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TREND MICRO INC
Form 6-K
October 29, 2001

FORM 6-K

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

Commission File Number:333-10486

For the Month of October 2001

Trend Micro Incorporated
(Translation of registrant's name into English)

Odakyu Southern Tower, 10th Floor, 2-1, Yoyogi 2-chome,
Sibuya-ku, Tokyo 151-8583, 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 Form 40-F

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 No

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

Information furnished on this form:

Table of Contents

1. Press release dated October 25, 2001 relating to the Japanese GAAP consolidated interim financial information (unaudited) of the registrant and its consolidated subsidiaries for the quarter ended September 30, 2001.
2. Report on the Japanese GAAP consolidated interim financial information (unaudited) of the registrant and its consolidated subsidiaries for the quarter ended September 30, 2001 (English translation).

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SIGNATURE

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.

Trend Micro Incorporated

Date: October 29, 2001

By: /s/ Toshihiro Watanabe

Toshihiro Watanabe
Representative Director and
Senior Executive Vice
President

Attachment 1

For Immediate Release

Trend Micro Announces Record Third Quarter Results

Sales climb 42% YoY and ordinary income rises 22% in 3Q 2001

Tokyo, Japan - October 25, 2001 - Trend Micro Inc. (TSE: 4704; Nasdaq: TMIC), a worldwide leader in antivirus and Internet content security solutions, reported consolidated sales of 7,548 million yen (63 million US \$) and ordinary income of 2,305 million yen (19 million US \$) for the third quarter of fiscal 2001, ended September 30, 2001. The figures reflect gains of 41.6% in sales and 22.1% in ordinary income compared with the same period a year ago. This increase was driven by solid, well-balanced growth in all three major markets: Japan, North America, and Europe. Europe led all regions with rapid sales growth of 85% over 3Q 2000. Japan remained the largest market, with sales rising 32% to 2,921 million yen from 2,217 million yen in 2000. Major account wins in Q3 included IBM, Sprint, Sony HSBC, US Deptt of Justice and Transportation, and City of San Francisco.

If the results were not adjusted in accordance with a new revenue recognition policy, sales would have shown annual growth of 49.6% to 7,973 million yen (66US \$), and ordinary income would have risen 44.6% to 2,730 million yen (22million US \$) in the quarter.

(Exchange rate 1US\$= 119.40 JPY)

Further details can be obtained at
http://www.antivirus.com/corporate/investor_relations

Third Quarter FY 2001 (July 1 through September 30, 2001) unaudited

. Consolidated Unaudited Results of Operations for Three Quarters Ending
September 30, 2001

(1) Consolidated Results of Operations

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| | 2001 (Note) 2 | | |
|--|-----------------------|-------------|------------|
| | Current third quarter | | Year-to- |
| | From July 1, 2001 | Growth Rate | result |
| | To September 30, 2001 | | From Jan |
| | | | 2001 |
| | | | To Septe |
| | | | 30, 20 |
| | Millions of yen | % | Millions o |
| Sales | 7,548 | 41.6 | 20,488 |
| Cost of sales | 370 | 82.3 | 1,102 |
| Gross profit | 7,178 | 40.0 | 19,385 |
| Selling, general and administrative expenses | 4,512 | 37.2 | 13,820 |
| Operating income | 2,665 | 45.0 | 5,564 |
| Non-operating income | 30 | -84.2 | 559 |
| Non-operating expense | 390 | 180.6 | 814 |
| Ordinary income | 2,305 | 22.1 | 5,309 |
| Unusual gains | - | - | - |
| Unusual losses | 17 | - | 5,145 |
| Income before taxes | 2,288 | 21.2 | 163 |

| | 2000 (Note) 1, 2 | |
|--|------------------------|-----------------------|
| | Previous third quarter | Year-to-date results |
| | From July 1, 2000 | From January 1, 2000 |
| | To September 30, 2000 | To September 30, 2000 |
| | Millions of yen | Millions of yen |
| Sales | 5,330 | 14,930 |
| Cost of sales | 203 | 807 |
| Gross profit | 5,126 | 14,123 |
| Selling, general and administrative expenses | 3,288 | 9,268 |
| Operating income | 1,838 | 4,854 |
| Non-operating income | 190 | 376 |
| Non-operating expense | 139 | 369 |
| Ordinary income | 1,888 | 4,861 |
| Unusual gains | - | 1,033 |
| Unusual losses | - | 3 |
| Income before taxes | 1,888 | 5,890 |

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Note 1. Change in accounting principle: Please see "Note on Change in Accounting Principle" below.

(2) Geographic segment information
Sales to third parties

| | 2001 (Note) 2 | | |
|---------------|---|---|--|
| | Current third quarter From July 1, 2001 To September 30, 2001 | Year-to-date results From January 1, 2001 To September 30, 2001 | Previous third quarter From July 1, 2000 To September 30, 2000 |
| | Millions of yen | Millions of yen | Millions of yen |
| Japan | 2,921 | 7,408 | 2,217 |
| North America | 2,197 | 6,215 | 1,522 |
| Taiwan | 443 | 1,326 | 500 |
| Europe | 1,516 | 4,312 | 816 |
| Others | 470 | 1,224 | 274 |
| Total | 7,548 | 20,488 | 5,334 |

- Note 1. Classification of countries and regions is based on geographical proximity.
2. Classification of countries and regions into each geographic segment.
 North America: U.S.A.
 Europe : Italy, Germany, France, UK
 Others : Korea, Australia, Brazil, Hong Kong, Malaysia, Mexico, New Zealand, China

(3) Affiliated companies:
 Number of consolidated subsidiaries: 18
 Number of unconsolidated subsidiaries: 0

Financial data for the third quarter of FY 2000 is provided solely for comparison purposes, as the Company did not prepare quarterly earnings statements last year. Moreover, the figures for Q1 FY 2001 and Q1 FY 2000 have not been audited by the Company's certified public accountants or independent auditors, and the financial results described in this release were prepared in accordance with Japanese generally accepted accounting principles (GAAP).

Note on Change in Accounting Principle

Until the end of FY 2000, the Company and Trend Micro Incorporated (Taiwan) booked revenue for Premium Support and other post-contract customer support services at the beginning of the support period. Effective from FY 2001, the method of recognizing this revenue recognition has been changed and sales revenues from customer support are deferred over the relevant support period.

The table below shows the year-on-year growth after restating the 2001 third quarter numbers to the revenue recognition policy in use during the corresponding quarter of Fiscal 2000.

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| 2001 (Note) ,2 | | | | |
|-----------------------|-------------|-----------------------|-------------|------------|
| Current third quarter | | Year-to-date results | | Previous t |
| From July 1, 2001 | Growth Rate | From January 1, 2001 | Growth Rate | From Jul |
| To September 30, 2001 | | To September 30, 2001 | | To Septem |

2

| | Millions of yen | % | Millions of yen | % | Mil |
|---------------------|-----------------|------|-----------------|-------|-----|
| Sales | 7,973 | 49.6 | 21,405 | 43.4 | |
| Ordinary income | 2,730 | 44.6 | 6,227 | 28.1 | |
| Income before taxes | 2,713 | 43.7 | 4,090 | -30.6 | |

- (Note) 1. Quarterly financial information was not disclosed in 2000. The figures for the third quarter of Fiscal Year 2000 in above table are prepared for management purpose and disclosed for reference only.
2. The figures for the third quarter of Fiscal Year 2001 and Fiscal Year 2000 are not audited.

About Trend Micro

Trend Micro, Inc. is a leader in antivirus and Internet content security software and services. The Tokyo-based corporation has business units worldwide. For additional information and evaluation copies of all Trend Micro products, visit <http://www.antivirus.com> or <http://www.trendmicro.com>.

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For Additional Information

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 Chief Financial Officer / IR Officer
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ir@trendmicro.co.jp

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Attachment 2

October 25, 2001

Company: Trend Micro Incorporated

Representative: Chief Executive Officer

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Chang, Ming-Jang

Code: 4704 Tokyo Stock Exchange 1st Section

Contact: Director, Chief Financial Officer
Mahendra Negi

TEL: 03-5334-3600

1. Consolidated Unaudited Results of Operations for Three Quarters Ending September 30, 2001

(1) Consolidated Results of Operations

| | 2001 (Note) 2 | | | |
|--|-----------------------|-------------|-----------------------|------|
| | Current third quarter | | Year-to-date results | |
| | From July 1, 2001 | Growth Rate | From January 1, 2001 | |
| | To September 30, 2001 | | To September 30, 2001 | |
| | Millions of yen | % | Millions of yen | |
| Sales | 7,548 | 41.6 | 20,488 | |
| Cost of sales | 370 | 82.3 | 1,102 | |
| Gross profit | 7,178 | 40.0 | 19,385 | |
| Selling, general and administrative expenses | 4,512 | 37.2 | 13,820 | |
| Operating income | 2,665 | 45.0 | 5,564 | |
| Non-operating income | 30 | -84.2 | 559 | |
| Non-operating expense | 390 | 180.6 | 814 | |
| Ordinary income | 2,305 | 22.1 | 5,309 | |
| Unusual gains | - | - | - | |
| Unusual losses | 17 | - | 5,145 | 171, |
| Income before taxes | 2,288 | 21.2 | 163 | |

| | 2000 (Note) 1, 2 | | |
|---------------|------------------------|-----------------------|--|
| | Previous third quarter | Year-to-date results | |
| | From July 1, 2000 | From January 1, 2000 | |
| | To September 30, 2000 | To September 30, 2000 | |
| | Millions of yen | Millions of yen | |
| Sales | 5,330 | 14,930 | |
| Cost of sales | 203 | 807 | |

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| | | |
|--|-------|--------|
| Gross profit | 5,126 | 14,123 |
| Selling, general and administrative expenses | 3,288 | 9,268 |
| Operating income | 1,838 | 4,854 |
| Non-operating income | 190 | 376 |
| Non-operating expense | 139 | 369 |
| Ordinary income | 1,888 | 4,861 |
| Unusual gains | - | 1,033 |
| Unusual losses | - | 3 |
| Income before taxes | 1,888 | 5,890 |

Note 1. Change in accounting principle: Please refer to [Supplementary information about the consolidated results of third quarter of Fiscal Year 2001]

(2) Geographic segment information

Sales to third parties

| | 2001 (Note) 2 | | 2000 (No |
|---------------|---|---|--|
| | Current third quarter From July 1, 2001 To September 30, 2001 | Year-to-date results From January 1, 2001 To September 30, 2001 | Previous third quarter From July 1, 2000 To September 30, 2000 |
| | Millions of yen | Millions of yen | Millions of yen |
| Japan | 2,921 | 7,408 | 2,217 |
| North America | 2,197 | 6,215 | 1,522 |
| Taiwan | 443 | 1,326 | 500 |
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| Total | 7,548 | 20,488 | 5,334 |

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(3) Basis of consolidation

The number of consolidated subsidiaries 18 (2 in Japan and 16 in overseas)
 The number of unconsolidated subsidiaries -

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(4) Increase (Decrease) of major assets and liabilities

| | As of September 30, 2001 (Note) 2 | Increase (Decrease) | As of December |
|--|--------------------------------------|---------------------|----------------|
| (Assets) | Millions of yen | Millions of yen | Millions of |
| Cash and bank deposits | 35,308 | 10,872 | 24,435 |
| Notes and accounts receivable, trade | 8,246 | (534) | 8,780 |
| Marketable securities | - | (1,872) | 1,872 |
| Consolidation goodwill | - | (2,253) | 2,253 |
| Investments in securities | 3,274 | 2,674 | 600 |
| (Liabilities) | | | |
| Deferred revenue (Total of short and long term) | 7,779 | 5,189 | 2,590 |
| Bonds | 15,300 | 5,600 | 9,700 |

[Supplementary information about the consolidated results of third quarter of FY 2001]

Basically, the product license agreement, which the parent company and its subsidiaries contract with the end-user, states the article for Post-contract Customer Support (customer support and upgrading of products and its pattern files).

Until previous consolidated fiscal year, total revenues of the parent company and Trend Micro Incorporated (Taiwan) included a portion of Post-contract Customer Support revenue, recognized at the time when the license was delivered to user.

Effective current consolidated fiscal year, the revenue recognition method for portion of Post-contract Customer Support has changed as follows: Portion of Post-contract Customer Support revenue is recognized separately from total revenue and it is deferred as Deferred revenues under Current liabilities and Non-current liabilities based on contracted period. Deferred revenue is finally recognized for the contracted period evenly.

The table below shows the year-on-year growth after restating the 2001 third quarter numbers to the revenue recognition policy in use during the corresponding quarter of Fiscal 2000.

| | | 2001 (Note) 2 | |
|---|----------------|---|----------------|
| Current third quarter From July 1, 2001 To September 30, 2001 | Growth Rate | Year-to-date results From January 1, 2001 To September 30, 2001 | Growth Rate |
| Millions of yen | % | Millions of yen | % |

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| | | | | |
|---------------------|-------|------|--------|-------|
| Sales | 7,973 | 49.6 | 21,405 | 43.4 |
| Ordinary income | 2,730 | 44.6 | 6,227 | 28.1 |
| Income before taxes | 2,713 | 43.7 | 4,090 | -30.6 |

2000 (Note) 1, 2

| | Previous third quarter From July 1, 2000 To September 30, 2000 | Year-to-date results From January 1, 2000 To September 30, 2000 |
|---------------------|--|---|
| | Millions of yen | Millions of yen |
| Sales | 5,330 | 14,930 |
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(Note) 1. Quarterly financial information was not disclosed in 2000. The figures for the third quarter of Fiscal Year 2000 in above table are prepared for management purpose and disclosed for reference only.

2. The figures for the third quarter of Fiscal Year 2001 and Fiscal Year 2000 are not audited.