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July 30, 2024

## Consolidated Financial Results for the Nine Months Ended June 30, 2024 (Under Japanese GAAP)

Company name: M&A Research Institute Holdings Inc. Listing: Tokyo Stock Exchange  
 Securities code: 9552 URL: <https://masouken.com/holdings>  
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 Scheduled date to commence dividend payments: –  
 Preparation of supplementary material on financial results: Yes  
 Holding of financial results briefing: Yes (for institutional investors and analysts)

(Yen amounts are rounded down to millions, unless otherwise noted)

1. Consolidated financial results for the nine months ended September 30, 2024 (from October 1, 2023 to June 30, 2024)

(1) Consolidated operating results (cumulative) (Percentages indicate year-on-year changes)

	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
Q3 FY 2024	12,771	101.5	7,019	94.4	7,020	98.4	4,498	85.3
Q3 FY 2023	6,336	–	3,610	–	3,538	–	2,427	–

Notes: Comprehensive income Q3 FY 2024 4,498 Millions of yen (85.3%) Q3 FY 2023 2,427 Millions of yen (–%)

	Net income per share	Diluted earnings per share
	Yen	Yen
Q3 FY 2024	76.87	70.13
Q3 FY 2023	42.15	37.90

Note 1. As quarterly consolidated financial statements have been prepared since the cumulative second quarter of the fiscal year ended 2023, the year-on-year percentage change for the third quarter of the fiscal year ending September 2023 are not presented.

2. The Company conducted a 3-for-1 stock split of shares of common stock, effective July 13, 2023. Net income per share and diluted net income per share are calculated on the assumption that the stock split was conducted at the beginning of the previous consolidated fiscal year.

(2) Consolidated financial position

	Total assets	Net assets	Equity-to-asset ratio
	Millions of yen	Millions of yen	%
Q3 FY 2024	13,086	10,224	78.1
FY2023	8,327	5,599	67.2

Reference: Equity Q3 FY 2024 10,223 Millions of yen FY2023 5,598 Millions of yen

2. Cash dividends

	Annual dividends per share				
	First quarter-end	Second quarter-end	Third quarter-end	Fiscal year-end	Total
	Yen	Yen	Yen	Yen	Yen
FY2023	–	0.00	–	0.00	0.00
FY2024	–	0.00	–	–	–
FY2024 (forecast)	–	–	–	0.00	0.00

Notes: Revisions to the forecast of cash dividends most recently announced: None

3. Consolidated earnings forecasts for the fiscal year ending September 30, 2024 (October 1, 2023 to September 30, 2024)

(Percentages indicate year-on-year changes)

	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent		Net income per share
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen
Full year	15,300	77.0	7,200	57.2	7,196	60.5	4,677	76.7	79.66

Note 1. Revisions to the earnings forecast most recently announced: None

2. The average number of shares outstanding during the period, which is the basis for calculating net income per share, is the number of shares outstanding as of June 30, 2024 (excluding treasury stock).

**\*Notes**

(1) Material changes in the scope of consolidation during this period: Yes

Newly included: 3 company: M&A Executive Partners, Inc., M&A Financial, Inc., and Quants Consulting, Inc.,

Excluded companies: None

Note: For details, see “2. Quarterly Financial Statements and Notes Thereto (3) Notes to Quarterly Consolidated Financial Statements (Changes in Scope of Consolidation or Application of Equity Method)” on page 8 of the attached material.

(2) Adoption of accounting treatment specific to the preparation of quarterly consolidated financial statements: Yes

Note: For details, see “2. Quarterly Financial Statements and Notes Thereto (3) Notes to Quarterly Consolidated Financial Statements (Adoption of accounting treatment specific to the preparation of quarterly consolidated financial statements)” on page 7 of the attached material.

(3) Changes in accounting policies, changes in accounting estimates, and restatement

(i) Changes in accounting policies due to revisions of accounting standards and other regulations: None

(ii) Changes in accounting policies due to other reasons: None

(iii) Changes in accounting estimates: None

(iv) Restatement: None

(4) Number of issued shares (common shares)

(i) Total number of issued shares at the end of the period (including treasury shares)

Q3 FY2024	59,312,793 shares	FY2023	57,983,115 shares
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(ii) Number of treasury shares at the end of the period

Q3 FY2024	331 shares	FY2023	264 shares
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(iii) Average number of shares outstanding during the period (quarterly total)

Q3 FY2024	58,520,508 shares	Q3 FY2023	57,584,373 shares
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Note: The Company conducted a 3-for-1 stock split of shares of common stock, effective July 13, 2023. The number of shares is presented on the assumption that the said stock split was conducted at the beginning of the previous consolidated fiscal year.

\* Review of the attached quarterly consolidated financial statements by a certified public accountant or audit firm: None

\* Proper use of earnings forecasts, and other special matters

(Caution concerning forward-looking statements)

The forward-looking statements made in this document, including the earnings forecasts, are based on information currently available to the Group Company and on certain assumptions deemed to be reasonable by the Group Company and are not intended to be a promise by the Group Company that they will be achieved. Actual performance and other results may differ materially owing to various factors. For the suppositions that form the assumptions for earnings forecasts and cautions concerning the use thereof, please refer to the section “(3) Explanation of Consolidated Earnings Forecasts and Other Forward-looking Statements” of “1. Overview of Financial Results” on page 3 of the attached material.

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## 1. Overview of Financial Results

### (1) Overview of Consolidated Financial Results for Q3 FY2024

During the nine months under review, while the Japanese economy saw an easing of restrictions due to COVID-19 and a gradual recovery in socioeconomic activities, high costs associated with rising prices of various commodities and foreign exchange rate fluctuations continued, and the outlook remains uncertain.

The M&A market for small- and medium-sized enterprises in Japan, the Group Company's business domain, continues to expand, spurred by the aging of managers and the increase in the number of companies without successors, as well as government policies that promote business succession through M&As. In order to support the succession of as many companies as possible, the Group is striving to realize efficient M&A through two key initiatives: improving the accuracy of our AI matching algorithm and promoting digital transformation (DX) in business operations. Steady progress is also being made in recruiting M&A advisors, a growth driver for our business.

In addition, in anticipation of the launch of new businesses, the Company shifted to a holdings structure in the previous consolidated fiscal year to enable flexible business development in the future, establishing three new subsidiaries in the current consolidated cumulative period. One of these companies aims to launch a new consulting business thereby expanding our business beyond the M&A brokerage business.

Consequently, net sales for the six months under review amounted to ¥12,771,190 thousand (up 101.5% YoY), with operating profit of ¥7,019,808 thousand (up 94.4% YoY), ordinary profit of ¥7,020,334 thousand (up 98.4% YoY), and profit attributable to owners of parent was ¥4,498,660 thousand (up 85.3% YoY).

The following is a breakdown of business results by segment.

Previously, our Group operated only a single segment, the "M&A brokerage business." However, from the first quarter of the consolidated accounting period, we have disclosed segment information for the consulting business and asset management consulting business, which are business segments not included in the reporting segment, under the "Other" category. Therefore, there is no comparative information for "Other" for the same quarter of the previous consolidated cumulative period.

For details, please refer to "2. Quarterly Consolidated Financial Statements and Key Notes (3) Notes to Quarterly Consolidated Financial Statements (Segment Information, etc.)."

#### (M&A Brokerage)

During the cumulative third quarter, M&A brokerage cases have steadily progressed, with 187 deals successfully closed.

Meanwhile, we continue to actively recruit for future business expansion, having hired 106 new M&A advisors during the current consolidated cumulative period.

As a result, net sales amounted to ¥12,672,593 thousand (up 100.0% YoY), and segment profit was ¥7,239,950 thousand (up 100.5% YoY).

#### (Other)

The "Other" segment includes consulting and asset management consulting businesses, with net sales of ¥98,596 thousand and a segment loss of ¥215,199 thousand.

## (2) Overview of Consolidated Financial Conditions for Q3 FY2024

### (Assets)

Total assets increased by ¥4,759,234 thousand compared to the end of the previous consolidated fiscal year to ¥13,086,696 thousand. This was mainly due to an increase of ¥4,171,829 thousand in cash and deposits.

### (Liabilities)

Total liabilities increased by ¥134,085 thousand compared to the end of the previous consolidated fiscal year to ¥2,861,914 thousand. While accrued income taxes decreased by ¥366,837, this was mainly due to an increase of ¥568,529 accrued expenses included in "Other."

### (Net assets)

Net assets increased by ¥4,625,149 thousand compared to the end of the previous consolidated fiscal year to ¥10,224,781 thousand. This was mainly due to the recording of quarterly net income of ¥4,498,660 thousand.

## (3) Explanation of Consolidated Earnings Forecasts and Other Forward-looking Statements

There are no changes to the current forecasts for the fiscal year ending September 30, 2024.

The above earnings forecasts are based on information available as of today and certain assumptions deemed to be reasonable. Actual results may differ significantly from these forecasts due to a wide range of factors.

## 2. Quarterly Consolidated Financial Statements and Key Notes

### (1) Quarterly Consolidated Balance Sheet

(Thousands of yen)

	Previous consolidated fiscal year (September 30, 2023)	Current third quarter under review (June 30, 2024)
<b>Assets</b>		
Current assets		
Cash and deposits	7,430,428	11,602,257
Accounts receivable	143,188	198,129
Other	80,234	490,410
Total current assets	7,653,851	12,290,798
Non-current assets		
Property, plant and equipment	67,751	163,767
Intangible assets	7,859	10,003
Investments and other assets	597,999	622,127
Total non-current assets	673,610	795,898
Total assets	8,327,462	13,086,696
<b>Liabilities</b>		
Current liabilities		
Current portion of long-term borrowings	45,435	41,940
Accrued income taxes	1,572,255	1,205,417
Accrued consumption taxes	447,124	552,535
Other	607,807	1,037,331
Total current liabilities	2,672,622	2,837,224
Non-current liabilities		
Long-term borrowings	48,415	16,960
Lease liabilities	6,791	7,729
Total non-current liabilities	55,206	24,689
Total liabilities	2,727,829	2,861,914
<b>Net assets</b>		
Shareholders' equity		
Share capital	629,678	80,569
Capital surplus	629,668	1,305,572
Retained earnings	4,340,136	8,838,797
Treasury shares	-774	-1,081
Total shareholders' equity	5,598,708	10,223,857
Share acquisition rights	924	924
Total net assets	5,599,632	10,224,781
Total liabilities and net assets	8,327,462	13,086,696

(2) Quarterly Consolidated Statement of Income and Quarterly Consolidated Statement of Comprehensive Income  
Quarterly Consolidated Statement of Income  
Cumulative Third Quarter

(Thousands of yen)

	Previous Cumulative Third Quarter (From October 1, 2022 to June 30, 2023)	Current Cumulative Third Quarter (From October 1, 2023 to June 30, 2024)
Net sales	6,336,766	12,771,190
Cost of sales	1,281,667	3,160,661
Gross profit	5,055,098	9,610,529
Selling, general and administrative expenses	1,444,723	2,590,720
Operating profit	3,610,375	7,019,808
Non-operating income		
Interest income	21	70
Miscellaneous income	1,107	6,243
Total non-operating income	1,129	6,313
Non-operating expenses		
Interest expenses	254	812
Market change expenses	69,878	-
Office relocation expenses	1,110	4,852
Other	1,921	122
Total non-operating expenses	73,164	5,787
Ordinary profit	3,538,339	7,020,334
Extraordinary loss		
Loss on disposal of non-current assets	-	0
Total extraordinary loss	-	0
Net income before income taxes	3,538,339	7,020,334
Income taxes	1,110,930	2,521,674
Quarterly net income	2,427,409	4,498,660
Profit attributable to owners of parent	2,427,409	4,498,660

Quarterly Consolidated Statement of Comprehensive Income  
 Cumulative Third Quarter

(Thousands of yen)

	Previous Cumulative Third Quarter (From October 1, 2022 to June 30, 2023)	Current Cumulative Third Quarter (From October 1, 2023 to June 30, 2024)
Quarterly net income	2,427,409	4,498,660
Quarterly comprehensive income	2,427,409	4,498,660
(Breakdown)		
Quarterly comprehensive income attributable to owners of parent	2,427,409	4,498,660
Quarterly comprehensive income attributable to non-controlling shareholders	-	-

### (3) Notes to Quarterly Consolidated Financial Statements

(Adoption of accounting treatment specific to the preparation of quarterly consolidated financial statements)

(Calculation of tax expenses)

Tax expenses are calculated by reasonably estimating an effective tax rate after applying tax effect accounting to profit before income taxes for the fiscal year including the third quarter under review and multiplying the quarterly profit before income taxes by such estimated effective tax rate.

(Notes on Segment information, etc.)

Previous cumulative third quarter (From October 1, 2022 to June 30, 2023)

Since the Group Company has a single segment of the "M&A brokerage business," segment information is omitted.

Cumulative third quarter (From October 1, 2023 to June 30, 2024)

#### 1. Information on Sales and Profit or Loss Amounts for Each Reporting Segment and Breakdown of Revenue

(Thousands of yen)

	Reporting Segment		Other Note 1	Total	Adjustment Note 2	Quarterly Consolidated Statement of Income Amounts Recorded Note 3
	M&A Brokerage	Total				
Net sales						
Revenue from contracts with customers	12,672,593	12,672,593	98,596	12,771,190	—	12,771,190
Sales to external customers	12,672,593	12,672,593	98,596	12,771,190	—	12,771,190
Intersegment sales and transfers	—	—	—	—	—	—
Total	12,672,593	12,672,593	98,596	12,771,190	—	12,771,190
Segment income (loss)	7,239,950	7,239,950	-215,199	7,024,751	-4,943	7,019,808

Note 1. The "Other" category is a business segment not included in the reporting segments and includes the consulting business and asset management consulting business.

2. The adjustment amount of -4,943 thousand yen for segment profit or loss includes the elimination of inter-segment transactions and unallocated corporate revenues and expenses. Corporate revenues mainly consist of management guidance fees from each business segment, while corporate expenses primarily include general administrative expenses not attributable to any business segment.

3. The total amount of segment profit or loss matches the operating profit in the quarterly consolidated statement of income.

#### 2. Matters Related to Changes in Reporting Segments

Our group previously operated only a single segment, the "M&A Brokerage Business," and therefore omitted segment information. However, from the first quarters of the consolidated accounting period, with the establishment of Quants Consulting and the commencement of the consulting business, we have disclosed segment information for the consulting business, which is a business segment not included in the reporting segment, under the "Other" category.

Additionally, we have reviewed our internal management system and reclassified the asset management consulting business, previously included in the M&A Brokerage business, under the "Other" category.

The segment information for the previous cumulative third quarter, prepared based on the classification method of reporting segments for the current cumulative third quarter, is not disclosed due to the insignificance of business segments other than the "M&A Brokerage" business.

(Notes in case of significant changes in shareholders' equity)

At the 5th Ordinary General Meeting of Shareholders held on December 22, 2023, the Company resolved to reduce the amount of share capital for the purpose of ensuring the flexibility and agility of future capital policy, effective of January 31, 2024.

The amount of share capital was reduced by ¥612,506 thousand without changing the total number of shares issued, and the entire amount was transferred to other capital surplus. As a result, share capital and capital surplus amounted to ¥80,569 thousand and ¥1,305,572 thousand, respectively, at the end of the current third quarter period. There is no impact on total shareholders' equity.

(Notes on assumptions for going concern)

Not applicable.

(Notes on Statements of Cashflows)

The quarterly consolidated statement of cash flows has yet to be prepared for the for the current cumulative third quarter. Depreciation and amortization (including amortization related to intangible fixed assets) for cumulative third quarter.

	Previous Cumulative Third Quarter (From October 1, 2022 to June 30, 2023)	Current Cumulative Third Quarter (From October 1, 2023 to June 30, 2024)
Depreciation and amortization	¥16,201 thousand	¥36,436 thousand

(Changes in Scope of Consolidation or Application of Equity Method)

Although this does not apply to changes in specified subsidiaries, M&A Executive Partners, Inc., M&A Financial, Inc., and Quants Consulting, Inc., were newly established from the first quarter consolidated accounting period and are therefore included in the scope of consolidation.

(Significant Subsequent Events)

(Establishment of a Subsidiary)

At a Board of Directors meeting held on July 30, 2024, we resolved to begin preparations for the establishment of an overseas subsidiary as follows:

#### 1. Purpose of Establishing the Subsidiary

As part of our medium- to long-term growth strategy, we will establish a subsidiary to create new market opportunities in overseas markets. This subsidiary will handle M&A projects in overseas markets and strengthen our business foundation in these markets, contributing to the overall growth of our Group. We will use this subsidiary as a central hub to facilitate business operations in overseas markets and pursue further growth opportunities.

#### 2. Overview of the Subsidiary to be Established

- (1) Name: M&A Research Institute Singapore Pte. Ltd.
- (2) Location: Under consideration within the Republic of Singapore
- (3) Representative: Shunsaku Sagami (provisional)
- (4) Business Activities: M&A brokerage services in overseas markets, etc.
- (5) Capital: 100,000 Singapore dollars (provisional)
- (6) Establishment Date: September 2024 (provisional)
- (7) Investment Ratio: 100% by the Company

#### 3. Future outlook

The impact of the establishment of this subsidiary on our consolidated performance is expected to be minor.