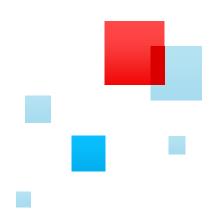
# We will remain your best partner over 100 years

We are a comprehensive asset consulting firm that protects your assets and future.

# **Explanatory Materials for**

# Financial Results for the Nine Months Ended September 30, 2024

# Fiscal Year Ending December 31, 2024





Securities Code: 8929

Aoyama Zaisan Networks Co., Ltd.

Aoyama Zaisan Networks Company, Limited

November 14, 2024

# **Topics of Financial Results for the Nine Months**

Topic 01

**AZN Group's Acceptance of Chester Group** 

Topic 02

**Acquisition of treasury stock** 

# **AZN Group's Acceptance of Chester Group**



# 株式会社青山財産ネットワークス

Aoyama Zaisan Networks Company, Limited





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#### **Key Point**

AZN Group merged Chester Co., Ltd., Chester Life Partner Co., Ltd., Chester Consulting Co., Ltd. and Urban Crest Co., Ltd.,

also formed business alliance with Chester Judicial Scrivener Corporation, Chester Administrative Scrivener Corporation, and Chester Tax Corporation.

AZN Group aims to further enhance and expand its business as a "pioneer of the business for the wealthy" by accepting Chester Group.

# **Overview of Chester Group**

Chester Group is a group of experts related to inheritance.

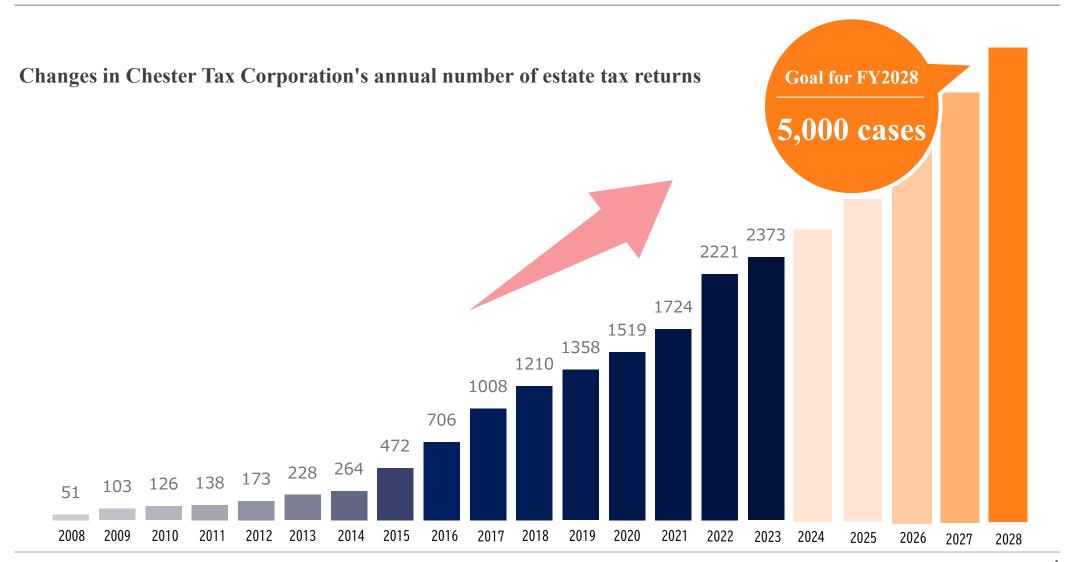
The group has 14 offices nationwide and filed 2,373 inheritance tax returns in FY2023, one of the highest in the industry.



Representative	Masaaki Fukutome, Yoshihiro Aramaki			
Founded	June 2, 2008	Annual results	2,373 cases (actual results in FY2023)	
No. of employees	About 386 (in total) / About 268 (Chester Tax Corporation (non-consolidated)) As of November 2024			
Locations	14 locations nationwide (9 locations in Kanto, Osaka, Nagoya, Fukuoka, Kobe, Kyoto)			

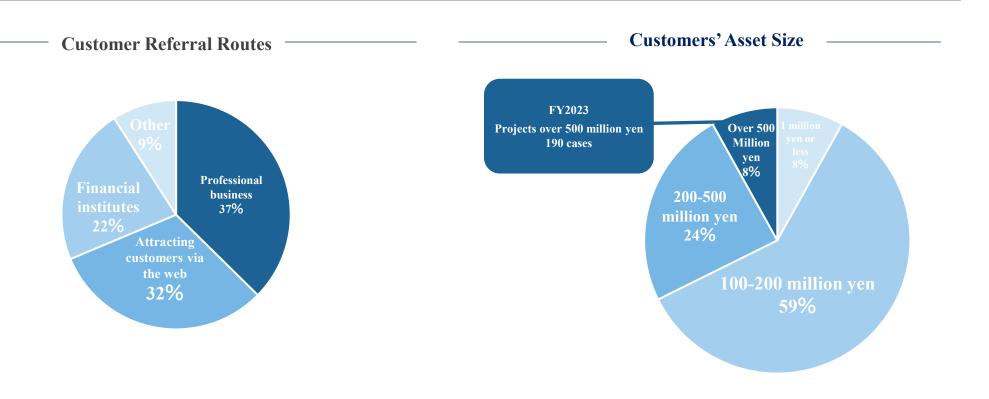
#### Changes in Chester Tax Corporation's Annual Number of Estate Tax Returns

The company has achieved significant growth since its foundation in 2008, with the goal of achieving 5,000 cases per year by FY2028.



# Chester Tax Corporation's Customer Referral Routes and Asset Size

- Chester Group's customer referral channels are diverse and its strength is that they are not dependent on any specific route.
- AZN's referral channels are centered on financial institutions such as megabanks, regional banks, and credit unions, but Chester Group has a variety of referral channels, including websites, the professional services industry, and securities companies.



Total: 2,373 cases (Number of inheritance tax returns received and filed by Chester Tax Corporation in FY2023)

# Synergies from the Acceptance of Chester Group

- Increasing opportunities to provide estate consulting services to those who have completed their estate tax returns
- Providing inheritance tax returns and additional services related to inheritance procedures to our financial institutions and other clients
- 103 Increasing opportunities to provide prenatal estate consulting services
- By bringing people with strengths in estate tax returns and inheritance procedures into AZN Group, growth is expected to be accelerated through the enhancement of the Group's human capital
- AZN Group consists of 435 employees, but with the acceptance of Chester Group, the group now has 821 employees

With the anticipated growth of Chester Group, we expect to generate a return on our investment well in excess of the cost of capital.

We also plan to further increase investment returns by realizing the above synergies as soon as possible.

# **Acquisition of Treasury Stock**

Total number of shares acquired	1,250,000 shares (at most) (Percentage of total number of shares issued (excluding treasury stock: 5.12%)
Total amount of shares acquired	2,100 million yen (at most)
Acquisition period	November 15, 2024 – May 14, 2025
Reasons for acquisition	<ul> <li>①Implementation of M&amp;A and capital and business alliances for growth</li> <li>②Strengthening partnerships with close business partners</li> <li>③Retirement of treasury stock for the purpose of returning profits to shareholders</li> <li>④Utilization in incentive plans</li> </ul>

# The ideal way of doing business Aoyama Zaisan Networks is aiming for:



# "To be a leading expert on the business for the wealthy"



- Wealth advisors who provide advice on a holistic view of various assets.
- Client partners who can consult more than anyone else and help clients solve their problems.

#### **Contents**

- 1 Financial Results for the Nine Months Ended September 30, 2024
- 2 Shareholder Return Policy
- 3 Appendix

# Section 1

# Financial Results for the Nine Months Ended September 30, 2024

- Highlights of Consolidated Financial Results
- Actual PL In Case of Adopting the Net Amount Method
- Breakdown of Changes in Operating Profit
- Changes in Gross profits of Asset Consulting and Real Estate Transactions
- Changes in Net Sales of Asset Consulting
- Net Sales by Segment
- BS Highlights

# **Highlights of Consolidated Financial Results**

• Both asset consulting and real estate transactions steadily increased, and profits at all levels significantly increased.

Unit : Million yen	FY2023 Q3	FY2024 Q3	Change	Full-year Forecast	Percentage of progress toward full-year financial results forecasts
Net sales	25,699	31,909	24.2%	38,000	84.0%
Asset consulting	4,588	5,922	29.1%	8,000	74.0%
Real estate transactions	21,111	25,987	23.1%	30,000	86.6%
Cost of sales	21,603	27,050	25.2%	-	-
Gross profit	4,096	4,859	18.6%	-	_
Gross profit ratio	15.9%	15.2%	-	-	_
Selling, general and administrative expenses	2,274	2,447	7.6%	-	-
Operating profit	1,821	2,412	32.4%	3,500	68.9%
Operating profit ratio	7.1%	7.6%	-	-	-
Ordinary profit	1,947	2,384	22.5%	3,400	70.1%
Profit attributable to owners of parent	1,267	1,689	33.3%	2,240	75.4%

# **Five-Year Changes in Consolidated Financial Results**

Unit: Million yen	FY2020 Q3	FY2021 Q3	FY2022 Q3	FY2023 Q3	FY2024 Q3
Net sales	11,304	17,958	28,033	25,699	31,909
Asset consulting	4,129	4,106	4,393	4,588	5,922
Real estate transactions	7,174	13,852	23,640	21,111	25,987
Cost of sales	8,926	14,745	24,058	21,603	27,050
Gross profit	2,377	3,213	3,975	4,096	4,859
Gross profit ratio	21.0%	17.9%	14.2%	15.9%	15.2%
Selling, general and administrative expenses	1,641	1,811	2,309	2,274	2,447
Operating profit	736	1,402	1,665	1,821	2,412
Operating profit ratio	6.5%	7.8%	5.9%	7.1%	7.6%
Ordinary profit	643	1,361	1,602	1,947	2,384
Profit attributable to owners of parent	350	1,177	1,064	1,267	1,689

# Actual PL — In the Case of Adopting the Net Amount Method

# Maintaining actual high level operating profit ratio

For accounting purposes, net sales of real estate transactions such as those of ADVANTAGE CLUB are generally presented as a total amount.

However, our PL based on our actual situation is as shown in the table below, and we are profitable as a consulting firm.

We believe that this disclosure of actual conditions will provide useful information for investors.

Unit: Million yen	FY2020 Q3	FY2021 Q3	FY2022 Q3	FY2023 Q3	FY2024 Q3
Net sales*	5,185	5,719	6,724	6,983	8,496
Asset consulting	4,129	4,106	4,393	4,588	5,922
Real estate transactions	1,055	1,613	2,331	2,395	2,574
Cost of sales*	1,460	937	1,190	1,155	1,646
Gross profit	3,725	4,782	5,534	5,827	6,849
Gross profit ratio	71.8%	83.6%	82.3%	83.5%	80.6%
Operating profit	736	1,402	1,665	1,821	2,412
Operating profit ratio	14.2%	24.5%	24.8%	26.1%	28.4%

<sup>\*</sup> Net sales were calculated by netting the net sales related to real estate purchases and sales out of the net sales for accounting purposes (Cost of sales related to real estate purchases are offset against net sales) Cost of sales was calculated by deducting cost of sales related to real estate purchases and personnel costs recorded in cost of sales from the accounting cost of sales.

# (Reference) Explanation of the Case for Adopting the Net Actual PL Method Presented on the Previous Page

For accounting purposes, there are two methods of presenting sales of real estate transactions: gross or net. Actual PL is presented when the net method is used, where sales represent the difference between property sales and the cost of property purchases. In addition, our personnel costs are included in both cost of sales and SG&A expenses, but are shown as SG&A expenses in the actual PL to make them easier to understand. As mentioned above, the Company uses the gross amount method in its disclosures, but uses the net amount method for internal administrative purposes.

Unit: Million yen	Accounting PL in 3Q of FY2024	Reclassification	Actual PL in 3Q of FY2024
Net sales	31,909	▲23,412	8,496
Asset consulting	5,922		5,922
Real estate transactions	25,987	▲23,412	2,574
Cost of sales	27,050	<b>▲</b> 25,403	1,646
Personnel costs	1,990	<b>▲</b> 1,990	-
Property purchase costs	23,412	▲23,412	-
Other	1,646		1,646
Gross profit	4,859	+1,990	6,849
Selling, general and administrative expenses	2,447	+1,990	4,437
Operating profit	2,412		2,412

<sup>\*</sup>The following reclassifications were made from the accounting PL to the actual PL.

As a result, net sales were deducted from the accounting PL by 31,909 million yen, resulting in the actual PL of 8,496 million yen.

In addition, the cost of sales was deducted from the real estate purchase cost of 23,412 million yen and personnel costs of 1,990 million yen, resulting in the actual PL of 1,646 million yen. Selling, general and administrative expenses added 1,990 million yen in personnel costs included in cost of sales, and amounted to 4,437 million yen in the actual PL.

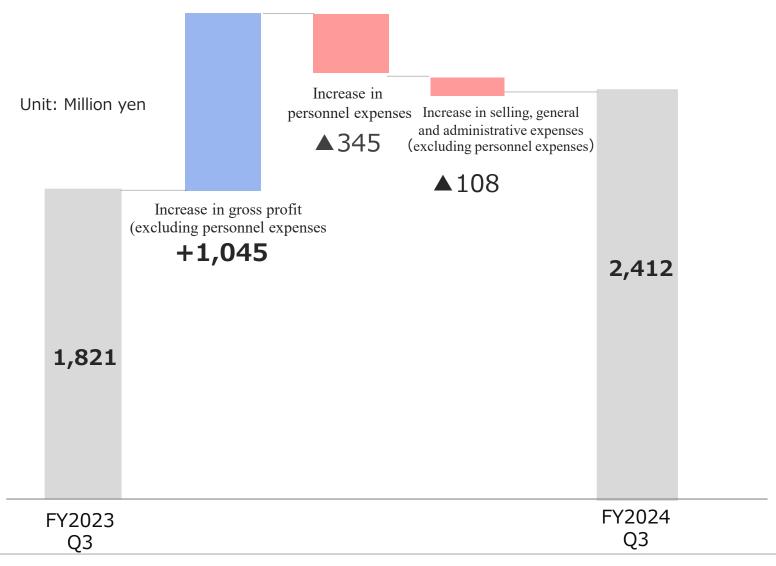
For operating profit, both the accounting PL and actual PL were the same.

<sup>•</sup> Real estate transaction sales of 25,987 million yen and real estate purchase costs of 23,412 million yen included in cost of sales of 27,050 million yen were offset.

<sup>•</sup> Personnel costs were included in the cost of sales and selling, general and administrative expenses in the accounting PL. In the actual PL, personnel costs of 1,990 million yen included in the cost of sales were included in selling, general and administrative expenses.

# **Breakdown of Changes in Operating Profit**

• Significant increase in gross profit (excluding personnel costs) due to significant increase in sales of high-margin asset consulting services.



# **Changes in Gross Profits of Asset Consulting and Real Estate Transactions**

#### ■ Asset consulting

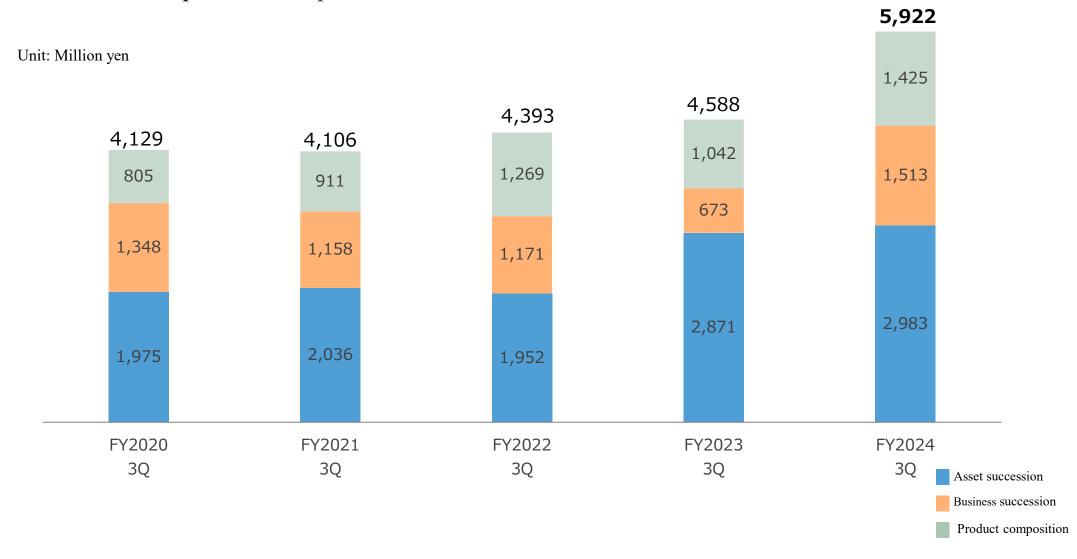
Unit: Million yen	FY2020 Q3	FY2021 Q3	FY2022 Q3	FY2023 Q3	FY2024 Q3
Net sales	4,129	4,106	4,393	4,588	5,922
Cost of sales	2,295	2,032	2,497	2,543	3,279
Gross profit	1,833	2,073	1,896	2,044	2,642
Gross profit ratio	44.4%	50.5%	43.2%	44.6%	44.6%

#### ■ Real estate transactions

Unit: Million yen	FY2020 Q3	FY2021 Q3	FY2022 Q3	FY2023 Q3	FY2024 Q3
Net sales	7,174	13,852	23,640	21,111	25,987
Cost of sales	6,631	12,712	21,561	19,059	23,770
Gross profit	543	1,140	2,078	2,052	2,216
Gross profit ratio	7.6%	8.2%	8.8%	9.7%	8.5%

# **Changes in Asset Consulting Sales**

Sales were significantly higher than the previous year due to a significant increase in business succession and product composition sales.



# **Financial Results by Sales Category**

#### **Asset Consulting**

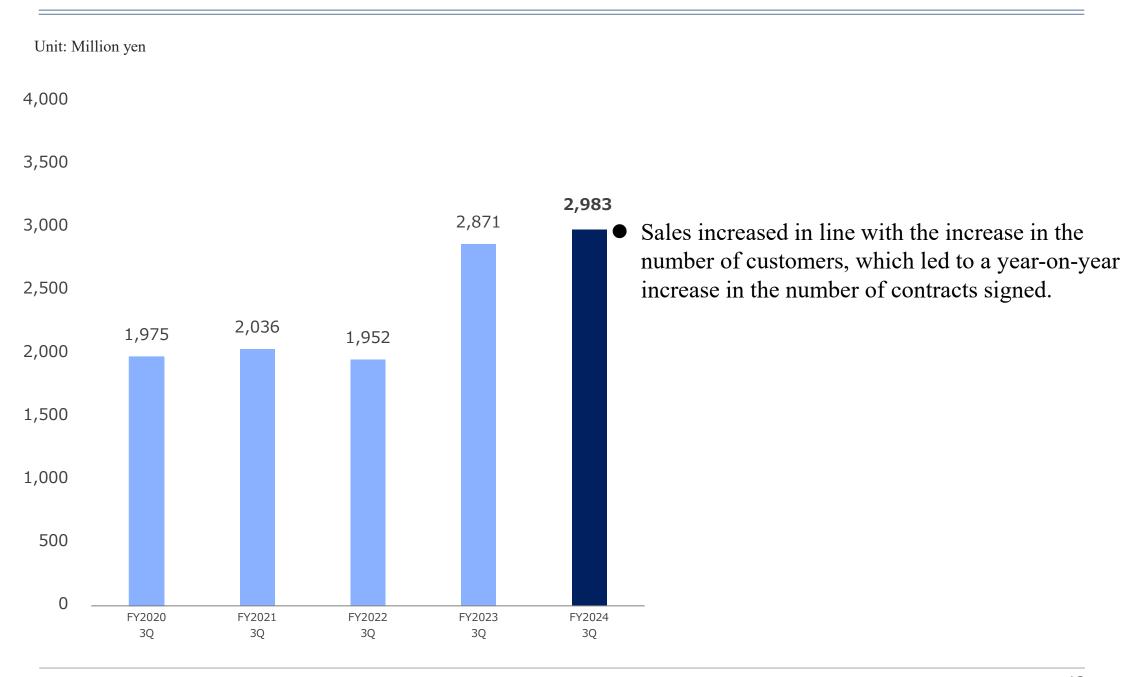
Sales from asset succession consulting for individual asset owners, business succession consulting for business owners, and sales from consulting on the development of proprietary products to manage and operate clients' assets are recorded in asset consulting.

#### **Real Estate Transactions**

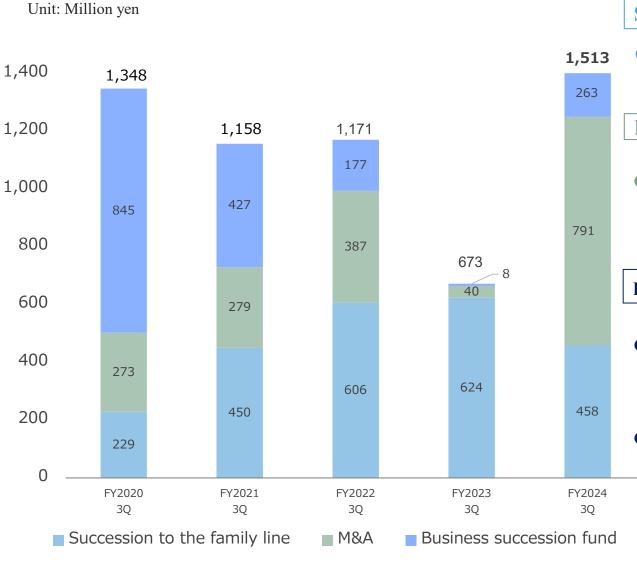
As part of asset consulting, the Company purchases real estate and develops products related to real estate for the purpose of meeting the asset management needs of its clients, and includes the sales of such products in real estate transactions. Rental income from real estate holdings is also recorded.

Unit : Million yen	FY2023 Q3	FY2024 Q3	1 Change	
Asset consulting	4,588	5,922	29.1%	
Asset succession	2,871	2,983	3.9%	P.19
Business succession	673	1,513	124.8%	P.20
Product composition, etc.	1,042	1,425	36.7%	P.21
Real estate transactions	21,111	25,987	23.1%	P.23
ADVANTAGE CLUB	15,871	21,629	36.3%	
STO	4,576	-	-	
Other real estate transactions	663	4,357	556.4%	
Total	25,699	31,909	24.2%	

# Asset Succession (for Individual Asset Owners))



# **Business Succession (for Business Owners)**



#### Succession to the family line

 Sales declined due to a decrease in large spot projects.

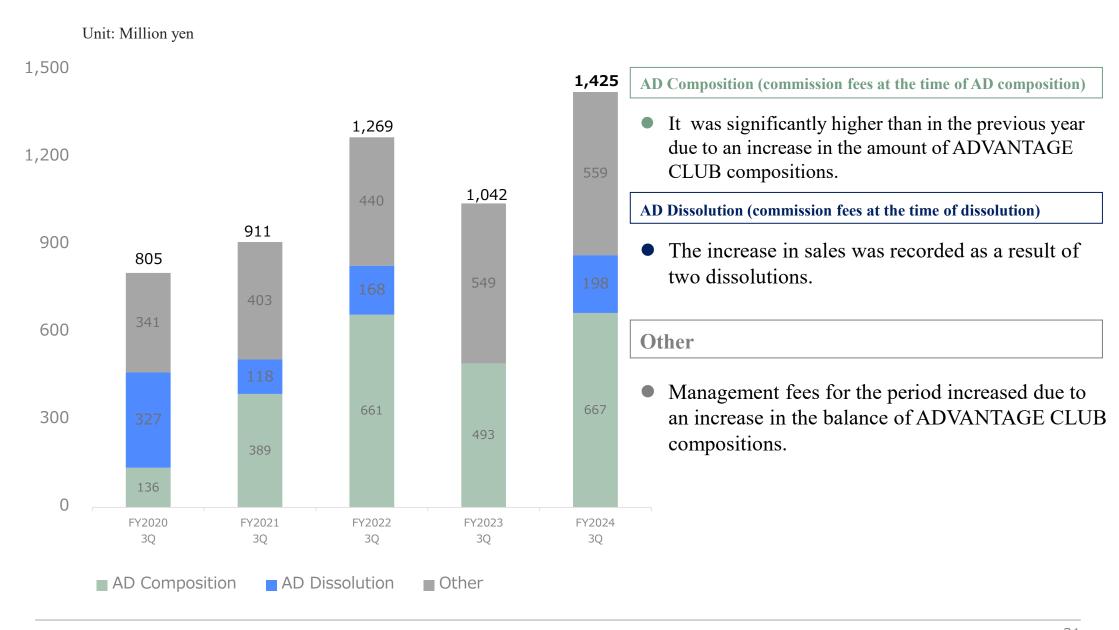
#### M&A (Third-party succession)

 Sales increased significantly due to the closing of several projects in addition to the closing of a large project.

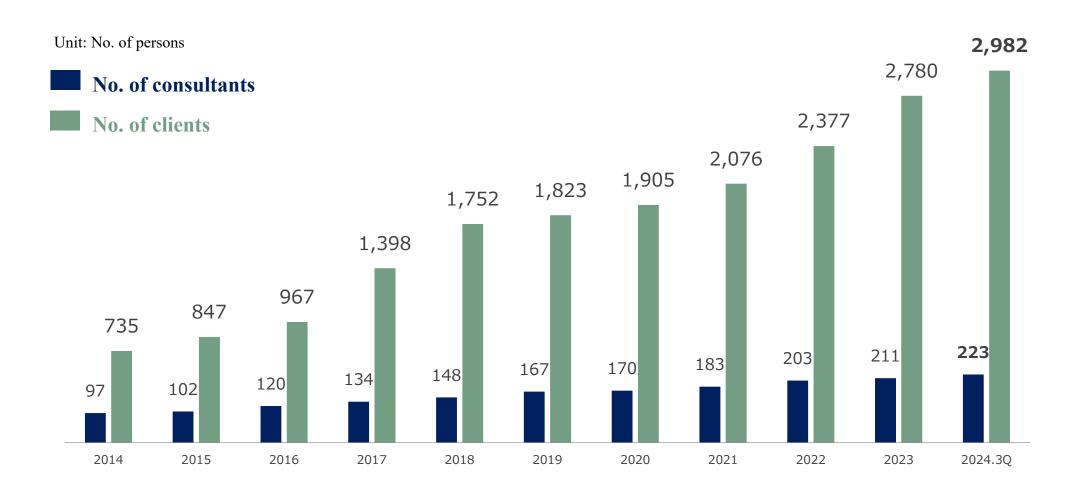
#### **Business succession fund (Discontinuation of business)**

- Two investments are expected to be recovered this fiscal year, and one investment has been recovered.
  - Referrals for financial improvement consulting projects from regional banks increased significantly. Entrustment as a business succession fund is scheduled to begin in earnest from the following year.

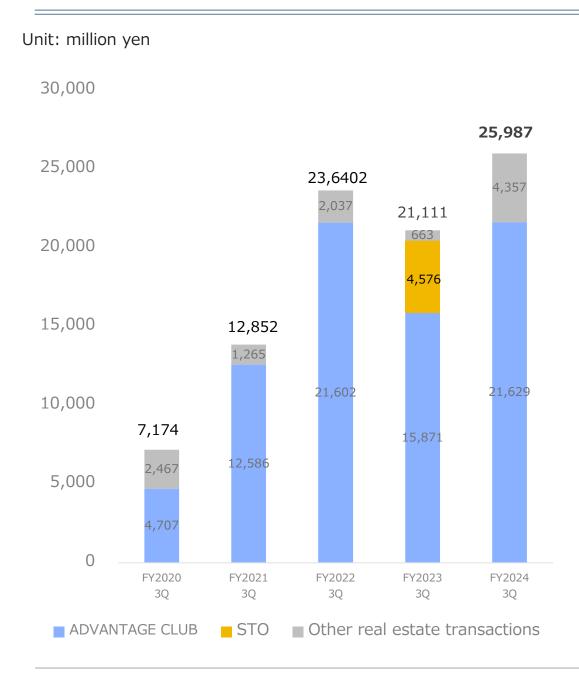
# **Product Composition, etc.**



# **Changes in Number of Consultants and Clients**



#### **Real Estate Transactions**



#### **ADVANTAGE CLUB (Real estate transaction)**

• Sales increased significantly due to a significant increase in the previous year's composition value. The results for this period were as follows.

• Feb.	AD Kudan Chidorigafuchi	2.82 billion yen
• Mar.	AD Hamamatsucho	2.78 billion yen
• Apr.	AD Kojimachi	2.76 billion yen
• May	AD Iidabashi Ekimae	2.26 billion yen
• Jun.	AD Shibuya Scramble Crossing 1st	4.46 billion yen
• Jul.	AD Shibuya Scramble Crossing 2nd	2.67 billion yen
· Sep.	AD Minato City Mita	3.84 billion yen

#### **STO**

No compositions were made during the period.

#### Other real estate transaction

 Rental income is recorded for the provision of properties other than ADVANTAGE CLUB and when the properties were owned.

# **BS** Highlights (Financial Strategies)

#### [Basic policy]

Funds are always available for flexible acquisition of real estate for sale and for the return of security deposits.

(However, the DOE target is set at the 10% level and the dividend continues to exceed the cost of capital of approximately 8%). From FY2024 onward, we will actively allocate to growth investments such as M&A, human resource investments, and system investments such as DX and AI.

#### [Inventory policy for properties for sale]

The composition of ADVANTAGE CLUB will be expanded, but the policy of completing the recruitment process in advance and composition ADVANTAGE CLUB on the same day as the purchase and settlement of the property, and the Company continues to follow a policy of no real estate inventory holding. There is no impact from interest rate hikes as the policy is to hold no real estate inventory.

In the third quarter, the Company sold real estate for lease and repaid interest-bearing debt to improve its Balance Sheet.

#### Total assets 23,491 million ven Interest-bearing liabilities 1,990 Residual borrowing period 12 years Other than the above Interest-bearing Cash and deposits liabilities 14,696 6,181 Other liabilities 5,734 ( of which, the security deposit is 2,595) Real estate for sale 1,677 Real estate for rent Net assets 9,584 2,171 (Equity ratio 40.4%) Other assets 4,945

End of FY2023

# Cash and deposits 15,315 Cash and deposits 5,215 Other liabilities 5,487 (of which, the security deposit is 2,893) Net assets 10,294 (Equity ratio 48.8%) Other assets 5,123 End of FY2024 O3

# Section 2

Shareholder Return Policy

#### **Shareholder Return Policy**

Dividend payout ratio of 50% or more

2 Introduction of progressive dividend policy\*

Maintaining DOE level above cost of equity

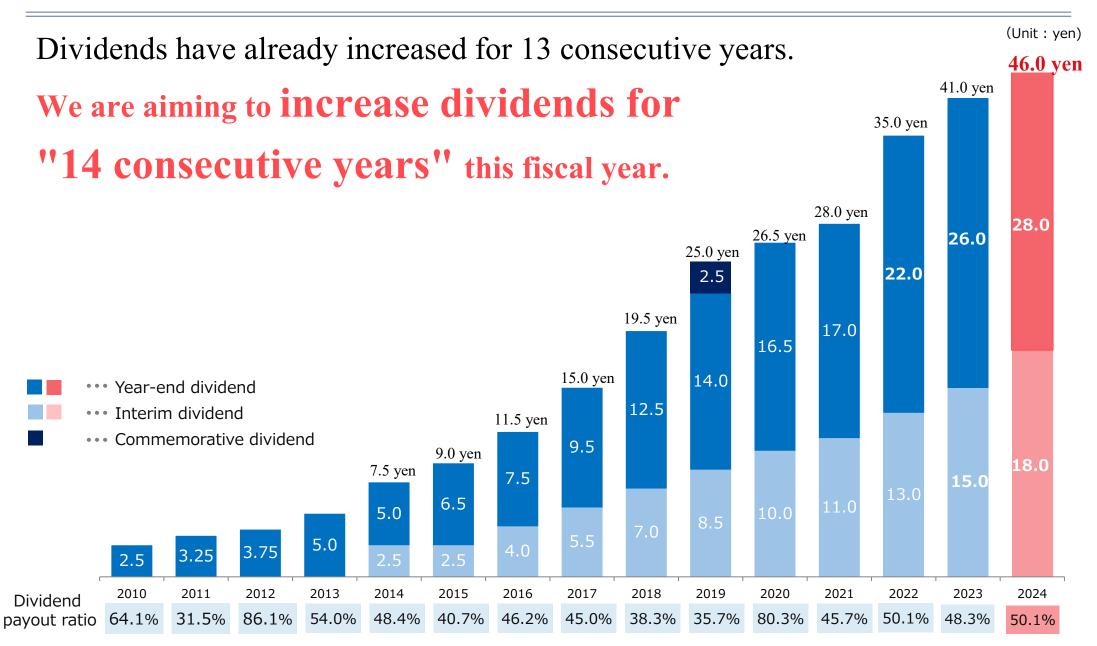
	FY2020	FY2021	FY2022	3-year average	Target
Dividend payout ratio	45.7%	50.1%	48.3%	48.0%	50% level
DOE	10.1%	11.0%	11.2%	10.8%	10% level

<sup>\*&</sup>quot;Progressive dividend policy" refer to a dividend policy whereby, in principle, dividends are not reduced, but are maintained or increased.

The Company has increased its dividend for 13 consecutive years since FY2011 and intends to continue to do so going forward.

In order to make it clear that the actual results will continue, the progressive dividend policy has been introduced. For details, please see the "Notice of Changes in Dividend Policy (Introduction of Progressive Dividend Policy)" disclosed today.

# **Changes in Dividends**



X On September 1, 2021, a stock split (two-for-one stock split) was implemented, and the dividend amount was replaced by a dividend amount that takes the split into account.

#### **Shareholder Benefit Schemes**

#### Shareholder benefit for shareholders at the end of June

No. of shares owned

More than **2,000** shares

Gifts worth 3,000 yen

or choose 1 item out of donated 2 items



**Details of special offers** 

**Details of special offers** 

----- In addition

Continuously owning 10,000 shares for at least 2 years

Common meal vouchers for Ukai Group or Ukai special beef

Each worth 20,000 yen



\*Conceptual image

#### Shareholder benefit for shareholders at the end of **December**

No. of shares owned

Newly owned more than 1,000 shares

----- In addition

QUO card worth 2,000 yer

\*For more information, please see the "Notice of Changes (Expansion) in the Shareholder Benefit Schemes" disclosed today.

■ Common meal vouchers for Ukai Group or Ukai special beef or

Vouchers to use facilities of Ukai Group

**Each worth 30,000** yen

Owning more than 30,000 shares



\* Conceptual image

# Section 3

**Appendix** 

# **Company Overview**

# **Company Profile**

Trade name	Aoyama Zaisan Networks Co., Ltd.
Listed market	Tokyo Stock Exchange Market Standard (Securities Code: 8929)
Head Office	3F Aoyama Tower Place, 8-4-14 Akasaka, Minato-ku Tokyo 107-0052 Tel: +81-3-6439-5800 (Main)
Incorporated	September 17, 1991
Capital	1,235,170,489 yen %as of June 30, 2024
No. of employees	318(Group) %as of June 30, 2024
Business line	Comprehensive individual asset consulting Business succession consulting Real estate solutions consulting
Major characteristics	<ul> <li>Listed company specializing in asset consulting and business succession consulting</li> <li>A group of more than 150 professionals from the real estate industry and financial institutions, including tax accountants, certified public accountants, and lawyers</li> <li>It has strengths in equity and shareholder solutions and real estate solutions</li> </ul>

# **Corporate History**

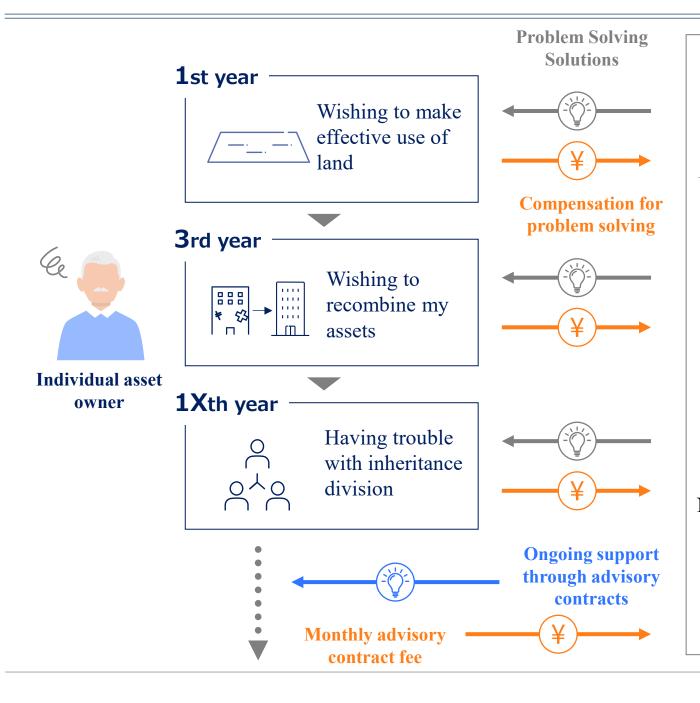
# **History of the Company**

	10000	1991	Sep.	Funai Zaisan Dock Inc was established as a group company of Funai Research Institute Co., Ltd.
	1990s	1999	Apr.	It changed its name to Funai Zaisan Consultants Co., Ltd.
		2002	May	ADVANTAGE CLUB started
	<b>2000</b> s	2004	Jul.	Listed on the Mothers market of the Tokyo Stock Exchange
		2008	Oct.	Management integration of Progest Holdings Co., Ltd.
		2011	Jan.	Established Aoyama Wealth Management Pte. Ltd.
		2012	Jul.	Funai Zaisan Consultants, Co., Ltd. changed its name to Aoyama Zaisan Networks Co., Ltd.
		2013	Oct.	Management integration of Japan Asset Research Institute Co., Ltd.
		2015	May	Market was changed to the Second Section of the Tokyo Stock Exchange.
		2016	Jan.	Shinsei Aoyama Partners (joint venture with Shinsei Bank, Ltd.) was established.
	<b>2010</b> s		Aug.	Established Business Succession Navigator Inc. as a joint venture with Japan M&A Center Inc.
	20105			(currently Next Navi Co., Ltd.)
		2017	May	PT Aoyama Zaisan Networks INDONESIA was established in the Republic of Indonesia
		2019	Oct.	Completed construction of "Komatsu A×Z Square," the first project for regional development
			Feb.	Formed capital and business alliance with Capital Asset Planning Co., Ltd.
			Dec.	Aoyama Zaisan Networks Kyushu Co., Ltd. established as a joint venture with HAC Group and Shinohara
				CPA Office Group.
		2020	Sep.	Appointed Chairman of the Council of Real Estate Specified Joint Enterprises
	<b>2020</b> s		Oct.	Established Aoyama Financial Service Co., Ltd.
		2021	Jan.	Established Aoyama Family Office Service Co., Ltd.
		2021	Sep.	The 30th anniversary of establishment Completed construction of TSURUGA POLT SQUARE otta, the second project for regional
		2022	Aug.	development

# **Management Objectives and Business Description**

Management objectives	Contributing to the happiness of our clients through the succession, operation, and management of their assets  Consultation on achieving optimal asset composition and maximizing cash flow  ( Comprehensive Asset consulting )			
Business description				
Client types	Individual asset owners (Landowners and financiers) Average assets: 1 billion yen	Business owners (Managers)		
	•			
Solutions	<ul> <li>Inheritance measures</li> <li>Effective use of real estate</li> <li>Extensive land utilization</li> <li>Real estate purchase and selling, etc.</li> </ul>	<ul> <li>Business succession (Successor support)</li> <li>M&amp;A</li> <li>Support for changing or closing a business</li> <li>Financial improvement and growth strategies, etc.</li> </ul>		
	ADVANTAGE CLUB, regional deversion of the Advantage of the Financial product consulting by IFA *Provided by Aoyama Financial Service Co., Ltd. (Kinchu) N			

#### **Business for Individual Asset Owners**





Optimal asset structure for each stage of life

# Consulting by building ongoing connections



No. of individual asset clients

Approx. 2,400

#### **Business for Business Owners**





## Long-term ongoing consulting

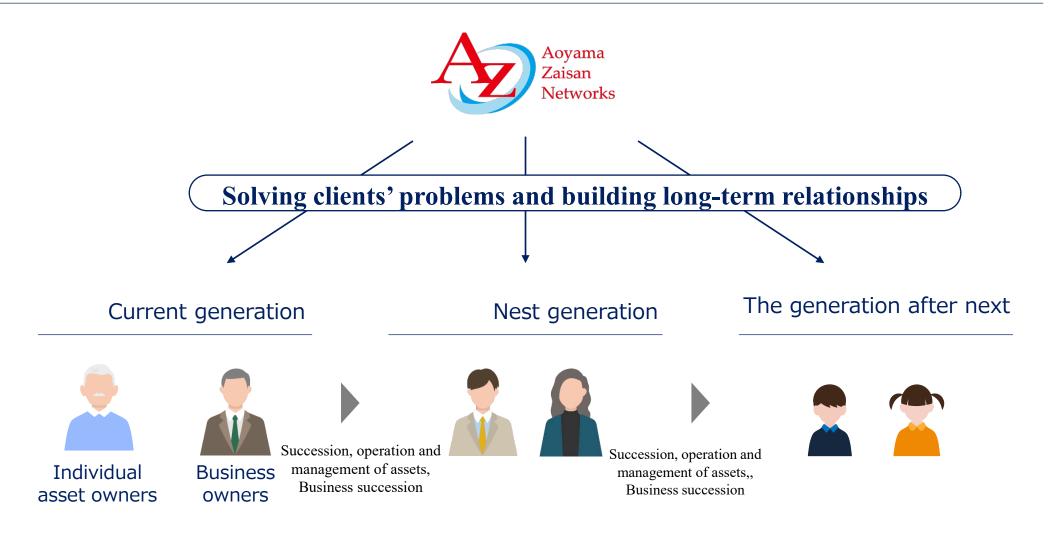
by resolving issues such as business succession and asset management at the most appropriate time for our clients



No. of business owner clients

approx. 500 persons

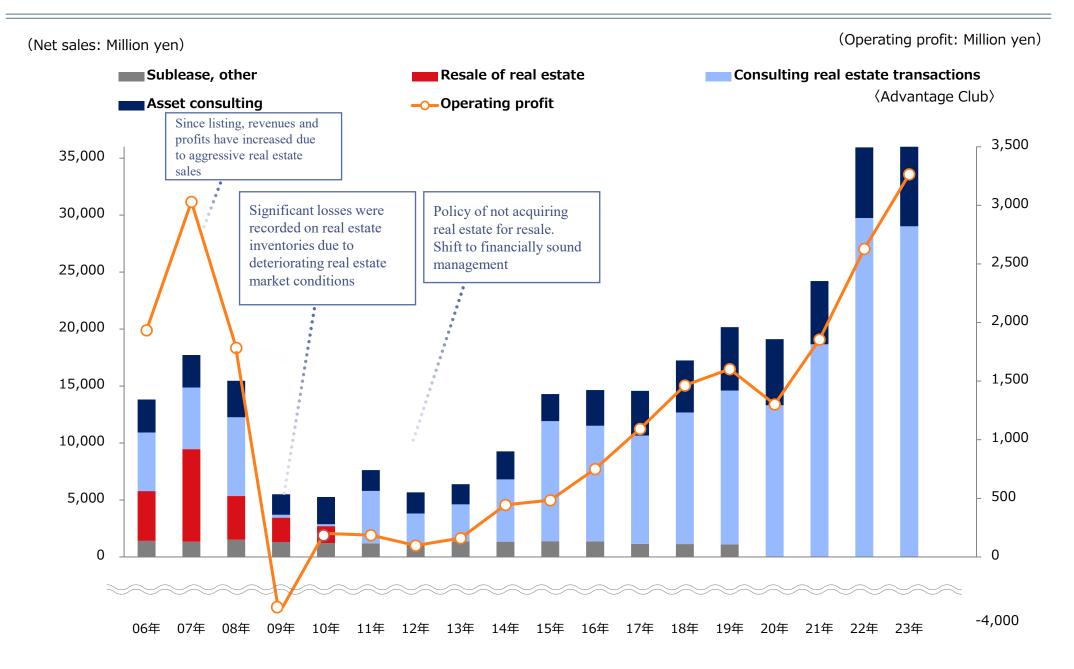
#### **Features of the Business Model**



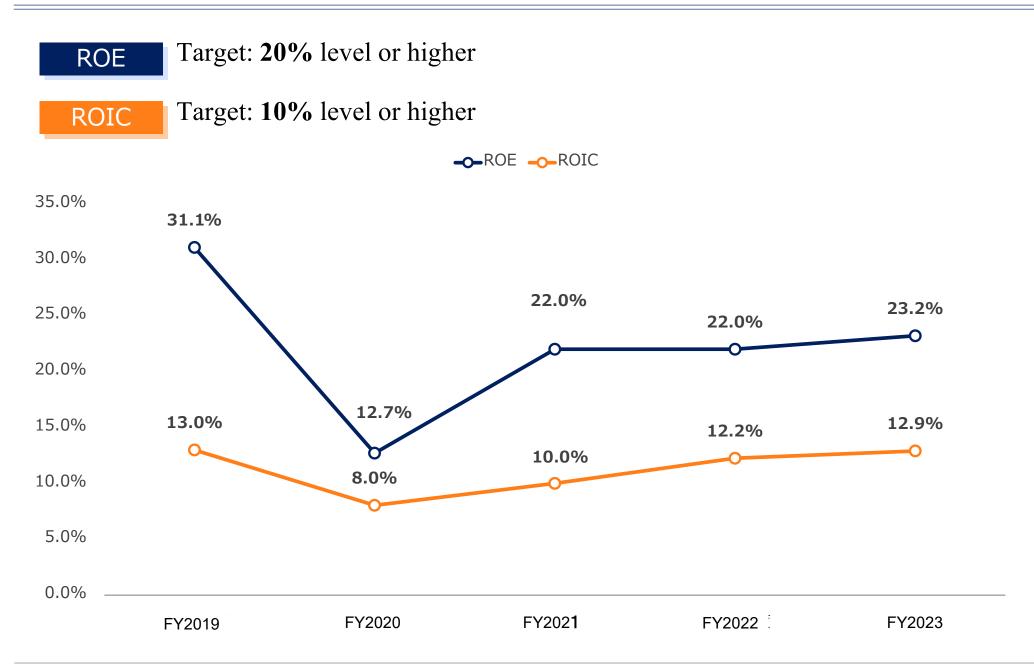
# The business model that generates profit over the long term

by consulting from the current generation to the next and beyond

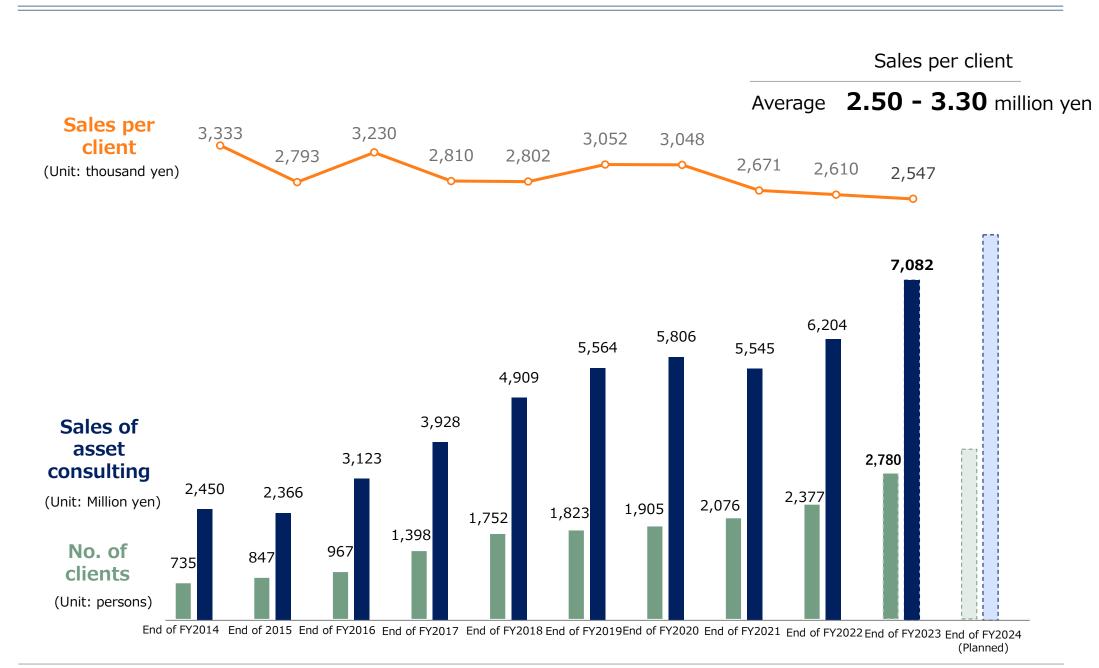
# **Net Sales and Operating Profit after Listing**



# **Changes in ROE and ROIC**



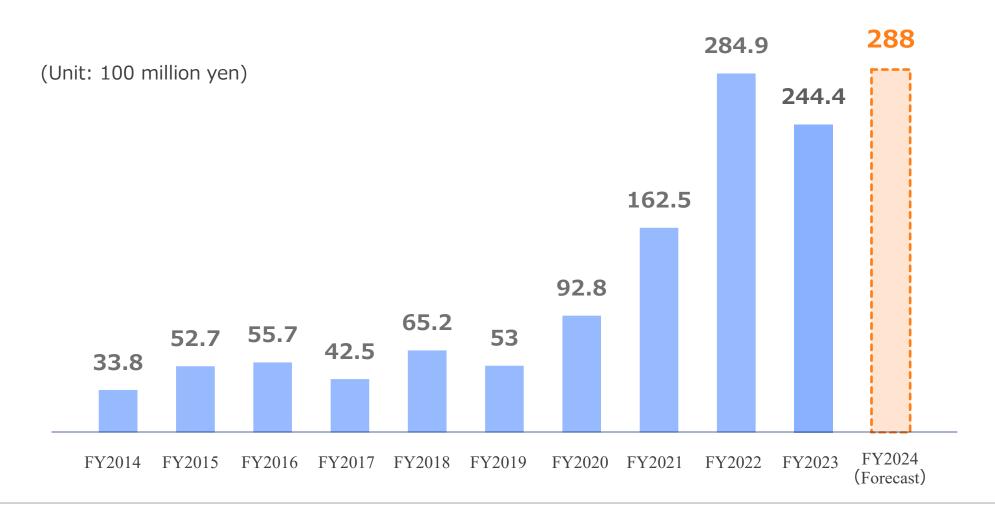
# Changes in number of clients, asset consulting sales, and sales per client



# **ADVANTAGE CLUB's Composition Results**

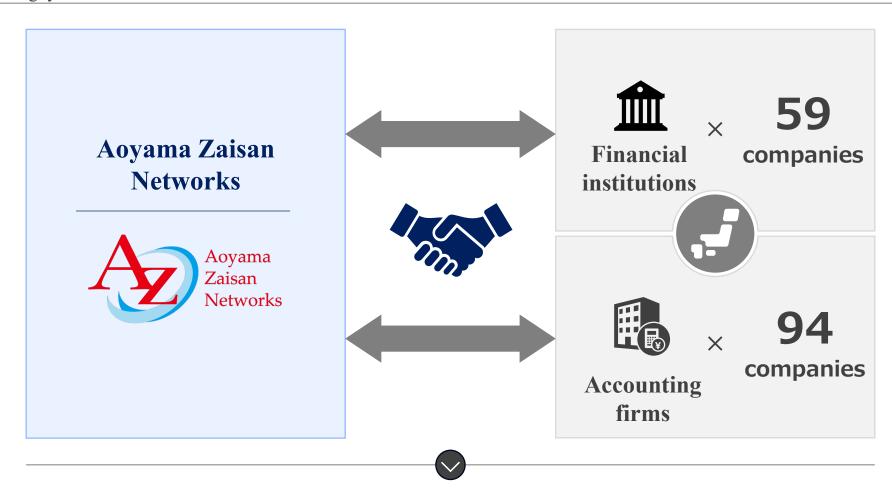
#### **POINT**

- Market share 46% Cumulative amount of composition 156.8 billion yen (As of the end of June 2024) \*Share of cumulative amount of compositions in voluntary partnership type under the Real Estate Specified Joint Enterprises Act. (As of the end of December 2023)
- The average return, including dividends and gains on sales, has remained steady at 6% per annum (actual results), making it an extremely competitive investment product.



#### **Cooperation with Financial Institutions and Accounting Firms** (As of the End of September 2024)

- We signed business matching agreements with 59 financial institutions
- We built the nationwide network of 94 tax and accounting firms, etc. (AZN Nationwide Network)
- Osaka Sales Office's Preparatory Room was established in September to expand cooperation with financial institutions located to the west of Nagoya.



#### **Publication of 3 Books**

- Published 3 books on inheritance and business succession.
- We will further strengthen our efforts to attract new clients through the book and publication seminars,

Released on October 30, 2021

後継者不在、
M&Aも
うまくいかない
ときに

必ず出口が見つかる
「縮小型事業承継と幸せな廃業」
株式会社 青山財産ネットワークス [編]

中小企業の社長が事業承継に
中小企業の社長が事業承継に
「協んだらまず開く本
「課題者がいない」このまま除けていても第3の氏管に干安から3 [対ける)
「対する場では、いこのまま除けていても第3の氏管に干安から3 [対ける]
「別き継ぎやすい規模にして承継する 縮小型事業承継
他人に迷惑をかけず経営者自身の生活も守る 幸せな廃業

FH工業制器は

Publisher: NIKKAN KOGYO SHIMBUN,LTD. Price: 1,500 yen (tax excluded)

The concept, measures, and case studies are introduced in an easy-to-understand manner to help managers of small and medium-sized enterprises find the best exit for their business, such as when they have concerns about business succession.

Released on November 11, 2021



Publisher: Nikkei Business Publications, Inc. Price: 1,600 yen (tax excluded)

When land-owning asset holders and family business owners are concerned about inheritance and succession, we introduce how to find the "best inheritance strategy" to solve their problems from "five perspectives" in line with the concept of "holistic optimization".

Released on February 1, 2022



Publisher: Nikkei Business Publications, Inc.

Price: 1,500 yen (tax excluded)

When family business owners are worried about inheritance and succession.... Through 19 examples of failures caused by measures without "thought," "understanding," and "appreciation," this book introduces tips on how to successfully promote business succession.

# **Conducting Seminars**

- Seminars on asset and business succession are regularly held.
- We will continue to further strengthen our contacts with new clients through seminars.













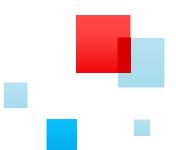








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The statements in this document regarding earnings forecasts and other forward-looking statements are forecasts based on judgments made in accordance with information available at the time this document was prepared, and involve potential risks and uncertainties. Accordingly, please be aware that actual results may differ from these forecasts due to various factors.