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# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM 6-K

**Report of Foreign Private Issuer** Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of November, 2007

Commission File Number: 000-11743

# WACOAL HOLDINGS CORP.

(Translation of Registrant's Name into English)

29, Nakajima-cho, Kisshoin, Minami-ku Kyoto, Japan (Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 40-F □ Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  $\square$ 

No ☑

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- N/A

K01453.SUB, DocName: 6-K, Doc: 1, Page: 2 Description: FORM 6-K [E/O]

CRC: 24429 EDGAR 2

# Wacoal Holdings Corp. Form 6-K

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| Signatura  | 5     |

EX-1 FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED MARCH 31, 2007 (U.S. ACCOUNTING STANDARDS)

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# Interim Financial Statements for the First Half of the Fiscal Year Ending March 31, 2008 (U.S. Accounting Standards)

On November 9, 2007, we released our interim financial statements for the first half of the fiscal year ending March 31, 2008. Attached as Exhibit 1 hereto is an English translation of the release.

#### CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

The attached interim financial statements for the first half of the fiscal year ending March 31, 2008, contain forward-looking statements that are based on our current expectations, assumptions, estimates and projections about our company, our industry and other relevant factors. The forward-looking statements are subject to various risks and uncertainties. These statements can be identified by the fact that they do not relate strictly to historical or current facts. The forward-looking statements discuss future expectations, identify strategies, contain projections of results of operations or of financial condition, or state other "forward-looking" information. Forward-looking statements are contained in the sections entitled "3. Forecast of Consolidated Results for the Fiscal Year Ending March 31, 2008 (April 1, 2007 to March 31, 2008)," and elsewhere in the attached financial statements and accompanying information.

Known and unknown risks, uncertainties and other factors could cause our actual results, performance or achievements to differ materially from those expressed or implied by any forward-looking statements contained in the attached financial statements and accompanying information. Among the factors that you should bear in mind as you consider any forward-looking statement are the following:

- the impact of weak consumer spending in Japan and our other markets on our sales and profitability;
- the impact on our business of anticipated continued weakness of department stores and other general retailers in Japan;
- our ability to successfully develop, manufacture and market products in Japan and our other markets that meet the changing tastes and needs of consumers, including younger women and mature women and to deliver high quality products;
- the highly competitive nature of our business and the strength of our competitors;
- our ability to successfully expand our network of our own specialty retail stores and achieve profitable operations at these stores;
- our ability to further develop our catalog and Internet sales capabilities;
- our ability to effectively manage our inventory levels;
- our ability to reduce costs by consolidating our activities in Japan, increasing our product sourcing and manufacturing in lower-cost countries such as China and Vietnam, and other efforts to reduce costs;
- effects of seasonality on our business and performance;
- risks related to conducting our business internationally, including political and economic instability, unexpected legal or regulatory changes, changes in tax laws, difficulties managing widespread operations, differing protection of intellectual property and public health crises;
- risks from acquisitions and other strategic transactions with third parties, including the difficulty of assimilating operations, technology
  and personnel of any acquired business and our ability to retain management, employees, customers and suppliers of any acquired
  business:
- the impact of weakness in the Japanese equity markets on our holdings of Japanese equity securities; and
- the impact of any natural disaster or epidemic on our business.

BOWNE INTEGRATED TYPESETTING SYSTEM
Name: WACOAL HOLDINGS CORP

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EDGAR 2

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The information contained in the section entitled "Item 3—Key Information—Risk Factors" of our Annual Report on Form 20-F for the fiscal year ended March 31, 2007, also identifies factors that could cause our actual results, performance or achievements to differ materially from those expressed or implied in any forward-looking statement contained in the attached financial statements and accompanying information. You should understand that it is not possible to predict or identify all such factors. Consequently, you should not consider the foregoing list or the information provided in our annual report to be a complete set of all such factors.

We undertake no obligation to update any forward-looking statements contained in the attached financial statements and accompanying information, whether as a result of new information, future events or otherwise.

BOWNE INTEGRATED TYPESETTING SYSTEM Site: BOWNE OF TOKYO Name: WACOAL HOLDINGS CORP

K01453.SUB, DocName: 6-K, Doc: 1, Page: 5 Description: FORM 6-K [E/O]

CRC: 64256 EDGAR 2 Phone: 813-5283-3300 Operator: BOM999999T Date: 9-NOV-2007 06:51:01.03 **BOM K01453 005.00.00.00 0/1** 

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## **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

WACOAL HOLDINGS CORP. (Registrant)

By: /s/ Ikuo Otani

Ikuo Otani

General Manager, Corporate Planning

Date: November 9, 2007

BOWNE INTEGRATED TYPESETTING SYSTEM Site: BOWNE OF TOKYO Name: \* Validation: N \* Lines: \* CRC: \*

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#### **EXHIBIT 1**

# Interim Financial Statements for the First Half of the Fiscal Year Ending March 31, 2008 (U.S. Accounting Standards)

November 9, 2007

Stock Exchanges: Tokyo, Osaka

URL: <a href="http://www.wacoal.co.jp/">http://www.wacoal.co.jp/</a>

Listed Company: Wacoal Holdings Corp.

Code Number: 3591

Representative: Position: Representative Director Name: Yoshikata Tsukamoto

For Inquiries: Position: General Manager, Corporate Planning

Name: Ikuo Otani Tel: (075) 682-1006

Schedule Date of Filing Semi-Annual Report: December 20, 2007

(Amounts less than 1 million yen have been rounded)

1. Consolidated Results for the Six-Month Period Ended September 30, 2007 (April 1, 2007 to September 30, 2007)

(1) Consolidated Business Results

(% indicates changes from the same period of the previous fiscal year)

|                        | Sales       |         | Operating Income |          | Pre-tax Income |             | Net Income  |        |
|------------------------|-------------|---------|------------------|----------|----------------|-------------|-------------|--------|
|                        | Million Yen | %       | Million Yen      | %        | Million Yen    | %           | Million Yen | %      |
| Six-Month Period Ended |             |         |                  |          |                |             |             |        |
| September 30, 2007     | 84,475      | 0.7     | 8,980            | (2.2)    | 10,199         | 5.7         | 1,875       | (69.9) |
| Six-Month Period Ended |             |         |                  |          |                |             |             |        |
| September 30, 2006     | 83,928      | 1.6     | 9,181            | 45.9     | 9,647          | <u>44.1</u> | 6,226       | 40.4   |
| Fiscal Year Ended      |             |         |                  |          |                |             |             |        |
| March 31, 2007         | 166,410     | <u></u> | 12,896           | <u>_</u> | 13,920         |             | 9,029       |        |

|   | Net income | Diffuted Net Earnings |
|---|------------|-----------------------|
|   | Per Share  | Per Share             |
|   | Yen        | Yen                   |
| Six-Month Period Ended September 30, 2007 | 13.34      | _                     |
| Six-Month Period Ended September 30, 2006 | 43.26      | <u>=</u>              |
| Fiscal Year Ended March 31, 2007          | 63.18      | _                     |

(Reference) Equity method investment income (loss):

Six-month period ended September 30, 2007: (3,943) million yen Six-month period ended September 30, 2006: 837 million yen Fiscal year ended March 31, 2007: 1,771 million yen

(2) Consolidated Financial Condition

|   | Total Assets | Total Shareholders' Equity | Total Shareholders' Equity Ratio | Shareholders' Equity<br>Per Share |
|---|--------------|----------------------------|----------------------------------|-----------------------------------|
|   | Million Yen  | Million Yen                | %                                | Yen                               |
| Six-Month Period Ended September 30, 2007 | 242,517      | 188,699                    | 77.8                             | 1,342.38                          |
| Six-Month Period Ended September 30, 2006 | 242,520      | 187,621                    | 77.4                             | 1,303.75                          |
| Fiscal Year ended March 31, 2007          | 250.266      | 193 278                    | 77.2                             | 1.374.89                          |

# (3) Consolidated Cash Flow Status

|   | Cash Flow from Operating Activities | Cash Flow provided by (used in) Investing Activities | Cash Flow provided by (used in) Financing Activities | Balance of Cash and<br>Cash Equivalents at<br>End of Year |
|---|-------------------------------------|--|--|---|
|   | Million Yen                         | Million Yen  | Million Yen  | Million Yen   |
| Six-Month Period Ended September 30, 2007 | 5,391                               | (1,429)  | (2,935)  | 20,849  |
| Six-Month Period Ended September 30, 2006 | 2,342                               | <u>(4,541</u> )                                      | 180  | 17,797  |
| Fiscal Year ended March 31, 2007          | 9,339                               | <u>(1,185</u> )                                      | (8,404)  | 19,816  |

#### 2. Status of Dividends

|   |              | Dividend Per Share |        |  |
|---|--------------|--------------------|--------|--|
|   | Interim      | Year-end           | Annual |  |
|   | Yen          | Yen                | Yen    |  |
| Fiscal Year Ended March 31, 2007              | <del>_</del> | 22.00              | 22.00  |  |
| Fiscal Year Ended March 31, 2008              | _            |                    | 25.00  |  |
| Fiscal Year Ending March 31, 2008 (Estimates) |              | 25.00              | 25.00  |  |

3. Forecast of Consolidated Results for the Fiscal Year Ending March 31, 2008 (April 1, 2007 to March 31, 2008)

(% indicates changes from the same period of the previous fiscal year)

|        | Sales       |     | Operating Income |     | Pre-tax Net Income |     | Net Income  |        | Income<br>Per Share |
|--------|-------------|-----|------------------|-----|--------------------|-----|-------------|--------|---------------------|
|        | Million Yen | %   | Million Yen      | %   | Million Yen        | %   | Million Yen | %      | Yen                 |
| Annual | 167,000     | 0.4 | 13,000           | 0.8 | 14,000             | 0.6 | 4,700       | (47.9) | 33.43               |

#### 4. Others

- (1) Changes in Significant Subsidiaries in Six-Month Period Ended September 30, 2007 (changes of specific subsidiaries causing change in consolidation criteria): None
  - (Note) For details, please see "Status of Corporate Group" on page 7.
- (2) Changes in Accounting Principles, Procedures and Indication Method Relevant in Preparing Interim Consolidated Financial Statements:
  - (i) changes due to modifications in accounting standards, etc.: Yes
  - (ii) changes other than (i) above: None

(Note) For details, please see "Basic Matters in Preparing Interim Consolidated Financial Statements" on page 16.

(3) Number of Issued Shares (Common Stock)

|       |  | Six-Month Period<br>Ended September 30,<br>2007 | Six-Month Period<br>Ended September 30,<br>2006 | Fiscal Year Ended<br>March 31, 2007 |
|-------|--|---|---|-------------------------------------|
| (i)   | Number of issued shares (including treasury stock) as of the end of: | 144,016,685 shares                              | 144,016,685 shares                              | 144,016,685 shares                  |
| (ii)  | Number of shares held as treasury stock as of the end of:            | 3,445,947 shares                                | 108,243 shares                                  | 3,440,116 shares                    |
| (iii) | Average number of shares during:                                     | 140,573,672 shares                              | 143,911,921 shares                              | 142,910,187 shares                  |

(Note) For the number of shares used in calculating the interim net income (consolidated) per share, please see "Per Share Information" on page 17.

(Reference) Summary of Non-Consolidated Results

(Amounts less than 1 million yen have been truncated.)

- 1. Non-Consolidated Results for the Six-Month Period Ended September 30, 2007 (April 1, 2007 to September 30, 2007)
  - (1) Non-Consolidated Business Results

(% indicates changes from the same period of the previous fiscal year)

|                        | Operating l | g Revenue Operating |             | Income Ordinary Income |             | ncome   | Net Inco    | me            |
|------------------------|-------------|---------------------|-------------|------------------------|-------------|---------|-------------|---------------|
|                        | Million Yen | %                   | Million Yen | %                      | Million Yen | %       | Million Yen | %             |
| Six-Month Period Ended |             |                     |             |                        |             |         |             |               |
| September 30, 2007     | 4,023       | 72.5                | 2,033       | _                      | 2,127       | 949.1   | (2,386)     | _             |
| Six-Month Period Ended |             |                     |             |                        |             |         |             |               |
| September 30, 2006     | 2,331       | <u>(96.6</u> )      | 129         | <u>(97.3)</u>          | 202         | (96.7)  | 208         | <u>(93.6)</u> |
| Fiscal Year Ended      |             |                     |             |                        |             |         |             |               |
| March 31, 2007         | 6,005       |                     | 1,570       | <u></u>                | 2,132       | <u></u> | 1,516       |               |

BOWNE INTEGRATED TYPESETTING SYSTEM Site: BOWNE OF TOKYO Name: WACOAL HOLDINGS CORP

Name: WACOAL HOLDINGS CORP K01453.SUB, DocName: EX-1, Doc: 2, Page: 3 Description: EXHIBIT 1 [E/O]

CRC: 5265 EDGAR 2 Phone: 813-5283-3300 Operator: BOM99999T Date: 9-NOV-2007 06:51:01.03 **BOM K01453 701.00.03.00 0/1** 

|   | Net Income<br>Per Share |
|---|-------------------------|
|   | Yen                     |
| Six-Month Period Ended September 30, 2007 | (16.97)                 |
| Six-Month Period Ended September 30, 2006 | 1.44                    |
| Fiscal Year Ended March 31, 2007          | 10.60                   |

BOWNE INTEGRATED TYPESETTING SYSTEM
Site: BOWNE OF TOKYO
Name: WACOAL HOLDINGS CORP

K01453.SUB, DocName: EX-1, Doc: 2, Page: 4 Description: EXHIBIT 1 [E/O] CRC: 33576 EDGAR 2

: 813-5283-3300 Operator: BOM99999T Date: 9-NOV-2007 06:51:01.03 **BOM K01453 701.00.04.00 0/1** 

#### (2) Non-Consolidated Financial Condition

|   | Total Assets | Net Assets  | Capital-to-Asset Ratio | Net Asset per Share |
|---|--------------|-------------|------------------------|---------------------|
|   | Million Yen  | Million Yen | %                      | Yen                 |
| Six-Month Period Ended September 30, 2007 | 143,374      | 139,966     | 97.6                   | 995.69              |
| Six-Month Period Ended September 30, 2006 | 154,606      | 149,235     | 96.5                   | 1,037.01            |
| Fiscal Year Ended March 31, 2007          | 150,325      | 145,434     | <u>96.7</u>            | 1,034.56            |

(Note) Equity Capital: As of the end of the six-month period ended September 30, 2007: 139,966 million yen As of the end of the six-month period ended September 30, 2006: 149,235 million yen As of the end of the fiscal year ended March 31, 2007: 145,434 million yen

<sup>\*</sup> The foregoing estimates are made based on information available as of the date this data was released, and actual results may differ from estimates due to various factors arising in the future. Please refer to page 5 for information relating to the estimates.

CRC: 21406 EDGAR 2 : 813-5283-3300 Operator: BOM99999T Date: 9-NOV-2007 06:51:01.03 **BOM K01453 701.00.05.00 0/1** 

#### QUALITATIVE INFORMATION / FINANCIAL STATEMENTS

#### 1. Business Results

#### (1) Business Results

During the six-month period ended September 30, 2007, the Japanese economy generally moved from recovery to gradual expansion, with improved corporate profits and a steady improvement in consumer spending. Overseas economies generally showed recovery, while recovery in the U.S. market remained modest.

Business results in the women's fashion industry were generally weak, with many companies, including department stores, mass merchandisers, and other types of enterprises, experiencing a slump due to low temperatures in early spring and a heat wave with record high temperatures across Japan which affected domestic retailers in general. In this context, our group (primarily Wacoal Corporation, our core operating entity) sought to improve the strength of its products and endeavored to develop products focused on consumer needs.

With respect to the Wacoal brand business department of Wacoal Corporation, LALAN, our new campaign brassiere which was launched in spring, showed a favorable sales performance. We launched LALAN this spring in order to expand brassiere sales, which experienced stagnant sales in recent years, by changing its lagging brand image among younger generations who have a high sensitivity towards fashion, as well as expanding the age group of customers and increasing their average age. This product earned a high reputation from consumers for its high quality and reliability. The product itself boasts an unprecedented unique design offered in various sizes to meet the needs of all bust sizes, and is developed and promoted based on the senses rather than a promotion centered on functionality. This new campaign became more widespread among consumers in addition to our existing consumers and LALAN continued to show steady performance, which helped to halt the decline in overall brassiere sales. We experienced favorable sales in Trefle, our luxury brand product, Gra-P, our high value added brand product which targets the middle-aged and senior markets, as well as in our personal wear merchandise department handling pajamas and gowns.

We increased demand for our new undergarments for the lower body from July 2005 with the launch of Hip Walker and *Onaka* Walker from our new brand category Style Science. Now that the products are in their repurchase period (over two years from the launch of the products), we have launched *Onaka* Walker Light Type to trigger new demand. However, the sales were far below the amount sold in the previous fiscal year due to the effect of the heat wave. Furthermore, due to stagnant sales of Parfage, which is sold in department stores, and La Vie Aisee, which targets the middle-aged and senior markets, the overall sales of the Wacoal brand business department were below the results from the previous fiscal year.

In our Wing brand business department, business results for our core brassieres were generally weak. Also, the sales of Style Up Pants from the Style Science series have lost momentum since summer, and were below the results of the previous fiscal year. On the other hand, sales of girdles and functional body suits aimed at married women and comfortable undergarments for humid summer days had favorable sales. In July, we launched Kirei, a new brand mainly targeting consumers in their forties, which is the main consumer segment of chain stores, and achieved steady performance, as was expected. Our Wing brand business department has launched a new brand for the first time in ten years. Although this is on a small scale, Bros, one of our men's innerwear brands which targets chain store consumers, is having favorable sales and DAMS, which targets consumer segment of department stores, is gradually developing new outlets. Although our core brassiere and Style Up Pants did not perform well, the overall business results in our Wing brand business department have achieved the initial sales plan supplemented by the results of other product categories.

Our SPA (retail store) business includes such stores as Une Nana Cool, which is operated as an independent subsidiary; Amphi, SUBITO and Sur la Plage, which are direct retail stores of Wacoal Corp.; as well as the outlet Wacoal Factory Store. Sales have exceeded the annual plan and are basically doing well. Une Nana Cool, our subsidiary, achieved a business surplus for the first time since the launch of its business. Although there were varied results among other brands, our SPA business has not yet generated an overall profit.

Although sales increased only slightly in our catalog sales business, as a result of suspending underperforming media, we have eliminated the business deficit that existed as of September 30, 2006 and restored profitability.

In our Wellness business, sales of our main sports conditioning wear product, CW-X, performed below the results of the prior fiscal year due to an increase in returned goods caused by the stagnant autumn and winter season during the prior fiscal year and a decrease in sales followed by inventory adjustment. Meanwhile, sales through new sales channels, such as television shopping, drug stores and variety shops, gradually increased in impact, which offset the drop in sales of CW-X and helped maintain the same level of performance as the same period in the previous fiscal year.

Our semi-order innerwear business Dublevé was split off from Wacoal Corporation during the prior fiscal year and is currently developing as Wacoal Dublevé Corp. Its sales, however, remained flat due to a large decline in the number of orders received during the actual sales period in the summer and a failure to attract new customers as well as a decline in the unit price per customer.

With regard to our overseas business, business in China continued on an upward trend. This is the result of implementing a control system for production and sales which helped clear inventory and led to an expansion in sales and an improvement in revenue. Taking

AFTA (ASEAN Free Trade Area) into consideration, we maintained regional collaboration in designing and producing a common line of products, and in March 2007, we launched our new brand Sorciage in Singapore, Indonesia, Malaysia and the Philippines, aimed at young career women. Although sales in these countries are not a level significant enough to contribute to our overall business results, they are actively continuing in their efforts to attain future growth as a new local brand. The strong performance of upscale department stores and an increase of business with mid-level department stores, which are strengthening their high level product ranges, significantly increased sales in the U.S. market during the prior fiscal year. However, sales during this six-month period maintained a slight increase after a slow down in opening new stores. On the other hand, profits were below the results from the prior fiscal year due to an increase in expenses in connection with strengthening the sales force followed by the expansion of stores.

During this six-month period, we recorded 4,694 million yen in impairment losses in relation to the intangible assets of Peach John Co., Ltd., an affiliate with which we formed a business and capital alliance during the prior fiscal year, as a decrease under equity in net income of affiliated companies. As a result of the catalogue sales industry currently being in a business structure transition stage in tandem with the spread of sales by Internet and cell-phone, we have reevaluated large investments in information systems to build a system that corresponds to such changes, while we prepare a solid business plan for the coming five years.

As a result, sales for the six-month period ended September 30, 2007 were 84,475 million yen, a 0.7% increase compared to the same period in the previous fiscal year.

The operating income for the six-month period ended September 30, 2007 was 8,980 million yen, a 2.2% decrease compared to the same period in the previous fiscal year.

Pre-tax net income for the six-month period ended September 30, 2007 was 10,199 million yen (a 5.7% increase compared to the same period in the previous fiscal year), and net income for the same period was 1,875 million yen (a 69.9% decrease compared to the same period in the previous fiscal year).

By business category, sales of textile goods and related products in the six-month period ended September 30, 2007 was 76,993 million yen, a 1.0% increase compared to the same period of the previous fiscal year. Other sales during the six-month period ended September 30, 2007 amounted to 7,482 million yen, a 3.1% decrease compared to the same period of the previous fiscal year.

By location, Japan represented 71,142 million yen, accounting for 84.2% of group sales, whereas Asia accounted for 4.7% and Europe and the United States accounted for 11.1%.

Regarding our forecast for the fiscal year ending March 31, 2008, although we expect a gradual expansion of the economy, sales of autumn products in the women's fashion apparel domestic industry remain stagnant due to the effect of late summer heat. The U.S. market is unclear due to financial market turmoil, in addition to signs of a slowdown, and we are concerned of such effects on our business. The economies in most of the Asian countries are performing steadily and economic expansion is expected to continue.

As for operating results, while our efforts in renovating our brand image in order to strengthen existing businesses are effective, we are also aiming to expand sales and profits by reducing costs to build a high-profit structure.

Our target for the fiscal year ending March 31, 2008 is to achieve sales of 167,000 million yen, operating income of 13,000 million yen, pretax net income of 14,000 million yen, and net income of 4,700 million yen.

#### (2) Financial Condition

Although net income decreased compared to the same period in the previous fiscal year, cash flow from operating activities during the sixmonth period ended September 30, 2007 was 5,391 million yen, an increase of 3,049 million yen compared to the same period in the previous fiscal year due to an increase under equity in net income of affiliated companies (after dividends income).

Cash flow used in investing activities amounted to an expenditure of 1,429 million yen, due to the acquisition of marketable securities.

Cash flow used in financing activities included an expenditure of 2,935 million yen due to dividend payments.

The balance of cash and cash equivalents as of September 30, 2007, calculated by deducting the effect of exchange rates from the total above, was 20,849 million yen, a 1,033 million yen increase compared to the same period in the previous fiscal year.

Free cash flow, which was calculated by subtracting the amount of capital investment from the cash flow from operating activities, amounted to 4,505 million yen.

#### Trends in certain cash-flow indicators

|  | Fiscal Year<br>ended<br>March 31, 2004 | Fiscal Year<br>ended<br>March 31, 2005 | Fiscal Year<br>ended<br>March 31, 2006 | Fiscal Year<br>ended<br>March 31, 2007 | Six-Month Period<br>ended<br>September 30, 2007 |
|--|--|--|--|--|---|
| Equity ratio (%)                           | 76.0                                   | 77.7                                   | 77.0                                   | 77.2                                   | 77.8  |
| Equity ratio based on the market value (%) | 67.9                                   | 90.6                                   | 95.0                                   | 83.9                                   | 81.8  |
| Debt redemption years (years)              | 0.8                                    | 3.3                                    | 8.9                                    | 0.6                                    | 1.1   |
| Interest coverage ratio (times)            | 45.6                                   | 24.1                                   | 12.8                                   | 133.4                                  | 128.4   |

Equity ratio = shareholders' equity/total assets

Equity ratio based on the market value = aggregate market value of shareholders' equity/total assets

Debt redemption years = interest-bearing debt/cash flow from operating activities

Interest coverage ratio = cash flow from operating activities/interest payment

Interest payment = "cash payment/interest" as described in the supplemental information to the consolidated cash flow statements

(3) Basic Policy Regarding Distribution of Profits and Dividends for Fiscal Years ending March 31, 2008 and 2009

Our basic policy regarding the distribution of profits to our shareholders is to pay steady dividends and increase our earnings per share, while giving due consideration to the improvement of corporate value through active investments that will result in increased profitability. As for retained earnings, in light of the improvement of our corporate value, we have actively invested in developing new SPA stores (specialty retailers of private label apparel), developing new points of contact with customers and actively investing in overseas businesses. We are also concentrating on new business investments, such as entry into new markets, strategic business alliances and M&A activities. We hope that these efforts will benefit our shareholders by improving future profitability. We also intend to acquire treasury stocks from time to time and we will try to improve capital efficiency and return profits to our shareholders.

The dividend payable for this fiscal year will be 25.00 yen per share, as previously announced.

(4) Risk Factors

There is no material change in the context of risk factors as disclosed in the Annual Securities Report filed for the fiscal year ended March 31, 2007 and we will therefore omit the disclosure of risk factors in the present report.

The Annual Securities Report disclosing such risk factors can be found at the following website:

(Company Website)

http://www.wacoalholdings.jp/ir/library.html

#### 2. Status of Corporate Group

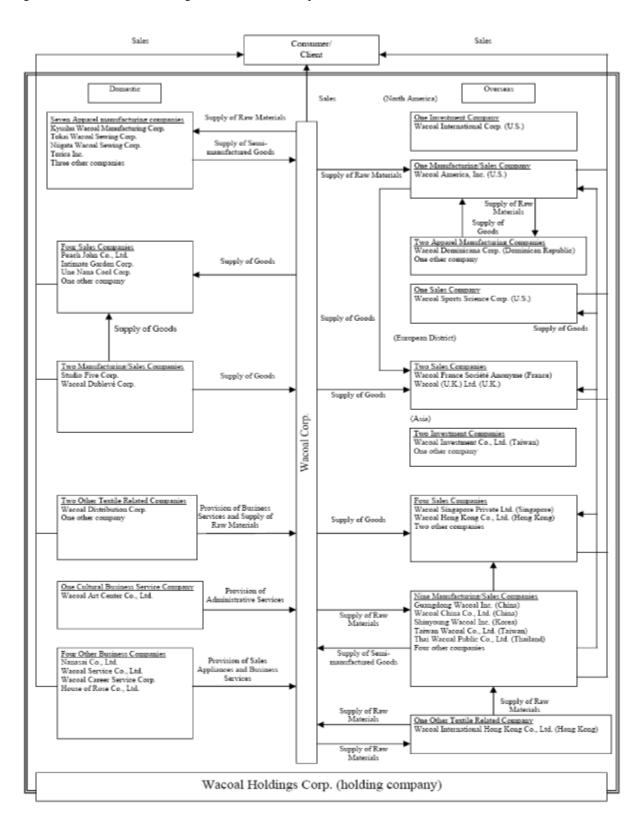
Our corporate group consists of Wacoal Holdings Corp. (the "Company"), 35 subsidiaries and 9 affiliates, and is principally engaged in the manufacture and wholesale distribution of innerwear (primarily women's foundation wear, lingerie, nightwear and children's underwear), outerwear, sportswear, and other textile goods and related products, as well as the wholesale and direct sale of certain products to consumers. Our corporate group also conducts business in the restaurant, culture, services, and interior design businesses.

Segment information and a summary of the various companies that make up our corporate group are as follows.

| Business Segment                      | Operating Segment                         |          | Major Affiliated Companies  |  |
|---------------------------------------|---|----------|---|--|
| Textile Goods and<br>Related Products | Manufacturing<br>and Sales<br>Companies   | Domestic | Wacoal Corporation Studio Five Corp. One other company  | (Total: 3 Companies)                       |
|                                       |   | Overseas | Wacoal America, Inc., Wacoal China Co., Ltd. Shinyoung Wacoal Inc. (South Korea) Taiwan Wacoal Co., Ltd. Thai Wacoal Public Co., Ltd. Three other companies | (Total: 8 Companies)                       |
|                                       | Sales Companies                           | Domestic | Peach John Co., Ltd. Intimate Garden Corp. Une Nana Cool Corp. One other company  | (Total: 6 Companies)                       |
|                                       |   | Overseas | Wacoal Singapore Private Ltd. Wacoal Hong Kong Co., Ltd. Wacoal France Société Anonyme Wacoal (UK) Ltd. Three other companies                               | (Total: 4 Companies)                       |
|                                       | Apparel<br>Manufacturers                  | Domestic | Kyushu Wacoal Sewing Corp. Tokai Wacoal Sewing Corp. Niigata Wacoal Sewing Corp. Torica Inc. Three other companies  | (Total: 7 Companies)  (Total: 7 Companies) |
|                                       |   | Overseas | Wacoal Dominicana Corp. (Dominican Republic)<br>Guandong Wacoal Inc.<br>Two other companies   | (Total: 4 Companies)                       |
|                                       | Other Textile<br>Related<br>Companies     | Domestic | Wacoal Distribution Corp. One other company   | · · · · · ·                                |
|                                       |   | Overseas | Wacoal International Hong Kong Co., Ltd.  | (Total: 2 Companies) (Total: 1 Company)    |
| Others                                | Cultural Business<br>Service<br>Companies | Domestic | Wacoal Corporation<br>Wacoal Art Center Co., Ltd.   | (Total: 2 Companies)                       |
|                                       | Other Business<br>Companies               | Domestic | Wacoal Corporation Nanasai Co., Ltd. Wacoal Service Co., Ltd. Wacoal Career Service Corp. House of Rose Co., Ltd.   | (Total: 5 Companies)                       |
|                                       |   | Overseas | Wacoal International Corp. (U.S.) Wacoal Investment Co., Ltd. (Taiwan) One other company  | (Tourn's Companies)                        |
|                                       |   |          |   | (Total: 3 Companies)                       |

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The following is a business distribution diagram of the above companies:



BOWNE INTEGRATED TYPESETTING SYSTEM Site: BOWNE OF TOKYO Name: WACOAL HOLDINGS CORP

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#### 3. Management Policies

We will omit the disclosure on the following matters because no material change has arisen as to the information in the March 2007 Financial Statements (disclosed on May 10, 2007):

- (1) Basic Business Policy
- (2) Measures for Business Targets
- (3) Our Medium- and Long-Term Business Strategy
- (4) Issues to Address

The March 2007 Financial Statements describing the information on above matters can be found at the following website:

(Company Website)

 $\underline{http://www.wacoalholdings.jp/ir/financial\_results.html}$ 

(TSE Website (search engine for information on listed companies) <a href="http://www.tse.or.jp/listing/compsearch/index.html">http://www.tse.or.jp/listing/compsearch/index.html</a>

# 4. Consolidated Interim Financial Statements

# (1) Consolidated Interim Balance Sheets (Unaudited)

| Accounts                            | As of September 30, 2007 | As of March 31, 2007                  | Amount<br>Increased/(Decreased) | As of September 30, 2006 |
|-------------------------------------|--------------------------|---------------------------------------|---------------------------------|--------------------------|
| (Assets)                            | Million Yen              | Million Yen                           | Million Yen                     | Million Yen              |
| I. Current assets                   |                          |                                       |                                 |                          |
| Cash and cash equivalents           | 12,585                   | 10,613                                | 1,972                           | 8,533                    |
| Time deposits and certificates of   |                          |                                       |                                 |                          |
| deposit                             | 8,264                    | 9,203                                 | (939)                           | 9,264                    |
| Marketable securities               | 14,919                   | 14,392                                | 527                             | 20,004                   |
| Receivables                         |                          |                                       |                                 |                          |
| Trade notes                         | 463                      | 550                                   | (87)                            | 534                      |
| Trade accounts                      | 26,241                   | 22,882                                | 3,359                           | 27,197                   |
|                                     | 26,704                   | 23,432                                | 3,272                           | 27,731                   |
| Allowance for returns and           |                          |                                       |                                 |                          |
| doubtful receivables                | (3,083)                  | (2,979)                               | (104)                           | (3,435)                  |
|                                     | 23,621                   | 20,453                                | 3,168                           | 24,296                   |
| Inventories                         | 30,504                   | 30,199                                | 305                             | 29,112                   |
| Deferred income taxes               | 5,198                    | 4,980                                 | 218                             | 5,164                    |
| Other current assets                | 1,376                    | 3,075                                 | (1,699)                         | 2,265                    |
| Total current assets                | 96,467                   | 92,915                                | 3,552                           | 98,638                   |
| II. Property, plant and equipment   |                          |                                       |                                 |                          |
| Land                                | 20,817                   | 20,874                                | (57)                            | 20,827                   |
| Buildings and building improvements | 58,535                   | 59,168                                | (633)                           | 58,897                   |
| Machinery and equipment             | 14,247                   | 14,179                                | 68                              | 13,885                   |
| Construction in progress            | 27                       | 472                                   | (445)                           | 315                      |
|                                     | 93,626                   | 94,693                                | (1,067)                         | 93,924                   |
| Accumulated depreciation            | (41,528)                 | (41,911)                              | 383                             | (41,146)                 |
| Net property, plant and equipment   | 52,098                   | 52,782                                | (684)                           | 52,778                   |
| III. Other assets                   | <i>'</i>                 | , , , , , , , , , , , , , , , , , , , |                                 | ,<br>                    |
| mr. Omer assets                     |                          |                                       |                                 |                          |
| Investments in affiliates           | 30,411                   | 34,012                                | (3,601)                         | 31,906                   |
| Investments                         | 47,761                   | 54,117                                | (6,356)                         | 50,315                   |
| Prepaid pension expense             | 6,248                    | 7,089                                 | (841)                           |                          |
| Deferred income taxes               | 1,060                    | 1,048                                 | 12                              | 768                      |
| Lease deposits and other            | 8,472                    | 8,303                                 | 169                             | 8,115                    |
| Total other assets                  | 93,952                   | 104,569                               | (10,617)                        | 91,104                   |
| Total Assets                        | 242,517                  | 250,266                               | (7,749)                         | 242,520                  |

(Note) Increase or decrease shows the difference between the six-month period ended September 30, 2007 and the previous fiscal year.

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| Accounts  | As of September 30, 2007 | As of March 31, 2007 | Amount<br>Increased/<br>(Decreased)          | As of September 30,<br>2006 |
|---|--------------------------|----------------------|--|-----------------------------|
| (Liabilities and Shareholders' equity)                  | Million Yen              | Million Yen          | Million Yen                                  | Million Yen                 |
| I. Current Liabilities                                  |                          |                      |  |                             |
| Short-term bank loans                                   | 6,014                    | 5,822                | 192  | 9,346                       |
| Notes and accounts payable                              |                          |                      |  |                             |
| Trade notes   | 1,479                    | 1,503                | (24)   | 1,778                       |
| Trade accounts  | 10,355                   | 10,536               | (181)  | 11,484                      |
|   | 11,834                   | 12,039               | (205)  | 13,262                      |
| Accounts payable  | 3,955                    | 6,900                | (2,945)                                      | 4,555                       |
| Accrued payroll and bonuses                             | 6,111                    | 6,416                | (305)  | 5,916                       |
| Income taxes payable                                    | 3,292                    | 1,378                | 1,914  | 746                         |
| Current portion of long-term debt                       | 50                       | 51                   | (1)  | 54                          |
| Other current liabilities                               | 2,847                    | 2,262                | 585  | 2,765                       |
| Total current liabilities                               | 34,103                   | 34,868               | (765)  | 36,644                      |
| II. Long-term liabilities                               |                          |                      |  |                             |
| Long-term debt  | 95                       | 111                  | (16)   | 130                         |
| Liability for termination and refinement benefits       | 1,937                    | 2,072                | (135)  | 3,401                       |
| Deferred income taxes                                   | 14,370                   | 16,959               | (2,589)                                      | 11,935                      |
| Other long-term liabilities                             | 835                      | 517                  | 318  | 373                         |
| Total long-term liabilities                             | 17,237                   | 19,659               | (2,422)                                      | 15,839                      |
| (Minority Interests)                                    |                          |                      |  |                             |
| Minority interests                                      | 2,478                    | 2,461                | 17   | 2,416                       |
| (Shareholders' Equity)                                  |                          |                      |  |                             |
| I. Common stock   | 13,260                   | 13,260               | _  | 13,260                      |
| II. Additional paid-in capital                          | 25,242                   | 25,242               | _  | 25,242                      |
| III. Retained earnings                                  | 139,448                  | 140,666              | (1,218)                                      | 137,863                     |
| IV. Accumulated other comprehensive income (loss)       | ,                        | ,                    | , , ,  | ,                           |
| Foreign currency translation adjustments                | 2,295                    | 716                  | 1,579  | (811)                       |
| Unrealized gain/(loss) on securities                    | 10,724                   | 14,428               | (3,704)                                      | 12,196                      |
| Pension liability adjustments                           | 2,902                    | 4,130                | (1,228)                                      | _                           |
| V. Less treasury stock at cost                          | (5,172)                  | (5,164)              | (8)  | (129)                       |
| Total shareholders' equity                              | 188,699                  | 193,278              | (4,579)                                      | 187,621                     |
| Total liabilities, minority interests and shareholders' | <del></del>              |                      | <u>~</u>                                     |                             |
| equity  | 242,517                  | 250,266              | (7,749)                                      | 242,520                     |
| 1 -   | <del>7 /</del>           |                      | <u>(,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u> |                             |

(Note) Increase or decrease shows the difference between the six-month period ended September 30, 2007 and the previous fiscal year.

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# (2) Consolidated Interim Statements of Income (Unaudited)

| Accounts                       | Six-Month Pe<br>September |       | Six-Month Pe<br>September |       | Amount<br>Increased/<br>(Decreased) | Fiscal Year Ended<br>March 31, 2007 |       |
|--------------------------------|---------------------------|-------|---------------------------|-------|-------------------------------------|-------------------------------------|-------|
|                                | Million Yen               | %     | Million Yen               | %     | Million Yen                         | Million Yen                         | %     |
| I. Net Sales                   | 84,475                    | 100.0 | 83,928                    | 100.0 | 547                                 | 166,410                             | 100.0 |
| II. Operating costs and        |                           |       |                           |       |                                     |                                     |       |
| expenses (income)              |                           |       |                           |       |                                     |                                     |       |
| Cost of sales                  | 41,550                    | 49.2  | 41,488                    | 49.5  | 62                                  | 84,658                              | 50.9  |
| Selling, general and           |                           |       |                           |       |                                     |                                     |       |
| administrative                 | 33,945                    | 40.2  | 33,259                    | 39.6  | 686                                 | 68,856                              | 41.4  |
| Total operating costs and      |                           |       |                           |       |                                     |                                     |       |
| expenses                       | 75,495                    | 89.4  | 74,747                    | 89.1  | 748                                 | 153,514                             | 92.3  |
| Operating income               | 8,980                     | 10.6  | 9,181                     | 10.9  | (201)                               | 12,896                              | 7.7   |
| III. Other income (expenses)   | - ,                       |       | -, -                      |       |                                     | ,                                   |       |
| Interest income                | 131                       | 0.2   | 102                       | 0.1   | 29                                  | 236                                 | 0.1   |
| Interest expense               | (42)                      | (0.0) | (37)                      | (0.0) | (5)                                 | (73)                                | (0.0) |
| Dividend income                | 372                       | 0.4   | 332                       | 0.4   | 40                                  | 603                                 | 0.4   |
| Gain on sale or exchange of    |                           |       |                           |       |                                     |                                     |       |
| marketable securities and      |                           |       |                           |       |                                     |                                     |       |
| investments                    | 651                       | 0.8   | _                         | _     | 651                                 | 406                                 | 0.3   |
| Impairment charges on          |                           |       |                           |       |                                     |                                     |       |
| investments                    | (9)                       | (0.0) | (7)                       | (0.0) | (2)                                 | (365)                               | (0.2) |
| Other — net                    | 116                       | 0.1   | <u>76</u>                 | 0.1   | 40                                  | 217                                 | 0.1   |
| Total other income, net        | 1,219                     | 1.5   | 466                       | 0.6   | 753                                 | 1,024                               | 0.7   |
| Income before income taxes,    |                           |       |                           |       |                                     |                                     |       |
| equity in net income of        |                           |       |                           |       |                                     |                                     |       |
| affiliated companies and       |                           |       |                           |       |                                     |                                     |       |
| minority interests             | 10,199                    | 12.1  | 9,647                     | 11.5  | 552                                 | 13,920                              | 8.4   |
| Income taxes                   | <u> </u>                  |       |                           |       |                                     |                                     |       |
| Current                        | 3,840                     | 4.5   | 1,103                     | 1.3   | 2,737                               | 2,874                               | 1.7   |
| Deferred                       | 466                       | 0.6   | 3,031                     | 3.6   | (2,565)                             | 3,628                               | 2.2   |
| Total income taxes             | 4,306                     | 5.1   | 4,134                     | 4.9   | 172                                 | 6,502                               | 3.9   |
| Income before equity in net    | .,,,,,                    |       |                           |       |                                     |                                     |       |
| income of affiliated           |                           |       |                           |       |                                     |                                     |       |
| companies and minority         |                           |       |                           |       |                                     |                                     |       |
| interests                      | 5,893                     | 7.0   | 5,513                     | 6.6   | 380                                 | 7,418                               | 4.5   |
| Equity in net income (loss) of | 2,373                     | 7.0   | 2,213                     | 0.0   | 200                                 | ,,,,,                               | 1.5   |
| affiliated companies           | (3,943)                   | (4.7) | 837                       | 1.0   | (4,780)                             | 1,771                               | 1.0   |
| Minority interests             | (75)                      | (0.1) | (124)                     | (0.2) | 49                                  | (160)                               | (0.1) |
| Net income                     | 1,875                     | 2.2   | 6,226                     | 7.4   | $\overline{(4,351)}$                | 9,029                               | 5.4   |
| Earnings per share             | 13.34                     |       | 43.26                     |       | (1,551)                             | 63.18                               |       |
| Lamings per snare              | 13.34                     |       | 43.40                     |       |                                     | 03.10                               |       |

(Note) Increase or decrease shows the difference between the six-month period ended September 30, 2007 and the six-month period ended September 30, 2006.

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# (3) Consolidated Statements of Comprehensive Interim Income (Unaudited)

| Accounts  I. Net income II. Other comprehensive income (loss), — net of tax | Six-Month Period Ended<br>September 30, 2007<br>Million Yen<br>1,875 | Six-Month Period Ended<br>September 30, 2006<br>Million Yen<br>6,226 | Amount Increased/(Decreased) Million Yen (4,351) | Fiscal Year Ended March 31, 2007 Million Yen 9,029 |
|---|--|--|--|--|
| Foreign currency translation adjustments                                    | 1,579  | (75)   | 1,654  | 1,452  |
| Unrealized gains (losses) on securities                                     | (3,704)  | (2,115)  | (1,589)  | 117  |
| Minimum pension liability   | <u>(1,228</u> )  | <u></u>  | (1,228)  | <u></u>  |
| Other comprehensive income (loss)   | (3,353)  | (2,190)  | <u>(1,163</u> )                                  | 1,569  |
| Interim Comprehensive income (loss)   | (1,478)  | 4,036  | (5,514)  | 10,598   |

(Note) Increase or decrease shows the difference between the six-month period ended September 30, 2007 and the six-month period ended September 30, 2006.

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## (4) Consolidated Statements of Interim Shareholders' Equity (Unaudited)

Six-Month Period Ended September 30, 2007

| _   | Shares of outstanding common stock | Common Stock | Additional<br>Paid-in<br>Capital | Retained Earnings | Accumulated other comprehensive income | Treasury stock |
|---|------------------------------------|--------------|----------------------------------|-------------------|--|----------------|
| 7 1 1 1 2007  | Thousand                           | Million Yen  | Million Yen                      | Million Yen       | Million Yen                            | Million Yen    |
| Balance, April 1, 2007  | 140,577                            | 13,260       | 25,242                           | 140,666           | 19,274                                 | (5,164)        |
| Net income  |                                    |              |                                  | 1,875             |  |                |
| Other comprehensive income  |                                    |              |                                  |                   | (2,125)                                |                |
| Cash dividends paid (22.0 yen per share)  |                                    |              |                                  | (3,093)           |  |                |
| Repurchase of treasury stock  | (6)                                |              |                                  |                   |  | (8)            |
| Pension liability adjustment  |                                    |              |                                  |                   | (1,228)                                | · /            |
| As of September 30, 2007  | 140,571                            | 13,260       | 25,242                           | 139,448           | 15,921                                 | (5,172)        |
| Six-Month Period Ended Sept   | tember 30, 2006                    |              |                                  |                   |  |                |
|   | Shares of outstanding common stock | Common Stock | Additional<br>Paid-in<br>Capital | Retained Earnings | Accumulated other comprehensive income | Treasury stock |
|   | Thousand                           | Million Yen  | Million Yen                      | Million Yen       | Million Yen                            | Million Yen    |
| Balance, April 1, 2006  | 143,916                            | 13,260       | 25,242                           | 134,515           | 13,575                                 | (117)          |
| Net income  |                                    |              |                                  | 6,226             |  |                |
| Other comprehensive loss  |                                    |              |                                  |                   | (2,190)                                |                |
| Cash dividends paid (20.0 year per share)   | 1                                  |              |                                  | (2,878)           |  |                |
| Repurchase of treasury stock  | (8)                                |              |                                  |                   |  | (12)           |
| As of September 30, 2006  | 143,908                            | 13,260       | 25,242                           | 137,863           | 11,385                                 | (129)          |
| Fiscal Year Ended March 31,   | 2007                               |              |                                  |                   |  |                |
|   | Shares of outstanding common stock | Common Stock | Additional<br>Paid-in<br>Capital | Retained Earnings | Accumulated other comprehensive income | Treasury stock |
|   | Thousand                           | Million Yen  | Million Yen                      | Million Yen       | Million Yen                            | Million Yen    |
| D 1 4 11 1 2006   | 142 016                            | 13,260       | 25,242                           | 134,515           | 13,575                                 | (117)          |
|   | 143,916                            | 13,200       | ,                                |                   | ,                                      | ()             |
| Net income  | 143,910                            | 13,200       | ,                                | 9,029             | ,                                      | (,)            |
| Net income  | 143,910                            | 13,200       | ,                                |                   | 1,569                                  | ()             |
| Cash dividends paid (20.0   | 143,910                            | 13,200       | ,                                | 9,029             | ·                                      | ()             |
| Net income Other comprehensive income Cash dividends paid (20.0 yen per share) Repurchase of treasury       |                                    | 13,200       | ,                                |                   | ·                                      |                |
| Net income Other comprehensive income Cash dividends paid (20.0 yen per share) Repurchase of treasury stock | (3,339)                            | 13,200       | ,                                | 9,029             | ·                                      | (5,047)        |
| Net income Other comprehensive income Cash dividends paid (20.0 yen per share) Repurchase of treasury       |                                    | 13,200       |                                  | 9,029             | ·                                      |                |

# (5) Interim Consolidated Statements of Cash Flow (Unaudited)

|  | Six-Month Period Ended            | Six-Month Period Ended            |                               |
|--|-----------------------------------|-----------------------------------|-------------------------------|
| Accounts   | September 30, 2007<br>Million Yen | September 30, 2006<br>Million Yen | March 31, 2007<br>Million Yen |
|  | minon ren                         | minon 1011                        | Million Tell                  |
| Operating activities   |                                   |                                   |                               |
| 1. Net income  | 1,875                             | 6,226                             | 9,029                         |
| 2. Adjustments to reconcile net income to net cash provided by     | ,                                 | -, -                              | . ,                           |
| operating activities   |                                   |                                   |                               |
| (1) Depreciation and amortization                                  | 1,941                             | 1,754                             | 3,735                         |
| (2) Deferred taxes   | 466                               | 3,031                             | 3,628                         |
| (3) Gain/loss on sale or disposal of property, plant and equipment | (440)                             | (198)                             | 25                            |
| (4) Valuation loss on investment in securities                     | ) 9 <sup>'</sup>                  | 7                                 | 365                           |
| (5) Gain on sale and exchange of marketable securities and         |                                   |                                   |                               |
| investment securities  | (651)                             |                                   | (406)                         |
| (6) Equity in net income (loss) of affiliated companies, less      | , ,                               |                                   | , i                           |
| dividends  | 4,675                             | (310)                             | (1,164)                       |
| (7) Changes in assets and liabilities                              | ,                                 | ` '                               |                               |
| Decrease (increase) in notes and accounts receivables              | (2,750)                           | (3,366)                           | 574                           |
| (Increase) decrease in inventories                                 | (311)                             | (2,081)                           | (2,897)                       |
| Decrease (increase) in other current assets                        | 1,709                             | 422                               | (371)                         |
| Increase (decrease) in notes and accounts payable                  | (2,018)                           | (757)                             | 219                           |
| (Decrease) increase in liability for termination and retirement    | ( , , ,                           | ,                                 |                               |
| benefits   | (1,367)                           | (1,269)                           | (2,472)                       |
| (Decrease) increase in accrued expenses and other current          | ( ) /                             | ( ) /                             | ( ) - /                       |
| liabilities  | 2,162                             | (1,167)                           | (696)                         |
| (8) Other  | 91                                | 50                                | (230)                         |
| Net cash provided by operating activities                          | 5,391                             | 2,342                             | 9,339                         |
| Net eash provided by operating activities                          | 3,371                             | 2,572                             | 7,557                         |
| Investing activities   |                                   |                                   |                               |
| Proceeds from sales and redemption of marketable securities        | 4,206                             | 18,708                            | 28,509                        |
| 2. Payments to acquire marketable securities                       | (5,702)                           | (6,031)                           | (9,929)                       |
| 3. Proceeds from sales of property, plant and equipment            | 845                               | 617                               | 524                           |
| 4. Acquisition of tangible fixed assets                            | (886)                             | (1,268)                           | (2,536)                       |
| 5. Proceeds from sale of investments                               | 1,328                             | (1,200)                           | (2,330)                       |
| 6. Payments to acquire investments in affiliated companies         | 1,320                             | (15,326)                          | (15,326)                      |
| 7. Payments to acquire investments                                 | (604)                             | (1,226)                           | (1,887)                       |
| 8. Payments to acquire investments in the newly consolidated       | (004)                             | (1,220)                           | (1,007)                       |
| subsidiaries   |                                   | 80                                | 80                            |
| 9. (Increase) decrease in other assets                             | (616)                             | (103)                             | (628)                         |
|  |                                   |                                   |                               |
| Net cash (used in) investing activities                            | (1,429)                           | (4,541)                           | (1,185)                       |
| I Elemente estication  |                                   |                                   |                               |
| I. Financing activities  | 102                               | 2.052                             | (575)                         |
| 1. (Decrease) increase in short-term bank loans                    | 183                               | 2,952                             | (575)                         |
| 2. Proceeds from issuance of long-term debt                        | 9                                 | 135                               | 130                           |
| 3. Repayments of long-term debt                                    | (26)                              | (17)                              | (34)                          |
| 4. Repurchase of treasury stock                                    | (8)                               | (12)                              | (5,047)                       |
| 5. Dividends paid on common stock                                  | (3,093)                           | (2,878)                           | (2,878)                       |
| Net cash flow provided by (used in) financing activities           | (2,935)                           | 180                               | (8,404)                       |
|  |                                   |                                   |                               |
| 7. Effect of exchange rate on cash and cash equivalents            | <u>6</u>                          | (77)                              | 173                           |
| . Increase/decrease in cash and cash equivalents                   | 1,033                             | (2,096)                           | (77)                          |
| I. Initial balance of cash and cash equivalents                    | 19,816                            | 19,893                            | 19,893                        |
| II. Period (Year) end balance of cash and cash equivalents         | 20,849                            | 17,797                            | 19,816                        |
| 1  |                                   |                                   |                               |
| dditional Information  |                                   |                                   |                               |
| ash paid for   |                                   |                                   |                               |
| Interest   |                                   | 41                                | 33 70                         |
| Income taxes, etc.   |                                   |                                   | 163 4,667                     |
| envestment activities without cash disbursement                    |                                   | 1,555                             | 7,007                         |
| Share exchange   |                                   | 143                               |                               |
| Simila silvinnings   |                                   | 110                               |                               |

- (6) Basic Matters in Preparing Interim Consolidated Financial Statements (Unaudited)
- (i) Matters Regarding the Scope of Consolidation and Application of the Equity Method

Major consolidated subsidiaries

Wacoal Corporation; Studio Five Corp.; Kyushu Wacoal Sewing Corp.; Torica Co., Ltd.; Nanasai Co., Ltd.; Wacoal International Corp.; Wacoal America, Inc.; Wacoal France Société Anonyme; Wacoal Hong Kong Co., Ltd.; Wacoal Investment Co., Ltd.; and Wacoal China Co., Ltd.

Major Affiliated Companies:

Peach John Co., Ltd.; Shinyoung Wacoal Inc.; Taiwan Wacoal Co., Ltd.; and Thai Wacoal Public Co., Ltd.

- (ii) Matters Regarding New Subsidiaries and Affiliates N/A
- (iii) Standard of Preparation of Consolidated Financial Statements

The consolidated financial statements have been prepared based on terms, format and preparation methods in compliance with accounting standards generally accepted in the United States (hereinafter referred to as the "U.S. Accounting Standards"), except for segment information, which is prepared using accounting standards generally accepted in Japan. Various laws and ordinances relating to accounting in the U.S. include Regulation S-X, accounting series releases regarding reporting to the Securities and Exchange Commission (SEC), the Financial Accounting Standards Board (FASB), the Accounting Principles Board (APB), and Accounting Research Bulletin (ARB) of the Committee on Accounting Procedures, among others.

- (iv) Significant Accounting Policies
  - a. Valuation Standard of Inventories

The average cost method was mainly used for goods, products and supplies, and the first-in first-out method was used for raw materials, with both valued at the lower of cost or market.

b. Valuation Standard of Tangible Fixed Assets and Method of Depreciation

Tangible fixed assets are valued at the acquisition cost. Depreciation expenses are calculated mainly using the straight-line method based on the estimated useful life of the asset (the lease term or useful life, whichever is shorter, is used for capitalized leased assets).

c. Valuation Method of Marketable Securities and Investment Securities

Based on the provisions of FASB Standard No. 115, marketable securities and investment securities have been classified as saleable securities, and valued at fair value. Moreover, unrealized valuation profit/loss is classified and included in other comprehensive income within shareholders' equity.

d. Reserve for Retirement Benefits

This is accounted for based on the provisions of FASB Standard No. 87 and No. 158.

e. Lease Transactions

Based on the provisions of FASB Standard No. 13, capital leases have been capitalized at fair value of the lease payments.

f. Accounting Procedure for Consumption Tax, etc.

Accounting procedure for consumption tax, etc., is based on the tax-excluded method.

g. Consolidated Cash Flow Statement

Upon preparing the consolidated cash flow statements, time deposits and certificate of deposits with original maturities of three (3) months or less have been included in cash and cash equivalents.

h. Newly Adopted Accounting Standards

In June 2007, the FASB released FIN 48 "Accounting for Uncertainty in Income Taxes - Interpretive Guidance on FASB Standard No. 109". Under FIN 48, the accounting for uncertainty in income taxes recorded in companies' financial statements pursuant to FASB Standard No. 109 "Accounting for Income Taxes" is specified. FIN 48 also indicates guidance on suspension on recognizing, balance sheet classification, interest and penalties, disclosures and changes in subsequent periods. No material effect on financial condition and business results is expected by the adoption of this interpretive guidance.

- (7) Notes to the Interim Consolidated Financial Statements
- (i) Market Value, etc. of Securities

(Unit: Million Yen)

|                  |             | Six-Month Perio<br>September 30  | , 2007              |        | Six-Month Period Ended<br>September 30, 2006 |  |                     | Fiscal Year Ended<br>March 31, 2007<br>As of March 31, 2007 |             |                  |                  |        |
|------------------|-------------|----------------------------------|---------------------|--------|--|--|---------------------|---|-------------|------------------|------------------|--------|
|                  | Acquisition | As of September Total Unrealized | Total<br>Unrealized | Fair   | Acquisition                                  | As of September<br>Total<br>Unrealized | Total<br>Unrealized | Fair  | Acquisition | Total Unrealized | Total Unrealized | Fair   |
|                  | Cost        | Profit                           | Loss                | Value  | Cost   | Profit                                 | Loss                | Value   | Cost        | Profit           | Loss             | Value  |
| Securities       |             |                                  |                     |        |  |  |                     |   |             |                  |                  |        |
| Government Bonds | 2,409       | 4                                | 8                   | 2,405  | 3,712  | 0                                      | 13                  | 3,699   | 3,210       | 3                | 12               | 3,201  |
| Corporate Bonds  | 6,802       | 3                                | 136                 | 6,669  | 7,327  | 95                                     | 64                  | 7,358   | 6,304       | 4                | 125              | 6,183  |
| Bank Bonds       | 500         | 0                                | 2                   | 498    | 4,000  | 0                                      | 6                   | 3,994   | 700         | 0                | 2                | 698    |
| Trust Fund       | 5,186       | 202                              | 41                  | 5,347  | 4,908  | 169                                    | 124                 | 4,953   | 4,187       | 166              | 43               | 4,310  |
| Total            | 14,897      | 209                              | 187                 | 14,919 | 19,947                                       | 264                                    | 207                 | 20,004  | 14,401      | 173              | 182              | 14,392 |
| Investment       |             |                                  |                     |        |  |  |                     |   |             |                  |                  |        |
| Equities         | 26,665      | 21,021                           | 1,018               | 46,668 | 26,612                                       | 23,459                                 | 670                 | 49,401  | 26,842      | 26,378           | 101              | 53,119 |
| Total            | 26,665      | 21,021                           | 1,018               | 46,668 | 26,612                                       | 23,459                                 | 670                 | 49,401  | 26,842      | 26,378           | 101              | 53,119 |

#### (ii) Contract Amount, Market Value and Valuation Profit/Loss of Derivative Transactions

In order to protect against foreign currency exchange and interest rate risk, forward exchange contracts have been utilized as financial derivative products. There are forward exchange transactions (dollar-buying, yen-selling) which are non-market transactions. However, profit and loss, and contract amounts have been omitted from these financial statements, as the amounts involved are not large enough to be material.

#### (iii) Per Share Information

|  | Six-Month Period Ended<br>September 30, 2007<br>(As of September 30, 2007) | Six-Month Period Ended<br>September 30, 2006<br>(As of September 30, 2006) | Fiscal Year Ended<br>March 31, 2007<br>(As of March 31, 2007) |
|--|--|--|---|
| Net income   | 1,875 million yen  | 6,226 million yen  | 9,029 million yen   |
| Number of average shares issued during the period (excluding treasury stock) | 140,573,672 shares   | 143,911,921 shares   | 142,910,187 shares  |
| Net income per share   | 13.34 yen  | 43.26 yen  | 63.18 yen   |
| Diluted net earnings per share   | _  | _  | _   |

#### (iv) Significant Subsequent Events

On November 9, 2007, our board of directors resolved to exchange shares ("Share Exchange") to make Peach John Co., Ltd. a wholly-owned subsidiary of the Company (100% parent company) and the Share Exchange Agreement was executed the same date.

For details regarding the Share Exchange, please see our press release on the "Announcement Regarding a Share Exchange to Make Peach John Co., Ltd. a Wholly-Owned Subsidiary of Wacoal Holdings Corp." announced today on November 9, 2007.

- (v) Segment Information (Unaudited)
  - a. Segment Information by Type of Business

Six-month period ended September 30, 2007 (April 1, 2007 to September 30, 2007)

(In Millions of Yen)

|   | Textile goods and related products | Others | Total  | Elimination or corporate | Consolidated |
|---|------------------------------------|--------|--------|--------------------------|--------------|
| Sales and operating income/loss               |                                    |        |        |                          |              |
| (1) Sales to outside customers                | 76,993                             | 7,482  | 84,475 | _                        | 84,475       |
| (2) Internal sales or transfer among segments | _                                  | 1,818  | 1,818  | (1,818)                  |              |
| Total   | 76,993                             | 9,300  | 86,293 | $\overline{(1,818)}$     | 84,475       |
| Operating expenses                            | 67,997                             | 9,192  | 77,189 | (1,694)                  | 75,495       |
| Operating income                              | 8,996                              | 108    | 9,104  | (124)                    | 8,980        |

Six-month period ended September 30, 2006 (April 1, 2006 to September 30, 2006)

(In Millions of Yen)

|   | Textile goods and related products | Others | Total  | Elimination or corporate | Consolidated |
|---|------------------------------------|--------|--------|--------------------------|--------------|
| Sales and operating income/loss               |                                    |        |        |                          |              |
| (1) Sales to outside customers                | 76,205                             | 7,723  | 83,928 | _                        | 83,928       |
| (2) Internal sales or transfer among segments | _                                  | 1,903  | 1,903  | (1,903)                  | _            |
| Total   | 76,205                             | 9,626  | 85,831 | $\overline{(1,903)}$     | 83,928       |
| Operating expenses                            | 66,687                             | 9,592  | 76,279 | (1,532)                  | 74,747       |
| Operating income                              | 9,518                              | 34     | 9,552  | (371)                    | 9,181        |

Fiscal year ended March 31, 2007 (April 1, 2006 to March 31, 2007)

(In Millions of Yen)

|   | Textile goods and related products | Others | Total   | Elimination or corporate | Consolidated |
|---|------------------------------------|--------|---------|--------------------------|--------------|
| Sales and operating income/loss               |                                    |        |         |                          |              |
| (1) Sales to outside customers                | 150,349                            | 16,061 | 166,410 | _                        | 166,410      |
| (2) Internal sales or transfer among segments |                                    | 3,982  | 3,982   | (3,982)                  |              |
| Total   | 150,349                            | 20,043 | 170,392 | (3,982)                  | 166,410      |
| Operating expenses                            | 136,875                            | 19,828 | 156,703 | (3,189)                  | 153,514      |
| Operating income                              | 13,474                             | 215    | 13,689  | (793)                    | 12,896       |

- (Note) 1. Segment information is prepared based on the consolidated interim financial statement regulations.
  - 2. Our business is classified into textile goods and related products, and others, based on the type, quality, and the resemblance of such products to other products in the market.
  - 3. Core products of respective business classifications:

Textile goods and related products innerwear (foundation, lingerie, nightwear and children's innerwear), outerwear, sportswear, hosiery, etc.

Others mannequins, shop design and implementation, housing, restaurant, culture, services,

4. Out of the operating expenses, the unapportionable amount of operating expenses which is included in "elimination or corporate" was 124 million yen, 371 million yen and 793 million yen for the six-month period ended September 30, 2007, the six-month period ended September 30, 2006 and the previous fiscal year, respectively, which were mainly expenses related to the corporate administrative department.

#### b. Segment Information by Location

Six-month period ended September 30, 2007 (April 1, 2007 to September 30, 2007)

(Unit: Million Yen)

|                                      | Japan  | Asia  | Europe/U.S. | Total  | Elimination or corporate | Consolidated |
|--------------------------------------|--------|-------|-------------|--------|--------------------------|--------------|
| Sales and operating income/loss      |        |       |             |        |                          |              |
| (1) Sales to outside customers       | 71,142 | 3,980 | 9,353       | 84,475 | _                        | 84,475       |
| (2) Internal sales or transfer among |        |       |             |        |                          |              |
| segments                             | 531    | 3,391 |             | 3,922  | (3,922)                  |              |
| Total                                | 71,673 | 7,371 | 9,353       | 88,397 | (3,922)                  | 84,475       |
| Operating expenses                   | 64,594 | 6,827 | 7,872       | 79,293 | (3,798)                  | 75,495       |
| Operating income                     | 7,079  | 544   | 1,481       | 9,104  | (124)                    | 8,980        |

Six-month period ended September 30, 2006 (April 1, 2006 to September 30, 2006)

(Unit: Million Yen)

|                                      |        |       |             |        | Elimination or |              |
|--------------------------------------|--------|-------|-------------|--------|----------------|--------------|
|                                      | Japan  | Asia  | Europe/U.S. | Total  | corporate      | Consolidated |
| Sales and operating income/loss      |        |       |             |        |                |              |
| (1) Sales to outside customers       | 71,593 | 3,523 | 8,812       | 83,928 | _              | 83,928       |
| (2) Internal sales or transfer among |        |       |             |        |                |              |
| segments                             | 725    | 2,623 | _           | 3,348  | (3,348)        | _            |
| Total                                | 72,318 | 6,146 | 8,812       | 87,276 | (3,348)        | 83,928       |
| Operating expenses                   | 64,983 | 5,551 | 7,190       | 77,724 | (2,977)        | 74,747       |
| Operating income                     | 7,335  | 595   | 1,622       | 9,552  | (371)          | 9,181        |

Fiscal year ended March 31, 2007 (April 1, 2006 to March 31, 2007)

(Unit: Million Yen)

|                                 | Japan   | Asia   | Europe/U.S. | Total   | Elimination or corporate | Consolidated |
|---------------------------------|---------|--------|-------------|---------|--------------------------|--------------|
| Sales and operating income/loss |         |        |             |         |                          |              |
| (1) Sales to outside customers  | 141,676 | 6,713  | 18,021      | 166,410 | _                        | 166,410      |
| (2) Internal sales or transfer  |         |        |             |         |                          |              |
| among segments                  | 1,259   | 5,612  |             | 6,871   | (6,871)                  | <u></u> _    |
| Total                           | 142,935 | 12,325 | 18,021      | 173,281 | (6,871)                  | 166,410      |
| Operating expenses              | 132,559 | 11,857 | 15,176      | 159,592 | (6,078)                  | 153,514      |
| Operating income                | 10.376  | 468    | 2.845       | 13.689  | (793)                    | 12.896       |

(Note) 1. Segment information is prepared based on the "consolidated interim financial statement regulations".

- 2. The categories of countries and areas are proximity-based.
- 3. Main countries and areas making up classifications other than Japan

Asia: Various countries of East Asia and Southeast Asia

Europe/U.S.: The U.S. and various European countries

4. Out of the operating expenses, the unapportionable amount of operating expenses which is included in "elimination or corporate" was 124 million yen, 371 million yen and 793 million yen for the six-month period ended September 30, 2007, the six-month period ended September 30, 2006 and the previous fiscal year, respectively, which were mainly expenses related to the corporate administrative department.

#### c. Overseas Sales

Six-month period ended September 30, 2007 (April 1, 2007 to September 30, 2007)

(Unit: Million Yen)

|  | Asia  | Europe/U.S. | Total  |
|--|-------|-------------|--------|
| I. Overseas sales                                  | 3,980 | 9,353       | 13,333 |
| II. Consolidated sales                             | _     | _           | 84,475 |
| III. Ratio of overseas sales in consolidated sales | 4.7%  | 11.1%       | 15.8%  |

Six-month period ended September 30, 2006 (April 1, 2006 to September 30, 2006)

(Unit: Million Yen)

|  | Asia  | Europe/U.S. | Total  |
|--|-------|-------------|--------|
| I. Overseas sales                                  | 3,523 | 8,812       | 12,335 |
| II. Consolidated sales                             | _     | _           | 83,928 |
| III. Ratio of overseas sales in consolidated sales | 4.2%  | 10.5%       | 14.7%  |

Fiscal year ended March 31, 2007 (April 1, 2006 to March 31, 2007)

(Unit: Million Yen)

|  | Asia  | Europe/U.S. | Total   |
|--|-------|-------------|---------|
| I. Overseas sales                                  | 6,713 | 18,021      | 24,734  |
| II. Consolidated sales                             | _     | _           | 166,410 |
| III. Ratio of overseas sales in consolidated sales | 4.0%  | 10.8%       | 14.8%   |

(Note) 1. Segment information is prepared based on the "consolidated interim financial statement regulations".

2. Main countries and areas making up classifications other than Japan:

Asia: Various countries of East Asia and Southeast Asia

Europe/U.S.: The U.S. and various European countries

EDGAR 2

# (vi) Status of Production and Sales (Unaudited)

# a. Production Results

|                                    | Six-Month Period<br>Ended September 30, 2007 |                    | Six-Month Period<br>Ended September 30, 2006 |                    | Fiscal Year Ended<br>March 31, 2007 |                    |
|------------------------------------|--|--------------------|--|--------------------|-------------------------------------|--------------------|
| Segment name by type of business   | Amount                                       | Distribution Ratio | Amount                                       | Distribution Ratio | Amount                              | Distribution Ratio |
|                                    | Million Yen                                  | %                  | Million Yen                                  | %                  | Million Yen                         | %                  |
| Textile goods and related products | 35,052                                       | 100.0              | 36,571                                       | 100.0              | 71,366                              | 100.0              |

#### b. Sales Results

|          |                                  | Six-Month P<br>September |                       | Six-Month F<br>Septembe | Period Ended<br>r 30, 2006 | Fiscal Year Ended<br>March 31, 2007 |                       |
|----------|----------------------------------|--------------------------|-----------------------|-------------------------|----------------------------|-------------------------------------|-----------------------|
|          | Segment name by type of business | Amount                   | Distribution<br>Ratio | Amount                  | Distribution<br>Ratio      | Amount                              | Distribution<br>Ratio |
|          |                                  | Million Yen              | %                     | Million Yen             | %                          | Million Yen                         | %                     |
|          | Innerwear                        |                          |                       |                         |                            |                                     |                       |
|          | Foundation and lingerie          | 63,462                   | 75.1                  | 62,675                  | 74.7                       | 123,295                             | 74.1                  |
| Textile  | Nightwear                        | 5,534                    | 6.6                   | 5,005                   | 6.0                        | 10,081                              | 6.0                   |
| goods    | Children's underwear             | 1,023                    | 1.2                   | 1,120                   | 1.3                        | 2,069                               | 1.2                   |
| and      | Subtotal                         | 70,019                   | 82.9                  | 68,800                  | 82.0                       | 135,445                             | 81.3                  |
| related  | Outerwear/Sportswear             | 4,158                    | 4.9                   | 4,481                   | 5.3                        | 8,751                               | 5.3                   |
| products | Hosiery                          | 901                      | 1.0                   | 921                     | 1.1                        | 2,102                               | 1.3                   |
| •        | Other textile goods and related  |                          |                       |                         |                            |                                     |                       |
|          | products                         | 1,915                    | 2.3                   | 2,003                   | 2.4                        | 4,051                               | 2.4                   |
|          | Total                            | 76,993                   | 91.1                  | 76,205                  | 90.8                       | 150,349                             | 90.3                  |
| Others   |                                  | 7,482                    | 8.9                   | 7,723                   | 9.2                        | 16,061                              | 9.7                   |
| Total    |                                  | 84,475                   | 100.0                 | 83,928                  | 100.0                      | 166,410                             | 100.0                 |

# 5. Interim Non-Consolidated Financial Statements

# (1) Balance Sheet

| Accounts                         | As of Septemb | er 30, 2007 | As of March | 31, 2007 | As of September 30, 2006 |        |
|----------------------------------|---------------|-------------|-------------|----------|--------------------------|--------|
| (Assets)                         | Million Yen   | %           | Million Yen | %        | Million Yen              | %      |
| I. Current Assets                | 5,534         | 3.9         | 6,689       | 4.4      | 10,348                   | 6.7    |
| Cash and cash equivalents        | 714           |             | 1,399       |          | 516                      |        |
| Marketable securities            | 4,054         |             | 3,188       |          | 9,102                    |        |
| Deferred tax assets              | 80            |             | 129         |          | 61                       |        |
| Others                           | 686           |             | 1,971       |          | 669                      |        |
| II. Fixed Assets                 | 137,839       | 96.1        | 143,636     | 95.6     | 144,257                  | 93.3   |
| 1. Property, plant and equipment | 39,733        | 27.7        | 40,510      | 27.0     | 41,072                   | 26.6   |
| Buildings                        | 19,341        |             | 20,047      |          | 20,559                   |        |
| Building improvements            | 466           |             | 500         |          | 536                      |        |
| Vehicle and transport equipment  | 9             |             | _           |          | _                        |        |
| Equipment                        | 1,594         |             | 1,564       |          | 1,562                    |        |
| Land                             | 18,321        |             | 18,398      |          | 18,413                   |        |
| 2. Intangible fixed assets       | 588           | 0.4         | 588         | 0.4      | 585                      | 0.4    |
| Leasehold right                  | 585           |             | 585         |          | 585                      |        |
| Others                           | 2             |             | 2           |          | _                        |        |
| 3. Investment and other assets   | 97,518        | 68.0        | 102,537     | 68.2     | 102,599                  | 66.3   |
| Investment securities            | 10,813        |             | 11,149      |          | 10,851                   |        |
| Investments in affiliates        | 86,465        |             | 91,164      |          | 91,583                   |        |
| Deferred income taxes            | 78            |             | 59          |          | _                        |        |
| Others                           | 161           |             | 163         |          | 165                      |        |
| Total Assets                     | 143,374       | 100.00      | 150,325     | 100.00   | 154,606                  | 100.00 |

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| Accounts                              | As of September | er 30, 2007 | As of March 3 |       | As of September 30, 2006 |       |
|---------------------------------------|-----------------|-------------|---------------|-------|--------------------------|-------|
| (Liabilities)                         | Million Yen     | %           | Million Yen   | %     | Million Yen              | %     |
| I. Current Liabilities                | 2,959           | 2.1         | 4,436         | 3.0   | 4,847                    | 3.1   |
| Notes payable                         | 8               |             | 8             |       | 10                       |       |
| Borrowings from affiliated            |                 |             |               |       |                          |       |
| companies                             | 2,500           |             | 2,500         |       | _                        |       |
| Short-term bank loans                 | _               |             | _             |       | 4,000                    |       |
| Accrued liability                     | 272             |             | 1,594         |       | 488                      |       |
| Accrued expenses                      | 10              |             | 10            |       | 7                        |       |
| Accrued corporate taxes, etc.         | 32              |             | 198           |       | 163                      |       |
| Accrued bonuses                       | 73              |             | 56            |       | 77                       |       |
| Reserve for officers' bonuses         | 15              |             | 30            |       | _                        |       |
| Others                                | 46              |             | 38            |       | 99                       |       |
| II. Long-term Liabilities             | 449             | 0.3         | 454           | 0.3   | 524                      | 0.4   |
| Deferred tax liability                | _               |             | _             |       | 71                       |       |
| Others                                | 449             |             | 454           |       | 452                      |       |
| Total Liabilities                     | 3,408           | 2.4         | 4,890         | 3.3   | 5,371                    | 3.5   |
| (Net Assets)                          |                 | <u></u>     | 4,890         |       |                          |       |
| (1 (00 1 155 005)                     |                 |             |               |       |                          |       |
| I. Shareholders' equity               | 139,988         | 97.6        | 145,476       | 96.7  | 149,202                  | 96.5  |
| 1. Common stock                       | 13,260          | 9.2         | 13,260        | 8.8   | 13,260                   | 8.6   |
| 2. Additional paid-in capital         | 25,273          | 17.6        | 25,273        | 16.8  | 25,273                   | 16.3  |
| Capital reserve                       | 25,273          |             | 25,273        |       | 25,273                   |       |
| 3. Retained earnings                  | 106,627         | 74.4        | 112,106       | 74.5  | 110,798                  | 71.7  |
| (1) Retained earnings reserve         | 3,315           |             | 3,315         |       | 3,315                    |       |
| (2) Other retained earnings           | 103,312         |             | 108,791       |       | 107,483                  |       |
| Reserve of deferred gain on sales     |                 |             |               |       |                          |       |
| of fixed assets                       | 2,156           |             | 2,191         |       | 2,152                    |       |
| Dividend equalization reserve         |                 |             | 3,000         |       | 3,000                    |       |
| General reserve                       | 103,000         |             | 100,000       |       | 100,000                  |       |
| Retained earnings carried             |                 |             |               |       |                          |       |
| forward                               | (1,844)         |             | 3,599         |       | 2,330                    |       |
| 4. Treasury stock                     | (5,172)         | (3.6)       | (5,163)       | (3.4) | (129)                    | (0.1) |
| II. Difference of appreciation and    |                 |             |               |       |                          |       |
| conversion                            | (22)            | (0.0)       | (41)          | (0.0) | 32                       | 0.0   |
| Other securities valuation difference | (22)            | (0.0)       | (41)          | (0.0) | 32                       | 0.0   |
|                                       |                 |             |               |       |                          |       |
| Total Net Assets                      | 139,966         | 97.6        | 145,434       | 96.7  | 149,235                  | 96.5  |
| Total Liabilities and Net Assets      | 143,374         | 100.0       | 150,325       | 100.0 | 154,606                  | 100.0 |

## (2) Income Statement

| Accounts                              | Six-Month Per<br>September 3 |        | Six-Month Per<br>September 3 |       |             | Fiscal Year Ended<br>March 31, 2007 |  |
|---------------------------------------|------------------------------|--------|------------------------------|-------|-------------|-------------------------------------|--|
|                                       | Million Yen                  | %      | Million Yen                  | %     | Million Yen | %                                   |  |
| I. Operating revenues                 | 4,023                        | 100.0  | 2,331                        | 100.0 | 6,005       | 100.0                               |  |
| Income from rent                      | 2,019                        |        | 2,075                        |       | 4,158       |                                     |  |
| Dividend income                       | 1,858                        |        | 113                          |       | 1,570       |                                     |  |
| Others                                | 145                          |        | 142                          |       | 276         |                                     |  |
| II. Operating expenses                | 1,989                        | 49.4   | 2,202                        | 94.5  | 4,435       | 73.8                                |  |
| Cost of rental revenue                | 1,002                        |        | 1,159                        |       | 2,423       |                                     |  |
| Selling, general and administrative   |                              |        |                              |       |             |                                     |  |
| expenses                              | 986                          |        | 1,043                        |       | 2,011       |                                     |  |
| Operating income                      | 2,033                        | 50.6   | 129                          | 5.5   | 1,570       | 26.2                                |  |
| III. Non-operating income             | 106                          | 2.6    | 86                           | 3.7   | 584         | 9.7                                 |  |
| Interest income                       | 41                           |        | 47                           |       | 80          |                                     |  |
| Dividends received                    | 18                           |        | 15                           |       | 64          |                                     |  |
| Gain on sale of marketable securities | _                            |        | 0                            |       | 406         |                                     |  |
| Others                                | 45                           |        | 23                           |       | 33          |                                     |  |
| IV. Non-operating expenses            | 12                           | 0.3    | 12                           | 0.5   | 22          | 0.4                                 |  |
| Interest expense                      | 8                            |        | 12                           |       | 21          |                                     |  |
| Others                                | 3                            |        | 0                            |       | 1           |                                     |  |
| Ordinary income                       | 2,127                        | 52.9   | 202                          | 8.7   | 2,132       | 35.5                                |  |
| V. Extraordinary gains                | 541                          | 13.5   | 192                          | 8.3   | 243         | 4.0                                 |  |
| VI. Extraordinary loss                | 4,700                        | 116.9  | 1                            | 0.1   | 567         | 9.4                                 |  |
| Pre-tax net income (loss)             | (2,031)                      | (50.5) | 394                          | 16.9  | 1,808       | 30.1                                |  |
| Corporate tax, resident tax and       |                              |        |                              |       |             |                                     |  |
| enterprise tax                        | 337                          | 8.4    | 46                           | 2.0   | 300         | 5.0                                 |  |
| Adjustment of corporate tax, etc.     | 17                           | 0.4    | 139                          | 6.0   | (8)         | (0.1                                |  |
| Net income (loss)                     | (2,386)                      | (59.3) | 208                          | 8.9   | 1,516       | 25.2                                |  |
|                                       |                              |        |                              |       |             |                                     |  |

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# (3) Interim Statements of Changes in Shareholders' Equity

Six-month period ended September 30, 2007 (From April 1, 2007 to September 30, 2007)

(In Millions of Yen)

Difference of

|   |              |                               |                   |                     |                   |                     |  | ation and<br>ersion |         |
|---|--------------|-------------------------------|-------------------|---------------------|-------------------|---------------------|--|---------------------|---------|
|   |              | Additional                    | Shareho           | olders' equity      |                   |                     |  | Total<br>difference |         |
|   | Common stock | paid-in<br>capital<br>Capital | Retained earnings | Other retained      | Treasury<br>stock | Total shareholders' | Other of<br>securities appreciation<br>valuation and | Total net           |         |
| Balance as of March 31, 2007  | 13,260       | 25,273                        | 3,315             | earnings<br>108,791 | (5,163)           | equity<br>145,476   | (41)   | conversion (41)     | 145,434 |
| Changes during the interim accounting period                              |              |                               |                   |                     |                   |                     |  |                     |         |
| Transfer from reserve<br>for deferred gain<br>on sales of fixed<br>assets |              |                               |                   | _                   |                   | _                   |  |                     | _       |
| Dividends from surplus  |              |                               |                   | (3,092)             |                   | (3,092)             |  |                     | (3,092) |
| Appropriation of other surplus  |              |                               |                   | _                   |                   | _                   |  |                     | _       |
| Net loss  |              |                               |                   | (2,386)             |                   | (2,386)             |  |                     | (2,386) |
| Acquisition of treasury stock Net change of items                         |              |                               |                   |                     | (8)               | (8)                 |  |                     | (8)     |
| other than shareholders' equity   |              |                               |                   |                     |                   |                     | 18   | 18                  | 18      |
| Total changes during the interim accounting period                        | _            | _                             |                   | (5,479)             | (8)               | (5,487)             | 18   | 18                  | (5,468) |
| Balance as of<br>September 30, 2007                                       | 13,260       | 25,273                        | 3,315             | 103,312             | (5,172)           | 139,988             | (22)   | (22)                | 139,966 |

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(Note) Breakdown of other retained earnings

|   | Reserve for deferred gain on | Reserve for           |                 |                                   |         |
|---|------------------------------|-----------------------|-----------------|-----------------------------------|---------|
|   | sales of fixed assets        | dividend<br>averaging | General reserve | Retained earnings carried forward | Total   |
| Balance as of March 31, 2007                        | 2,191                        | 3,000                 | 100,000         | 3,599                             | 108,791 |
| Changes during the interim accounting period        |                              |                       |                 |                                   |         |
| Transfer from reserve for deferred gain on sales of |                              |                       |                 |                                   |         |
| fixed assets  | (34)                         |                       |                 | 34                                | _       |
| Dividends from surplus                              |                              |                       |                 | (3,092)                           | (3,092) |
| Appropriation of other surplus                      |                              | (3,000)               | 3,000           |                                   | _       |
| Net loss  |                              |                       |                 | (2,386)                           | (2,386) |
| Acquisition of treasury stock                       |                              |                       |                 |                                   |         |
| Net change of items other than shareholders' equity |                              |                       |                 |                                   |         |
| Total changes during the interim accounting period  | (34)                         | (3,000)               | 3,000           | (5,444)                           | (5,479) |
| Balance as of September 30, 2007                    | 2,156                        | _                     | 103,000         | (1,844)                           | 103,312 |

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Six-month period ended September 30, 2006 (From April 1, 2006 to September 30, 2006)

(In Millions of Yen)

Difference of

|                          |        |                 |                     |                |                   |                        |                         | ation and<br>ersion |              |
|--------------------------|--------|-----------------|---------------------|----------------|-------------------|------------------------|-------------------------|---------------------|--------------|
|                          |        |                 | Shareho             | olders' equity |                   |                        |                         | Total               |              |
|                          |        | Additional      |                     |                |                   |                        |                         | difference          |              |
|                          |        | paid-in         |                     | l earnings     |                   |                        | Other                   | of                  |              |
|                          | Common | capital         | Retained            | Other retained | Тиология          | Total<br>shareholders' | securities<br>valuation | appreciation<br>and | Total<br>net |
|                          | stock  | Capital reserve | earnings<br>reserve | earnings       | Treasury<br>stock | equity                 | difference              | conversion          | assets       |
| Balance as of March 31,  |        | 1000110         |                     |                |                   | equity                 |                         |                     | assets       |
| 2006                     | 13,260 | 25,273          | 3,315               | 110,178        | (117)             | 151,909                | 67                      | 67                  | 151,976      |
| Changes during the       | ,      | ,               | ,                   | ,              | ,                 | ,                      |                         |                     | ,            |
| interim accounting       |        |                 |                     |                |                   |                        |                         |                     |              |
| period                   |        |                 |                     |                |                   |                        |                         |                     |              |
| Transfer from reserve    |        |                 |                     |                |                   |                        |                         |                     |              |
| for deferred gain on     |        |                 |                     |                |                   |                        |                         |                     |              |
| sales of fixed assets    |        |                 |                     | _              |                   | _                      |                         |                     | _            |
| Dividends from           |        |                 |                     |                |                   |                        |                         |                     |              |
| surplus                  |        |                 |                     | (2,878)        |                   | (2,878)                |                         |                     | (2,878)      |
| Bonus of directors       |        |                 |                     | (25)           |                   | (25)                   |                         |                     | (25)         |
| Net income               |        |                 |                     | 208            |                   | 208                    |                         |                     | 208          |
| Acquisition of           |        |                 |                     |                |                   |                        |                         |                     |              |
| treasury stock           |        |                 |                     |                | (12)              | (12)                   |                         |                     | (12)         |
| Net change of items      |        |                 |                     |                |                   |                        |                         |                     |              |
| other than               |        |                 |                     |                |                   |                        |                         |                     |              |
| shareholders' equity     |        |                 |                     |                |                   |                        | (34)                    | (34)                | (34)         |
| Total changes during the |        |                 |                     |                |                   |                        |                         |                     |              |
| interim accounting       |        |                 |                     |                |                   |                        |                         |                     |              |
| period                   | _      | _               | _                   | (2,695)        | (12)              | (2,707)                | (34)                    | (34)                | (2,741)      |
| Balance as of            |        |                 |                     |                |                   |                        |                         |                     |              |
| September 30, 2006       | 13,260 | 25,273          | 3,315               | 107,483        | (129)             | 149,202                | 32                      | 32                  | 149,235      |

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(Note) Breakdown of other retained earnings

|   | Reserve for<br>deferred gain on<br>sales of fixed<br>assets | Reserve for dividend averaging | General reserve | Retained earnings carried forward | Total   |
|---|---|--------------------------------|-----------------|-----------------------------------|---------|
| Balance as of March 31, 2006                        | 2,219   | 3,000                          | 100,000         | 4,958                             | 110,178 |
| Changes during the interim accounting period        |   |                                |                 |                                   |         |
| Transfer from reserve for deferred gain on sales of |   |                                |                 |                                   |         |
| fixed assets  | (67)  |                                |                 | 67                                | _       |
| Dividends from surplus                              |   |                                |                 | (2,878)                           | (2,878) |
| Bonus of directors                                  |   |                                |                 | (25)                              | (25)    |
| Net income  |   |                                |                 | 208                               | 208     |
| Acquisition of treasury stock                       |   |                                |                 |                                   |         |
| Net change of items other than shareholders' equity |   |                                |                 |                                   |         |
| Total changes during the interim accounting period  | (67)  | _                              | _               | (2,628)                           | (2,695) |
| Balance as of September 30, 2006                    | 2.152   | 3.000                          | 100.000         | 2,330                             | 107.483 |

Fiscal Year ended March 31, 2007 (From April 1, 2006 to March 31, 2007)

(In Millions of Yen)

|   |              |                               | a                               |                          |                |                                  | apprec                                | erence of<br>iation and<br>version |                        |
|---|--------------|-------------------------------|---------------------------------|--------------------------|----------------|----------------------------------|---------------------------------------|------------------------------------|------------------------|
|   |              | Additional paid-in            | Retained                        | ders' equity<br>earnings |                |                                  | Other                                 | Total<br>difference<br>of          |                        |
|   | Common stock | capital<br>Capital<br>reserve | Retained<br>earnings<br>reserve | Other retained earnings  | Treasury stock | Total<br>shareholders'<br>equity | securities<br>valuation<br>difference | appreciation<br>and<br>conversion  | Total<br>net<br>assets |
| Balance as of March 31, 2006  | 13,260       | 25,273                        | 3,315                           | 110,178                  | (117)          | 151,909                          | 67                                    | 67                                 | 151,976                |
| Changes during the interim accounting period                              |              |                               |                                 |                          |                |                                  |                                       |                                    |                        |
| Reserve of reserve for<br>deferred gain on<br>sales of fixed<br>assets    |              |                               |                                 | _                        |                | _                                |                                       |                                    | _                      |
| Transfer from reserve<br>for deferred gain<br>on sales of fixed<br>assets |              |                               |                                 | _                        |                | _                                |                                       |                                    | _                      |
| Dividends from  |              |                               |                                 | (2.070)                  |                | (2.050)                          |                                       |                                    | (2.070)                |
| surplus Bonus of directors  |              |                               |                                 | (2,878)<br>(25)          |                | (2,878) (25)                     |                                       |                                    | (2,878)<br>(25)        |
| Net income  |              |                               |                                 | 1,516                    |                | 1,516                            |                                       |                                    | 1,516                  |
| Acquisition of treasury stock   |              |                               |                                 | 2,2 2 2                  | (5,046)        | (5,046)                          |                                       |                                    | (5,046)                |
| Net change of items<br>other than<br>shareholders' equity                 |              |                               |                                 |                          |                |                                  | (108)                                 | (108)                              | (108)                  |
| Total changes during the interim accounting period                        | _            | _                             | _                               | (1 387)                  | (5,046)        | (6,433)                          | (108)                                 | (108)                              | (6,541)                |
| Balance as of March 31,<br>2007   | 13,260       | 25,273                        | 3,315                           | 108,791                  |                | 145,476                          | (41)                                  | (41)                               | 145,434                |

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(Note) Breakdown of other retained earnings

|   | Reserve for<br>deferred gain on<br>sales of fixed<br>assets | Reserve for dividend averaging | General reserve | Retained earnings carried forward | Total   |
|---|---|--------------------------------|-----------------|-----------------------------------|---------|
| Balance as of March 31, 2006                        | 2,219   | 3,000                          | 100,000         | 4,958                             | 110,178 |
| Changes during the interim accounting period        |   |                                |                 |                                   |         |
| Reserve of reserve for deferred gain on sales of    |   |                                |                 |                                   |         |
| fixed assets  | 109   |                                |                 | (109)                             | _       |
| Transfer from reserve for deferred gain on sales of |   |                                |                 |                                   |         |
| fixed assets  | (136)   |                                |                 | 136                               | _       |
| Dividends from surplus                              |   |                                |                 | (2,878)                           | (2,878) |
| Bonus of directors                                  |   |                                |                 | (25)                              | (25)    |
| Net income  |   |                                |                 | 1,516                             | 1,516   |
| Acquisition of treasury stock                       |   |                                |                 |                                   |         |
| Net change of items other than shareholders' equity |   |                                |                 |                                   |         |
| Total changes during the interim accounting period  | (27)  |                                | _               | (1,359)                           | (1,387) |
| Balance as of March 31, 2007                        | 2,191   | 3,000                          | 100,000         | 3,599                             | 108,791 |
|   |   |                                |                 |                                   |         |

- (4) Basic Matters in Preparation of Non-Consolidated Financial Statements
- (i) Valuation Standards and Method of Assets

Valuation standards and method of securities

Stock of affiliated companies: Cost accounting method based on moving average method Other securities:

Securities with market value: Market value method based on market price on closing day for the end of the year (Variance in valuation is based on method of directly including all net assets, and cost of sales is calculated based on moving average method)

Securities without market value: Cost accounting method based on moving average method

- (ii) Depreciation Method of Fixed Assets
  - a. Tangible fixed assets: Constant percentage method (fixed amount method for buildings (excluding fixtures incidental to buildings) acquired on or after April 1, 1998). Durable years for major items are as follows.

Buildings and structures: 5 to 50 years Machinery and vehicles: 2 to 4 years Equipment and tools: 2 to 20 years

- b. Intangible fixed assets: Fixed amount method
- (iii) Reserves
  - a. Accrued bonuses: In order to provide bonuses to employees, accrued bonuses are reserved based on the anticipated amount to be paid.
  - b. Reserve for officers' bonuses: In order to provide bonuses to officers, reserve for officers' bonuses are reserved based on the anticipated amount to be paid and recorded as "Accrued bonuses" under Current Liabilities.
- (iv) Processing Method of Lease Transactions

Finance lease transactions, other than those in which the ownership of the leased item is acknowledged to be transferred to the borrower, are pursuant to accounting procedures based on the method according to an ordinary lease transaction.

(v) Material Matters in Preparation of Other Financial Statements

Accounting procedures for consumption tax, etc. is as per the tax-excluded method.

(5) Change in Basic Matters in Preparation of Non-Consolidated Financial Statements

Change of Depreciation Method

Following the revisions made to the Corporation Tax Law in 2007, we have changed to the method pursuant to said revised Corporation Tax Law with regard to the tangible fixed assets acquired on and after April 1, 2007. The effect by such change on the income statement is minor.

(Additional Information)

With regard to the tangible fixed assets acquired on or before March 31, 2007, the depreciation method have been changed so that they are amortize uniformly over a five-year period following the end of depreciation period until the amount reaches the limit for depreciation. The effect by such change on the income statement is minor.

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| (6) | Notes to | Interim 1 | Non-Conso | olidated | Financial | Statements |
|-----|----------|-----------|-----------|----------|-----------|------------|
|-----|----------|-----------|-----------|----------|-----------|------------|

| Six-Month Period   | Six-Month Period                             |   |
|--------------------|--|---|
| Ended              | Ended  | Fiscal Year Ended   |
| September 30, 2007 | September 30, 2006                           | March 31, 2007  |
| (Million Yen)      | (Million Yen)                                | (Million Yen)   |
|                    |  |   |
| 26,501             | 26,777                                       | 27,141  |
|                    | Ended<br>September 30, 2007<br>(Million Yen) | Ended Ended September 30, 2007 (Million Yen) September 30, 2006 (Million Yen) |

(Notes to the Statement of Changes in Shareholders' Equity)

 $Six-Month\ Period\ Ended\ September\ 30,\ 2007\ (From\ April\ 1,\ 2007\ to\ September\ 30,\ 2007)$ Matters concerning class and number of shares of treasury stock:

(Unit: Shares)

| Class of shares | As of March 31, 2007 | Increase | Decrease | Number of shares<br>held as of September<br>30, 2007 |
|-----------------|----------------------|----------|----------|--|
| Common stock    | 3,440,116            | 5,831    | _        | 3,445,947  |

The increase in the number of shares of treasury stock (5,831) is due to the purchase of shares constituting less than one full unit.

(Notes to Marketable Securities)

Shares of affiliated companies with market value

|                                | Six-Month Period<br>Ended<br>September 30, 2007<br>(Million Yen) | Six-Month Period<br>Ended<br>September 30, 2006<br>(Million Yen) | Fiscal Year Ended<br>March 31, 2007<br>(Million Yen) |
|--------------------------------|--|--|--|
| Appropriation on balance sheet | 2,163  | 2,163  | 2,163  |
| Market value                   | 6,387  | 3,523  | 4,349  |
| Balance                        | 4,223  | 1,359  | 2,185  |