

MITSUI & CO LTD  
Form 6-K  
February 05, 2004

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**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Consolidated Financial Results for the Third Quarter Ended December 31, 2003**

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

For the month of February 5, 2004

Commission File Number 09929

**Mitsui & Co., Ltd.**

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(Translation of registrant's name into English)

**2-1, Ohtemachi 1-chome  
Chiyoda-ku, Tokyo 100-0004  
Japan**

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(Address of principal executive offices)

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

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

*Note:* Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

*Note:* Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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

Yes  No

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



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**SIGNATURES**

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

Date: February 5, 2004

**MITSUI & CO., LTD.**

By: /s/ Tasuku Kondo

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Name: Tasuku Kondo  
Title: Executive Director  
Senior Executive Managing Officer  
Chief Financial Officer

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(Accounting Principles Generally Accepted in the United States of America)

(Unaudited)

Mitsui &amp; Co., Ltd. and Subsidiaries

(Web Site : <http://www.mitsui.co.jp>)

President and Chief Executive Officer, Shoei Utsuda

Investor Relations Contacts : Yuji Takagi, General Manager, Corporate Communications Division TEL (03) 3285-7533

**Financial Highlights for the Third Quarter Ended December 31, 2003**

(from April 1, 2003 to December 31, 2003)

					(Reference)
				(Millions of Yen)	(Millions of Yen)
	Three-month period ended December 31, 2003	Nine-month period ended December 31, 2003	Nine-month period ended December 31, 2002	Increase/(Decrease)	Forecast for the fiscal year ending March 31, 2004 (based on the previous release on November 7, 2003)
Total Trading Transactions	3,039,543	8,989,483	8,255,223	734,260	12,200,000
Revenue	154,695	448,287	416,661	31,626	
Gross Trading Profit					
Income from Continuing Operations before Income Taxes, Minority Interests and Equity in Earnings	29,952	68,703	42,897	25,806	
Net Income	26,042	51,864	36,790	15,074	65,000
			<b>December 31, 2003</b>	<b>March 31, 2003</b>	<b>Increase/(Decrease)</b>
Total Assets			6,686,983	6,540,520	146,463
Shareholders' Equity			933,455	862,147	71,308
Shareholders' Equity Ratio			14.0%	13.2%	0.8pt
Net Interest-bearing Debt (after deduction of cash and cash equivalents)			2,648,424	2,619,271	29,153
Debt to Equity Ratio (net)			2.84	3.04	0.20pt
Current Ratio			128.6%	126.7%	1.9pt

- Notes:
- In accordance with Statement of Financial Accounting Standards ( SFAS ) No.144, Accounting for the Impairment or Disposal of Long-Lived Assets, the figures for the nine-month period ended December 31, 2002 relating to discontinued operations have been reclassified.
  - Effective April 1, 2003, Mitsui & Co., Ltd. and its subsidiaries (the companies ) adopted SFAS No.143, Accounting for Asset Retirement Obligations, and the cumulative effect adjustment upon the adoption is separately presented on a net-of-tax basis in the Statements of Consolidated Income.
  - Total trading transactions is a voluntary disclosure and represents the gross transaction volume or the nominal aggregate value of the sales contracts in which the companies act as principal and transactions in which the companies serve as agent.

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Total trading transactions is not meant to represent sales or revenues in accordance with U.S. GAAP.

The companies have included the information concerning total trading transactions because it is used by similar Japanese trading companies as an industry benchmark, and the companies believe it is a useful supplement to results of operations data as a measure of the companies' performance compared to other similar Japanese trading companies. Total trading transactions is included in the measure of segment profit and loss reviewed by the chief operating decision maker.

4. In consideration of a consensus relating to the presentation of gains and losses on derivative instruments held for trading purposes by the Emerging Issues Task Force under U.S.GAAP, all gains and losses on forward contracts held by certain foreign subsidiaries for trading purposes for crude oil and oil products, which are also derivatives, are shown net in total trading transactions effective April 1, 2003. In relation to this change, the figures for the nine-month period ended December 31, 2002 have been restated.

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5. The companies changed their policy concerning which items are treated as cash equivalents on April 1, 2003, and decided to include certain short-term investment securities which are readily convertible to known amounts of cash and present no significant risk of changes in value in cash equivalents. In relation to this change, amounts presented for the year ended March 31, 2003 have been restated.

**A Cautionary Note on Forward-Looking Statements:**

This report contains statements (including figures) regarding Mitsui & Co., Ltd. ( Mitsui ) s corporate strategies, objectives, and views of future developments that are forward-looking in nature and are not simply reiterations of historical facts. These statements are presented to inform stakeholders of the views of Mitsui s management but should not be relied on solely in making investment and other decisions. You should be aware that a number of important risk factors could lead to outcomes that differ materially from those presented in such forward-looking statements. These include, but are not limited to, (i) change in economic conditions that may lead to unforeseen developments in markets for products handled by Mitsui, (ii) fluctuations in currency exchange rates that may cause unexpected deterioration in the value of transactions, (iii) adverse political developments that may create unavoidable delays or postponement of transactions and projects, (iv) changes in laws, regulations, or policies in any of the countries where Mitsui conducts its operations that may affect Mitsui s ability to fulfill its commitments, and (v) significant changes in the competitive environment. In the course of its operations, Mitsui adopts measures to control these and other types of risks, but this does not constitute a guarantee that such measures will be effective.



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**Statements of Consolidated Income**  
(for the three-month period ended December 31, 2003 and 2002)  
(Unaudited)

(Millions of Yen)

	Three-month period ended	Three-month period ended	Comparison with previous period Increase/(Decrease)	
	December 31, 2003	December 31, 2002	Amount	%
<b>Revenue</b>	154,695	141,987	12,708	9.0
<b>Gross Trading Profit</b>				
Total trading transactions:				
Three-month period ended December 31, 2003	¥3,039,543 million			
Three-month period ended December 31, 2002	¥2,796,153 million			
<b>Expenses and Other:</b>				
Selling, general and administrative	119,392	109,072	10,320	
Provision for doubtful receivables	437	4,593	(4,156)	
Interest (income) expense net	(1,077)	1,011	(2,088)	
Dividend income	(4,143)	(2,125)	(2,018)	
Gain on sales of securities net	(2,701)	(5,182)	2,481	
Loss on the write-down of securities	1,091	20,559	(19,468)	
(Gain) loss on disposal or sale of property and equipment net	(453)	243	(696)	
Impairment loss of long-lived assets	3,997	1,799	2,198	
Other expense net	8,200	3,549	4,651	
<b>Total</b>	124,743	133,519	(8,776)	
<b>Income from Continuing Operations before Income Taxes, Minority Interests and Equity in Earnings</b>	29,952	8,468	21,484	253.7
<b>Income Taxes</b>	15,563	5,258	10,305	
<b>Income from Continuing Operations before Minority Interests and Equity in Earnings</b>	14,389	3,210	11,179	348.3
<b>Minority Interests in Earnings of Subsidiaries</b>	(1,370)	(911)	(459)	
<b>Equity in Earnings of Associated Companies Net (After Income Tax Effect)</b>	13,023	9,186	3,837	
<b>Income from Continuing Operations</b>	26,042	11,485	14,557	126.7
<b>Loss from Discontinued Operations Net (After Income Tax Effect)</b>		516	(516)	
<b>Net Income</b>	¥ 26,042	¥ 12,001	¥ 14,041	117.0
<b>Summary of Changes in Equity from Nonowner Sources (Comprehensive Income (Loss)):</b>				
Net Income	¥ 26,042	¥ 12,001	¥ 14,041	
Other comprehensive income (Loss) (After Income Tax Effect):				
Unrealized holding losses on available-for-sale securities	(1,527)	(18,149)	16,622	

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Foreign currency translation and other adjustments	136	(1,819)	1,955
Changes in equity from nonowner sources	¥ 24,651	¥ (7,967)	¥ 32,618

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**Statements of Consolidated Income**  
(for the nine-month period ended December 31, 2003 and 2002)  
(Unaudited)

(Millions of Yen)

	Nine-month period ended December 31, 2003	Nine-month period ended December 31, 2002	Comparison with previous period Increase/(Decrease)	
			Amount	%
<b>Revenue</b>	448,287	416,661	31,626	7.6
<b>Gross Trading Profit</b>				
Total trading transactions:				
Nine-month period ended December 31, 2003	¥8,989,483 million			
Nine-month period ended December 31, 2002	¥8,255,223 million			
<b>Expenses and Other :</b>				
Selling, general and administrative	359,169	329,833	29,336	
Provision for doubtful receivables	4,045	10,856	(6,811)	
Interest expense, net of interest income	513	4,252	(3,739)	
Dividend income	(14,980)	(12,286)	(2,694)	
Gain on sales of securities net	(13,764)	(13,998)	234	
Loss on the write-down of securities	7,652	31,489	(23,837)	
Loss on disposal or sale of property and equipment net	192	1,227	(1,035)	
Impairment loss of long-lived assets	16,902	15,039	1,863	
Other expense net	19,855	7,352	12,503	
<b>Total</b>	<b>379,584</b>	<b>373,764</b>	<b>5,820</b>	
<b>Income from Continuing Operations before Income Taxes, Minority Interests and Equity in Earnings</b>	<b>68,703</b>	<b>42,897</b>	<b>25,806</b>	<b>60.2</b>
<b>Income Taxes</b>	<b>37,726</b>	<b>20,548</b>	<b>17,178</b>	
<b>Income from Continuing Operations before Minority Interests and Equity in Earnings</b>	<b>30,977</b>	<b>22,349</b>	<b>8,628</b>	<b>38.6</b>
<b>Minority Interests in Earnings of Subsidiaries</b>	<b>(4,946)</b>	<b>(3,238)</b>	<b>(1,708)</b>	
<b>Equity in Earnings of Associated Companies Net (After Income Tax Effect)</b>	<b>29,119</b>	<b>20,998</b>	<b>8,121</b>	
<b>Income from Continuing Operations</b>	<b>55,150</b>	<b>40,109</b>	<b>15,041</b>	<b>37.5</b>
<b>Loss from Discontinued Operations Net (After Income Tax Effect)</b>	<b>(1,001)</b>	<b>(3,319)</b>	<b>2,318</b>	
<b>Cumulative Effect of Change in Accounting Principle (After Income Tax Effect)</b>	<b>(2,285)</b>		<b>(2,285)</b>	
<b>Net Income</b>	<b>¥ 51,864</b>	<b>¥ 36,790</b>	<b>¥ 15,074</b>	<b>41.0</b>
<b>Summary of Changes in Equity from Nonowner Sources (Comprehensive Income (Loss)):</b>				
Net income	¥ 51,864	¥ 36,790	¥ 15,074	

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Other comprehensive income (Loss) (After Income Tax Effect):			
Unrealized holding losses on available-for-sale securities	41,453	(36,100)	77,553
Foreign currency translation and other adjustments	(9,145)	(37,354)	28,209
Changes in equity from nonowner sources	¥ 84,172	¥ (36,664)	¥120,836

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**Table of Contents****Condensed Consolidated Balance Sheets**  
(Unaudited)

(Millions of Yen)

	December 31, 2003	March 31, 2003	Increase/ (Decrease)
<b>ASSETS</b>			
<b>Current Assets:</b>			
Cash and marketable securities	¥ 649,390	¥ 797,002	¥(147,612)
Trade receivables, less allowance for doubtful receivables	2,378,358	2,231,374	146,984
Inventories	493,703	488,672	5,031
Other current assets	384,700	314,696	70,004
<b>Total current assets</b>	<b>3,906,151</b>	<b>3,831,744</b>	<b>74,407</b>
<b>Investments and Non-current Receivables:</b>			
Investments in and advances to associated companies and other investments	1,256,843	1,109,574	147,269
Non-current receivables, less allowance for doubtful receivables, and property leased to others	669,142	775,192	(106,050)
<b>Total investments and other non-current receivables</b>	<b>1,925,985</b>	<b>1,884,766</b>	<b>41,219</b>
<b>Property and Equipment, less Accumulated Depreciation</b>	<b>578,342</b>	<b>570,927</b>	<b>7,415</b>
<b>Other Assets</b>	<b>276,505</b>	<b>253,083</b>	<b>23,422</b>
<b>Total</b>	<b>¥6,686,983</b>	<b>¥6,540,520</b>	<b>¥ 146,463</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Current Liabilities:</b>			
Short-term debt and current maturities of long-term debt	¥ 914,186	¥1,107,944	¥(193,758)
Trade payables	1,750,259	1,618,781	131,478
Other current liabilities	372,818	298,605	74,213
<b>Total current liabilities</b>	<b>3,037,263</b>	<b>3,025,330</b>	<b>11,933</b>
<b>Long-term Debt, less Current Maturities</b>	<b>2,543,097</b>	<b>2,500,470</b>	<b>42,627</b>
<b>Other Liabilities</b>	<b>96,240</b>	<b>84,607</b>	<b>11,633</b>
<b>Minority Interests</b>	<b>76,928</b>	<b>67,966</b>	<b>8,962</b>
<b>Shareholders' Equity:</b>			
Common stock	192,487	192,487	
Capital surplus	287,761	287,756	5
Retained earnings:			
Appropriated for legal reserve	36,572	36,382	190
Unappropriated	533,059	494,038	39,021
Accumulated other comprehensive income (loss):			
Unrealized holding gains and losses on available-for-sale securities	44,858	3,405	41,453
Foreign currency translation adjustments and other	(159,688)	(150,543)	(9,145)

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Total accumulated other comprehensive loss	(114,830)	(147,138)	32,308
Treasury stock, at cost	(1,594)	(1,378)	(216)
Total shareholders equity	933,455	862,147	71,308
<b>Total</b>	¥6,686,983	¥6,540,520	¥ 146,463

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**Table of Contents****Operating Segment Information  
(Unaudited)**

Three-month period ended December 31, 2003 (from October 1, 2003 to December 31, 2003)  
(Millions of Yen)

	Metal Products & Minerals	Machinery, Electronics & Information	Chemical	Energy	Consumer Products & Services	Domestic Branches and Offices	Americas	Europe	Other Overseas Areas	Corporate and Eliminations	Consolidated Total
Total Trading Transactions	505,388	605,969	402,812	342,049	599,627	431,097	296,003	154,607	350,333	(648,342)	3,039,543
Revenue-Gross											
Trading Profit	18,385	30,600	24,271	14,067	32,021	9,382	8,891	4,720	5,364	6,994	154,695
Operating Income (Loss)	7,515	6,470	10,923	6,289	8,149	1,775	1,753	693	(1,016)	(7,685)	34,866
Net Income (Loss)	5,471	3,165	3,406	8,384	6,142	2,050	(1,432)	230	1,849	(3,223)	26,042
Total Assets at December 31, 2003	1,064,828	1,262,794	531,240	549,294	947,324	510,723	371,052	238,997	223,752	986,979	6,686,983

Three-month period ended December 31, 2002 (from October 1, 2002 to December 31, 2002)  
(Millions of Yen)

	Metal Products & Minerals	Machinery, Electronics & Information	Chemical	Energy	Consumer Products & Services	Domestic Branches and Offices	Americas	Europe	Other Overseas Areas	Corporate and Eliminations	Consolidated Total
Total Trading Transactions	452,693	538,883	365,091	311,052	569,881	433,926	319,808	127,162	284,279	(606,622)	2,796,153
Revenue-Gross											
Trading Profit	18,346	25,865	14,982	15,649	30,875	9,372	10,942	4,833	5,108	6,015	141,987
Operating Income (Loss)	8,103	1,791	3,485	9,023	8,357	1,523	1,625	386	(974)	(4,997)	28,322
Net Income (Loss)	4,817	5,363	(1,478)	6,946	2,637	(95)	1,002	205	1,346	(8,742)	12,001
Total Assets at December 31, 2002	902,294	1,256,601	489,187	474,894	866,973	540,583	408,641	219,164	195,141	1,104,490	6,457,968

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Nine-month period ended December 31, 2003 (from April 1, 2003 to December 31, 2003)

(Millions of Yen)

	Metal Products & Minerals	Machinery, Electronics & Information	Chemical	Energy	Consumer Products & Services	Domestic Branches and Offices	Americas	Europe	Other Overseas Areas	Corporate and Eliminations	Consolidated Total
Total Trading Transactions	1,509,814	1,884,809	1,205,238	994,618	1,700,759	1,280,374	947,885	480,756	1,036,338	(2,051,108)	8,989,483
Revenue-Gross											
Trading Profit	55,571	93,897	63,546	38,915	86,729	29,139	29,796	13,841	16,958	19,895	448,287
Operating Income (Loss)	21,467	17,211	25,016	15,294	17,349	6,060	6,218	1,672	(1,793)	(23,421)	85,073
Net Income (Loss)	15,359	12,228	9,014	18,585	11,369	8,419	(1,544)	674	5,842	(28,082)	51,864

Nine-month period ended December 31, 2002 (from April 1, 2002 to December 31, 2002)

(Millions of Yen)

	Metal Products & Minerals	Machinery, Electronics & Information	Chemical	Energy	Consumer Products & Services	Domestic Branches and Offices	Americas	Europe	Other Overseas Areas	Corporate and Eliminations	Consolidated Total
Total Trading Transactions	1,385,852	1,656,021	1,041,196	825,092	1,654,523	1,290,598	923,624	408,087	966,009	(1,895,779)	8,255,223
Revenue-Gross											
Trading Profit	52,804	80,269	42,915	43,013	81,314	30,221	33,284	16,068	16,713	20,060	416,661
Operating Income (Loss)	20,554	2,309	9,488	22,832	18,156	3,618	7,187	2,695	(2,090)	(8,777)	75,972
Net Income (Loss)	12,056	(3,360)	(3,068)	20,090	6,859	3,415	3,353	1,576	4,469	(8,600)	36,790

- Notes:
1. In accordance with SFAS No.144, the figures of Consolidated Total for the three-month period ended December 31, 2002 and for the nine-month period ended December 31, 2002 have been reclassified to conform to the current period presentation. The reclassifications to Loss from Discontinued Operations-Net (After Income Tax Effect) are included in Corporate and Eliminations.
  2. Operating Income (Loss) reflects the companies a) Revenue Gross Trading Profit, b) Selling, general and administrative expenses, and c) Provision for doubtful receivables.
  3. All gains and losses on forward contracts held by certain foreign subsidiaries for trading purposes for crude oil and oil products, which are also derivatives, are shown net in Total Trading Transactions effective April 1, 2003. In relation to this change, the figures for the three-month period ended December 31, 2002 and for the nine-month period ended December 31, 2002 have been restated.