Rinnai Information for Shareholders

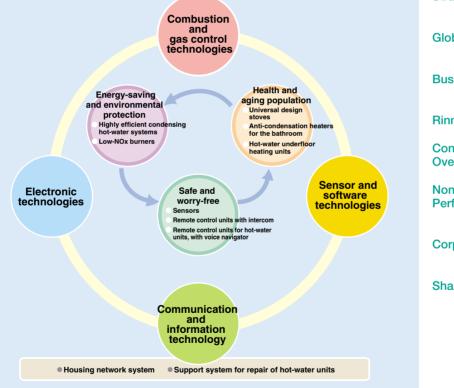
Vol. 23

Interim Business Results for the 56th Term (April 1 to September 30, 2005)





The Rinnai Group serves as a "comprehensive and integrated heating appliance manufacturer." Our mission is to meet the needs of society by making our products safer and more convenient. Acutely aware of issues facing the 21st century environmental protection, saving energy, health, and the aging population—we are drawing on our strengths in IT, sales, finance, and other areas to build a stable operating foundation, from which we will develop globally as a "company that creates and promotes interfaces between heat and lifestyles."



The Rinnai Group supplies safety, high-value-added products that address social issues related to environmental protection, saving energy, health, and the aging population.

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To Our Shareholders



Susumu Naito Chairman



Hiroyasu Naito President

It is a pleasure to report on our performance in the interim period ended September 30, 2005, and outline our strategies for the future.

During the period, there was a mild recovery in the Japanese economy underpinned by an improvement in corporate earnings. The domestic gas appliance industry performed well on the back of brisk housing starts. However, conditions remained difficult, significantly impacted by declining market prices. In response, the Rinnai Group worked hard to boost sales in an already mature market. To this end, we pursued safety, stability, and function as we developed products that provide customers with more comfortable lifestyles. We also reviewed our product lineup as part of our strategy to promote high-value-added offerings. Facing stiff competition arising from a concerted push in Japan to switch to electrical appliances, we highlighted the superior benefits of gas appliances and adopted a range of measures, placing top priority on addressing customer needs. Due to extremely tough competition to secure market share in Japan, however, we posted a year-on-year decline in domestic sales. Overseas, by contrast, the steady expansion of our business enabled us to increase sales.

MESSA

While we continued working to lower companywide costs, these actions did not fully compensate for declining sales prices, soaring raw material costs, and higher depreciation expenses associated with product molds—a necessary part of new product investments. Details of our performance in the interim period are provided later in this report.

The Company declared a ¥14.00 interim cash dividend, up ¥1.00 from a year earlier. This decision was based on consideration of many factors, including payout ratio, return on equity, and our financial position.

We are pleased to announce that Hiroyasu Naito was newly appointed as president of Rinnai Corporation at a meeting of the Board of Directors held on November 17, 2005. Under our new system, we are committed to the following measures, with the aim of achieving even higher growth in the Company's businesses.

- * Provide excellent products while maintaining our commitment to quality;
- * Shift our primary emphasis from holding the top market share to concentrating on added value;
- Incorporate new product development technologies by switching our focus from products for immediate release to offerings that will sustain a strong performance over the medium and longer terms;

 Create a vital and progressive company with an energized organization. We look forward to the ongoing support and cooperation of shareholders in these endeavors.

December 2005

Susumu Naito Chairman Hiroyasu Naito President

BUSINESS STRATEGIES

Strategies and Strengths

1

System-Based Products Hot-water supply and heating for the home—all from a single heat source

Rinnai's gas dual hot-water/heating system is an integrated system designed to make homes more comfortable. From a single heat source, it delivers such functions as bathtub hotwater supply, floor heating, and bathroom heating/dehumidifying. Today, gas appliances fulfill an important role, fostering comfortable living environments all year round. In developing kitchen appliances, for example, our quest is to create the most user-friendly kitchen spaces possible. To this end, we emphasize joint development and alliances with builders of housing and system kitchens, and we supply many products to major manufacturers.

Extensive Sales Channels Providing services close to our end users

In addition to supplying products to city gas companies on an OEM basis, we maintain diversified sales channels, including alliances with house builders and building material retailers. Through these channels, we are building a sales, installation, and service network that is close to our customers.

Heat-source appliances

Bath

Automatic bathtub filling, heating, and topping up

Hot-water supply

Kitchen, washroom, and Western-style showers

Air-conditioner/heaters, dryers

Floor heating

Fan convectors, panel heaters

Hot water-based room air-conditioners

Bathroom heater/dehumidifiers, dressing room heaters Hot-water-based clothes dryers (with heater function)



Research and Development Gas-control, combustion, and other leading-edge technologies essential for gas appliances

Rinnai is committed using heat to make people's lives more comfortable. We draw on a wide range of core technologies in such areas as combustion, electronics, gas control, sensors, software, IT, and communications. Through these activities, we are forging ahead with R&D on environmentally friendly products conducive to recycling and energy and resource conservation.

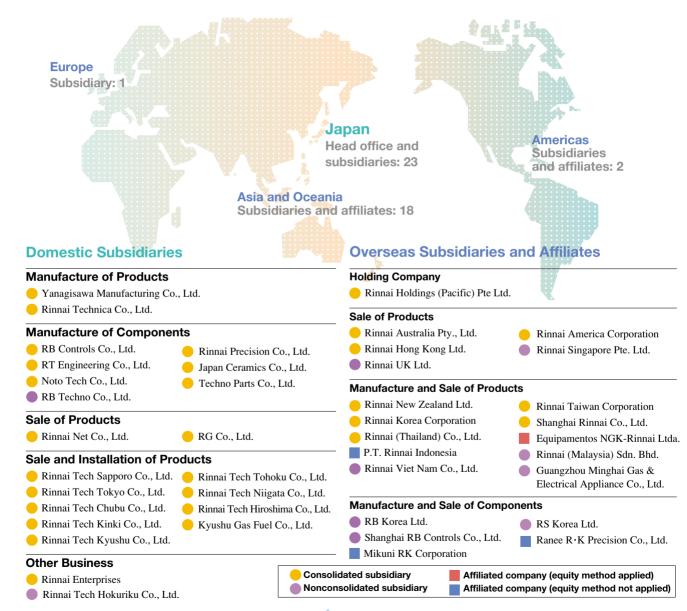


The heat efficiency of Ecomax burners is more than 50% thanks to their inner-flame configuration.

Global Network

GLOBAL NETWORK

As of September 30, 2005, the Rinnai Group consisted of the parent company, 39 subsidiaries (22 domestic and 17 overseas), and four affiliated companies, for a total of 44 companies.



We will expand overseas demand while maintaining steady income from the maturing domestic market.

Domestic Strategy What are Rinnai's strategies for the increasingly difficult domestic market, where there is an offensive for "all-electric homes" and rising prices of raw materials?

We will retain profitability and our top market share through our highvalue-added product strategy, which differentiates us from our competitors.



Domestic Market: Current Status and Future Outlook

Now that the home heating appliance industry in Japan has matured, there is little prospect of sudden growth like that experienced during the market's development phase. Furthermore, the graying of the nation's population is boosting demand for safe heating appliances that are easy for the elderly to use. For these reasons, many people are switching to all-electric homes. Also, pressing issues related to the global environment have created strong demand for highly efficient heating appliances, including gas appliances and equipment powered by other energy sources.



Three Differentiation Strategies

With regard to the challenge posed by electric appliances, Rinnai is doing its utmost to provide superior gas appliances that boast unparalleled convenience and safety. The replacement cycle has lengthened due to greater durability stemming from the higher quality of gas appliances themselves, which is lowering the turnover rate on the sales side. Therefore, we are making every effort to increase per-unit profitability by providing gas appliances with higher added value. Through these efforts, we are creating products with greater levels of convenience and safety, which, we believe, will boost the superiority of gas appliances even further.

We are entering an age when standalone gas products are being replaced by integrated systems. Rinnai is now offering excellent systems based on the cooperative relationships it has formed through its experience in OEM, and continues to enhance its dominance in this area.

RINNAI Q&A

Addressing Rises in Raw Material Prices

The rise in the price of metals and other raw materials, which began in the spring of 2004, has coincided with Rinnai's investment in metal molds for newly designed appliances that meet the 2006 and 2008 targets under Japan's Energy Conservation Law. This has meant that it is taking longer than usual to absorb these costs. However, we have introduced various measures aimed at reducing costs. Several years ago, for example, we standardized metal molds by switching to new designs, and we will continue to implement further efficiencies.

Environmentally Friendly Products and Next-Generation Energy

Rinnai's range of "Eco-Jozu" products (heat-recovery-type hot water/heating systems) boast 95% heating efficiency, the highest level in the world. These products are rated highly and have received prizes for their energy efficiency, achieved by reducing both CO₂ emissions and gas consumption. Rinnai is already conducting R&D aimed at supplying next-generation energy sources, such as a gas-electric cogeneration system that is highly efficient in supplying water. The heating appliance industry as a whole places top priority on eco-friendly products, whether they are powered by gas or electricity. Aided by its cutting-edge research and technical development capabilities, Rinnai will continue to lead the industry as it meets these new challenges.

Overseas Strategy

What is Rinnai's position overseas, and what are its strategies?

We are aiming for a 50–50 split in sales from the domestic and overseas markets in line with our belief that overseas markets hold the key to future growth.

Basic Strategies

In the medium term, Rinnai views the United States and China as its strategic markets. Accordingly, we have set a medium-term Group sales target for these markets of ¥290 billion by between 2006 and 2008. Specifically, our goal is to attain a 50–50 split between domestic and overseas sales. Over the years, Rinnai has actively pursued technical development through alliances with major overseas gas appliance manufacturers. In May 2005, we transferred shares in Rinnai to Bosch, a leading German gas appliance maker. We are currently building a cooperative relationship with Bosch centering on manufacturing, product development, and sales.





Los Angeles branch showroom





Shanghai Rinnai's Beijing showroom

Rinnai Brand Rapidly Proliferates in North America

Shipments of gas hot-water units in the North American market total around 5.0 million units annually, of which roughly 70% meets replacement demand. As such, the market for gas hot-water units is larger than the market for electricity-powered hot-water units, which stands at around 4.3 million units. Recently, growing appreciation of Japanese style instant-heating systems, which are easy to use, has boosted demand for these systems to replace conventional electric hot-water systems, which use tanks. Commercials featuring popular news broadcaster Paul Harvey have been successful in making the average consumer aware of the Rinnai brand. Indeed, our instant-heating hot-water units have been ranked among the most popular products listed in general interest publications.

Rinnai America has capitalized on these opportunities for further business growth by establishing new sales channels in addition to its existing network of distributors. These sales channels encompass a total of 300 companies throughout North America, engaged in such businesses as DIY retail, pipe installation, and manufacture of air conditioner materials. In May 2005, Rinnai America opened a Los Angeles branch, at which staff from its U.S.-based sales and service offices are taught how to install gas instant-heating hot-water units. It also features a showroom, which serves as a center for promoting products to distributors.

Steadily Expanding Sales Channels in China

In China, steady urban development in the lead-up to the 2008 Olympics in Beijing and the 2010 Expo in Shanghai has seen a shift to natural gas and strong housing starts. At the same time, Rinnai has expanded its sales channels to include such cities as Nanjing and Chongqing, centering on alliances with provincial gas corporations.

The result has been consistent year-on-year sales increases in China of around 10% since 2003.

In August 2005, Shanghai Rinnai Co., Ltd., opened a showroom in Beijing, which will serve has a base for its activities in northern China. In October 2005, Guangzhou Ming Hai Co., Ltd., opened a showroom in Guangzhou, which will serve as its base for its business in southern China.



Guangzhou Ming Hai's showroom

Rinnai Topics

Integrated Control of Gas, Security, and Energy Conservation Via the Internet; Joint Trials of Integrated Home Support Services Begin

In August 2005, Rinnai, Tokyo Gas, NTT, and NTT West began development and joint trials of a system that will provide integrated home support services. The aim of the system is to enable people to remotely control their gas appliances, consumer electronics equipment, and security devices via the Internet while away from home. Tokyo Gas will begin trials in ordinary homes in its service area before March 2006, and aims to have a convenient and safe service ready for use within two years.

Main Services Scheduled

- Remote control of under-floor heating, heating of bath water, lighting equipment, and security devices using mobile phones or IC cards;
- 2 Reduction of energy consumption inside the home by switching off television and lighting;
- Home security function, which uses sensors or cameras to detect possible intrusion and then sends an e-mail to the homeownerls mobile phone;
- 4 Checking that family members are home using indoor sensors (for monitoring children and the elderly).

Joint Development of Cogeneration System Using Stirling Engine

Rinnai has joined forces with ENATEC microcogen B.V. of the Netherlands and INFINIA Corporation of the United States to develop a domestic cogeneration system. The project, which is a natural progression of Rinnai's previous research into Stirling engine technology, centers on a unit that will provide both heat and power to households.

Highlights of this new cogeneration system include a compact unit, excellent load following capability, and a maintenance-free Stirling engine. The engine is capable of producing 1kW of power. Rinnai will mass-produce the engine, which is scheduled for market release in 2007.

What is a Stirling Engine?

The Stirling engine, which uses an external heat source, was invented in 1816 by Scottish pastor Robert Stirling. Despite its high efficiency, difficulties associated with its manufacture have so far stymied efforts aimed at a successful mass-market application. However, Stirling-cycle engine technology is currently gaining greater attention worldwide as a means of preventing the irrevocable effects of global warming. This is now mandatory under the Kyoto Protocol, which came into effect in February 2005.



Consolidated Performance Overview

Consolidated Financial Statements (Millions of yen)

Sept. 30, 2005: From April 1, 2005, to September 30, 2005 Sept. 30, 2004: From April 1, 2004, to September 30, 2004 March 31, 2005: From April 1, 2004, to March 31, 2005

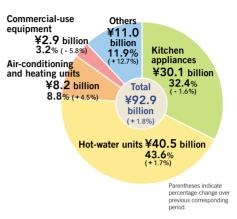
Consolidated Statements of Income	Sept. 30, 2005 (A)	Sept. 30, 2004 (B)	March 31, 2005	Percentage Change (A/B)
Net sales	92,968	91,340	202,034	1.8
Cost of sales	68,410	66,891	148,439	2.3
Operating income	2,627	3,527	10,822	(25.5)
Ordinary income	3,346	4,245	12,235	(21.2)
Net income	1,416	2,568	6,577	(44.8)
Net income per share (Yen)	26.24	47.39	121.50	(44.6)

Consolidated Balance Sheets	Sept. 30, 2005 (A)	Sept. 30, 2004 (B)	March 31, 2005	Percentage Change (A/B)
Total assets	206,899	196,183	201,737	5.5
Total liabilities	76,749	72,245	74,372	6.2
Minority interests	4,286	3,721	4,258	15.2
Total shareholders' equity	125,862	120,216	123,106	4.7

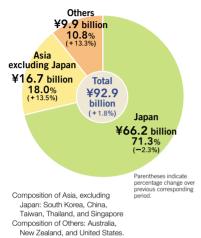
Consolidated Statements of Cash Flow	Sept. 30, 2005 (A)	Sept. 30, 2004 (B)	Percentage Change (A/B)
Net cash provided by operating activities	(2,718)	(4,543)	(40.2)
Net cash provided by investing activities	(7,754)	(6,085)	27.4
Net cash provided by financing activities	4,065	3,870	5.0
Cash and cash equivalents at end of period	26,813	29,569	(9.3)

Ratios	Sept. 30, 2005 (A)	Sept. 30, 2004 (B)	Percentage Point Change (A/B)
Return on equity (ROE) (%)	1.14	2.15	(1.01)
Return on assets (ROA) (%)	0.69	1.31	(0.62)
Return on sales (%)	2.83	3.86	(1.03)
Equity ratio (%)	60.83	61.28	(0.45)

Interim net sales by business segment

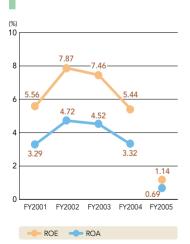


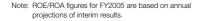
Interim net sales by region



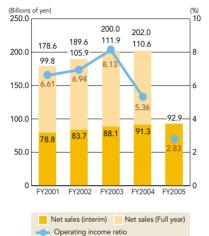
Note: The above amounts exclude inter-regional transactions.

ROE, ROA



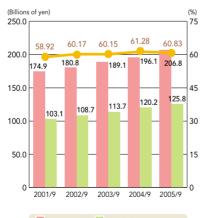


Sales, operating income ratio



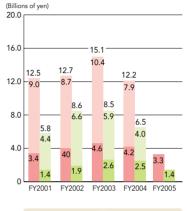
Note: Operating income ratio of FY2005 indicates percentage at interim term-end.

Total assets, shareholders' equity, equity ratio



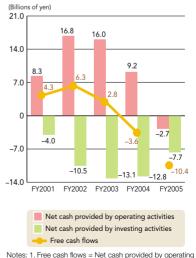


Ordinary income, net income



Ordinary income Net sales
Interim Full year

Free cash flows



 activities + Net cash provided by investing activities
 2. Free cash flows of FY2005 indicates amount at interim term-end.

Consolidated Business Results

Results by Business Segment

Kitchen Appliances

In Japan, our series of built-in cookers, incorporating glass surface plates and inner-flame burners, continued to attract solid demand, as did our dishwashers. However, regular cookers struggled, especially in the replacement demand market. Overseas, sales were steady in Taiwan and South Korea. As a result, interim sales of kitchen appliances declined 1.6% from the previous corresponding period.

Hot-Water Units

In Japan, we worked aggressively to expand sales of our environmentally friendly gas bath-heating/hot water systems, featuring high levels of efficiency and comfort, as well as our bathroom heater/dehumidifiers and floor and other heating systems that use hot water. Despite these efforts, sales declined slightly. Overseas, sales of instant-heating hot-water units were strong in the United States, Australia, South Korea, and elsewhere. Consequently, overall sales of hot-water units rose 1.7%.

Air-Conditioning and Heating Units

This segment benefited from strong domestic sales of fan heaters equipped with bacteria-killing plasma cluster ion technologies. Overseas, rising demand for gas heating products in South Korea helped boost sales in this segment by 4.5%.

Commercial-Use Equipment

Sales in this segment struggled, both in Japan and overseas, causing an overall 5.8% year-on-year decline in sales of commercial-use equipment.

Others

Domestic and overseas sales of components increased, and revenue from installation services also grew in line with the shift from standalone gas products to integrated systems. As a consequence, segment sales climbed 12.7%.

Earnings

Operating Income

In Japan, we recorded a decline in product profit margins in the face of stiff price competition brought about by continually surging prices of metals, oil, and other materials, the switch to electric appliances, and a downturn in demand for gas appliances. In response, we worked hard to increase productivity and reduce costs. Nevertheless, nonconsolidated operating income fell 48.5%. Overseas, our U.S. subsidiary performed well. Harsh competition in South Korea made conditions difficult, although we worked hard to increase income by introducing new products to the market. As a result, consolidated operating income declined 25.5%.

Ordinary Income

In Japan, the decline in nonconsolidated ordinary income was limited to 23.6%, thanks to increases in dividend income. Overseas, we posted a foreign exchange valuation gain on a yen-dominated loan in South Korea. Nonetheless, consolidated ordinary income fell 21.2%.

Net Income

In Japan, we recorded a 29.0% decline in nonconsolidated net income for the interim period. This was due to an extraordinary loss arising from the provision of a reserve for after-sales services associated with hot-water heating units. Our overseas subsidiaries also provided reserves for bad debts, resulting in an overall decline in consolidated net income of 44.8%.

Nonconsolidated Performance Overview

Nonconsolidated Balance Sheets (Millions of yen)

As of September 30, 2005

Assets

Current assets	76,448
Cash and deposits	1,531
Notes receivable	12,046
Accounts receivable, trade	26,899
Marketable securities	15,522
Inventories	16,392
Others	4,107
Allowance for doubtful accounts	(51)
Fixed assets	61,634
Property, plant and equipment	23,341
Buildings and structures	7,643
Machinery and equipment	4,171
Tools, furniture and fixtures	4,603
Land	6,542
Others	379
Intangible fixed assets	510
Investments and advances	37,781
Investments in securities	23,478
Others	14,389
Less: Allowance for doubtful accounts	(86)
Total assets	138,082

Liabilities	
Current liabilities	34,038
Accounts payable, trade	24,835
Accrued payables	4,333
Accrued corporate taxes	883
Accrued bonus payments	1,615
Reserve for after-sales services	1,160
Others	1,211
Long-term liabilities	3,562
Reserve for retirement benefits	1,702
Reserve for directors' retirement benefits	1,613
Others	245
Total liabilities	37,600
Shareholders' equity	
Common stock	6,459
Capital reserve	8,719
Other reserve	84,403
Other differences in	
valuation of marketable	095
valuation of marketable securities	985
valuation of marketable securities Treasury stock	(85)
valuation of marketable securities	

Nonconsolidated Statements of Income (Millions of yen)

From April 1, 2005, to September 30, 2005

Ordinary income (loss)

Net sales	68,205
Cost of sales	54,155
Selling, general and administrative expenses	13,013
Operating income	1,037
Nonoperating income	1,210
Nonoperating expenses	34
Ordinary income	2,213

Extraordinary income (loss)

Extraordinary income	538
Extraordinary expenses	905
Income before income taxes	1,846
Corporate, inhabitants and enterprise taxes	906
Corporate tax adjustment	312
Net income	1,252

Corporate Data

Directory (As of September 30, 2005)

Incorporated	September 1, 1920
Established	September 2, 1950
Paid-in capital	¥6,459,746,974
Head office	2-26, Fukuzumi-cho, Nakagawa-ku,
	Nagoya 454-0802
	TEL: +81-52-361-8211

Number of employees 3,131

Domestic Network (As of September 30, 2005)

Factories

Oguchi Factory, Seto Factory, Asahi Factory, Aichi Plant, Components Center

Research centers

Technology Development Center

Branches

Higashi-Nihon Sales Department, Tohoku, Chubu, Kansai, Chu-Shikoku, Kyushu

Domestic sales offices

Sapporo, Sendai, Niigata, Tokyo, Kita-Kanto, Higashi-Kanto, Minami-Kanto, Shizuoka, Nagoya, Osaka, Kyoji, Hiroshima, Takamatsu, Fukuoka

Domestic satellite offices

Kitami, Kushiro, Obihiro, Asahikawa, Hakodate, Aomori, Hachinohe, Akita, Morioka, Hirosaki, Yamagata, Sakata, Koriyama, Iwaki, Fukushima, Joetsu, Niigata, Nagaoka, Mito, Tsuchiura, Chiba, Matsudo, Tama, Utsunomiya, Saitama, Tokorozawa, Koshigaya, Kumagaya, Takasaki, Ota, Tokyo, Yokohama, Atsugi, Yokohama-kita, Yamanashi, Numazu, Hamamatsu, Nagano, Matsumoto, Ueda, Toyama, Kanazawa, Fukui, Toyohashi, Okazaki, Aichi, Takayama, Tono, Gifu, Mie, Yokkaichi, Shiga, Nara, Wakayama, Tanabe, Kyoto, Fukuchiyama, Kobe, Himeji, Okayama, Tottori, Yonago, Matsue, Hiroshima, Fukuyama, Yamaguchi, Shimonoseki, Takamatsu, Matsuyama, Kochi, Tokushima, Kitakyushu, Saga, Nagasaki, Sasebo, Oita, Kumamoto, Miyazaki, Kagoshima, Osumi, Okinawa

Board of Directors (As of Nove	ember 17, 2005)
Chairman	Susumu Naito
President*	Hiroyasu Naito
Director and Senior Executive Officer*	Tsunenori Narita
Director and Senior Executive Officer*	Kozo Masuoka
Director and Senior Executive Officer*	Tsutomu Miyata
Director and Senior Executive Officer*	Kenji Hayashi
Director	Yoshio Yamazaki
Executive Officer	Takashi Nagasaka
Executive Officer	Takeshi lwata
Executive Officer	Masao Kosugi
Executive Officer	Yuzo Yoshida
Executive Officer	Toshinori Kozawa
Executive Officer	Tomohiko Kitagawa
Executive Officer	Tadanobu Netsu
Executive Officer	Shizuo Sasaki
Executive Officer	Yuji Kondo
Executive Officer	Sadao Yoshimura
Executive Officer	Masayuki lijima
Executive Officer	Takashi Sonoda
Executive Officer	Katsuhiko Shinji
Executive Officer	Bernard George Erica
Corporate Auditor	Katsuhiro Warita
Corporate Auditor	Yasuhiko Goto
Corporate Auditor	Ken Yazaki
Corporate Auditor	Kiyoakira Fukui

Board of Directors (As of November 17, 2005)

Notes: 1. President and Executive Officers (*) double as Executive Officer.

2. Ken Yazaki and Kiyoakira Fukui (Corporate Auditors) serves as an outside auditor.

Share Information (As of September 30, 2005)

Share Composition

Number of shares

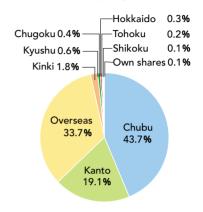
Authorized: 200.000.000

Outstanding: 54,216,463

Number of shareholders: 5.225



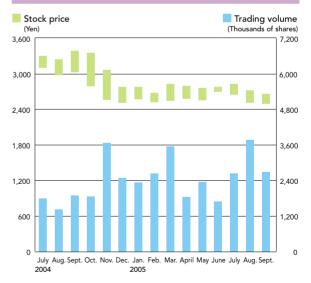
Shareholders by region



Major Shareholders

Name	Shares held (Thousands)
Naito Co., Ltd.	5,415
Northern Trust Company (AVFC) Sub-Account American Client	5,106
Yoshikane Shoji Co., Ltd.	4,002
Susumu Naito	2,677
Kenji Hayashi	2,652
Deutschland Bank AG Frankfurt	2,650
Northern Trust Company AVFC Re US Exempted Pension Funds	Гах 1,878
The Master Trust Bank of Japan, Ltd. (Trust Account)	1,846
Mellon Bank NA as Agent for It's Client Omnibus US Pension	Mellon 1,378
Japan Trustee Service Bank, Ltd. (Trust Account)	1,250

Stock Price Range



Memorandum for Shareholders

Financial year-end

March 31

Year-end dividends are paid to shareholders as of March 31; interim dividends are paid to shareholders as of September 30.

Date of record

(1) March 31

(2) Other dates if necessary, of which advance notice is given.

Minimum trading unit

100 shares

Notices appear in

Nihon Keizai Shimbun

Balance sheets and statements of income on

Rinnai's web site:

http://www.rinnai.co.jp/ir/main_ir.html

Transfer agent

The Chuo Mitsui Trust & Banking Company, Limited. 33-1, Shiba 3-chome, Minato-ku, Tokyo 105-8574

Transfer administration office

The Chuo Mitsui Trust & Banking Company, Limited. Nagoya Branch, Stock Transfer Agency Department 15-33, Sakae 3-chome, Naka-ku, Nagoya 460-8685 Tel: +81-52-262-1520

Transfer agency offices:

The Chuo Mitsui Trust & Banking Company, Limited. Head office and branches throughout Japan

Japan Securities Agents, Ltd. Head office, branches and regional offices

Notice

If you are in Japan, you can request the standard forms for address changes, the purchase of shares fewer than the minimum trading unit, or the designation of a bank account for the transfer of dividends around the clock at the toll-free service of the transfer agent (0120-87-2031).

Stock Listings:

Tokyo Stock Exchange, First Section Nagoya Stock Exchange, First Section

Our Website

• IR information

http://www.rinnai.co.jp/en/ir/index_ir.html

Provides the latest information for shareholders and other investors, including financial figures and flash reports.

