# Summary of Consolidated Financial Results for the Nine Months Ended December 31, 2019 (J-GAAP)

			Junuary 51, 2020
Listed Company Name:	IR Japan Holdings, Ltd.		
Securities Code:	6035		
Listing:	Tokyo Stock Exchange	URL:	https://www.irjapan.jp/
Representative:	Shirou Terashita, President and Chie	ef Executi	ve Officer
Contact:	Atsuko Furuta, General Manager, C	orporate l	Planning Department Tel.: +81-3-3519-6750
Scheduled Date to Subn	nit Quarterly Securities Report:	Februar	y 14, 2020
Scheduled Date to Start	Dividend Payment:		
Preparation of Results B	Briefing Materials:	Yes	
Holding of Financial Re	sults Briefing:	Yes (for	institutional investors and analysts)

(Amounts of less than one million yen have been truncated) Nine Months Ended December 31, 2019

January 31, 2020

- 1. Consolidated Financial Results for the Nine Months Ended December 31, 2019 (from April 1, 2019 to December 31, 2019)
- (1) Consolidated Operating Results

	8				(Percentages i	indicate	year-on-year c	hanges)
	Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent	
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
Nine months ended December 31, 2019	5,098	37.0	2,318	103.7	2,315	100.6	1,592	102.4
Nine months ended December 31, 2018	3,720	15.9	1,138	14.0	1,154	15.6	786	16.8

Note: Comprehensive income Nine months ended December 31, 2019: 1,593 million yen (102.6%)

Nine months ended December 31, 2018: 786 million yen (14.3%)

	Profit per	Profit per
	share—basic	share-diluted
	Yen	Yen
Nine months ended December 31, 2019	89.39	—
Nine months ended December 31, 2018	44.16	—

Note: The Company conducted a 2-for-1 stock split of its common stock effective September 1, 2018. Profit per share figures have been calculated on the assumption that the stock split was carried out at the beginning of the previous fiscal year.

(2) Consolidated Financial Position

	Total assets	Net assets	Equity ratio
	Millions of yen	Millions of yen	%
As of December 31, 2019	6,221	4,660	74.9
As of March 31, 2019	5,051	4,008	79.4

Reference: Shareholders' equity As of December 31, 2019: 4,660 million yen As of March 31, 2019: 4,008 million yen

#### 2. Dividends

		Full-year dividend						
	First quarter-end	Second quarter-end	Third quarter-end	Year-end	Total			
	Yen	Yen	Yen	Yen	Yen			
Fiscal year ended March 31, 2019	—	15.00	—	23.00	38.00			
Fiscal year ending March 31, 2020	—	25.00	—					
Fiscal year ending March 31, 2020 (Forecast)				30.00	55.00			

Note: Revision of dividends forecast since last announcement: None

# 3. Consolidated Results Forecast for the Fiscal Year Ending March 31, 2020 (from April 1, 2019 to March 31, 2020)

#### (Percentages indicate year-on-year changes)

		Net sales		Operating profit		Ordinary profit		Profit attributable to owners of parent		Profit per share
ſ		Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen
	Full year	7,100	47.1	3,210	123.8	3,210	121.7	2,180	123.2	122.37

Note: Revision of consolidated results forecast since last announcement: Yes

Notes:

- Changes in significant subsidiaries during the period (changes in specified subsidiaries resulting in changes in the scope of consolidation): None
- (2) Application of special accounting treatments in preparing quarterly consolidated financial statements: Yes Note: For details, please refer to "2. Consolidated Financial Statements and Primary Notes (3) Notes Relating to the Consolidated Financial Statements" on page 14 of the attachment.
- (3) Change in accounting policies, accounting estimates, and retrospective restatements
  - 1) Change in accounting policies in accordance with revision of accounting standards: None
  - 2) Change in accounting policies other than item 1) above: None
  - 3) Change in accounting estimates: None
  - 4) Retrospective restatements: None
- (4) Number of shares issued (common stock)
  - 1) Number of shares issued at the end of the period (including treasury shares)

	As of December 31, 2019	17,833,810 shares
	As of March 31, 2019	17,825,310 shares
2)	Number of treasury shares at the end of t	he period
	As of December 31, 2019	30,767 shares
	As of March 31, 2019	817 shares
3)	Average number of shares during the per-	iod
	April – December 2019	17 817 792 shares

April – December 2019	17,817,792 shares
April – December 2018	17,818,258 shares

Note: The Company conducted a 2-for-1 stock split of its common stock effective September 1, 2018.

The number of shares issued at the end of the period, the number of treasury shares at the end of the period and the average number of shares during the period have been calculated on the assumption that the stock split was carried out at the beginning of the previous fiscal year.

The quarterly review procedure by a certified public accountant or an auditing firm does not apply to these Consolidated Financial Results.

#### Explanation regarding appropriate use of results forecast and additional notes

Forward-looking statements, including the results forecast, contained in this document are based on information available to the Group and on certain assumptions deemed to be reasonable as of the date of release of this document. Actual business results may differ substantially due to a number of factors. For conditions prerequisite to the results forecast, and the points to be noted in the use thereof, please refer to "1. Qualitative Information on Financial Results for the Nine Months Ended December 31, 2019 (3) Forward-looking Statements Including Consolidated Results Forecast" on page 8 of the attachment.

1. Q	Qualitative Information on Financial Results for the Nine Months Ended December 31, 2019	5
(1)	Operating Results	5
(2)	Financial Position	8
(3)	Forward-looking Statements Including Consolidated Results Forecast	8
<b>2.</b> C	Consolidated Financial Statements and Primary Notes	10
(1)	Consolidated Balance Sheets	10
(2)	Consolidated Statements of Income and Comprehensive Income	12
(3)	Notes Relating to the Consolidated Financial Statements	14
	Notes Relating to the Going Concern Assumption	14
	Notes Regarding Significant Changes in the Amount of Shareholders' Equity	14
	Application of Special Accounting Treatments in Preparing Consolidated Financial Statements	14
	Segment Information and Others	14
	Significant Subsequent Events	14

Note: The Company held a briefing for investors, as indicated below. Materials distributed at this briefing are set to be posted on the Company's website immediately after the briefing.

Financial results briefing for institutional investors and analysts: Thursday, February 13, 2020

#### 1. Qualitative Information on Financial Results for the Nine Months Ended December 31, 2019

### (1) Operating Results

#### 1) General overview

During the nine months ended December 31, 2019 (from April 1, 2019 to December 31, 2019), amid the expansion of global ESG (Environment, Social and Governance) investments, activists proactively served as market catalysts to accelerate investments in and proposals to Japanese companies in the Japanese capital markets. At the same time, in the market for M&As (Mergers and Acquisitions) among listed companies, hostile TOBs and proxy fights were accepted as an integral part of corporate strategies to dispel previous resistance toward thereof. The domestic M&A (Merger and Acquisition) market has made its first step instantly to transform into a new stage of expanded M&As centering around European- and U.S.-type deals based on ownership battles.

In these circumstances, the Company maintains its independence within the Japanese investment community. It provides new equity consulting services that combine its unparalleled PA services<sup>\*1</sup> and FA services<sup>\*2</sup>. These services have rapidly expanded our business results by consistently sticking to the customers' side and appropriately meeting demands for numerous sophisticated and complex, yet urgent and specialized, projects of various listed companies including small-, middle- and large-cap ones. In the third quarter of the fiscal year ending March 31, 2020, the number of existing and new entrustments increased as our SR (Shareholder Relations) advisory services expanded their work scope. In addition, the large-scale projects, which have already been disclosed, were steadily completed and made progress.

<sup>\*1</sup>PA services: Proxy Advisory services (Proxy fight services, in which the Company boasts an overwhelmingly successful track record)

<sup>\*2</sup> FA services: Financial Advisory services (Responses to activists and hostile TOBs, to which Japan's largest and most cutting-edge group of experts is deployed)

During the nine months ended December 31, 2019, net sales increased 37.0% year on year, to \$5,098 million, operating profit increased 103.7% year on year, to \$2,318 million, ordinary profit increased 100.6% year on year, to \$2,315 million and profit attributable to owners of parent increased 102.4% year on year, to \$1,592 million. All figures achieved record highs including results for sales and profits in the third quarter of the fiscal year ending March 31, 2020. EBITDA increased 86.4% year on year, to \$2,485 million.

				(N	Aillions of yen)			
		Nine months		Nine n	Nine months			
	ende	d December 31,	2019	ended Decen	uber 31, 2018			
	(Apr	il to December 2	2019)	(April to Dec	ember 2018)			
	Amount	Change	Percentage change (YoY)	Amount	Percentage change (YoY)			
Net sales	5,098	1,377	37.0	3,720	15.9			
Operating profit	2,318	1,179	103.7	1,138	14.0			
Ordinary profit	2,315	1,160	100.6	1,154	15.6			
Profit attributable to owners of parent	1,592	805	102.4	786	16.8			
(Reference) EBITDA	2,485	1,151	86.4	1,333	13.8			

Note: EBITDA: Ordinary Profit + Interest Expenses + Depreciation

#### 2) Net sales by type of service

The Group is engaged in the consulting business specializing in IR/SR activities, which constitutes a single business segment. An overview of net sales by service type is as follows.

				(1)	(infinitions of yen)
Service		Nine months d December 31, ril to December 2	Nine months ended December 31, 2018 (April to December 2018)		
	Net sales	Percentage of net sales	Percentage change (YoY)	Net sales	Percentage change (YoY)
IR/SR Consulting	4,515	88.6	47.1	3,069	17.2
Disclosure Consulting	443	8.7	-12.4	505	16.5
Databases and Other	139	2.7	-4.2	145	-7.6
Total	5,098	100.0	37.0	3,720	15.9

#### IR/SR Consulting

IR/SR Consulting is the Group's core lineup of services. These include SR advisory (shareholder identification surveys, proxy voting simulation, corporate governance improvement, evaluation of the effectiveness of boards of directors, capital policies including shareholder returns, etc.), proxy advisory (PA: comprehensive strategy planning and execution of proxy fights, convocation of and responses to extraordinary general meeting of shareholders, collection and tabulation of proxies, etc.), financial advisory (FA: responses to hostile TOBs, treasury shares TOBs, acceptance simulation of TOBs, placement agents (in capital increases through third-party allotment), comprehensive strategy planning and execution of M&As, etc.), and the stock transfer agency business. During the period under review, net sales from IR/SR Consulting increased 47.1% year on year, to ¥4,515 million.

Activists are targeting listed companies that are our clients, meticulously exploring any scope for reorganization such as internal reserves, low TSR\*<sup>3</sup>, parent-subsidiary listings, conglomerate discounts, and M&As, in order to detect discrepancies between market valuations and intrinsic value. They are also repeatedly making tactical and persistent contacts with the listed companies by bringing up the issue of corporate governance, which, in turn, has rapidly led to a high frequency of exercising shareholders rights to make proposals. Currently, Japan has been transformed into a major market for activist activity second only to the U.S. in the world. Moreover, among the listed companies, proxy fights and TOBs unsanctioned by the targeted company have become daily occurrences. The listed companies are rapidly being embroiled in situations in which they have no choice but to consider European- and U.S.-type M&As for the purpose of ownership battles and management reorganization as part of corporate growth strategies.

Under such circumstances, there has been a rapidly increasing awareness among the listed companies of the need to prepare for capital risks. The Company's SR advisory has been successful in providing a wide range of consulting services that bring together its unique know-how, including its core services of shareholder identification and voting rights surveys, services related to institutional shareholder engagement, activist measures, corporate governance improvement, capital policies that aim to optimize shareholder returns, third-party evaluation of the effectiveness of boards of directors, and referrals of independent outside directors. Consequently, the Company has further expanded entrustments from existing and new clients.

In addition, sales and revenue will be recorded in the third quarter of the fiscal year ending March 31, 2020, while the number of entrustments of new large-scale projects have significantly increased. These developments were due to a steady completion and progress of large-scale projects, which have already been contracted, by the Investment Banking Department that combines PA and FA. Specifically, these entrustments included a PA/FA in ownership battles among the listed companies, a PA/FA to respond to activists, and large-scale projects of an MBO-related FA. There were increases within these, particularly in large-scale PA/FA projects related to hostile TOBs and entrustments of the large-scale project agreement to respond to activists exercising their rights to make shareholder proposals. Going forward, the Company, as a unique investment bank armed with an outstanding track record that combines PA and FA, will continue to uphold its golden rule of protecting minority shareholders and enhancing the common interest of shareholders from both the defensive and offensive sides, thereby striving to increase its number of entrustments of large-scale projects.

Furthermore, as its first project in its placement agent services, the Company served as the FA to Fukushima Bank to complete the capital increase through third-party allotment to SBI Holdings and comprehensive support services associated with the capital and business alliance agreement. Consequently, the Company has received increased recognition as an FA capable of realizing concrete financing, without

being a securities company.

In the stock transfer agency business, as of December 31, 2019, entrustments with 80 companies have been completed, and the number of shareholders under administration reached 346,733 (compared with entrustments concluded with 77 companies and 348,313 shareholders under administration in the same period of the previous fiscal year). From the standpoint of corporate defense against activists and hostile TOBs, the Company intends to deploy strategic sales activities, unlike conventional stock transfer agency organizations.

The Diet passed and enacted the Act for Partial Revision of the Foreign Exchange and Foreign Trade Act ("Foreign Exchange Act") ("Revised Foreign Exchange Act") on November 22, 2019, imposing tighter controls on investments by foreign capital in Japanese companies operating in strategically sensitive industries in terms of national security. The amended law is expected to take effect in fiscal year 2020. The current holdings threshold of foreign investments requiring advance examination is 10% or more. It will be lowered to 1% or more under the revision. Investors exempted from this regulation will also be obligated to submit advance notice when engaging in actions such as the election of directors and the content of business transfers, even after shares are acquired. As for enforcing the Revised Foreign Exchange Act, the government has accurately disclosed in its Q&A that shareholder proposals to elect directors and that this is not intended to silence activists. The government also made it clear that this legislation is not a way of limiting shareholder rights or preventing the reinforcement of corporate governance. The Company will continue to keep a close watch on the revisions to the act.

<sup>\*3</sup> TSR: Total Shareholder Return (An indicator of total shareholder return that combines capital gains and dividends)

#### **Disclosure Consulting**

Disclosure Consulting consists of IR tool consulting services (support for the planning and creation of various disclosure documents required for IR activities, including annual reports, integrated reports and shareholder newsletters) and legal documentation services (the creation of a variety of disclosure documents in English and the translation of such documents from Japanese to English in connection with business reorganization and M&As).

Sales from Disclosure Consulting, which depends mainly on single projects, decreased 12.4% from the same period of the previous fiscal year, to ¥443 million for the period under review. The decrease was due to the Company prioritizing the entrustment of projects as part of SR Consulting over single projects in planning and production projects including integrated reports, despite the increase in entrustments for consulting services relating to ESG disclosures, in response to the rising interest in ESG by the fund providers and institutional investors.

#### Databases and Other

Databases and Other provides web-based IR support services via Stock Watch, which provides information on shareholdings revealed through reports on the possession of large volume and publicly offered domestic and overseas investment trusts, IR-Pro, which is a comprehensive support system for corporate IR activities, and the Analyst Network, which allows listed companies to accept reservations for IR explanatory meetings and manage attendee information in a single step. IR Japan also operates the *Kabunushi-Hiroba*, a survey system for individual investors.

Sales from Databases and Other for the period under review decreased 4.2% from the same period of the previous fiscal year, to \$139 million. Going forward, the Company will actively expand sales from Databases through advertising and other means.

#### 3) Seasonal fluctuations

The Group's quarterly net sales tend to be concentrated in the first quarter because of the nature of the core business, IR/SR Consulting services. These services are usually in great demand around June, when Japanese companies organize shareholder meetings. Recently, however, opportunities for recording net sales are also tending to increase in the third and fourth quarters, and the customary seasonal fluctuations are tending toward flattening out, thanks to large-scale service demand distributed evenly throughout the year, as well as to the investment banking business and the stock transfer agency business, both of which are non-seasonal operations.

(2) Financial Position

1) Assets

Total assets of the Group as of December 31, 2019 increased \$1,169 million from the end of the previous fiscal year, to \$6,221 million, due primarily to an increase in cash and deposits of \$1,200 million.

2) Liabilities

Total liabilities of the Group as of December 31, 2019 increased ¥517 million from the end of the previous fiscal year, to ¥1,560 million, due primarily to an increase in income taxes payable of ¥393 million.

3) Net assets

Net assets of the Group as of December 31, 2019 increased  $\pm 652$  million from the end of the previous fiscal year, to  $\pm 4,660$  million, due primarily to an increase in retained earnings of  $\pm 1,592$  million from profit attributable to owners of parent, a decrease from purchase of treasury shares of  $\pm 109$  million and a decrease in retained earnings of  $\pm 855$  million as a result of payment of dividends.

(3) Forward-looking Statements Including Consolidated Results Forecast

1) Forecast for the fiscal year ending March 31, 2020

Forecast for consolidated operating results for the fiscal year ending March 31, 2020 (as of January 31, 2020)

as of January 51	, 2020)					(Mill	ions of yen)
	Forecast Year ending March 31, 2020			20	g March 31,	Actual Year ended March 31, 2019	
	Amount	Amount change (YoY)	Percentage change (YoY)	Amount	Percentage change (YoY)	Amount	Percentage change (YoY)
Net sales	7,100	2,272	47.1	6,500	34.6	4,827	16.8
Operating profit	3,210	1,775	123.8	2,600	81.3	1,434	24.0
Ordinary profit	3,210	1,762	121.7	2,600	79.6	1,447	25.1
Profit attributable to owners of parent	2,180	1,203	123.2	1,750	79.1	976	18.9

The forecast for the fiscal year ending March 31, 2020 is based on reasonable grounds for calculation as of January 31, 2020.

On October 31, 2019, the Company disclosed upward revisions of its results forecast for the fiscal year ending March 31, 2020. Since then, there has been an increase in the number of agreements concluded for large-scale projects entrustments related to ownership battles among companies and responses to activists in the investment banking business that combines PA and FA, in addition to the core service of SR Consulting services. Accordingly, the Company has once again announced upward revisions from the previous forecast and has increased net sales by  $\pm 600$  million from the previous forecast of  $\pm 6,500$  million to  $\pm 7,100$  million; operating profit and ordinary profit by  $\pm 610$  million from  $\pm 2,600$  million to  $\pm 3,210$ million, respectively; and profit attributable to owners of parent by  $\pm 430$  million from  $\pm 1,750$  million to  $\pm 2,180$  million, in its full-year results forecast. As a result, for the fiscal year ending March 31, 2020, net sales are expected to increase by 47.1% year on year, operating profit by 123.8% year on year, ordinary profit by 121.7% year on year and profit attributable to owners of parent by 123.2% year on year. Profitability is expected to further improve as sales increase with the completion of investments in business foundation improvements including offices, systems, and AI. Moreover, the Company will continue to focus much on investments into human resources as a top priority issue and rapidly ensure expansion of outstanding human resources.

2) Basic policy concerning the distribution of profits and dividend distributions for the fiscal year ending March 31, 2020

The Company makes it a basic policy to distribute profits to its shareholders in line with its business results, while maintaining its financial strength by securing sufficient internal reserves to carry out sound business operations. The Company's Articles of Incorporation stipulate that a decision on the distribution of surplus and other matters as specified in each item of Paragraph 1, Article 459, of the Companies Act can be made

by a resolution of the Board of Directors, unless otherwise specified by laws and regulations, while a decision on year-end dividends is to be made at the General Meeting of Shareholders. The Company's Articles of Incorporation also stipulate that an interim dividend can be provided with the date of record being September 30 of each year.

Moreover, the Company would like to appropriate the internal reserves for strategic investments for the reinforcement of existing businesses and for future growth business areas to increase its corporate value.

For the fiscal year ending March 31, 2020, the Company is scheduled to pay ¥30 per share as a year-end dividend. Accordingly, the full-year dividend including the interim dividend is scheduled to be ¥55 per share, an increase of ¥17 from the previous fiscal year.

Additionally, the Company resolved on August 2, 2019 to purchase treasury shares in an effort to improve capital efficiency and implement flexible capital policies in line with changes in the management environment as well as to enhance distribution of profits to shareholders. Although the purchase period ended on December 30, 2019 (number of shares purchased: 29,900 shares/total purchase price: \$109,338,500), the Company once again resolved on January 31, 2020, to purchase treasury shares (up to 55,000 shares/\$300 million).

	Fiscal year ending March 31, 2020 (Forecast)	Fiscal year ending March 31, 2020 (Initial forecast)	Fiscal year ended March 31, 2019
Dividend per share	55 yen	45 yen	38 yen
Interim dividend	25 yen	20 yen	15 yen
Year-end dividend	30 yen	25 yen	23 yen
Dividend payout ratio	44.9%	55.3%	69.3%

# **2. Consolidated Financial Statements and Primary Notes** (1) Consolidated Balance Sheets

I) Consolidated Balance Sheets		
,		(Thousands of yen)
	As of March 31, 2019	As of December 31, 2019
Assets		
Current assets		
Cash and deposits	2,761,534	3,962,049
Notes and accounts receivable-trade	710,261	634,503
Work in process	11,571	86,884
Other	113,900	106,533
Allowance for doubtful accounts	(1,927)	(1,729)
Total current assets	3,595,339	4,788,241
Non-current assets		
Property, plant and equipment	354,269	326,949
Intangible assets		
Software	414,928	430,999
Other	11,345	11,383
Total intangible assets	426,273	442,383
Investments and other assets		
Other	748,151	737,301
Allowance for doubtful accounts	(73,799)	(73,799)
Total investments and other assets	674,351	663,501
Total non-current assets	1,454,895	1,432,834
Deferred assets		
Organization expenses	<b>9</b> 19	Я
Total deferred assets	979	Я
Total assets	5,051,214	6,221,174

Liabilities2019LiabilitiesCurrent liabilitiesAccounts payable—trade23,73231,557Short-term borrowings200,000200,000Accounts payable—other77,62684,279Income taxes payable194,541587,680Provision for bonuses85,77744,946Provision for bonuses for directors (and other officers)7,500—Other395,383553,057Total current liabilities984,5611,501,520Non-current liabilities984,5611,501,520Non-current liabilities984,5611,501,520Non-current liabilities50,71050,710Retirement benefit liability7,7068,337Total non-current liabilities1,042,9781,560,569Net assets1,042,9781,560,569Net assets50,6400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total net assets32592Total net assets32592Total net assets5,051,2146,221,174		AsofMarch31,2019	(Thousands of yen) As of December 31,
Current liabilities           Accounts payable—trade         23,732         31,557           Short-term borrowings         200,000         200,000           Accounts payable—other         77,626         84,279           Income taxes payable         194,541         587,680           Provision for bonuses         85,777         44,946           Provision for bonuses for directors (and other officers)         7,500         —           Other         395,383         553,057           Total current liabilities         984,561         1,501,520           Non-current liabilities         984,561         1,501,520           Non-current liabilities         53,071         68,337           Total non-current liabilities         50,710         50,710           Retirement benefit liability         7,706         8,337           Total non-current liabilities         1,042,978         1,560,569           Net assets         1,042,978         1,560,569           Net assets         1,042,978         1,560,569           Share capital         818,292         830,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury share		A801111a0151,2019	2019
Accounts payable—trade         23,732         31,557           Short-term borrowings         200,000         200,000           Accounts payable—other         71,626         84,279           Income taxes payable         194,541         587,680           Provision for bonuses         85,777         44,946           Provision for bonuses for directors (and other officers)         7,500         —           Other         335,333         553,057           Total current liabilities         984,561         1,501,520           Non-current liabilities         984,561         1,501,520           Non-current liabilities         50,710         50,710           Retirement benefit liability         7,705         8337           Total non-current liabilities         58,416         59,048           Total iabilities         1,042,978         1,560,569           Net assets         1,042,978         1,560,569           Share capital         818,292         830,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury shares         (691)         (110,166)           Total shareholders' equity         4,007,911         4,659,622 <td>Liabilities</td> <td></td> <td></td>	Liabilities		
Short-term borrowings         200,000         200,000           Accounts payable—other         77,626         84,279           Income taxes payable         194,541         587,680           Provision for bonuses         85,777         44,946           Provision for bonuses for directors (and other officers)         7,500         —           Other         395,383         553,057           Total current liabilities         984,561         1,501,520           Non-current liabilities         984,561         1,501,520           Non-current liabilities         50,710         50,710           Cong-term accounts payable—other         50,710         50,710           Retirement benefit liability         7,705         8337           Total non-current liabilities         58,416         59,048           Total liabilities         1,042,978         1,560,569           Net assets         51,057         50,6400         518,109           Share capital         818,292         830,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury shares         (691)         (110,166)           Total shareholders' equity         4,007,91	Current liabilities		
Accounts payable—other         77,626         84,279           Income taxes payable         194,541         587,680           Provision for bonuses         85,777         44,946           Provision for bonuses for directors (and other officers)         7,500         —           Other         395,383         553,057           Total current liabilities         984,561         1,501,520           Non-current liabilities         984,561         1,501,520           Non-current liabilities         984,561         50,710           Long-term accounts payable—other         50,710         50,710           Retirement benefit liability         7,706         8,337           Total non-current liabilities         58,416         59,048           Total iabilities         1,042,978         1,560,569           Net assets         50,400         518,109           Share capital         818,292         80,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury shares         (691)         (110,166)           Total shareholders' equity         4,007,911         4,659,622           Accumulated other comprehensive income         325	Accounts payable—trade	23,732	31,557
Income taxes payable194,541587,680Provision for bonuses85,77744,946Provision for bonuses for directors (and other officers)7500Other395,383553,057Total current liabilities984,5611,501,520Non-current liabilities984,5611,501,520Long-term accounts payable—other50,71050,710Retirement benefit liability7,7068,337Total non-current liabilities58,41659,048Total inon-current liabilities58,41659,048Total iabilities1,042,9781,560,569Net assets506,400518,109Share capital818,292830,001Capital surplus506,400518,109Retained earnings2,683,0093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets32592Total net assets4,008,2364,660,604	Short-term borrowings	200,000	200,000
Provision for bonuses85,77744,946Provision for bonuses for directors (and other officers)7,500Other395,383553,057Total current liabilities984,5611,501,520Non-current liabilities984,5611,501,520Long-term accounts payable—other50,71050,710Retirement benefit liability7,7068337Total non-current liabilities58,41659,048Total non-current liabilities58,41659,048Total iabilities1,042,9781,560,569Net assets1,042,9781,560,569Share capital818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets32592Total net assets32592	Accounts payable—other	77,626	84,279
Provision for bonuses for directors (and other officers)7,500Other395,383553,057Total current liabilities984,5611,501,520Non-current liabilities984,5611,501,520Long-term accounts payable—other50,71050,710Retirement benefit liability7,7068337Total non-current liabilities58,41659,048Total non-current liabilities1,042,9781,560,569Net assets1,042,9781,560,569Shareholders' equity818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets32592Total net assets4,008,2364,660,604	Income taxes payable	194,541	587,680
Other         395,383         553,057           Total current liabilities         984,561         1,501,520           Non-current liabilities         50,710         50,710           Long-term accounts payable—other         50,710         50,710           Retirement benefit liability         7,706         8,337           Total non-current liabilities         58,416         59,048           Total liabilities         1,042,978         1,560,569           Net assets         1,042,978         1,560,569           Share capital         818,292         830,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury shares         (91)         (110,166)           Total shareholders' equity         4,007,911         4,659,622           Accumulated other comprehensive income         325         92           Total accumulated other comprehensive income         325         92           Total net assets         325         92           Total net assets         4,008,236         4,660,604	Provision for bonuses	85,777	44,946
Total current liabilities         984,561         1,501,520           Non-current liabilities         50,710         50,710           Long-term accounts payable—other         50,710         50,710           Retirement benefit liability         7,706         8337           Total non-current liabilities         58,416         59,048           Total liabilities         1,042,978         1,560,569           Net assets         1,042,978         1,560,569           Shareholders' equity         818,292         830,001           Capital surplus         506,400         518,109           Retained earnings         2,683,909         3,421,678           Treasury shares         (691)         (110,166)           Total shareholders' equity         4,007,911         4,659,622           Accumulated other comprehensive income         325         92           Total accumulated other comprehensive income         325         92           Total net assets         325         92	Provision for bonuses for directors (and other officers)	7,500	—
Non-current liabilitiesLong-term accounts payable—other50,710Retirement benefit liability7,706Retirement benefit liability7,706Total non-current liabilities58,416Total non-current liabilities1,042,978Total liabilities1,042,978Net assets1,042,978Shareholders' equity818,292Share capital818,292Retained earnings2,683,909Accumulated earnings(691)Total shareholders' equity4,007,911Accumulated other comprehensive income325Valuation difference on available-for-sale securities325Total net assets325Total net assets4,008,236	Other	395,383	553,057
Long-term accounts payable—other50,71050,710Retirement benefit liability7,7068,337Total non-current liabilities58,41659,048Total liabilities1,042,9781,560,569Net assets1,042,9781,560,569Shareholders' equity818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Total current liabilities	984,561	1,501,520
Retirement benefit liability7,7068,337Total non-current liabilities58,41659,048Total liabilities1,042,9781,560,569Net assets1,042,9781,560,569Share holders' equity818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Non-current liabilities		
Total non-current liabilities58,41659,048Total liabilities1,042,9781,560,569Net assetsShareholders' equity818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income3592Total accumulated other comprehensive income3592Total accumulated other comprehensive income3592Total net assets4,008,2364,660,604	Long-term accounts payable—other	50,710	50,710
Total liabilities1,042,9781,560,569Net assets	Retirement benefit liability	7,706	8,337
Net assetsJunputShareholders' equity818,292Share capital818,292Capital surplus506,400Capital surplus2,683,909Retained earnings2,683,909Treasury shares(691)Total shareholders' equity4,007,911Accumulated other comprehensive income25Valuation difference on available-for-sale securities35Total accumulated other comprehensive income35Total accumulated other comprehensive income35Total accumulated other comprehensive income35Total net assets4,008,236	Total non-current liabilities	58,416	59,048
Shareholders' equity818,292830,001Share capital818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Total liabilities	1,042,978	1,560,569
Share capital818,292830,001Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive income2592Total accumulated other comprehensive income3592Total accumulated other comprehensive income3592Total accumulated other comprehensive income3592Total net assets4,008,2364,660,604	Net assets		
Capital surplus506,400518,109Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive incomeUUValuation difference on available-for-sale securities32592Total accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Shareholders' equity		
Retained earnings2,683,9093,421,678Treasury shares(691)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive incomeUUValuation difference on available-for-sale securities32592Total accumulated other comprehensive income32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Share capital	818,292	830,001
Treasury shares(G91)(110,166)Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive incomeValuation difference on available-for-sale securities3592Total accumulated other comprehensive income359292Total accumulated other comprehensive income3592Total net assets4,008,2364,660,604	Capital surplus	506,400	518,109
Total shareholders' equity4,007,9114,659,622Accumulated other comprehensive incomeValuation difference on available-for-sale securities32592Total accumulated other comprehensive income32592Total net assets4,008,2364,660,604	Retained earnings	2,683,909	3,421,678
Accumulated other comprehensive incomeValuation difference on available-for-sale securities325Total accumulated other comprehensive income325Total net assets4,008,2364,600,604	Treasury shares	(691)	(110,166)
Valuation difference on available-for-sale securities3592Total accumulated other comprehensive income3592Total net assets4,008,2364,660,604	Total shareholders' equity	4,007,911	4,659,622
Total accumulated other comprehensive income3592Total net assets4,008,2364,660,604	Accumulated other comprehensive income		
Total net assets         4,008,236         4,660,604	Valuation difference on available-for-sale securities	325	982
	Total accumulated other comprehensive income	325	982
Total liabilities and net assets5,051,2146,221,174	Total net assets	4,008,236	4,660,604
	Total liabilities and net assets	5,051,214	6,221,174

# (2) Consolidated Statements of Income and Comprehensive Income

Consolidated Statements of Income For the Nine Months Ended December 31, 2019

		(Thousands of yen)
	Nine Months of	Nine Months of
	FY2018	FY2019
	(from April 1, 2018	(from April 1, 2019
	to December 31, 2018)	to December 31, 2019)
Net sales	3,720,849	5,098,077
Cost of sales	858,625	942,941
Gross profit	2,862,223	4,155,135
Selling, general and administrative expenses	1,724,003	1,836,964
Operating profit	1,138,219	2,318,170
Non-operating income		
Interest income	6	8
Dividend income	170	197
Late penalties received	17,927	—
Gain on forfeiture of unclaimed dividends	454	371
Other	277	90
Total non-operating income	18,836	667
Non-operating expenses		
Interest expenses	818	945
Loss on sales of notes receivable-trade	22	42
Foreign exchange losses	1,077	16
Amortization of organization expenses	881	881
Loss on investments in investment partnerships	—	1,346
Commission for purchase of treasury shares		351
Total non-operating expenses	2,799	3,585
Ordinary profit	1,154,255	2,315,252
Extraordinary losses		
Loss on valuation of investment securities	—	409
Total extraordinary losses		409
Profit before income taxes	1,154,255	2,314,843
Total income taxes	367,384	722,035
Profit	786,870	1,592,807
Profit attributable to non-controlling interests		
Profit attributable to owners of parent	786,870	1,592,807
1		

## Consolidated Statements of Comprehensive Income For the Nine Months Ended December 31, 2019

For the Nine Months Ended December 31, 2019		
		(Thousands of yen)
	Nine Months of	Nine Months of
	FY2018	FY2019
	(from April 1, 2018	(from April 1, 2019
	to December 31, 2018)	to December 31, 2019)
Profit	786,870	1,592,807
Other comprehensive income		
Valuation difference on available-for-sale securities	(529)	656
Total other comprehensive income	(529)	656
Comprehensive income	786,340	1,593,464
Comprehensive income attributable to		
Comprehensive income attributable to owners of parent	786,340	1,593,464
Comprehensive income attributable to non-controlling interests	_	_

#### (3) Notes Relating to the Consolidated Financial Statements

#### Notes Relating to the Going Concern Assumption

None applicable

Notes Regarding Significant Changes in the Amount of Shareholders' Equity None applicable

Application of Special Accounting Treatments in Preparing Consolidated Financial Statements

The Company reasonably estimates an effective tax rate after applying tax effect accounting to profit before income taxes for the fiscal year in which the third quarter of the fiscal year ending March 31, 2020 is included, and calculates tax expenses by multiplying quarterly profit before income taxes by the estimated effective tax rate.

Segment Information and Others

This is not applicable as the Group engages in consulting business specializing in IR/SR activities, which constitutes a single business segment.

Significant Subsequent Events

At a meeting of its Board of Directors held on January 31, 2020, the Company resolved the following matters regarding the purchase of treasury shares pursuant to the provisions of Paragraph 1, Article 156, of the Companies Act as applied by replacing certain terms under the provisions of Paragraph 3, Article 165, of the same Act.

- 1. Reasons for the purchase of treasury shares Treasury shares shall be purchased in an aim to improve capital efficiency and to implement flexible capital policies in line with changes in the management environment as well as to enhance distribution of profits to shareholders.
- 2. Class of shares to be purchased Common stock of the Company
- 3. Total number of shares to be purchased
  55,000 shares (maximum)
  (Percentage of total number of shares issued (excluding treasury shares): 0.31%)
- 4. Total purchase price ¥300 million (maximum)
- 5. Purchase period From February 3, 2020 to March 31, 2020
- 6. Purchase method Market purchase