

UNISYS

Financial Statements 2001

Nihon Unisys, Ltd.
For the year ended March 31, 2001

Profile

Nihon Unisys Group is aiming to be true Solution Creators who are quick responsive to customers, providing optimum solutions that help them resolve issues they face.

Through various business activities leveraging IT (Information Technologies), we have been making dedicated efforts so as to be a desired and attractive company for customers, shareholders and society.

Since 1958, when Nihon Unisys was founded, we have contributed to sharpening the power of Japanese companies' competitiveness by designing and constructing their information systems. We have know-how and skills that have been accumulated through ample experience with system development in various industries for more than four decades, because of which we are capable of providing optimum solution services embedded with latest technologies to customers.

The changes of business environments have been accelerated as a result of explosive proliferation of Internet and rapid progress of E-business. Our mission is to create new business opportunities for customers, grasping these changes as new opportunities. Nihon Unisys Group is a true and reliable partner that can continue providing optimum solutions with which users can better respond to changes in business.



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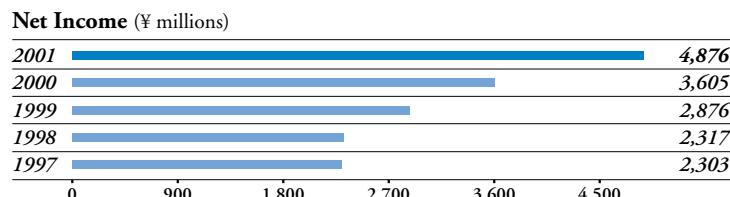
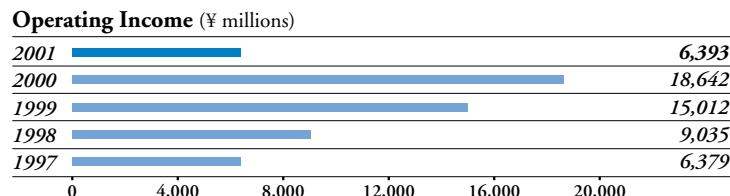
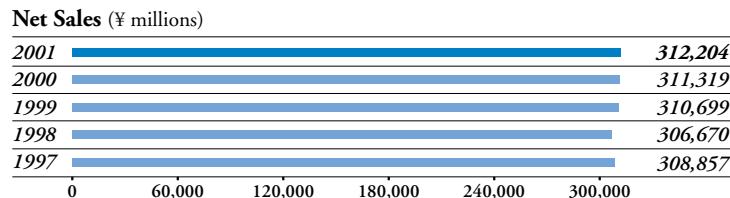
FINANCIAL HIGHLIGHTS

Nihon Unisys, Ltd.

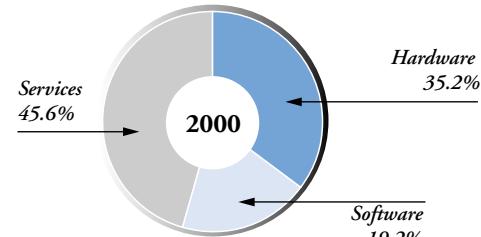
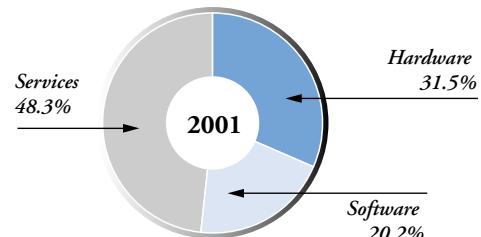
Years Ended March 31, 2001, 2000 and 1999 (Consolidated Basis)

	Millions of Yen			Thousands of U.S. Dollars (Note)
	2001	2000	1999	2001
Net Sales	¥312,204	¥311,319	¥310,699	\$2,519,806
Operating Income	6,393	18,642	15,012	51,598
Net Income	4,876	3,605	2,876	39,354
Total Assets	254,261	246,218	254,491	2,052,147
Per Share Amounts:				
Net Income	¥44.47	¥32.88	¥26.23	\$0.36
Cash Dividends Applicable to the Year	7.50	7.50	7.50	0.06

(Note) Yen amounts have been translated into U.S. dollars, for convenience only, at ¥123.90=U.S.\$1 prevailing on March 31, 2001.



Composition of Net Sales



TO OUR SHAREHOLDERS

Overview

It is my pleasure to report the overview of the Company's operations for fiscal year 2001, ended March 31, 2001.

During fiscal year 2001, although the Japanese economy has been on the trend of gradual recovery, due to impacts in the second half caused by deceleration of the US economy, the sluggish stock market and so on, the pace of recovery has slowed down.

In the midst of big change of business mechanism driven by Internet, Nihon Unisys Group has implemented business activities under the management vision of "Be Solution Creators that support progress of the Internet society", aiming to evolve into a value-creating companies in order to be quick responsive to changes of the market.

Specifically, leveraging technical skills we have long fostered in various industries, we have provided numerous solutions that just fit the market needs as Unisys e-@ction Solutions combining latest products and services. We also made best use of alliances and collaboration.

Especially, in the area of service business, we have been growing service business improving productivity, polishing our technical skills and establishing service offering structure to grow e-business and latest platform products sales.

Also, while growing service business, we have been aggressively marketing high-technology-based platforms represented by Unisys e-@ction Enterprise Server series. ES7000, in particular, which was announced and marketed last year, is enjoying high marks from the market as a large-Windows Platform product.

In addition, we have picked up e-business area including B to B, B to C and e-government as our key focus areas as well as tackling with ASP business and network business.

Further, we have poured our power to grow outsourcing business capitalizing on our group power. As a result, our outsourcing business has been producing steady outcome in the financial, the distribution and other markets.

We have also tried to improve management efficiency as a group overall by implementing strategic group management responding to the age of consolidation management as well as clarifying the roles and functions of each member company.

Performance

With regard to the financial results on a consolidated basis, order volume increased by 10% from a year ago, being contributed by service businesses including e-business, outsourcing business, etc. However, net sales was 312.204 billion yen (up 0.3% from a year ago) as a result of sluggish upgrade of hardware in regional financial institution customers due to restrained investments affected by the financial industry's strict restructuring.

Operating income decreased to 6,393 million yen (down 65.7%) due to erosion of margin of open system products affected by fierce competition as well as shrinking hardware sales although various cost reduction efforts were taken considering burden increase of benefit expense. In the meantime, the extraordinary losses like provision for service costs, which was booked in the previous year disappeared, as a result, generating 4,876 million yen of net income (up 35.3%).

The breakdown of net sales is as follows. Sales of software and services increased to 63,080 million yen (up 5.6%) and 150,840 million yen (up 6.2%) respectively, while sales of hardware decreased to 98,284 million yen (down 10.3%).

In other words, sales of hardware accounted for 31.5% (35.2% a year ago) while those of software and services were 20.2% (19.2%) and 48.3% (45.6%) respectively.

Outlook

Because of some factors that cause concerns like the trend of the US economy, the stock market and so on, uncertainties of the Japanese economy will continue.

The market environment around the IT industry is changing without recess and tougher competition will continue. Considering the near future situation as such, we will continue to pour our power on Unisys e-@ction Enterprise Server series represented by ES7000, and deploy new businesses like e-business, outsourcing business, etc., while reinforcing our storage business. We intend to improve our company performance with our quick responsive structure to the market trend.

Also, while watching the legal movements, revision and amendments, in order to reinforce the function of the board of directors and to make business execution more efficient, we introduce the Corporate Officer System and innovate our way of management.

Further, we cement our relations with group companies and execute efficient group management. In order to solidify our business base, we continue BPR (Business Process Reengineering) so as to materialize more efficient way of operation. Your continued help and support including constructive suggestions would be always very valuable and highly appreciated.

June, 2001



Junichi Amano
President & CEO

FROM NEW PRESIDENT



Seiichi Shimada

I am privileged to accept the position of President and Chief Executive Officer of Nihon Unisys Ltd., effective June 27, 2001. For my most important mission, I am firmly determined to make every effort to maximize our corporate value. Nihon Unisys prides itself for its technology and service capabilities, and will leverage these capabilities to strengthen both our customer relationships and financial results. In addition, we will increase efficiency in all operations of our company, and improve the speed of our management decision making processes. I shall value receiving your continued guidance and advice.

CONSOLIDATED BALANCE SHEETS

Nihon Unisys, Ltd.
March 31, 2001 and 2000

ASSETS	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2001	2000	2001
Current Assets:			
Cash and cash equivalents (Note 3)	¥ 34,874	¥ 36,233	\$ 281,469
Marketable securities (Note 4)		8,578	
Accounts receivable-trade (Note 14)	100,738	94,265	813,059
Inventories (Note 5)	17,789	12,110	143,575
Deferred tax assets (Note 7)	5,247	3,682	42,350
Other current assets	6,356	6,568	51,299
Allowance for doubtful accounts	(305)	(368)	(2,462)
Total current assets	164,699	161,068	1,329,290
Property, Plant and Equipment:			
Land	1,673	1,785	13,503
Buildings and structures	18,012	18,173	145,375
Machinery and equipment	137,455	161,703	1,109,403
Construction in progress	826		6,667
Total	157,966	181,661	1,274,948
Accumulated depreciation	(114,335)	(134,204)	(922,801)
Net property, plant and equipment	43,631	47,457	352,147
Investments and Other Assets:			
Investment securities (Note 4)	8,403	1,271	67,821
Investments in unconsolidated subsidiaries and associated companies (Note 4)	349	229	2,817
Software	8,607	6,052	69,467
Lease deposits	14,472	15,806	116,804
Deferred tax assets (Note 7)	11,913	11,785	96,150
Other assets	2,187	2,550	17,651
Total investments and other assets	45,931	37,693	370,710
Total	¥254,261	¥246,218	\$2,052,147

See notes to consolidated financial statements.

LIABILITIES AND SHAREHOLDERS' EQUITY	Millions of Yen		Thousands of U.S. Dollars (Note 1)
	2001	2000	2001
Current Liabilities:			
Short-term borrowings (Note 6)	¥ 12,307	¥ 12,401	\$ 99,330
Current portion of long-term debt (Note 6)	7,827	6,614	63,172
Accounts payable-trade (Note 14)	54,020	45,658	435,997
Income taxes payable (Note 7)	5,366	2,622	43,309
Accrued expenses	16,650	14,528	134,382
Other current liabilities (Note 8)	19,156	22,757	154,609
Total current liabilities	115,326	104,580	930,799
Long-term Liabilities:			
Long-term debt (Note 6)	31,284	33,210	252,494
Liability for retirement benefits (Note 8)	10,604	13,519	85,585
Other long-term liabilities (Note 14)	3,175	5,227	25,626
Total long-term liabilities	45,063	51,956	363,705
Minority Interests	1,387	1,180	11,195
Commitments and Contingent Liabilities (Notes 10, 11, and 13)			
Shareholders' Equity (Notes 12 and 15):			
Common stock, ¥50 par value - authorized, 300,000,000 shares;			
issued and outstanding, 109,663,524 shares	5,483	5,483	44,253
Additional paid-in capital	15,282	15,282	123,341
Retained earnings	71,720	67,738	578,854
Total	92,485	88,503	746,448
Treasury stock-at cost	0	(1)	0
Total shareholders' equity	92,485	88,502	746,448
Total	¥254,261	¥246,218	\$2,052,147

CONSOLIDATED STATEMENTS OF INCOME

Nihon Unisys, Ltd.

Years Ended March 31, 2001 and 2000

	Millions of Yen	Thousands of U.S. Dollars (Note 1)	
	2001	2000	2001
Net Sales (Note 14)	¥312,204	¥311,319	\$2,519,806
Cost of Sales (Note 14)	221,894	212,142	1,790,912
Gross Profit	90,310	99,177	728,894
Selling, General and Administrative Expenses (Note 9)	83,917	80,535	677,296
Operating Income	6,393	18,642	51,598
Other Income (Expenses):			
Interest and dividend income	359	421	2,897
Interest expense (Note 14)	(1,229)	(1,334)	(9,919)
Income from building rental	617	601	4,980
Gain on sales of property, plant and equipment	412	1,309	3,325
Gain on sales of securities	2,869	395	23,156
Exchange gain (loss)	(575)	404	(4,641)
Provision for prior service costs		(6,956)	
Special retirement expense		(5,672)	
Other-net	643	(315)	5,190
Other income (expenses)-net	3,096	(11,147)	24,988
Income before Income Taxes and Minority Interests	9,489	7,495	76,586
Income Taxes (Note 7):			
Current	6,094	3,808	49,185
Deferred	(1,693)	(53)	(13,664)
Total	4,401	3,755	35,521
Minority Interests in Net Income	212	135	1,711
Net Income	¥ 4,876	¥ 3,605	\$ 39,354

	Yen	U.S. Dollars	
Per Share Amounts (Note 2.n):			
Net income	¥44.47	¥32.88	\$0.36
Cash dividends applicable to the year	7.50	7.50	0.06

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

Nihon Unisys, Ltd.

Years Ended March 31, 2001 and 2000

	Thousands	Millions of Yen			
	Number of Shares of Common Stock	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock
Balance, April 1, 1999	109,664	¥5,483	¥15,282	¥65,026	¥(1)
Net income				3,605	
Cash dividends, ¥7.5 per share				(822)	
Bonuses to directors and corporate auditors				(71)	
Balance, March 31, 2000	109,664	5,483	15,282	67,738	(1)
Net income				4,876	
Cash dividends, ¥7.5 per share				(822)	
Bonuses to directors				(72)	
Sales of treasury stock					1
Balance, March 31, 2001	109,664	¥5,483	¥15,282	¥71,720	¥ 0

	Thousands of U.S. Dollars (Note 1)			
	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock
Balance, March 31, 2000	\$44,253	\$123,341	\$546,715	\$(8)
Net income			39,354	
Cash dividends, \$0.06 per share			(6,634)	
Bonuses to directors			(581)	8
Balance, March 31, 2001	\$44,253	\$123,341	\$578,854	\$ 0

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

Nihon Unisys, Ltd.

Years Ended March 31, 2001 and 2000

	Millions of Yen	Thousands of U.S. Dollars (Note 1)	
	2001	2000	2001
Operating Activities:			
Income before income taxes and minority interests	¥ 9,489	¥7,495	\$76,586
Adjustments for:			
Income taxes paid	(3,350)	(12,468)	(27,038)
Depreciation and amortization	18,932	22,129	152,801
Gain on sales of property, plant and equipment	(412)	(1,309)	(3,325)
Gain on sales of investment securities	(2,869)		(23,156)
Gain on sales of securities		(395)	
Changes in assets and liabilities, net of effects from consolidating previously unconsolidated subsidiaries:			
Increase in accounts receivable-trade	(6,473)	(10,117)	(52,244)
Decrease (Increase) in inventories	(2,560)	2,049	(20,662)
Decrease (Increase) in interest and dividend receivable	16	(24)	129
Increase in accounts payable-trade	8,689	6,151	70,129
Increase (Decrease) in interest payable	13	(12)	105
Decrease in liability for retirement benefits	(3,439)	(808)	(27,756)
Other-net	1,417	3,777	11,437
Total adjustments	9,964	8,973	80,420
Net cash provided by operating activities	19,453	16,468	157,006
Investing Activities:			
Proceeds from sales of marketable securities		1,318	
Payments for purchases of marketable securities		(530)	
Proceeds from sales of property, plant and equipment	677	1,862	5,464
Payments for purchases of property, plant and equipment	(16,908)	(16,209)	(136,465)
Payments for purchases of software	(6,925)	(5,828)	(55,892)
Proceeds from sales of investment securities	4,561		36,812
Payments for purchases of investment securities	(684)	(909)	(5,520)
Net decrease in short-term investments		1,000	
Net decrease in other assets	100	317	807
Net cash used in investing activities	(19,179)	(18,979)	(154,794)

	Millions of Yen	Thousands of U.S. Dollars (Note 1)	
	2001	2000	2001
Financing Activities:			
Net decrease in short-term borrowings	¥ (94)	¥ (5,426)	\$ (759)
Proceeds from long-term debt	5,900	950	47,619
Repayments of long-term debt	(6,614)	(1,098)	(53,382)
Proceeds from sales of treasury stock	13	165	105
Payments for purchase of treasury stock	(12)	(165)	(97)
Cash dividends	(822)	(822)	(6,634)
Cash dividends to minority interests	(4)	(7)	(32)
Net cash used in financing activities	(1,633)	(6,403)	(13,180)
Net Decrease in Cash and Cash Equivalents	(1,359)	(8,914)	(10,968)
Cash and Cash Equivalents of Newly Consolidated Subsidiaries, Beginning of Year			
Cash and Cash Equivalents, Beginning of Year	36,233	42,613	292,437
Cash and Cash Equivalents, End of Year	¥34,874	¥36,233	\$281,469

Noncash Investing and Financing Activities:

Assets increased by consolidation of previously unconsolidated subsidiaries	¥2,098
Liabilities increased by consolidation of previously unconsolidated subsidiaries	771

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Nihon Unisys, Ltd.

Years Ended March 31, 2001 and 2000

1. Basis of presenting consolidated financial statements

The accompanying consolidated financial statements have been prepared in accordance with the provisions set forth in the Japanese Securities and Exchange Law and its related accounting regulations, and in conformity with accounting principles and practices generally accepted in Japan, which are different in certain respects as to application and disclosure requirements of International Accounting Standards. The consolidated financial statements are not intended to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Japan.

In preparing these consolidated financial statements, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically in order to present them in a form which is more familiar to readers outside Japan. In accordance with

accounting procedures generally accepted in Japan, certain comparative disclosures are not required to be and have not been presented herein.

The consolidated financial statements are stated in Japanese yen, the currency of the country in which Nihon Unisys, Ltd. (the "Company") is incorporated and operates. The translation of Japanese yen amounts into U.S. dollar amounts are included solely for the convenience of readers outside Japan and have been made at the rate of ¥123.90 to \$1, the approximate rate of exchange at March 31, 2001. Such translations should not be construed as representations that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate.

Certain reclassifications have been made to the 2000 consolidated financial statements to conform to the classifications used in 2001.

2. Summary of significant accounting policies

(a) **Consolidation** — The consolidated financial statements as of March 31, 2001 include the accounts of the Company and its 14 significant (14 for the year ended March 31, 2000) subsidiaries (together, the "Group").

Under the control concept, those companies in which the Parent, directly or indirectly, is able to exercise control over operations are fully consolidated.

Consolidation of the remaining subsidiaries would not have a material effect on the accompanying consolidated financial statements.

Investments in the remaining 3 unconsolidated subsidiaries and 7 associated companies (3 subsidiaries and 7 associated companies in 2000) are stated at cost. If the equity method of accounting had been applied to the investments in these companies, the effect on the accompanying consolidated financial statements would not be material.

The excess of the cost of the Company's investments in consolidated subsidiaries and associated companies accounted for by the equity method over its equity in the

net assets at the respective dates of acquisition until March 31, 1999, is being amortized over a period of 5 years.

Effective April 1, 1999, the excess of the cost of an acquisition over the fair value of the net assets of the acquired subsidiary at the date of acquisition is being amortized using the straight-line method over a period of 5 years.

All significant intercompany balances and transactions have been eliminated in consolidation. All material unrealized profit included in assets resulting from transactions within the Group is eliminated.

(b) **Cash equivalents** — Cash equivalents are short-term investments which mature or become due within three months of the date of acquisition, that are readily convertible into cash and that are exposed to insignificant risk of changes in value.

(c) **Inventories** — Computers for sale are stated at cost using the specific identification method, and other merchandise and supplies are stated at cost using the moving-average method.

Prior to April 1, 2000, sub-assembly products that were used for maintenance of rental computers were depreciated as machinery and equipment being regarded as part of rental computers. Effective April 1, 2000, such sub-assembly products were classified as inventory and expensed at the time of usage. This change was made as the Companies transferred the assets to its subsidiary, UNIADEX, Ltd., a maintenance service company, on April 1, 2000 and sub-assembly products, which has been getting smaller in size, are more likely to be disposed of at the time of replacement recently.

The effect of this change was to increase the inventory by ¥3,359 million (\$27,111 thousand) and income before income taxes by ¥560 million (\$4,520 thousand) respectively.

(d) **Marketable and Investment securities** — Prior to April 1, 2000, listed securities included in marketable and investment securities are stated at the lower of cost or market, cost being determined by the moving-average method.

Effective April 1, 2000, the Group adopted a new accounting standard for financial instruments, including marketable and investment securities. Under this standard, all applicable securities are classified as available-for-sale securities and stated at cost as determined by the moving-average method. However, where the market value declines to less than half of the carrying value and such decline is deemed to be other than temporary, the value of securities is written down to market.

From next fiscal year, available-for-sale securities will be reported at fair value, with unrealized gains and losses, net of applicable taxes reported in a separate component of shareholder's equity. If available-for-sale securities were evaluated at fair value as of March 31, 2001, the reported amount would total ¥11,614 million (\$93,737 thousand) with unrealized gains of ¥2,653 million (\$21,412 thousand), deferred tax liabilities of ¥1,929 million (\$15,569 thousand) and minority interests of ¥1 million (\$8 thousand).

The effect of adopting the new accounting standard did not have a material effect on the Group's consolidated financial statements.

Marketable securities classified as current assets decreased by ¥8,578 million (\$69,233 thousand) and investment

securities increased by the same amount as of April 1, 2000.

Non-marketable available-for-sale securities are stated at cost as determined by the moving-average method. For other than temporary declines in fair value, non-marketable available-for-sale securities are reduced to net realizable value by a charge to income.

(e) **Allowance for doubtful accounts** — The allowance for doubtful accounts is stated at amounts considered to be appropriate based on the Group's past credit loss experience and on evaluation of potential losses in the receivables outstanding.

(f) **Property, plant and equipment** — Property, plant and equipment are stated at cost.

Depreciation of rental computers is computed by the declining-balance method over six years with no residual value. Depreciation of machinery and equipment is computed by the declining-balance method. Depreciation of buildings and structures is computed by the declining-balance method while the straight-line method is applied to buildings acquired after April 1, 1998.

Useful lives range from 6 to 50 years for buildings and structures and from 2 to 20 years for machinery and equipment.

(g) **Software** — Effective April 1, 1999, in accordance with new accounting standard for research and development costs, software development costs, incurred through the completion of a Beta version of specific software for sale to the market, are charged to income as incurred. Costs incurred subsequent to the completion of the Beta version are capitalized as software.

Software for sale to the market is amortized at the greater of either the amount to be amortized in proportion of the actual sales of the software during the current year to the estimated total sales over the estimated salable years of the software or the amount to be amortized by the straight-line method over the estimated salable years. The estimated salable years is principally three years.

Software for internal use is amortized by the straight-line method over the estimated usable years. The estimated usable years is principally five years.

(b) Retirement benefits — Prior to April 1, 2000, the Company had a contributory pension plan covering substantially all of its employees. The policy was to fund and charge to income normal costs, as accrued on the basis of an accepted actuarial method. Prior service costs (“PSC”) were amortized at an annual rate of 50%.

Effective April 1, 1998, the Company also made an additional provision for unfunded PSC based on 50% of the unfunded balance of PSC less accumulated liability balance for retirement benefits as of April 1, 1998. The remaining 50% of unfunded PSC at March 31, 1999 was recognized in fiscal 2000 during the period in which the new accounting standard for employees’ retirement benefits became effective.

Certain consolidated subsidiaries have non-contributory pension plans.

Effective April 1, 2000, the Group adopted a new accounting standard for employees’ retirement benefits and accounted for the liability for retirement benefits based on projected benefit obligations and plan assets at the balance sheet date. The transitional obligation of ¥ 41,072 million (\$331,493 thousand), determined as of the beginning of year, is being amortized over ten years. As a result, net periodic benefit costs as compared with the prior method, decreased by ¥8,735 million (\$70,500 thousand) and income before income taxes increased by the same amount.

Effective March 1, 1994, the Company introduced as part of its human resources program, the New Career Support Program (the “NCSP”), to assist certain employees in retiring from the Company before their mandatory retirement age. The Company provides for the estimates of the future payments for allowance for annual compensation of salary in the NCSP, and includes this amount as a liability for retirement benefits.

Retirement benefits to directors and corporate auditors are provided at the amount which would be required if all directors and corporate auditors retired at the balance sheet date, and includes this amount as a liability for retirement benefits.

(i) Income taxes — The provision for income taxes is computed based on the pretax income included in the consolidated statements of income. The asset and liability

approach is used to recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the carrying amounts and the tax bases of assets and liabilities. Deferred taxes are measured by applying currently enacted tax laws to the temporary differences.

(j) Leases — All leases are accounted for as operating leases. Under Japanese accounting standards for leases, finance leases that deem to transfer ownership of the leased property to the lessee are to be capitalized, while other finance leases are permitted to be accounted for as operating lease transactions if certain “as if capitalized” information is disclosed in the notes to the lessee’s financial statements.

(k) Appropriation of retained earnings — Appropriations of retained earnings are reflected in the financial statements the year following shareholder’s approval.

(l) Foreign currency transactions — Prior to April 1, 2000, current receivables and payables denominated in foreign currencies were translated into Japanese yen at the current exchange rates at each balance sheets date, while assets and liabilities other than current receivables and payables denominated in foreign currencies were translated at historical rates.

Effective April 1, 2000, the Group adopted a revised accounting standard for foreign currency transactions. In accordance with the revised standard, all monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rates at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the income statement to the extent that they are not hedged by forward exchange contracts.

The adoption of the new accounting standard for the revised accounting standard for foreign currency transactions did not have a material effect on the Group’s consolidated financial statements.

(m) Derivatives and hedge accounting — The Company uses a variety of derivative financial instruments, including foreign currency forward contracts and interest rate swaps as a means of hedging exposure to foreign currency and interest rate risks. The Company does not enter into derivatives for trading or speculative purposes.

Effective April 1, 2000, the Group adopted a new accounting standard for derivative financial instruments. This standard requires that: a) all derivatives be recognized as either assets or liabilities and measured at fair value, and gains or losses on derivative transactions are recognized in the statement of income and b) for derivatives used for hedging purposes, if derivatives qualify for hedge accounting because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions.

The foreign currency forward contracts are utilized to hedge foreign currency exposures in procurement of merchandises from overseas suppliers. Trade payables denominated in foreign currencies are translated at the contracted rates if the forward contracts qualify for hedge accounting.

Interest rate swaps are utilized to hedge interest rate exposures of short-term debt. Those swaps which qualify

for hedge accounting are measured at market value at the balance sheet date and the unrealized gains or losses are deferred until maturity as other liabilities or assets. The adoption of the new accounting standard for derivative financial instruments did not have a material effect on the Group's consolidated financial statements.

(n) Per share information — The computation of net income per share is based on the weighted average number of shares of common stock outstanding during each year.

Diluted net income per share is not disclosed because there are no dilutive securities issued.

Cash dividends per share presented in the accompanying consolidated statements of income are dividends applicable to the respective years including dividends to be paid after the end of the year.

3. Cash and cash equivalents

For the purposes of the consolidated statements of cash flows, cash and cash equivalents at March 31, 2001 and 2000, consisted of the following.

	Millions of Yen	Thousands of U.S. Dollars	
	2001	2000	2001
Cash and time deposits	¥31,598	¥30,932	\$255,028
Less-time deposits with maturities over 3 months	(127)	(139)	(1,025)
Short term investments	3,403	5,440	27,466
Total	¥34,874	¥36,233	\$281,469

4. Investment securities

Marketable and investment securities as of March 31, 2001 and 2000, consisted of the following:

	Millions of Yen	Thousands of U.S. Dollars	
	2001	2000	2001
Current:			
Equity securities	¥8,540		
Debt securities	38		
Total	<u>¥8,578</u>		
Non-current:			
Equity securities	¥8,377	¥1,271	\$67,611
Debt securities	25	202	
Trust fund investments	1		8
Total	<u>¥8,403</u>	<u>¥1,271</u>	<u>\$67,821</u>

Information regarding each category of the securities classified as available-for-sales at March 31, 2001 was described in Note 2 (d).

Available-for-sale securities whose fair value is not readily determinable as of March 31, 2001 were as follows:

	Carrying amount	Thousands of U.S. Dollars	
	Millions of Yen	Millions of Yen	U.S. Dollars
Available-for-sale:			
Equity securities	¥1,372		\$11,073
Total	<u>¥1,372</u>		<u>\$11,073</u>

Proceeds from sales of available-for-sale securities for the year ended March 31, 2001 were ¥4,470 million (\$36,077 thousand). Gross realized gains on these sales, computed on the moving average cost basis, were ¥2,869 million (\$23,156 thousand).

Carrying amounts and aggregate market values of current and non-current marketable equity securities included in marketable securities and investment securities at March 31, 2000 were as follows:

	Millions of Yen		
	Carrying amount	Aggregate market value	Unrealized gain
Current			
Current	¥ 8,578	¥18,998	¥10,420
Non-current	1,500	1,500	0
Total	<u>¥10,078</u>	<u>¥20,498</u>	<u>¥10,420</u>

5. Inventories

Inventories at March 31, 2001 and 2000, consisted of the following:

	Millions of Yen	Thousands of U.S. Dollars
	2001	2000
Work in process	¥ 2,453	¥ 1,015
Merchandise and finished products	15,220	10,982
Supplies	116	113
Total	¥17,789	¥12,110
		\$ 19,798
		122,841
		936
		\$143,575

6. Short-term borrowings and long-term debt

Short-term borrowings at March 31, 2001 and 2000, consisted of the following:

	Millions of Yen	Thousands of U.S. Dollars
	2001	2000
Short-term bank loans	¥12,307	¥12,401
Total	¥12,307	¥12,401
		\$99,330
		99,330

Short-term bank loans bore interest at an approximate annual average rate of 1.05% and 0.89% at March 31, 2001 and 2000, respectively.

Long-term debt at March 31, 2001 and 2000, consisted of the following:

	Millions of Yen	Thousands of U.S. Dollars
	2001	2000
2.05% unsecured bonds due 2002	¥10,000	¥10,000
Unsecured loans from banks and insurance companies, 0.76% to 2.51%, due serially to 2008	29,111	29,824
Total	39,111	39,824
Less current portion	(7,827)	(6,614)
Net long-term debt	¥31,284	¥33,210
		\$ 80,710
		234,956
		315,666
		(63,172)
		\$252,494

The annual maturities of long-term debt at March 31, 2001 were as follows:

Year Ending March 31	Millions of Yen	Thousands of U.S. Dollars
2002	¥ 7,827	\$ 63,172
2003.....	18,160	146,570
2004.....	3,544	28,604
2005.....	144	1,162
2006.....	5,436	43,874
2007 and thereafter	4,000	32,284
Total	¥39,111	\$315,666

As is customary in Japan, security must be given under certain circumstances, if requested by a lending bank, and such bank has the right to offset cash deposited with it against any debts or obligations that become due and, in

the case of default or certain other specified events, against all debts payable to the bank. The Company has never received such a request.

7. Income taxes

The Group is subject to Japanese national and local income taxes which, in the aggregate, resulted in normal effective statutory tax rates of approximately 42% for the years ended March 31, 2001 and 2000.

The tax effects of significant temporary differences and loss carryforwards which resulted in deferred tax assets and liabilities at March 31, 2001 and 2000, are as follows:

	Millions of Yen	Thousands of U.S. Dollars	
	2001	2000	2001
Deferred tax assets			
Current assets			
Accrued bonuses	¥ 2,663	¥ 1,943	\$ 21,493
Inventory valuation	634	464	5,117
Allowance for maintenance service	571	581	4,609
Accrued business tax	625	375	5,045
Others	754	319	6,086
Total	<u>¥ 5,247</u>	<u>¥ 3,682</u>	<u>\$ 42,350</u>
Investment and other assets			
Depreciation expenses	5,798	2,327	46,796
Amortization expenses of deferred assets	5,162	6,387	41,662
Liability for retirement benefits	4,001	5,659	32,292
Others	898	775	7,248
Total	<u>¥15,859</u>	<u>¥15,148</u>	<u>\$127,998</u>
Less valuation allowance	(91)	(85)	(734)
Total deferred tax assets	<u>¥15,768</u>	<u>¥15,063</u>	<u>\$127,264</u>
Deferred tax liabilities			
Reserve for special taxation measures law in Japan	(3,330)	(2,839)	(26,877)
Others	(525)	(439)	(4,237)
Total	<u>(3,855)</u>	<u>(3,278)</u>	<u>(31,114)</u>
Net deferred tax assets	<u>¥11,913</u>	<u>¥11,785</u>	<u>\$ 96,150</u>

A reconciliation between the normal effective statutory tax rate and the actual effective tax rates reflected in the accompanying consolidated statements of income for the years ended March 31, 2001 and 2000, is as follows:

	2001	2000
Normal effective statutory tax rate	42%	42%
Expenses not deductible for income tax purposes	4%	6%
Amount of per-capita local tax	1%	2%
Others-net	(1)%	
Actual effective tax rate	46%	50%

8. Retirement benefits

The Group has severance payment plans for employees, directors and corporate auditors.

Under most circumstances, employees terminating their employment are entitled to retirement benefits determined based on the rate of pay at the time of termination, years of service and certain other factors. Such retirement benefits are made in the form of a lump-sum severance payment from the Company or from certain consolidated

subsidiaries and annuity payments from a trustee. Employees are entitled to larger payments if the termination is involuntary, by retirement at the mandatory retirement age, by death, or by voluntary retirement at certain specific ages prior to the mandatory retirement age.

Effective April 1, 2000, the Group adopted a new accounting standard for employees' retirement benefits.

The liability for retirement benefits at March 31, 2001 consisted of the following:

	Millions of Yen	Thousands of U.S. Dollars
Projected benefit obligation	¥184,436	\$1,488,588
Fair value of plan assets	(114,054)	(920,533)
Unrecognized transitional obligation	(36,965)	(298,346)
Unrecognized actuarial loss	(23,810)	(192,171)
Net liability.....	¥ 9,607	\$ 77,538

The components of net periodic benefit costs for the year ended March 31, 2001 were as follows:

	Millions of Yen	Thousands of U.S. Dollars
Service cost	¥ 6,455	\$52,098
Interest cost	5,168	41,711
Expected return on plan assets	(4,676)	(37,740)
Amortization of transitional obligation	4,124	33,285
Net periodic benefit costs	¥11,071	\$89,354

Assumptions used for the year ended March 31, 2001 were set forth as follows:

Method for allocating estimated benefits	Straight-line method
Discount rate	3.0%
Expected rate of return on plan assets	4.0%
Recognition period of actuarial gain/loss	10 years
Amortization period of transitional obligation	(Straight-line method starting in the following year) 10 years

The liability for retirement benefits at March 31, 2001 included the following liabilities:

	Millions of Yen	Thousands of U.S. Dollars
Allowance for the NCSP	¥769	\$6,206
Current portion (other current liabilities)	(272)	(2,195)
Net	<u>497</u>	<u>4,011</u>
Allowance for directors' and corporate auditors'		
Retirement benefits	500	4,036
Total	<u>¥997</u>	<u>\$8,047</u>

Amounts payable to directors and corporate auditors are subject to the approval of the shareholders.

Total charges relating to allowance for directors' and corporate auditors' retirement benefits and allowance for the NCSP for the year ended March 31, 2001 are as follows:

	Millions of Yen	Thousands of U.S. Dollars
Allowance for directors and corporate auditors	¥ 116	\$ 936
One-time payments to employees participating in the NCSP	989	7,982
Allowance for the NCSP	273	2,204
Total	<u>¥1,378</u>	<u>\$11,122</u>

The liability for retirement benefits at March 31, 2000 was as follows:

	Millions of Yen
Employees	¥12,611
Directors and corporate auditors	419
Total	<u>13,030</u>
Retirees participating in the NCSP	770
Current portion (other current liabilities)	(281)
Net	489
Total	<u>¥13,519</u>

Total charges relating to retirement benefits for the year ended March 31, 2000 were as follows:

	Millions of Yen
Contributions to funded plans	¥ 4,131
Allowance for PSC relating to prior years	6,956
Allowance for PSC relating to the current year	2,212
Allowance for directors and corporate auditors	131
One-time payments to employees participating in the NCSP.....	347
Allowance for the NCSP	113
Total	¥13,890

9. Research and development costs

Research and development costs charged to income were ¥9,993 million (\$80,654 thousand) and ¥11,111 million for the years ended March 31, 2001 and 2000, respectively.

10. Leases

The Company leases certain machinery, computer equipment, office space and other assets.

Total rental expenses for the years ended March 31, 2001 and 2000 were ¥8,293 million (\$66,933 thousand) and ¥9,103 million, respectively, including ¥195 million

(\$1,574 thousand) and ¥81 million of lease payments under finance leases agreements that do not transfer ownership of the leased property to the lessee.

Income from equipment leases for the years ended March 31, 2001 were ¥234 million (\$1,889 thousand).

Pro forma information of leased property such as acquisition cost, accumulated depreciation, obligations under finance leases, depreciation expense of finance leases that do not transfer ownership of the leased property to the lessee on an "as if capitalized" basis for the years ended March 31, 2001 and 2000, was as follows:

[For Lessee]

	Millions of Yen		Thousands of U.S. Dollars
	2001	2000	
Machinery and equipment			2001
Acquisition cost	¥531	¥394	\$4,286
Accumulated depreciation	269	98	2,171
Net leased property	¥262	¥296	\$2,115

Obligations under finance leases:

	Millions of Yen		Thousands of U.S. Dollars
	2001	2000	2001
Due within one year	¥132	¥158	\$1,066
Due after one year	130	138	1,049
Total	¥262	¥296	\$2,115

[For Lessor]

	Millions of Yen	Thousands of U.S. Dollars
	2001	2000
Machinery and equipment		
Acquisition cost	¥906	\$7,312
Accumulated depreciation	453	423
Net leased property	¥453	\$3,656
Obligations under finance leases:		
Due within one year	¥175	\$1,412
Due after one year	329	2,656
Total	¥504	\$4,068

The amount of obligations under finance leases includes the imputed interest expense portion.

The interest income portion for property leased to customers is included in the above unearned lease income.

Depreciation expense, which is not reflected in the accompanying statements of income, computed by the straight-line method was ¥195 million (\$1,574 thousand)

and ¥81 million for the years ended March 31, 2001 and 2000, respectively.

Depreciation expense for property leased to customers which is reflected in the accompanying consolidated statements of income, computed by the straight-line method was ¥203 million (\$1,638 thousand) and ¥186 million for the years ended March 31, 2001 and 2000, respectively.

11. Commitments and contingent liabilities

Contingent liabilities at March 31, 2001 were as follows:

	Millions of Yen	Thousands of U.S. Dollars
Guarantees of bank loans to employees for housing	¥7,668	\$61,889

12. Shareholders' equity

The Japanese Commercial Code (the "Code") requires at least 50% of the issue price of new shares, with a minimum of the par value thereof, to be designated as stated capital as determined by resolution of the Board of Directors. Proceeds in excess of amounts designated as stated capital are credited to additional paid-in capital.

The Code also requires companies to appropriate from retained earnings to a legal reserve an amount equal to at

least 10% of all cash payments which are made as an appropriation of retained earnings until such reserve equals 25% of stated capital. The Company's reserve amount, which is included in retained earnings, totals ¥1,371 million (\$11,065 thousand) and ¥1,371 million as of March 31, 2001 and 2000, respectively, and is not available for dividends but may be used to reduce a deficit by resolution of shareholders.

Under the Code, the amount available for dividends is based on retained earnings as recorded on the Company's books. At March 31, 2001, retained earnings recorded on the Company's books were ¥60,368 million (\$487,232 thousand) which is available for future dividends subject to the approval of the shareholders and legal reserve requirements.

The Company may transfer portions of additional paid-in capital and a legal reserve to stated capital by resolution of the Board of Directors. The Company may also transfer portions of unappropriated retained earnings, available for dividends, to stated capital by resolution of the shareholders.

Under the Code, the Company may issue new common shares to existing shareholders without consideration as a

stock split pursuant to a resolution of the Board of Directors. The Company may make such a stock split to the extent that the aggregate par value of the shares outstanding after the stock split does not exceed the stated capital. However, the amount calculated by dividing the total amount of shareholders' equity by the number of outstanding shares after the stock split shall not be less than ¥50.

Dividends are approved by the shareholders at a meeting held subsequent to the fiscal year to which the dividends are applicable. Semiannual interim dividends may be paid upon resolution of the Board of Directors subject to certain limitations imposed by the Code. Year-end dividends are reflected in the consolidated statements of shareholders' equity when authorized.

13. Derivatives

The Company enters into foreign currency forward contracts to hedge foreign exchange risk associated with certain liabilities denominated in foreign currencies. The Company also enters into interest rate swap contracts to manage its interest rate exposures on long-term debt. Subsidiaries do not enter into derivatives transactions.

All derivative transactions are entered into to hedge interest and foreign currency exposures incorporated within the Company's business. Accordingly, market risk in these derivatives is basically offset by opposite movements in the value of hedged liabilities.

The Company had the following derivatives contracts outstanding at March 31, 2000:

	Contract Amount	Fair Value	Millions of Yen
Forward exchange contracts: Buying U.S.\$		¥1,333	¥1,354
Interest rate swaps: Fixed rate payment, floating rate receipt		6,000	(78)

Foreign currency forward contracts which qualify for hedge accounting for the year ended March 31, 2001 and such amounts which are assigned to the associated liabilities and are recorded on the balance sheet at March 31, 2001, are excluded from the disclosure of market value information.

Because the counterparties to these derivatives are limited to major international financial institutions and credible general trading companies, the company does not anticipate any losses arising from credit risk.

Derivative transactions entered into by the Company have been made in accordance with internal policies which regulate the authorization and credit limit amounts.

The contract or notional amounts of derivatives which are shown in the above table do not represent the amounts exchanged by the parties and do not measure the Company's exposure to credit or market risk.

14. Related party transactions

Transactions with Unisys Corporation and Mitsui & Co., Ltd. which are major shareholders of the Company for the years ended March 31, 2001 and 2000, were summarized as follows:

	Millions of Yen	Thousands of U.S. Dollars	
	2001	2000	2001
Sales:			
Unisys Corporation	¥ 1,601	¥ 208	\$ 12,922
Mitsui & Co., Ltd.	<u>3,001</u>	2,246	<u>24,221</u>
Total	<u>¥ 4,602</u>	<u>¥ 2,454</u>	<u>\$ 37,143</u>
Purchases:			
Unisys Corporation	¥19,053	¥22,458	\$153,777
Mitsui & Co., Ltd.	<u>32,059</u>	32,228	<u>258,749</u>
Total	<u>¥51,112</u>	<u>¥54,686</u>	<u>\$412,526</u>
Interest expenses:			
Mitsui & Co., Ltd.	¥ 262	¥ 277	\$ 2,115
Total	<u>¥ 262</u>	<u>¥ 277</u>	<u>\$ 2,115</u>

Transaction balances due to or from Unisys Corporation and Mitsui & Co., Ltd. at March 31, 2001 and 2000, were as follows:

	Millions of Yen	Thousands of U.S. Dollars	
	2001	2000	2001
Accounts receivable-trade:			
Unisys Corporation	¥ 1	¥ 184	\$ 8
Mitsui & Co., Ltd.	<u>981</u>	513	<u>7,918</u>
Total	<u>¥ 982</u>	<u>¥ 697</u>	<u>\$ 7,926</u>
Accounts payable-trade:			
Unisys Corporation	¥ 2,120	¥ 2,967	\$ 17,110
Mitsui & Co., Ltd.	<u>13,892</u>	15,763	<u>112,123</u>
Total	<u>¥16,012</u>	<u>¥18,730</u>	<u>\$129,233</u>
Long-term accounts payable- Mitsui & Co., Ltd.	<u>¥ 2,338</u>	<u>¥ 4,442</u>	<u>\$ 18,870</u>

15. Subsequent event

Appropriations of retained earnings - At the general shareholders' meeting held on June 27, 2001, the Company's shareholders approved the following appropriations of retained earnings:

	Millions of Yen	Thousands of U.S. Dollars	
Cash dividends, ¥3.75 (\$0.03) per share	¥411	\$3,317	
Bonuses to directors	50	404	

INDEPENDENT AUDITORS' REPORT

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**Deloitte
Touche
Tohmatsu**

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of
Nihon Unisys, Ltd.:

We have examined the consolidated balance sheets of Nihon Unisys, Ltd. and consolidated subsidiaries as of March 31, 2001 and 2000, and the related consolidated statements of income, shareholders' equity, and cash flows for the years then ended, all expressed in Japanese yen. Our examinations were made in accordance with auditing standards, procedures and practices generally accepted and applied in Japan and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the consolidated financial statements referred to above present fairly the financial position of Nihon Unisys, Ltd. and consolidated subsidiaries as of March 31, 2001 and 2000, and the results their operations and their cash flows for the years then ended in conformity with accounting principles and practices generally accepted in Japan applied on a consistent basis.

As described in Note 2, effective April 1, 2000, the consolidated financial statements have been prepared in accordance with new accounting standards for employees' retirement benefits and financial instruments and a revised accounting standard for foreign currency transactions.

Our examinations also comprehended the translation of Japanese yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made in conformity with the basis stated in Note 1. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

Deloitte Touche Tohmatsu
June 27, 2001

CORPORATE DATA

(as of March 31, 2001)

Name	Nihon Unisys, Ltd.	
Head Office	1-1, Toyosu 1-chome, Koto-ku, Tokyo 135-8560, Japan (Registered Head Office 17-51, Akasaka 2-chome, Minato-ku, Tokyo 107-0052, Japan)	
Established	March 29, 1958	
Capital	¥5,483 million	
Business Activities	<ol style="list-style-type: none">1. Sales and rentals of computer systems2. Sales and production of software3. Various system-related services4. Telecommunication business, information processing services and data base services5. Contracts, planning, executions and controls of constructions for building and installation of systems above, etc.	
Common Stock		
Authorized:	300,000,000 shares	
Issued:	109,663,524 shares	
Listing:	Tokyo Stock Exchange First Section	
Shareholders		
Number of Shareholders:	13,035	
Principal Shareholders:	Number of shares held	
Name	(thousands)	(%)
Mitsui & Co., Ltd.	30,524	27.84
Unisys Corporation	30,524	27.84
Japan Trustee Services Bank, Ltd. (Trust Account)	2,634	2.40
The Toyo Trust and Banking Company, Limited (Trust Account "A")	2,181	1.99
The Mitsubishi Trust and Banking Corporation (Retirement Benefit Trust Account: Mitsubishi Electric Corporation)	1,852	1.69
The Mitsubishi Trust and Banking Corporation (Trust Account)	1,783	1.63
Independently Operated Designated Money Trust Fiduciary: The Chuo Mitsui Trust and Banking Company, Limited Account 1	1,636	1.49
The Sakura Bank, Limited	1,185	1.08
The Chuo Mitsui Trust and Banking Company, Limited	1,175	1.07
Nihon Unisys Employees' Shareholding Society	1,153	1.05
Employees	5,300(Non consolidated basis)	
	*Number of employees on a consolidated basis was 9,157.	

Consolidated Subsidiaries

Company Name	Capital (\$ millions)	Equity held by Nihon Unisys (%)	Company Name	Capital (\$ millions)	Equity held by Nihon Unisys (%)
Nihon Unisys Supply, Ltd.	315	85	Hokkaido Soft Engineering Co., Ltd.	30	45
UNIADEX, Ltd.	200	100	Tohoku Soft Engineering Co., Ltd.	50	49
Nihon Unisys Software Kaisha, Ltd.	300	100	Chubu Soft Engineering Co., Ltd.	50	49
Nihon Unisys Information Systems, Ltd.	150	100	Kansai Soft Engineering Co., Ltd.	50	47
Soft Excel Co., Ltd.*	100	100	Hiroshima Soft Engineering Co., Ltd.	50	75
O.S. Engineering Co., Ltd.	50	100	Kyushu Soft Engineering Co., Ltd.	50	45
Nihon Unisys Business, Ltd.	20	100	International Systems Development Co., Ltd.	40	42.5

*Soft Excel Co., Ltd. changed its corporate name to Nihon Unisys Excelutions, Ltd. at April 1, 2001.

Board of Directors

(as of July 1, 2001)

Name	Title
Seiichi Shimada**#	President & CEO
Thomas K. Yam**#	Executive Vice President
Shoichi Kajikawa**#	Senior Executive Managing Director
Keiji Shiratori**#	Executive Managing Director
Makoto Motoike**#	Executive Managing Director
Zbigniew Nikiel**#	Executive Managing Director
Takashi Suzuki#	Managing Director
Koichi Kikumoto#	Managing Director
Hiidenori Suzuki#	Managing Director
Yasunori Fujita#	Managing Director
Tainen Hidaka#	Director
Takeshi Washio#	Director
Takahiro Hamada#	Director
Masanori Matsumori#	Director
Tsutomu Fukunaga#	Director
Nicholas J. Reiter#	Director
Jun Tashiro	Director
Yoshiyuki Izawa	Director
Motonori Saeki	Director
George R. Gazerwitz	Director
Leo C. Daiuto	Director
James L. Page	Director
Osamu Haruyama	Corporate Auditor
Tatsuo Toyama	Corporate Auditor
Minoru Sadayasu	Corporate Auditor

*Representative Director

**Corporate Officer

Naoya Kashiwagi	Corporate Officer
Fumio Horikawa	Corporate Officer
Yoichi Harada	Corporate Officer
Yoshikazu Niwa	Corporate Officer
Toshihiko Kato	Corporate Officer

Products & Services

Enterprise Servers

HMP IX Series
HMP NX/LX Series, etc.

Open Products

UNIX Servers, Workstations
Unisys e-@ction Enterprise
Server ES Series
Solution Server RX-7000 Series, etc.

Peripherals

Cash Disk Units
Japanese-language Printers
Network Products
Document Systems
Terminals for Various Industries, etc.

Software

Basic Software
Database Software
Network Software
Solution for Various Industries
EC-related Software
CRM Solution
ERP Solution
Various Open Software, etc.

Services

Consultation Services
System Engineering Services
Maintenance/Support Services
Education/Training Services
Network Integration Services
Desktop Services
Integrated Secure Services
Outsourcing Services
Application Service Provider
“asaban.com”
Facilities-related Services, etc.



Unisys e-@ction
Enterprise Server ES7000

<http://www.unisys.co.jp>



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