



October 1, 2008

Company: JVC KENWOOD Holdings, Inc.  
Representative: Haruo Kawahara, Chairman and CEO  
(Code: 6632; 1st Section of Tokyo Stock Exchange)  
Contact: Hiroshi Odaka, Deputy President and CFO  
(Tel: +81-45-444-5232)  
(E-mail: priir@jk-holdings.com)

## **Notice Regarding Performance and Dividend Forecasts for the Fiscal Year Ending March 2009**

Through a share transfer (“the Share Transfer”) on October 1, 2008, Victor Company of Japan, Limited (JVC), and Kenwood Corporation (Kenwood) established a joint holding company, JVC KENWOOD Holdings, Inc. (JVC Kenwood) to integrate management.

JVC Kenwood was listed on the First Section of the Tokyo Stock Exchange as of today. This notice announces JVC Kenwood’s performance forecasts for the fiscal year ending March 2009 as follows.

### **1. Consolidated Performance Forecasts for the Fiscal Year Ending March 2009**

#### **(1) Accounting Period for the Fiscal Year Ending March 2009**

**– JVC Kenwood’s performance lacks continuity from both companies’ simple combined results in the first half and breaks ties with the past –**

The Share Transfer will be treated as an acquisition under the accounting standard for business combinations and be subject to purchase method accounting because the acquiring company will be Kenwood. The consolidated performance forecasts for the full year ending March 2009 of JVC Kenwood will be the full-year performance forecasts of Kenwood for the fiscal year ending March 2009 consolidated with the performance forecasts of JVC for the third and fourth quarters of the fiscal year ending March 2009 after management integration.

JVC Kenwood can therefore avoid consolidating a net loss into its first-year performance forecasts, which would be mainly due to restructuring efforts in the first six months of the fiscal year ending March 2009, enabling it to make a fresh start from the third quarter for the fiscal year ending March 2009 with a healthy profit-and-loss situation, breaking ties with the past, to swiftly reflect the effects of restructuring by adopting the-purchase method for acquisition..

#### **(2) Decrease in Net Sales and Increase in Return on Sales due to a Change in Accounting Policy**

Until the second quarter of the fiscal year ending March 2009, JVC calculated its net sales based on the gross sales, in which customer discounts are treated as selling expenses, to its business partners. After the Share Transfer, JVC will adopt the same method as Kenwood for calculating net sales by deducting customer discounts from gross sales (or netting customer discounts with gross sales), starting with the third quarter of the fiscal year ending March 2009.

This change in calculation method will result in a decrease of ¥ 30 billion in JVC’s sales forecast for the third and fourth quarters of the fiscal year ending March 2009 compared with the amount that would have been obtained with the previous calculation method. The change in calculation method does not affect the amount of operating profits or losses. Accordingly, the return on sales, including the ratio of operating income to sales, should improve.

**(3) Increase in Non-Operating Income due to the Accrual of Negative Goodwill**

JVC Kenwood expects an accrual of negative goodwill from the Share Transfer amounting to ¥10 billion on the consolidated balance sheet of JVC Kenwood for the fiscal year ending March 2009. On the assumption that this negative goodwill will be amortized over a 5-year period, ¥1 billion will be amortized for the fiscal year ending March 2009, which corresponds to half of the annual amount of amortization, and is included in the calculation of projected non-operating income.

The amount of estimated negative goodwill, as of today, is subject to change.

**(4) Decrease in the Projection of Taxes Payable due to the Adoption of Consolidated Taxation**

Upon the Share Transfer, JVC Kenwood will adopt consolidated taxation. This is expected to result in the projected taxes payable for JVC Kenwood at the end of the fiscal year ending March 2009 being lower than the combined amount of taxes payable originally estimated by JVC and Kenwood at the beginning of the fiscal year. Therefore, JVC Kenwood's performance forecasts for the fiscal year ending March 2009 reflect therefore a prospective decrease in taxes payable of about ¥500 million for the second half.

The amount of estimated taxes payable, as of today, is subject to change.

(Millions of yen)

	Forecasts for the fiscal Year Ending March 2009	(Reference) Results for the Fiscal Year Ended March 2008
Net Sales	400,000	823,711
Operating Profit (Percentage of Net Sales)	12,500 (3.1%)	9,521 (1.2%)
Ordinary Income (Percentage of Net Sales)	7,500 (1.9%)	- 4,075 (- 0.5%)
Net Income (Percentage of Net Sales)	5,000 (1.3%)	- 44,340 (- 5.4%)

Note: "Results for the Fiscal Year Ended March 2008" represents the amounts obtained by simply combining the full-year results of Kenwood and JVC for the fiscal year ended March 2008.

**2. Dividends Expected for the Fiscal Year Ending March 2009**

Kenwood and JVC intend to concentrate on building a firm business foundation for the combined business entity and achieving maximum synergies of the management integration to further increase corporate value. Therefore, JVC Kenwood does not plan to pay a year-end dividend for the fiscal year ending March 2009.

For reference, as Kenwood stated in the Notice Regarding Dividends for the Fiscal Year Ending March 2009 announced yesterday, Kenwood resolved to pay an interim dividend of ¥2 per share, the same amount as that of the previous year, to its shareholders as of September 30, 2008, as planned at the beginning of the fiscal year.

Please note that JVC will not pay an interim dividend for the fiscal year ending March 2009, as originally planned at the beginning of the fiscal year.

**Notes on earnings forecast**

The earnings forecast provided here is a forecast for the future period based on the company's judgment derived from information that is available to the company group at this time; please be advised that actual earnings may differ substantially from the earnings forecast. Consequently, please refrain from making any decisions based solely on this forecast.