

# Consolidated Summary Report of Operating Results for the Second Quarter of Fiscal 2023 (Year Ending December 31, 2023) [Japan GAAP]

July 27, 2023

Company name: Future Corporation Listing: Tokyo Stock Exchange

Securities code: 4722 URL: <a href="https://www.future.co.jp">https://www.future.co.jp</a>

Representative: Yasufumi Kanemaru, Chairman and President

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Scheduled date for filing the quarterly report: August 14, 2023
Scheduled date for distributing dividend payments: September 15, 2023

Creation of supplemental material on quarterly financial results: No

Holding of financial results briefing: Yes (for institutional investors and analysts)

(Amount rounded off to million yen)

#### Consolidated Results for the Second Quarter of Fiscal 2023 (January 1, 2023, to June 30, 2023)

#### (1) Consolidated operating results (cumulative)

(Percentage figures indicate year-on-year changes.)

|                | Net sales   |      | Net sales Operating income |      | Profit attributable to owners of parent |       |
|----------------|-------------|------|----------------------------|------|---|-------|
|                | Million yen | %    | Million yen                | %    | Million yen                             | %     |
| 2Q Fiscal 2023 | 28,344      | 9.3  | 6,324                      | 1.8  | 4,319                                   | (4.4) |
| 2Q Fiscal 2022 | 25,940      | 12.2 | 6,214                      | 65.9 | 4,517                                   | 67.5  |

(Note) Comprehensive income 2Q Fiscal 2023:

2Q Fiscal 2022:

5,260 million yen [83.3%] 2,869 million yen [(8.8)%]

|                | Profit per share |
|----------------|------------------|
|                | Yen              |
| 2Q Fiscal 2023 | 48.77            |
| 2Q Fiscal 2022 | 51.03            |

#### (2) Consolidated financial position

|                | Total assets | Net assets  | Shareholders' equity ratio | Net assets per share |
|----------------|--------------|-------------|----------------------------|----------------------|
|                | Million yen  | Million yen | %                          | Yen                  |
| 2Q Fiscal 2023 | 61,895       | 48,372      | 78.2                       | 546.05               |
| Fiscal 2022    | 57,857       | 44,827      | 77.5                       | 506.20               |

(Reference) Shareholders' equity

2Q Fiscal 2023: Fiscal 2022:

48,372 million yen 44,827 million yen

## 2. Cash dividends

| 2. Cush dividends      |                      | Dividends per share                     |     |                    |       |  |  |  |
|------------------------|----------------------|---|-----|--------------------|-------|--|--|--|
|                        | End of first quarter | End of first End of second End of third |     | End of fiscal year | Total |  |  |  |
|                        | Yen                  | Yen                                     | Yen | Yen                | Yen   |  |  |  |
| Fiscal 2022            | -                    | 17.00                                   | -   | 20.00              | 37.00 |  |  |  |
| Fiscal 2023            | -                    | 20.00                                   |     |                    |       |  |  |  |
| Fiscal 2023 (forecast) |                      |   | -   | 20.00              | 40.00 |  |  |  |

(Note) Revisions to the most recently announced dividend forecast: None

3. Projected Consolidated Results for Fiscal 2023 (January 1, 2023, to December 31, 2023)

(Percentage figures indicate year-on-year changes.)

| (1 ereentage figures maleute fear on fear changes.) |             |           |             |                  |             |   |        |
|---|-------------|-----------|-------------|------------------|-------------|---|--------|
|   | Net sa      | Net sales |             | Operating income |             | Profit attributable to owners of parent |        |
|   | Million yen | %         | Million yen | %                | Million yen | %                                       | Yen    |
| Full-year   | 59,500      | 10.7      | 13,800      | 12.8             | 9,660       | 4.6                                     | 109.08 |

(Note) Revisions to the most recently announced earnings forecast: None

- \* Notes
- (1) Changes in significant subsidiaries during the quarter under review (changes in specified subsidiaries accompanied by changes in the scope of consolidation): None
- (2) Application of accounting treatment particular to the preparation of quarterly consolidated financial statements: None
- (3) Changes in accounting policies or estimates and retrospective restatements
  - 1) Changes in accounting policies in accordance with revisions of accounting standards: Yes
  - 2) Changes in accounting policies other than item 1) above: None
  - 3) Changes in accounting estimates: None
  - 4) Retrospective restatements: None
  - (Note) For more information, see "(4) Notes to quarterly consolidated financial statements (Changes in accounting policies)" in "2. Quarterly Consolidated Financial Statements and Major Notes" on page 9 of the appendix.
- (4) Number of outstanding shares (common stock)
  - Total outstanding shares as of the end of the period (including treasury shares)
  - 2) Total treasury shares as of the end of the period
  - 3) Average number of outstanding shares during the period under review

| 2Q Fiscal 2023 | 95,328,000 shares | Fiscal 2022    | 95,328,000 shares |
|----------------|-------------------|----------------|-------------------|
| 2Q Fiscal 2023 | 6,742,171 shares  | Fiscal 2022    | 6,771,952 shares  |
| 2Q Fiscal 2023 | 88,563,124 shares | 2Q Fiscal 2022 | 88,534,040 shares |

- \* This summary of quarterly financial results is outside the scope of quarterly reviews by a certified public accountant or an audit corporation.
- \* Points to note about the proper use of projections, and other noteworthy events

Any forward-looking statement, including earnings forecasts, contained in this document is based on information currently held by the Company and assumptions the Company considers to be reasonable, and the Company does not promise to achieve any of them. Actual results may differ significantly from forecasts due to various uncertain factors.

## Contents

| 1. | Qu  | alitative Information Regarding Financial Results for the Second Quarter under Review | 2  |
|----|-----|---|----|
|    | (1) | IT Consulting & Service Business  |    |
|    | (2) | Business Innovation Business  |    |
| 2. | Qu  | narterly Consolidated Financial Statements and Major Notes                            | 4  |
|    | (1) | Quarterly consolidated balance sheet  |    |
|    | (2) | Quarterly consolidated statements of income and comprehensive income                  |    |
|    |     | (First six-month period)  | 6  |
|    | (3) | Quarterly consolidated statements of cash flows                                       | 8  |
|    | (4) | Notes to quarterly consolidated financial statements                                  | 9  |
|    |     | (Notes on premise of a going concern)   | 9  |
|    |     | (Notes on any significant change in shareholders' equity)                             | 9  |
|    |     | (Changes in accounting policies)  | 9  |
|    |     | (Segment information)   |    |
|    |     | (Business Combinations)   |    |
| 3. | Su  | pplementary Information   | 12 |
|    |     | respectived   | 12 |

## 1. Qualitative Information Regarding Financial Results for the Second Quarter under Review Explanation of Operating Results

Looking at the economic environment during the first six months of the fiscal year under review, we saw companies continue to actively harness the power of IT to change their operations, such as promoting digital transformation (DX), implementing business reforms, and developing new digital services, despite global uncertainty, persistent inflation, and the increase of overseas interest rates. Companies are revamping their work styles and overall supply chains following the enforcement of the Work Style Reform Law, and accelerating the use of IT in areas related to ESG and the SDGs. These things boost IT investments in all sectors and fields. In terms of individual lifestyles, the use of IT-driven services, such as shopping at e-commerce sites, enjoying entertainment and sports on video and online, and accessing education and self-development services online, has become common, and various related services are being created.

Working against this backdrop, we won contracts from customers in a wide range of industries and made progress with large-scale projects that would contribute to medium-term growth. As a result, consolidated net sales for the first six months totaled 28,344 million yen (up 9.3% year on year) and operating income was 6,324 million yen (up 1.8% year on year). On the other hand, profit attributable to owners of parent decreased slightly to 4,319 million yen (down 4.4% year on year), mainly due to the impact of the reversal of deferred tax assets.

Details of the performance (net sales and operating income) of each segment are as follows.

## (1) IT Consulting & Service Business

Future Architect, Inc. (including the Technology Division of Future Corporation) continued to move ahead with various projects of customers in a wide range of industries. They include designs of platforms for integrated data management of procurement, manufacturing, and quality control in the retail industry, renovations of mission-critical systems in the apparel industry, grand designs for advancing DX of a newspaper company group, and designs/development relating to the revamping of mission-critical systems and IT infrastructures in the food wholesaling and public service industries. In addition to that, the company made steady progress with the next-generation banking systems to regional financial institutions, a project that would contribute to its medium-term growth, specifically, the loan support system FutureBANK introduction project, as well as with the provision of DX assistance to various companies in the logistics and other industries. On the other hand, higher-than-planned costs for quality improvement at the design stage in some large-scale projects arose. Investments in research and development were also made, resulting in an increase in net sales but a slight decrease in operating income year on year.

Future Inspace, Inc. performed steadily in development for system infrastructure renewal and cloud migration projects from existing customers, in addition to the provision of regular maintenance and operation services. As a result, net sales and operating income increased year on year.

Future One, Inc. worked on boosting orders for the sale of its original InfiniOne software package, the company's key product, through industry-specific sales strategies, mainly in the steel industry. As a result, it enjoyed a year-on-year increase in both net sales and operating income.

YDC Corporation saw continuous steady progress in developing new customers as well as expanding existing customers while developing their demands, particularly in the manufacturing industry. In addition to these traditional SI, it enjoyed an increase in orders led by the strategic planning phase, such as mission-critical system renovation and grand design consultation for the SmartFactory concept. Furthermore, due to an increase in the license sales of YDC SONAR® and other factors, its net sales and operating income increased year on year.

Both net sales and operating income of dit Co., Ltd. declined year on year. This was due to a lower-thanexpected increase in orders for cybersecurity-related services, such as vulnerability assessment, incident response, and network security solutions, lacking product sales orders in large-scale projects, and increased recruiting costs.

As a result, net sales of the segment increased to 24,425 million yen (up 10.1% year on year) while operating income slightly decreased to 6,590 million yen (down 0.4% year on year).

## (2) Business Innovation Business

The net sales and operating income of YOCABITO Co., Ltd. decreased year on year due to stagnant sales in its outdoor business caused by a still fiercely competitive market as well as rising logistics costs, while training gear sales, including private brands, remained strong.

While Tokyo Calendar Inc. saw a robust stream of revenue from its online services, such as magazines, advertising, and Tokyo Calendar Date, its net sales increased but the operating income decreased year on year due to costs relating to the launch of its new service Gourmet Calendar.

While CodeCamp Co., Ltd. saw a decrease in sales from individual customers, it enjoyed an uptick in its corporate training business from orders won before the previous quarter and, with significantly reducing costs, led to an increase in net sales and operating income year on year.

LaiBlitz, Inc. posted an increase in net sales and operating income year on year as a result of starting the rollout of Fast Biz, a packaged membership management and e-commerce service for sports teams, and smartphone app development technologies to other business types, including restaurant and insurance industries.

As a result, the segment saw an increase in net sales and a decrease in operating income year on year, with net sales totaling 3,971 million yen (up 3.2% year on year) and an operating loss standing at 291 million yen (up from an operating loss of 206 million yen for the same period last year).

Operating income under adjustment, which records income and expenses of Future Corporation's holding company functions and eliminations of intersegment transactions in the reporting segment, was 66 million yen, an increase of 257 million yen year on year (up from an operating loss of 191 million yen for the same period last year). This was mainly due to the increased technical support fees that Future Corporation received through its IT consulting and services business.

(Note) Segment results mentioned above are before adjustment for intersegmental sales or transfers.

## 2. Quarterly Consolidated Financial Statements and Major Notes

## (1) Quarterly consolidated balance sheet

|  |   | (in millions of yen)   |
|--|---|--|
|  | Previous consolidated<br>fiscal year<br>(December 31, 2022) | Second quarter of the current<br>consolidated fiscal year<br>(June 30, 2023) |
| Assets   |   |  |
| Current assets   |   |  |
| Cash and deposits  | 26,652  | 24,076   |
| Notes and accounts receivable – trade, and contract assets | 8,549   | 9,673  |
| Securities   | 1,000   | 700  |
| Merchandise and finished goods                             | 1,116   | 1,098  |
| Work in process  | 22  | 39   |
| Other  | 1,498   | 3,782  |
| Allowance for doubtful accounts                            | (3)   | (13)   |
| Total current assets                                       | 38,835  | 39,356   |
| Non-current assets   |   |  |
| Property, plant and equipment                              |   |  |
| Buildings and structures                                   | 1,815   | 1,842  |
| Accumulated depreciation                                   | (1,142)   | (1,203   |
| Buildings and structures, net                              | 673   | 639  |
| Land   | 0   | (  |
| Other  | 3,107   | 3,284  |
| Accumulated depreciation                                   | (2,703)   | (2,827   |
| Other, net   | 404   | 450  |
| Total property, plant and equipment                        | 1,078   | 1,090  |
| Intangible assets  |   | ·  |
| Goodwill   | 661   | 2,093  |
| Software   | 2,992   | 3,592  |
| Other  | 5   |  |
| Total intangible assets                                    | 3,659   | 5,694  |
| Investments and other assets                               |   |  |
| Investment securities                                      | 12,856  | 14,350   |
| Lease and guarantee deposits                               | 1,188   | 1,190  |
| Deferred tax assets  | -   | 1  |
| Other  | 244   | 190  |
| Allowance for doubtful accounts                            | (4)   | (2   |
| Total investments and other assets                         | 14,284  | 15,747   |
| Total non-current assets                                   | 19,022  | 22,538   |
| Total assets   | 57,857  | 61,895   |

(in millions of yen) Previous consolidated Second quarter of the current fiscal year consolidated fiscal year (December 31, 2022) (June 30, 2023) Liabilities Current liabilities 979 Accounts payable – trade 1,067 Current portion of long-term borrowings 14 1,810 Accounts payable – other 1,665 2,280 2,255 Income taxes payable Provision for bonuses 250 278 Provision for quality assurance 60 76 Provision for loss on projects 37 2 Other 4,354 4,575 Total current liabilities 9,860 9,848 Non-current liabilities Asset retirement obligations 356 357 Deferred tax liabilities 2,682 3,138 Other 130 179 Total non-current liabilities 3,169 3,674 Total liabilities 13,030 13,523 Net assets Shareholders' equity 4,000 4,000 Capital stock Capital surplus 37 84 Retained earnings 35,856 38,404 Treasury shares (2,210)(2,201)Total shareholders' equity 37,683 40,287 Accumulated other comprehensive income Valuation difference on available-for-sale securities 7,123 8,046 Deferred gains or losses on hedges (5) 3 34 Foreign currency translation adjustment 25 Total accumulated other comprehensive income 7,143 8,084

44,827

57,857

48,372

61,895

Total net assets

Total liabilities and net assets

# (2) Quarterly consolidated statements of income and comprehensive income (First six-month period)

|   | First six months of the previous consolidated fiscal year (From January 1, 2022, to June 30, 2022) | First six months of the currer<br>consolidated fiscal year<br>(From January 1, 2023,<br>to June 30, 2023) |  |
|---|--|---|--|
| Net sales   | 25,940   | 28,344  |  |
| Cost of sales   | 12,858   | 14,692  |  |
| Gross profit  | 13,081   | 13,651  |  |
| Selling, general and administrative expenses                  |  | ·   |  |
| Directors' compensations                                      | 282  | 308   |  |
| Salaries and bonuses  | 2,926  | 3,124   |  |
| Other salaries  | 147  | 15-   |  |
| Rents   | 477  | 469   |  |
| Training expenses   | 353  | 38.   |  |
| Research and development expenses                             | 364  | 68  |  |
| Depreciation  | 209  | 11  |  |
| Recruiting expenses   | 382  | 49  |  |
| Amortization of goodwill                                      | 5  | 11  |  |
| Other   | 1,717  | 1,47  |  |
| Total selling, general and administrative expenses            | 6,866  | 7,32  |  |
| Operating income  | 6,214  | 6,32  |  |
| Non-operating income  |  |   |  |
| Dividend income   | 187  | 16  |  |
| Share of profit of entities accounted for using equity method | 30   | 1   |  |
| Other   | 7  | 4   |  |
| Total non-operating income                                    | 225  | 21  |  |
| Non-operating expenses  |  |   |  |
| Loss on investments in investment partnerships                | -  | 1   |  |
| Other   | 7  |   |  |
| Total non-operating expenses                                  | 7  | 1   |  |
| Ordinary income   | 6,432  | 6,52  |  |
| Extraordinary income  |  |   |  |
| Gain on sale of investment securities                         | 47   |   |  |
| Total extraordinary income                                    | 47   |   |  |
| Extraordinary losses  |  |   |  |
| Loss on valuation of investment securities                    | 10   |   |  |
| Total extraordinary losses                                    | 10   |   |  |
| Profit before income taxes                                    | 6,469  | 6,52  |  |
| Income taxes – current  | 2,095  | 2,13  |  |
| Income taxes – deferred                                       | (143)  | 6   |  |
| Total income taxes  | 1,951  | 2,20  |  |
| Profit  | 4,517  | 4,31  |  |
| (Breakdown)   |  | .,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,   |  |
| Profit attributable to owners of parent                       | 4,517  | 4,31  |  |

(in millions of yen)

|   |   | (in millions of yen)   |
|---|---|--|
|   | First six months of the previous<br>consolidated fiscal year<br>(From January 1, 2022,<br>to June 30, 2022) | First six months of the current<br>consolidated fiscal year<br>(From January 1, 2023,<br>to June 30, 2023) |
| Other comprehensive income  |   |  |
| Valuation difference on available-for-sale securities                             | (1,665)   | 922  |
| Deferred gains or losses on hedges  | 5   | 8  |
| Foreign currency translation adjustment   | 10  | 9  |
| Share of other comprehensive income of entities accounted for using equity method | 0   | (0)  |
| Total other comprehensive income  | (1,648)   | 940  |
| Comprehensive income  | 2,869   | 5,260  |
| (Breakdown)   |   |  |
| Comprehensive income attributable to owners of parent                             | 2,869   | 5,260  |
| Comprehensive income attributable to non-controlling interests                    | -   | -  |

|  |  | (in millions of yen)   |
|--|--|--|
|  | First six months of the previous consolidated fiscal year (From January 1, 2022, to June 30, 2022) | First six months of the current<br>consolidated fiscal year<br>(From January 1, 2023,<br>to June 30, 2023) |
| Cash flows from operating activities   |  |  |
| Profit before income taxes   | 6,469  | 6,526  |
| Depreciation   | 556  | 483  |
| Amortization of goodwill   | 5  | 118  |
| Increase (decrease) in allowance for doubtful accounts                               | (70)   | (1)  |
| Increase (decrease) in provision for bonuses   | 20   | 27   |
| Increase (decrease) in provision for quality assurance                               | 6  | 16   |
| Increase (decrease) in provision for loss on projects                                | -  | (34)   |
| Interest and dividend income   | (188)  | (161)  |
| Interest expenses  | 0  | 0  |
| Share of (profit) loss of entities accounted for using equity method                 | (30)   | (15)   |
| Loss (gain) on investments in investment partnerships                                | -  | 13   |
| Foreign exchange losses (gains)  | 6  | (56)   |
| Loss (gain) on sale of investment securities   | (47)   | -  |
| Loss (gain) on valuation of investment securities                                    | 10   |  |
| Decrease (increase) in notes and accounts receivable –                               | 242  | (1,000)  |
| trade and contract assets  | (127)  |  |
| Decrease (increase) in inventories   | (137)  | 58   |
| Increase (decrease) in accounts payable – trade                                      | 234<br>229   | (90)   |
| Increase (decrease) accounts payable – other  Decrease (increase) in other assets    | 96   | (241)  |
|  |  | (993)<br>207   |
| Increase (decrease) in other liabilities Subtotal                                    | (647)  |  |
|  | 6,754  | 4,856  |
| Interest and dividend income received  | 188  | 161  |
| Interest expenses paid   | (0)  | (0)  |
| Income taxes paid  | (2,403)  | (3,426)  |
| Net cash provided by (used in) operating activities                                  | 4,540  | 1,591  |
| Cash flows from investing activities   | (000)  |  |
| Purchase of securities   | (900)  | -  |
| Proceeds from redemption of securities   | 1,300  | 100  |
| Purchase of property, plant and equipment  | (52)   | (57)   |
| Purchase of intangible assets Purchase of shares of subsidiaries resulting in change | (825)  | (898)  |
| in scope of consolidation  Purchase of investment securities                         | (914)  |  |
| Proceeds from sale of investment securities  | (814)<br>104   | (2)  |
| Proceeds from redemption of investment securities                                    | 200  |  |
| Payments for investments in capital  | 200  | (140)  |
| Payments for lease and guarantee deposits  | (11)   | (9)  |
| Proceeds from collection of lease and guarantee                                      |  |  |
| deposits Other   | 1  | 1  |
| Net cash provided by (used in) investing activities                                  | (997)  | (2,412)  |
|  | (991)  | (2,412)  |
| Cash flows from financing activities   |  | (117)  |
| Repayments of short-term loans payable   | -  | (117)  |
| Repayments of long-term loans payable Repayments of finance lease obligations        | (78)   | (3)  |
| Cash dividends paid  | (1,173)  | (96)<br>(1,771)  |
| =  |  |  |
| Net cash provided by (used in) financing activities                                  | (1,252)  | (1,988)  |
| Effect of exchange rate changes on cash and cash equivalents                         | 34   | 34   |
| Net increase (decrease) in cash and cash equivalents                                 | 2,324  | (2,775)  |
| Cash and cash equivalents at the beginning of the period                             | 21,430   | 27,552   |
| Cash and cash equivalents at the end of the period                                   | 23,754   | 24,776   |
| Cash and cash equivalents at the end of the period                                   | 23,134   | 27,770   |

(4) Notes to quarterly consolidated financial statements

(Notes on premise of a going concern)

Not applicable.

(Notes on any significant change in shareholders' equity)

Not applicable.

(Changes in accounting policies)

(Application of Accounting Standard for Fair Value Measurement, etc.)

The Group has applied the "Implementation Guidance on Accounting Standard for Fair Value Measurement" (ASBJ Guidance No. 31, June 17, 2021) from the beginning of the first quarter of the current fiscal year, and it has applied the new accounting policy provided for by the Implementation Guidance on Accounting Standard for Fair Value Measurement prospectively in accordance with the transitional measures provided for in paragraph 27-2 of the Implementation Guidance on Accounting Standard for Fair Value Measurement. This change has no effect on the quarterly consolidated financial statements.

## (Segment information)

#### [Segment information]

- I First six months of the previous consolidated fiscal year (from January 1, 2022, to June 30, 2022)
- 1. Information on the amounts of net sales, and profit or loss by reportable segment

(in millions of yen)

|                                    | Rep                                    | ortable segme                      | nts    |                |        |                         | Amount stated in  |
|------------------------------------|--|------------------------------------|--------|----------------|--------|-------------------------|---|
|                                    | IT Consulting<br>& Service<br>Business | Business<br>Innovation<br>Business | Total  | Other (Note 1) | Total  | Adjustments<br>(Note 2) | quarterly<br>consolidated<br>financial statements<br>(Note 3) |
| Net sales                          |  |                                    |        |                |        |                         |   |
| (1) Sales to outside clients       | 22,113                                 | 3,815                              | 25,929 | 10             | 25,940 | -                       | 25,940  |
| (2) Intersegment sales or transfer | 78                                     | 33                                 | 111    | 184            | 296    | (296)                   | -   |
| Total                              | 22,192                                 | 3,849                              | 26,041 | 194            | 26,236 | (296)                   | 25,940  |
| Segment profit (loss)              | 6,617                                  | (206)                              | 6,411  | (4)            | 6,406  | (191)                   | 6,214   |

(Notes)

- "Other" is a segment for operations not included in reportable segments. The segment covers investment in, holding
  of, and management of securities.
- Adjustments to segment profit (loss) represent the amount of intersegment transactions eliminated, and income and expenses of the holding company excluding the technology segment.
- 3. Segment profit (loss) is adjusted with operating income in quarterly consolidated financial statements.
- II First six months of the current consolidated fiscal year (from January 1, 2023, to June 30, 2023)
- 1. Information on the amounts of net sales, and profit or loss by reportable segment

(in millions of yen)

|  | Reg IT Consulting & Service Business | Business<br>Innovation<br>Business | nts<br>Total | Other<br>(Note 1) | Total  | Adjustments (Note 2) | Amount stated in<br>quarterly<br>consolidated<br>financial statements<br>(Note 3) |
|--|--------------------------------------|------------------------------------|--------------|-------------------|--------|----------------------|---|
| Net sales (1) Sales to outside clients | 24,391                               | 3,913                              | 28,304       | 40                | 28,344 | -                    | 28,344  |
| (2) Intersegment sales or transfer     | 34                                   | 58                                 | 93           | 214               | 307    | (307)                | -   |
| Total                                  | 24,425                               | 3,971                              | 28,397       | 254               | 28,652 | (307)                | 28,344  |
| Segment profit (loss)                  | 6,590                                | (291)                              | 6,299        | (40)              | 6,258  | 66                   | 6,324   |

(Notes)

- 1. "Other" is a segment for operations not included in reportable segments. The segment covers investment in, holding of, and management of securities.
- Adjustments to segment profit (loss) represent the amount of intersegment transactions eliminated, and income and expenses of the holding company excluding the technology segment.
- 3. Segment profit (loss) is adjusted with operating income in quarterly consolidated financial statements.
- 2. Information on the amounts of impairment losses or goodwill, etc. of non-current assets by reportable segment

(Significant change in the amount of goodwill)

In the Business Innovation Business segment, the Group has acquired CURIOSITY inc., making it a consolidated subsidiary. The increased amount of goodwill due to such an event is 1,553 million yen during the first six months of the current fiscal year. The amount of goodwill is an amount tentatively calculated since the allocation of acquisition costs has not been completed at the end of the second quarter of the current fiscal year.

## (Business Combinations)

Business combination by acquisition

The Company, at its Board of Directors meeting held on March 23, 2023, resolved that Future Investment Corp., a subsidiary of the Company, would acquire all shares of CURIOSITY inc. and make it a subsidiary. Future Investment Corp. entered into a share transfer agreement on April 3, 2023, and acquired all shares on April 21, 2023.

- 1. Overview of business combination
  - (1) Name and details of business of the acquired company

Name of the acquired company: CURIOSITY inc.

Details of business: Planning and production of commercial and industrial designs, and planning, development, design, and production of new products

(2) Main reasons for the business combination

By combining the Group's stechnology and consulting capabilities of designing management and IT with CURIOSITY's boundary-less design capabilities cultivated in real space, a tremendous increase in added value created by the entire Group is expected. Contribution to the development of new areas, such as business creation, is also anticipated. Furthermore, CURIOSITY's potential to significantly expand its design domain will increase by adding new digital power to its design capabilities in real space.

Judging that the acquisition would significantly contribute to enhancing the Group's corporate value over the coming years, the Company decided to acquire shares of the company and make it a subsidiary.

(3) Date of business combination

April 21, 2023 (stock acquisition date)

April 1, 2023 (deemed acquisition date)

(4) Legal form of business combination

Acquisition of shares

(5) Name of the company after business combination

CURIOSITY inc.

(6) Percentage of voting rights acquired

100%

(7) Main basis for determining the company to be acquired

The Company acquired the shares in exchange for cash.

2. Business term of the acquired company included in the quarterly consolidated statement of income for the first six months of the fiscal year under review

From April 1, 2023, to June 30, 2023

3. Acquisition cost for the acquired company and breakdown of the consideration by type

Consideration for the acquisition Cash 2,220 million yen

4. Details and amount of major acquisition-related expenses

Remuneration/fees, etc. for advisory services 96 million yen

- 5. Amount of goodwill arisen, reasons for it, and method and period of amortization
  - (1) Amount of goodwill arisen

1,553 million yen

The amount of goodwill is an amount tentatively calculated since the allocation of acquisition costs has not been completed at the end of the second quarter of the current fiscal year.

(2) Reasons for the goodwill arising

Due to the extra earning potential expected from the future development of business

(3) Method and period of amortization

Straight-line amortization over eight years

## 3. Supplementary Information

## Orders received

(in millions of yen)

| Category                         |                 | of the previous<br>d fiscal year<br>22, to June 30, 2022) | First six months of the current consolidated fiscal year (from January 1, 2023, to June 30, 2023) |               |  |
|----------------------------------|-----------------|---|---|---------------|--|
|                                  | Orders received | Order backlog   | Orders received   | Order backlog |  |
| IT Consulting & Service Business | 26,602          | 15,957  | 27,026  | 16,741        |  |
| Business Innovation Business     | 1,193           | 376   | 2,264   | 1,377         |  |
| Total                            | 27,795          | 16,334  | 29,290  | 18,118        |  |

| Category                         | consolidated    | of the current<br>d fiscal year<br>3, to March 31, 2023) | Second quarter of the current<br>consolidated fiscal year<br>(from April 1, 2023, to June 30, 2023) |               |  |
|----------------------------------|-----------------|--|---|---------------|--|
|                                  | Orders received | Order backlog  | Orders received   | Order backlog |  |
| IT Consulting & Service Business | 14,415          | 16,290   | 12,610  | 16,741        |  |
| Business Innovation Business     | 721             | 767  | 1,542   | 1,377         |  |
| Total                            | 15,137          | 17,058   | 14,152  | 18,118        |  |