Power of Equity



# Financial Results

For the Fiscal Year Ended March 31, 2021 (April 1, 2020–March 31, 2021)

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# 1. Financial Results for the Fiscal Year Ended March 31, 2021

# **Fiscal 2020: Financial Highlights**

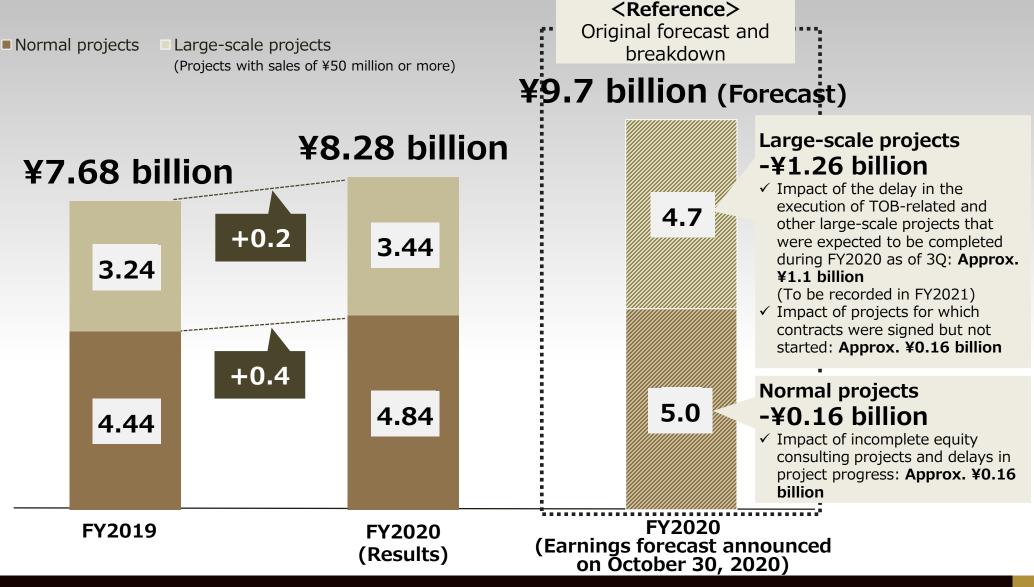
# Net sales and profit at each level reached record highs during fiscal 2020.

	()	<b>FY2020</b> Apr. 2020—Mar. 202	21)	Original forecast (Announced on Oct. 30, 2020)	FY2019 (Apr. 2019—Mar. 2020)
	Amount (Millions of yen)	Change (Millions of yen)	Change from Previous period (%)	Amount (Millions of yen)	Amount (Millions of yen)
Net sales	8,284	602	7.8	9,700	7,682
Operating profit	4,080	454	12.5	4,700	3,626
Ordinary profit	4,070	459	12.7	4,690	3,611
Profit attributable to owners of parent	2,799	354	14.5	3,150	2,445
(Reference) EBITDA*	4,303	466	12.2		3,837

\*EBITDA: Ordinary profit + Interest paid + Depreciation



# **Revision of Earnings Forecast**



# Status of Large-Scale Projects

### Number of Contracts and Sales Amount of Large-Scale Projects\* (Millions of yen)

	First half		Se	cond half	Total		
	Cases	Amount	Cases	Amount	Cases	Amount	
FY2020	13	1,694	12	1,751	25	3,446	
FY2019	7	702	16	2,537	23	3,239	
Change	6	993	-4	-785	2	207	

\*Projects with sales of ¥50 million or more

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#### Types and Sales Amount of Large-Scale Projects

(Millions of yen)

Project type	FY2020	FY2019	Change
PA/FA for Contest for Corporate Control	1,302	910	392
PA/FA for Activist Response	1,543	1,514	29
Corporate FA (MBO, etc.)	485	705	-220
Large-Scale SR/PA	114	110	4
Total	3,446	3,239	207



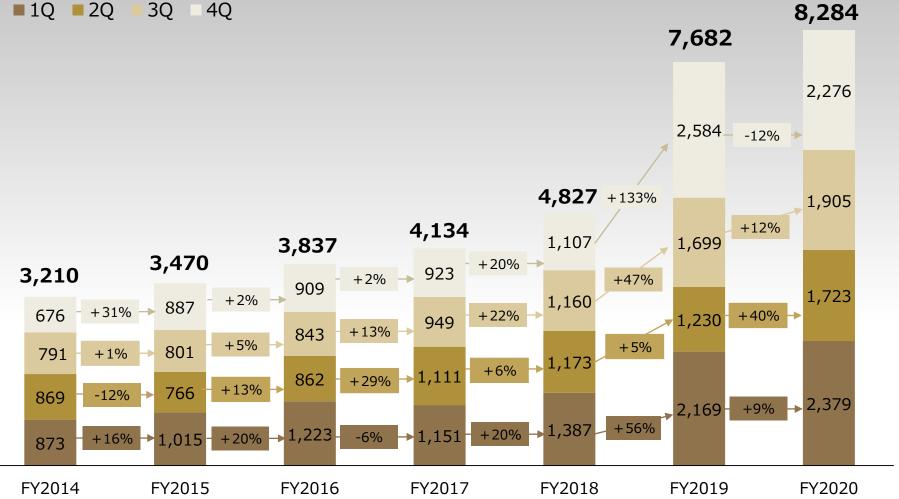
Friendly and hostile corporate restructuring and business reorganizations at Japanese listed companies both by corporations and activists, including proposals made behind the scenes, became more active and vigorously ushered in an era of major restructuring in the Japanese economy.

The total amount of large-scale projects contracted during fiscal 2020 is ¥3,446 million (+6.5% YoY). This is lower than the original forecast as the completion of some of the large-scale projects contracted in the second half of the fiscal year (¥1,100 million) related to fights for corporate control were postponed until April or later, resulting in a decrease of ¥808 million in the contracted amount for the second half of fiscal 2020 compared with the second half of fiscal 2019. Work on these postponed projects is progressing smoothly and will be booked from the first quarter of fiscal 2021.

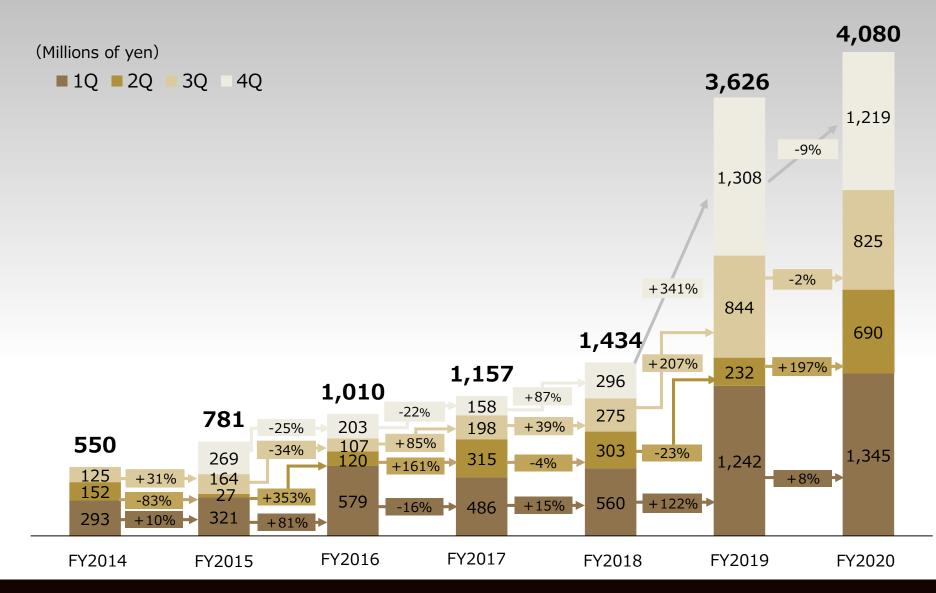
The total amount of normal projects is ¥4,838 million (+8.9% YoY). Due to the relaxation of some investor's voting guidelines because of the COVID-19 pandemic, there was a short period of sluggishness but tension in the SR advisory business has been increasing rapidly due to the extraordinary general meeting won by activists this year and takeover bids initiated by PE funds.



(Millions of yen) 10 = 20 = 30









(Millions of yen)

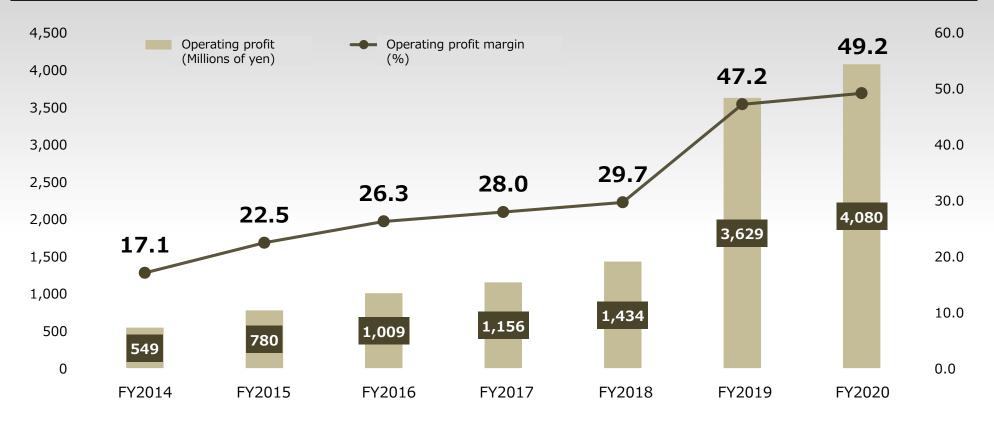
Breakdown	Item	<b>FY2020</b> (Apr. 2020—Mar. 2021)	<b>FY2019</b> (Apr. 2019—Mar. 2020)	Change
Variable costs (Cost of sales)	Outsourcing	603	592	11
Fixed costs (SG&A)	Personnel	1,967	1,987	-19
	Depreciation	231	224	-7
	Rent	379	371	7
	Other (including database)	1,020	882	137
Total	COS+SG&A	4,203	4,056	147

# — Fiscal 2020: Operating Profit Margin

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In terms of profitability, by keeping SG&A expenses under control, we were able to achieve an operating profit margin above that of the previous fiscal year and grow operating profit by double digits.

**Operating Profit Margin** 



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# Quickening Activity of Company Reorganizations in Japan

Shareholder proposals, shareholders demanding extraordinary shareholder meetings, hostile TOBs, MBOs, market restructurings, group restructurings, and other business reorganizations continue at a rapid clip.

Proposer/buyer	Target company	Proposal period	Requirements
Maeda Corporation	Maeda Road	03/2020	Implemented TOB
Colowide	Ootoya	09/2020	Implemented TOB
Oasis Management	Tokyo Dome	10/2020	Extraordinary general shareholders meeting request (Dismiss 3 directors)
Strategic Capital	Keihanshin Building	11/2020	TOB (The number of shares to be purchased was 10,206,100 shares, equivalent to 20% of the total number of shares. The shareholding ratio after the completion of the TOB is 29.33%)
RMB Capital	Faith	12/2020	Demand for dividend increase and share buyback (Letter published)
Nitori	Shimachu	12/2020	Implemented TOB
Mitsui Fudosan	Tokyo Dome	01/2020	Implemented TOB
City Index Eleventh	Japan Asia Group	01/2021	TOB (No maximum number of shares to be purchased)
Effissimo Capital	SANKEN ELECTRIC	02/2021	TOB (The number of shares to be purchased was 20.03% of the total number of shares. The shareholding ratio after the completion of the TOB is 30%)
Nippon Active Value Fund	EBARA JITSUGYO	02/2021	Implemented a shareholder proposal to increase dividends
Nippon Steel	TOKYO ROPE MFG.	03/2021	Implemented TOB
Effissimo Capital	Toshiba	04/2021	Convocation of an extraordinary general shareholders meeting (Appoint 3 directors) *Investigation of management regarding the exercise of voting rights $\Rightarrow$ Shareholder proposal was approved.
Farallon Capital Management	Toshiba	04/2021	Convocation of an extraordinary general shareholders meeting (Revision of policies on growth investment and capital policy, and amendment of the Articles of Incorporation to submit capital policy to the general meeting of shareholders)

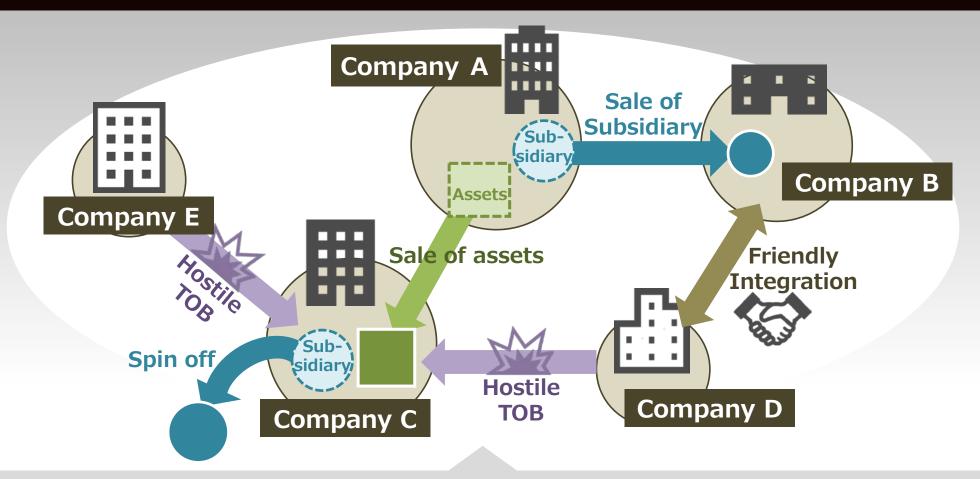


### Quickening Activity of Company Reorganizations in Japan

Proposer/buyer	Target company	Proposal period	Requirements
City Index Eleventh	SAKAI OVEX	03/2021	February 2021, After announcement of the MBO, City Index Eleventh submitted a large shareholding report. $(7.93\%) \Rightarrow$ MBO was not implemented.
City Index Eleventh	Japan Asia Group	03/2021	November 2020, Announced MBO (Funded by Carlyle). City Index Eleventh then announced the start of a TOB against Japan Asia Group.
Starwood Capital	Invesco Office	03/2021	ТОВ
Mr. Yuichi Kakinuma (Individual)	RaQualia Pharma	03/2021	Shareholder proposal (Appoint 7 directors, dismiss 3 directors) $\Rightarrow$ Shareholder proposal was approved.
Aslead Capital	FUJI KOSAN	04/2021	ТОВ
LIM Advisors	Uniden Holdings	04/2021	Shareholder proposal (Dividend increase, amend the Articles of Incorporation (disclosure of the cost of capital), dismiss 2 auditors)
Strategic Capital	KYOKUTO BOEKI	04/2021	Shareholder proposal (Appoint director (Mr. Maruki), amend the Articles of Incorporation (disclosure of the cost of capital, sale of strategic shareholdings))
Strategic Capital	ASANUMA	04/2021	Shareholder proposal (Amend the Articles of Incorporation (sale of strategic shareholdings))
Strategic Capital	SEIKITOKYU KOGYO	04/2021	Shareholder proposal (Amend the Articles of Incorporation (disclosure of the cost of capital, dividend increase))
Strategic Capital	Arisawa Mfg.	04/2021	Shareholder proposal (Amend the Articles of Incorporation (sale of strategic shareholdings, delete the article for securities holdings/management), dividend increase, reversal of reserve accounts)
Strategic Capital	Bunka Shutter	04/2021	Shareholder proposal (Dividend increase, abolish anti-takeover measures, amend the Articles of Incorporation (disclosure of the cost of capital, sale of strategic shareholdings))
Asset Value Investors	NS Solutions	04/2021	Shareholder proposal (Appropriation of surplus, stock buyback, introduction of restricted stock compensation plan)



# Arrival of the Era of Major Restructurings



In the era of major restructuring, the Group provides specialized consulting services for strategic planning and implementation in contests to secure corporate control.

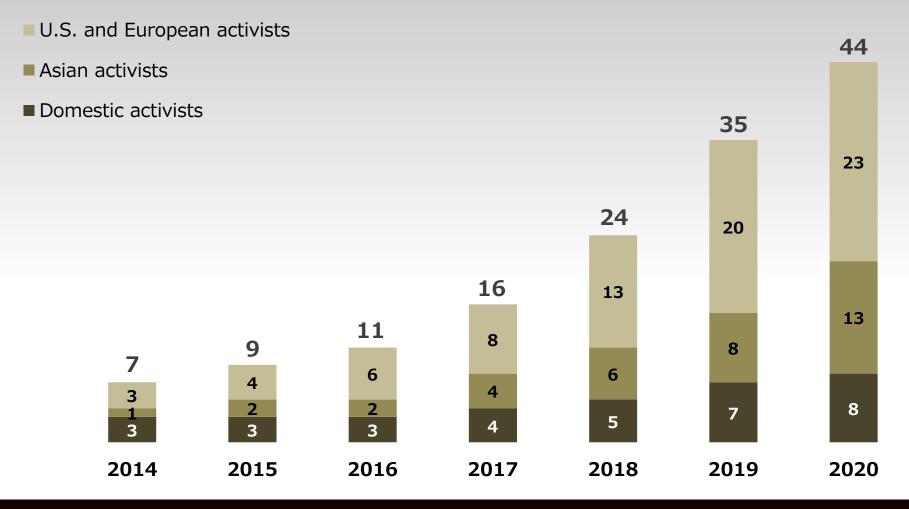


### Advantages of our Proxy Advisory and Financial Advisory Services During the Era of Major Restructuring

Business description Information essential to acquiring control rights	IRJ/JOIB	Other firms
Countermeasures against activists	Ø	$\bigtriangleup$
<b>Detailed and accurate analysis of shareholders</b> (Overseas institutional shareholders/domestic institutional shareholders/activists/hedge funds/individual shareholders)	Ø	×
Precise analysis of information on the exercise of voting rights	Ø	$\bigtriangleup$
Uniquely advanced data analysis, strategy planning and execution regarding the success or failure of TOBs	Ø	×
Uniquely advanced data analysis, strategy planning and execution on the success or failure of proxy contests	Ø	×
Execution of M&A Made possible by the establishment of JOIB	$ \rightarrow $	Ø
Placement agent	Ø	O
Responding to relevant agencies and ministries	Ø	Ø
TOB agent	×	Ø
Balance sheet management/capital policy	Ø	Ø
Review of business portfolio	Ø	Ø



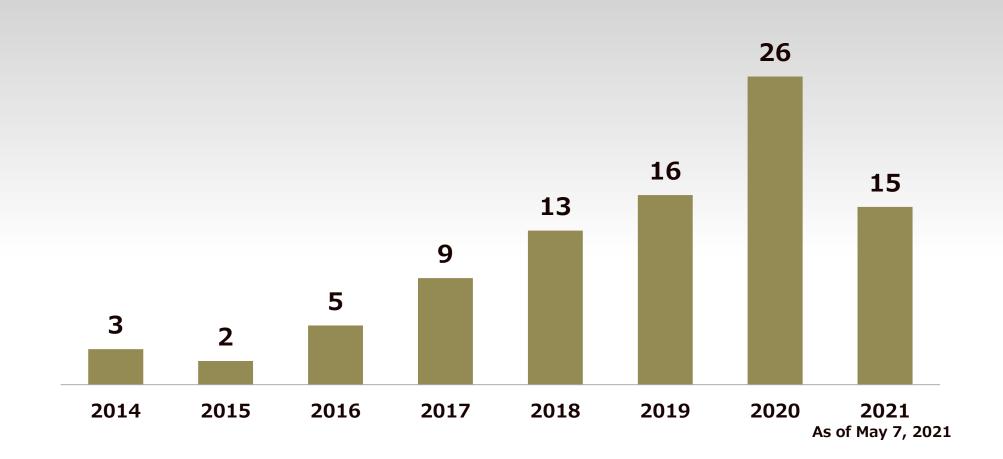
### Number of Activist Funds that are Active in Japan





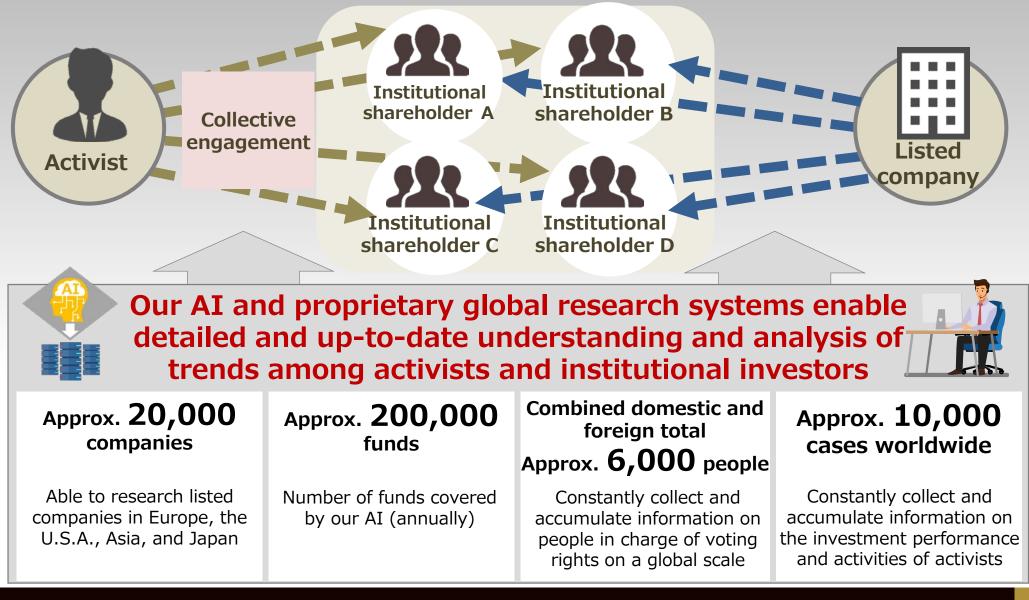
Activists are Acting Aggressively

#### Number of Activist Funds Submitting Proposals





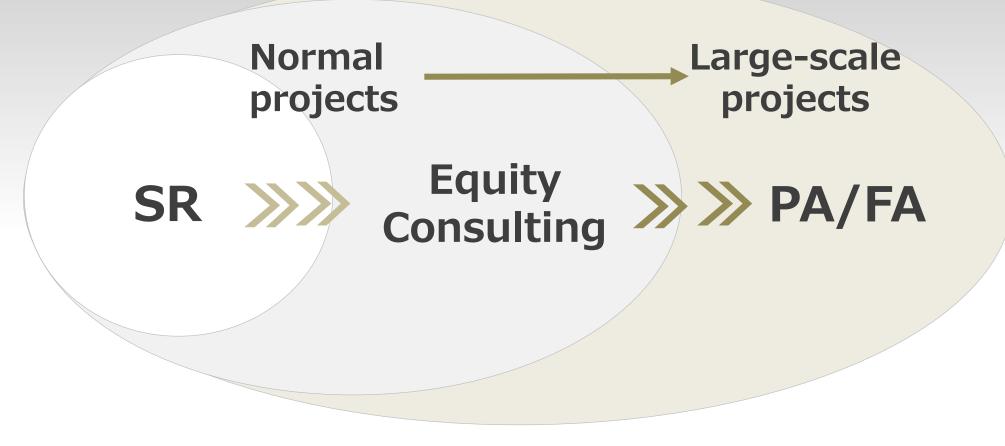
### Company's Strengths that Support our Overwhelming Record in Activist Response





Expansion of Support Services Starting from the Equity Consulting Business

Requests for advanced equity consulting services, which are unique to our company, have increased significantly, and we are steadily establishing much closer relationships with clients.

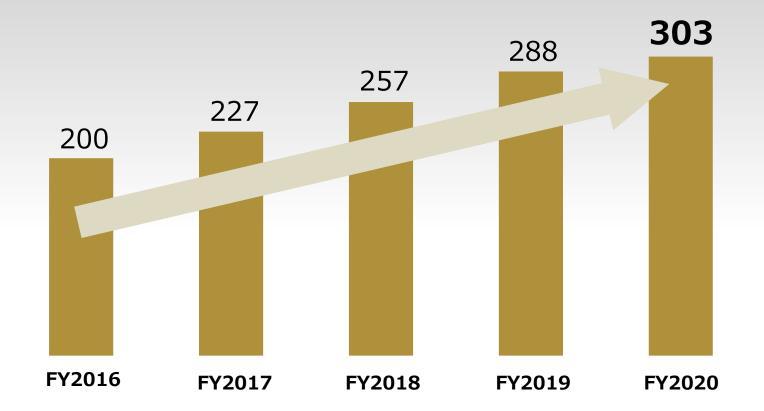




The Source of our PA and FA Business: Equity Consulting Services

### **Expansion of our Core Client Base**

Note: Number of clients with annual transaction amounts of ¥5 million or more





# Growing Demand for Equity Consulting Services

### The TSE's New Sections

### Current

First

Section

For companies with a

large amount of liquidity

sections

#### Second Section

For companies with a proven track record

#### Mothers For startups and

For startups and emerging companies

### JASDAQ

For diversified companies (Companies with a proven track record and startups) Standard Growth

#### Prime

### New

sections

A market for companies that have a market capitalization (liquidity) large enough to be the investment target of many institutional investors, have a higher level of governance, and are committed to sustainable growth and medium- to long-term enhancement of corporate value with a focus on constructive dialogue with investors.

### Standard

A market for companies that have a certain level of market capitalization (liquidity) as an investment target in a public market, and that are committed to sustainable growth and medium- to long-term enhancement of corporate value while maintaining the basic level of governance as a listed company.

#### Growth

A market for companies that have timely and appropriate disclosure of their business plans and progress to achieve high growth potential and a certain level of market reputation, but with relatively high risk in terms of business performance.

Source: Prepared by IRJ based on JPX's "Overview of New Market Segments"

- Market selection procedures will be conducted from September to December, with a record date set as of the end of June 2021
- Passing the criteria for maintaining their listing on the Prime Market = Increase in tradable market capitalization is extremely important (elimination of cross-shareholdings)

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# Growing Demand for Equity Consulting Services

### Main Points of the Revision (Draft) of the Governance Code

#### **1.** The primary functions of the Board of Directors

- Appointment of at least one-third independent outside directors at companies listed on the Prime Market (Encourage the consideration of a majority, if necessary)
- Establishment of the Nomination and Compensation Committee (Prime listed companies elect independent outside directors to be a majority of the committee.)
- Disclosure of the relationship between the skills of each director has (knowledge, experience, and abilities) and the skills that the Board of Directors should have in light of management strategy
- ✓ Appointment of management personnel with management experience at other companies as independent outside directors

#### 2. Ensuring diversity in the company's core human resources

- Approaches to ensuring diversity in management positions (appointment of women, non-Japanese, mid-career hires) and setting measurable voluntary goals
- Disclose human resource development policies and internal environmental policies to ensure diversity, along with their implementation status

#### 3. Addressing issues related to sustainability

- Enhancement of the quality and quantity of climate change-related disclosures made by companies listed on the Prime Market in accordance with TCFD or an equivalent international framework
- ✓ Formulation of a basic policy on sustainability and disclosure of the company's initiatives

#### Main Points of the Revision (Draft) of the Guidelines for Investor and Company Engagement

- Explanations in dialogue with shareholders regarding a proposal by the company that a considerable number of votes have been cast against (analysis of the reasons behind opposing votes, the reason why many shareholders opposed, and the results of consideration)
- Consideration of the appointment of a "lead independent director" in order to respond to the requests of shareholders and the main concerns of the dialogue in dialogue with shareholders
- Verification of whether the assessment of cross-shareholding effects is sufficient based on the perspective of the common interests of shareholders, for example through the effective involvement of independent directors



# Pipeline of Large-Scale Projects<sup>\*</sup>

Type of project	Clients	Type of contract	Content
Contest for corporate control	Listed company (Market cap > ¥500 billion)	FA•PA	ТОВ
Contest for corporate control	Listed company (Market cap > ¥500 billion)	FA•PA	ТОВ
Contest for corporate control	Listed company (Market cap > ¥100 billion)	FA•PA	ТОВ
Contest for corporate control	Listed company (Market cap < ¥50 billion)	FA·PA	Response to large shareholders
Contest for corporate control	Listed company (Market cap < ¥50 billion)	FA·PA	Response to large shareholders
Activist response	Listed company (Market cap > ¥500 billion)	FA·PA	Business reorganization, TOB
Activist response	Listed company (Market cap > ¥100 billion)	FA·PA	Business reorganization, TOB
Activist response	Listed company (Market cap < ¥50 billion)	FA	Business reorganization, TOB
Activist response	Listed company (Market cap < ¥50 billion)	FA	Business reorganization, TOB
Activist response	Listed company (Market cap < ¥50 billion)	FA·PA	Business reorganization, TOB
Activist response	Listed company (Market cap > ¥100 billion)	FA•PA	Business strategy, capital policy
Activist response	Listed company (Market cap > ¥100 billion)	FA•PA	Business strategy, capital policy
*The above large-scale proj	ects are scheduled to be booked in fiscal 20	)21.	



# Pipeline of Large-Scale Projects\*

Type of project	Clients	Type of contract	Content
Business reorganization	Listed company (Market cap > ¥500 billion)	FA•PA	Business reorganization, M&A
Business reorganization	Listed company (Market cap > ¥100 billion)	FA•PA	Business reorganization, M&A
Business reorganization	Listed company (Market cap > ¥100 billion)	FA•PA	Business reorganization, M&A
Asset sales	Listed company (Market cap > ¥100 billion)	FA	Asset sales
Equity consulting	Listed company (Market cap > ¥100 billion)	FA•PA	Business strategy, capital policy
Equity consulting	Listed company (Market cap < ¥50 billion)	FA•PA	Business strategy, capital policy
Equity consulting	Listed company (Market cap < ¥50 billion)	FA•PA	Business strategy, capital policy
Equity consulting	Listed company (Market cap < ¥50 billion)	FA•PA	Business strategy, capital policy
МВО	Listed company (Market cap < ¥50 billion)	FA	МВО
МВО	Listed company (Market cap < ¥50 billion)	FA	МВО

\*The above large-scale projects are scheduled to be booked in fiscal 2021.



## Finalizing the JOIB's Organizational Structure

The newly established JOIB is expected to establish a specialized staff and organizational structure within the first quarter. We have expectations that this will lead to an increase in the number of large-scale project contracts for the execution of financial advisory work for corporates, which is the final phase of corporate restructuring and business reorganization.



#### Masakazu Azumi

Managing Executive Officer, General Manager, Investment Banking Division

After working in the steel business at Kanematsu and Cargill Inc. in Hong Kong, he joined Toyota Tsusho Corporation, where he was involved in financial strategy planning and M&A. After leaving Toyota Tsusho, he moved to the M&A Group of the Investment Banking Division of Merrill Lynch Japan Securities Co. Later on, he was an Executive Partner (Head of M&A and Corporate Strategy Group) at Sharaku Partners and a Managing Director at Frontier Management. He joined JOIB in May 2021.



#### Yuichi Isowa Executive Officer Managing Director After joining Sanwa Bank

(currently Mitsubishi UFJ Bank), he was transferred to NTT

DoCoMo, where he was involved in the company's domestic investment and partnership projects. After leaving the bank, he worked for M&A boutique firms and EY Transaction Advisory Services, where he was involved in M&A advisory and business restructuring projects. He joined DBJ Investment Advisory in 2015, where he was in charge of execution, value-up and exit in the investment division of DBJ, and joined JOIB in April 2021.



Yoshiaki Yoshida Executive Officer Managing Director

After joining Nomura Securities, he worked in the Corporate Information Department, where he executed M&A transactions, and in the Corporate Finance Department, where he provided comprehensive solution services mainly to listed companies. In 2007, he joined GCA Corporation, where he executed M&A transactions and developed new deals. He joined IRJ in 2016 and was appointed as Managing Director of JOIB in February 2021.



Yoshinori Murata Executive Officer Managing Director/ CPA

After working for Deloitte Tohmatsu and Deloitte Tohmatsu Financial Advisory, he has been involved in many M&A projects, and has provided financial advisory services such as financial due diligence, business valuation and PPA, as well as stock value appraisal at the time of trial and numerous crisis projects such as business restructuring. He joined IRJ in 2018 and was appointed as Managing Director in February 2021.



### Support for MBOs

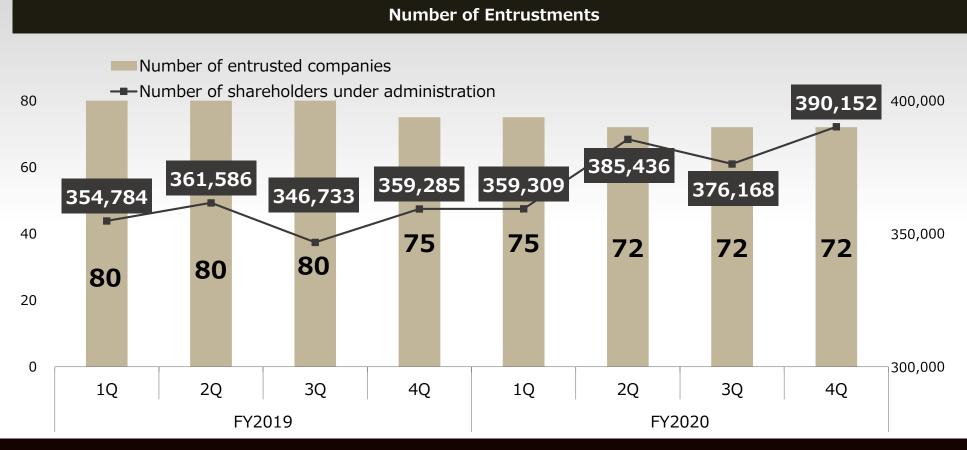
Even in privatizations such as MBOs, the ability of specialized FA groups to design and implement sophisticated schemes based on our advanced and abundant experience in the shareholder control structure is highly evaluated.





## Transfer Agency Business

Entrustments with 72 companies have been completed, and the number of shareholders under administration reached 390,152 as of March 31, 2021. We continue to pursue strategic business development from the perspective of defending the company from activist and hostile TOBs, in distinction from conventional stock transfer agents.



# 2. Financial Forecast and Shareholder Return

# Financial Forecast for Fiscal 2021 (As of May 10, 2021)

We will increase the number of contracts for advanced equity consulting services, as well as the number of large-scale projects. We expect that the newly established JOIB is entrusted with the execution of the core business of our financial advisory services.

Sales of JOIB are expected to be around ¥2 billion in fiscal 2021.

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	FY	2021 forecast	FY2020 r	esults	
	Amount (Millions of yen)	Change (Millions of yen)	Change (%)	Amount (Millions of yen)	Change (%)
Net sales	12,000	3,715	44.8	8,284	7.8
Operating profit	6,000	1,919	47.0	4,080	12.5
Ordinary profit	5,990	1,919	47.1	4,070	12.7
Profit attributable to owners of parent	4,050	1,247	44.5	2,802	14.5



- The year-end dividend for fiscal 2020 is ¥50 per share. The total annual dividend, including the interim dividend of ¥35 per share, is ¥85 per share.
- For fiscal 2021, we currently plan to pay an interim dividend of ¥45 per share and a year-end dividend of ¥68 per share, for an annual dividend of ¥113 per share.

Dividend per share	Interim	Year-end	Full year	Payout ratio
FY2019	¥25	¥45	¥70	51.0%
FY2020 actual	¥35	¥50	¥85	53.9%
FY2021 forecast	¥45	¥68	¥113	49.6%



Our Group has adopted a company with an audit and supervisory committee system, and 50% of the directors are independent outside directors.

With Mr. Noumi, who has extensive insight in the financial and investment fields, as an Outside Director, the Company will be managed from a more market-oriented perspective. (Mr. Noumi is scheduled to be nominated as a candidate for an outside director at the AGM to be held in June 2021.)

Name	Positions and responsibilities	Independence	Nomination and Compensation Advisory Committee	Ratio of Independent Outside Directors
Shirou Terashita	Representative Director, President and CEO Chairperson of the Board of Director	—	•	
Takuji Kurio	Representative Director, Executive Vice President, and COO	—		<sup>3/6</sup> 50%
Yutaka Minagawa	Director	_		50%
Nobuyoshi Yamori <sup>*1</sup>	Outside Director Audit and Supervisory Committee Member Chairperson of Nomination and Compensation Advisory Committee	•	• Chairperson	
Kazufumi Onishi <sup>*2</sup>	Outside Director Audit and Supervisory Committee Member	•	•	
Kimikazu Noumi <sup>*3</sup> *Candidate for a new outside director	Outside Director Audit and Supervisory Committee Member	•		

\*1 Mr. Yamori has been a member of the Financial Services Agency's Financial System Enhancement Review Board and the Financial System Council, and has expertise in financial theory and corporate governance.

\*2 Mr. Onishi has extensive experience working in the management department of a major Japanese advertising agency.

\*3 Mr. Noumi has a wealth of experience and extensive knowledge as a corporate manager, having worked in the financial sector at The Norinchukin Bank and Aozora Bank, Ltd. and at the Innovation Network Corporation of Japan (INCJ), where he fostered new businesses through investment activities and supported corporate self-improvement.

# **3. Supplementary Information**



# Field of Power of Equity and Market Size

#### IR (Investor Relations) Investor Response

#### IR market in the wide sense: ¥45 billion

- Institutional disclosure
- FIEA-related business
- Voluntary disclosure
- Shareholder communication, disclosure magazine, English IR materials, etc.
- ♦Total IR support
- Information session, conference, meeting, etc.

#### Main Players

Pronexus/Takara Printing/ Nomura IR/Daiwa IR/Nikko IR/ Japan IR and Investor Support/ Japan Shareholder Services

#### SR (Shareholders Relations) Shareholder Response

#### SR market in the wide sense: ¥100 billion

- Transfer agency
- Shareholder meeting-related support
- Prior voting result-simulation
- Action plan to pass shareholder meeting proposals
- Proxy voting result analysis

Mizuho Trust

- ♦ Shareholder identification consulting
  - Shareholder identification surveys
     <u>Main Players</u>
     Mitsubishi UFJ Trust/
     Mitsui Sumitomo Trust/

#### Legal Sector Legal Services

#### M&A (Mergers and Acquisitions) Corporate Acquisition

#### M&A market: ¥600 billion

#### ♦M&A commission

#### Main Players

Nomura Securities/Mizuho FG/Goldman Sachs/ Daiwa Securities/JP Morgan/MUMSS/ Mitsui Sumitomo FG/GCA/Japan M&A Center/ M&A Capital/Strike

#### Data Source:

M&A market scale is calculated based on the assumption that the commission rate is 2% of 2018 Japanese corporate-related M&A cost (approx. ¥30 trillion) from the MARR statistics.

# Equity Consulting Market Total about **¥1 trillion**

#### Data Source:

TA's numbers are calculated based on most recent commission income and gross business profit. IR and securities certificate printing companies' data are calculated based off their most recent sales.

#### Data Source:

Calculated based on Japan IR Association's IR activity research "Average annual cost of IR activity" and recent sales of securities certificate printing and IR companies. The main players' sales are taken from each companies most recent financial statements.

#### LA market: ¥200 billion

Business law (Companies Act, FIEA, etc.) support

◆Corporate governance

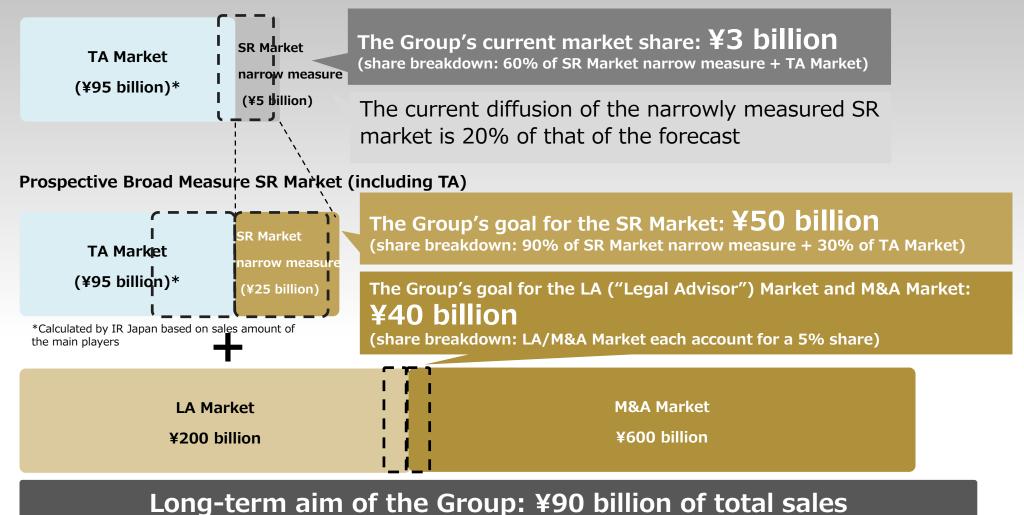
#### Main Players

Anderson Mori & Tomotsune Law Firm/ Nagashima Ohno & Tsunematsu Law Firm/ Nishimura & Asahi Law Firm/ Mori Hamada & Matsumoto Law Firm/ TMI Associates

## The Group's Long-Term Goals

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The Current SR ("Shareholder Relations") Market (the broad market measure which includes TA ("Transfer Agency")





### Total Shareholder Return (TSR)

Period	March 31, 2021	April 30, 2021	
1 year	479.50%	515.37%	
3 years	2,151.52%	2,312.45%	
5 years	3,253.16%	3,496.47%	
From listing (March 17, 2011)	9,994.00%	10,741.50%	

\* TSR: Calculated as capital gain + income gain assuming the income gain is reinvested and the value of the reinvested dividend is taken into account.



	<b>FY2020</b> (Apr. 2020—Mar. 2021)			FY2019 (Apr. 2019—Mar. 2020)
	Amount (Millions of yen)	Percent of Total (%)	Change (%)	Amount (Millions of yen)
IR·SR Consulting	7,614	91.9	9.2	6,974
Disclosure Consulting	475	5.7	-8.9	522
Database/Other	194	2.3	4.9	185

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We, IR Japan, are a consulting firm that provides services with high additional value based on voting power, for the development of the capital market.

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"Power of Equity" is a registered trademark of IR Japan