# Annual Select<sup>®</sup> 2024

# TANABE CONSULTING GROUP CO., LTD.

3-3-41 Miyahara, Yodogawa-ku, Osaka Tekko Building 9th Floor, 1-8-2 Marunouchi, Chiyoda-ku, Tokyo (Securities Code: 9644) +81-6-7177-4000

We love companies Walk together with companies And work for company prosperity.

Based on first-class trust We contribute broadly to society.

Guided by an international perspective We embrace unlimited changes.

> As a ceaseless pioneer We clear a path to the world.

#### **Corporate Profile**

Since its founding in 1957, TANABE CONSULTING GROUP CO., LTD. (TCG; the "Company") has supported many companies in Japan and around the world as a business doctor, with the aspiration that "Japan needs work to save companies." This is why we are called the pioneers of Japanese management consulting. In addition to the management philosophy of "We love companies, walk together with companies and work for company prosperity.," which we are pursuing, we set "Supporting the decisions with love and changing the world" as our Purpose (Contribution Value). The Company assists top management in decision through its "unique management consulting model" that is able to offer integrated support from the formulation of management strategies to the implementation and execution of management operations.

By mutually collaborating with group companies and providing more optimal team consulting services to address increasingly sophisticated management issues, the Company will create "first call companies that will still be one's first choice 100 years from now" and contribute to a sustainable society and the prosperity of a social economy.

## I. Summary of Selected Financial Data (Consolidated)

	58 <sup>th</sup> term	59 <sup>th</sup> term	60 <sup>th</sup> term	61 <sup>st</sup> term	62 <sup>nd</sup> term
	Fiscal year ended March 31, 2020	Fiscal year ended March 31, 2021	Fiscal year ended March 31, 2022	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024
Net sales (Thousands of yen)	9,394,430	9,213,533	10,572,179	11,759,518	12,739,254
Ordinary profit (Thousands of yen)	1,015,965	771,820	931,607	1,163,255	1,012,996
Profit attributable to owners of parent (Thousands of yen)	696,439	498,469	604,311	724,466	641,026
Comprehensive income (Thousands of yen)	550,665	672,315	617,242	711,985	835,721
Net assets (Thousands of yen)	10,951,366	11,430,591	11,517,472	11,710,874	11,304,318
Total assets (Thousands of yen)	12,969,913	13,405,911	13,824,896	14,410,994	14,139,231
Net assets per share (Yen)	631.71	646.99	652.85	665.66	653.29
Basic earnings per share (Yen)	40.43	28.94	35.06	42.25	38.14
Diluted earnings per share (Yen)	-	_	35.06	_	38.09
Equity ratio (%)	83.9	83.1	81.0	78.8	77.1
Rate of return on equity (%)	6.4	4.5	5.4	6.4	5.8
Price-earnings ratio (Times)	15.34	24.80	19.77	21.35	27.06
Net cash provided by (used in) operating activities (Thousands of yen)	715,880	223,570	619,785	954,124	632,233
Net cash provided by (used in) investing activities (Thousands of yen)	537,091	1,426,787	619,946	(1,096,845)	(439,123)
Net cash provided by (used in) financing activities (Thousands of yen)	(373,163)	(408,204)	(619,032)	(582,812)	(1,228,085)
Cash and cash equivalents at end of period (Thousands of yen)	5,536,563	6,778,716	7,399,416	6,673,882	5,638,906
Number of employees [Separately, average number of temporary employees] (Persons)	389 [–]	457 [-]	495 [-]	566 [-]	600 [-]

Notes: 1. Share of profit of entities accounted for using equity method is not presented since the Company does not have any associates.

2. The Company implemented a two-for-one common share split, effective October 1, 2021. Net assets per share, basic earnings per share and diluted earnings per share have been calculated assuming that the share split was conducted at the beginning of the 58th term.

3. Diluted earnings per share for the 58th term, the 59th term and the 61st term are not presented because there were no potentially dilutive shares.

4. The Company has applied the "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020) and relevant ASBJ regulations from the beginning of the 60th term, and the selected financial data for the 60th term onward are those after applying the accounting standard and relevant ASBJ regulations.

5. Because the 58th term is the first year the Company has prepared consolidated financial statements, the rate of return on equity for the term is calculated based on the equity at the end of the period.

6. Because the average number of temporary employees is less than 10% of total employees, the disclosure is omitted.

## II. Top message



Takahiko Wakamatsu President and Chief Executive Officer

The fiscal year under review was the third year (mid-way point) of the "TCG Future Vision 2030" medium-term management plan for 2021-2025. Although the Company reported new record-high net sales for the third consecutive year, profits decreased year on year due to proactive strategic investments (human capital investment, new business development investment, digital investment, and so forth) for realizing continued sustainable growth. Net sales were ¥12,739 million (up 8.3% year on year), operating profit was ¥1,009 million (down 12.3% year on year), and profit attributable to owners of parent was ¥641 million (down 11.5% year on year).

Regarding shareholder returns, we paid an interim dividend of ¥18 on September 30, 2023, and a yearend dividend of ¥26, for a total annual dividend of ¥44 (up ¥2 year on year). In addition, the Company conducted a flexible treasury share purchase of approximately ¥400 million from May to October 2023.

Moreover, thanks to the tremendous support of our shareholders, as of the end of December 2023, we confirmed that the Company met all of the criteria for maintaining listing on the Tokyo Stock Exchange Prime Market.

Going forward, as the pioneer of management consulting listed on the Prime Market, the Company's policy is to achieve sustainable growth and improved corporate value in the medium to long term while also realizing stable and proactive shareholder returns to meet the expectations of its shareholders.

For this fiscal year, ending March 31, 2025, the fourth year of the medium-term management plan, we will aim for net sales of \$13,500 million, operating profit of \$1,485 million, and profit attributable to owners of parent of \$785 million, which would be record highs in both net sales and profit for the Group.

To solve issues for top management (management and leadership) of the Company's main clients, which are companies ranging from large to mid-sized companies (net sales ranging from ¥300 billion to ¥3 billion) and government and public organizations, the Company will strengthen its five existing

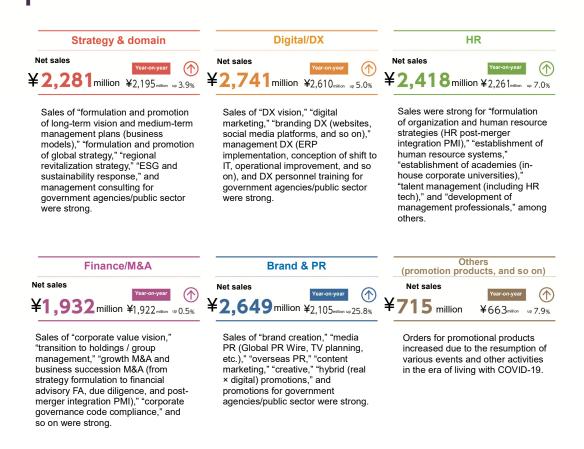
management consulting fields: strategy & domain, which involves proposal and promotion of growth strategies; digital/DX, which involves proposing and implementing DX strategies; HR, which involves implementing human capital management; finance and M&A, which involves realizing increase in corporate value; and brand & PR, which involves increasing the essential value of the brand. In addition to these, the Company will also strengthen the global and government agencies/public sector services fields. The Company aims to achieve its performance targets for the fiscal year ending March 31, 2025, by resolving a large number of client issues and social issues.

Our Philosophy expresses the unchanging aspiration of our founder, Shoichi Tanabe, which has been passed down, and in the fiscal year under review, the Company has also newly formulated its Purpose (Contribution Value) and Value (Our Values). With these as our driving force, each of us will act with integrity and even be strict, but always support with love the "business decisions of managers and leaders, which have the power to change company, society, and even the world." Furthermore, we remain committed to creating a bright future by leading all our clients to success and continuing to contribute to society going forward.

# **III. Business Description**



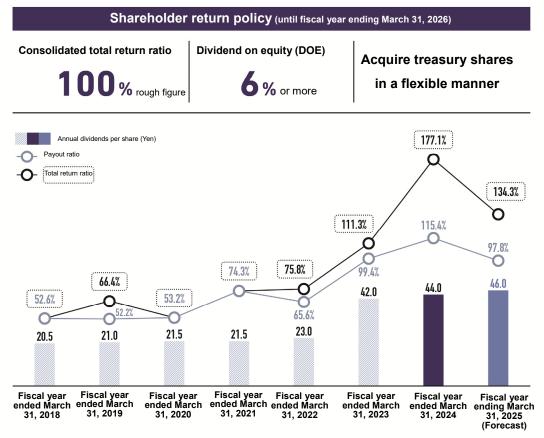
## Business performance of each management consulting field



- Notes: 1. In conjunction with Kartz Media Works, Inc. becoming a consolidated subsidiary, "Branding & Marketing" was renamed "Brand & PR" in the current fiscal year to reflect the business field's expansion to include PR.
  2. Due to organizational changes in the current fiscal year, the nationwide offices of TANABE CONSULTING
  - 2. Due to organizational changes in the current fiscal year, the haltonwide onloss of rANABL CONSOLTING CO., LTD. (Chubu Head Office, Kyushu Head Office, Hokkaido Branch Office, Tohoku Branch Office, Niigata Branch Office, Hokuriku Branch Office, Chushikoku Branch Office, and Okinawa Branch Office) were subdivided into organizations by management consulting domain. Accordingly, net sales classifications for each business office are aggregated by the organizational unit for the current fiscal year. Net sales for the previous fiscal year have been reallocated by the number of consultants in the management consulting domain at each office to ensure comparability with net sales for the current fiscal year.

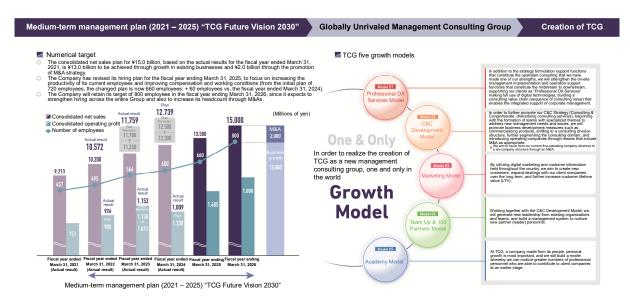
# Results and direction of shareholder returns

Based on our shareholder return policy, we will proactively return profits to shareholders with an interim dividend of ¥19 and a year-end dividend of ¥27 for an annual dividend of ¥46 (up ¥2 year on year), which is the dividend forecast for the current fiscal year (fiscal year ending March 31, 2025). In addition, our primary management objective is to generate stable profits while maintaining a solid financial foundation to prepare for strategic investments and sudden changes in the operating environment, and to achieve our March 2026 target of "10% return on equity (ROE)" as soon as possible.

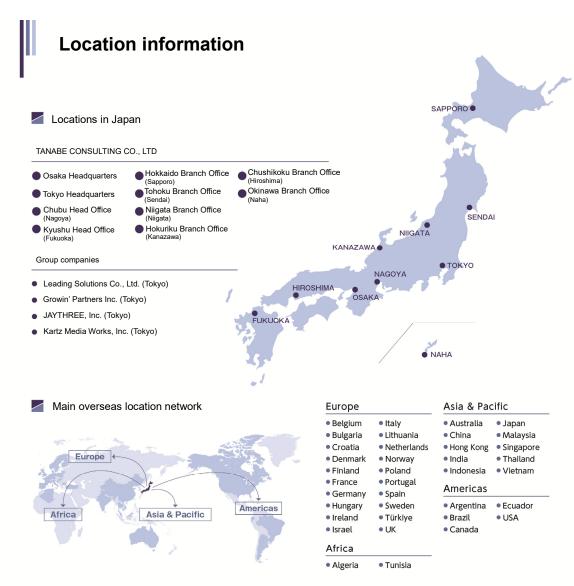


Note: The Company conducted a two-for-one share split on October 1, 2021. Annual dividends per share have been retroactively adjusted for share splits.

## IV. Medium-term Business Strategy







The information regarding offices is current as of April 1, 2024

## **VI. Financial Statements**

#### (1) Consolidated Balance Sheet

As of March 31, 2023 As of March 31, 2024 Assets Current assets Cash and deposits 6,673,882 5,538,954 Notes and accounts receivable - trade, and contract 865,027 1,024,633 assets 1,699,950 2,299,531 Securities Merchandise 36,002 33,337 Work in process 22,407 21,768 Raw materials 3,117 2,250 Other 376,302 428,747 Allowance for doubtful accounts (2, 467)(1,544)Total current assets 9,674,221 9,347,679 Non-current assets Property, plant and equipment Buildings and structures 1,141,203 1,214,013 Accumulated depreciation (587,164) (617,642) 554,038 596,370 Buildings and structures, net Land 1,527,477 1,527,477 Construction in progress 18,392 Other 377,132 408,293 Accumulated depreciation (269,060) (311,796) 96,496 Other, net 108,072 2,207,980 2,220,344 Total property, plant and equipment Intangible assets Goodwill 735,537 666,167 Other 84,138 121,881 Total intangible assets 819,675 788,049 Investments and other assets Investment securities 226,178 28,526 Retirement benefit asset 766,616 1,058,513 Deferred tax assets 55,803 47,852 Long-term time deposits 211,603 212,803 Other 477,011 433,834 Allowance for doubtful accounts (30, 262)1,706,952 1,781,529 Total investments and other assets 4,734,608 4,789,923 Total non-current assets Deferred assets 2,164 1,628 14,410,994 14,139,231 Total assets

(Thousands of yen)

		(Thousands of yen
	As of March 31, 2023	As of March 31, 2024
Liabilities		
Current liabilities		
Accounts payable - trade	360,853	321,299
Income taxes payable	298,814	191,749
Advances received	666,833	709,753
Provision for bonuses	108,901	96,135
Other	718,775	890,262
Total current liabilities	2,154,178	2,209,199
Non-current liabilities		
Long-term borrowings	190,568	210,564
Deferred tax liabilities	172,718	262,094
Provision for retirement benefits for directors (and other officers)	124,737	124,737
Provision for loss on guarantees	12,028	_
Other	45,889	28,317
Total non-current liabilities	545,941	625,713
Total liabilities	2,700,119	2,834,913
Net assets	, ,	, ,
Shareholders' equity		
Share capital	1,772,000	1,772,000
Capital surplus	2,409,621	2,410,871
Retained earnings	7,455,466	7,232,485
Treasury shares	(277,334)	(654,005)
Total shareholders' equity	11,359,753	10,761,351
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	748	3,249
Remeasurements of defined benefit plans	(8,003)	139,239
Total accumulated other comprehensive income	(7,255)	142,488
Share acquisition rights	13,898	11,049
Non-controlling interests	344,478	389,428
Total net assets	11,710,874	11,304,318
Total liabilities and net assets	14,410,994	14,139,231

# (2) Consolidated Statement of Income

		(Thousands of ye
	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024
Net sales	11,759,518	12,739,254
Cost of sales	6,556,938	7,274,034
Gross profit	5,202,580	5,465,219
Selling, general and administrative expenses	4,050,484	4,455,315
Operating profit	1,152,095	1,009,904
Non-operating income		
Interest income	2,989	3,531
Dividend income		123
Dividend income of life insurance	1,900	1,733
Subsidy income	2,594	_
Gain on reversal of asset retirement obligations	4,382	-
Other	880	3,377
Total non-operating income	12,746	8,766
Non-operating expenses		
Interest expenses	921	2,513
Amortization of organization expenses	519	536
Loss on investments in investment partnerships	-	2,438
Other	145	184
Total non-operating expenses	1,586	5,673
Ordinary profit	1,163,255	1,012,996
Extraordinary income		
Gain on sale of investment securities	1,393	2,964
Reversal of allowance for doubtful accounts	_	19,000
Reversal of provision for loss on guarantees	7,992	12,028
Other	318	259
Total extraordinary income	9,703	34,252
Extraordinary losses		·
Loss on sale and retirement of non-current assets	2,503	6,608
Total extraordinary losses	2,503	6,608
Profit before income taxes	1,170,455	1,040,639
Income taxes - current	367.255	321,999
Income taxes - deferred	33,096	31,552
Total income taxes	400,352	353,551
Profit	770,102	687,088
Profit attributable to non-controlling interests	45,635	46,061
Profit attributable to owners of parent	724,466	641,026

# (3) Consolidated Statement of Comprehensive Income

		(Thousands of yen)
	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024
Profit	770,102	687,088
Other comprehensive income		
Valuation difference on available-for-sale securities	(12,826)	1,389
Remeasurements of defined benefit plans, net of tax	(45,290)	147,243
Total other comprehensive income	(58,116)	148,633
Comprehensive income	711,985	835,721
Comprehensive income attributable to		
Comprehensive income attributable to owners of parent	672,317	790,771
Comprehensive income attributable to non-controlling interests	39,668	44,950

# (4) Consolidated Statement of Changes in Equity

Fiscal year ended March 31, 2023

					(Thousands of ye
			Shareholders' equity		
-	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	1,772,000	2,409,619	7,159,864	(187,045)	11,154,437
Changes during period					
Dividends of surplus			(428,864)		(428,864)
Profit attributable to owners of parent			724,466		724,466
Purchase of treasury shares				(90,300)	(90,300)
Disposal of treasury shares		2		10	13
Net changes in items other than shareholders' equity					
Total changes during period	-	2	295,602	(90,289)	205,315
Balance at end of period	1,772,000	2,409,621	7,455,466	(277,334)	11,359,753

	Accumulat	ed other comprehens	ive income			
	Valuation difference on available-for-sale securities	Remeasurements of defined benefit plans	Total accumulated other comprehensive income	Share acquisition rights	Non-controlling interests	Total net assets
Balance at beginning of period	7,607	37,286	44,893	14,217	303,923	11,517,472
Changes during period						
Dividends of surplus						(428,864)
Profit attributable to owners of parent						724,466
Purchase of treasury shares						(90,300)
Disposal of treasury shares						13
Net changes in items other than shareholders' equity	(6,859)	(45,290)	(52,149)	(318)	40,554	(11,913)
Total changes during period	(6,859)	(45,290)	(52,149)	(318)	40,554	193,402
Balance at end of period	748	(8,003)	(7,255)	13,898	344,478	11,710,874

### Fiscal year ended March 31, 2024

(Thousands of yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	1,772,000	2,409,621	7,455,466	(277,334)	11,359,753
Changes during period					
Dividends of surplus			(864,007)		(864,007)
Profit attributable to owners of parent			641,026		641,026
Purchase of treasury shares				(400,100)	(400,100)
Disposal of treasury shares (exercise of share acquisition rights)		1,249		23,429	24,679
Net changes in items other than shareholders' equity					
Total changes during period	_	1,249	(222,981)	(376,670)	(598,402)
Balance at end of period	1,772,000	2,410,871	7,232,485	(654,005)	10,761,351

	Accumulated other comprehensive income					
	Valuation difference on available-for-sale securities	Remeasurements of defined benefit plans	Total accumulated other comprehensive income	Share acquisition rights	Non-controlling interests	Total net assets
Balance at beginning of period	748	(8,003)	(7,255)	13,898	344,478	11,710,874
Changes during period						
Dividends of surplus						(864,007)
Profit attributable to owners of parent						641,026
Purchase of treasury shares						(400,100)
Disposal of treasury shares (exercise of share acquisition rights)						24,679
Net changes in items other than shareholders' equity	2,501	147,243	149,744	(2,849)	44,950	191,845
Total changes during period	2,501	147,243	149,744	(2,849)	44,950	(406,556)
Balance at end of period	3,249	139,239	142,488	11,049	389,428	11,304,318

# (5) Consolidated Statement of Cash Flows

	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024
ash flows from operating activities		
Profit before income taxes	1,170,455	1,040,639
Depreciation	91,431	110,710
Amortization of goodwill	58,477	69,369
Loss (gain) on sale and retirement of non-current assets	2,503	6,608
Loss (gain) on sale of investment securities	(1,393)	(2,964
Increase (decrease) in provision for bonuses	46,969	(12,765
Increase (decrease) in allowance for doubtful accounts	43	(19,923
Decrease (increase) in retirement benefit asset	(92,431)	(79,791
Increase (decrease) in provision for loss on guarantees	(7,992)	(12,028
Interest and dividend income	(2,989)	(3,654
Interest expenses	921	2,513
Loss (gain) on investments in investment partnerships	—	2,438
Decrease (increase) in trade receivables	102,060	(159,606
Decrease (increase) in inventories	6,983	4,170
Increase (decrease) in trade payables	(105,266)	(39,553
Increase (decrease) in advances received	23,580	42,919
Decrease (increase) in other assets	10,219	(1,171
Increase (decrease) in other liabilities	128,460	14,172
Other, net	(182,172)	90,755
Subtotal	1,249,861	1,052,839
Interest and dividends received	2,881	3,818
Interest paid	(950)	(2,299
Income taxes refund (paid)	(297,667)	(422,126
Net cash provided by (used in) operating activities	954,124	632,233
ash flows from investing activities		
Payments into time deposits	(2,400)	(2,400
Proceeds from withdrawal of time deposits	1,200	1,200
Purchase of securities	(3,500,000)	(7,700,000
Proceeds from sale and redemption of securities	2,700,000	7,400,000
Proceeds from sale and redemption of investment securities	1,791	3,289
Payments for investments in capital	(35,000)	(15,000
Purchase of property, plant and equipment and intangible assets	(155,845)	(160,802
Payments of guarantee deposits	(99,935)	(5,760
Proceeds from refund of guarantee deposits	8,965	30,304
Purchase of shares of subsidiaries resulting in change in		
scope of consolidation	(4,196)	=
Other, net	(11,424)	10,044
Net cash provided by (used in) investing activities	(1,096,845)	(439,123
ash flows from financing activities		
Proceeds from sale of treasury shares resulting from exercise of share acquisition rights	_	22,089
Purchase of treasury shares	(90,300)	(400,100
Dividends paid	(428,089)	(862,101
Other, net	(64,422)	12,027
Net cash provided by (used in) financing activities	(582,812)	(1,228,085
et increase (decrease) in cash and cash equivalents	(725,533)	(1,228,083)
		(1.034.9/3
ash and cash equivalents at beginning of period	7,399,416	6,673,882

## **VII.** Corporate Data

#### Basic Information (as of April 1, 2024)

Trade name: Founded: Established: Listed market:

Listed: Business year: Share capital: Number of employees: Group companies:

Osaka Headquarters: Tokyo Headquarters:

Telephone:

#### Directors (as of June 25, 2024)

President and Chief Executive Officer	Takahiko
Executive Vice President	Yoshikun
Senior Managing Director	Norihito
Senior Managing Director	Masaru V
Senior Managing Director	Itaru Oku
Managing Director	Masahiro
Director* (Audit and Supervisory Committee Member)	Ryo Ichio
Director* (Audit and Supervisory Committee Member)	Hiroshi K
Director* (Audit and Supervisory Committee Member)	Maki Im

\* Outside Director

TANABE CONSULTING GROUP CO., LTD. October 16, 1957 April 1, 1963 The Prime Market of Tokyo Stock Exchange (Securities Code: 9644) September 28, 2016 From April 1 to March 31 1,772 million yen 679 persons (consolidated) TANABE CONSULTING CO., LTD. Leading Solutions Co., Ltd. Growin' Partners Inc. JAYTHREE, Inc. Kartz Media Works, Inc. 3-3-41 Miyahara, Yodogawa-ku, Osaka Tekko Building 9th Floor, 1-8-2 Marunouchi, Chiyoda-ku, Tokyo +81-6-7177-4000

Takahiko Wakamatsu Yoshikuni Nagao Norihito Minamikawa Masaru Warata Itaru Okumura Masahiro Matsunaga Ryo Ichida Hiroshi Kanbara Maki Imura

#### Stock Status (as of March 31, 2024)

Total number of shares authorized:	70,000,000 shares
Total number of shares issued:	17,508,400 shares
Number of shareholders:	7,582

Major shareholders (Top 12)		(as of March 31, 2024)
Shareholder name	Number of shares held (Thousands of shares)	Share-holding ratio (%)
Jiro Tanabe	1,895	11.4
Yoichiro Tanabe	1,650	9.9
Toki Narazaki	1,587	9.5
HIKARI TSUSHIN, INC.	893	5.4
The Master Trust Bank of Japan, Ltd. (Trust Account)	731	4.4
Shinichi Ueda	503	3.0
Tanabe Consulting Group Employee Share Ownership Scheme	481	2.9
SMBC Trust Bank Ltd. Designated Securities Trust	404	2.4
Hitoshi Kimoto	320	1.9
Emi Tanabe	235	1.4
Soichiro Tanabe	235	1.4
Noriko Tanabe	235	1.4

Notes: 1. Treasury shares (817,848 shares) are excluded from the above major shareholders (Top 12).

2. The above share-holding ratio is calculated after reduction of the number of treasury shares (817,848 shares).

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