

Transforming to a Business Model for Growth

ISUZU

ISUZU MOTORS LIMITED
ANNUAL REPORT 2010

Year ended March 31, 2010



Corporate Statement

Trucks for life
ISUZU

Our Corporate Vision

Isuzu will always mean the best

A leader in transportation, commercial vehicles and diesel engines, supporting our customers and respecting the environment

Our Corporate Mission

Trust, Action, Excellence

A global team delivering inspired products and services committed to exceeding expectations

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Forward-Looking Statements

This annual report contains forward-looking statements about Isuzu Motors Limited's plans, strategies, beliefs and future performance. These forward-looking statements are based on current expectations, estimates, forecasts and projections about the industries in which Isuzu Motors Limited operates, and management's beliefs and assumptions. As the expectations, estimates, forecasts and projections are subject to a number of risks, uncertainties and assumptions, actual results may differ materially from those projected. Isuzu urges readers to exercise due diligence when making investment decisions.

Profile



Yoshinori Ida (left)
Chairman & Director

Susumu Hosoi (right)
President & Representative Director

Isuzu Motors Limited was founded in 1916, making it one of Japan's oldest automobile manufacturers.

In addition to the manufacture and sale of commercial vehicles (CV) and light commercial vehicles (LCV) including heavy-duty trucks and buses, light-duty trucks, and pickup trucks, core group businesses include the manufacture and sale of engine components and related businesses in Japan and overseas.

As well as manufacturing and assembling heavy-duty trucks and light-duty trucks at our Fujisawa Plant in Japan, we practice a local approach to production under which components supplied

from the plant are assembled at affiliated plants worldwide. Pickup trucks are produced in Thailand and exported worldwide. Engines, one of the Company's principal non-vehicle products, are produced under a four-region system encompassing facilities in Japan, Asia, the United States, and Europe.

In Japan, products are sold through domestic sales companies. Overseas, products are sold through Isuzu Group companies' sales networks, General Motors Group companies' sales networks, trading companies, and other partners.

1. Principal products

● Light- to heavy-duty trucks



● Pickup trucks



● Buses



● Industrial diesel engines



2. Features

- In Japan, Isuzu boasts No. 1 share in the light-duty truck market and No. 2 share in the medium- and heavy-duty truck market.
- Isuzu products are sold in well over 100 countries worldwide, and overseas sales account for more than 60% of our business.

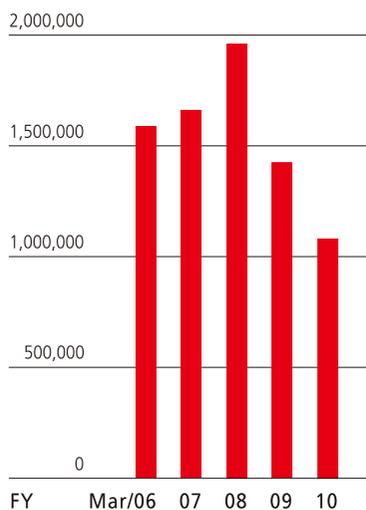
Consolidated Financial Highlights

Year ended March 31	Millions of yen			Thousands of U.S. dollars
	2010	2009	2008	2010
For the Year:				
Net sales	¥ 1,080,928	¥ 1,424,708	¥ 1,924,833	\$ 11,617,891
Net income (loss)	8,401	(26,858)	76,021	90,296
At Year-End:				
Total assets	¥ 1,110,383	¥ 1,026,786	¥ 1,245,947	\$ 11,934,478
Net assets	354,534	331,773	415,278	3,810,564

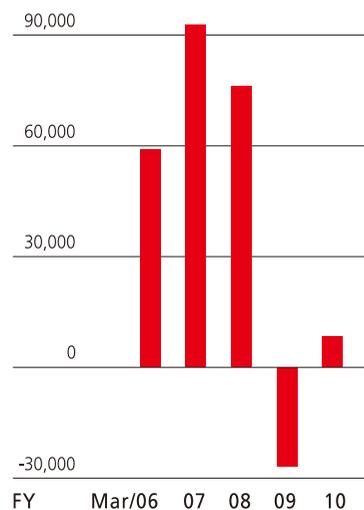
Per Share:	Yen			U.S. dollars
	2010	2009	2008	2010
Net income (loss) – primary	¥ 4.96	¥ (15.85)	¥ 44.60	\$ 0.05

Note: U.S. dollar figures have been calculated at the rate of ¥93.04=U.S.\$1, the approximate rate of exchange prevailing on the Foreign Exchange Market on March 31, 2010.

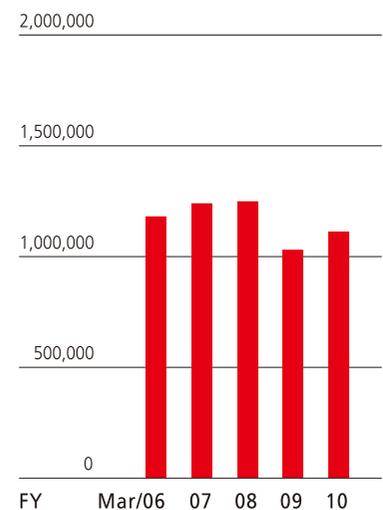
Net Sales
(Millions of yen)



Net Income (Loss)
(Millions of yen)



Total Assets
(Millions of yen)



Major Press Releases

Business-related

2009

May 20

Opening of Isuzu Premium Club Hokkaido

Isuzu opened the Isuzu Premium Club Hokkaido at the 100% Isuzu funded automobile test and research center, WAcorn Hokkaido. The facility offers the perfect environment for Isuzu to provide professional seminars to its customers in the trucking industry on topics including fuel-efficient driving techniques and safe vehicle operation.

Oct. 21

Sales of the First Isuzu-brand Commercial Vehicle in Peru Launched

Isuzu launched sales in Peru of the new 700P commercial vehicle bearing the Isuzu badge, making it the first Isuzu branded commercial vehicle marketed in the country. Isuzu vehicles are sold in Peru through the General Motors distribution network, and the Company's vehicles previously carried the General Motors logo. Isuzu is aiming to expand its presence in the Peruvian market for commercial vehicles from 622 units sold in 2008 to 1,000 units in 2013.

2010

Feb. 16

Establishment of a Fully Integrated Domestic Sales Management Company

On April 1, Isuzu commenced operations of a newly organized sales management company that consolidates all of the Company's vehicle life cycle business resources in Japan into a single integrated sales center, with the aim of further enhancing our customer service capabilities and establishing a solid foundation for domestic operations. The sales center brings together all of Isuzu's domestic sales operations into Isuzu Network, a joint venture holding company established in February 2007 with the trading company ITOCHU Corporation. Integrating our domestic sales functions into a centralized company brings our operations closer to the point-of-contact with customers, allowing us to further raise our sales and service specialization and flexibility, and to strengthen and optimize our communications with customers. The centralized operation gives us an effective platform for fulfilling our corporate mission of being a leader in commercial vehicles and diesel engines, and to build on our status as a trusted partner with our customers as we seek to become the top customer service provider in the transport industry.

The restructuring of the sales operations is being accompanied by a full-scale restructuring of our commercial vehicle sales and service operations, which have been in place for more than half a century, and the business functions of the newly integrated domestic sales company and branch sales companies.

Mar. 26

Core Development Operations of Next-generation Light Pickup Trucks Shifted to Thailand

On April 1, Isuzu transferred the core engineering development operations for its next-generation light pickup trucks to Thailand, our largest market for light pickup trucks. Shifting the core product engineering operations from Japan to Thailand puts the decision-making processes in the heart of the main market

for Isuzu's light pickup trucks, which will shorten the development-to-market lead time for products specifically tailored to local market needs.

Product-related

2009

Sept. 10

Three-ton, Wide-cab ELF Model that Meets Trucks and Buses Fuel Efficiency Standards Added to the Isuzu Eco Series

On September 17, Isuzu expanded its ELF line of light-duty trucks with the nationwide release of a 3-ton, manual transmission, wide-cab model that meets Japan's 2015 fuel efficiency standards for trucks and buses. The addition of the new model raised the percentage of Isuzu's ELF model offerings meeting Japan's fuel efficiency standards to approximately 70%.

2010

Feb. 5

ELF Eco Series Expanded

- ELF CNG-MPI Commercial Truck First to Meet Japan's Post New Long-term Emissions Regulations
- New Three-ton, Wide-cab Diesel Trucks with Smoother-Ex Transmission Meets Fuel Efficiency Standard

Isuzu introduced the first commercial trucks with compressed natural gas, multi-point injection (CNG MPI) to meet the Post New Long Term (P-NLT) Regulations requiring diesel vehicle emissions to be as clean as gasoline engine emissions. Isuzu also launched diesel trucks with its Smoother-Ex automatic transmission that meet Japan's 2015 Trucks and Buses Fuel Efficiency Standard. The compressed-gas discharge efficiency of the Isuzu's ELF CNG-MPI commercial trucks produce approximately 55% less NOx emissions by volume, making the vehicles the first of their kind to meet Japan's P-NLT Regulations for diesel engines, which are the strictest in the world. The addition of the 3-ton, wide-cab diesel truck with Isuzu's Smoother-Ex automatic transmission expands the lineup of Eco Series trucks meeting the 2015 fuel efficiency standards for trucks and buses. With this addition, Isuzu raised the percentage of its Eco Series models to 85% of total sales.

May 17

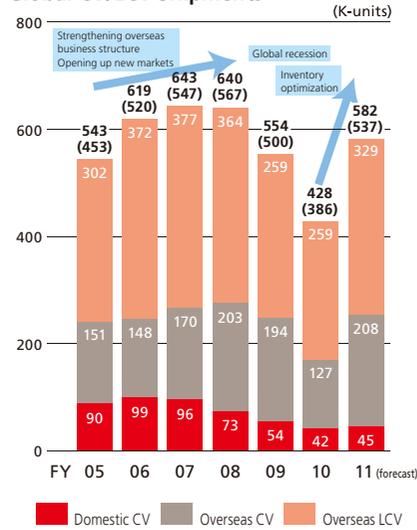
Sales of Upgraded Heavy-duty GIGA and Medium-duty FORWARD Trucks that Meet 2009-2010 Emissions Regulations Launched

On May 17 Isuzu launched nationwide sales of its GIGA heavy-duty trucks and FORWARD medium-duty trucks with minor upgrades that make them compliant with Japan's 2009-2010 emissions regulations. The release of the upgraded GIGA and FORWARD models realizes Isuzu's SEE Technology concept that focuses on Safety, Economy, and Environment, and represents a significant advance in the Company's development capabilities, particularly in improving fuel efficiency and reducing vehicle weight, while also meeting Japan's world-leading emissions standards. The trucks meet the growing demand for commercial vehicles that provide exceptional fuel efficiency and payload capacity while meeting higher environmental standards.

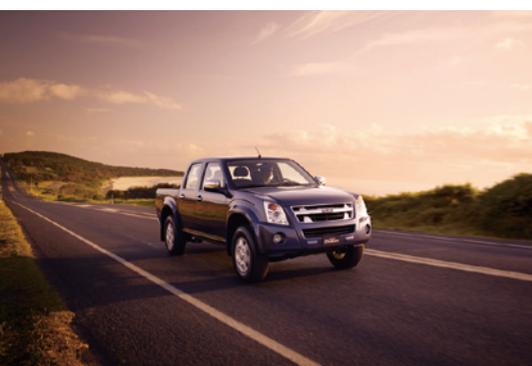
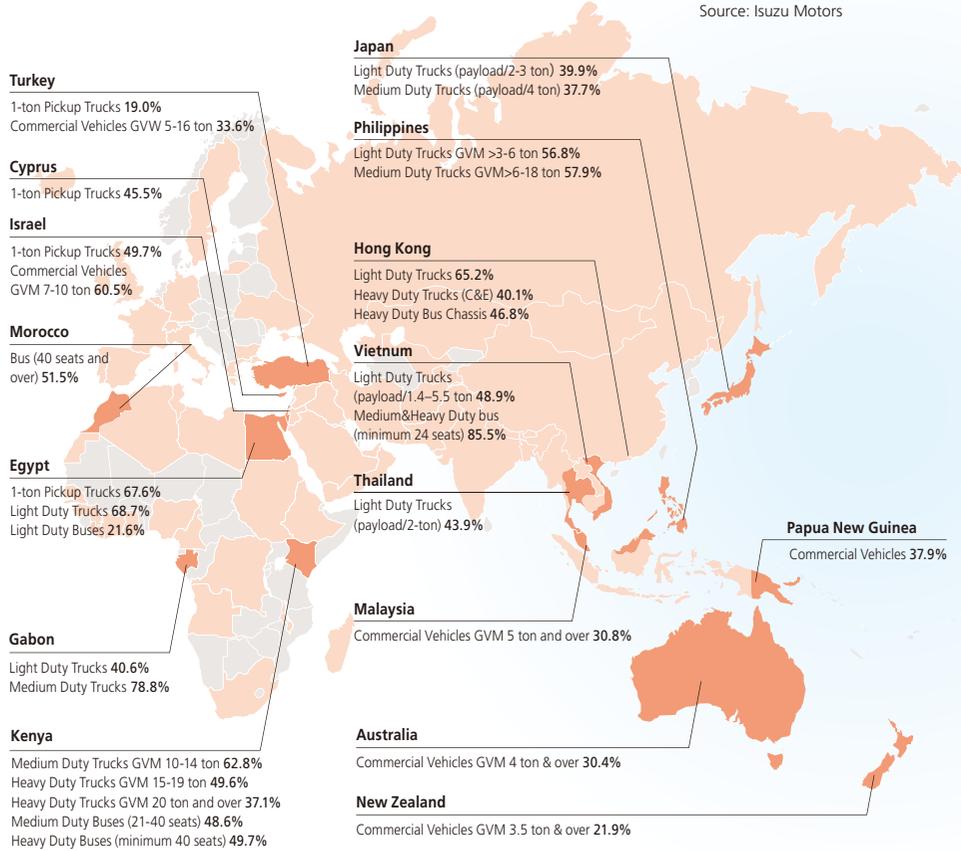
CV/LCV: Securing an advantage in growth markets worldwide — A return to expansion

Isuzu steadily increased unit shipments by strengthening its business structure and opening up new markets. Since the global recession began in September 2008, however, slowing demand combined with efforts to optimize inventory led to a sharp drop in shipments to 428,000 units for FY2010. The normalization of shipments and a market recovery is forecast to bring a return to expansion in FY2011, with shipments reaching a total of 582,000 units (45,000 domestic CV and 208,000 overseas CV and 329,000 LCV), close to the level before the collapse of Lehman Brothers. By carefully monitoring the retail situation, inventory conditions, and products during the economic crisis, Isuzu is well prepared to take advantage of a recovery in demand.

Global CV/LCV Shipments

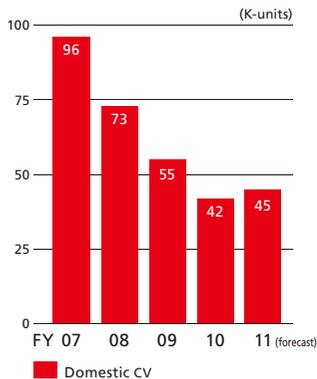


No. 1 Market Share in 2009 (Based on sales registrations figures compiled by Isuzu)



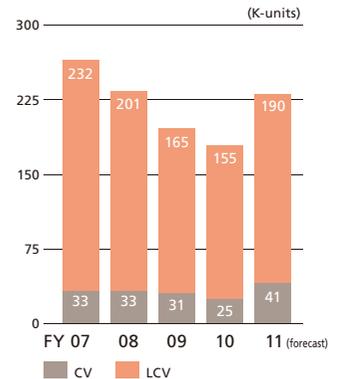
Japan

- With replacement demand spurred by emissions regulations having come full circle in FY2007, domestic truck demand has been falling as the economic slowdown exacerbates the already difficult business environment for customers.



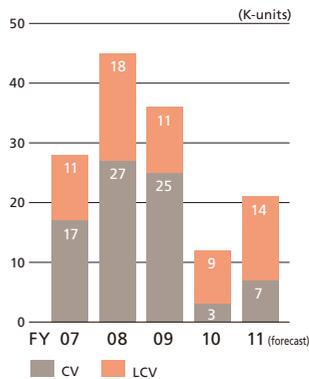
Asia: Recovery of demand in Thailand and Indonesia

- Asian markets have been showing signs of recovery since the second half of FY2010.
- In Thailand, Isuzu plans to increase shipments of both CV and LCV in line with the economic recovery.
- Since restructuring its business entity in Indonesia (increasing its stake in May 2008), Isuzu has leveraged its expertise in selling CV to promote expanded sales, and is looking to increase market share as demand picks up.

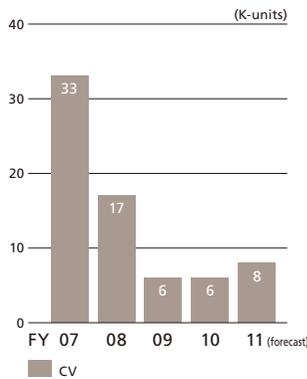




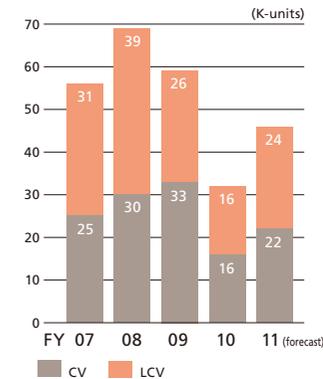
Europe: A bleak outlook for recovery in demand



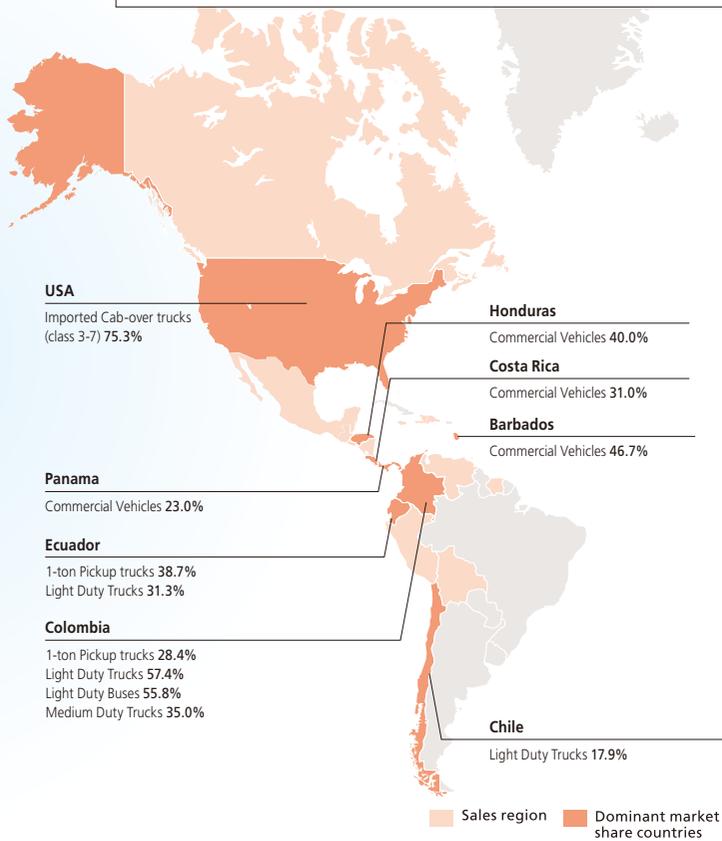
North America: Introduced N-series that meets US10 emission standards



South and Central America: Recovery of demand in Columbia and Mexico

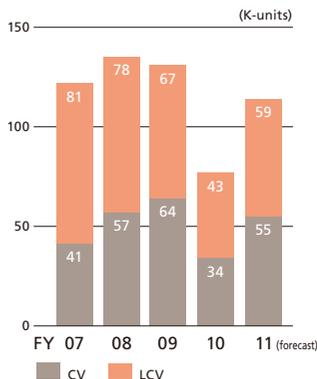


Note: CV: Commercial vehicle, LCV: Light commercial vehicle, pickup truck
L/D: Light-duty, M/D: Medium-duty, H/D: Heavy-duty trucks

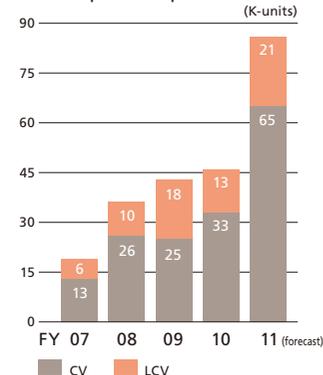


Middle-East/Africa: Expanding shipments of both CV and LCV

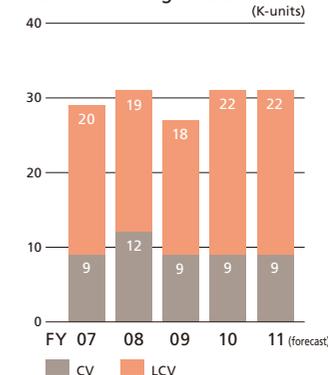
- Shipments fell sharply in FY2010 in part due to cutbacks in distributors' stock, but demand has since begun to recover.
- N-series light-duty trucks have maintained dominant market share in Saudi Arabia.
- Both CV and LCV are showing signs of recovery in African markets.



China: Rapid growth even after the collapse of September 2008



Oceania: Continued strong demand



Note: FY2011 figures were forecast on May 11, 2010.

Message from the President



Transforming to a Business Model for Growth

The fiscal year ending March 31, 2010, opened amid an unprecedented financial crisis and worldwide economic stagnation. The harsh business conditions and distributor inventory adjustments caused overseas sales to plummet in the first half. Business began reviving in the second half on rising demand in the domestic Japanese market with support from government subsidies, tax incentives, and other programs to promote eco-friendly car sales, and recovering demand in the ASEAN region, China, and other overseas markets.

Within the Company, we continued the implementation of cost-reducing measures begun in the previous year and rapidly expanded the effort throughout the Group. The result for the fiscal year was sales of ¥1,080.9 billion, operating income of ¥11.0 billion, ordinary income of ¥11.3 billion, and net income of ¥8.4 billion. The Company posted its ninth consecutive term of positive operating income and successfully regained bottom-line profitability after the previous year's net loss.

In the fiscal year ending March 31, 2011, we are targeting raising sales to ¥1,340.0 billion, operating income to ¥45.0 billion, ordinary income to ¥42.0 billion, and net income to ¥20.0 billion.

While the Japanese government subsidies and other programs promoting new vehicle purchases will provide a certain degree of market stimulus, we anticipate only slow improvement in domestic demand that will leave overall demand flat year on year.

In overseas markets, demand has moved into an overall rising trend. We anticipate overseas shipments of commercial vehicles (CVs) regaining the 200,000-units level attained before the collapse of Lehman Brothers Holdings in September 2008. Demand for light commercial vehicles (LCVs) is also steadily recovering overseas, led by strong demand in Thailand. During the year, we will continue enhancing our operating efficiency to improve the cost structure, while striving to expand sales and raise our earnings performance.

Isuzu is in the process of a complete transformation of the Group's business structure to strengthen our business functions in Japan and around the world. Our objective is to enhance our ability to meet the diverse needs of both rapidly growing developing countries and mature markets, such as Japan, by offering products tailored to individual markets, supported by



service that is highly trusted by our customers.

This transformation is guided by three fundamental policies: 1) to reorganize product development processes, 2) to engage and expand value chains overseas, and 3) to stabilize the domestic business by expanding vehicle life cycle operations.

The first step in the transformation was the consolidation of our vehicle life cycle business resources in Japan into the Isuzu Network Co., Ltd. Announced on February 16, and relaunched as a new domestic sales management company in April of this year, the revitalized Isuzu Network will enable us to enhance our customer service capabilities and establish a solid foundation for our domestic operations. Transferring and focusing all of Isuzu's existing domestic sales and service operations into the company gives us the operating structure to raise the level of specialization and flexibility of our service operations, and to strengthen and optimize our communication with customers as we develop and expand the vehicle life cycle business.

The second step taken during the year was the transfer, announced on March 26 and concluded in April, of the main development operations for our next-generation light pickup trucks from Japan to our engineering centers in Thailand, our largest market for light pickup trucks. Shifting the decision-making

processes to Thailand will shorten the development-to-market lead time for products specifically tailored to local market needs. The Asia region promises vast growth potential for Isuzu. We plan to leverage and build on the strength of the Isuzu brand throughout Asia by developing products targeted to specific markets, and continuing to strengthen our manufacturing and sales functions in the region.

Going forward, all of us at Isuzu Motors Limited will deploy all of the Group's resources to fulfill the expectations of our stakeholders. We deeply appreciate your continued understanding and support.

Susumu Hosoi
President & Representative Director

Note: FY2011 figures were forecast on May 11, 2010.

Special Feature: Isuzu launches GIGA heavy-duty and FORWARD medium-duty truck models that meet Japan's Post New Long-term Emissions Regulations



In preparation for the launch of new GIGA and FORWARD models, Isuzu carried out a development program dedicated to aggressively improving fuel efficiency and reducing weight while complying with Japan's 2009/2010 emissions regulations—one of the world's strictest. This development program was based on fundamental performance in keeping with Isuzu's "SEE Technology" development concept in the three areas of safety, economy, and environment. We strived to meet all the requirements demanded of commercial vehicles by providing a sophisticated blend of improvements in fuel efficiency, loading performance, and environmental performance. This special feature introduces these GIGA heavy-duty and FORWARD medium-duty truck models, which have evolved to offer new value.

Executive Vice President Yoshihiro Tadaki
Engineering Division Executive,
Research & Development Division Executive

Dramatically expanding the number of models meeting Japan's 2015 fuel efficiency standards for trucks and buses

We have dramatically increased the number of GIGA and FORWARD models that meet Japan's 2015 fuel efficiency standards for trucks and buses. Compliance stands at 99% of GIGA models sold and 80% of FORWARD models sold.

Compliance with Japan's Post New Long-term Emissions Regulations:

Isuzu achieved compliance with medium-duty trucks (vehicles featuring the 4HK1 engine) using only a conventional DPD, eliminating the need to add a new catalyst to the emissions system

In the effort to comply with Japan's strict 2010 Post New Long-term Regulations and similar regulatory regimes, Isuzu gave top

priority to the way in which customers use its vehicles. Since many areas lack infrastructure for providing aqueous urea solution for use by vehicles equipped with the 4HK1 engine, which are primarily used for city driving, we met regulations by increasing the engine's potential and adding a diesel particulate diffuser (DPD). Since that infrastructure is available for vehicles using the 6WG1, 6UZ1, and 6HK1 engines, which typically see service on inter-city routes, we met the regulatory requirements with a combination of DPD and urea selective catalytic reduction (SCR) technology on those vehicles.



GIGA heavy-duty trucks: Prioritizing fuel efficiency

Due to the current economic slowdown and rapidly rising fuel prices, improving vehicle economics has become the ultimate sales proposition. Isuzu focused on fuel efficiency in the development of the new GIGA models.

1) Fuel efficiency that pushes the limits of internal combustion

Isuzu has achieved dramatic improvements in engine fuel efficiency by combining ideal cooling systems, designed using three-dimensional thermal analysis, with sophisticated engines utilizing new technologies such as common rail ultra high-pressure fuel injection system and electrically controlled continuously variable geometry turbochargers. These engines benefit from both a broadened range of operational efficiency and an ability to upshift at lower engine speeds.

2) Cab design that controls airflow

Isuzu adopted a new cab profile in order to reduce air resistance and improve cooling performance, thereby boosting fuel economy. The rounded shape rectifies and smoothes air as it flows around the sides of the cab. The new design also reduces the resistance air must overcome as it leaves the engine compartment.

3) Smart control for fuel-saving driving

The subtle accumulation of various impedances to efficient operation goes unnoticed by drivers, but nonetheless can prevent vehicles from achieving superior fuel economy. ECON mode uses proprietary Isuzu control technologies to automatically compensate for these factors with smart shifting, smart acceleration, and an Eco Cruise function, to deliver fuel-saving operation while minimizing the impact of the system on driver stress and time of arrival.



Common rail fuel injection system

This system performs up to five separate fuel injections per stroke, including pre-injection to reduce noise and post-injection to control the DPD.



Electrically controlled continuously variable geometry turbochargers

Electrical control makes it possible to move from the eight discrete stages of older designs to a continuously variable geometry, making a dramatic contribution to higher torque and cleaner emissions.

GIGA 2015 target fuel efficiency standard

6UZ1 engine	6WG1 engine
All models	All 4x2 tractor and 6x4 tractor (compliant) models
	(Non-articulated fire trucks, 6x4 tractors (subject to related standards), and full tractors are not compliant.)

FORWARD medium-duty trucks: Introducing a two-stage turbocharger that delivers both power and environmental benefits

Isuzu has redesigned the major structural components of the 4HK1 engine. In addition, the use of technologies such as a two-stage turbocharger, Japan's first in a commercial vehicle, and a super-high-pressure common rail design, provide a significant boost to the engine's emissions performance while simultaneously improving fuel economy. Isuzu was able to satisfy Japan's Post New Long-term Regulations using only a conventional DPD, eliminating the need to add a new catalyst to the emissions system.

FORWARD 2015 target fuel efficiency standard

Including continued 2009 FORWARD models.

4HK1 engine	6HK1 engine
All models	All FSR and FVR models
(Low-floor 4WD models are not compliant.)	(FRR, FTR, FTS, and FVZ models are not compliant.)

Turbocharger provides boost starting at low speeds, delivering more than adequate power performance

Uses a two-stage turbocharger that delivers both power and environmental benefits

Two-stage turbocharger



4HK1-TCH

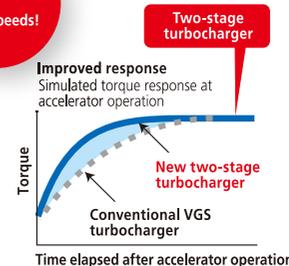
177kW (240PS) / 2600rpm (Net value*)
706N•m(72kg•m) / 1600rpm (Net value*)

*Net values are obtained by measuring the engine under conditions that roughly duplicate use in the vehicle in question. Both metric (SI) and conventional figures (in parentheses) are given.

• Dual turbochargers deliver powerful turbo boost throughout the full range of engine speeds!



• Uses only a DPD—no urea SCR —to comply with Japan's Post New Long-term Regulations!



Environmental Management

For the future of humanity and the Earth

In the eighteen years since Isuzu adopted its first Charter on the Global Environment in 1992, both global environmental issues and the environment facing the automobile industry have experienced significant change. Isuzu, therefore, has reexamined its Charter on the Global Environment, updating it for today by establishing three basic policies and six courses of action to serve as concrete objectives.

Isuzu will continue, under its Charter on the Global Environment and guided by its corporate philosophy and code of conduct, to promote environmental initiatives aimed at bringing about the realization of a sustainable society.

ISUZU GREEN ACTION

The Isuzu Charter on the Global Environment

Policy Statement



- We will create a prosperous and sustainable society.
- We will reduce environmental impacts throughout our operations.
- We will collaborate with the community and participate in social activities.

Revised on April 1, 2010

Action Guidelines

1. Create a sustainable society

We will achieve an optimum tradeoff between economy and ecology, while offering environmentally-friendly, high-value added products and services to meet customers' needs.

2. Promote environmental technology

We will take the lead in developing technologies aimed at reducing environmental impacts through the product life cycle from charging raw materials in manufacturing process through to end-of-life scrapping.

3. Comply with laws and work towards self-imposed targets

We will thoroughly comply with environment-related laws and regulations, while setting our own goals for critical environmental items, with the aim of ecological preservation.

4. Formulate an environmental management system and collaborate with affiliate companies

We will construct an environmental management system together with all the group companies with which we do business. Through mutual cooperation, we will continue to raise the standards of our environmental activities.

5. Enhance communication with and contributions to society

We will help create a good society by effectively interacting with local communities through products, services and human resources.

6. Promote education and training and nurture environmental awareness

We will make all Isuzu group companies and employees more environmentally aware through education and training.



ISUZU
Confidential

Isuzu is working with Keio University and Kanagawa Prefecture to develop electric buses. (Shown: Artist's concept)



Isuzu exhibits the ELF plug-in hybrid, currently under development, at the 2010 Automotive Engineering Exposition (held in May 2010 by the Society of Automotive Engineers of Japan).

Corporate Governance and Compliance

Striving to ensure integrity, compliance and transparency in management

Isuzu is striving to strengthen corporate governance structures to ensure its ability to earn the trust of all stakeholders. At the same time, recognizing that a commitment to compliance is one of the most critical roles of management, the company is working to spread awareness of the importance of compliance and related matters.

Basic approach to corporate governance

The Company believes that the establishment of corporate governance structures that provide a framework for discipline is indispensable to its ability to generate consistent profits and enhance corporate value through its business activities.

Recognizing that the primary purpose of corporate governance is to respect the positions of stakeholders and build smooth relationships, the Company endeavors to ensure fairness and transparency in its corporate affairs through the timely and appropriate disclosure of important information. In particular, the Company understands that implementing internal controls and maintaining an environment that protects the rights and interests of shareholders, while assuring equality among them, is an important element of corporate governance.

Furthermore, to this end the Company considers it essential that the Board of Directors and Audit Committee, which are tasked with supervision of the Company's management, function adequately and fulfill their duty of accountability toward shareholders.

Corporate governance structures

Having adopted the auditor system, the Company has established a Board of Directors and an Audit Committee as internal bodies to oversee and audit important management decisions. The Company's Board of Directors is composed of 11 Directors. Currently there are no external directors.

The Company believes that the ability of the Board of Directors to properly fulfill its responsibilities in terms of operational decision-making and oversight is influenced by whether individual Directors

possess extensive management expertise and experience, adequate knowledge about Isuzu's businesses and the automobile industry in general, and an ability to make and effectively communicate appropriate judgments based on that knowledge and experience. In addition to members promoted from within the Company, it has been the Company's practice to bring in highly knowledgeable and capable individuals from outside the organization to serve on the Board of Directors. At the same time, the Company believes that audits performed by its three external Auditors provide adequate independent review of management from the standpoint of external checking and monitoring.

Isuzu looks forward to a careful consideration of how governance could be enhanced through the addition of external Directors to the Board in light of issues such as the speed of decision-making and the challenge of recruiting suitable individuals. However, at this time the Company considers the framework and system described above for ensuring management accountability from a standpoint that is independent of management decisions and execution to provide an acceptable balance between management speed and oversight/governance.

Establishment of CSR division

As part of an organizational restructuring on April 1, 2010, the Auditing Division charged with promoting CSR (corporate social responsibility) activities aimed at improving the business' transparency and social value was renamed the CSR division. Within this division, the Compliance Management Group was incorporated into the newly established CSR Promotion Department.



Directors



Yoshinori Ida
Chairman and Director



Susumu Hosoi
President and Representative Director



Yoshihiro Tadaki
Executive Vice President and
Representative Director



Ryoza Tsukioka
Executive Vice President, and Director



Yasuaki Shimizu
Director of the Board and
Managing Executive Officer



Takanobu Furuta
Director of the Board and
Managing Executive Officer



Tsutomu Yamada
Director of the Board and
Senior Executive Officer



Toshio Sasaki
Director of the Board and
Senior Executive Officer



Masanori Katayama
Director of the Board and
Senior Executive Officer



Ryo Sakata
Director of the Board and
Senior Executive Officer



Chikao Mitsuzaki
Director of the Board

Senior Executive Officers

- Yoshifumi Komura
- Kazuharu Shimizu
- Haruki Mizutani
- Masaru Odajima
- Kengo Baba
- Katsumasa Nagai
- Kazuhiko Ito
- Shunichi Tokunaga

Executive Officers

- Naoto Hakamata
- Hiroyoshi Sakai
- Makoto Kawahara
- Takashi Kikuchi
- Masayuki Fujimori
- Tetsuro Ishikawa
- Yasushi Kusaka
- Satoru Kaga
- Toshihiro Uehara
- Jun Motoki
- Masatoshi Ito

**Standing
Corporate Auditors**

- Yoshio Kinouchi
- Shunichi Satomi
- Kozo Isshiki

Auditors

- Yasuharu Nagashima
- Hajime Mita

(As of June 26, 2010)

Financial Section



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For the Year:						
Net sales	¥1,080,928	¥1,424,708	¥1,924,833	¥1,662,925	¥1,581,857	\$ 11,617,891
Cost of sales	962,056	1,271,067	1,666,656	1,413,402	1,347,861	10,340,244
Gross profit	118,872	153,640	258,176	249,523	233,996	1,277,647
Selling, general and administrative expenses	107,862	131,989	148,603	142,542	143,334	1,159,308
Operating income	11,010	21,651	109,573	106,980	90,661	118,338
Income before extraordinary items	11,393	15,236	122,322	114,697	93,843	122,460
Income before income taxes	9,139	11,475	110,604	107,483	79,625	98,236
Net income (loss)	8,401	(26,858)	76,021	92,394	58,956	90,296
At Year-End:						
Total assets	¥1,110,383	¥1,026,786	¥1,245,947	¥1,232,181	¥1,168,697	\$11,934,478
Net assets	354,534	331,773	415,278	389,061	271,167	3,810,564

Non-Consolidated Five-Year Summary

	Millions of yen					Thousands of U.S. dollars
	2010	2009	2008	2007	2006	2010
For the Year:						
Net sales	¥ 649,533	¥ 857,439	¥ 1,027,349	¥ 973,884	¥ 917,895	\$ 6,981,223
Cost of sales	570,685	777,810	879,123	813,229	753,078	6,133,768
Gross profit	78,847	79,628	148,225	160,654	164,816	847,454
Selling, general and administrative expenses	72,658	93,670	100,035	99,163	111,309	780,939
Operating income (loss)	6,188	(14,041)	48,190	61,491	53,506	66,515
Income (loss) before extraordinary items	5,151	(3,268)	50,168	68,273	64,149	55,365
Income (loss) before income taxes	3,221	(11,617)	46,856	69,111	47,122	34,627
Net income (loss)	14,250	(35,220)	43,504	68,325	46,476	153,164
At Year-End:						
Total assets	¥ 811,200	¥ 761,263	¥ 886,390	¥ 899,783	¥ 867,698	\$ 8,718,833
Net assets	245,296	229,287	284,177	292,807	231,289	2,636,464

Note: U.S. dollar amounts are translated from yen, for convenience only, at the rate of ¥93.04 = US\$1; the approximate exchange rate prevailing on the Foreign Exchange Market on March 31, 2010.

Management's Discussion and Analysis of Financial Condition and Results of Operation

The following provides an analysis of the financial condition and results of operation in fiscal 2010. The following information contains forward-looking statements that reflect the judgment of management as of June 29, 2010.

(1) Significant accounting policies and estimates

The consolidated financial statements of the Isuzu Group are prepared in accordance with generally accepted accounting principles of Japan. In the preparation of these statements, the amounts recorded for items including allowance for doubtful accounts, inventory, investments, income taxes, retirement benefits, and provision for product warranties are estimates that reflect the judgment of management. Due to the uncertain nature of estimates, in some cases actual results may vary from initial estimates, and this may have a negative impact on business results.

(2) Results of operations

1. Overview of fiscal 2010

Profitability at all Group companies improved despite the impact of a strong yen and a slowdown in sales during the first half of the fiscal year thanks to a rapid recovery in domestic as well as overseas sales, particularly in the ASEAN region, and group-wide efforts to improve the bottom line. Results of operation in fiscal 2010 were sales of ¥1,080.9 billion (down 24.1% from the previous year), operating income of ¥11.0 billion (down 49.1% from the previous year), ordinary income of ¥11.3 billion (down 25.2% from the previous year), and net income of ¥8.4 billion (compared to a loss of ¥26.8 billion in the previous year).

2. Sales

In fiscal 2010, Isuzu's consolidated-basis sales fell 24.1% from the previous year to ¥1,080.9 billion.

In the domestic commercial vehicle market, Isuzu extended its high market share through the introduction of products with superior fuel efficiency and economy, capturing 32.9% of the medium-duty and heavy-duty trucks market (up 3.2% from the previous year) and 40.0% of the light-duty (2-3 ton) truck market (up 0.9% from the previous year). However, demand for medium-duty and heavy-duty trucks declined significantly to 41,622 (down 33.9% from the previous year), as did demand for light-duty trucks at 48,859 (down 30.3% from the previous year), reflecting the economic slowdown and continuing the trend established during the previous consolidated fiscal year. As a result, domestic sales fell 18.9% to ¥432.9 billion.

Sales in Asia dropped 4.5% from the previous year to ¥352.5 billion. Key factors included a decline in demand despite the Group's high 39% market share in the Thai market.

North American sales fell 37.3% to ¥52.7 billion, reflecting the impact of the slowdown in the U.S. economy.

Sales to other regions fell 44.5% to ¥242.6 billion, reflecting the delayed recovery in Europe and the Middle East.

An analysis by segment is available in "14. Segment Information" under "Notes to Consolidated Financial Statements."

3. Operating income

Operating income in fiscal 2010 was ¥11.0 billion, down 49.1% from a year earlier.

Fixed cost reduction efforts contributed ¥41.2 billion, while cost fluctuations (steel, oil prices and etc) and material cost reductions added ¥18.1 billion and ¥13.0 billion, respectively. Offsetting these were ¥80.7 billion in sales and model mix fluctuations, and ¥2.3 billion in exchange rate fluctuations caused by the strength of the yen.

As a result, Isuzu's operating margin deteriorated to 1.0%, compared to 1.5% for the previous year.

An analysis by segment is available in "14. Segment Information" under "Notes to Consolidated Financial Statements."

4. Non-operating gains/losses

In fiscal 2010, Isuzu posted a non-operating gain of ¥0.3 billion, an improvement of ¥6.7 billion from the previous year.

Equity-method investment income fell ¥0.7 billion to ¥4.2 billion, primarily as a result of reduced profitability at Japanese parts manufacturers to which equity-method accounting is applied.

The accumulation of additional interest-bearing debt resulted in a net interest (interest and dividends income minus interest expenses) loss of ¥4.5 billion, a deterioration of ¥2.1 billion compared to the previous year. This was offset by a foreign exchange gain of ¥1.7 billion (compared to a loss of ¥3.9 billion in the previous year) for an improvement of ¥5.7 billion compared to the previous year.

5. Extraordinary gains/losses

In fiscal 2009, Isuzu posted an extraordinary loss of ¥3.7 billion due to such contributing factors as loss on disposal of noncurrent assets, provision of allowance for doubtful accounts, and loss on the valuation of inventories. In fiscal 2010, the extraordinary loss improved ¥1.5 billion to ¥2.2 billion, reflecting extraordinary losses including loss on disposal of noncurrent assets, impairment loss, and environmental expenses, and extraordinary income of compensation income for expropriation.

6. Taxes

Isuzu's net tax expense in fiscal 2009 including current income taxes and deferred income taxes was ¥32.9 billion. In fiscal 2010, the net tax income was ¥4.1 billion due to the effect of deferred tax assets.

7. Minority interests

Minority interests consist primarily of profits returned to the minority shareholders of Isuzu's locally incorporated subsidiaries in the ASEAN region and North America and its Japanese parts manufacturers. Minority interests in fiscal 2010 decreased to ¥4.9 billion, compared to ¥5.3 billion in fiscal 2009.

8. Net income

The Group posted a net profit of ¥8.4 billion in fiscal 2010, an improvement of ¥35.2 billion from the previous year. Net income per share came to ¥4.96.

(3) Financial conditions

1. Cash flow

Isuzu generated cash and cash equivalents (“net cash”) of ¥156.1 billion in fiscal 2010, up ¥40.0 billion from the previous year. Net cash of ¥89.7 billion provided by operating activities offset net cash of ¥36.3 billion used in investing activities, principally capital expenditure, and net cash of ¥16.8 billion used in financing activities, principally repayment of interest-bearing debt.

Free cash flow, calculated by subtracting cash flow provided by investing activities from cash flow provided by operating activities, resulted in a net cash inflow of ¥53.3 billion (compared to a net cash outflow of ¥71.5 billion for the previous year).

Cash flow from operating activities

Net cash provided by operating activities was ¥89.7 billion, compared to ¥9.0 billion used the previous year. Net cash inflows of ¥71.3 billion from an increase in notes and accounts payable and of ¥18.6 billion from a decrease in inventories offset outflows of ¥51.7 billion due to an increase in accounts receivable combined with the effects accounting for income before income taxes and majority interests and depreciation and amortization.

Cash flow from investing activities

Net cash used in investing activities decreased 41.9% to ¥36.3 billion as capital investments were curtailed dramatically compared to the previous year.

Cash flow from financing activities

Net cash used in financing activities was ¥16.8 billion, compared to ¥47.8 billion provided by financing activities the previous year. The change was due primarily to the Group’s repayment of interest-bearing debt.

2. Assets

As of March 31, 2010, combined consolidated assets totaled ¥1,110.3 billion, an increase of ¥83.5 billion from the previous year.

The main factors contributing to this increase were a ¥13.3 billion yen reduction in inventories as a result of inventory adjustment by the parent company and North American subsidiaries and an increase in accounts receivable of ¥55.3 billion due to brisk sales during the second half of the year. In addition, improvements in the funding environment at Group companies led to an increase in cash and time deposits of ¥44.5 billion.

3. Liabilities

Total liabilities at March 31, 2010, increased ¥60.8 billion from the previous year to ¥755.8 billion.

Notes and accounts payable increased ¥75.8 billion due to brisk sales during the second half of the year. Interest-bearing liabilities decreased ¥10.8 billion compared to the previous year due to steady repayment of loans.

4. Net assets

Net assets increased ¥22.7 billion in fiscal 2010 to ¥354.5 billion.

The primary causes of this increase were net income of ¥8.4 billion, an increase of ¥6.7 billion in the foreign currency translation adjustments account due to the weakening of the yen against major currencies, an increase of ¥1.9 billion in valuation difference

on available-for-sale securities due to a recovery in stock market prices, and an increase of ¥5.8 billion in minority interest due to an increase in net assets held by subsidiaries.

As a result, Isuzu’s equity ratio deteriorated 0.5 percentage points from a year earlier to 26.8%.

Risks

There are certain risks that could have a significant impact on our earnings results, financial condition, and other information contained in the annual securities report, or share prices, and these risks are outlined below. (The following information includes forward-looking statements that reflect the judgment of management as of June 29, 2010.)

1. Economic situation/supply and demand trends in Isuzu’s major markets

Vehicles account for an important portion of the Isuzu Group’s worldwide operating revenue, and demand for these vehicles is affected by the economic situation in the various countries and regions where Isuzu sells vehicles. Therefore, economic recession and an ensuing decline in demand in the Group’s major markets—Japan, North America, and other Asian countries—could have a negative impact on the Group’s performance and financial position. Price competition also entails the risk of price fluctuation for Isuzu products.

2. Interest rate fluctuations

The Isuzu Group is working to tighten its cash flow management and shrink interest-bearing debt. During the fiscal year under review, efforts to reduce the outstanding balance of interest-bearing debt using profits and other funds despite a focus on assuring cash in hand to deal with the opaque financial environment, helped drive down the interest-bearing debt balance at the end of fiscal 2010 to ¥315.0 billion, a decrease of ¥10.8 billion from the previous year. Concerning the cost of financing, the Group remains vulnerable to the risk of higher interest payments having a negative impact on its performance and financial position should market rates rise sharply.

3. Foreign exchange fluctuations

The business of the Isuzu Group includes the manufacture and sale of products in several regions around the world. Local currency amounts for sales, expenses, assets, and other items are therefore converted into Japanese yen in the preparation of Isuzu’s consolidated financial statements. Depending on the exchange rate in effect at the time of conversion, the yen amount for these items may change even if the underlying currency value has not changed. Moreover, because foreign exchange fluctuations influence the prices paid by the Group for raw materials denominated in foreign currencies as well as the pricing of the products the Group sells, they may have a negative impact on the Group’s performance and financial position. Generally, a strengthening of the yen relative to other currencies has a negative impact on the Group’s business, and a weakening of the yen has a positive impact.

4. Dependence on General Motors Corporation and other major customers

The Isuzu Group supplies vehicle components to General Motors Corporation (Detroit, MI) and its affiliates as well as to other vehicle manufacturers. Sales to these customers are affected by fluctuations in production and sales at these customer companies and other factors over which the Isuzu Group has no control, and therefore they could have a negative impact on the Group's performance and financial position.

5. Suppliers and other providers of parts, materials, etc.

The Isuzu Group sources the raw materials, components, and products required for production from outside suppliers. Should supply-demand conditions significantly exceed suppliers' capacity, it is possible that Isuzu may be unable to source these items in sufficient volume. Shortages or delays in the supply of parts and other materials could have a negative impact on the Group's performance and financial position. It is also possible that a tight supply-demand situation would result in price increases for raw materials and other supplies, which could also have a negative impact on the Group's performance and financial position by triggering rising costs if the increases cannot be absorbed internally, for example through improved productivity, or passed on to sales prices.

6. Product defects

At its plants both inside and outside Japan, the Isuzu Group manufactures products according to the strictest globally accepted quality control standards. However, in the unusual event of a large-scale recall or product liability award (the Group is covered by product liability insurance, but in the case of costs exceeding insurance coverage), there could be a negative impact on the Group's performance and financial position.

7. Joint ventures

The Isuzu Group engages in business in some countries in the form of joint ventures due to legal and other requirements in those countries. Changes in the management policy, operating environment, etc., of these joint ventures could affect their performance, which could in turn produce a negative impact on the Group's performance and financial position.

8. Disasters, power outages, and other interruptions

The Isuzu Group regularly conducts disaster prevention inspections and facilities examinations at all sites in order to minimize the potential of a negative impact due to an interruption in the manufacturing process. However, the Group may not be able to completely eliminate or minimize the impact that would arise from a disaster, power outage, or other interruption during the manufacturing process.

Additionally, a new H1N1 virus or other infectious disease pandemic could pose significant obstacles to the Group's production and sales activities.

9. Securities investments

The Isuzu Group invests in securities to produce, sell, and distribute its products as well as to build and maintain good relationships with its business partners. For marketable securi-

ties, a downturn in share prices could have a negative impact on the Group's performance and financial position. Isuzu provides management guidance and advice to companies—including those in which it has invested through non-marketable securities—that can have a strong influence on its own business results. However, if the financial condition of the companies in which Isuzu has invested were to deteriorate due to factors such as a worsening business environment, this could have a negative impact on the Group's performance and financial position.

10. Retirement obligations and deferred tax assets

The figures recorded for "retirement obligations" and "deferred tax assets" are estimates that reflect the judgment of management. Due to the uncertain nature of estimates, in some cases actual results may vary from initial estimates, and this could have a negative impact on the Group's performance and financial position.

11. Potential risks associated with international activities and foreign ventures

The Isuzu Group conducts some of its manufacturing and marketing activities outside of Japan, in the U.S. and in developing and emerging markets in Asia. The following risks are inherent in such overseas business development and could have a negative impact on the Group's performance and financial position:

- Unfavorable changes in the political or business climate
- Difficulties in recruiting and retaining personnel
- Inadequate technological infrastructure could have a negative impact on the Group's manufacturing activities or its customers' support of its products and services
- Potential negative tax consequences
- Social unrest stemming from terrorism, war, or other factors

12. Limits on intellectual property protection

The Isuzu Group has accumulated technology and expertise that differentiate it from its rivals; however, in certain regions due to legal restrictions the Group is unable to fully protect, or can only partly protect, its proprietary technology and expertise through intellectual property rights. As a result, the Group may be unable to effectively prevent third parties from using its intellectual property to make similar products.

13. Legal requirements

The Isuzu Group is subject to various government regulations in the countries in which it does business, such as business and investment approvals, statutes related to national security, tariffs, and other import and export regulations. The Group is also subject to legal requirements concerning areas such as commerce, antitrust, patents, consumer rights, taxation, foreign exchange, environment conservation, recycling, and safety. Unexpected changes in these regulations could have a negative impact on the Group's performance and financial position. Exhaust emissions regulations are generally being tightened amid growing environmental awareness. Since substantial investment is required to comply with these regulations, failure to generate sufficient sales to recover this investment could have a negative impact on the Group's performance and financial position.

Consolidated Balance Sheets (As of March 31, 2010, 2009 and 2008)

Assets	Millions of yen			Thousands of U.S. dollars
	2010	2009	2008	2010
Current Assets:				
Cash and time deposits (Note 2)	¥ 155,820	¥ 111,245	¥ 139,503	\$ 1,674,770
Receivables :				
Notes and accounts	188,108	132,781	256,802	2,021,805
Less : allowance for doubtful receivables	(1,166)	(1,570)	(2,342)	(12,537)
Securities (Note 3)	—	—	5,400	—
Inventories	106,437	119,826	152,068	1,143,999
Deferred tax assets (Note 6)	18,285	9,492	28,428	196,529
Other current assets	20,230	27,863	32,639	217,434
Total Current Assets	487,715	399,638	612,499	5,242,002
Investments and Advances:				
Investments (Note 3)				
Unconsolidated subsidiaries and affiliated companies	66,339	64,405	72,820	713,025
Others	21,046	17,326	31,765	226,207
Long-term loans	4,149	4,107	3,799	44,600
Deferred tax assets (Note 6)	9,637	7,734	10,298	103,579
Other investments and advances	23,434	21,834	21,545	251,878
Less : allowance for doubtful accounts	(8,198)	(9,640)	(8,867)	(88,119)
Total Investments and Advances	116,408	105,769	131,362	1,251,170
Property, Plant and Equipment (Note 4)				
Land	269,558	269,289	268,680	2,897,232
Buildings and structures	259,103	244,454	238,061	2,784,858
Machinery and equipment	565,104	571,182	600,191	6,073,780
Lease assets	9,526	4,452	—	102,393
Construction in progress	15,268	31,811	17,284	164,109
Less : accumulated depreciation	(620,835)	(608,781)	(630,739)	(6,672,780)
Net Property, Plant and Equipment	497,726	512,408	493,478	5,349,592
Other Assets	8,532	8,970	8,607	91,712
Total Assets	¥ 1,110,383	¥ 1,026,786	¥ 1,245,947	\$11,934,478

See accompanying notes to consolidated financial statements.

Liabilities and Net Assets	Millions of yen			Thousands of U.S. dollars
	2010	2009	2008	2010
Current Liabilities :				
Bank loans	¥ 67,355	¥ 84,287	¥ 69,833	\$ 723,937
Current portion of bonds	20,000	10,000	12	214,961
Notes and accounts payable	237,361	161,516	323,664	2,551,177
Lease obligations	2,494	1,351	—	26,806
Accrued expenses	45,484	43,307	65,774	488,870
Accrued income taxes (Note 6)	6,406	3,187	13,478	68,856
Deposits received	4,288	3,674	3,410	46,090
Other current liabilities	18,523	30,508	37,745	199,092
Total Current Liabilities	401,913	337,833	513,920	4,319,793
Long-term Debt (Note 4)	225,164	230,225	186,931	2,420,085
Accrued Retirement and Severance Benefits (Note 5)	61,367	57,702	57,186	659,587
Deferred Tax Liabilities (Note 6)	3,337	4,366	3,843	35,868
Deferred Tax Liabilities Related to Land Revaluation (Note 8)	55,818	55,818	55,827	599,939
Other Long-term Liabilities	8,247	9,066	12,960	88,640
Contingent Liabilities (Note 9)				
Net Assets :				
Shareholders' Equity (Note 7)				
Common stock	40,644	40,644	40,644	436,853
Common stock :				
Authorized 3,369,000,000 shares in 2010, 2009 and 2008				
Issued 1,696,845,339 shares in 2010, 2009 and 2008				
Capital surplus	50,427	50,427	50,427	541,998
Retained earnings	153,663	145,407	185,601	1,651,582
Less: treasury stock, at cost 2,355,667 common shares in 2010	(599)	(570)	(463)	(6,440)
Total Shareholders' Equity	244,136	235,908	276,209	2,623,993
Accumulated gain (loss) from revaluation and translation adjustments				
Unrealized holding gain on securities	3,327	1,340	7,415	35,759
Unrealized holding gain on hedging activities	(151)	(45)	245	(1,625)
Variance of land revaluation (Note 8)	73,340	73,195	73,956	788,265
Foreign currency translation adjustments	(23,059)	(29,762)	2,428	(247,841)
Total accumulated gain (loss) from revaluation and translation adjustments	53,456	44,727	84,047	574,558
Minority interests	56,941	51,137	55,021	612,011
Total Net Assets	354,534	331,773	415,278	3,810,564
Total Liabilities and Net Assets	¥ 1,110,383	¥ 1,026,786	¥ 1,245,947	\$ 11,934,478

See accompanying notes to consolidated financial statements.

Consolidated Statements of Income

(For the years ended March 31, 2010, 2009 and 2008)

	Millions of yen			Thousands of U.S. dollars
	2010	2009	2008	2010
Net Sales	¥ 1,080,928	¥ 1,424,708	¥ 1,924,833	\$ 11,617,891
Cost of Sales	962,056	1,271,067	1,666,656	10,340,244
Gross Profit	118,872	153,640	258,176	1,277,647
Selling, General and Administrative Expenses	107,862	131,989	148,603	1,159,308
Operating Income	11,010	21,651	109,573	118,338
Other Income (Expenses):				
Interest and dividend income	1,745	4,410	4,304	18,764
Interest expense	(6,303)	(6,802)	(6,530)	(67,753)
Equity in earnings of unconsolidated subsidiaries and affiliates	4,270	5,049	15,502	45,904
Others, net	670	(9,072)	(528)	7,205
Income before Extraordinary Items	11,393	15,236	122,322	122,460
Extraordinary Items:				
Gain on sales of investments	65	2	489	709
Gain (loss) on reversal (provision) of allowance for doubtful accounts	—	(1,092)	401	—
Gain (loss) on sales or disposal of property, plant and equipment, net	(1,278)	(992)	(3,691)	(13,741)
Loss on revaluation of investments	—	—	(208)	—
Impairment loss on fixed assets (Note 13)	(893)	(21)	(86)	(9,607)
Special warranty cost	—	—	(3,015)	—
Loss on withdrawal from the North American SUV project	—	—	(3,397)	—
Environmental expenses	(404)	—	—	(4,342)
Others, net	256	(1,657)	(2,208)	2,757
Income before Income Taxes and Minority Interests	9,139	11,475	110,604	98,236
Income Taxes (Note 6):				
Current	8,202	8,437	21,611	88,165
Deferred	(12,384)	24,511	1,330	(133,106)
Minority Interests in Income of Consolidated Subsidiaries	4,920	5,384	11,641	52,881
Net Income (loss)	¥ 8,401	¥ (26,858)	¥ 76,021	\$ 90,296

	Yen			U.S. dollars
Per Share of Common Stock				
Net Income (loss)				
Basic	¥ 4.96	¥ (15.85)	¥ 44.60	\$ 0.05
After dilution of potential stock	—	—	44.36	—

See accompanying notes to consolidated financial statements.

Consolidated Statements of Change in Net Assets (Note 7) (For the years ended March 31, 2010, 2009 and 2008)

Millions of yen									
	Common stock	Capital surplus	Retained earnings	Treasury stock, at cost	Unrealized holding gain on securities	Unrealized holding gain on land revaluation	Unrealized gain on hedging activities	Foreign currency translation adjustments	Minority interests
Balance at March 31, 2007	¥ 40,644	¥ 50,427	¥ 156,467	¥ (334)	¥ 12,319	¥ 73,981	¥ 39	¥ 8,498	¥ 47,018
Cash dividends			(7,587)						
Reversal of unrealized holding gain and loss on land revaluation			122						
Net income			76,021						
Acquisition of treasury stock				(129)					
Acquisition of preferred stock				(40,000)					
Cancellation of preferred stock			(40,000)	40,000					
Changes in the scope of equity method			578						
Net changes on items other than shareholders' equity					(4,903)	(24)	206	(6,069)	8,003
Balance at March 31, 2008	40,644	50,427	185,601	(463)	7,415	73,956	245	2,428	55,021
Changes in accounting policies applied to overseas subsidiaries			328						
Cash dividends			(13,563)						
Reversal of unrealized holding gain and loss on land revaluation			(100)						
Net income (loss)			(26,858)						
Acquisition of treasury stock				(106)					
Net changes on items other than shareholders' equity					(6,075)	(761)	(291)	(32,191)	(3,884)
Balance at March 31, 2009	40,644	50,427	145,407	(570)	1,340	73,195	(45)	(29,762)	51,137
Reversal of unrealized holding gain and loss on land revaluation			(145)						
Net income			8,401						
Acquisition of treasury stock				(28)					
Net changes on items other than shareholders' equity					1,986	145	(105)	6,702	5,804
Balance at March 31, 2010	¥ 40,644	¥ 50,427	¥ 153,663	¥ (599)	¥ 3,327	¥ 73,340	¥ (151)	¥ (23,059)	¥ 56,941

Thousands of U.S. dollars									
	Common stock	Capital surplus	Retained earnings	Treasury stock, at cost	Unrealized holding gain on securities	Unrealized holding gain on land revaluation	Unrealized gain on hedging activities	Foreign currency translation adjustments	Minority interests
Balance at March 31, 2009	\$ 436,853	\$ 541,998	\$ 1,562,847	\$ (6,135)	\$ 14,405	\$ 786,704	\$ (490)	\$ (319,885)	\$ 549,627
Reversal of unrealized holding gain and loss on land revaluation			(1,561)						
Net income			90,296						
Acquisition of treasury stock				(305)					
Net changes on items other than shareholders' equity					21,353	1,561	(1,134)	72,043	62,383
Balance at March 31, 2010	\$ 436,853	\$ 541,998	\$ 1,651,582	\$ (6,440)	\$ 35,759	\$ 788,265	\$ (1,625)	\$ (247,841)	\$ 612,011

See accompanying notes to consolidated financial statements.

Consolidated Statements of Cash Flows

(For the years ended March 31, 2010, 2009 and 2008)

	Millions of yen			Thousands of U.S. dollars
	2010	2009	2008	2010
Cash Flows from Operating Activities				
Net income before income taxes and minority interests	¥ 9,139	¥ 11,475	¥ 110,604	\$ 98,236
Depreciation and amortization	39,434	39,320	41,323	423,843
Equity in earnings of unconsolidated subsidiaries and affiliates	(4,270)	(5,049)	(15,502)	(45,904)
Provision for retirement benefits, less payments	3,539	1,069	984	38,045
Provision for allowance for product warranty	(1,356)	(639)	649	(14,579)
Provision for bonus accounts	940	(2,176)	(534)	10,105
Provision for allowance for doubtful accounts	(745)	228	(1,551)	(8,013)
Interest and dividend income	(1,745)	(4,410)	(4,304)	(18,764)
Interest expenses	6,303	6,802	6,530	67,753
Gain on disposal of property assets	(230)	(391)	(763)	(2,477)
Loss on disposal of property assets	1,509	1,384	4,454	16,218
Gain (loss) on sales of securities, net	(58)	34	(467)	(633)
Loss on impairment of fixed assets	893	21	86	9,607
Other extraordinary loss	273	1,018	331	2,942
Decrease (Increase) in receivable	(51,706)	112,974	13,821	(555,749)
Decrease (Increase) in inventories	18,694	16,740	(15,747)	200,930
Decrease (Increase) in other current assets	2,793	(728)	714	30,029
Increase (Decrease) in notes and accounts payable	71,381	(148,600)	12,958	767,214
Increase (Decrease) in accrued expenses and taxes	651	(17,679)	3,669	7,001
Increase (Decrease) in deposit received	582	193	(12)	6,266
Increase (Decrease) in other current liabilities	(824)	(6,945)	499	(8,866)
Others	382	(106)	(156)	4,116
Cash received from interest and dividend	5,427	11,399	15,712	58,338
Cash paid for interest	(6,334)	(6,728)	(6,018)	(68,087)
Cash paid for income taxes	(4,972)	(18,270)	(15,521)	(53,439)
Net Cash Provided by (Used in) Operating Activities	89,702	(9,065)	151,761	964,132
Cash Flows from Investing Activities				
Payment on purchase of securities	(735)	(1,482)	(8,066)	(7,907)
Proceeds from sales of securities	117	19	740	1,264
Payment on purchase of property, plant and equipment	(36,693)	(60,371)	(42,111)	(394,380)
Proceeds from sales of property, plant and equipment	2,914	1,035	2,815	31,323
Payment on long-term loans receivable	(149)	(958)	(118)	(1,607)
Collection of long-term loans receivable	95	105	147	1,023
Increase (Decrease) in short-term loans receivable	(40)	28	895	(430)
Increase (Decrease) in fixed deposits	(8)	551	2	(92)
Others	(1,809)	(1,423)	(2,523)	(19,450)
Net Cash Provided by (Used in) Investing Activities	(36,309)	(62,495)	(48,219)	(390,257)
Cash Flows from Financing Activities				
Increase (Decrease) in short-term debt	(19,420)	3,315	(7,693)	(208,735)
Proceeds from long-term debt	81,440	111,268	19,042	875,325
Payment on long-term debt	(66,713)	(51,453)	(49,956)	(717,039)
Proceeds from issuance of bonds	—	3,000	60	—
Payment on bonds	(10,000)	(60)	(3,600)	(107,480)
Proceeds from minority shareholders	—	—	1,428	—
Repayment of lease obligations	(1,594)	(427)	—	(17,138)
Payment on acquisition of preferred stock	—	—	(40,000)	—
Payment on acquisition of treasury stock	(10)	(99)	(112)	(117)
Payment on dividends made by parent company	(24)	(13,536)	(7,574)	(259)
Payment on dividends to minority shareholders	(575)	(4,141)	(2,817)	(6,189)
Net Cash Provided by (Used in) Financing Activities	(16,899)	47,864	(91,224)	(181,634)
Effect of Exchange Rate Changes on Cash and Cash Equivalents	3,506	(10,727)	(5,966)	37,683
Net Increase (Decrease) in Cash and Cash Equivalents	40,000	(34,424)	6,351	429,924
Cash and Cash Equivalents at Beginning of the Year	116,198	149,721	140,363	1,248,912
Increase (Decrease) in Cash and Cash Equivalents due to change in scope of consolidation	—	901	3,006	—
Cash and Cash Equivalents at End of the Year (Note 2)	¥ 156,198	¥ 116,198	¥ 149,721	\$ 1,678,837

See accompanying notes to consolidated financial statements.

Notes to Consolidated Financial Statements

1. Basis of Presenting the Financial Statements

The accompanying consolidated financial statements of Isuzu Motors Limited ("the Company") and consolidated subsidiaries are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to application and disclosure requirement of International Financial Reporting Standards, and are compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Law of Japan. In addition, the notes to the consolidated financial statements include information which is not required under accounting principles generally accepted in Japan but is presented herein as additional information.

In order to facilitate the understanding of readers outside Japan, certain reclassifications have been made to the consolidated financial statements prepared for domestic purposes and relevant notes have been added.

The yen amounts are rounded down in millions. Therefore, total or subtotal amounts do not correspond with the aggregation of such account balances.

U.S. dollar amounts have been translated from Japanese yen for convenience only at the rate of ¥93.04= US\$1, the approximate exchange rate prevailing on the Foreign Exchange Market on March 31, 2010. The translations should not be construed as a representation that Japanese yen have been or could be converted into U.S. dollars at that rate. The U.S. dollar amounts are then rounded down in thousands.

Certain reclassifications have been made in the 2009 and 2008 financial statements to conform to the presentation for 2010.

2. Summary of Significant Accounting Policies

a) Consolidation

The consolidated financial statements include the accounts of the Company and significant subsidiaries. All significant inter-company balances and transactions have been eliminated in consolidation.

The excess of cost of investments in the subsidiaries and affiliates over the fair value of the net assets of the acquired subsidiary at the dates of acquisition, consolidation goodwill, is being amortized over an estimated period not exceeding 20 years.

b) Foreign Currency Translation

Receivables and payables denominated in foreign currencies are translated into Japanese yen at the exchange rate of the balance sheet date, and differences arising from the translation are included in the financial statements of income as a gain or loss. The Company translates the balance sheet accounts of foreign consolidated subsidiaries into Japanese yen at the exchange rate of the balance sheet date of each of those subsidiaries. Financial statements of income accounts of consolidated overseas subsidiaries are translated using the average exchange rate of the statements of income's period. Foreign currency translation adjustments are included in the foreign currency translation adjustments account and minority interests account in the balance sheet.

c) Investments

The accounting standard for financial instruments requires that securities be classified into three categories: marketable, held-to-maturity or other securities.

Marketable securities classified as other securities are carried at fair value with changes in unrealized holding gain or loss, net of the applicable income taxes, included directly in net assets. Non-marketable securities classified as other securities are carried at cost determined by the moving average method.

d) Inventories

Inventories of the Company are valued at cost using the weighted average method. (Balance sheet values are measured by the method of devaluing book value to reflect decreases in profitability.) Inventories of consolidated subsidiaries are principally valued at cost using the specific identification method. (Balance sheet values are measured by the method of devaluing book value to reflect decreases in profitability.)

e) Property, Plant and Equipment (excluding lease assets)

Property, plant and equipment are stated at cost. Depreciation of property, plant and equipment of the Company and its consolidated subsidiaries is calculated principally by the straight-line method based on the estimated useful lives. Depreciation of property, plant and equipment of few consolidated subsidiaries is calculated by declining balance method.

f) Software (excluding lease assets)

Software used by the Company and its consolidated subsidiaries is amortized using the straight-line method, based on the estimated useful lives as determined by the Company and its consolidated subsidiaries (generally 5 years).

g) Leases

Lease assets relating to finance lease transactions without transfer of ownership are depreciated over the lease period by the straight-line method, assuming the residual value is zero.

In addition, lease transactions whose commencement dates were on or prior to March 31, 2008 are accounted for on a basis similar to that for ordinary rental transactions.

h) Employees' Retirement Benefits

Employees' retirement benefits covering all employees are provided through an unfunded lump-sum benefit plan and a funded pension plan. Under the plans, eligible employees are entitled, under most circumstances, to severance payments based on compensation at the time of severance and years of service.

The Company and its domestic consolidated companies have adopted the Financial Accounting Standard for retirement benefits in Japan. In accordance with this standard, accrued employees' retirement benefits are provided mainly at an amount of projected benefit obligation and the fair value of the pension plan assets at the end of the balance sheet date. Prior service costs are being amortized as incurred by straight-line method over periods, which are shorter than the average remaining years of service of the eligible employees. Actuarial gains or losses are amortized in the year following the year using the straight-lined method over the average of the remaining service lives of mainly 10 years commencing with the following periods, which are shorter than the average remaining years of service of the eligible employees.

i) Income Taxes

Income taxes are accounted for on an accrual basis. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of deferred tax assets and liabilities of a change in tax rate are recognized in income in the period that includes the enacted date.

j) Net Income per Share

Net income per share of common stock is calculated based upon the weighted average number of shares of common stock outstanding during each year.

Basis for the calculation of net income per share at the year ended March 31, 2010 is as follows:

	Millions of yen	Thousands of U.S. dollars
Net Income	¥ 8,401	\$ 90,296
Net income pertaining to common stock	¥ 8,401	\$ 90,296
Average outstanding shares:		
Common stock (share):	1,694,532,824	

k) Appropriation of Retained Earnings

The appropriation of retained earnings is recorded in the fiscal year in which such appropriation is approved by the Board of Directors or Shareholders.

l) Cash and Cash Equivalents

For the purpose of the consolidated statements of cash flows, the Company considers all highly liquid investments with a maturity of three months or less to be cash equivalents.

Reconciliation for cash and cash equivalents at end of the year on the consolidated statements of cash flows for the year ended March 31, 2010 is as follows:

	Millions of yen	Thousands of U.S. dollars
Cash and time deposits		
on the consolidated balance sheets	¥ 155,820	\$ 1,674,770
Time deposits with maturities		
exceeding three months	(45)	(487)
Bonds with maturities within three months	423	4,553
Cash and cash equivalents		
on the statements of cash flows	¥ 156,198	\$ 1,678,837

m) Accounting Changes**1. Adoption of "Partial Amendments to Accounting Standard for Retirement Benefits (Part3)"**

Since the current consolidated fiscal year, the company and its consolidated subsidiaries adopted the "Partial Amendments to Accounting Standard for Retirement Benefits (Part3)" (ASBJ Statement No.19, July 31, 2008). Consequently, this change gives no influences on the operating income, income before extraordinary items, and income before income taxes and minority interests.

3. Securities

Fair value of securities of other securities as of March 31, 2010 and 2009 are as follows:

2010 (as of March 31, 2010)	Millions of yen			Thousands of U.S. dollars		
	Acquisition costs	Carrying value	Unrealized gain (loss)	Acquisition costs	Carrying value	Unrealized gain (loss)
Unrealized gain:						
Stocks:	¥ 6,939	¥ 13,358	¥ 6,419	\$ 74,585	\$ 143,582	\$ 68,996
Total	¥ 6,939	¥ 13,358	¥ 6,419	\$ 74,585	\$ 143,582	\$ 68,996
Unrealized loss:						
Stocks:	¥ 6,891	¥ 5,875	¥ (1,015)	\$ 74,065	\$ 63,145	\$ (10,919)
Total	¥ 6,891	¥ 5,875	¥ (1,015)	\$ 74,065	\$ 63,145	\$ (10,919)

2009 (as of March 31, 2009)	Millions of yen		
	Acquisition costs	Carrying value	Unrealized gain (loss)
Unrealized gain:			
Stocks:	¥ 5,722	¥ 10,145	¥ 4,422
Total	¥ 5,722	¥ 10,145	¥ 4,422
Unrealized loss:			
Stocks:	¥ 7,458	¥ 5,399	¥ (2,119)
Total	¥ 7,458	¥ 5,399	¥ (2,119)

Proceeds from sales of securities classified as other securities amounted to ¥111 millions (\$1,199 thousands) with an aggregate gain on sales of ¥42 millions (\$461 thousands) and an aggregate loss on sales of ¥7 millions (\$75 thousands) for the year ended March 31, 2010.

Non-marketable securities classified as other securities at March 31, 2010 amounted to ¥1,812 millions (\$19,479 thousands).

4. Long-Term Debt

Long-term debt at March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
1.59% straight bonds due 2010	—	¥ 10,000	—
1.24% straight bonds due 2010	¥ 20,000	20,000	\$ 214,961
1.55674% straight bonds due 2012	10,000	10,000	107,480
1.579% straight bonds due 2012	10,000	10,000	107,480
0.95% straight bonds due 2012	3,000	3,000	32,244
Loans	261,486	246,737	2,810,475
Lease obligations	7,520	4,055	80,826
Less: current portion	86,841	73,568	933,383
Total	¥ 225,164	¥ 230,225	\$ 2,420,085

The annual maturities of long-term debt at March 31, 2010 are summarized as follows:

Planned maturity date	Millions of yen	Thousands of U.S. dollars
Over 1 year within 2 years	¥ 81,012	\$ 870,722
Over 2 years within 3 years	56,310	605,231
Over 3 years within 4 years	43,778	470,533
Thereafter	44,063	473,597
Total	¥ 225,164	\$ 2,420,085

The assets pledged as collateral for certain loans and other liabilities at March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Building and structures	¥ 54,246	¥ 48,070	\$ 583,040
Machinery and equipment	57,925	58,344	622,584
Land	159,619	162,609	1,715,600
Others	4	16	49

5. Retirement Benefit Obligation and Pension Plan

The Company has defined benefit plans, i.e., corporate pension fund and lump-sum payment plans. The consolidated subsidiaries have defined benefit plans, i.e., corporate pension fund, welfare pension fund plans, tax-qualified pension funds and lump-sum payment plans. Several of the domestic consolidated subsidiaries have defined contribution pension plans for parts of the unfunded lump-sum benefit plans.

(1) Retirement benefit obligation as of March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Retirement benefit obligation			
at end of the year	¥ (129,948)	¥ (128,344)	\$(1,396,699)
Fair value of plan assets	40,872	34,132	439,303
Accrued retirement benefits			
obligation on balance sheets	61,367	57,702	659,587
Prepaid pension cost	(508)	(799)	(5,468)
Net	¥ (28,216)	¥ (37,308)	\$ (303,277)
(Details on net amount)			
Unrecognized actuarial net loss	¥ (28,949)	¥ (38,160)	\$ (311,152)
Unrecognized prior service cost	¥ 732	¥ 852	\$ 7,874
Net	¥ (28,216)	¥ (37,308)	\$ (303,277)

The substitutional portion of the benefits under the welfare pension fund plans has been included in the amounts shown in the above table.

(2) Retirement benefit cost for the year ended March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Service cost	¥ 7,164	¥ 5,555	\$ 77,000
Interest cost on projected benefit obligation	2,992	2,818	32,159
Expected return on plan assets	(931)	(1,275)	(10,017)
Amortization of actuarial net loss (gain)	6,411	4,754	68,908
Amortization of prior service cost	(120)	(121)	(1,298)
Net retirement benefit cost	¥ 15,514	¥ 11,732	\$ 166,752
Other	141	102	1,516
Total	¥ 15,655	¥ 11,834	\$ 168,268

(3) Actuarial assumptions used to determine costs and obligations for retirement.

	2010	2009
Discount rate	2.3–2.5%	2.3–2.5%
Expected rate of return on plan assets	2.3–2.5%	1.34–3.5%
Amortization period of prior service cost	1–10 years	1–10 years
Amortization period of actuarial net loss (gain)	10–19 years	10–19 years
Amortization period of net obligation arising from accounting changes	1 year	1 year

6. Income Taxes

Accrued income taxes in the balance sheets include corporation tax, inhabitant tax and enterprise tax. Income taxes in the consolidated statements of income include corporation tax and inhabitant tax and enterprise tax.

The significant components of the Company and its consolidated subsidiaries' deferred tax assets and liabilities as of March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Deferred tax assets:			
Accrued retirement benefits	¥ 23,189	¥ 22,910	\$ 249,242
Loss from revaluation of investments and Allowance for doubtful accounts	12,726	12,667	136,783
Accrued expenses	8,800	7,296	94,590
Accrued bonus cost	4,846	4,259	52,088
Loss from inventory write down	1,779	2,366	19,125
Loss carried forward	61,187	75,153	657,645
Unrealized profit eliminated in consolidation etc.	4,718	4,768	50,719
Others	22,934	11,407	246,503
Total gross deferred tax assets	140,183	140,830	1,506,698
Valuation allowance	(110,910)	(122,695)	(1,192,078)
Total deferred tax assets	¥ 29,272	¥ 18,134	\$ 314,620
Deferred tax liabilities:			
Reserve for deferred income tax of fixed assets	(1,098)	(560)	(11,809)
Unrealized holding gain on securities	(16)	(204)	(173)
Others	(235)	(143)	(2,528)
Total deferred tax liabilities	(1,350)	(907)	(14,511)
Net deferred tax assets	¥ 27,922	¥ 17,226	\$ 300,109
Deferred tax liabilities:			
Reserve for deferred income tax of fixed assets	475	1,061	5,105
Unrealized holding gain on other securities	93	58	1,000
Others	2,769	3,246	29,762
Net deferred tax liabilities	¥ 3,337	¥ 4,366	\$ 35,868

A reconciliation between the normal effective statutory tax rate and the actual effective tax rate reflected in the accompanying consolidated statements of income for the years ended March 31, 2010 and 2009 are as follows:

	2010	2009
Normal effective statutory tax rate	40.0%	40.0%
Net Valuation allowance	(58.2)	278.7
Different tax rates applied to foreign subsidiaries	(47.3)	(35.0)
Loss for this fiscal year by consolidated subsidiaries	24.9	11.2
Equity in earnings of unconsolidated subsidiaries	(14.4)	(16.1)
Foreign withholding tax	5.0	6.8
Per capital levy of inhabitant tax	2.3	—
Others	2.0	1.5
Effective tax rate after adoption of tax-effect accounting	(45.7)	287.1

7. Shareholders' Equity

Changes in the numbers of shares issued and outstanding during the years ended March 31, 2010 and 2009 are as follows:

Common stock outstanding	2010	2009
Balance at the beginning of the year	1,696,845,339	1,696,845,339
Increase due to convertible stocks converted	—	—
Balance at the end of the year	1,696,845,339	1,696,845,339
Treasury stock outstanding		
Balance at the beginning of the year	2,234,999	1,759,316
Increase due to purchase of odd stocks	120,668	475,683
Balance at the end of the year	2,355,667	2,234,999

8. Land Revaluation

In accordance with the Law concerning Revaluation of Land enacted on March 31, 1999, the land used for business owned by the Company and its domestic consolidated subsidiaries and domestic affiliates was revalued, and the unrealized gain on the revaluation of land, net of deferred tax, was reported as "Variance of Land Revaluation" within Net Assets, and the relevant deferred tax was reported as "Deferred Tax Liabilities related to Land Revaluation" in Liabilities for the fiscal year ended March 31, 2010.

Revalued Date: March 31, 2000

In accordance with the Law concerning Revaluation of Land enacted on March 31, 1998, the land used for business owned by some of the Company's non-consolidated subsidiaries and affiliates accounted for by the equity method were revalued.

Revalued Date: March 31, 2001

The method of revaluation is as follows:

Under article 2-4 of the Enforcement Ordinance on Law concerning Revaluation of Land, the land price for the revaluation is determined based on the official notice prices assessed and published by the Commissioner of National Tax Agency of Japan as basis for calculation of Landholding Tax as stipulated in article 16 of the Landholding Tax Law. Appropriate adjustments for the shape of land and the timing of the assessment has been made. The land price for the revaluation for some of the land is based on land appraisal.

The difference of the total fair value, revalued based on the article 10 of the Enforcement Ordinance on Law concerning Revaluation of Land, of business land for the end of this fiscal year and the total book value for the business land revalued was ¥61,267 millions (\$658,506 thousands).

9. Contingent Liabilities

Contingent liabilities at March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Guarantees of bank loans	¥ 660	¥ 2,160	\$ 7,097
Export bills discounted	—	4	—

10. Lease Transactions

(1) Finance lease transactions, except for those which meet the conditions that the ownership of the leased assets is substantially transferred to the lessee, are as follows.

a) As a lessee

i) Amounts equivalent to acquisition costs, accumulated depreciation and net balance as of March 31, 2010 and 2009 concerning the finance lease assets :

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Acquisition Costs	¥ 19,106	¥ 29,808	\$ 205,356
Accumulated Depreciation	14,572	18,944	156,625
Net Balance	4,534	10,864	48,731

ii) Future payment obligations of finance lease expenses as of March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Portion due within 1 year	¥ 3,684	¥ 6,969	\$ 39,597
Thereafter	1,308	4,702	14,064
Total	4,992	11,671	53,662

Amounts equivalent to interest expenses are calculated by the interest method based on an excess of the aggregate sum of lease payments over amounts equivalent to acquisition costs.

(2) Operating lease is as follows.

a) As a lessee

Future payment obligations of operating lease expenses as of March 31, 2010 and 2009 are as follows:

	Millions of yen		Thousands of U.S. dollars
	2010	2009	2010
Portion due within 1 year	¥ 650	¥ 755	\$ 6,993
Thereafter	1,258	1,345	13,522

11. Derivatives

Derivatives recognized in the consolidated financial statements for the fiscal year ended March 31, 2010 is as follows:

1. Derivative transactions for which hedge accounting is not applied

(1) Foreign exchange-related

Classification	Type of derivative transactions	Millions of Yen				Thousands of U.S. dollars			
		Contract amount	Over 1 year	Fair value	Unrealized gain (loss)	Contract amount	Over 1 year	Fair value	Unrealized gain (loss)
Non-market transaction	Forward foreign exchange contracts								
	Buy								
	Japanese yen	2,322	—	(88)	(88)	24,967	—	(949)	(949)
	U.S. dollar	3	—	(0)	(0)	33	—	(0)	(0)
	Total	2,326	—	(88)	(88)	25,000	—	(949)	(949)

2. Derivative transactions for which hedge accounting is applied

(1) Foreign exchange-related

Hedge accounting method	Type of derivative transactions	Main hedge items	Millions of Yen			Thousands of U.S. dollars		
			Contract amount	Over 1 year	Fair value	Contract amount	Over 1 year	Fair value
Principal accounting method	Forward foreign exchange contracts							
	Buy	accounts payable						
	Japanese yen		13,492	—	(375)	145,013	—	(4,031)
	Sell	accounts receivable						
	Australian dollar		4,093	—	97	43,991	—	1,043
Forward foreign exchange contracts under designated hedge accounting method	Forward foreign exchange contracts							
	Sell	accounts receivable						
	U.S. dollar		90	—	—	967	—	—
	Australian dollar		4,513	—	—	48,509	—	—
	Total		22,188	—	(278)	238,483	—	(2,987)

Forward foreign exchange contracts under designated hedge accounting method are accounted for as an integral part of accounts receivable, the hedge item, their fair values are included in the fair value of their underlying accounts receivable.

(2) Interest rate-related

Hedge accounting method	Type of derivative transactions	Main hedge items	Millions of Yen			Thousands of U.S. dollars		
			Contract amount	Over 1 year	Fair value	Contract amount	Over 1 year	Fair value
Principal accounting method	Interest rate swaps Pay fixed receive floating	Long term borrowings	4,500	1,000	(91)	48,366	10,748	(978)
Interest rate swaps under exceptional accounting method	Interest rate swaps Pay fixed receive floating	Long term borrowings	9,000	8,300	—	96,732	89,208	—
Total			13,500	9,300	(91)	145,098	99,956	(978)

Interest rate swaps under exceptional accounting method are accounted for as an integral part of long-term borrowings, the hedge item. Therefore, their fair values are included in the fair value of their underlying long-term borrowings.

12. Financial Instruments

Effective the fiscal year ended March 31, 2010, a new accounting standard for financial related implementation guidance have been adopted. Financial instruments recognized in the consolidated financial statements for the fiscal year ended March 31, 2010 is as follows. Financial instruments, whose fair values are deemed to be extremely difficult to assume, are not included in the following table.

	Millions of Yen			Thousands of U.S. dollars		
	Carrying Value	Fair value	Difference	Carrying Value	Fair value	Difference
(1) Cash and time deposits	155,820	155,820	—	1,674,770	1,674,770	—
(2) Notes and accounts receivable	188,108	188,108	—	2,021,805	2,021,805	—
(3) Investments	19,234	19,234	—	206,728	206,728	—
(4) Notes and accounts payable	(237,361)	(237,361)	—	(2,551,177)	(2,551,177)	—
(5) Short-term borrowings	(3,007)	(3,007)	—	(32,322)	(32,322)	—
(6) Accrued expenses	(33,705)	(33,705)	—	(362,272)	(362,272)	—
(7) Bonds	(43,000)	(43,254)	(254)	(462,166)	(464,900)	(2,734)
(8) Long-term borrowings	(261,486)	(261,841)	(354)	(2,810,475)	(2,814,288)	(3,813)
(9) Derivatives	(457)	(457)	—	(4,915)	(4,915)	—

The figures in parenthesis indicate those posted in liabilities.

Because market prices of unlisted equity securities ¥1,793 millions (\$19,278 thousands), public and corporate bonds ¥18 millions (\$201 thousands), and securities of non consolidated subsidiaries and affiliates ¥66,339 millions (\$713,025 thousands) are not available, and their future cash flow cannot be estimated, it is extremely difficult to assume their fair values. Therefore, they are not included in "(3) Investments" mentioned above.

The redemption schedule for monetary receivables and marketable securities with maturity dates after the close of the fiscal year is as follows:

	Millions of Yen	Thousands of U.S. dollars
	Within 1 year	Within 1 year
Cash and time deposits	¥ 155,820	\$ 1,674,770
Notes and accounts receivable	¥ 188,108	\$ 2,021,805
Total	¥ 343,929	\$ 3,696,576

13. Impairment Loss on Fixed Assets

Impairment loss on fixed assets recognized in the consolidated financial statements for the fiscal year ended March 31, 2010 is as follows:

Location	Usage	Type	Thousands of	
			Millions of Yen	U.S. dollars
Fujisawa-shi, Kanagawa prefecture	Idle Assets	Machinery, Construction in progress and other	¥ 237	\$ 2,554
Ohira-machi, Shimotsuga-gun, Tochigi prefecture	Idle Assets	Machinery and Construction in progress	501	5,394
Ayase-shi, Kanagawa prefecture	Business Assets	Buildings and Machinery	115	1,238
Ota-ku, Tokyo	Assets for rent	Buildings, Machinery and other	39	419
Total			¥ 893	\$ 9,607

As a general rule, assets were grouped into business assets, idle assets and assets for rent. As for idle assets and assets for rent were individually grouped by each item. For business assets, idle assets that

were in need for impairment due to the fall in land prices, and business assets that had been decided to be disposed, carrying amount was reduced to the amount recoverable.

As for business assets that had been decided to be disposed, impairment loss, if any, is recognized at the point of time when the decision is made on the disposal.

Breakdown of the impairment loss by asset type is as follows:

Type	Millions of Yen	Thousands of U.S. dollars
Buildings and structures	¥ 138	\$ 1,488
Machinery and equipment	59	642
Construction in progress	692	7,445
Other	2	31

The recoverable amount of an asset is estimated based on the net amount that the asset could be sold (net selling amount) for land and buildings, the net selling amount is estimated by appraisal amount based on real estate appraisal standards.

14. Segment Information

(1) The business segment information for the company and its consolidated subsidiaries for the years ended March 31, 2010 and 2009

As net sales, operating income and total assets from the automotive business of the Company and its consolidated subsidiaries constituted more than 90% of the consolidated totals for the year ended March 31, 2010 and 2009, the business segment information for fiscal year 2010 and 2009 is not shown.

(2) The geographical segment information for the company and its consolidated subsidiaries for the years ended March 31, 2010 and 2009 were as follows:

	Japan	North America	Asia	Other	Total	Eliminations	Consolidated
Year ended March 31, 2010	Millions of yen						
Sales to third parties	678,689	50,611	303,147	48,480	1,080,928	—	1,080,928
Inter-area sales and transfers	132,017	2,202	25,952	1,332	161,505	(161,505)	—
Total sales	810,707	52,814	329,099	49,812	1,242,434	(161,505)	1,080,928
Operating expenses	798,204	51,267	309,378	49,237	1,208,087	(138,169)	1,069,918
Operating income	12,502	1,547	19,721	575	34,346	(23,336)	11,010
Total assets	877,876	40,819	209,024	34,730	1,162,451	(52,067)	1,110,383
	Thousands of U.S. dollars						
Sales to third parties	7,294,601	543,976	3,258,244	521,068	11,617,891	—	11,617,891
Inter-area sales and transfers	1,418,934	23,676	278,940	14,323	1,735,876	(1,735,876)	—
Total sales	8,713,536	567,653	3,537,185	535,392	13,353,767	(1,735,876)	11,617,891
Operating expenses	8,579,153	551,026	3,325,217	529,211	12,984,608	(1,485,055)	11,499,552
Operating income	134,382	16,627	211,967	6,181	369,159	(250,820)	118,338
Total assets	9,435,478	438,730	2,246,610	373,283	12,494,103	(559,624)	11,934,478

	Japan	North America	Asia	Other	Total	Eliminations	Consolidated
Year ended March 31, 2009	Millions of yen						
Sales to third parties	933,677	82,584	339,519	68,927	1,424,708	—	1,424,708
Inter-area sales and transfers	121,127	5,160	53,150	3,059	182,497	(182,497)	—
Total sales	1,054,805	87,745	392,669	71,986	1,607,205	(182,497)	1,424,708
Operating expenses	1,059,079	84,659	372,447	70,033	1,586,218	(183,161)	1,403,056
Operating income (loss)	(4,273)	3,085	20,222	1,952	20,987	664	21,651
Total assets	829,157	48,912	131,838	24,455	1,034,364	(7,577)	1,026,786

(3) Overseas sales, which include export sales of the Company and its domestic consolidated subsidiaries and sales (other than export to Japan) of the foreign consolidated subsidiaries for the years ended March 31, 2010 and 2009 were as follows:

	North America	Asia	Other	Total
Year ended March 31, 2010	Millions of yen			
Overseas sales	52,749	352,516	242,677	647,943
Consolidated net sales	—	—	—	1,080,928
Overseas sales per consolidated net sales	4.9%	32.6%	22.5%	59.9%
	Thousands of U.S. dollars			
Overseas sales	566,955	3,788,872	2,608,314	6,964,142
Consolidated net sales	—	—	—	11,617,891
Overseas sales per consolidated net sales	4.9%	32.6%	22.5%	59.9%
Year ended March 31, 2009	Millions of yen			
Overseas sales	84,076	369,279	437,518	890,875
Consolidated net sales	—	—	—	1,424,708
Overseas sales per consolidated net sales	5.9%	25.9%	30.7%	62.5%

Report of Independent Auditors

Report of Independent Auditors

The Board of Directors
Isuzu Motors Limited

We have audited the accompanying consolidated balance sheets of Isuzu Motors Limited and consolidated subsidiaries as of March 31, 2010, 2009 and 2008 and the related consolidated statements of operations, changes in net assets, and cash flows for the years then ended, all expressed in yen. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Isuzu Motors Limited and consolidated subsidiaries at March 31, 2010, 2009 and 2008, and the consolidated results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in Japan.

The U.S. dollar amounts in the accompanying consolidated financial statements with respect to the year ended March 31, 2010 are presented solely for convenience. Our audit also included the translation of yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made on the basis described in Note 1.

Ernst & Young Shinmikan LLC

June 29, 2010

PRINCIPAL DOMESTIC SUBSIDIARIES AND AFFILIATES

Isuzu Network Co., Ltd.

Tokyo Isuzu Motors Ltd.

Isuzu Motors Kinki Co., Ltd.

Isuzu Motors Tokai Co., Ltd.

I Metal Technology Co., Ltd.

Isuzu LINEX Co., Ltd.

Shonan Unitech Co., Ltd.

J-Bus Limited

Jidosha Buhin Kogyo Co., Ltd.

Nippon Fruehauf Co., Ltd.

PRINCIPAL OVERSEAS SUBSIDIARIES AND AFFILIATES

Asia

Isuzu Motors Asia Ltd. (IMA)

9 Temasek Boulevard, #22-03, Suntec City
Tower II, Singapore 038989
Tel: 65-6339-9301

Isuzu (China) Holding Co., Ltd.

Room 1605A, Building, Tian Yuan Gaug Center, No. C2
Dong Sen Huan Bei-Lu, Chao Yang District, Beijing,
The People's Republic of China
Tel: 86-10-6590-8950

Qingling Motors Co., Ltd.

1, Xiexing Road, Zhong Liang Shan, Jiu Long Po
District, Chongqing, The People's Republic of China
Tel: 86-23-6526-4125

ISUZU (Shanghai) Tradetech Co., Ltd.

4F, No. 710 Dong Fang Road, Pudong New Area,
Shanghai, The People's Republic of China
Tel: 86-21-6876-2718

**Isuzu Motors Off-Highway Diesel Engine
(Shanghai) Co., Ltd.**

Metro Plaza 18F, No. 555, Loushan-guan Rd.,
Shanghai 200051, The People's Republic of China
Tel: 86-21-6236-8395

**QINGLING ISUZU (CHONGQING) ENGINE
CO., LTD.**

1, Xiexing Road, Zhong Liang Shan, Jiu Long Po District,
Chongqing, The People's Republic of China
Tel: 86-23-6525-1782

Taiwan Isuzu Motors Co., Ltd. (TIM)

12F, No. 39, Sec. 2, Tunghua S.Road, Taipei, 10681,
Taiwan, ROC
Tel: 886-2-2325-7558

Isuzu Philippines Corporation (IPC)

114 Technology Avenue, Phase II, Laguna Technopark,
Binan, Laguna 4024, Philippines
Tel: 63-2-842-0241

**Isuzu Autoparts Manufacturing
Corporation (IAMC)**

114 North Main Avenue, Phase III, Special Economic Zone,
Laguna Technopark, Binan, Laguna 4024, Philippines
Tel: 63-49-541-1458

Isuzu Vietnam Co., Ltd. (IVC)

100 Quang Trung St. Ward 8, Go Vap District,
Ho Chi Minh City, Vietnam
Tel: 84-8-38959203

Isuzu Motors Co., (Thailand) Ltd. (IMCT)

38 Kor. Moo 9 Poochaosamingprai Road, Samrong-Tai,
Phrapradaeng, Samutprakan 10130, Thailand
Tel: 66-2-394-2541

**Isuzu Engine Manufacturing Co.,
(Thailand) Ltd. (IEMT)**

Lat Krabang Industrial Estate, Chalong-Krung Road,
122 Moo 4, Lamplatew, Lat Krabang,
Bangkok 10520, Thailand
Tel: 66-2-326-0916-9

**Thai International Die Making Co., Ltd.
(TID)**

331-332 Bangpoo Industrial Estate, Sukhumvit Road,
Amphur Muang, Samutprakan 10280, Thailand
Tel: 66-2-324-0511

IT Forging (Thailand) Co., Ltd. (ITF)

Siam Eastern Industrial Park 60/7 Moo 3.T.Mabyangporn
A. Pluakdaeng, Rayong 21140, Thailand
Tel: 66-38-891-380

Tri Petch Isuzu Sales Co., Ltd. (TIS)

1088 Vibhavadi Rangsit Road, Chatuchak,
Bangkok 10900, Thailand
Tel: 66-2-966-2111

Isuzu Operations (Thailand) Co., Ltd. (IOT)

1088 Vibhavadi Rangsit Road, Chatuchak,
Bangkok 10900, Thailand
Tel: 66-2-966-2222

Isuzu Technical Center of Asia Co., Ltd. (ITA)

6th Floor, 38Kor. Moo 9 Poochaosamingprai Road,
Samrong-Tai, Phrapradaeng, Samutprakan 10130,
Thailand
Tel: 66-2-394-2541

P.T. Isuzu Astra Motor Indonesia

JL. DANAU SUNTER UTARA Block 03 KAVLING 30
Sunter II, Jakarta 14350, Indonesia
Tel: 62-21-6501000

P. T. Mesin Isuzu, Industry Indonesia (MII)

JL.Kalibang No.1. Pondok Ungu, Kelurahan Medan Satria,
Kec.Barat, Bekasi, West Java, Indonesia
Tel: 62-21-8879994

P. T. Asian Isuzu Casting Center (AICC)

JL. TOL Jakarta-Cikampek km47, Kawasan Kiic Lot 6-9,
Karawang, Indonesia
Tel: 62-21-8904590

Isuzu Hicom Malaysia Sdn. Bhd.

Kawasan Perindustrian, Peramu Jaya, P.O.BOX 6, 26607
Pekan, Pahang Darul Makmur, Malaysia
Tel: 60-9-424-3800

Isuzu Malaysia Sendirian Berhad

501D, Level 5, Tower D, Uptown 5, No. 5, Jalan SS21/39,
Damansara Uptown, 47400 Petaling Jaya, Selangor Darul
Ehsan, Malaysia
Tel: 60-3-7723-9777

Europe

**Anadolu Isuzu Otomotiv Sanayi Ve Ticaret
A.S. (AIOS)**

Yedipinarlar Mevkii, Sekerpinar Koyu 41400 Gebze,
Kocaeli, Turkey
Tel: 90-262-658-8433

Isuzu Motors Europe NV (ISZE)

Bist 12 2630 Aartselaar, Belgium
Tel: 32-3-870-81-80

Isuzu Truck (UK) Ltd.

164 Great North Road, Hatfield,
Hertfordshire AL9 5JN, U.K.
Tel: 44-1707-28-2930

Isuzu Motors Germany GmbH (IMG)

Weierfeld 2, D-65462 Ginsheim-Gustavsburg, Germany
Tel: 49-6134-558-0

Isuzu Sales Deutschland GmbH

Schieferstein 11a, 65439 Floersheim Main, Germany
Tel: 49-69-3085-5041

Isuzu Automotive Europe GmbH (IAE)

Schieferstein 11a, 65439 Floersheim AM Main, Germany
Tel: 49-69-3085-5029

Isuzu Motors Polska Sp. zo.o. (ISPOL)

Ul. Towarowa 50, 43-100 Tychy, The Republic of Poland
Tel: 48-32-219-9600

Isuzu Benelux N.V.

Pierstraat 233, B2550 KONTICH, Belgium
Tel: 32-3-450-1761

Isuzu Automotive Company, Ukraine

Surikova str., 3 Building 8-B, 4th Floor, KYIV, 01035
Tel: 380-44-359-0090

CJSC "SEVERSTALAUTO-ISUZU"

601, Street 1.5, "Alabuga" industrial site, Elabuga district,
Republic of Tatarstan, Russian Federation, 423603
Tel: 7-85557-5-19-84

Africa

General Motors Egypt S.A.E. (GME)

3 Abu El-Fida Street, Zamalek, Cairo, Egypt
Tel: 202-2735-4004/2736-2116

Isuzu Truck South Africa (Pty) Limited

Woodmead North Office Park, 54 Maxwell Drive, Jukskei
View Ext 7, Sandton, Gauteng, Republic of South Africa
Tel: 27-11-563-4000

North America

**Isuzu Commercial Truck of Canada, Inc.
(ICTC)**

6205-B Airport Road, Suite 211 Mississauga,
Ontario L4V 1E3, Canada
Tel: 1-905-612-0100

Isuzu Motors America, LLC. (ISZA-LLC)

1400S. Douglass Road, Suite 100, Anaheim
California 92806, U.S.A.
Tel: 1-714-935-9300

**Isuzu Commercial Truck of America, Inc.
(ICTA)**

1400S. Douglass Road, Suite 100, Anaheim
California 92806, U.S.A.
Tel: 1-714-935-9300

DMAX, Ltd.

3100 Dryden Road, Moraine, Ohio 45439, U.S.A.
Tel: 1-937-425-9721

Central and South America

Isuzu Motors de Mexico S.de R.L.

Paseo de la Reforma 287, piso 7, Delg. Cuauhtemoc,
C.P. 06500, Mexico, D.F., United Mexican States
Tel: 52-55-5328-1300

**GM-Isuzu Camiones Andinos de Colombia,
Ltda. (GMICA-Colombia)**

Avenida Boyaca (Calle 56 A Sur) No. 33-53, Bogota D.C.,
Colombia.

**GM-Isuzu Camiones Andinos de Ecuador,
Ltda.**

(GMICA-Ecuador)

Panamericana Norte Km. 5 1/2 y, Jose de la Rea, Quito,
Ecuador

Oceania

Isuzu Australia Limited (IAL)

858 Lorimer Street, Port Melbourne, Victoria 3207,
Australia
Tel: 61-3-9644-6666

Corporate History

Date	Event
April 1937	Tokyo Automobile Industries Co., Ltd., (currently Isuzu Motors Limited) is established with capital of one million yen.
July 1938	The Kawasaki Plant begins operations.
April 1941	The Company's name is changed to Diesel Automobile Industry Co., Ltd.
May 1949	Company shares are listed on the Tokyo Stock Exchange.
July 1949	The Company's name is changed to Isuzu Motors Limited.
February 1953	Isuzu signs a technical assistance agreement with Rootes, Ltd., of the U.K. for the Hillman passenger car.
January 1962	The Fujisawa Plant begins operations.
October 1964	Isuzu Sales and Finance Co., Ltd., (predecessor of IFCO Inc.) is established.
July 1971	Isuzu signs a basic agreement outlining an across-the-board alliance with General Motors Corporation (GM).
June 1972	The Tochigi Works (currently the Tochigi Plant) opens.
June 1975	Isuzu Motors America, Inc., (ISZA) is established.
June 1980	American Isuzu Motors Inc. (AIMI) is established.
June 1984	Hokkaido Plant begins operations.
February 1987	Isuzu signs a joint venture agreement on local production in the U.S. with Fuji Heavy Industries Ltd.
May 1991	Isuzu's headquarters relocates to the company's new Head Office Building (6-26-1 Minami-oi, Shinagawa-ku).
May 1994	Shatai-Kogyo Co., Ltd., (capitalization: 10 million yen) merges with Isuzu.
January 1997	Isuzu Motors Polska Sp. zo.o. (SPOL) is established.
September 1998	ISZA and GM establish DMAX, Ltd. (DMAX) as a joint venture with a 60:40 ownership split.
October 2000	Tokyo Isuzu Motors Ltd. is converted into a wholly owned subsidiary of Isuzu by means of a share exchange.
September 2001	Eighty percent of outstanding shares in IFCO Inc., which had been a wholly owned subsidiary of Isuzu, are sold to Orix Corporation.
November 2002	ISZA sells 20% of its stake in DMAX to GM.
November 2002	After transferring 100% of SPOL's outstanding shares to wholly owned Isuzu subsidiary ISPOL-IMG Holding B.V. (IIH) as an in-kind investment, 60% of IIH's outstanding shares are sold to General Motors Limited, a wholly owned subsidiary of GM.
January 2003	Subaru-Isuzu Automotive Inc., a joint venture between Fuji Heavy industries Ltd. and Isuzu, is dissolved.
January 2004	AIMI is absorbed by ISZA.
July 2004	Isuzu increases its share of voting rights in Isuzu Motors Co., (Thailand) Ltd. from 47.9% to 70.9% and converts both that company and Isuzu Engine Manufacturing Co., (Thailand) Ltd. into consolidated subsidiaries.
September 2004	All IFCO Inc. shares owned by Isuzu are sold to Orix Corporation and IFCO Inc.
May 2005	The Kawasaki Plant closed.
April 2006	Isuzu and GM agree to dissolve their equity tie-up. GM sells all its Isuzu shares to Mitsubishi Corporation, ITOCHU Corporation, and Mizuho Corporate Bank, Ltd.
November 2008	Isuzu Motors America LLC (ISZA-LLC) is established and subsequently absorbs ISZA.

Isuzu Motors Limited

Date of Establishment

April 9, 1937

Head Office

26-1, Minami-oi 6-chome, Shinagawa-ku, Tokyo 140-8722, Japan

Tel: +81-3-5471-1141

Fax: +81-3-5471-1043

Plants

Tochigi Plant
Fujisawa Plant

Manufacturing of engines and parts
Manufacturing of trucks, engines,
components and parts



Head Office



Tochigi Plant



Fujisawa Plant

Common Stock and Number of Shareholders (As of March 31, 2010)

	Common Stock
Shares authorized:	3,369,000,000
Shares issued:	1,696,845,339
No. of shareholders:	76,886

No changes in the total of share issued at the end of March 31, 2010

Major Shareholders

(As of March 31, 2010)

Common Stock	Number of shares held	Percentage of ownership (%)
Japan Trustee Services Bank, Ltd. (Trust Account)	163,663	9.65
Mitsubishi Corporation	156,487	9.22
Itochu Corporation	135,098	7.96
Toyota Motor Corporation	100,000	5.89
The Master Trust Bank of Japan, Ltd. (Trust Account)	78,576	4.63
Trust & Custody Services Bank, Ltd. (Trust Account)	37,246	2.20
Mizuho Corporate Bank, Ltd. (Standing proxy Asset Management Service Trust Bank)	31,931	1.88
Development Bank of Japan, Inc.	26,366	1.55
The Mitsubishi UFJ Trust and Banking Corporation	23,528	1.39
Sajap (Standing proxy The Bank of Tokyo-Mitsubishi UFJ, Ltd.)	22,127	1.30
Total	775,024	45.67

Note: Treasury stock of 1,827,381 shares are not included
Shares are rounded down in thousands.

Transfer Agent

Mitsubishi UFJ Trust and Banking Corporation
10-11, Higashisuna 7-chome, Koto-ku, Tokyo 137-8081, Japan

(As of June 29, 2010)

Trucks for life
ISUZU

ISUZU MOTORS LIMITED

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