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April 30, 2024

## Consolidated Financial Results for the Six Months Ended March 31, 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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 Inquires: Hikaru Ogino, Director and CFO  
 Scheduled date to file quarterly securities report: May 13, 2024 Scheduled date to commence dividend payments:—  
 Preparation of supplementary material on quarterly financial results: Yes  
 Holding of quarterly 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 six months ended March 31, 2024 (October 1, 2023 to March 31, 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	%
Q2 FY2024	8,526	120.1	4,938	115.9	4,937	116.1	3,173	102.5
Q2 FY2023	3,874	—	2,287	—	2,284	—	1,567	—

Note: Comprehensive income: Q2 FY2024: ¥3,173 million (102.5%) Q2 FY2023: ¥1,567 million (-%)

	Net income per share	Diluted earnings per share
	Yen	Yen
Q2 FY2024	54.26	49.49
Q2 FY2023	27.22	24.47

Notes: 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 second 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	%
Q2 FY2024	11,977	8,838	73.8
FY2023	8,327	5,599	67.2

Reference: Equity: Q2 FY2024: ¥8,837 million FY2023: ¥5,598 million

### 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

Note: 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	79.93

Notes: 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 March 31, 2024 (excluding treasury stock).

\* Notes

(1) Material changes in subsidiaries during this period (changes in specified subsidiaries resulting in changes in the scope of consolidation): None

(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 (4) Notes to Quarterly Consolidated Financial Statements (Adoption of accounting treatment specific to the preparation of quarterly consolidated financial statements)” on page 8 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)

(ii) Number of treasury shares at the end of the period

(iii) Average number of shares outstanding during the period (quarterly total)

Q2 FY2024	58,566,000	shares	FY2023	57,983,115	shares
Q2 FY2024	331	shares	FY2023	264	shares
Q2 FY2024	58,485,809	shares	Q2 FY2023	57,560,495	shares

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.

\* Quarterly financial results are exempt from quarterly review conducted by certified public accountants or an audit corporation.

\* 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. Qualitative Information on Quarterly Financial Results” on page 3 of the attached material.

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## 1. Qualitative Information on Quarterly Financial Results

### (1) Explanation of Operating Results

During the six 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.

In this business environment, the Group made steady progress with projects, and the number of closed M&A brokerage deals remained strong at 123.

Meanwhile, we continue to actively recruit for future business expansion, having hired 61 new M&A advisors during the current consolidated cumulative period.

Consequently, net sales for the six months under review amounted to ¥8,526,493 thousand (up 120.1% YoY), with operating profit of ¥4,938,193 thousand (up 115.9% YoY), ordinary profit of ¥4,937,515 thousand (up 116.1% YoY), and profit was ¥3,173,301 thousand (up 102.5% YoY).

### (2) Explanation of Financial Position

#### (i) Assets, Liabilities and Net Assets

##### (Assets)

Total assets increased by ¥3,649,782 thousand compared to the end of the previous consolidated fiscal year to ¥11,977,244 thousand. This was mainly due to an increase of ¥3,372,539 thousand in cash and deposits.

##### (Liabilities)

Total liabilities increased by ¥411,132 thousand compared to the end of the previous consolidated fiscal year to ¥3,138,961 thousand. This was mainly due to an increase of ¥196,338 thousand in accrued income taxes and an increase of ¥179,660 thousand in deposits received included in others.

##### (Net assets)

Net assets increased by ¥3,238,650 thousand compared to the end of the previous consolidated fiscal year to ¥8,838,283 thousand. This was mainly due to the recording of quarterly net income of ¥3,173,301 thousand.

#### (ii) Cash Flows

Cash and cash equivalents (hereinafter referred to as "Cash") at the end of the six months under review amounted to ¥10,802,967 thousand, an increase of ¥3,372,539 thousand from the end of the previous consolidated fiscal year.

The status of each cash flow and the factors therefore during the six months under review are as follows.

##### (Cash flows from operating activities)

Cash obtained as a result of operating activities amounted to ¥3,445,208 thousand (compared to ¥1,617,342 thousand in the same period of the previous year). This was mainly due to net income before income taxes of ¥4,937,515 thousand, while income taxes paid totaled ¥1,557,027 thousand.

(Cash flows from investing activities)

Cash used in investing activities amounted to ¥116,114 thousand (compared to ¥186,080 thousand used in the same period of the previous year). This was mainly due to expenditures of ¥92,116 thousand for purchases of property, plant and equipment and ¥24,823 thousand for payments for lease and guarantee deposits.

(Cash flows from financing activities)

Cash obtained as a result of financing activities amounted to ¥43,444 thousand (compared to ¥17,067 thousand in the same period of the previous year). This was mainly due to proceeds of ¥65,656 thousand from issuance of shares through the exercise of share acquisition rights, despite ¥20,970 thousand used for repayment of long-term borrowings.

### (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 Financial Statements and Notes Thereto

### (1) Quarterly Consolidated Balance Sheet

(Thousands of yen)

	Previous consolidated fiscal year (September 30, 2023)	Current second quarter under review (March 31, 2024)
<b>Assets</b>		
Current assets		
Cash and deposits	7,430,428	10,802,967
Accounts receivable	143,188	275,119
Other	80,234	130,519
Total current assets	7,653,851	11,208,606
Non-current assets		
Property, plant and equipment	67,751	147,413
Intangible assets	7,859	11,006
Investments and other assets	597,999	610,218
Total non-current assets	673,610	768,637
Total assets	8,327,462	11,977,244
<b>Liabilities</b>		
Current liabilities		
Current portion of long-term borrowings	45,435	41,940
Accrued income taxes	1,572,255	1,768,593
Accrued consumption taxes	447,124	427,225
Other	607,807	865,091
Total current liabilities	2,672,622	3,102,850
Non-current liabilities		
Long-term borrowings	48,415	27,445
Lease liabilities	6,791	8,665
Total non-current liabilities	55,206	36,110
Total liabilities	2,727,829	3,138,961
<b>Net assets</b>		
Shareholders' equity		
Share capital	629,678	50,000
Capital surplus	629,668	1,275,002
Retained earnings	4,340,136	7,513,437
Treasury shares	-774	-1,081
Total shareholders' equity	5,598,708	8,837,359
Share acquisition rights	924	924
Total net assets	5,599,632	8,838,283
Total liabilities and net assets	8,327,462	11,977,244

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

	(Thousands of yen)	
	Previous Cumulative Second Quarter (From October 1, 2022 to March 31, 2023)	Current Cumulative Second Quarter (From October 1, 2023 to March 31, 2024)
Net sales	3,874,560	8,526,493
Cost of sales	757,906	1,969,641
Gross profit	3,116,654	6,556,851
Selling, general and administrative expenses	829,291	1,618,658
Operating profit	2,287,362	4,938,193
Non-operating income		
Interest income	20	41
Miscellaneous income	666	3,894
Total non-operating income	686	3,936
Non-operating expenses		
Interest expenses	155	557
Office relocation expenses	1,110	3,922
Other	1,921	134
Total non-operating expenses	3,186	4,614
Ordinary profit	2,284,863	4,937,515
Extraordinary loss		
Loss on disposal of non-current assets	-	0
Total extraordinary loss	-	0
Net income before income taxes	2,284,863	4,937,515
Income taxes	717,805	1,764,214
Quarterly net income	1,567,057	3,173,301
Profit attributable to owners of parent	1,567,057	3,173,301

Quarterly Consolidated Statement of Comprehensive Income  
 Cumulative Second Quarter

(Thousands of yen)

	Previous Cumulative Second Quarter (From October 1, 2022 to March 31, 2023)	Current Cumulative Second Quarter (From October 1, 2023 to March 31, 2024)
Quarterly net income	1,567,057	3,173,301
Quarterly comprehensive income	1,567,057	3,173,301
<b>(Breakdown)</b>		
Quarterly comprehensive income attributable to owners of parent	1,567,057	3,173,301
Quarterly comprehensive income attributable to non-controlling shareholders	-	-



## (3) Quarterly Consolidated Statements of Cash Flows

(Thousands of yen)

	Previous Cumulative Second Quarter (From October 1, 2022 to March 31, 2023)	Current Cumulative Second Quarter (From October 1, 2023 to March 31, 2024)
<b>Cash flows from operating activities</b>		
Net income before income taxes	2,284,863	4,937,515
Depreciation and amortization	9,291	20,787
Interest income	-20	-41
Interest expenses	155	557
Decrease (increase) in trade receivables (minus indicates increase)	-132,053	-131,930
Increase (decrease) in accrued consumption taxes (minus indicates decrease)	-14,010	-19,898
Other	154,400	195,786
<b>Subtotal</b>	<b>2,302,625</b>	<b>5,002,775</b>
Interest income received	20	41
Interest payments	-155	-581
Income taxes paid	-685,147	-1,557,027
<b>Cash flows from operating activities</b>	<b>1,617,342</b>	<b>3,445,208</b>
<b>Cash flows from investing activities</b>		
Purchases of property, plant and equipment	-46,140	-92,116
Payments for fulfillment of asset retirement obligations	-5,900	-
Payment for lease and guarantee deposits	-201,520	-24,823
Proceeds from refund of lease and guarantee deposits	69,402	960
Other	-1,921	-134
<b>Cash flows from investing activities</b>	<b>-186,080</b>	<b>-116,114</b>
<b>Cash flows from financing activities</b>		
Repayment of long-term borrowings	-20,970	-20,970
Payments for purchase of treasury shares	-118	-306
Proceeds from issuance of shares resulting from exercise of share acquisition rights	4,381	65,656
Repayment of lease liabilities	-361	-934
<b>Cash flows from financing activities</b>	<b>-17,067</b>	<b>43,444</b>
<b>Net increase (decrease) in cash and cash equivalents (minus indicates decrease)</b>	<b>1,414,194</b>	<b>3,372,539</b>
Cash and cash equivalents at beginning of fiscal year	3,981,320	7,430,428
<b>Cash and cash equivalents at fiscal year-end</b>	<b>5,395,514</b>	<b>10,802,967</b>

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

(Notes on assumptions for going concern)

Not applicable.

(Material changes in subsidiaries during this period)

Not applicable.

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.

(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 ¥50,000 thousand and ¥1,275,002 thousand, respectively, at the end of the current cumulative second quarter period. There is no impact on total shareholders' equity.

(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 consolidated fiscal year including the second quarter under review, and multiplying the quarterly profit before income taxes by such estimated effective tax rate.