills area, Canon cannot guarantee that such expertise will be acquired in a timely manner and retained, and failure to do so may adversely affect Canon's business and results of operations.

***Canon's physical facilities, information systems and information security systems are subject to damage as a result of disasters, outages or similar events.***

Canon's headquarters functions, its information systems and its research and development centers are located in or near Tokyo, Japan, where the possibility of disaster or damage from earthquakes is generally higher than in other parts of the world. In addition, Canon's facilities or offices, including those for research and development, material procurement, manufacturing, logistics, sales, and services are located throughout the world and subject to the possibility of disaster or outage or similar disruption as a result of any of a number of events, including natural disasters, computer viruses and terrorist attacks. Although Canon is working to establish appropriate backup structures for its facilities and information systems, there can be no assurance that Canon will be able to completely prevent or mitigate the effect of events or developments such as the aforementioned disasters, leakage of harmful substances, shutdowns of information systems, and leakage, falsification, and disappearances of internal databases. Although Canon has implemented backup plans to permit the production of products at multiple production facilities, such plans do not cover all product models. In addition, such backup arrangements may not be adequate to maintain production quantity levels. Such factors may adversely affect Canon's operating activities, generate expenses relating to physical or personal damage, or hurt Canon's brand image, and its operating results may be adversely affected.

***Canon's operating and financing activities expose Canon to foreign currency exchange and interest rate risks that may adversely affect its revenues and profitability.***

Canon is exposed to the risks of foreign currency exchange rate fluctuations. Canon's consolidated financial statements, which are presented in Japanese yen, are affected by foreign exchange rate fluctuations. These fluctuations can affect the yen value of Canon's equity investments denominated in foreign currencies and monetary assets and liabilities arising from business transactions in foreign currencies. They can also affect the costs and sales proceeds of products that are denominated in foreign currencies. In addition, as a result of translating foreign currency financial statements of Canon's foreign subsidiaries into Japanese yen, its reporting currency, assets and liabilities, and revenues and expenses will fluctuate. Canon is also exposed to the risk of interest rate fluctuations, which may affect the value of Canon's financial assets and liabilities, long-term debt in particular.

***The cooperation and alliances with, and strategic investments in, third parties undertaken by Canon may not produce successful results. Also, unexpected emergence of strong competitors through mergers and acquisitions, may affect Canon's business environment.***

Canon carries out many activities with other companies in the form of alliances, joint ventures, and strategic investments. These activities help Canon's technological development process. However, weak business trends or disappointing performance by partners may adversely affect the success of these activities. In addition, the success of these activities may be adversely affected by the inability of Canon and its partners to successfully define and reach common objectives. An unexpected cancellation of a major business alliance may disrupt Canon's overall business plans and may also result in a delayed return-on-investment.

In addition, the unexpected emergence of strong competitors through mergers and acquisitions or the formation of business alliances may change the competitive environment of the businesses in which Canon engages, thereby affecting Canon's future results of operations.

***Canon may be adversely affected by fluctuations in the stock and bond markets.***

Canon's assets include investments in publicly traded securities. As a result, Canon's operating results and general financial position may be affected by price fluctuations in the stock and bond markets. In addition, if valuations of investment assets decrease due to conditions in, for example, stock or bond markets, additional funding and accruals with respect to Canon's pension and other obligations may be required, and such funding and accruals may adversely affect Canon's operating results and consolidated financial condition.

***Confidential information may be inadvertently disclosed which could lead to damage claims or harm Canon's reputation, and may have an adverse effect upon Canon's business.***

In connection with certain projects, Canon may receive confidential or sensitive information (such as personal information) from its customers relating to these customers or to other parties. In addition, Canon uses computer systems and electronic data in managing information relating to its employees. Although Canon makes every effort to keep this information confidential through procedures designed to prevent accidental release of confidential or sensitive information, such information may be inadvertently disclosed without Canon's knowledge. If this occurs, Canon may be subject to claims for damages from the parties or the employees affected, suffer harm to its reputation or be subject to liabilities and/or penalties under applicable statutes.

Inadvertent disclosure of secret information regarding new technology, would also have a material adverse effect upon Canon's business.

**Table of Contents**

**Item 4. Information on the Company**

**A. History and development of the Company**

Canon Inc. is a joint stock corporation (KABUSHIKI KAISHA) formed under the Corporation Law of Japan. Its principal place of business is at 30-2, Shimomaruko 3-chome, Ohta-ku, Tokyo 146-8501, Japan. The telephone number is +81-3-3758-2111.

The Company was incorporated under the laws of Japan on August 10, 1937 to produce and sell Japan's first focal plane shutter 35mm still camera, which was developed by its predecessor company, Precision Optical Research Laboratories, which was organized in 1933.

In the late 1950s, Canon entered the business machines field utilizing technology obtained through the development of photographic and optical products. With the successful introduction of electronic calculators in 1964, Canon continued to expand its operations to include plain paper copying machines, faxes, laser beam printers, bubble jet printers, computers, video camcorders and digital cameras.

The following are important events in the development of Canon's business in recent years.

In 2001, Canon Vietnam Co., Ltd. was established in Hanoi, Vietnam as a production site for bubble jet printers.

In 2001, Canon Zhongshan Business Machines Co., Ltd. was established in Zhongshan, China as a production site for laser beam printers.

In 2001, Canon (Suzhou) Inc. was established in Suzhou, China as a production site for digital copying machines and digital multifunction devices.

In January 2003, Canon Aptex Inc. and Copyer Co., Ltd., two of Canon Inc.'s manufacturing subsidiaries in Japan, merged to become Canon Finetech Inc. The merger was conducted with the aim of concentrating and further strengthening the core competencies of the two merged companies in office equipment-related technologies.

In April 2003, Fukushima Canon Inc. was established as a wholly-owned subsidiary through the spin-off of Fukushima Plant, with the aim of establishing a high value-added manufacturing company equipped with product-launching capability.

In April 2003, Canon N.T.C.'s marketing operations were spun off and merged with Canon System & Support Inc., and its real estate operations were spun off into Canon Facility Management, Inc. Following the corporate spin-offs, Canon N.T.C.'s operations focuses on development and manufacturing.

In January, 2004, Canon Precision Inc., or Canon Precision, a wholly-owned subsidiary of Canon Inc., merged with Hirosaki Precision, Inc., or Hirosaki Precision, a wholly-owned subsidiary of Canon Precision. Hirosaki Precision was merged into Canon Precision, the surviving company. Canon Precision targets the improved efficiency and specialization of business operations. Since both Canon Precision and Hirosaki Precision were consolidated subsidiaries of Canon Inc., the merger has no impact on Canon's current or future business results.

On October 15, 2004, the Company entered into an agreement with Canon Sales Co., Inc. and Canotec Co., Inc., or Canotec, joint equity shareholders of Niigata Canotec Co., Inc., or Niigata Canotec, to acquire all outstanding shares of Niigata Canotec. Therefore, on January 1, 2005, Niigata Canotec became a wholly-owned subsidiary of the Company and changed its name to Canon Imaging System Technologies Inc. By making Canon Imaging System Technologies, Inc. a wholly-owned subsidiary of the Company, Canon aims to raise the level of its technical capacity and improve development efficiency by enabling closer coordination.

On January 1, 2005, Canotec and FastNet, Inc. merged, and the merged entity changed its name to Canon Network Communications, Inc. The purpose of the merger was to increase management efficiency by consolidating the Canon Group's network and Internet service operations. Canon Network Communications, Inc. aims to strengthen Information Technology Management Services, dealing with all stages from the establishment of comprehensive network systems to their operation and management.

On September 30, 2005, Canon acquired all of the issued and outstanding shares of ANELVA Corporation, which possesses advanced vacuum technology, and made it into a subsidiary. ANELVA Corporation's corporate name was changed to Canon ANELVA Corporation as of October 1, 2005. By making Canon ANELVA Corporation a subsidiary of the Company, Canon aims to promote the in-house production of manufacturing equipment which is indispensable to differentiate Canon products from the competitions in various fields, including Canon's new display business.

On October 19, 2005, Canon acquired the share of NEC Machinery Corporation (listed on the Second Section of the Osaka Securities Exchange Co.,Ltd.), which possesses advanced automation technologies, through tender offer and made it into a subsidiary. NEC Machinery Corporation's corporate name was changed to Canon Machinery Inc. as of December 17, 2005. By making Canon Machinery Inc. a subsidiary of the Company, Canon aims to make further advance in its production reform activities, including the automation of production processes for Canon products.

On December 27, 2006, Canon Electronics Inc. acquired shares of e-System Corporation (listed on the Hercules Section of the Osaka Securities Exchange) through a third party distribution in order to strengthen its group's information-related business and develop it into a core business, and made that company its subsidiary.

In fiscal 2006, 2005 and 2004, Canon's capital expenditures were ¥ 379,657 million, ¥ 383,784 million and ¥ 318,730 million, respectively. In fiscal 2006, capital expenditures were mainly used to expand production capabilities in both domestic and overseas regions, and to bolster Canon's R&D-related infrastructure. In addition, Canon has been continually investing in tools and dies for business machines, in which the amount invested is generally the same each year.



**Table of Contents**

For fiscal 2007, Canon projects its capital expenditures will be approximately ¥ 480,000 million. This amount is expected to be spent for investments in new production plants and new facilities of Canon. Canon anticipates that the funds needed for these capital expenditures will be generated internally through operations.

**B. Business overview**

Canon is one of the world's leading manufacturers of plain paper copying machines, digital multifunction devices, or MFDs, laser beam printers, bubble jet printers, cameras and steppers.

Canon sells its products principally under the Canon brand name and through sales subsidiaries. Each of these subsidiaries is responsible for marketing and distribution to retail dealers in an assigned territory. Approximately 75% of consolidated net sales in fiscal 2006 were generated outside Japan; approximately 31% in the Americas, 31% in Europe and 13% in other areas including Asia.

Canon's strategy is to develop innovative, high value-added products which incorporate advanced technologies.

Canon's research and development activities range from basic research to product-oriented research directed at keeping and increasing the technological leadership of Canon's products in the market.

Canon manufactures the majority of its products in Japan, but in an effort to reduce currency exchange risks and production cost, Canon has increased overseas production and the use of local parts. Canon has manufacturing subsidiaries in countries and regions such as the United States, Germany, France, Taiwan, China, Malaysia, Thailand and Vietnam.

As a concerned member of the world community, Canon emphasizes recycling, and has increased its use of clean energy sources and cleaner manufacturing processes. Canon has also adopted programs to collect and recycle used cartridges and to refurbish used copy machines. In addition, Canon has virtually removed all environmentally unfriendly chemicals from its manufacturing processes.

**Products**

Canon's products are divided into the following three product groups: business machines, cameras, and optical and other products.

*- Business machines -*

The business machines product group is divided into three sub-groups consisting of office imaging products, computer peripherals and business information products.

*Office imaging products*

Canon manufactures, markets and services a wide range of office network digital MFDs, color network digital MFDs, office copying machines, personal-use copying machines.

The office-use market is subject to rapid change, and customer preferences have been shifting from copying machines to digital MFDs, as well as from monochrome to color products. To respond to these trends, Canon has been strengthening its lineup of digital MFDs in the imageRUNNER (iR) series, which have versatile functions, such as copying, printing, scanning, faxing and data-sharing functions on the Internet and intranets. Canon is also marketing diverse expansion modules, software and business solutions to increase customer value. For the development of MFDs, Canon makes effective use of a wide range of technologies from the fields of optics, mechatronics, electrophotography, chemistry and image processing. Canon has developed a high-performance image processing chip called "Third color iR controller" and an expandable and functional platform called "MEAP", multifunctional embedded application platform. This controller provides easy integration with customers' IT environments together with speedy, high-quality image processing. This boosts office productivity, thereby garnering acclaim from business customers.

In 2006, sales of color office imaging products continued solid growth as the office color market continued to expand and sales of monochrome digital devices were stable. Canon has expanded its color office imaging products lineups by introducing the iRC5180/4580 and iRC3380/2880 series worldwide to further increase color MFD sales. Canon has also introduced new monochrome MFD models to strengthen its industry leading monochrome MFD product lineup.

Canon has a powerful line of full-color digital MFDs for users ranging from professional graphic designers to business offices. The trend in the printing industry is gradually moving away from long run printing using expensive machinery to short run printing-on-demand and variable data printing. Canon's high-end MFDs and color digital MFDs can be applied to the print on demand market. Canon aims to respond to the growing demand for digital color

imaging in the commercial print market with products using its renowned V Toner, featuring broad color space and a microscopic wax-based structure, and its oil-less fixing system.

Canon has a leading market share in monochrome MFDs and copying machines including machines for personal use. While the shift to color has been in progress, especially in Japan, the demand for monochrome machines has been stable accompanying with the expansion of their multifunction capabilities and software development.

With the evolution of digital technology and communication, MFDs that enable seamless conversion between paper documents and electronic documents have also evolved from being input-output devices to a sophisticated information systems. To deliver solutions that meet the diversifying needs of customers in various industries and niche, Canon has brought to market a full offering of MEAP-enabled office MFD lines both in monochrome and color as well as software products.

The office imaging products category also includes the related sales of paper and chemicals, service and replacement parts.

## **Table of Contents**

### *Computer peripherals*

Computer peripherals include laser beam printers, inkjet printers and scanners.

Developed and fostered by Canon, laser beam printers are standard output peripherals for offices. Canon's laser beam printers are relatively small in size and have high-quality printing capabilities attributable to Canon's expertise in laser beam printing and plain paper copying technologies. Canon's adoption of a user-replaceable toner cartridge system containing optical components makes its laser beam printers easy to maintain. Most of Canon's laser beam printer sales are on an OEM basis.

As for the monochrome laser beam printer, Canon has started to produce and sell sub-L products that belong to the lower segment of low-end products in Southern China. The unexpected expansion production and selling has caused Canon to expand production in the laser beam printers business.

As the inventor of bubble jet printing technology, Canon believes it continues to provide customers with the best performance the technology has to offer. Canon provides high-performance and high value added models both in single-function printers and multi function printers. In response to intense competition in the inkjet printer segment, Canon launched new lineup of multifunction printers and single function printers from flagship to entry models in 2006. All new model feature a print head called Canon Full-photolithography Inkjet Nozzle Engineering (FINE), which boosts print speed and image quality up to 9600 x 2400 dpi with microscopic droplets as small as one picoliter, and ChromaLife100 system, which provides high quality and long-lasting photo images. In addition to high-quality images, Canon PIXMA branded photo printers offer advanced paper handling, such as dual paper path and two-sided duplex printing and new Easy-Scroll Wheel makes operation much easier. With these advanced printer line-ups, Canon has expanded its sales volume and expects the consumables business will expand accordingly.

Canon markets a wide variety of scanners for a spectrum of user needs, including image scanners in the CanoScan LiDE series using Contact Image Sensor (CIS), and scanners with Charge-Coupled Devices (CCD) for high resolution in the CanoScan series. CIS is a close-contact method that allows a significant reduction in scanner weight and size. Canon has deployed its expertise to develop space-saving, energy-efficient scanners, as well as easy personal computer (PC) connection via universal serial bus interface. Although the scanner market has continued to shrink and shift to multi-function printers, Canon has successfully introduced new scanner models to attain a high market share.

### *Business information products*

Business information products primarily consist of micrographic equipment, personal computers, calculators, document scanners and work stations.

With the movement toward digitalization, the need to scan documents into text data or image data is expanding. Canon's document scanners rapidly and efficiently digitize large volumes of information on paper. Canon offers a wide range of scanner models, including color capable compact sheet-fed types and a flatbed model suitable for book-type documents. Canon also offers a hybrid model that can create microfilm records while digitizing the information. Canon's diverse lineup seeks to meet increased demands for digitizing office documents to share across Internet or intranet platforms or to capture data from forms with optical character recognition.

Canon's calculator operations, from development to production and marketing, are centered in Hong Kong. Canon's tradition of technological innovation has been inherited by its personal information products, from calculators with printers to electronic dictionaries. Canon continues to develop distinct, appealing personal information products that reflect trends and demand.

The work stations and personal computers sold by Canon are manufactured by third parties under the manufacturers' own brand names.

### *- Cameras -*

Canon manufactures and markets digital cameras and film cameras. Canon also manufactures and markets digital video camcorders, lenses, and various camera accessories.

DIGIC III, an improved and upgraded new image processor, features face detection system, and this is the distinguishing feature of Canon's compact digital cameras. DIGIC III and DIGIC II, both of them have enhanced capabilities for high-quality image reproduction, high-speed data processing, and high quality movie image processing.

In addition to aiming for the best possible image quality throughout its product lineup, Canon offers digital compact cameras that are easy to use with highly sophisticated product design. The compact digital camera market continued to grow in 2006. Canon increased sales of compact digital cameras through the introduction of 16 new compact digital camera models in 2006. In 2006, new products, such as the Digital Elph SD800 IS (IXY 900 IS in Japan) and PowerShot A530, were well-received in the market worldwide, and Canon increased its market shares and remained a leader in sales of compact digital cameras.

In the Compact Photo Printer segment Canon has shown significant leadership in this market. Although the majority of the compact photo printer purchasers are considered early adopters, as market growth doubled in 2005, and retailers are now realizing the importance of this new business segment. In 2006, Canon introduced three new compact photo printers, one of which is under the brand-new ES series. Canon has been able to leverage the brand recognition of its cameras to attract new customers for its compact photo printers. In addition, Canon is starting to realize profits from sales of consumables, such as paper and ink cartridges related to compact photo printers.

While the digital SLR market continues its healthy growth, Canon introduced two new digital SLRs in 2006 to keep refreshing its complete lineup. With its unique, and leading digital imaging technology, such as its own Complementary Metal Oxide Semiconductor (CMOS) imaging sensors, Canon has the capability of meeting the requirement of various photographers ranging from professional photographers to the entry-level users.

**Table of Contents**

In response to the strong increase in unit sales of digital cameras, Canon expanded its internet-based customer support service system in order to strengthen customer services.

Although the conventional film camera market continues to decline, Canon intends to maintain its firm commitment to lead the film camera business, while closely monitoring the market trends.

In the camera lens segment, technological developments, including diffractive optical elements, image stabilizers and ultrasonic motors, have helped Canon to maintain a technical lead over other makers. Canon offers over 60 lenses in the EF series. These high-quality, high-performance lenses provide outstanding performance with digital cameras as well as silver-halide cameras, greatly contributing to Canon's sales. The market for interchangeable lenses, which are used for SLR cameras, has grown and aggregate sales of the interchangeable lens have increased every year for the past four years. In 2006, Canon launched a total of four new interchangeable lens models to the market, two of these were launched in the first half of 2006. In response to the increasing demand of the digital SLR, Canon intends to expand its lens sales and market share by introducing interchangeable lenses especially designed for digital SLR cameras, the market of which Canon expects to expand.

Canon also provides a full line-up of digital video camcorders from versatile, compact and stylish models to its flagship models for professionals. In 2006, Canon finally developed an original imaging sensor for full HD video images, a Complementary Metal Oxide Semiconductor (CMOS) sensor. Together with Canon's CMOS sensor, HD lens and digital imaging processor (DIGIC DV II), Canon can offer the best quality HD movie in the market.

The digital camcorder market continues to diversify. In the autumn of 2005 Canon began offering camcorders using DVD and camcorders with HD picture quality in addition to a full line-up of conventional MiniDV products. And in 2006, Canon further strengthened its line-up by introducing a variety of DVD and HDV products. DC40 with 4M pixel CCD brings the movie and still concept into DVD camcorder category. HV10 is Canon's first compact HD camcorder for consumers, equipped with a Canon original HD CMOS sensor, which ensures best quality high definition movie image.

Quality and performance measures such as high resolution, high brightness, and greater detail or sharpness are the key competitive factors in the market for projectors. In addition to Canon's independently developed high-resolution projector SX50 launched at the end of 2004, Canon launched three new models SX6, SX60, and X600 in the first half of 2006. The high image quality and high resolution of these products has been well received by system integrators, and these products are capturing high market shares. Canon intends to introduce more new products, differentiated by higher image quality, resolution, and brightness.

*- Optical and other products -*

Canon's optical and other products includes semiconductor production equipment, medical equipment and electronic components.

Semiconductor production equipment includes steppers and mask aligners. Steppers are used to expose circuits on silicon substrates. Canon has commercialized Krypton Fluoride excimer-laser steppers, Argon Fluoride excimer-laser steppers and i-line steppers. In fiscal 2006, the semiconductor production equipment market expanded, mainly supported by the strong demand from memory manufacturers in Japan, Korea and Taiwan.

To respond to the demand, Canon accelerated its related activities, including improving the quality of its products and shortening the lead time. As a result, Canon expanded its sales volume. In particular, FPA-6000 ES6a / ES5a (KrF scanning stepper) and FPA-5500 iZa (i-line stepper) made a large contribution to its sales.

Mask aligners are used to produce liquid crystal displays, or LCDs. The LCD market recently faced an oversupply of LCD panels, which led to severe price-reduction of LCD panels. As a result, Canon was affected by the reduction of equipment investment by panel manufacturers.

Canon believes that, based on global units, it is the world leader in television broadcasting lenses, which are used to capture images from sports and news events, concerts and studio broadcasts. In fiscal 2006, the market for television broadcasting lenses grew, as a result of a global trend to introduce digital broadcasting equipment. In fiscal 2006, Canon launched a series of cost-effective HD lenses that match both the performance and the costs of the new HD acquisition systems, developed in response to the transitioning to HDTV Newsgathering, HD reality shows, and other lower-budget HD productions. Canon maintained its position as the market leader for television broadcasting lenses.

Medical equipment sold by Canon includes X-ray cameras, retinal cameras, autofractmeters and image-processing equipments for computerized diagnostic systems. Canon's pioneering digital radiography system takes X-ray photography and medical diagnosis into the digital age.

Other products sold by Canon include electronic components, such as magnetic heads for audio and video tape recorders and micro-motors for printers and other components, which are sold primarily to equipment manufacturers.

**Table of Contents**

**Marketing and distribution**

Canon sells its products primarily through subsidiaries with responsibility for specific geographic areas. Each subsidiary is responsible for its own market research and for determining its sales channels, advertising and promotional activities.

In Japan, Canon sells its products primarily through Canon Marketing Japan Co., Inc., mainly to dealers and retail outlets.

In the Americas, Canon sells its products primarily through Canon U.S.A., Inc., Canon Canada, Inc. and Canon Latin America, Inc., mainly to dealers and retail outlets.

In Europe, Canon sells its products primarily through Canon Europa N.V., which sells primarily through subsidiaries or independent distributors to dealers and retail outlets in each locality. In addition, copying machines are sold directly to end-users by Canon (U.K.) Ltd. in the United Kingdom, and by Canon France S.A.S. in France.

In Southeast Asia and Oceania, Canon sells its products through subsidiaries located in those areas. In addition, copying machines are sold directly to end-users by Canon Australia Pty. Ltd. in Australia.

Canon also sells laser beam printers on an OEM basis to Hewlett-Packard Company. Hewlett-Packard Company resells these printers under the HP LaserJet Printers name. During fiscal 2006, such sales constituted approximately 22% of Canon's consolidated net sales, as compared to 21% in the previous fiscal year.

Canon continues to enhance its distribution system by promoting continuing education of its sales personnel and improving inventory management and business planning through the weekly analysis of Canon's sales data.

**Service**

In Japan and overseas, product service is provided in part by independent retail outlets and designated service centers that receive technical training assistance from Canon. Canon also services its products directly.

Most of Canon's business machines carry warranties of varying terms depending upon the model and the country of sale. Cameras and camera accessories carry a one-year warranty based on normal use.

Canon services its copying machines and supplies replacement drums, parts, toner and paper. In Japan, most customers enter into a maintenance service contract under which Canon provides maintenance services, replacement drums and parts in return for a per-copy charge. Copying machines which are not covered by a service contract may be serviced from time to time by Canon or local dealers for a fee.

**Table of Contents****NET SALES BY PRODUCT GROUP**

	Years ended December 31				
	2006	change	2005	change	2004
	(Millions of yen except percentage data)				
Business machines:					
Office imaging products	¥ 1,185,925	2.8%	¥ 1,153,240	2.9%	¥ 1,120,972
Computer peripherals	1,398,408	12.3	1,244,906	8.3	1,149,914
Business information products	106,754	2.4	104,255	-10.9	117,067
	2,691,087	7.5	2,502,401	4.8	2,387,953
Cameras	1,041,865	18.5	879,186	15.2	763,079
Optical and other products	423,807	13.7	372,604	17.6	316,821
Total	¥ 4,156,759	10.7	¥ 3,754,191	8.3	¥ 3,467,853

**NET SALES BY GEOGRAPHIC AREA**

	Years ended December 31				
	2006	change	2005	Change	2004
	(Millions of yen except percentage data)				
Japan					
Unaffiliated customers	¥ 1,037,657	5.9%	¥ 979,748	6.6%	¥ 919,153
Intersegment	2,311,482	13.0	2,046,173	8.7	1,882,973
Total	3,349,139	10.7	3,025,921	8.0	2,802,126
Americas					
Unaffiliated customers	¥ 1,277,867	12.1%	¥ 1,139,784	7.8%	¥ 1,057,066
Intersegment	4,764	-35.8	7,424	-16.2	8,863
Total	1,282,631	11.8	1,147,208	7.6	1,065,929
Europe					
Unaffiliated customers	¥ 1,313,919	11.5%	¥ 1,178,672	8.1%	¥ 1,090,712
Intersegment	3,586	62.6	2,206	-47.0	4,161
Total	1,317,505	11.6	1,180,878	7.9	1,094,873
Others					
Unaffiliated customers	¥ 527,316	15.6%	¥ 455,987	13.7%	¥ 400,922
Intersegment	792,018	22.5	646,530	9.3	591,677
Total	1,319,334	19.7	1,102,517	11.1	992,599
Eliminations					
Unaffiliated customers	¥	%	¥	%	¥
Intersegment	-3,111,850		-2,702,333		-2,487,674
Total	-3,111,850		-2,702,333		-2,487,674
Consolidated					
Unaffiliated customers	¥ 4,156,759	10.7%	¥ 3,754,191	8.3%	¥ 3,467,853
Intersegment					



Total	4,156,759	10.7	3,754,191	8.3	3,467,853
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Note: The segments are defined under Japanese GAAP. In grouping of segment information by product, Japanese GAAP requires that consideration be given to similarities of product types and characteristics, manufacturing methods, sales markets, and other factors that are similar. In grouping of segment information by geographic area, Japanese GAAP requires that consideration be given to geographic proximity, as well as similarities of economic activities, interrelationships of business activities and other similar factors. Segment information by geographic area is determined by the location of the Company or its relevant subsidiary making the sale.

Total operating profit by category is discussed in Item 5A Operating

Results .

14

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**Table of Contents****Seasonality**

Canon's sales for the 4th quarter are usually higher than those in the other three quarters, mainly owing to strong demand for consumer products, such as cameras and bubble jet printers, during the year-end holiday season. In Japan, corporate demand for office products peaks in the 1st quarter, as many Japanese companies close their books in March. Sales also tend to increase at the start of the new school year in each of the respective regions.

**Sources of supply**

Canon purchases materials such as glass, aluminums, plastics, steels, and chemicals for using it for various product parts and in the manufacturing of products. With the development of globalization in production, Canon procures raw materials from all over the world, and selects suppliers based on a number of criteria, including environmental friendliness, quality, cost, supply stability, and financial condition.

Prices of some raw materials fluctuate according to the market. Due to the high price of crude oil and increase in demand toward China, the market place is tight since the beginning of last year. However, Canon believes it will be able to continue to obtain sufficient quantities of raw materials to meet its needs.

Canon also places significant emphasis on in-house development of production tools. Canon also produces many of the tuning and measuring tools needed for the development, maintenance and repair of its production equipment. Key tools such as these are not marketed for sale; they are reserved for use within the Canon Group. Canon's ability to develop its own production tools helps establish quality control and allows for speed and flexibility when retooling is necessary—a crucial advantage in its cell production processes. Cell production is the production system in which the entire production process is undertaken by small groups of employees. In-house tool development may also help cut costs over time and prevent the leakage of Canon's core proprietary technologies.

**Competition**

Canon encounters intense competition in all areas of its business activity throughout the world. Canon's competitors range from some of the world's major multinational corporations to smaller, highly specialized companies. Canon competes in a number of different business areas, whereas many of its competitors are relatively more focused on one or more individual industries. Consequently, Canon may face significant competition from entities that apply greater financial, technological, sales and marketing or other resources than Canon to their activities in a particular market segment.

The principal elements of competition which Canon faces in each of its markets are technology, quality, reliability, performance, price and customer service and support. Canon believes that much of its ability to compete effectively depends on conducting successful research and development activities that enable it to create new or improved products and release them on a timely basis and at commercially attractive prices.

The competitive environments in which each product group operates are described below:

*Business machines*

The markets for office imaging products, computer peripherals and business information products are highly competitive. Canon's primary competitors in these markets are Xerox Corporation/ Fuji Xerox Co., Ltd., Hewlett-Packard Company, Lexmark International Inc., Ricoh Company, Ltd., Konica Minolta Holdings, Inc. and Seiko Epson Corporation. Canon believes that it is one of the leading global manufacturers of copying machines, digital MFDs, laser beam printers, bubble jet printers, image scanners and facsimile machines. In addition to the general elements of competition described above, Canon's ability to compete successfully in these markets also depends significantly on whether it can provide effective, broad-based business solutions to its customers that solve multiple interrelated client needs. In particular, the ability to provide equipment and software that connect effectively to networks (ranging in scope from local area networks to the Internet) is often a key to Canon's competitive strength in these markets. In China, the current market leaders for business machines are Toshiba Tec Corporation, Sharp Corporation and Konica Minolta Holdings, Inc. Canon hopes to join this group by introducing products tailored to the market and by strengthening sales and service channels. Also in regards to the office color market, in addition to Ricoh and Xerox, Konica Minolta has been very aggressive with its color strategy especially in Europe and the US, and competition in this market has become fierce.

Also, as a recent trend, convergence of the copier industry and the printer industry has become apparent. Competition at the low-end segment has turned especially fierce by the impact of printer-based MFDs on copier

market. Canon sees this market convergence as a growth opportunity and has enhanced our printer and printer-based MFP lineups. Canon also ensures to differentiate itself from other competitors by offering comprehensive solutions to customers.

*Cameras*

Competition in the camera industry is intense, with many established market participants offering excellent products with competitive pricing. Canon's primary competitors in digital cameras are Sony Corporation, Fujifilm Imaging Co., Ltd., Olympus Corporation, Nikon Corporation, Casio Computer Co., Ltd., Matsushita Electric Industrial Co., Ltd., Samsung Electronics Co., Ltd. and Eastman Kodak Company.

In the digital SLR market, competition has become tougher in 2006, with more newcomers with aggressive approach into the growing market. Canon is committed to keep leading the digital SLR market, with aggressive investment to develop new models.

Canon's primary competitor in the lens market is Nikon Corporation whose popular class digital SLR cameras are selling well. Another major competitor is Sigma Corporation, which sells products that are compatible with Canon's SLR camera lens.

**Table of Contents**

In the compact digital cameras, the segment industry's trend of declining prices will continue in 2007, and it will become tougher to maintain current profit levels. Also, the market in the economically developed countries could be peaking due to high household penetration.

While we see the above-mentioned tough signs, we also see many positive signs as well. For instance, as China and Eastern Europe including Russia have shown significant growth, Canon has achieved the leading market share in China and Russia. Also, Canon's cost reduction efforts have shown very positive progress utilizing the advantages of significant economies of scale. We believe Canon's compact Digital Steel Camera ( DSC ) business will continue to benefit from these conditions.

Canon's primary competitors in digital video camcorders are Sony Corporation, Matsushita Electric Industrial Co., Ltd., Victor Company of Japan Ltd., Hitachi Ltd. and Samsung Electronics Co., Ltd. In fiscal 2006, Canon expanded its line-up of DVD and HDV camcorders.

*Steppers and Aligners*

The market for steppers and aligners, used in the manufacture of semiconductor devices and LCDs, is highly competitive. The market is characterized by a relatively small number of dominant suppliers, since the development of steppers and aligners requires extremely precise design and manufacturing techniques and, as a result, very high levels of capital investment.

Canon's primary competitors in the market for steppers and aligners are Nikon Corporation and ASML Holding N.V., ( ASML ). Nikon Corporation has a reputation for its excellent technology, especially optical lenses, and Intel Corporation, the world's leading semiconductor manufacturer, is one of their major customers. ASML has in recent years improved its competitive position by taking advantage of government subsidies and by focusing on the rapidly growing foundry manufacturer industry. In fiscal 2002, ASML further increased its competitive position by acquiring SVG Lithography Systems Inc. As a result of the acquisition, ASML is now one of the largest semiconductor manufacturing equipment companies in Europe.

Because of the substantial capital expenditures required to install and integrate equipment into a semiconductor production line, semiconductor manufacturers tend to purchase their stepper and aligner production equipment from the vendor that originally supplied the chip fabrication equipment. Canon competes principally on its ability to meet and exceed product specifications, including resolution and throughput, quality, reliability and system maintenance cost. Because of the very rapid pace of technological innovation in the semiconductor industry, Canon believes that its ability to provide new products on a timely basis is also a key competitive consideration for customers seeking to integrate stepper and aligner production systems into the planning and design of their new facilities.

**Patents and licenses**

Canon holds a large number of patents (including utility model rights), design rights and trademarks in Japan and abroad to protect its technology products that arise from its research and development and utilizes these intellectual property rights as important strategic management tools. For instance, Canon has been utilizing its intellectual property rights, such as patents, to expand its product lines and business operations and to form alliances and exchange technologies with other companies.

According to the United States patent annual list, which IFI CLAIMS® Patent Services have released, Canon has been consistently ranked as second or third in recent years in terms of the number of patents issued in the United States, as Canon maintained reputation as a famous technology-oriented company.

Canon has granted licenses with respect to its patents to various Japanese and foreign companies, particularly in areas such as electrophotography, laser beam printers, multifunction printers, facsimiles and cameras.

Some examples include:

Oki Electric Industry Co., Ltd.	(LED printers, multifunction printers and facsimiles)
Matsushita Electric Industrial Co., Ltd.	(electrophotography)
Ricoh Company, Ltd.	(electrophotography)
Sanyo Electric Co., Ltd.	(electronic still camera)
Samsung Electronics Co., Ltd.	(laser beam printers, multifunction printers and facsimiles)
Brother Industries, Ltd.	(electrophotography and facsimiles)

Kyocera Mita Corporation	(electrophotography)
Konica Minolta Holding Co.,Ltd.	(business machines)
Toshiba Corporation	(business machines)
Sharp Corporation	(electrophotography)

Canon has also been granted licenses with respect to patents held by other companies.

Some examples include:

Jerome H. Lemelson Patent Incentives, Inc.	(computer systems, image recording apparatus, and communication apparatus)
Energy Conversion Devices, Inc.	(solar battery)
Honeywell Inc.	(camera and video products)
Gilbert P. Hyatt U.S. Philips Corporation	(microcomputer)
Nano-Proprietary Inc.	(FED technology)
St. Clair Intellectual Property Consultants, Inc.	(Selection of digital camera s image format)

**Table of Contents**

Canon has also entered into cross-licensing agreements with other major industry participants. Some examples include:

International Business Machines Corporation	(information handling systems)
Hewlett-Packard Company	(bubble jet printers)
Xerox Corporation	(business machines)
Matsushita Electric Industrial Co., Ltd.	(video tape recorders and video cameras)
Eastman Kodak Co.	(electrophotography and image processing technology)
Ricoh Company, Ltd.	(electrophotography products, facsimiles and word processors)

Canon has placed high priority on the management of its intellectual property as part of its management strategies to enhance its global business operations. Some products which are material to Canon's operating results, incorporate patented technology which is critical to the continued success of these products. Typically, these products incorporate technology reflected in dozens of different patents. Canon does not believe that its business, as a whole, is dependent on, or that its profitability would be materially affected by the revocation, termination, expiration or infringement upon, any particular patent, copyright, license or intellectual property rights or group thereof.

**Environmental regulations**

Canon is subject to a wide variety of laws and regulations as well as industry standards relating to energy and resource conservation, recycling, global warming, pollution prevention, pollution remediation, and environmental health and safety. Some of the environmental laws which affect Canon's businesses are summarized below.

1. *European Union Directive on the Restriction of the Use of Certain Hazardous Substances in Electrical and Electronic Equipment ( the RoHS Directive ), and Directive on Waste Electrical and Electronic Equipment ( the WEEE Directive ).*

These directives were published in the European Union's Official Journal on February 13, 2003. Member states were required to bring into force the laws necessary to comply with these directives by August 13, 2004. Beginning July 1, 2006, companies must ensure that their electrical and electronic equipment sold in the European Union does not contain lead, cadmium, hexavalent chromium, mercury, polybrominated biphenyls or polybrominated diphenyl ethers if placed on the market after that date. Pursuant to the RoHS Directive, Canon adapted its products so that they do not contain the prohibited hazardous substances.

The WEEE Directive requires that after August 13, 2005, companies that sell electrical and electronic equipment bearing their trade names in the European Union must arrange and pay for the collection, treatment, recycling, recovery and disposal of their equipment and achieve designated recycling rates by December 31, 2006. Pursuant to the WEEE Directive, Canon is joining a collective compliance scheme for WEEE Directive in each member state, and will achieve the recycling ratio of waste electrical and electronic equipment through these schemes by the target date.

2. *Soil Pollution Prevention Law of Japan*

The Soil Pollution Prevention Law of Japan, administered by the Japanese Ministry of the Environment, went into effect in February 2003. The law requires an owner of land to have the soil investigated by a designated organization for the purpose of measuring the level of soil pollution when the land is to be transferred or to be used for another purpose. The results of such investigation are reported to the prefectural governor. If the soil pollution is not within standards specified in the law, the governor will designate the land as a designated area, publicly announce such designation and make available upon request the investigation report. The substances designated in the law consist of 25 chemical groups, including substances such as lead, arsenic, and trichloro ethylene. If there is a possibility that the soil pollution of the designated area may affect human health, the governor will issue an order to the landowner to take remedial actions.

In response to the law, Canon has commenced a detailed survey and measurement of soil and groundwater to determine the existence of pollution at all of Canon Group's operational sites in Japan. Additional costs may arise as remedial measures become necessary. These factors may adversely affect Canon's results of operations and financial conditions.

See Risk Factors Risks Related to Environmental Issues Environmental clean-up and remediation costs relating to Canon's properties and associated litigation could decrease Canon's net cash flow, adversely affect its results of operations and impair its financial condition.

3. *Law for Promotion of Effective Utilization of Resources of Japan*

The Law for Promotion of Effective Utilization of Resources of Japan, administered by the Japanese Ministry of Economy, Trade and Industry, was enacted in April 2001. This Law requires manufacturers of specified reuse-promoted products, including copiers, to promote the use of recyclable resources and recovered products (designing and manufacturing products that can be easily reused or recycled). The coverage and requirements of the law may be expanded in the future, and may have an adverse affect on its results of operations.



**Table of Contents****4. *Law on Promoting Green Purchasing of Japan***

The Law on Promoting Green Purchasing of Japan, administered by the Japanese Ministry of the Environment, took effect in April 2001. The law encourages both national and local governments to procure products with low environmental burdens. Businesses are required to provide information that is necessary to determine the environmental impact of products that they manufacture.

In response to the law, Canon now promotes :

- manufacture of products that consume less electricity to prevent global warming and to conserve energy,
- use of recycled parts and recycled materials,
- reduction of the types of raw materials used in order to conserve resources, and
- acceleration of the date by which the requirements of the law are implemented to promote the elimination of hazardous substances.

The law also requires Canon to collect its used products and recycle them, establish alternative technologies for hazardous substances used in products and standardize the substances used in its products. These measures will entail additional costs and may adversely affect its results of operations and financial conditions.

**5. *European Union Directive on Batteries and Accumulators and Waste Batteries and Accumulators***

On September 26, 2006, a new directive on batteries and accumulators and waste batteries and accumulators was published in the EU Official Journal to replace a similar existing directive. EU member states must implement the directive by September 26, 2008, and manufacturers and sellers must comply with these laws based on the new directive. Whereas the existing directive applies only to batteries with a certain mercury, cadmium and lead content, the new directive applies to all batteries and accumulators placed on the European Community market. When enacted, the new directive will require specified labels on all batteries (The deadline differs from country to country). In addition, it establishes specific targets for collection, treatment and recycling of batteries and accumulators. Canon expects that compliance with the new directive will increase its financial costs such as recycling fees and guarantees of products placed on the market.

**6. *Administrative Measures on the Control of Pollution Caused by Electronic Information Products of China***

Modeled on the European Union RoHS Directive described above, the Chinese Ministry of Information Industry published Administrative Measures on the Control of Pollution Caused by Electronic Information Products on February 28, 2006. These measures regulate the content of electronic information products. Step 1 was implemented for the products manufactured on and after March 1, 2007. Almost all the Canon products will be covered by this regulation. The regulation targets electronic information products however, it also covers medical equipments, semi-conductor manufacturing equipments and consumables such as cartridges, as well as component, parts and materials of such products, which are not covered by EU RoHS Directive.

To comply with Step 1 requirements, a specified China specific mark shall be put on all the covered products, and their use of the six substances same as those regulated by the EU RoHS must be shown on product manuals. In addition, product's environmental protection use period (EPUP) must be described on its recycling mark with the production date, and packaging materials shall be shown on the boxes, etc. that pack the covered products.

As Step 2 requirements, the content of six substances in specific electronic information products (those specified in the list for emphasized management ) would be restricted by the similar limitation of the EU RoHS Directive, and a China-specific compulsory products certification system will be introduced for such products. However, the publication of the standards to implement these measures has been delayed, and the emphatic management list has not been published.

These requirements will increase Canon's costs and may have an adverse affect on its results of operations and financial conditions.

**7. *U.S. States Legislations concerning Waste Electric and Electronic Products and RoHS-like Regulations***

The electric and electronic equipment recycling laws have been enacted in some states such as California or Washington, and more draft recycling laws are now being discussed in about 20 states. Most states' laws cover only displays or TVs, so the impact on Canon has not been significant to date. However, there are some state laws, like the law of Massachusetts, which require manufacturers to bear the costs of collection and recycling of printers and fax, and some other products made by Canon. Canon expects that compliance with the state requirements might increase

its costs such as recycling fees and guarantees of products sold there.

Some drafts state laws are being considered in California and other states., which would restrict a certain hazardous substances in the electric and electronic equipments in a manner similar to the EU RoHS Directive. If such requirements are enacted, they might increase Canon's costs .

8. *The European Framework for the management of chemical substances, or REACH Regulations*

On Dec. 18, 2006, the European Union has approved the draft REACH Regulations which would establish a framework for the management scheme for all the commercial chemical substances. After publication in the Official Journal, it will be implemented on June 1, 2007. This framework, if adopted, would apply to almost all the chemicals (that is, products in gaseous, liquid, paste or powdery form) and the articles (products in solid state) manufactured in or imported into the European Union. All the chemicals manufactured/ imported over specific thresholds shall be registered in the European Union with information about its usage or chemical characters, etc., and authorization shall be required when using certain substances. Moreover, the use of substances regarded as dangerous might be prohibited. The suppliers of the articles will have to report to the EU when certain substances are contained in them, and to provide information about such substances to consumers upon its requests. When such requirements are enacted, they might increase Canon's costs to comply with them.

9. *The European Framework for the Setting of Requirements for Energy-Using Products (so-called EuP directive )*

The European Union published a directive that establishes a framework for the setting of environmental requirements for energy-using products, the EuP directive , on July 22, 2005. Member states are required to bring into force the laws necessary to comply with the directive concerning eco-design by August 11, 2007. This framework directive applies to all products that use energy, and under this directive, implementing measures for specific product categories must be adopted by the European Commission and the member states. Until these implementing measures are clarified, it is difficult to predict the effects of the EuP directive. However, one of the first implement measures is expected to require that covered products should not use more than 1 watt (2 watts for a product with a facsimile function) in their standby mode.

**Table of Contents**

*10. Kyoto Protocol to the United Nations Framework Convention on Climate Change*

The Kyoto Protocol to the United Nations Framework Convention on Climate Change entered into force on February 16, 2005. In order for the Japanese Government to achieve a goal set in the Kyoto Protocol, a Kyoto Protocol Target Achievement Plan was issued and decided at a Cabinet Meeting in April, 2005, and the related revisions of the Energy Conservation Law as well as the Global Warming Prevention Promotion Law came into force in April, 2006. Since CO