CANON INC Form 6-K August 28, 2006

FORM 6-K SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Report of Foreign Issuer Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of **August**, 20**06**

CANON INC.

(Translation of registrant s name into English) 30-2, Shimomaruko 3-Chome, Ohta-ku, Tokyo 146-8501, Japan

(Address of principal executive offices)

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

Form 20-F b Form 40-F o

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

Yes o No b

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

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.

CANON INC.

(Registrant)

Date August 25, 2006

By /s/ Hiroshi Kawashimo

(Signature)*

Hiroshi Kawashimo General Manager, Finance Division Canon Inc.

The following materials are included.

1. Interim Report For The 106th Business Term From January 1,2006 to June 30,2006 Canon Inc.

^{*}Print the name and title of the signing officer under his signature.

To Our Shareholders

We are pleased to present our report for the first half of our 106th business term (from January 1, 2006 to June 30, 2006).

Reviewing conditions in both the domestic and overseas economies during the first half of the current business term, the U.S. economy continued to expand due to strong personal consumption and capital investment. European economies continued their mild recovery supported by increased exports driven by expanding external demand. And Asian economies maintained their strong growth rate particularly in China. The Japanese economy sustained its recovery trend with strong capital investment supported by improved business profits and employment situation. In the foreign exchange markets, the yen weakened against the U.S. dollar and the euro over the first half of 2006, compared to the first half of 2005.

Regarding markets in which the Canon Group operates, demand for digital cameras continued to expand in both the domestic and overseas markets, while demand for networked multifunctional devices and printers grew significantly for color-capable devices. In the market for semiconductor production equipment, demand entered a recovery trend. As for mirror projection mask aligners for LCDs, however, demand declined as LCD panel manufacturers entered a capital investment adjustment phase.

Under these business conditions, the Canon Group embarked on Phase III (2006 to 2010) of our Excellent Global Corporation Plan and implemented various measures in order to achieve further sound growth by using the business resources we had built up. In particular, toward establishing new production systems capable of maintaining our global competitiveness, we concentrated on promoting factory automation and in-house building of its necessary production facilities. Additionally, we significantly strengthened the development of key components aimed to further enhance the added value of our products, and we also reaffirmed that product quality could be fatal for a manufacturer and took steps to further raise our product quality.

As to the earnings for the first half of the current business term, on a consolidated basis, we recorded net sales of 1,952.3 billion yen (up 11.2% from the first half of 2005), income before income taxes and minority interests of 341.0 billion yen (up 20.2%), and net income of 214.2 billion yen (up 22.2%). Also, on a non-consolidated basis, we recorded net sales of 1,266.0 billion yen (up 9.3%), ordinary profit of 246.1 billion yen (up 17.1%), and net income of 155.5 billion yen (up 12.8%). All of these figures were record highs.

We have decided to pay an interim dividend of 50.0 yen per share (up 17.50 yen from the interim dividend for the previous business term) from August 25.

In addition, to establish an environment that will make our shares more accessible to a broader range of potential shareholders, we implemented a stock split on a 3-for-2 basis for record date shareholders as of June 30, 2006.

Looking ahead to the second half of the current business term, we expect the global economy to continue growing steadily, but also believe that factors such as sudden rise in crude oil prices and intensifying market competition will keep our business environment to be uncertain. Under these conditions, the Canon Group will work together as a single unit to achieve better business performance.

We look forward to your continued support and encouragement in the future. August 2006

FUJIO MITARAI Chairman & CEO TSUNEJI UCHIDA President & COO

Change in Profits

Net Sales (Consolidated)

Net Sales (Non-Consolidated)

100 MILLIONS OF YEN 100 MILLIONS OF YEN

Income before Income Taxes and

Minority Interests (Consolidated) Ordinary Profit (Non-Consolidated)

100 MILLIONS OF YEN 100 MILLIONS OF YEN

Net Income (Consolidated)

Net Income (Non-Consolidated)

100 MILLIONS OF YEN 100 MILLIONS OF YEN

Business Conditions by Operations n Sales by Operations Consolidated

Operations	Sales (100 millions of yen)	Change from the First Half of Fiscal 2005(%)
Business Machines	12,866	7.5
Office Imaging Products	5,854	3.1
Computer Peripherals	6,467	11.9
Business Information Products	545	5.8
Cameras	4,603	21.4
Optical and Other Products	2,054	14.3
Total	19,523	11.2

Non-Consolidated

		Change from the
	Sales	First
	(100 millions of	Half of Fiscal
Operations	yen)	2005 (%)
Business Machines	8,338	9.1
Office Imaging Products	2,553	(0.9)
Computer Peripherals	5,785	14.2
Cameras	3,305	18.2
Optical and Other Products	1,017	(11.4)
Total	12,660	9.3

Consolidated Non-Consolidated

Note:

Regarding the segment of Business Information Products within the Business Machines category in the consolidated information above, there were no sales on a non-consolidated basis.

n Business Machines Operations Office Imaging Products

Regarding digital networked multifunctional devices, office-use color machines in our imageRUNNER series kept solid sales revenue amid intensifying market competition among color devices, due to continuing favorable sales of our iR C6870/C5870 series of high-speed color devices equipped with our proprietary Multifunctional Embedded Application Platform (MEAP), which offers users an expanded range of functions, and our medium-speed iR C3170/C2570 series equipped with the New Color iR Controller featuring improved image processing capabilities. As for office-use black-and-white machines, amid an ongoing shift to color devices, we increased sales of the high-speed multifunctional iR6570/5570 series introduced last year. We also introduced in the U.S. market and worked to increase sales of such machines as the high-speed iR7095/7086/7105 series with improved productivity and reliability which match needs for high-volume printing. In addition, we continued to aggressively promote sales of the medium-speed machines such as the iR4570/3570/2870/2270 series.

In the solutions business, we worked to make proposals that improve customer operational efficiency by, for example, applying MEAP and enhancing our software lineup of imageWARE series, which helped to boost sales of the imageRUNNER series.

In the multifunctional devices for individuals and small-business owners of which market is expanding in Japan and overseas, though competition was intensifying due to price deduction, we worked to increase sales by introducing to the Japanese market such products as the Satera MF7240 black-and-white machine for A3-size printing and the Satera MF8180 multifunctional and compact color machine for A4-size printing.

As a result of these activities, sales for this segment grew by 3.1% on a consolidated basis, and fell by 0.9% on a non-consolidated basis, both in comparison to the first half of 2005.

Change in Sales 100 MILLIONS OF YEN Consolidated Non-Consolidated

Computer Peripherals

Concerning inkjet printers, demand continued to shift from single-function to multifunctional machines, but market growth slowed down. Under these circumstances, we worked to achieve product differentiation from competitors through our proprietary FINE high-precision print head technology, and ChromaLife100 technology which delivers both high image quality and preservation through the combination of our high coloration dye inks and genuine photo paper. Regarding multifunctional machines, sales maintained strong due to such factors as the favorable sales of our standard PIXUS MP500. Also we worked to expand the product lineup through steps such as the release of the PIXUS MP830 high-image-quality and all-in-one printer with duplex scanning function. In addition, in the single-function machines, we introduced new products such as the PIXUS iX5000, which covers various types of office work and is capable of printing A3 wide-size paper. As a result, we were able to increase both printer unit sales and market share of inkjet printers.

In the laser beam printers, we recorded solidly higher unit sales for both black-and-white and color OEM-brand products primarily in the low-end machines, which led to solid sales revenue. As for Canon-brand products, we strengthened our offerings in the solutions business through the introduction of the Satera LBP3950/3900, the high-speed black-and-white printer capable of printing A3-size paper equipped with the MEAP-Lite, which allows flexible system expansion in conformity with customer work flows. Also we expanded our product lineup by introducing Satera LBP3300 for business application capable of printing A4-size paper and equipped with duplex printing as standard function. Additionally, in the color machines of which market is expanding, affordable Satera LBP5000 capable of A4-size printing and equipped with high-speed and compact tandem engines continued to show strong sales.

As for image scanners, though we worked to increase sales of stylish CanoScan LiDE series employing contact image sensors, unit sales declined as the market shrinked due to the shift to multifunctional machines.

As a result of these activities, sales for this segment grew by 11.9% on a consolidated basis and by 14.2% on a non-consolidated basis, both in comparison to the first half of 2005.

Change in Sales 100 MILLIONS OF YEN Consolidated Non-Consolidated

Business Information Products

The market for business-use document scanners handled by Canon Electronics Inc. has further expanded as demand for digitization of documents has accelerated due to the need to comply with various laws related to the management of information. Under these conditions, in the DR Scanner series, we achieved solid sales increase as a result of the launch of DR-1210C, a new product of the affordable segment of which market is expanding and worked to increase sales together with the DR-2580C/2050C introduced last year.

Regarding the calculators handled by Canon Electronic Business Machines (H.K.) Co., Ltd., we introduced the LS-Smart, a stylish calculator with a mirrored front panel, in the Japanese market and worked to increase its sales. Also printing calculators continued to enjoy a favorable reception in the U.S. market and gained a larger share. However, sales declined due to the overall market contracting. On the other hand, regarding the electronic dictionaries handled by that company for the Japanese market, sales increased through the introduction of the wordtank V90, a model featuring an enhanced pronunciation function for those studying Chinese, and the compact wordtank C35, a model for high school students.

As for servers and personal computers handled by Canon Marketing Japan Inc., single product sales fell as that company promoted to shift toward the solutions business.

As a result of these activities, sales for this segment grew by 5.8% on a consolidated basis in comparison to the first half of 2005. For this segment, there were no sales on a non-consolidated basis.

Change in Sales 100 MILLIONS OF YEN Consolidated

n Camera Operations

In digital cameras, the small, light-weight, portable and mobile EOS Kiss Digital N continued to enjoy a favorable response in the single lens reflex (SLR) market, which is experiencing extremely growing demand. We also released the EOS 30D, a high-end amateur model offering great mobility and image quality, and worked to increase sales together with the EOS 5D, a high-end amateur model that was introduced last year and is equipped with a full-size 35mm, approximately 12.8-megapixel CMOS sensor, and our flagship EOS-1D Mark II N. Sales increased significantly as a result. Our EF lens series of interchangeable lenses products also enjoyed higher sales as a consequence.

In the area of compact digital cameras, we introduced three new products, including the IXY DIGITAL 800 IS equipped with an image stabilizer function and the IXY DIGITAL 80 equipped with a 3.0 inch LCD monitor, in our compact and stylish IXY DIGITAL series. We also introduced six new products, including the PowerShot A700 and PowerShot A540, in our PowerShot series, which features steady handhold. We enjoyed strong sales growth as a result.

In the compact photo printer market, we strengthened our product lineup by introducing the SELPHY CP730 equipped with a 2.0 inch color LCD monitor in our dye sublimation SELPHY series.

In digital video cameras, we enhanced our MiniDV, HDV and DVD recording format lineups by introducing new products such as the FV M300 wide-screen-TV-compatible MiniDV model and DC40 DVD model equipped with a 4.3-megapixel CCD sensor, in addition to the popular HD high-resolution XL H1.

In LCD projectors, we worked to increase sales by releasing five products, including the Power Projector SX6, which is equipped with AISYS, our new optical engine, and offers high brightness, contrast and resolution.

As a result of these activities, sales for this segment grew by 21.4% on a consolidated basis and by 18.2% on a non-consolidated basis, both in comparison to the first half of 2005.

Change in Sales 100 MILLIONS OF YEN Consolidated Non-Consolidated

n Optical and Other Products Operations

In semiconductor production equipment, thanks to the spread of products using semiconductors such as cell phones, flat-screen TVs and MP3 players, market conditions have begun to improve. Under these circumstances, we introduced the FPA-6000ES5a, a new KrF (krypton fluoride) stepper, and worked to expand sales together with the FPA-5500iZa i-line stepper, which led to sales increase.

Regarding mirror projection mask aligners for LCDs, sales remained strong through the previous term thanks to the ongoing aggressive capital investment by LCD panel manufacturers with the expanding market for LCD TVs and other products that use LCD panels. However, the market of such aligners has entered an adjustment phase in the current business term. Under these conditions, we aggressively marketed the MPA-8800 eighth-generation mirror projection mask aligners for LCDs which we introduced last year, the MPA-8000 sixth-generation mirror projection mask aligners for LCDs, and also such products as the MPA-8500 seventh-generation mirror projection mask aligners for LCDs. Despite those efforts, however, unit sales and sales revenue both declined.

In the area of broadcast-use television lenses, we introduced our KH21e′5.7 high-power zoom lens for affordable HD cameras, and worked to expand sales together with such products as the HJ17e′7.6B portable High Definition Television (HDTV) camera lens and YJ20′8.5B SDTV camera lens. As a result, strong sales increases were recorded in the North American, European and Chinese markets.

In medical equipment, we recorded a strong increase in sales by introducing the new CXDI-50C and CXDI-40EC, both of which use our own Flat Panel X-Ray Image Sensor, in our CXDI series of X-ray digital cameras. In ophthalmic equipment, the CR-DGi digital non-mydriatic retinal camera enjoyed strong sales thanks to spread of medical examinations for the prevention of lifestyle-related diseases.

Sales for this segment grew by 14.3% on a consolidated basis due to additional sales revenue of the newly consolidated company, but fell by 11.4% on a non-consolidated basis, both in comparison to the first half of 2005.

Change in Sales 100 MILLIONS OF YEN Consolidated Non-Consolidated

Note:

The products mentioned above may have different names in other areas.

Consolidated Financial Statements

Canon s consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles.

Consolidated Balance Sheets

ASSETS	As of June 30,	Millions of yen
	2006	As of Dec. 31,
	(Unaudited)	2005
Current assets:		
Cash and cash equivalents	1,055,163	1,004,953
Marketable securities	10,373	172
Trade receivables, net	637,624	689,427
Inventories	533,468	510,195
Prepaid expenses and other current assets	247,908	253,822
Total current assets	2,484,536	2,458,569
Noncurrent receivables	14,708	14,122
Investments	104,068	104,486
Property, plant and equipment, net	1,185,913	1,148,821
Other assets	318,141	317,555
Total assets	4,107,366	4,043,553
LIABILITIES AND STOCKHOLDERS EQUITY		Millions of yen
Emberred My Stockholders Equit	As of June 30,	withhous of year
	2006	As of Dec. 31,
	(Unaudited)	2005
Current liabilities:		
Short-term loans and current portion of long-term debt	14,564	5,059
Trade payables	481,476	505,126
Income taxes	101,485	110,844
Accrued expenses	229,739	248,205
Other current liabilities	174,327	209,394
Total current liabilities	1,001,591	1,078,628
Long-term debt, excluding current installments	16,199	27,082
Accrued pension and severance cost	66,724	80,430
Other noncurrent liabilities	47,042	52,395
Total liabilities	1,131,556	1,238,535
Minority interests	213,430	200,336

Commitment and contingent liabilities Stockholders equity:

Total liabilities and stockholders equity	4,107,366	4,043,553
Total stockholders equity	2,762,380	2,604,682
[Treasury shares] (share)	[1,733,020]	[1,718,523]
Treasury stock	(5,489)	(5,410)
Accumulated other comprehensive income (loss)	(24,911)	(28,212)
Retained earnings	2,171,681	2,018,289
Legal reserve	43,201	42,331
Additional paid-in capital	403,355	403,246
[Issued shares] (share)	[1,333,325,590]	[1,333,114,169]
[Authorized shares] (share)	[3,000,000,000]	[3,000,000,000]
Common stock	174,543	174,438
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Notes:

- 1. Allowance for 13,722 million yen doubtful receivables
- 2. Accumulated 1,319,695 million yen depreciation of property, plant and equipment
- Accumulated 3. other comprehensive income (loss) include foreign currency translation adjustments, net unrealized gains on losses on securities, net gains and losses on derivative financial instruments and minimum pension liability adjustments.
- 4. Collateral assets 2,887 million yen
- 5. Guarantees of 36,749 million yen bank borrowings by employees and affiliated companies
- 6. Number of consolidated subsidiaries and affiliated companies accounted for under equity method is 216 and 13

respectively.

7. Canon has made a 3- for -2 stock split on July 1, 2006, for shareholders recorded in the shareholders register as of June 30, 2006. Number of authorized shares, issued shares and treasury shares are based on the number of issued shares following the implementation of the stock split.

Consolidated Statements of Income

	Six months ended June 30, 2006 (Unaudited)	Millions of yen Six months ended June 30, 2005 (Unaudited)
Net sales	1,952,255	1,755,840
Cost of sales	973,542	905,800
Gross profit	978,713	850,040
Selling, general and administrative expenses	493,709	443,465
Research and development expenses	146,527	136,386
Operating profit	338,477	270,189
Other income (deductions):	2,568	13,544
Interest and dividend income	11,143	5,970
Interest expense	(625)	(771)
Other, net	(7,950)	8,345
Income before income taxes and minority interests	341,045	283,733
Income taxes	118,814	101,268
Income before minority interests	222,231	182,465
Minority interests	8,057	7,197
Net income	214,174	175,268
Notes:		

1. Net income per share

Basic 160.85 yen 160.79 yen Diluted

^{2.} Canon has made a 3- for -2 stock split on July 1, 2006, for shareholders recorded in the shareholders register as of June 30, 2006. The basic net income per share and diluted net income per share have been calculated based on the number of issued shares following the implementation of the stock split.

Consolidated Statements of Stockholders Equity

					A 1 . 1	M	lillions of yen
	Common stock	Additional paid-in capital	Legal reserve	Retained earnings	Accumulated other comprehensive income(loss)	Treasury stock	Total stockholders equity
Balances at December 31, 2005	174,438	403,246	42,331	2,018,289	(28,212)	(5,410)	2,604,682
Conversion of convertible debt and other Cash dividends Transfers to legal reserve Comprehensive income	105	109	870	(59,912) (870)			214 (59,912)
(loss) Net income				214,174			214,174
Foreign currency translation adjustments					2,193		2,193
Net unrealized gains and losses on securities					252		252
Net gains and losses on derivative instruments					619		619
Minimum pension liablity adjustments					237		237
Total comprehensive income (loss)							217,475
Repurchase of treasury stock, net						(79)	(79)
Balances at June 30, 2006 (Unaudited)	174,543	403,355	43,201	2,171,681	(24,911)	(5,489)	2,762,380

Non-Consolidated Financial Statements Non-Consolidated Balance Sheets

ASSETS	As of June	Millions of yen
	30,	As of Dec. 31,
	2006	2005
Current Assets	1,431,664	1,460,882
Cash and deposits	314,452	261,680
Notes receivable	247,754	277,707
Accounts receivable	513,394	568,270
Finished goods	113,766	108,311
Work in process	82,993	77,630
Raw materials and supplies	4,777	3,758
Deferred tax assets	22,434	24,372
Short-term loans receivable	24,894	25,584
Other current assets	107,266	113,953
Allowance for doubtful receivables	(66)	(383)
Fixed Assets	1,241,837	1,191,965
Property, Plant And Equipment	744,329	713,960
Buildings	367,479	358,845
Machinery	153,709	145,319
Vehicles	305	323
Tools and equipment	55,201	51,282
Land	109,149	110,448
Construction in progress	58,486	47,743
Intangibles	29,042	27,123
Industrial property rights	1,110	705
Facility utility rights	1,009	1,015
Software	26,923	25,403
Investments	468,466	450,882
Marketable securities-noncurrent	35,594	34,153
Investment in affiliated companies	352,140	335,424
Long-term loans receivable	3,064	5,907
Long-term pre-paid expenses	13,089	10,361
Deferred tax assets-noncurrent	58,133	60,699
Guarantees	2,234	2,371
Other noncurrent assets	4,309	2,064
Allowance for doubtful receivables-noncurrent	(97)	(97)
TOTAL ASSETS	2,673,501	2,652,847

LIABILITIES AND NET ASSETS (STOCKHOLDERS EQUITY)	As of June 30, 2006	Millions of yen As of Dec. 31, 2005
Current Liabilities	636,774	699,131
Notes payable	2,307	2,337
Accounts payable	350,454	361,038
Short-term loans	37,084	33,159
Other payable	76,107	112,812
Accrued expenses	62,520	80,591
Accrued income taxes	79,150	84,172
Deposits	10,377	8,871
Accrued bonuses for employees	4,796	4,759
Accrued bonuses for directors	112	11 202
Other current liabilities	13,867	11,392
Noncurrent Liabilities	65,961	78,283
Convertible debentures	438	649
Accrued pension and severance cost Accrued directors retirement benefit	64,415 1,108	76,386 1,248
		·
TOTAL LIABILITIES	702,735	777,414
Stockholders Equity	1,964,205	1,868,656
Common Stock	174,543	174,438
Capital Surplus	306,075	305,966
Additional paid in capital	306,070	305,965
Other capital surplus	5	1
Retained Earnings	1,489,076	1,393,662
Legal reserve	22,114	22,114
Other retained earnings	1,466,962	1,371,548
Reserve for special depreciation	15,185	13,337
Reserve for deferral of capital gain on property	732	1.000.020
Special reserves	1,249,928	1,068,828
Retained earnings brought forward	201,117	289,378
Treasury Stock Difference Of Appreciation And Conversion	(5,489)	(5,410)
Difference Of Appreciation And Conversion Net Unrealized Gains (Losses) On Securities	6,561 7,116	6,777 6,777
Net Deferred Profits (Losses) On Hedges	(555)	0,777
TOTAL NET ASSETS (STOCKHOLDERS EQUITY)	1,970,766	1,875,433
TOTAL LIABILITIES AND NET ASSETS (STOCKHOLDERS EQUITY)	2,673,501	2,652,847

Non-Consolidated Statements of Income

	Six months	Millions of yen Six months
	ended June 30, 2006	ended June 30, 2005
Net sales	1,266,000	1,158,478
Cost of sales	785,624	741,242
Gross profit	480,376	417,236
Selling, general and administrative expenses	239,954	225,089
Operating profit	240,422	192,147
Other Income	41,114	37,951
Interest income	769	404
Dividend income	2,572	7,223
Rental income	17,405	12,626
Patent royalties	14,864	10,920