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# Consolidated Financial Results for the Fiscal Year Ended September 30, 2025 (under IFRS)

December 24, 2025

Company name: M&A Capital Partners Co., Ltd.

Stock exchange listings: Tokyo Stock Exchange

Securities code: 6080 (URL: https://www.ma-cp.com)

Representative: Satoru Nakamura

President and Representative Director

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(Amounts are rounded down to the nearest million yen)

1. Consolidated Financial Results for the Fiscal Year Ended September 30, 2025 (October 1, 2024, through September 30, 2025)

#### (1) Consolidated Financial Results (for the fiscal year ended September 30, 2025)

(% change YoY)

|                    | Net sal     | les  | Operating income |     | Profit before tax Profi |      | Profit      |      | Profit attrib<br>to owners |      | Total<br>comprehe |       |
|--------------------|-------------|------|------------------|-----|-------------------------|------|-------------|------|----------------------------|------|-------------------|-------|
|                    |             |      |                  |     |                         |      |             |      | paren                      | ıt   | incom             | ie    |
| Fiscal year ended  | Million yen | %    | Million yen      | %   | Million yen             | %    | Million yen | %    | Million yen                | %    | Million yen       | %     |
| September 30, 2025 | 22,448      | 17.1 | 7,126            | 9.7 | 7,202                   | 11.2 | 5,070       | 12.4 | 5,070                      | 12.4 | 4,275             | (8.6) |
| September 30, 2024 | 19,166      | _    | 6,497            | _   | 6,473                   |      | 4,511       | _    | 4,511                      | _    | 4,679             | _     |

|                    | Basic earnings per<br>share | Diluted earnings per<br>share | Return on equity<br>attributable to<br>owners of the parent | Ratio of profit before tax to total assets | Ratio of operating income to net sales |
|--------------------|-----------------------------|-------------------------------|---|--|--|
| Fiscal year ended  | Yen                         | Yen                           | %   | %  | %                                      |
| September 30, 2025 | 159.66                      | 157.16                        | 12.2  | 13.4                                       | 31.7                                   |
| September 30, 2024 | 142.04                      | 140.08                        | 11.8  | 12.8                                       | 33.9                                   |

(Note) Investment gain/loss by the equity method: For the fiscal year ended September 30, 2025: - million

For the fiscal year ended September 30, 2024: - million

### (2) Consolidated Financial Position

|                          | Total assets | Lotal equity | Equity attributable to owners of the parent | attributable to owners | Equity attributable to owners of the parent per share |
|--------------------------|--------------|--------------|---|------------------------|---|
|                          | Million yen  | Million yen  | Million yen                                 | %                      | Yen   |
| As of September 30, 2025 | 55,773       | 43,283       | 43,283                                      | 77.6                   | 1,362.90  |
| As of September 30, 2024 | 51,791       | 40,018       | 40,018                                      | 77.3                   | 1,260.08  |

(Reference) Equity: Fiscal Year Ended September 30, 2025: 42,772 million yen Fiscal Year Ended September 30, 2024: 39,715 million yen

#### (3) Consolidated Cash Flows

|                    | Cash flows from operating activities | Cash flows from investing activities | Cash flows from financing activities | Cash and cash equivalents at the end of the period |
|--------------------|--------------------------------------|--------------------------------------|--------------------------------------|--|
| Fiscal year ended  | Million yen                          | Million yen                          | Million yen                          | Million yen  |
| September 30, 2025 | 9,531                                | (26,102)                             | (2,331)                              | 16,243   |
| September 30, 2024 | 4,903                                | (2,680)                              | (2,329)                              | 35,146   |

#### 2. Dividends

|  | Α                      | nnual di               | vidends                | per share | :         |  |                             | Ratio of dividends to                                      |
|--|------------------------|------------------------|------------------------|-----------|-----------|--|-----------------------------|--|
|  | 1st<br>quarter-<br>end | 2nd<br>quarter-<br>end | 3rd<br>quarter-<br>end | Year-end  | Total     | Total amount<br>of cash<br>dividends<br>(annual) | Payout ratio (consolidated) | equity attributable to owners of the parent (consolidated) |
| Fiscal year ends                                 | Yen                    | Yen                    | Yen                    | Yen       | Yen       | Million yen                                      | %                           | %  |
| Fiscal year ended September 30, 2024             | _                      | 0.00                   | _                      | 40.00     | 40.00     | 1,270  | 28.2                        | 3.3  |
| Fiscal year ended September 30, 2025             | _                      | 0.00                   | _                      | 52.10     | 52.10     | 1,654  | 32.6                        | 4.0  |
| Fiscal year ending September 30, 2026 (forecast) | -                      | 0.00                   | _                      | Yen 68.34 | Yen 68.34 |  | %<br>30.0                   |  |

## 3. Forecast of Financial Results for the Fiscal Year Ending September 30, 2026 (From October 1, 2025, to September 30, 2026) (% change YoY)

|           | Net sale    | es   | Operating in | icome | Profit before tax |      | Profit attributable to owners of the parent |      | Basic earnings per share |
|-----------|-------------|------|--------------|-------|-------------------|------|---|------|--------------------------|
|           | Million yen | %    | Million yen  | %     | Million yen       | %    | Million yen                                 | %    | Yen                      |
| Full year | 26,991      | 20.2 | 10,280       | 44.3  | 10,420            | 44.7 | 7,234                                       | 42.7 | 227.79                   |

(Note) No forecast has been made for the consolidated financial results for the second quarter (cumulative).

#### Notes:

- (1) Significant changes in the scope of consolidation during the period: None
- (2) Changes in accounting policies and estimates
  - 1) Changes in accounting policies required by IFRS: None
  - 2) Changes in accounting policies other than 1) above: None
  - 3) Changes in accounting estimates: None

#### (3) Total number of issued shares (common stock)

| total number of issued shares (common stock)              |                          |                          |
|---|--------------------------|--------------------------|
|   | As of September 30, 2025 | As of September 30, 2024 |
| Total number of issued shares (including treasury shares) | 31,759,000               | 31,759,000               |
|   |                          |                          |
|   | As of September 30, 2025 | As of September 30, 2024 |
| Total number of treasury shares                           | 420                      | 398                      |
|   | •                        |                          |
|   | As of September 30, 2025 | As of September 30, 2024 |
| Average number of shares outstanding                      | 31,758,596               | 31,758,602               |

- \* Financial results summaries are not subject to audit by certified public accountants or audit firms.
- \* Explanation regarding the appropriate use of earnings forecasts and other special notes (Notes on forward-looking statements)

The forecasts and forward-looking statements in this document are based on decisions and assumptions made using information currently available to the Company. Due to uncertainties inherent in those decisions and assumptions, as well as changes in business operations and external or internal conditions, actual results may differ materially from the forecasts presented. The Company does not guarantee the accuracy or certainty of any forward-looking statements.

(Adoption of the international accounting standards IFRS)

The Group has voluntarily adopted international accounting standards (the "IFRS"), starting from the consolidated financial statements in the annual securities report for the fiscal year ended September 30, 2025. This financial results summary and accompanying documents are intended to disclose essential matters among matters disclosed in the annual securities report.

On October 30, 2025, the Group released the consolidated financial results for the fiscal year ended September 30, 2025 based on the Japanese GAAP.

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## 1. Consolidated Financial Statements and Primary Notes

## (1) Consolidated Statement of Financial Position

|                             |                                   |  | (Thousand yen)   |
|-----------------------------|-----------------------------------|--|--|
|                             | Transition date (October 1, 2023) | Previous consolidated fiscal year (As of September 30, 2024) | Consolidated fiscal year under review (As of September 30, 2025) |
| <u>Assets</u>               |                                   |  |  |
| Current assets:             |                                   |  |  |
| Cash and cash equivalents   | 35,255,168                        | 35,146,881   | 16,243,092   |
| Time deposits               | 4,000,000                         | 4,000,000  | 30,000,000   |
| Trade and other receivables | 247,117                           | 1,191,236  | 270,440  |
| Income taxes receivable     | 124,647                           | 0  | 19,200   |
| Other financial assets      | =                                 | 6,709  | 5,58   |
| Other current assets        | 369,211                           | 294,543  | 377,77   |
| Total current assets        | 39,996,143                        | 40,639,371   | 46,916,092   |
| Non-current assets:         |                                   |  |  |
| Property and equipment      | 1,229,486                         | 1,130,691  | 923,822  |
| Intangible assets           | 149,395                           | 125,915  | 91,60  |
| Right-of-use assets         | 5,894,007                         | 4,651,133  | 2,702,90   |
| Other financial assets      | 1,212,866                         | 4,020,801  | 2,877,559  |
| Deferred tax assets         | 994,034                           | 1,193,981  | 2,228,74   |
| Other non-current assets    | 51,030                            | 29,582   | 33,16  |
| Total non-current assets    | 9,530,819                         | 11,152,105   | 8,857,79   |
| Total assets                | 49,526,963                        | 51,791,477   | 55,773,89  |

|   |                                      |   | (Thousand yen)   |
|---|--------------------------------------|---|--|
|   | Transition date<br>(October 1, 2023) | Previous consolidated<br>fiscal year<br>(As of September 30,<br>2024) | Consolidated fiscal year under review (As of September 30, 2025) |
| Liabilities and equity                            |                                      |   |  |
| <u>Liabilities</u>                                |                                      |   |  |
| Current liabilities:                              |                                      |   |  |
| Contract liabilities                              | 649,302                              | 1,063,746   | 1,376,701  |
| Trade and other payables                          | 1,957,554                            | 2,677,573   | 2,677,782  |
| Lease liabilities                                 | 1,059,880                            | 1,173,077   | 1,194,361  |
| Income taxes payable                              | 1,808,327                            | 684,722   | 1,323,786  |
| Provisions  | _                                    | 5,228   | 5,230  |
| Other current liabilities                         | 928,436                              | 1,044,203   | 1,453,196  |
| Total current liabilities                         | 6,403,501                            | 6,648,550   | 8,031,058  |
| Non-current liabilities:                          |                                      |   |  |
| Lease liabilities                                 | 4,184,342                            | 3,038,309   | 1,915,761  |
| Liabilities related to post-employment benefits   | 149,377                              | 109,863   | 79,065   |
| Other financial liabilities                       | 2,533                                | 2,458   | 1,536  |
| Provisions  | 906,373                              | 909,412   | 913,022  |
| Deferred tax liabilities                          | 58,097                               | 41,419  | 504,851  |
| Other non-current liabilities                     | 1,195,667                            | 1,023,101   | 1,044,984  |
| Total non-current liabilities                     | 6,496,391                            | 5,124,565   | 4,459,222  |
| Total liabilities                                 | 12,899,892                           | 11,773,116  | 12,490,280   |
| <u>Equity</u>                                     |                                      |   |  |
| Share capital                                     | 2,916,189                            | 2,916,189   | 2,916,189  |
| Capital surplus                                   | 2,863,831                            | 2,863,831   | 2,863,831  |
| Retained earnings                                 | 30,366,661                           | 33,774,617  | 37,630,041   |
| Treasury shares                                   | (353)                                | (353)   | (419)  |
| Share options                                     | 480,741                              | 302,906   | 511,481  |
| Other components of equity                        |                                      | 161,168   | (637,513)  |
| Total equity attributable to owners of the parent | 36,627,070                           | 40,018,360  | 43,283,611   |
| Total equity                                      | 36,627,070                           | 40,018,360  | 43,283,611   |
|   |                                      |   |  |

49,526,963

51,791,477

55,773,891

Total liabilities and equity

# (2) Consolidated Statement of Income and Consolidated Statement of Comprehensive Income Consolidated Statement of Income

|  |   | (Thousand yer   |
|--|---|---|
|  | Previous consolidated<br>fiscal year<br>(From October 1, 2023<br>to September 30, 2024) | Consolidated fiscal year<br>under review<br>(From October 1, 2024<br>to September 30, 2025) |
| Total revenue                                | 19,166,533  | 22,448,727  |
| Cost of sales                                | 6,858,086   | 8,295,024   |
| Gross profit                                 | 12,308,446  | 14,153,703  |
| Selling, general and administrative expenses | 5,812,546   | 6,205,486   |
| Other income                                 | 3,121   | 3,658   |
| Other expenses                               | 1,705   | 825,190   |
| Operating profit                             | 6,497,315   | 7,126,67  |
| Other finance income                         | 4,669   | 98,12   |
| Other finance costs                          | 28,154  | 22,758  |
| Profit before taxes                          | 6,473,830   | 7,202,04  |
| Corporate income tax expense                 | 1,962,797   | 2,131,50  |
| Profit for the period                        | 4,511,032   | 5,070,542   |
| Profit attributable to:                      |   |   |
| Owners of the parent company                 | 4,511,032   | 5,070,542   |
| Earnings per share for the period:           |   |   |
| Basic earnings per share (Yen)               | 142.04  | 159.60  |
| Diluted earnings per share (Yen)             | 140.08  | 157.10  |

## Consolidated Statement of Comprehensive Income

|  |   | (Thousand yen)  |
|--|---|---|
|  | Previous consolidated<br>fiscal year<br>(From October 1, 2023<br>to September 30, 2024) | Consolidated fiscal year<br>under review<br>(From October 1, 2024<br>to September 30, 2025) |
| Profit for the period  | 4,511,032   | 5,070,542   |
| Other comprehensive income   |   |   |
| Items that will not be reclassified to profit or loss:                     |   |   |
| Remeasurements of defined benefit plans                                    | 7,640   | 3,265   |
| Financial assets measured at fair value through other comprehensive income | 162,813   | (797,344)   |
| Total  | 170,454   | (794,079)   |
| Items that may be reclassified to profit or loss:                          |   |   |
| Foreign currency translation adjustments                                   | (1,645)   | (971)   |
| Total  | (1,645)   | (971)   |
| Total other comprehensive income   | 168,808   | (795,051)   |
| Comprehensive income   | 4,679,841   | 4,275,491   |
| Comprehensive income attributable to:                                      |   |   |
| Owners of the parent company   | 4,679,841   | 4,275,491   |

## (3) Consolidated Statement of Changes in Equity

Previous consolidated fiscal year (From October 1, 2023 to September 30, 2024)

(Thousand yen)

|                                | Equity attributable to owners of the parent |                 |                   |                 |               |  |  |  |
|--------------------------------|---|-----------------|-------------------|-----------------|---------------|--|--|--|
|                                | Share capital                               | Capital surplus | Retained earnings | Treasury shares | Share options |  |  |  |
| Balance at beginning of period | 2,916,189                                   | 2,863,831       | 30,366,661        | (353)           | 480,741       |  |  |  |
| Profit                         | _   | _               | 4,511,032         | -               | -             |  |  |  |
| Other comprehensive income     | _   | _               | _                 | _               | _             |  |  |  |
| Comprehensive income           | _   | -               | 4,511,032         | -               | _             |  |  |  |
| Purchase of treasury shares    | _   | -               | -                 | -               | -             |  |  |  |
| Dividends                      | -   | -               | (1,270,344)       | _               | -             |  |  |  |
| Changes in share options       | _   | _               | 159,626           | _               | (177,834)     |  |  |  |
| Reclassification adjustment    | _   | _               | 7,640             | _               | _             |  |  |  |
| Total transactions with owners | _   | _               | (1,103,077)       | _               | (177,834)     |  |  |  |
| Balance at end of period       | 2,916,189                                   | 2,863,831       | 33,774,617        | (353)           | 302,906       |  |  |  |

|                                | Equity attributable to owners of the parent   |   |  |         |              |  |  |
|--------------------------------|---|---|--|---------|--------------|--|--|
|                                |   | Other components of equity  |  |         |              |  |  |
|                                | Remeasurements<br>of defined benefit<br>plans | Financial assets<br>measured at fair<br>value through<br>other<br>comprehensive<br>income | Foreign currency<br>translation<br>adjustments | Total   | Total equity |  |  |
| Balance at beginning of period | -   | ١   | _  |         | 36,627,070   |  |  |
| Profit                         | _   | _   | _  |         | 4,511,032    |  |  |
| Other comprehensive income     | 7,640   | 162,813   | (1,645)  | 168,808 | 168,808      |  |  |
| Comprehensive income           | 7,640   | 162,813   | (1,645)  | 168,808 | 4,679,841    |  |  |
| Purchase of treasury shares    | _   | -   | _  | =       | =            |  |  |
| Dividends                      | _   | -   | _  | =       | (1,270,344)  |  |  |
| Changes in share options       | _   | -   | _  | =       | (18,208)     |  |  |
| Reclassification adjustment    | (7,640)                                       | _   | _  | (7,640) | _            |  |  |
| Total transactions with owners | (7,640)                                       | _   | _  | (7,640) | (1,288,552)  |  |  |
| Balance at end of period       |   | 162,813   | (1,645)  | 161,168 | 40,018,360   |  |  |

Consolidated fiscal year under review (From October 1, 2024 to September 30, 2025)

(Thousand yen)

|                                | Equity attributable to owners of the parent |                 |                   |                 |               |  |  |  |
|--------------------------------|---|-----------------|-------------------|-----------------|---------------|--|--|--|
|                                | Share capital                               | Capital surplus | Retained earnings | Treasury shares | Share options |  |  |  |
| Balance at beginning of period | 2,916,189                                   | 2,863,831       | 33,774,617        | (353)           | 302,906       |  |  |  |
| Profit                         | _   | _               | 5,070,542         | _               | -             |  |  |  |
| Other comprehensive income     | _   | _               | _                 | _               | _             |  |  |  |
| Comprehensive income           | _   | _               | 5,070,542         | _               | -             |  |  |  |
| Purchase of treasury shares    | _   | _               | _                 | (66)            | -             |  |  |  |
| Dividends                      | _   | _               | (1,270,344)       | _               | _             |  |  |  |
| Changes in share options       | _   | _               | 51,595            | _               | 208,574       |  |  |  |
| Reclassification adjustment    | _   | _               | 3,630             |                 | _             |  |  |  |
| Total transactions with owners | _   | _               | (1,215,117)       | (66)            | 208,574       |  |  |  |
| Balance at end of period       | 2,916,189                                   | 2,863,831       | 37,630,041        | (419)           | 511,481       |  |  |  |

|                                | Equ   |   |  |           |              |  |
|--------------------------------|---|---|--|-----------|--------------|--|
|                                |   | Other componen  | ts of equity                                   |           |              |  |
|                                | Remeasurements<br>of defined benefit<br>plans | Financial assets<br>measured at fair<br>value through<br>other<br>comprehensive<br>income | Foreign currency<br>translation<br>adjustments | Total     | Total equity |  |
| Balance at beginning of period | -   | 162,813   | (1,645)  | 161,168   | 40,018,360   |  |
| Profit                         | -   | _   | _  | -         | 5,070,542    |  |
| Other comprehensive income     | 3,265   | (797,344)   | (971)  | (795,051) | (795,051)    |  |
| Comprehensive income           | 3,265   | (797,344)   | (971)  | (795,051) | 4,275,491    |  |
| Purchase of treasury shares    | -   | _   | _  | -         | (66)         |  |
| Dividends                      | -   | -   | _  | -         | (1,270,344)  |  |
| Changes in share options       | _   | -   | _  | _         | 260,170      |  |
| Reclassification adjustment    | (3,265)                                       | (365)   | _  | (3,630)   | _            |  |
| Total transactions with owners | (3,265)                                       | (365)   | _  | (3,630)   | (1,010,240)  |  |
| Balance at end of period       | _   | (634,896)   | (2,616)  | (637,513) | 43,283,611   |  |

#### (4) Consolidated Statement of Cash Flows

(Thousand yen) Consolidated fiscal year Previous consolidated fiscal year under review (From October 1, 2023 (From October 1, 2024 to September 30, 2024) to September 30, 2025) Cash flows from operating activities 6,473,830 7,202,047 Profit before tax 1,483,515 1,486,530 Depreciation and amortization Impairment losses 823,228 Finance income and finance costs 23,484 (75,369)Loss on retirement of fixed assets 422 299 Decrease (increase) in trade and other receivables (922,365)1,004,097 718.393 Increase (decrease) in trade and other payables (3,553)Decrease (increase) in other assets 95,628 (64,606)Increase (decrease) in other liabilities (56,799)430,876 Increase (decrease) in retirement benefit liability (29,039)(27,685)Increase (decrease) in contract liabilities 414,444 312,955 Other 58,015 155,098 Subtotal 8,259,531 11,243,918 Interest received 4,000 45,473 Interest paid (22,760)(17,848)(3,336,810)(1,740,262)Income taxes paid Net cash provided by (used in) operating activities 4,903,960 9,531,280 Cash flows from investing activities Purchase of investment securities (2,585,201)Purchase of property, plant, and equipment (63,947)(51,193)Purchase of intangible assets (27,782)(32,162)Payments into time deposits (4,000,000)(30,000,000)4,000,000 4,000,000 Proceeds from withdrawal of time deposits (5,923)(21,404)Payments of leasehold and guarantee deposits Proceeds from refund of leasehold and guarantee deposits 2,024 2,283 Net cash provided by (used in) investing activities (2,680,830)(26,102,477)Cash flows from financing activities Purchase of treasury shares (66)Repayments of lease liabilities (1,060,029)(1,192,883)131,292 Proceeds from issuance of share options (1,269,815)(1,270,036)Dividends paid (2,331,694) Net cash provided by (used in) financing activities (2,329,844)Effect of exchange rate changes on cash and cash equivalents (1,572)(898)Net increase (decrease) in cash and cash equivalents (108, 286)(18,903,789)Cash and cash equivalents at beginning of period 35,255,168 35,146,881 Cash and cash equivalents at end of period 35,146,881 16,243,092

#### (5) Notes to Consolidated Financial Statements

(Notes regarding going-concern assumptions)

Not applicable.

## (Segment information)

## (1) Overview of reportable segments

M&A Capital Partners Co., Ltd. and its group companies (the "Group") are engaged in M&A-related service businesses and ancillary operations. Our reportable segment consists of a single segment: the M&A-related service business.

#### (2) Information on the reportable segment

Since the Group is engaged solely in the M&A-related service business, which constitutes a single reportable segment, this section has been omitted.

(Thousand yen unless otherwise stated)

## (Per share information)

## (1) Basic earnings per share

Basic earnings per share and the basis for their calculation are as follows.

|  | Previous consolidated fiscal year<br>(From October 1, 2023<br>to September 30, 2024)   | Consolidated fiscal year<br>under review<br>(From October 1, 2024<br>to September 30, 2025)  |
|--|--|--|
| Profit attributable to common shareholders of the parent Profit attributable to owners of the parent                         | 4,511,032  | 5,070,542  |
| Profit not attributable to owners of the parent Profit used to calculate basic earnings per share                            | 4,511,032  | 5,070,542  |
| Weighted average number of common shares outstanding (Shares)  | 31,758,602   | 31,758,596   |
| Basic earnings per share (Yen)   | 142.04   | 159.66   |
| (2) Diluted earnings per share   |  |  |
| Diluted earnings per share and the basis for their calcula   |  | usand yen unless otherwise stated)   |
|  | Previous consolidated fiscal year<br>(From October 1, 2023<br>to September 30, 2024)   | Consolidated fiscal year under review (From October 1, 2024 to September 30, 2025)   |
| Diluted earnings attributable to common shareholders Profit used to calculate basic earnings per share Adjustments to profit | 4,511,032  | 5,070,542  |
| Profit used to calculate diluted earnings per share  | 4,511,032  | 5,070,542  |
| Weighted average number of common shares outstanding (Shares) Increase in the number of common shares                        | 31,758,602   | 31,758,596   |
| Share options (Shares)   | 444,090  | 504,736  |
| Diluted weighted average number of common shares outstanding (Shares)  | 32,202,692   | 32,263,332   |
| Diluted earnings per share (Yen)   | 140.08   | 157.16   |
|  | Board of Directors' resolution dated<br>November 15, 2018<br>12th series of share options<br>Number of share options: 776<br>(155,200 common shares)   | Board of Directors' resolution dated<br>November 15, 2018<br>12th series of share options<br>Number of share options: 642<br>(128,400 common shares)   |
|  | Board of Directors' resolution dated<br>November 13, 2020<br>13th series of share options<br>Number of share options: 506<br>(50,600 common shares)    | Board of Directors' resolution dated<br>November 13, 2020<br>13th series of share options<br>Number of share options: 431<br>(43,100 common shares)    |
| Financial instruments excluded from the calculation of diluted earnings per share due to their anti-dilutive effect          | Board of Directors' resolution dated<br>November 13, 2020<br>14th series of share options<br>Number of share options: 14<br>(1,400 common shares)      | Board of Directors' resolution dated<br>November 13, 2020<br>14th series of share options<br>Number of share options: 14<br>(1,400 common shares)      |
|  | Board of Directors' resolution dated<br>November 15, 2022<br>15th series of share options<br>Number of share options: 1,763<br>(176,300 common shares) | Board of Directors' resolution dated<br>November 15, 2024<br>17th series of share options<br>Number of share options: 4,134<br>(413,400 common shares) |
|  | Board of Directors' resolution dated<br>November 15, 2022<br>16th series of share options<br>Number of share options: 37<br>(3,700 common shares)      | Board of Directors' resolution dated<br>November 15, 2024<br>18th series of share options<br>Number of share options: 161<br>(16,100 common shares)    |

(Important subsequent events)

Not applicable.

#### (First-time adoption of IFRS)

MACP Group discloses consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS) for the fiscal year under review. The latest consolidated financial statements, prepared under generally accepted accounting standards in Japan (hereinafter referred to as "Japanese GAAP"), relate to the fiscal year ended September 30, 2024, with the transition to IFRS occurring on October 1, 2023.

#### (1) Exemption provision for retrospective application

IFRS 1 requires companies adopting IFRS for the first time to generally apply it retrospectively. However, some exceptions are recognized in specific areas, and the exemptions adopted by MACP Group are as follows:

#### (i) Business combinations

IFRS 3 "Business Combinations" has not been applied retrospectively for business combinations before the transition date. Goodwill arising from acquisitions before the transition date is carried forward at the amount recognized based on Japanese standards as of the transition date and is accounted for at its carrying amount.

#### (ii) Translation adjustments for foreign operations

The full amount of the cumulative exchange differences as of the transition date is transferred from the total of other comprehensive income to retained earnings.

#### (iii) Leases

MACP determines whether a lease is included in the contracts existing at the transition date based on the facts and circumstances existing as of the same date. As of the transition date, the lease liability is measured at the present value, discounted by the lessee's incremental borrowing rate. The right-of-use asset is measured at the same amount as the lease liability after adjusting for the prepaid and unpaid lease payments.

#### (iv) Designation of financial instruments recognized before the transition date

Equity financial assets are designated assets to be measured at fair value through other comprehensive income based on facts and circumstances existing at the transition date.

#### (v) Equity compensation

MACP has elected not to apply IFRS 2 "Share-based Payment" to equity-settled share-based payments for which the vesting conditions are satisfied before the transition date.

#### (vi) Decommissioning obligations included in the cost of Property and equipment

MACP has elected to measure liabilities as of the transition date for decommissioning or similar purposes, included in the cost of Property and equipment.

#### (2) Mandatory exceptions under IFRS 1

IFRS 1 prohibits the retrospective application of IFRS concerning "estimates," "derecognition of financial assets and financial liabilities," and "classification and measurement of financial instruments." These items are recognized from the transition date onward.

#### (3) Reconciliation

The effect of shifting from Japanese GAAP to IFRS on MACP Group's financial position, operating results, and cash flows is detailed below. Moreover, items that do not impact retained earnings and comprehensive income are listed under "Reclassification" in the reconciliation table. Conversely, items that affect retained earnings and comprehensive income are classified under "Differences in Recognition and Measurement."

(i) Adjustments to equity

Transition date (October 1, 2023)

(Thousand yen)

| Japanese GAAP account titles  | Japanese<br>GAAP | Reclassification | Differences in recognition and measurement | IFRS       | Notes | IFRS account titles         |
|-------------------------------|------------------|------------------|--|------------|-------|-----------------------------|
| Assets                        |                  |                  |  |            |       | Assets                      |
| Current assets                |                  |                  |  |            |       | Current assets              |
| Cash and deposits             | 39,255,168       | (4,000,000)      | _  | 35,255,168 | A     | Cash and cash equivalents   |
|                               | _                | 4,000,000        | _  | 4,000,000  | A     | Time deposits               |
| Accounts receivable – trade   | 224,553          | 1,972            | 20,590                                     | 247,117    |       | Trade and other receivables |
|                               | _                | 124,647          | _  | 124,647    | В     | Income taxes receivable     |
| Other current assets          | 497,650          | (126,619)        | (1,819)                                    | 369,211    | В     | Other current assets        |
| Total current assets          | 39,977,372       | _                | 18,771                                     | 39,996,143 | -     | Total current assets        |
| Non-current assets            |                  |                  |  |            | _     | Non-current assets          |
| Property and equipment (Note) | 1,182,721        | _                | 46,764                                     | 1,229,486  | Н     | Property and equipment      |
|                               | _                | 580,380          | (580,380)                                  | =          | C, I  | Goodwill                    |
| Intangible assets (Note)      | 773,395          | (580,380)        | (43,619)                                   | 149,395    | C, I  | Intangible assets           |
|                               | _                | _                | 5,894,007                                  | 5,894,007  | J, K  | Right-of-use assets         |
| Investments and other assets  | 1,968,470        | (1,022,524)      | 266,919                                    | 1,212,866  | D, K  | Other financial assets      |
|                               | _                | 1,011,649        | (17,615)                                   | 994,034    | D     | Deferred tax assets         |
|                               |                  | 10,874           | 40,155                                     | 51,030     | _     | Other non-current assets    |
| Total non-current assets      | 3,924,587        | _                | 5,606,232                                  | 9,530,819  | _     | Total non-current assets    |
| Total assets                  | 43,901,960       |                  | 5,625,003                                  | 49,526,963 | _     | Total assets                |

(Note) Under the previous Japanese GAAP, the MACP Group had disclosed the cost and accumulated depreciation/amortization of Property and equipment and intangible assets on a total basis by non-current asset type. However, in the reconciliation table above, the amounts of Property and equipment and intangible assets are aggregated and presented at their carrying amounts.

(Thousand yen)

|  |                  |                  |  |            |                   | (Thousand yen)                               |
|--|------------------|------------------|--|------------|-------------------|--|
| Japanese GAAP account titles                 | Japanese<br>GAAP | Reclassification | Differences in recognition and measurement | IFRS       | Notes             | IFRS account titles                          |
| Liabilities                                  |                  |                  |  |            |                   | Liabilities and equity<br>Liabilities        |
| Current liabilities                          |                  |                  |  |            |                   | Current liabilities                          |
| Contract liabilities                         | 649,302          | _                | _  | 649,302    |                   | Contract liabilities                         |
|  | _                | _                | 1,059,880                                  | 1,059,880  | J                 | Lease liabilities                            |
| Provision for bonuses                        | 297,095          | 719,517          | (88,176)                                   | 928,436    | E, J, L           | Other current liabilities                    |
| Provision for directors' bonuses             | 216,541          | (216,541)        | ) –  | -          | E                 |  |
| Accounts payable - other                     | 1,957,554        | _                | _  | 1,957,554  |                   | Operating and other liabilities              |
| Corporate taxes payable                      | 1,812,229        | (3,901)          | ) –  | 1,808,327  |                   | Income taxes payable                         |
| Consumption taxes payable                    | 230,886          | (230,886)        | ) –  | _          | E                 |  |
| Others                                       | 268,188          | (268,188)        | ) –  | _          | Е                 |  |
| Total current liabilities                    | 5,431,797        | _                | 971,703                                    | 6,403,501  | -                 | Total current liabilities                    |
| Non-current liabilities                      |                  |                  |  |            | _                 | Non-current liabilities                      |
|  |                  | _                | 4,184,342                                  | 4,184,342  | J                 | Lease liabilities                            |
| Liabilities for employee retirement benefits | 110,706          | -                | 38,671                                     | 149,377    |                   | Non-current provisions for employee benefits |
| Provision for bonuses                        | 883,567          | 312,099          | -  | 1,195,667  | F                 | Other non-current provisions                 |
| Provision for directors' bonuses             | 273,957          | (273,957)        | ) –  | -          | F                 | proviotalis                                  |
|  | _                | _                | 906,373                                    | 906,373    | K                 | Provisions                                   |
|  | _                | _                | 58,097                                     | 58,097     | K                 | Deferred tax liabilities                     |
| Others                                       | 40,675           | (38,142)         | ) –  | 2,533      | F                 | Other financial liabilities (non-current)    |
| Total non-current liabilities                | 1,308,907        | =                | 5,187,484                                  | 6,496,391  |                   | Total non-current liabilities                |
| Total liabilities                            | 6,740,704        | _                | 6,159,187                                  | 12,899,892 | <del>-</del><br>- | Total liabilities                            |
| Net assets                                   |                  |                  |  |            |                   | Equity                                       |
| Capital stock                                | 2,916,189        | _                | _  | 2,916,189  |                   | Share capital                                |
| Capital surplus                              | 2,905,939        | _                | (42,107)                                   | 2,863,831  |                   | Share premium                                |
| Retained earnings                            | 30,765,584       | _                | (398,922)                                  | 30,366,661 | M                 | Retained earnings                            |
| Treasury shares                              | (353)            | _                | _  | (353)      |                   | Treasury shares                              |
| Share acquisition rights                     | 569,325          | _                | (88,584)                                   | 480,741    | N                 | Share options                                |
| Accumulated other comprehensive income       | 4,570            | _                | (4,570)                                    | _          | _                 | Other components of equity                   |
| Total net assets                             | 37,161,255       | _                | (534,184)                                  | 36,627,070 | _                 | Total equity                                 |
| Total liabilities and net assets             | 43,901,960       | _                | 5,625,003                                  | 49,526,963 | -                 | Total liabilities and equity                 |
|  |                  |                  |  |            |                   |  |

Previous consolidated fiscal year (As of September 30, 2024)

(Thousand yen)

| Japanese GAAP account titles  | Japanese<br>GAAP | Reclassification | Differences in recognition and measurement | IFRS       | Notes | IFRS account titles         |
|-------------------------------|------------------|------------------|--|------------|-------|-----------------------------|
| Assets                        |                  |                  |  |            |       | Assets                      |
| Current assets                |                  |                  |  |            |       | Current assets              |
| Cash and deposits             | 39,146,881       | (4,000,000)      | _  | 35,146,881 | A     | Cash and cash equivalents   |
|                               | _                | 4,000,000        | _  | 4,000,000  | A     | Time deposits               |
| Accounts receivable – trade   | 1,169,377        | 2,458            | 19,400                                     | 1,191,236  |       | Trade and other receivables |
|                               | _                | 0                | _  | 0          | В     | Income taxes receivable     |
|                               | _                | 6,709            | _  | 6,709      |       | Other financial assets      |
| Other current assets          | 375,386          | (9,167)          | (71,675)                                   | 294,543    | B, G  | Other current assets        |
| Total current assets          | 40,691,646       | _                | (52,274)                                   | 40,639,371 | _     | Total current assets        |
| Non-current assets            |                  |                  |  |            | _     | Non-current assets          |
| Property and equipment (Note) | 1,074,219        | (20,824)         | 77,296                                     | 1,130,691  | Н     | Tangible non-current assets |
|                               | _                | 386,920          | (386,920)                                  | =          | C, I  | Goodwill                    |
| Intangible assets (Note)      | 541,915          | (386,920)        | (29,079)                                   | 125,915    | C, I  | Intangible assets           |
|                               | _                | 20,824           | 4,630,309                                  | 4,651,133  | J, K  | Right-of-use assets         |
| Investments and other assets  | 4,832,132        | (1,207,887)      | 396,556                                    | 4,020,801  | D, K  | Other financial assets      |
|                               | _                | 1,199,437        | (5,456)                                    | 1,193,981  | D     | Deferred tax assets         |
|                               | _                | 8,450            | 21,131                                     | 29,582     |       | Other non-current assets    |
| Total fixed assets            | 6,448,266        | _                | 4,703,838                                  | 11,152,105 | -     | Total non-current assets    |
| Total assets                  | 47,139,913       | _                | 4,651,563                                  | 51,791,477 | -     | Total assets                |

(Note) Under the previous Japanese GAAP, the MACP Group had disclosed the cost and accumulated depreciation/amortization of Property and equipment and intangible assets on a total basis by non-current asset type. However, in the reconciliation table above, the amounts of Property and equipment and intangible assets are aggregated and presented at their carrying amounts.

(Thousand yen)

| Japanese GAAP account titles               | Japanese<br>GAAP | Reclassification | Differences in recognition and measurement | IFRS       | Notes   | IFRS account titles                     |
|--|------------------|------------------|--|------------|---------|---|
| Liabilities                                |                  |                  | measurement                                |            |         | Liabilities and equity                  |
|  |                  |                  |  |            |         | Liabilities                             |
| Current liabilities                        |                  |                  |  |            |         | Current liabilities                     |
| Contract liabilities                       | 1,063,746        | _                | _  | 1,063,746  |         | Contract liabilities                    |
|  | _                | 4,683            | 1,168,394                                  | 1,173,077  | J       | Lease liabilities                       |
| Provision for bonuses                      | 417,990          | 753,681          | (127,469)                                  | 1,044,203  | E, J, L | Other current liabilities               |
| Provision for directors' bonuses           | 253,077          | (253,077)        | –  | -          | Е       |   |
| Accounts payable - other                   | 2,677,044        | 528              | _  | 2,677,573  |         | Trade and other payables                |
| Corporate taxes payable                    | 690,143          | (5,421)          | _  | 684,722    |         | Income taxes payable                    |
|  | _                | _                | 5,228                                      | 5,228      |         | Provisions                              |
| Consumption taxes                          | 162,087          | (162,087)        | ) –  | _          | Е       |   |
| payable<br>Others                          | 338,308          | (338,308)        | _  | _          | Е       |   |
| Total current liabilities                  | 5,602,397        | (330,300)        | 1,046,153                                  | 6,648,550  |         | Total current liabilities               |
| Non-current liabilities                    | 2,002,337        |                  | 1,010,123                                  | 0,010,000  | -       | Non-current liabilities                 |
|  | _                | 18,234           | 3,020,074                                  | 3,038,309  | J       | Lease liabilities                       |
| Net defined benefit                        | 92.065           |                  |  |            | -       | Non-current provisions for              |
| liabilities                                | 83,965           | _                | 25,898                                     | 109,863    |         | employee benefits                       |
| Provision for bonuses                      | 930,091          | 93,009           | _  | 1,023,101  | F       | Other non-current liabilities           |
| Provision for directors' bonuses           | 54,870           | (54,870)         | -  | -          | F       |   |
|  | _                | _                | 909,412                                    | 909,412    | K       | Provisions                              |
|  | _                | _                | 41,419                                     | 41,419     | K       | Deferred tax liabilities                |
| Others                                     | 58,832           | (56,373)         | ) –  | 2,458      | F       | Other non-current financial liabilities |
| Total long-term liabilities                | 1,127,760        | _                | 3,996,805                                  | 5,124,565  | _       | Total non-current liabilities           |
| Total liabilities                          | 6,730,157        | _                | 5,042,958                                  | 11,773,116 | _       | Total liabilities                       |
|  |                  |                  |  |            |         |   |
| Net assets                                 |                  |                  |  |            |         | Equity                                  |
| Capital stock                              | 2,916,189        | _                | -  | 2,916,189  |         | Share capital                           |
| Capital surplus                            | 2,905,939        | _                | (42,107)                                   | 2,863,831  |         | Share premium                           |
| Retained earnings                          | 33,959,708       | _                | (185,091)                                  | 33,774,617 | M       | Retained earnings                       |
| Treasury shares                            | (353)            | _                | (150 (26)                                  | (353)      |         | Treasury shares                         |
| Share acquisition rights Accumulated other | 462,532          | _                | (159,626)                                  | 302,906    | N       | Share options Other components of       |
| comprehensive income                       | 165,738          | _                | (4,570)                                    | 161,168    |         | equity                                  |
| Total net assets                           | 40,409,755       | -                | (391,394)                                  | 40,018,360 | -       | Total equity                            |
| Total liabilities and net assets           | 47,139,913       | =                | 4,651,563                                  | 51,791,477 | -       | Total liabilities and equity            |

## (Reclassification)

## A. Time deposits

Fixed-term deposits with a deposit period exceeding three months, which were included in and presented as "Cash and deposits" under Japanese GAAP, are presented as "Time deposits" under IFRS.

## B. Income taxes receivable

Income taxes refund receivable, which were included in and presented as "Other current assets" under current assets under Japanese GAAP, are presented as "Income taxes receivable" under IFRS.

#### C. Goodwill

The accounting treatment of goodwill, included in intangible assets under Japanese standards, is shown separately under IFRS.

#### D. Deferred tax assets

Under IFRS, "Deferred tax assets" that MACP included in "investments and other assets" under Japanese standards are presented separately.

#### E. Other current liabilities

The items "provision for bonuses," "accrued consumption taxes," "provision for directors' bonuses," and "others," which MACP separately listed under current liabilities according to Japanese standards, are now included under "Other Current Liabilities" following IFRS.

#### F. Other non-current liabilities

Under Japanese standards, the "provision for bonuses," "provision for officers' bonuses," and long-term payables, which MACP previously classified as "other" under non-current liabilities, are now classified as "other non-current liabilities" under IFRS standards.

#### (Recognition and measurement differences)

#### G. Advertising and promotional assets

Under Japanese GAAP, assets for advertising purposes included in "Other" under current assets have been reclassified to retained earnings under IFRS, as they do not meet the definition of an asset.

#### H. Tangible non-current assets

Under Japanese GAAP, MACP uses the declining balance method (except for building-attached equipment acquired after April 1, 2016, which uses the straight-line method) for depreciating Property and equipment (excluding lease assets). In contrast, under IFRS, MACP mainly applies the straight-line depreciation method.

#### I. Goodwill

Under Japanese GAAP, goodwill was amortized over a specific period; however, under IFRS, goodwill is not amortized, and amortization has been discontinued from the transition date onward. Additionally, under Japanese standards, impairment is determined only when there are indications of impairment. In contrast, under IFRS, a goodwill impairment test is conducted annually, regardless of any impairment indications.

On the transition date, MACP conducted a goodwill impairment test. It recognized an impairment loss of \(\frac{\pmathbf{

#### J. Leasing

Under Japanese standards, MACP reclassified leases for lessees into finance and operating leases, and the accounting for operating leases was performed using methods applicable to regular lease transactions. Under IFRS, lessees do not classify leases as either finance or operating leases; instead, they recognize right-of-use assets and lease liabilities. Under Japanese standards, operating leases with incentives, such as free rent, are recognized evenly over the lease term. The difference between incurred expenses and paid amounts under Japanese standards was recorded as outstanding expenses, but this is eliminated upon recognizing the right-of-use asset and lease liability under IFRS.

#### K. Asset retirement obligations

Under Japanese standards, MACP had deducted asset retirement obligations from security deposits. Under IFRS, these obligations are recognized as a provision and depreciated by adding them to the cost of the relevant property and equipment or right-of-use assets.

#### L. Allowance for paid leave

Under Japanese GAAP, unused employee paid leave does not create liabilities; however, under IFRS, it is recognized as a liability.

#### M. Retained earnings

The effect of applying IFRS on retained earnings is as follows. The amounts below are after adjustments for the related tax effects.

|                                     |                                   | (Thousand yen)   |
|-------------------------------------|-----------------------------------|--|
| _                                   | Transition date (October 1, 2023) | Previous consolidated fiscal year (As of September 30, 2024) |
| Goodwill                            | (610,643)                         | (407,095)  |
| Share-based payment                 | 88,584                            | 159,626  |
| Asset retirement obligations (Note) | 129,757                           | 101,679  |
| Allowance for paid leave            | (48,407)                          | (49,408)   |
| Others                              | 41,785                            | 10,107   |
| Total                               | (398,922)                         | (185,091)  |

<sup>(</sup>Note) The effect of adjustments for the related tax effects on retained earnings included negative 98,834 thousand yen at the transition date and negative 75,881 thousand yen at the end of the previous fiscal year, respectively.

## N. Share options

Under Japanese standards, the expiration of the paid-in portion of paid share options was recognized when it was confirmed to be so. However, under IFRS, it is recognized when it is reasonably expected that the performance conditions will not be met. Additionally, forfeited share options have been added back to Retained Earnings.

#### (ii) Adjustments to comprehensive income

Previous consolidated fiscal year (From October 1, 2023 to September 30, 2024)

(Thousand yen)

|   |                  |                  |  |            |       | ( ,)   |
|---|------------------|------------------|--|------------|-------|--|
| Japanese GAAP account titles                  | Japanese<br>GAAP | Reclassification | Differences in recognition and measurement | IFRS       | Notes | IFRS account titles  |
| Revenue                                       | 19,166,533       | -                | -  | 19,166,533 |       | Revenue  |
| Cost of sales                                 | 6,860,807        | _                | (2,720)                                    | 6,858,086  |       | Cost of sales  |
| Gross profit                                  | 12,305,726       | _                | 2,720                                      | 12,308,446 | _     | Gross profit   |
| Selling, general, and administrative expenses | 5,930,619        | 8,471            | (126,543)                                  | 5,812,546  | В     | Selling, general, and administrative expenses  |
|   | _                | 91,705           | (88,584)                                   | 3,121      | A, C  | Other revenue  |
|   |                  | 1,561            | 143  | 1,705      | _     | Other expenses   |
| Operating profit                              | 6,375,107        | 81,672           | 40,536                                     | 6,497,315  |       | Operating profit   |
| Non-operating profit                          | 7,121            | (3,121)          | 668  | 4,669      | _     | Finance income   |
| Non-operating expenses                        | 1,589            | (1,561)          | 28,126                                     | 28,154     |       | Finance costs  |
| Extraordinary income                          | 88,584           | (88,584)         | _  | _          | A     |  |
| Net income before adjustment of income taxes  | 6,469,223        | (8,471)          | 13,078                                     | 6,473,830  | _     | Profit before income tax   |
| Total corporate taxes                         | 2,004,755        | (8,471)          | (33,486)                                   | 1,962,797  | _     | Income tax expense   |
| Net income for the period                     | 4,464,468        | _                | 46,564                                     | 4,511,032  | _     | Profit for the period  |
| Other comprehensive income                    |                  |                  |  |            |       | Other comprehensive income   |
| Valuation difference on                       | -                | -                | 7,640                                      | 7,640      |       | Items that will not be<br>reclassified to profit or loss<br>Remeasurement of defined<br>benefit plans<br>Financial assets measured |
| available-for-sale<br>securities              | 162,813          | _                | _  | 162,813    |       | at fair value through other<br>comprehensive income<br>Items that may be reclassified<br>to profit or loss                         |
| Foreign currency translation adjustments      | (1,645)          | _                | _  | (1,645)    | _     | Translation adjustments for foreign operations   |
| Total other comprehensive income              | 161,168          | _                | 7,640                                      | 168,808    | _     | Other comprehensive income   |
| Comprehensive income                          | 4,625,636        | _                | 54,204                                     | 4,679,841  | _     | Comprehensive income for the current period  |
|   |                  |                  |  |            |       |  |

#### (Reclassification)

## A. Other income

Under Japanese standards, earnings previously displayed as "extraordinary income" are included under "other revenue" in IFRS, except for financial-related items.

#### (Differences in recognition and measurement)

#### B. Goodwill

Under Japanese standards, goodwill is amortized over a specific period. However, regular amortization is not performed under IFRS, and goodwill amortization expenses recognized under Japanese standards are reversed.

#### C. Share options

Under Japanese accounting standards, the amount related to the reversal of share options was recorded as special income; however, under IFRS, it is accounted for as equity.

#### (iii) Adjustments to cash flows

Previous consolidated fiscal year (From October 1, 2023 to September 30, 2024)

Under Japanese standards, payments for operating leases are reclassified under cash flows from operating activities. In contrast, under IFRS, they are classified under cash flows from financing activities as expenditures for the repayment of lease liabilities corresponding to right-of-use assets.