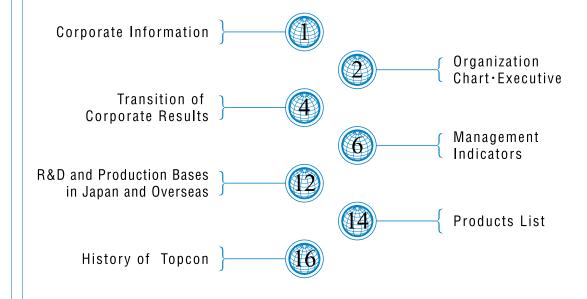


CONTENTS



Corporate Name TOPCON CORPORATION

Headquarters 75-1,Hasunuma-cho, Itabashi-ku, Tokyo 174-8580, Japan

Tel. +81-3-3966-3141 (directory)

President Takashi Yokokura
Established September 1, 1932

Paid in Capital ¥10,297 million (As of March 31, 2006)

Annual Sales Consolidated:¥102,799 million

Non-consolidated:¥46,821 million

(Fiscal year ended March 2006)

Number of Shares Outstanding 92,688,342 (As of April 1, 2006)

Total Assets ¥89,379 million (As of March 31, 2006)
Stock Exchange Listings First Sections of Tokyo and Osaka Stock Exchanges

Stock Exchange Listings First Sections of Tokyo and Osa Domestic Offices Tokyo, Nagoya, Osaka, Fukuoka

Overseas Offices Beijing, Shanghai (China)

Dubai (The United Arab Emirates)

Beirut (The Republic of Lebanon)

Number of Topcon Group Domestic 10

Overseas 25 (As of July 1, 2006)

Number of Employees Consolidated: 3,632

Non-consolidated: 1,107 (As of March 31, 2006)

Obtained ISO certifications ISO 9001 (All business units)

ISO 13485 (Ophthalmic & Medical Instruments Division)

ISO 14001 (Headquarters)

Business Outline Positioning Instruments

 $Surveying \ Systems, \ GPS \ Surveying \ Systems, \ Laser \ Instruments, \ Equipment$

Automation Systems, Image Measurement Systems

Ophthalmic & Medical Instruments

 $\label{thm:continuous} Ophthalmic\ \ Diagnostic\ \ Instruments,\ \ Ophthalmic\ \ Treatment\ \ Instruments,$

Ophthalmic Management Systems, Refraction Instruments, Lens Finishing

Instruments

Industrial Instruments

Semiconductor Inspection Equipment, Electronic Beam Equipment,

Flat Panel Display Equipment, Optical Measurement Instruments

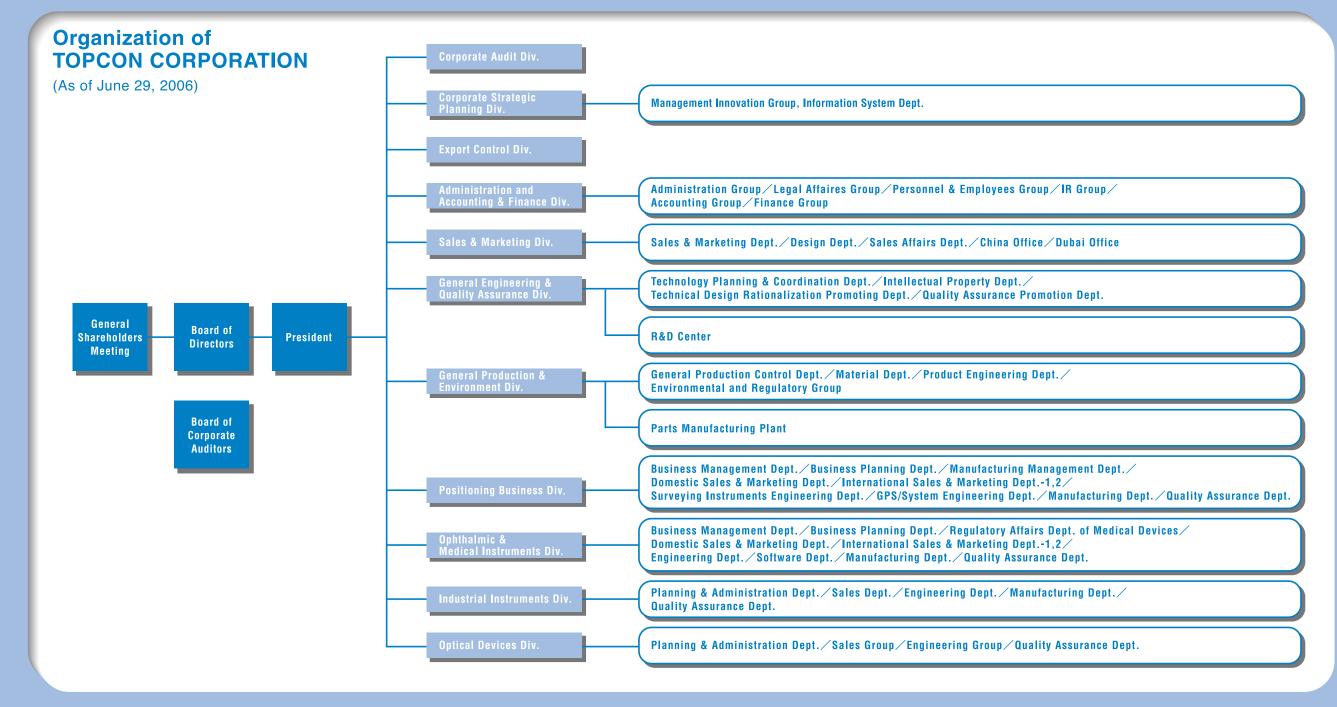
Optical Devices

Optical Unit for DPPC, Optical Engine for Projectors, Optical Parts for

DVD and CD Drives and Players, High Precision Optical Parts



Corporate Information





















Akira Ono







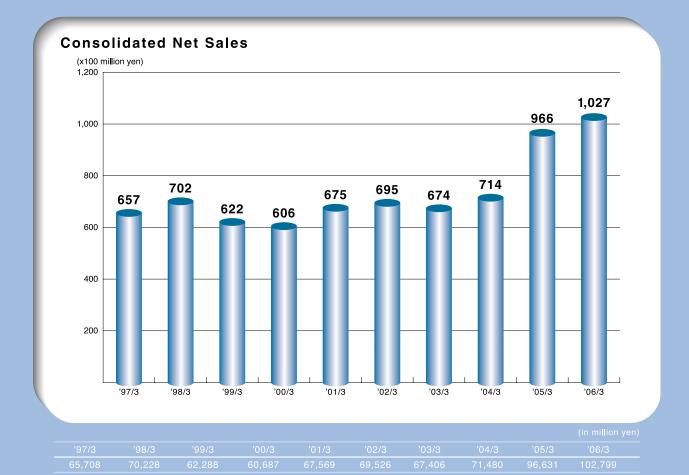


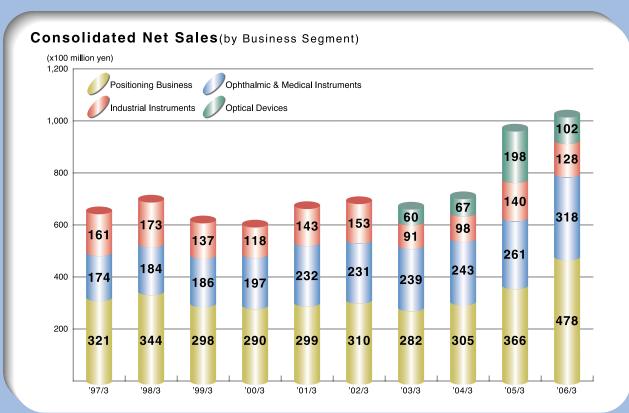






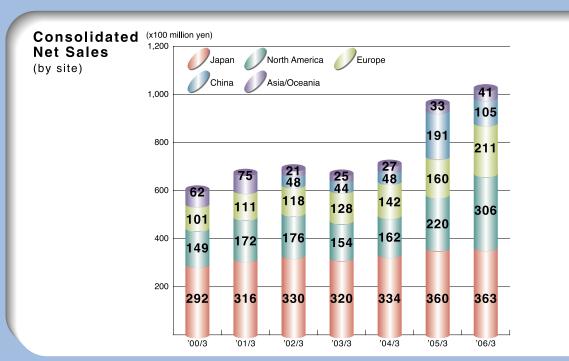
Transition of Corporate Results





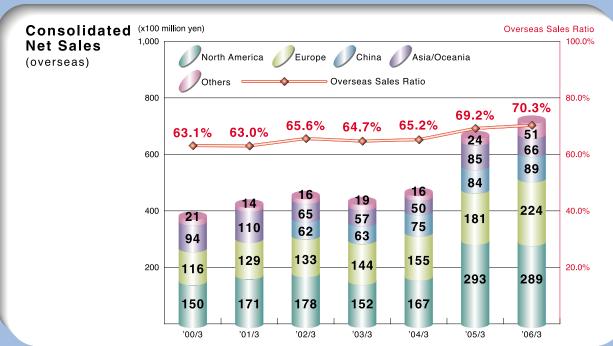
		'98/3	'99/3			'02/3				'06/3
Positioning Business	32,100	34,400	29,800	29,000	29,991	31,070	28,226	30,518	36,652	47,804
Ophthalmic & Medical Instruments	17,400	18,400	18,600							
		17,300			14,309					
Optical Devices										

lo numerical data by business unit before the year ended March 2000 were available for publication. The approximated values are based on the 3 most ignificant digits.



Japan	29,298		33,444	36,053	36,333
					30,667
Asia/Oceania					

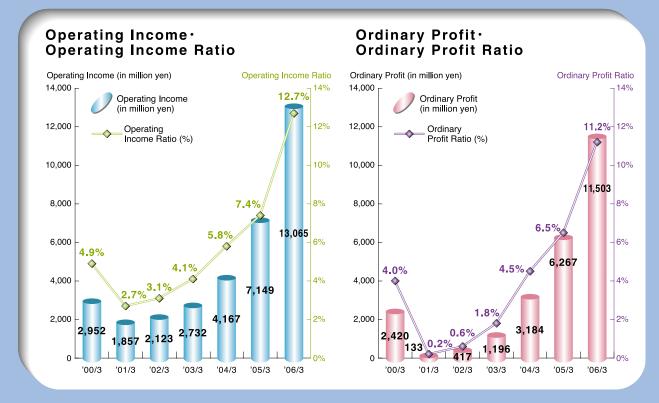
The sales in China before the fiscal year ended March 2001 are included in Asia / Oceani



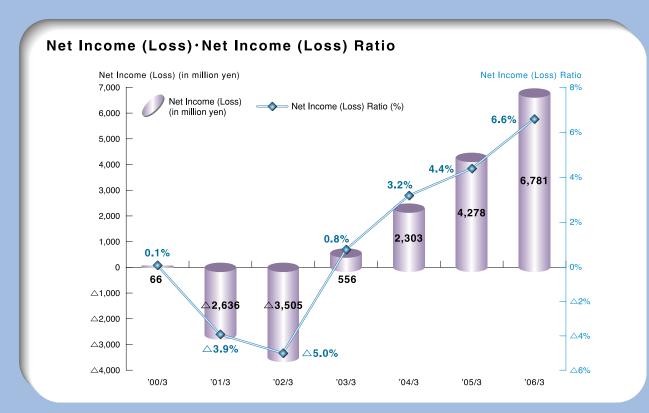
North America	15,075	17,151	17,871	15,214	16,732	29,368	28,995
Asia/Oceania	9,427	11,000		5,737			
Others						2,400	
Total	38,305	42,576	45,636	43,607	46,589	66,895	72,262
Sales	60,687	67,569	69,526	67,406	71,480	96,631	102,799
Overseas sales ratio (%)							

The sales to China before the fiscal year ended March 2001 are included in Asia / Oceania.

Growth Potential Indicators

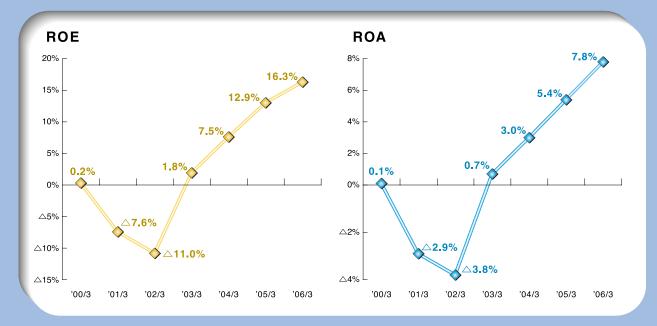


Sales (in million yen)	60,687	67,569	69,526	67,406	71,480	96,631	102,799
Operating Income (in million yen)							
Operating Income Ratio (%)							
Ordinary Profit (in million yen)	2,420	133	417	1,196	3,184	6,267	11,503
Ordinary Profit Ratio (%)							



Sales (in million yen)	60,687	67,569	69,526	67,406	71,480	96,631	102,799

Profitability Indicators



Net Income (Loss) (in million yen)	66	△2,636	△3,505	556	2,303	4,278	6,781
Average Shareholders' Equity during the period (in million yen)							
ROE (%)							
Total Assets (in million yen)	88,955	95,149	87,444	80,258	74,704	83,758	89,379
ROA (%)							

*ROE (Return On Equity) = Net Income (Loss) / Average Shareholders' Equity during the period imes100 ('

*ROA (Return On Asset) = Net Income (Loss) / Average Total Assets during the period ×100 (%

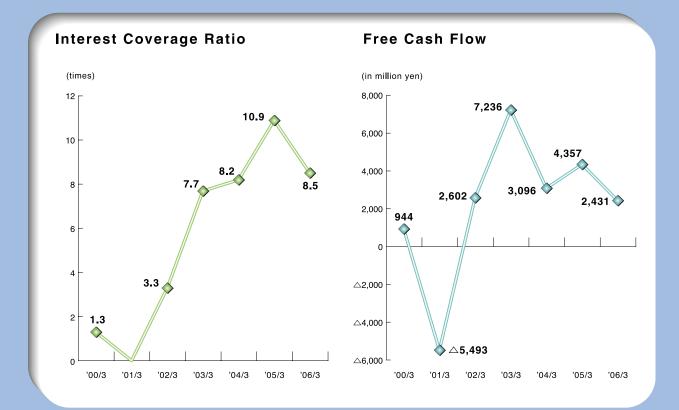
Safety Indicators



69,100	67,758	60,209	56,401	50,739	59,158	59,308
36,073	33,216	30,642	30,137	31,077	35,413	47,780
					83,758	
					42.3%	
	69,100 37,846 182.6% 36,073 88,955	69,100 67,758 37,846 42,868 182.6% 158.1% 36,073 33,216 88,955 95,149	69,100 67,758 60,209 37,846 42,868 41,107 182.6% 158.1% 146.5% 36,073 33,216 30,642 88,955 95,149 87,444	69,100 67,758 60,209 56,401 37,846 42,868 41,107 40,632 182.6% 158.1% 146.5% 138.8% 36,073 33,216 30,642 30,137 88,955 95,149 87,444 80,258	69,100 67,758 60,209 56,401 50,739 37,846 42,868 41,107 40,632 28,034 182.6% 158.1% 146.5% 138.8% 181.0% 36,073 33,216 30,642 30,137 31,077 88,955 95,149 87,444 80,258 74,704	69,100 67,758 60,209 56,401 50,739 59,158 37,846 42,868 41,107 40,632 28,034 31,575 182.6% 158.1% 146.5% 138.8% 181.0% 187.4% 36,073 33,216 30,642 30,137 31,077 35,413 88,955 95,149 87,444 80,258 74,704 83,758

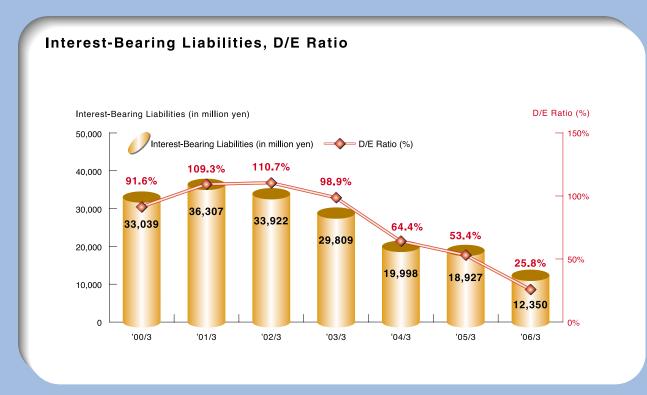
**Current Ratio = Current Assets / Current Debts×100 (%) **Shareholders' Equity Ratio = Shareholders' Equity / Total Assets ×100 (%)

Safety Indicators



C/F from Operating Activities (in million yen)	1,761	△402	5,513	8,899	6,090	7,809	6,869
C/F from Investing activities (in million yen)	△816	△5,091	△2,911	△1,663	△2,994	△3,452	△4,437
Free Cash Flow (in million yen)							

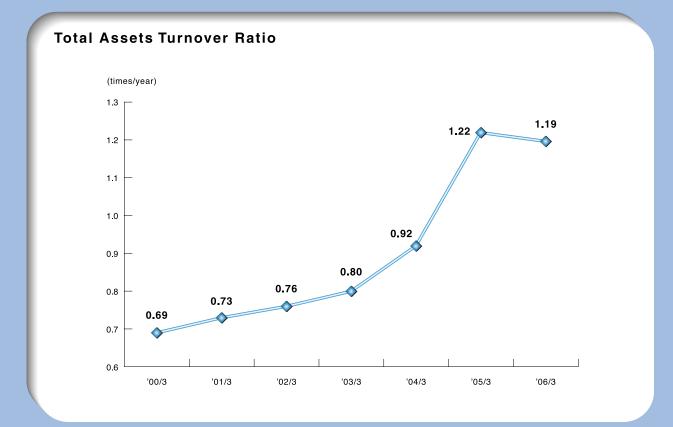
Interest Coverage Ratio = C/F from Business Activities / Interest Payment *Free Cash Flow = C/F from Business Activities + C/F from Investment



	'00/3	'01/3	'02/3	'03/3	'04/3	'05/3	'06/3
Interest-Bearing Liabilities (in million yen)	33,039	36,307	33,922	29,809	19,998	18,927	12,350
			30,642				
D/E Ratio (%)							

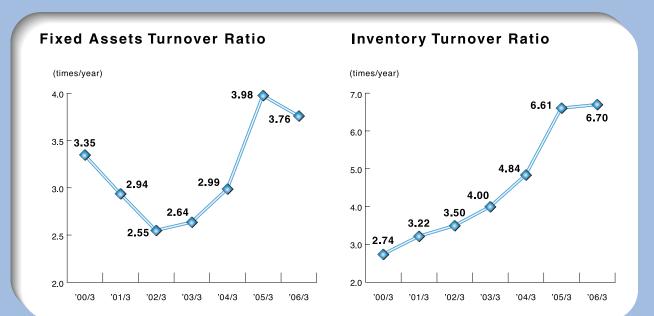
*D/E Ratio = Interest-Bearing Liabilities / Shareholders' Equity×100 (%)

Efficiency Indicators



Sales (in million yen)	60,687	67,569	69,526	67,406	71,480	96,631	102,799
			87,444				
				83,851			
Total Assets Turnover Ratio (times/year)							

: Total Assets Turnover Ratio = Sales / Average Total Assets

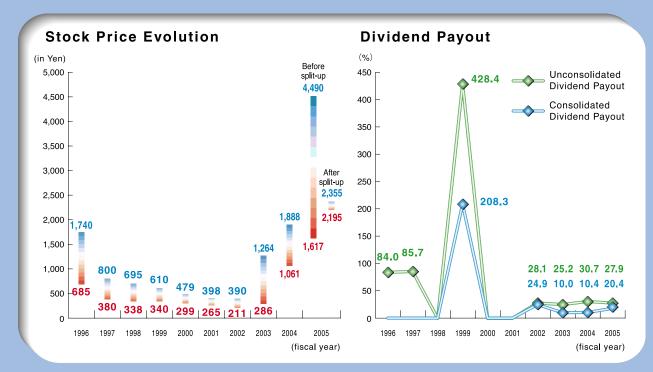


Sales (in million yen)	60,687	67,569	69,526	67,406	71,480	96,631	102,799
Inventory Assets (in million yen)	20,719	21,265	18,519	15,165	14,392	14,823	15,873
				16,842			

Stock Price Indicators

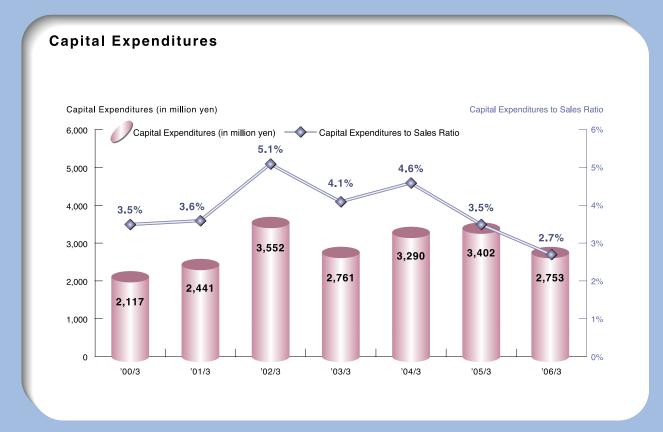


Stock Price (end of term) (in yen)	420	341	303	286	1,264	1,860	2,200
Earnings Per Share of The Current Term (in yen)							

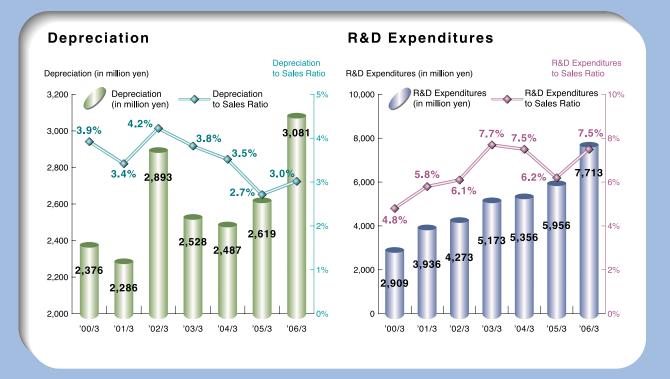


	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005
Maximum (in yen)										
Minimum (in yen)										
Unconsolidated Dividend Payout(%)										
Consolidated Dividend Payout(%)										

Other Indicators



	'02/3		



Sales (in million yen)	60,687	67,569	69,526	67,406	71,480	96,631	102,799
Depreciation (in million yen)							
Depreciation to Sales Ratio (%)							
R&D Expenditures (in million yen)	2,909	3,936	4,273	5,173	5,356	5,956	7,713
R&D Expenditures to Sales Ratio (%)							

R&D and Production Bases in Japan and Overseas



Positioning Instruments

(Surveying Systems)

Pulse Total Station

GPT-3002/3003/3005/3007,

GPT-7001/7002/7003/7005

Auto Tracking Total Station

GTS-821A/823A/825A

Auto Tracking Pulse Total Station

GPT8201A/8203A/8205A

Electronic Total Station

GTS-233/235/236/239

Digital Theodolite DT-212/213/214

Auto Level AT-G1/G2/G3/M3/G5/G6

Electronic Digital Level

DL-101C/102C/103/103R/103A

Data Collector FC-2000, FC-100



Imaging Total Station GPT-7000i Series

(Application Software)

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Application Program for FC-100

Application Program for FC-2000 Application Program for GPT-7000

Application Program for GTS-820A/GPT-8200A



Data Collector FC-100

(GPS Surveying System)

Integrated GPS Receiver

HiPer+, HiPer Pro

GPS+Receiver GB-1000

Multi-Purpose GIS/Mapping System GMS-100

(Laser Instruments)

Rotating Laser

RL-H3A, RL-H3C/H3CS/H3CL, RL-H1Sa/H2Sa,

RT-5SW, RL-VH3G/3A/3B/3D/3DR

Laser Theodolite DT-110L

Pipe Laser

TP-L4GV/L4G/L4BG/L4B

(Equipment Automation System)

MILLIMETER GPS

Positioning Zone Laser Transmitter PZL-1

Positioning Zone Sensor for Mobile Rover

Applications PZS-1

Positioning Zone Sensor for Machine Control

Applications PZS-MC

Machine Mounted Laser Receiver

LS-B2/B4/B10

3-Dimensional Machine Control System

System Five-3D



(Imaging Measurement System)

Digital Image Surveyor DI-3000

Image Surveying Station PI-3000, PI-3000Lite

MILLIMETER GPS

Imaging Total Station

GPT-7001i/7002i/7003i/7003iF/7005i/7005iF

Mirror Stereoscopes

3D Scanning System

Field Scan for GPT-8200A

Ophthalmic & Medical Instruments

PSF Analyzer

PSF-1000

Retinal Camera

TRC-NW7SF

(Ophthalmic Diagnostic Instruments)

Specular Microscope SP-3000P

Computerized Tonometer CT-80/80A

Slit Lamp SL-D Series

Binocular Indirect Ophthalmoscope ID-10

(Refraction Instruments)

Auto Kerato-Refractometer

KR-8800/8100A/8100PA/8000PA/8100P

Wavefront Analyzer KR-9000PW

PSF Analyzer PSF-1000

Bino Vision Analyzer

BV-1000

Auto Refractometer

RM-8000A/8800

Screenoscope SS-3

Compu Vision CV-5000

Vision Tester VT-SE, VT-10

Mirror Chart MC-3

Panel Chart PC-2

Auto Chart Projector ACP-8

(Ophthalmic Imaging System)

Retinal Camera

TRC-NW7SF.

TRC-50IX/LX/AX/EX

Non-Mydriatic Retinal Camera

TRC-NW6/6S/6SF, TRC-NW200

Digital Imaging System IMAGEnet

(Lens Processing Instruments)

Computerized Lensmeter CL-200, CL-2800

Lens Meter LM-8/8C/S1

EZ Meter EZ-200

Digital PD Meter PD-5

Spectral Transmittance Meter TM-2

Patternless Auto Lens Edger

ALE-5100Pro/SG/C/XP

Frame Reader FR-50/3000

Auto Blocker DS-5000/7000

Auto Lens Edger ALE-300DXS

Filter System FS-100D, FS-1

Deodorant Unit DU-2

Lens Edger LE-20MV/MF

Point Setter PS-9

(Ophthalmic Delivery Systems)

Compact System CS-800/100/70

Adjustable Instruments Table AIT Series

(Ophthalmic Surgical Instruments)

Operation Microscope

OMS-800 (OFFISS/Pro/Standard), OMS-90

Laser Photocoagulator LC-300G

Industrial Instruments

(Semiconductor Inspection Equipment)

Chip Defects Inspection System

Vi-4300/4200/2200/1200

In-Tray Chip Defects Inspection System

Vi-3100/3200

Wafer Surface Analyzer

WM-7000/5000/10/7/7Plus

(Flat Panel Display Equipment)

Proximity Aligner for LCD TME-950P/750P/550P

Compact Proximity

Aligner for R&D

TME-400R/150R

[Optical Measurement Instruments]

Luminance Meter BM-7A/5A

Spectro Colorimeter SC-777

In-Tray Chip Defects Inspection System Spectroradiometer SR-3A/3A-L1

[Contract Analysis]

Optical Devices

(Optical Unit)

Optical Unit for DPPC.

Optical Engine for Projector

[Optical Parts]

Optical Parts for DVD and CD Drives and Players, Binary Optical Element, High Precision Optical Parts. Micro Pattern. IR Filter. Laser Mirror. Moisture-Proof Coating, Various Coating Parts, Glass Mold Lens, Plastic Lens, Metal Plane Mirror, Aspherical Mirror, Mold for Plastic Lens, Various Metal Parts

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Outline

Established in 1932 based on the surveying instruments division of K. Hattori and Co., Ltd. (currently Seiko Corporation) and Katsuma Kogaku Kikai Co., Ltd., Tokyo Optical Co., Ltd. changed its corporate name in 1989 to Topcon Corporation. Today, the company continues its activities as a general optical manufacturer mainly on medical and surveying instruments.

Establishment and basis foundation period

The company was established in September of 1932 based on the surveying instruments division of K. Hattori and Co., Ltd. after acquiring the lens manufacturing facilities of Katsuma Kogaku Kikai Co., Ltd. by request of the Japanese Ministry of War. Business started with surveying instruments, binoculars, cameras and optical weapons as main products but the size of the business quickly expanded to meet the demands of the times. In a few years the company grew to become Japan's flagship optical manufacturer, producing every kind of precise optical weapons -- serving as an impelling force elevating the initially backward Japanese optical instrument manufacturing technology to a world-class level.

Development period

After dismissing all employees upon the end of World War II and temporarily closing factories to perform a liquidation adjustment, the company resumed activities after receiving a business license to shift into the production of private goods in November of 1945. After that, the company concentrated mostly on the production of binoculars which were in great part exported to the United States, paving the way for the dominance of the US market by Japanese binoculars. Moreover, the production of surveying instruments contributed to the reconstruction and development of Japan in the post-war era.

In March of 1960, the company became an affiliate of Tokyo Shibaura Electric Co., Ltd. (currently Toshiba Corporation) and introduced new products such as electric equipment and electric measuring instruments, and also advanced into new areas where the target was to achieve the harmony between light and electricity. The first single-lens reflex camera based on the TTL full-aperture metering system implemented and commercialized in the world can be considered a example. During the 1960's, the domestic economy was growing due to steady exports and a strong consumer demand. In order to improve productivity and expand sales, the company established production bases in Fukushima Prefecture. Then, a service company was established to strengthen the repair sector. After that, offices were established in The Netherlands and U.S.A. to improve sales both in Japan and overseas, and as a preparation for the future. Finally, a sales company dealing with surveying instruments was established in central Japan, and also a specialized manufacturing company to help penetrate into the

To all-purpose company

From 1979 to 1981, the company recovered from a long period of stagnation and made a significant change in its corporate structure. The increased income and profit resulting from the excellent sales of refractometer RM-100 and electric distance meter DM-C2, along with the withdrawal from the 35mm camera business were made effect all together, making it possible to increase capital by issuing share at market price, resulting in the foundation of the company's basis.

In addition to strengthening the sales system by expanding and increasing regional offices and opening a sales representative in Singapore, new facilities were introduced

to organize the production system in a company —wide effort to improve management. After the camera business was replaced by the sales of custom-order products such as lenses, The main products were optical parts and correcting plates derived from Toshiba and laser mirrors. The progressive expansion of business resulted in the foundation of these business areas into a single one.

In 1982, the company celebrated its 50th anniversary and prepared an aggressive sales expansion plan in a company-wide effort to develop new products and strengthen production capacity through the construction of new factories. Between 1983 and 1984, an effort was made to concentrate capital by issuing foreign-currency convertible bonds in a proactive company development plan which included injection of capital into subsidiary.

In 1985, the export scenario was negative and the economy showed signs of stagnation due to strong yen resulting from trade imbalance. However, the company attempted to strengthen the management basis by means of capital increase, issuing 3.8 million new shares at market price, the largest issuance in the company's history. A local production center was opened in Hong Kong and a financial subsidiary was established in The Netherlands to promote the globalization of business and improve the company's immunity to exchange fluctuations, but sales went slightly down.

In 1986, the long-awaited promotion to the First Section of the Stock Exchange became reality. After 1987, when the economy showed signs of recovery, the company tried to raise the self-owned capital ratio by issuing US dollar-denominated warrant bonds and the first convertible bonds without collateral in Japan, strengthening the development and sales of new products. In 1989, the corporate name was changed in an effort to reform corporate philosophy and strengthen the corporate basis. While adapting the management to cope with advanced technologies, internationalization, and advanced information processing, new products were developed and sold to meet the customers' demands and expand business.

■To leading global company

The outbreak of the Gulf War in the Middle East in the second half of 1990 and the rising tension in the state of affairs of the Soviet Union brought about a large impact on the domestic and international economies, resulting in further uncertainty about the

In addition to exploring and developing new business areas, the company strived to expand business through the development and sales of products with higher added value to satisfy market needs. In January, a new company was established in the United States by acquiring a company that manufactured chairs, stands and other items, aiming at expanding business in the area of ophthalmic and medical instruments. In March, a joint-venture company was established to help expanding market share in South Korea.

In 1991, in view of prospects of an economic slowdown aggravated by weak exports resulting from the delayed recovery of US and European economies, the company started the electron beam business in April to cope with such a difficult environment. This endeavor was conceived as a way to start a new page in the electron beam area by making effective use of the company's exclusive technologies. In terms of overseas expansion, a sales office was established in Thailand in January and in Malaysia in April, strengthening the sales basis in Asia.

In 1993, in order to put an end to a period of weak sales in a stagnant economy, the company strived to reinforce core businesses such as surveying and medical instruments. In addition, efforts were concentrated to achieve a more efficient management through a restructuring process that included the streamlining of

non-profitable businesses and the establishment of a service company in the field of electron beams.

In 1994, the yen achieved record levels of 100 to 90 yen per dollar. A large number of companies increased their overseas production ratios, bringing about the so-called domestic "hollowing" of production.

Under such circumstances, the company decided to establish a joint-venture company to expand the sales of surveying instruments in China after several years of consideration. In addition, responding to requests of copying machine manufacturers, the company began to cope with the rapid development of the Chinese market by reinforcing the manufacturing subsidiary in Hong Kong and establishing a branch factory in mainland China. In Japan, as an adaptation to these new facts, the company concentrated on the development of products with high added value and high performance. Particularly in the field of positioning, GPS (global positioning system) was ranked as a core business; and in order to penetrate in the area of machine control, a laser equipment manufacturer in the United States was acquired and transformed into a US subsidiary. This way, the company became one of the world's top all-round surveying instrument manufacturer both in name and substance

At that time, obtaining an ISO (International Standards Organization) 9000 series certification became a precondition to perform business in the European (EU) market. In 1994, the surveying Instruments Division obtained the ISO-9001 certification, followed by the Ophthalmic and Medical Instruments Division one year later. The target of obtaining the ISO certification was then inherited by affiliate companies in Japan and

In April 1997, the previous Electro-optic Devices Division was merged into the surveying Instruments Division, resulting in a new business structure based on 3 fundamental sectors: ophthalmic and medical, surveying, and industrial instruments. The domestic sales network was also restructured. This plan aimed at providing customer services that precisely reflect market needs and a more detailed feedback to product development. For instance, the surveying instruments is entrusted to 5 sales subsidiaries and 2 sales offices.

In September of the same year, the company obtained the ISO-14001 certification, complying with international environmental standards. This is a comprehensive management system that continuously improves environmental management based on company-wide policies. Obtaining this certification is increasingly becoming a precondition to perform business in Europe. As a company that considers the handling of environmental issues as one of the most important topics in management, efforts for environmental protection were strengthened even further by adopting self-imposed standards that are even more restrictive than legal requirements. As a result, the company received the Director-General of the Agency of Natural Resources and Energy Prize in the following year and the Itabashi Ward Environment Protection Prize one year later.

In 2000, on the verge of the 21st century, the company decided to accelerate its management reform to keep the position of a leading global company adopting the Six Sigma method. In July, the company started evolving from the conventional positioning instruments business to become a total, wide-area supplier in the positioning segment by acquiring a competitive US manufacturer of precision GPS receivers and merging the integrating systems between the areas of precision GPS instruments and conventional positioning instruments.

■21st century - the start of a new legend

The year 2001 represents to the company not only the start of a new century but also the beginning of a new era. As Japan definitely entered into the joint-management era, the company also concentrated full efforts in reinforcing joint management, and the international sector was no exception. As a strategy to strengthen overseas sales, the positioning and medical instruments businesses in the US were separated and made independent, efforts were made to improve their profitability, and a holding company was created to control both businesses. In addition, in order to improve the overseas production capacity of optical device components, the Chinese factory of Topcon Optical (H.K.) Ltd. was moved and the total area was expanded.

In 2002, under the strong leadership of Koji Suzuki, the company's President, a joint effort was carried out to reduce lead time of business processes by half and to promote the "Time to Market No.1" campaign which consisted of being always the first company to introduce the world's top ("number one") products. Innovative new products were introduced and sold in different business areas, and sales showed a steady growth.

Moreover, the company achieved zero-emission in the headquaeters and factories (total recycling of waste) for considering environmental issues as one of the most important topics in management.

In 2003, the company received the Special Prize of the TP Management Promotion Award, following the General Productivity Excellence Award received from the Japan Management whose general taget on a global basis is based on the consolidated assets turnover raito.On that year, due to the expansion of areas such as IT, OA, and AV equipment, as well as the trend towards increased networking, the demaned for several optical device components hasgrown, resulting in the creation of the Positioning Business Division, the Ophthalmic and Medical Instruments Division, the Industrial Instruments Division with the Optical Divices Division as the fouth pillar. Furthermoer, the plan gained additional momentum with the merging of Tokyo Kogaku Seiki k.k. and Sanyu Optical Co., Ltd. into OPTONEXUS Co., Ltd. (in Fukusima Prefecture).

In 2004, in order to further accelerate the development of positioning instruments overseas to meet the need of the times, Topcon (Beijing) Opto-Electronics Corp. was established as a strategic basis for China market in the technological district of Beijing. Thanks to the introduction of several strong products in the market such as GPS / machine control equipment by the Positioning Business Division, IMAGEnet by the Ophthalmic & Medical Instruments Division, a chip inspection equipment by the Industrial Industruments Division, and optical engines for rear projectors by the Optical Device Division, the company managed to make a steady progress in sales. According to the accounts settlement in the fiscal year ending March/2006, company consolidated net sales achieved 102,799 million yen and operating income achieved 13,065 million yen. Both are new record for the three straight years in company's history.

