

# **Tosei Corporation**

Script of FY2021 Financial Results Presentation held on January 12, 2022 (Q&A session included)

\* Please note that as this is a flash report, presentation materials are in Japanese. The full English version will be posted at a later date.

# **Event Summary**

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[Participants]

[Number of Speakers] 2

Seiichiro Yamaguchi President, CEO Noboru Hirano Director, CFO

# **Presentation**

**Moderator**: Thank you very much for taking time out of your busy schedule to join us today. We will start Tosei Corporation's financial results briefing for the fiscal year ended November 2021.

I would like to introduce today's speakers. Seiichiro Yamaguchi, President and CEO. Noboru Hirano, Director, CFO.

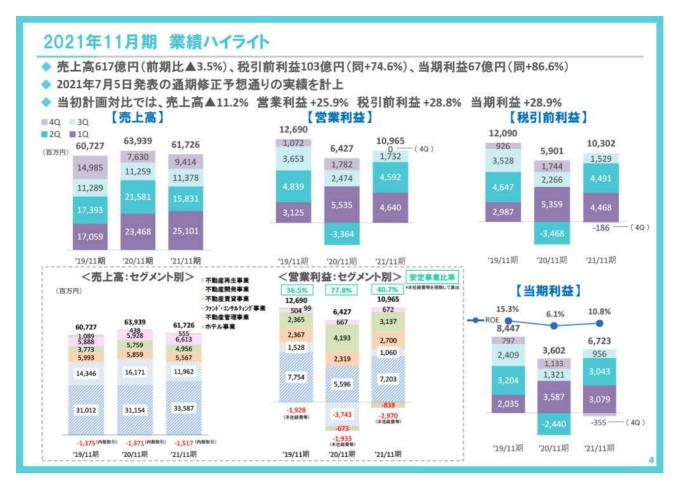
Mr. Hirano, Director, CFO, will now provide an overview of the financial results for the fiscal year ended November 2021, which begins on page 3 of the financial results presentation.

# 1.2021年11月期の決算概要 -2022年11月期より『不動産流動化事業』を『不動産再生事業』に名称変更致しました。 当資料では、資料内の混合を避けるため、2021年11月期の決算内容におきましても新名称にて事業セグメントを記載しております。事業の内容に変更はございません。

**Hirano**: I would now like to explain the summary of financial results for the fiscal year ended November 2021, which starts on page 3.

First of all, as written in the middle of this page, our company used to be called the Securitization Business, but from this new fiscal year, we have changed the name to the Revitalization Business. The materials I will explain today include the contents of the previous fiscal year, but I would like to refer to all of them as the Revitalization Business.

\*In English, the segment has been known as the "Revitalization Business" and will remain the same.



First of all, please refer to the business highlights on page 4.

Overall revenue was JPY61.7 billion, a slight decrease of 3.5% from the same period last year, but as you can see in the bar graph on the upper right, income before income taxes was JPY10.3 billion, an increase of 74.6% from the previous year.

We were able to achieve a profit before tax that exceeded the initial plan by about 30%.

The bar graph of profit before tax in the upper right-hand corner is color-coded by quarter, and the figure for 4Q is a negative JPY180 million.

In 4Q, we postponed the sales in Revitalization and Development Business, which are Trading Businesses, to the next fiscal year and beyond as much as possible, and on the other hand, normal SG&A expenses were recorded in 4Q due to the opening of new hotels and expenses associated with M&A activities, which I will explain later. As a result, we posted a loss in 4Q alone. This is as we planned.



Please skip 1 page, and move on to page 6, where we will explain the results by segment. This is the Revitalization Business.

We ended the quarter with revenue of JPY33.5 billion, a 7.8% increase over the same period last year. Operating income also increased by 28% YoY to JPY7.2 billion. And since we thought the initial plan would be a little lower than the previous fiscal year, we ended up with a 41% increase compared to the initial plan.

It should be noted that the bar graph on the left side is color-coded according to the asset type, please look at the light green part. In terms of figures, JPY1.3 billion was recorded since the Princess Group, which newly joined the Group through M&A, is selling classified condominiums and contributed for 2 months this fiscal year. From next fiscal year onward, this will contribute to the full year.



Next, about the development project on page 7.

Revenue were JPY11.9 billion, down 26% YoY, and if you look at the bar graph on the left, you can see that the item sold are color-coded by asset types.

Although we sold condominiums in the previous fiscal year and the year before last, we had no plans to sell condominiums this fiscal year, so we sold detached houses, a logistics facility, and a commercial facility, resulting in JPY11.9 billion.

On the other hand, operating profit, which was significantly negative in the previous fiscal year, became positive in the current fiscal year. We ended up with an increase of about 20% compared to our original plan, so we were able to make good progress.



On page 8, about new purchases for the Revitalization and Development projects that I just mentioned.

As you can see in the bar graph, we have purchased properties that will generate JPY80.8 billion in future revenue on a delivered basis. On a contract basis, it has advanced to JPY88.7 billion.

The plan for this fiscal year was JPY80 billion, so we were able to achieve the plan.

As for the color coding of the bar graph, the blue and orange areas with shaded lines are for the Revitalization Business. The purchase amount was JPY56.8 billion this fiscal year. In the previous fiscal year, it was slightly affected by COVID-19, and the purchase was stopped for 3 to 4 months of the year. But compared to that, the acquisition amount in Revitalization Business for the current fiscal year has doubled YoY.

In addition, we have purchased JPY24 billion worth of the Development Business, which is about 3 times more than the previous year.

We are purchasing various types of properties, and new types of real estate, the third item from the bottom in the Revitalization Business, which says classified condominium, was added from this year. This is due to the M&A of the Princess Group.



Next is the Rental Business. Page 9.

Revenue was down 5% YoY to JPY5.5 billion, but the original plan was around that level, so the results were generally in line with the plan.

Although operating income increased from the previous year, we were able to finish almost on par with the initial plan.

The color coding of revenue on the left side shows that revenue from fixed assets, in dark blue, which are not sold immediately, decreased slightly YoY.

The bar graph on the right shows the book value of assets and the number of assets. You can see that the number of fixed assets decreased by about 4 buildings from November 2019, the third bar from the right, to November 2020, the second bar from the right. This decrease in the annual rent contribution had a negative impact on the end of this period compared to the year before last.

On the other hand, as you can see on the far right, at the end of the previous fiscal year, we greatly increased the amount of real estate for rent, which increased to JPY39 billion equivalent. The increase is mainly due to the acquisition of a new office building and the relocation of the Tosei Group from the previous head office building to the Tamachi area, then the previous building has now become real estate for lease. However, since there is not much rent contribution yet, we estimate that the rent for this portion will increase in the future.



Next, please see page 10.

As for the Fund and Consulting Business, the AUM bar graph on the right shows that the balance has reached JPY1.42 trillion. We had originally set a target of JPY1.26 trillion, so we have just achieved an increase of about JPY160 billion compared to our target. In addition, the net increase for the year was about JPY300 billion, which was a significant growth.

The bar graph on the left shows that in the fiscal year ended November 2020, JPY2.067 billion was recorded in the area of brokerage and others, which was quite transient. In the fiscal year ended November 2021, we did not expect to see such a thing, so we set a budget for a decrease in revenue and profits, but the results were better than expected.

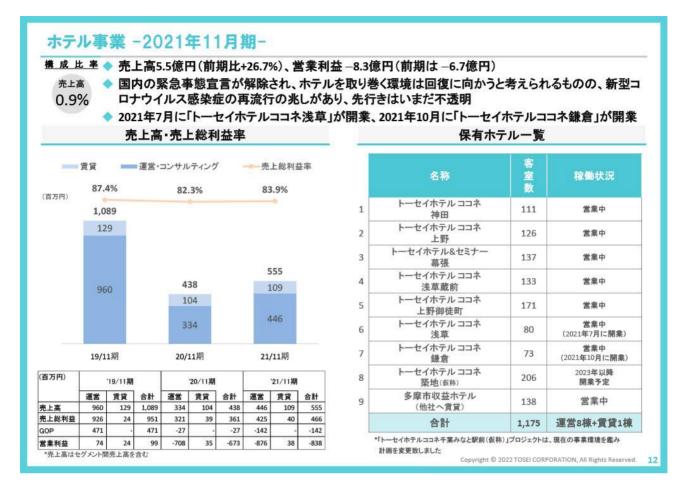
Revenue was JPY4.9 billion, and operating profit was JPY3.1 billion. In particular, operating profit was 21% higher than the initial plan.

At the same time, Tosei Reit Investment Corporation is mentioned in the lower right. As for the topics of this fiscal year, we were able to issue unsecured investment corporation bonds, or green bonds, as part of our green finance initiatives. We have also taken a new step forward in this area.

Although it is not mentioned, Tosei itself also executed about 3 green finance projects during the period under review.



Next, on page 11 about the Property Management Business. It is positioned as one of our Stable Businesses, and revenue increased 11% YoY to JPY6.6 billion. The number of buildings under our management has increased by 63 since the previous fiscal year to 758, which is an extremely steady growth.



The sixth segment is the Hotel Business.

First of all, there is a list of hotels on the right side of the page, from Kanda, the first hotel, to Kamakura, the seventh hotel, which is in operation.

As you can see, the current status says that the hotels are open for business, but in the past year, there were about 4 hotels that were closed from January to April, so the hotels were not fully open for business.

There is a graph of revenue on the left. In the fiscal year ended November 2020, the 5 hotels in the middle were closed for about 2 months out of the year. In the fiscal year ended November 2021, some of the 7 hotels were closed and others opened in the middle of the fiscal year, so overall, about two-thirds of the year, or about 8 months out of 12 months, were in operation on average.

In addition, the average occupancy rate of our hotels during the period under review was approximately 40%, so revenue was only about a quarter of what they would have been in a normal year. Unfortunately, at the moment, we are still in the red at the operating income level.



Now that I have explained the 6 segments, I would like to explain the balance sheet. Page 13 shows the assets section of BS.

As of the end of the fiscal year, total assets were JPY195 billion. This is an increase of JPY33.3 billion compared to the end of the previous fiscal year. Among them, inventory assets increased by approximately JPY20 billion from the end of the previous fiscal year.

The increased details are written in the comment at A in the lower left. In addition to the increase due to the purchase of properties and other factors, the third line shows an increase of approximately JPY13 billion in assets held by the Princess Group, which was consolidated as a result of the Princess Group's M&As.

Next, investment real estate and property, plant and equipment increased by JPY13 billion this year, and the details are shown in square B on the lower right. In particular, we have acquired an office building in Hatchobori, which is worth about JPY12 billion. However, since we purchased this building while it was vacant, we expect it to contribute more to rent in the future.

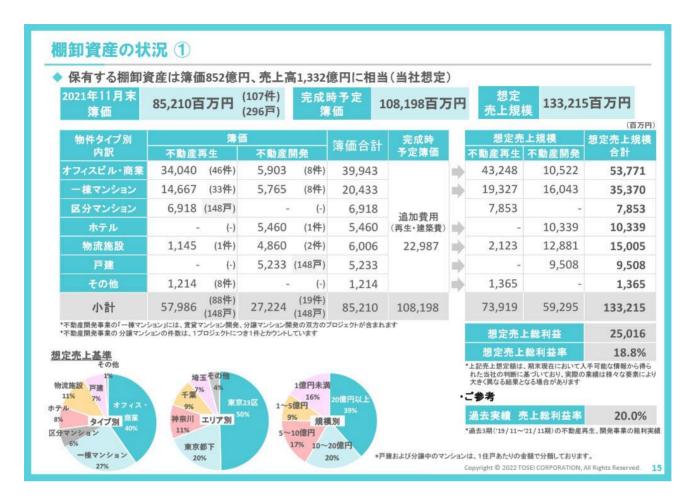


On the other hand, page 14 shows the liabilities and equity.

Liabilities increased by JPY26 billion compared to the end of the previous fiscal year, of which about JPY24 billion was due to an increase in borrowings. The details of the increase in borrowings are shown at point 3 in blue in section A. In the details of the increase in borrowings, there is an increase of approximately JPY9 billion in borrowings at the end of the fiscal year due to the consolidation of the Princess Group, which I mentioned earlier.

Capital increased by about JPY7 billion, and the details are shown in section B on the right. In any case, the consolidation of the Princess Group had an impact on the asset side and an impact on the liability side, and as a result, the equity ratio declined by 2.6 points compared to the end of the previous fiscal year.

The net debt-to-equity ratio also increased by 0.32 points from the end of the previous fiscal year, but I understand that the overall level is acceptable.

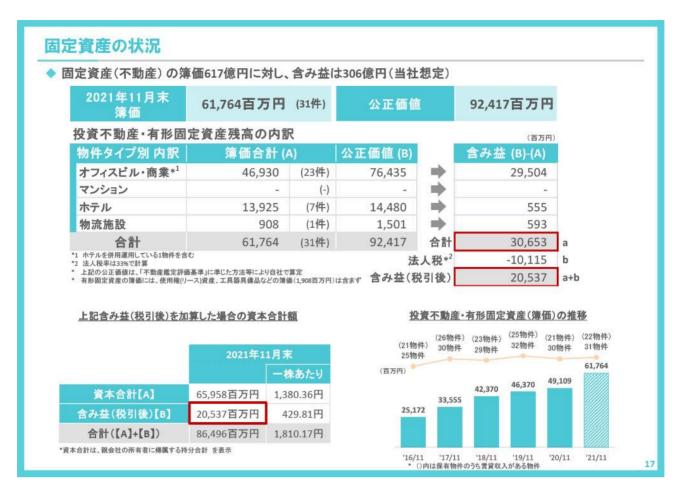


Next, page 15.

As of the end of the fiscal year, we had JPY85.2 billion in inventory assets at book value. It says 107 properties and 296 units. In the previous fiscal year, the number of properties of detached house was shown on project basis but this time, with the addition of classified condominiums of the Princess Group, the number of classified condominiums and detached houses are shown on number of unit basis.

The book value is JPY85.2 billion, and the total expected disposition value is JPY133.2 billion. The middle column on the right shows 18.8%, which is the gross profit margin we are assuming.

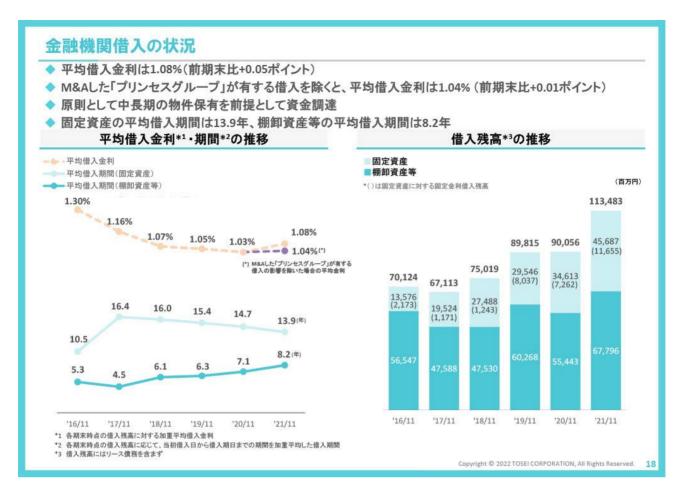
In the lower right-hand corner, the actual gross profit margin for the past 3 fiscal years is listed as 20%. Since there were valuation losses based on the lower-of-cost-or-market method in the 3 fiscal years, we have set a very conservative figure compared to the 20% figure.



The next item is fixed assets on page 17.

The book value of investment properties and fixed assets at the end of the fiscal year was JPY61.7 billion with 31 properties. We calculated the fair value, or market value, of the JPY61.7 billion, and the result was JPY92.4 billion.

There is an unrealized profit of JPY30.6 billion. If we realize this amount, we will have to pay taxes, so even if we subtract the taxes, the unrealized profit after taxes is JPY20.5 billion. The red column on the left side shows the calculation of this per 1 share, and the unrealized gain per share is JPY429, and you can understand that these are the unrealized gains we have.



Last but not least, on page 18 is the status of borrowing.

First, as you can see from the dotted line in the left side graph, the average interest rate on our loans was 1.08% at the end of the period. We have drawn a dotted line in purple, the borrowing rate of the Princess Group, which we mentioned earlier, is slightly higher than Tosei's. If these factors are excluded from the calculation, the rate is 1.04%, so we understand that the increase is a temporary rise due to the Princess Group's borrowings.

One more thing, on the right side of the chart, the outstanding borrowings are shown separately for inventory assets and fixed assets, and on the far right, it shows JPY45.6 billion in fixed asset borrowings in light-color. The bracketed amount of JPY11.6 billion is the fixed interest rate.

Compared to the end of the previous fiscal year, the amount of fixed loans has increased by about JPY4 billion, and we have been promoting fixed loans by carefully considering the balance. This concludes my explanation. Thank you very much.

**Moderator**: Mr. Yamaguchi, President and CEO, will now explain the business strategy for the fiscal year ending November 2022, and medium-term management plan starting on page 22.

### 不動産マーケット 世界的な金融緩和状態が続く中で、不動産投資プレイヤーの投資意欲は依然として旺盛 ・ホテルや商業施設の回復は時間を要する見通しだが、その他のアセットタイプはコロナ禍前の水準に回復している。 ・今後、オミクロン株拡大の影響や、各国の金融政策正常化に向けた動きに注視が必要。 前回 문규 禮遊穀籍 ・テレワークの拡大(特にAクラスビル)などによるオフィス縮小や、新築ビルへの移転に伴う二次空室の増加により、空 -室率上昇、賃料低下傾向が継続。 オフィス 一方、投資市場は依然として好調。 ・賃貸マンションの稼働率は96%程度の高稼働率が続いている(J-REIT保有物件)。 賃貸マンション ・首都圏のワンルームマンションはコロナの影響で需要が減少し、賃料の下落がみられている。 ・ 首都圏の新築マンションの発売戸数はコロナ禍前の2019年並みに回復しており、販売価格も高値で推移。 分譲マンション ・首都圏の中古マンションは割安感から需要が高く、価格も上昇を続けている。 分譲戸建 首都圏の戸建は堅調な需要が継続しており、着工戸数は2020年並みで推移。 ・2021年10月に緊急事態宣言が解除されて以降、マイクロツーリズム等で国内宿泊者数は戻りつつあるが、 ホテル コロナ禍によるインパウンド需要消失のなか、業績回復には時間を要する見通し。 大型商業施設はコロナ禍を背景とした集客減の影響で収益が悪化している状況が続くも。 商業施設 小規模店舗は徐々に需要回復が見られている。 ・ 首都圏の賃貸物流施設は新規供給が続いているが、2021年10月末時点の空室率は1.7%(前年同月比1.4ポイント上 昇)とわずかな上昇に留まり、募集賃料も上昇が続いている。今後さらに供給量が増加するため、短期的に需給が悪 物流施設 化する懸念がある。 ・ただし、外出自粛等の影響により、ECを通じた商品購入も増加しており、引き続き需要は底堅い見通し。 世界的な金融緩和が継続する中、海外投資家の日本不動産への投資意欲は旺盛。 市場規模は23.4兆円まで拡大(2021年6月末時点) ファンド REITの運用資産額は2021年10月時点で21.2兆円(前年同月比1.1兆円の増加)まで拡大。 市場 J-REIT 新規取得物件をタイプ別にみると、事業会社のオフィスビルの売却が増加しており、その受け皿となる形でオフィスの 取得額が一番多く、続いて需要が強い物流施設の取得額が多い。 不動産業向け銀行融資は過去最高の112兆円となり、融資シェアは全業種向け融資(694兆円)の16.2%まで拡大(2021 融資環境 コロナショックにおいては、ホテル・商業施設・投資用アパートなどの一部アセットに対して慎重な融資姿勢が続いてい たが、足元では投資用アパートへの融資再開が見られている。

Yamaguchi: Hello, everyone. I'm Yamaguchi, as introduced just now. Thank you very much for joining us today.

As you know, I would like to focus on our business strategy plan for the fiscal year ending November 2022 and medium-term management.

First, please see page 23. This is the situation in the real estate market these days.

As mentioned above, as global monetary easing continues, real estate investment players are still enthusiastic about investing, and although it has been 2 years in COVID-19, I understand that the investment market is moving very soundly.

However, the weather forecast is different for some asset types, so I would like to explain only the key points.

First of all, in the office market, as you know, we are currently looking for new ways to work, including remote work. In such situation, the vacancy rate has risen from 1.4% to 6% as companies are not making decisions about new office expansion.

The vacancy rate is rising, especially for Class A buildings and above, but contrary to the real economy, the office investment market is very strong. I would like to mention that office needs for investing were strong and office liquidity was extremely high due to the expansion of the investment market rather than the real economy, and that trend continues.

Regarding rental apartments, it has a sunny/cloudy mark. The market for investment in rental apartment is also very strong, but in the real economy, there is an oversupply of studio units, which have been built in large

numbers, and both rents and occupancy rates for studio units are falling slightly. Therefore, we would like to keep a close eye on these factors for future investments.

The hotel has a rainy mark before, and currently it is also rainy mark, but I think it is shifting to cloudy mark. In our projection, we believe that revenue will go up after 2 years of the COVID-19 crisis. We are very concerned about the impact of the Omicron variant, but after the state of emergency is over, the occupancy rate of hotels in the Tokyo metropolitan area, including our hotel, has been increasing since last December, so we are expecting a recovery in the market.

The commercial facilities had a rainy mark before and currently have a rainy/cloudy mark. Due to the impact of the Omicron wave, the market situation is very bad, including in the restaurant industry. Although, the needs of small tenants have been gradually recovering since early last fall.

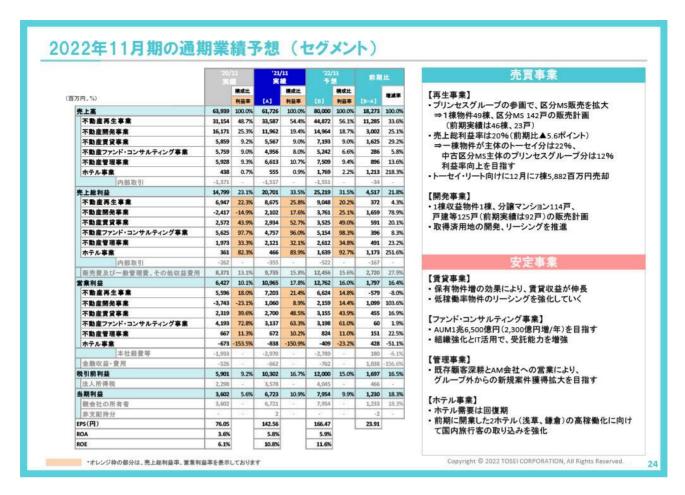
As for the large-scale stores, the desire to open new stores were very few, but some of them are gradually beginning to think about their store opening plans after the Omicron wave to an end.

As for the logistics facility, it was with a sunny mark before and currently with a slightly cloudy mark. Logistics investment was very active last year through REITs and private placement funds, and there has been no major market change. However, this year we have a new supply of 630,000 tsubo and a stock of 7.23 million tsubo, so there is a slight increase in supply, and e-commerce is still expanding, and although overall sales of general consumption have been declining since the COVID-19 recession, mail-order sales have not fallen and have remained high. However, the growth rate is declining, so we have a cloud mark currently because the vacancy rate, which was less than 1%, has increased to 1.7%.

However, compared to the 20% in Europe and the US, the EC rate in Japan is still just over 8%, so we believe that logistics will grow in the medium to long term.

Finally, in the fund market, private placement funds have grown to over JPY23 trillion, and REITs have grown to over JPY21 trillion, indicating that the investment fund market is very strong. Investment in Tokyo has not stopped, especially by foreign investors. There is no sign of a drop in allocation due to expectations for Tokyo's fundamentals, and in fact, we are giving it a sunny mark as we hear people saying that they are going to increase their investment in Tokyo.

This is an overview of the market.

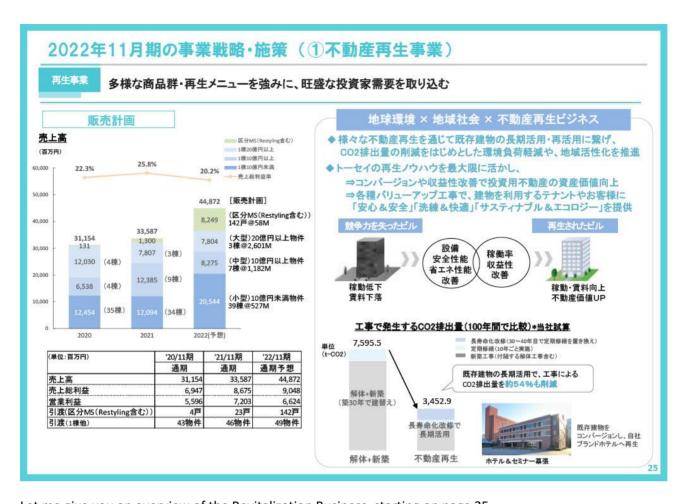


I would like you to look at page 24.

This is the earnings forecast for the fiscal year ending November 2022, and you can see the second row from the right in this box, the forecast for the fiscal year ending November 2022.

We have announced that revenue will increase from JPY61.7 billion to JPY80 billion, and in the lower part of the table, profit before tax will increase from JPY10.3 billion to JPY12 billion.

For each segment, I would like to provide details starting on the next page.



Let me give you an overview of the Revitalization Business, starting on page 25.

The bar graph on the left shows that revenue will increase from JPY33.5 billion to JPY44.8 billion, and as the Princess Group joined our Group, the light green part of the JPY8.2 billion in revenue, is roughly from the Princess Group's sales.

However, if you look at the bottom box, operating income for the fiscal year ended November 2021 was JPY7.2 billion, but the forecast for the current fiscal year shows a decrease of JPY6.6 billion in operating income. This is because the gross profit margin for the previous fiscal year was 25.8%, but for the current fiscal year we set it at 20.2%, which is very conservative.

In details, Tosei's gross profit margin is set at 22%, and the Princess Group's gross profit margin is set at 12% because the market for pre-owned condominium units (classified condo) is extremely tight, resulting in a very conservative average of just over 20%.

A 2-point increase in the gross profit margin will result in an increase in profit of approximately JPY900 million, so we will continue to operate with the expectation of an upside.



Moving on to page 26. Here is a brief description of the creation of synergies with the Princess Group.

In particular, on the right side, we are considering adding new value to the high-grade condominiums and high-rise apartments by units handled by the Princess Group and selling them through crowdfunding. We are currently studying the crowdfunding market and the composition of AUM.

The above is the Revitalization Business.



I will explain about the Development Business from page 27.

The graph on the left shows that we will increase our revenue from JPY11.9 billion in the previous fiscal year of 2021 to over JPY14.9 billion in the current fiscal year.

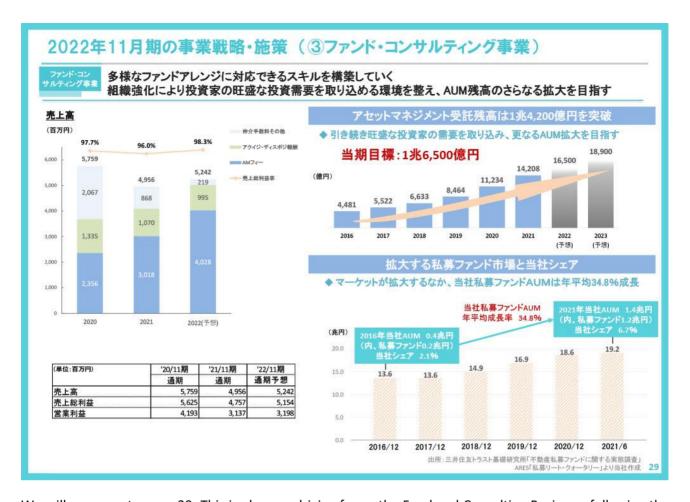
Looking at the bottom box, operating profit has also increased from JPY1.06 billion to over JPY2.1 billion. In the current fiscal year, as shown in the graph, we plan to sell 1 commercial facility and a condominium, THE Palms Toda Master Grace, which is depicted in the lower right perspective. This condominium has already started selling and is selling well.

Revenue of detached houses for sale are expected to increase from JPY4.9 billion in the previous fiscal year to JPY7.7 billion. Since last year, the market for detached houses for sale has been very strong due to the needs of new ways of working, even in the COVID-19 crisis, and we are determined to increase our revenue.

		開発パイプライン(	竣工済保有中/竣工予定)					
	竣工済(棚卸資産)	2022年11月期	2023年11月期	2024年11月期以降	棟数 想定売上規模			
		<del> </del>			2棟			
勿流施設		・西多摩郡 青梅ロジ計画	・佐野市 伊勢山町ロジ計画		12,881百万円			
分譲		<del> </del>			1棟			
マンション		・THEパームス戸田マスターグレイス			5,212百万円			
賃貸 マンション		・町田市 原町田マンション計画	・千葉市 マンション計画	・町田市 中町マンション計画	7棟			
		・柏市 マンション計画	・品川区 東大井マンション計画・調布市 上石原マンション計画	・調布市 西調布マンション計画	10,830百万円			
賃貸 オフィス				・千代田区 麹町ビル計画	3棟			
				・千代田区 富士見ビル計画 ・墨田区 江東橋ビル計画	4,508百万円			
	·T'S BRIGHTIA 南青山 II	・世田谷区 尾山台店舗計画		・目黒区 自由が丘店舗計画	5棟			
商業施設	・T'S BRIGHTIA 吉祥寺 Ⅱ	・目黒区 緑が丘店舗計画		・日米区 日田が丘店舗町画	6,013百万円			
ホテル			・トーセイホテルココネ築地		1棟			
小ナル			トーセイボアルココ不采地		10,339百万円			
当期竣工	期竣工予定物件の一例							
5				分譲戸建	9,508百万円			
					19棟+148戸			
		4		合計	59.295百万円			

On page 28, you can see the pipeline for the Development Business.

Just to explain the total column on the lower right, we have 19 projects, plus 148 detached houses, with an expected disposition value pipeline of JPY59.2 billion. As I mentioned earlier, we will sell over JPY14.9 billion in the current fiscal year, so even after the sale in the current fiscal year, we will still have over JPY44.3 billion in the pipeline.



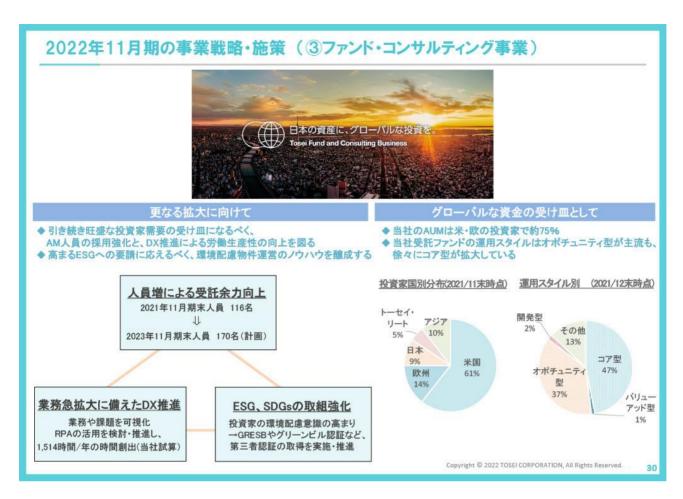
We will move on to page 29. This is also our driving force, the Fund and Consulting Business, following the Trading Business.

As you can see from the bar chart on the upper right, we were able to grow our AUM significantly last year, surpassing JPY1.4 trillion. For the current fiscal year, we will continue to increase this target to JPY1.65 trillion. In the next 2 years, we will further increase our fund size to JPY1.89 trillion, and we are now in a position to aim for a JPY2 trillion AUM, which we believe is proof of the confidence the market has in us.

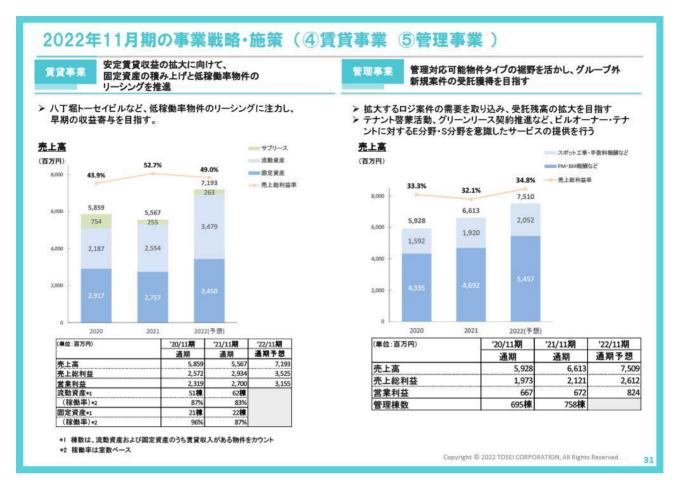
With the increase in AUM, we will be able to increase revenue from JPY4.9 billion in the previous fiscal year to JPY5.2 billion in the current fiscal year.

As you can see from the contents of this report, the blue line shows that the AM fee which the base of the income has increased from JPY3 billion last year to JPY4.0 billion this year.

Brokerage fees and other fees are shown in pale blue at the top, they were JPY2.0 billion in 2020. In the previous fiscal year, the amount was JPY868 million, and in the current fiscal year, it is planning to be JPY219 million. This is a conservative plan because are not expecting home run deals, special consulting fees, or brokerage commissions for the current fiscal year. I would like to explain to you that there is room for upside if we can make a home run deal as good as the previous fiscal year or the year before last.



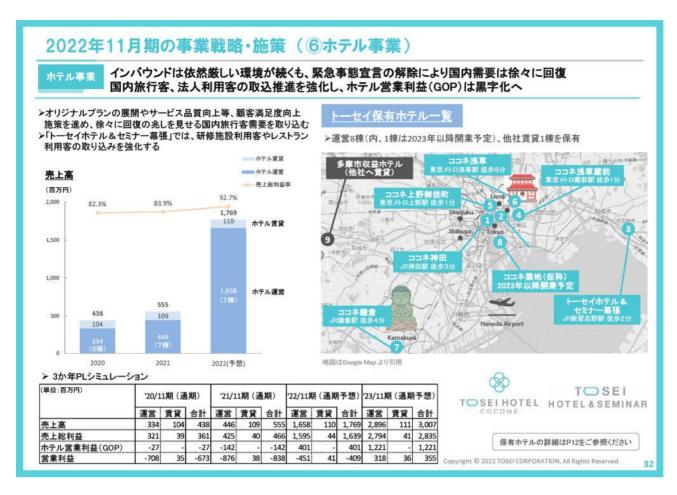
Page 30 describes our fund's management style and allocation, so please refer to it.



Page 31. This section describes our 2 Stable Businesses, the Rental Business and the Property Management Business.

In the Rental Business on the left, we will increase revenue from JPY5.5 billion last year in 2021 to JPY7.1 billion. I think this will be a year to focus on leasing of low occupancy properties, such as the Hatchobori Tosei Building we acquired last year and raising the occupancy rate of other vacant or low occupancy buildings.

In the Property Management Business on the right, the number of buildings under management has been increasing steadily, and we plan to increase revenue from JPY6.6 billion to JPY7.5 billion this fiscal year. As you can see on the bottom right, we plan to increase operating income from JPY672 million to JPY824 million.



We will move on to page 32. This is the Hotel Business with a rainy mark that I mentioned earlier.

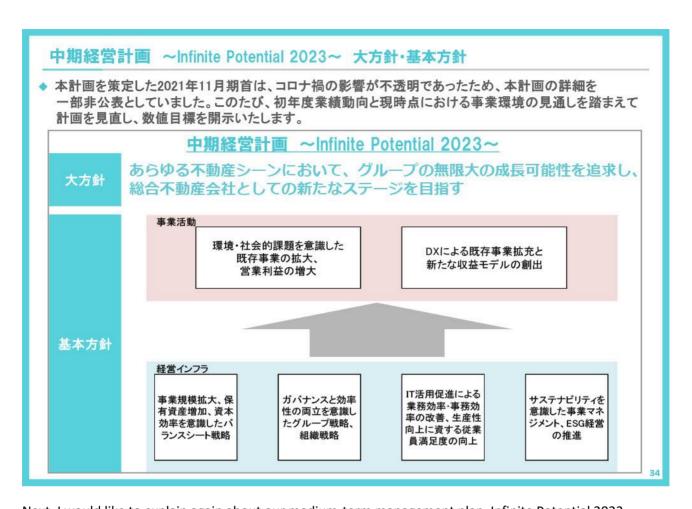
First of all, the bar graph on the left shows that revenue will increase from JPY555 million to JPY1.76 billion, and we plan to fully operate the 7 hotels.

If you look again at the box on the lower left here, you will see that for the fiscal year ended November 2021, operational revenue was JPY446 million and GOP was JPY142 million in the red. The operational profit was a deficit of JPY876 million after taking into account the GOP deficit, depreciation, property tax, and hotel operating expenses.

We will finally move to the right side, and we expect to increase our operational revenue to JPY1.658 billion and achieve a profit of JPY401 million in GOP this fiscal year. Unfortunately, operating profit is a deficit of JPY451 million, including various depreciation, solid tax, and hotel SG&A expenses. Last year's occupancy rate was generally in the 35% to 40% range, and we expect the occupancy rate to be only about 60% for the current fiscal year.

We are planning to increase the occupancy rate to about 75% in FY2023, as shown in the right side of the box in the bottom right. As a matter of fact, before COVID-19, we had an occupancy rate of more than 85%, so we are making a projection of 75% in FY2023 and full operation in FY2024 and beyond.

If you look at the operation part for the fiscal year ending November 2023 in the box below, revenue is JPY2.8 billion, GOP is JPY1.2 billion, and operating income is JPY318 million. All of them are to achieve profitability, but even at this stage, we conservatively set the occupancy rate at 75%. I would like to emphasize that the hotels occupancy and ADR will recover in 2024.



Next, I would like to explain again about our medium-term management plan, Infinite Potential 2023.

In fact, FY2022 is the second year of the medium-term management plan, and although we formulated the plan last year, we did not disclose the numerical targets last year because we were in the middle of the COVID-19 pandemic. This time, we will disclose the numerical targets of this 3-year plan again.

# 中期経営計画 ~Infinite Potential 2023~ 目標とする経営指標

- ◆【成 長 性 】手元流動性・財務健全性を確保しながら仕入を拡大し、売買事業の回復・成長を図る
- ◆【資本効率】ROE12%以上への回復
- ◆【安 定 性 】賃貸収益拡大に向けて、固定資産を段階的に積み上げ
- ◆【株主還元】3年間で配当性向を30%へ段階的に引き上げ

					Infinite Po	tential 202	3
		2019/11 実績	2020/11 実績	2021/11 期初計画	2021/11 実績	2022/11 計画	2023/11 計画
	売上高(百万円)	60,727	63,939	69,535	61,726	80,000	100,000
成長性	税引前利益 (百万円)	12,090	5,901	8,001	10,302	12,000	14,000
資本効率	ROE	15.3%	6.1%	8.5%	10.8%	11.6%	12%以上
安 定 性	安定事業比率 (営業利益ベース)	36.5%	77.8%	47.5%	40.7%	43.5%	50%程度
財務健全性	自己資本比率	36.0%	36.5%	35.7%	33.8%	33.3%	35%程度
知務健主注	ネットD/Eレシオ	0.99倍	0.91倍	1.01倍	1.23倍	<u>1.35倍</u>	<u>1.3倍程度</u>
株主還元	配当性向	23.8%	25.0%	26.2%	26.7%	28.2%	30%程度

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Please see page 35. On the right side, you can see the numerical targets of the medium-term management plan.

Since I explained the plan for 2022 earlier, I would like to explain the main goal for the final year of the medium-term management plan (FY2023), which is on the right side of the table, as follows: revenue of JPY100 billion, profit before tax of JPY14 billion, ROE of more than 12%, Stable Businesses ratio of about 50%, equity ratio of about 35%, net debt-to-equity ratio of about 1.3 times and raise the dividend payout ratio to 30%.

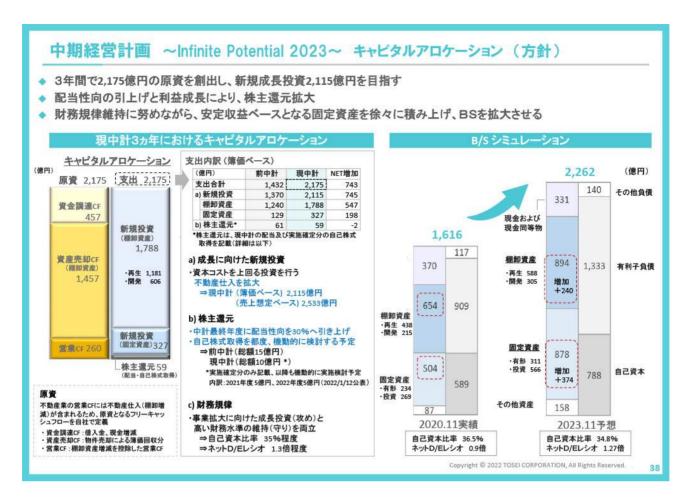
				l	nfini	【最終年度FY2023】 コロナ発生前の成長路線へ ・売上高1,000億円 ・税引前利益140億円										
'20/11 実績			'21/11 実績					'22/11 予想		'23/11 予想		中計3か年 増減				
万円、%)	[A]	機成比 財益率 成長率	成長率		横成比	病長率(fret)		機成比 別益率	成長年(Yar)	(8)	模成比	病長率(terr)	[B-A]	增減率	*ROE 12.6%(予想)	
売上高	63,939	100.0%		61.726	100.0%	-3.5%	80,000	-	29.6%	100,000	100.0%	25.0%	36,060	56.4%		
不動産再生事業	31.154	48.7%		33.587	54.4%	7.8%	44,872	56.1%	33.6%	53,837	53.8%	20.0%	22,682	72.8%	再生事業(売上高538億円)	
不動産關発事業	16,171	25.3%		11,962	19.4%	-26.0%	14,964	18.7%	25.1%	23,167	23.2%	54.8%	6,995	43.3%		
不動度賃貸事業	5,859	9.2%		5,567	9.0%	-5.0%	7,193	9.0%	29.2%	7,329	7.3%	1.9%	1,469	25.1%	・1棟物件販売447億円、	
不動度ファンド・コンサルティング事業	5,759	9.0%		4,956	8.0%	-13.9%	5,242	6.6%	5.8%	5,711	5.7%	8.9%	-48	-0.8%	新規事業の区分MS販売91億円が	
不動産管理事業	5,928	9.3%	0.70	6,613	10.7%	11.6%	7,509	9.4%	13.6%	8,708	8.7%	16.0%	2,779	46.9%	寄与し、売上高を拡大する計画	
ホテル事業	438	0.7%		555	0.9%	26.7%	1,769	2.2%	218.3%	3,007	3.0%	69.9%	2,568	585.5%	・売上総利益率は保守的に18.2%想定	
内部取引	-1,371	-		-1,517		10.6%	-1,551		2.3%	-1,761		13.5%	-389	28.4%	(FY2023の販売計画には一部未取得物	
売上総利益	14,799	23.1%		20,701	33.5%	39.9%	25,219	31.5%	21.8%	29,018	29.0%	15.1%	14,218	96.1%	も含まれるため)	
不動產再生事業	6,947	22.3%		8,675	25.8%	24.9%	9,048	20.2%	4.3%	9,788	18.2%	8.2%	2,840	40.9%		
不動産開発事業	-2,417	-14.9%	(3.73)	2,102	17.6%	-	3,761	25.1%	78.9%	3,876	16.7%	3.0%	6,293		開発事業 (売上高231億円)	
不動座賃貸事業	2,572	43.9%	1740	2,934	52.7%	14.0%	3,525	49.0%	20.1%	4,309	58.8%	22.2%	1,736	67.5%	<ul><li>現在開発中の大型物流倉庫2棟が</li></ul>	
不動産ファンド・コンサルティング事業	5,625	97.7%	1747	4,757	96.0%	-15.4%	5,154	98.3%	8.3%	5,618	98.4%	9.0%	-7	-0.1%	売上高伸長に寄与、賃貸MS、戸建等も	
不動産管理事業	1,973	33.3%	1747	2,121	32.1%	7.5%	2,612	34.8%	23.2%	2,980	34.2%	14.1%	1,006	51.0%	販売する計画	
ホテル事業	361	82.3%	1747	466	83.9%	29.2%	1,639	92.7%	251.6%	2,836	94.3%	73.0%	2,474	685.6%	・売上総利益率は保守的に16.7%を想定	
内部取引	-262	. 8	- 25	-355	1340	35.4%	-522		47.0%	-389	- 2	-25.6%	-126	48.1%	70-101712 1 10 pt 7 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
販売費及び一般管理費、その他収益費用	8,371	13.1%	223	9,735	15.8%	16.3%	12,456	15.6%	27.9%	14,205	14.2%	14.0%	5,833	69.7%	賃貸事業	
営業利益	6,427	10.1%	100	10,965	17.8%	70.6%	12,762	16.0%	16.4%	14,814	14.8%	16.1%	8,386	130.5%	・固定資産積上げが寄与	
不動産再生事業	5,596	18.0%	343	7,203	21.4%	28.7%	6,624	14.8%	-8.0%	6,758	12.6%	2.0%	1,161	20.7%		
不動座開発事業	-3,743	-23.1%	(14)) (14))	1,060	8.9%	-	2,159	14.4%	103.6%	2,273	9.8%	5.2%	6,016	-	ファンド・コンサルティング事業	
不動産賃貸事業	2,319	39.6%	0.40	2,700	48.5%	16.4%	3,155	43.9%	16.9%	3,838	52.4%	21.6%	1,518	65.5%	・収益の伸長率は緩やかな計画	
不動産ファンド・コンサルティング事業	4,193	72.8%	(14))	3,137	63.3%	-25.2%	3,198	61.0%	1.9%	3,409	59.7%	6.6%	-784	-18.7%	(過去実績では、仲介手数料等収入	
不動産管理事業	667	11.3%	) <b></b>	672	10.2%	0.8%	824	11.0%	22.5%	946	10.9%	14.8%	278	41.7%	FY2020 2,067M, FY2021 868M Ø	
ホテル事業	-673	-153.5%	(*)	-838	-150.9%	24,6%	-409	-23.2%	-51.1%	355	11.8%	•	1,028		寄与があるが、事前見積りは困難なたと	
本社経費等	-1,933	~		-2,970	+=	53.6%	-2,789	-2	-6.1%	-2,765	-	-0.9%	-831	+6.9%	計画策定時は見込まず)	
金融収益·費用	-526	0.00		-662	40.700	25.9%	-762	40.00	15.0%	-814	*****	6.7%	-287	54.6%	ホテル事業	
税引前利益	5,901	9.2%		10,302	16.7%	74.6%	12,000	15.0%	16.5%	14,000	14.0%	16.7%		<b>137.2%</b> 96.0%	・ココネ築地を開業予定	
法人所得税	2,298	F 601	3.5	3,578	10.00	55.7%	4,045	0.000	13.0%	4,506	0.00	11.4%	2,207	-	・需要回復により、黒字化を目指す	
当期利益 競会社の所有者	3,602	5.6%	•	<b>6,723</b> 6.721	10.9%	86.6%	7,954 7,954	9.9%	18.3%	9,494	9.5%	19.4%	5,891	163.6%	(FY2023は、期初70%稼働	
現金位の所有者 非支配持分	3,602		3.63	5,723	(*)	86.5%	7,954	- X2	18.3%	9,494	*	19.4%	5,891	155.6%	→期末85%稼働想定)	
事支配符分 EPS(円)	76.05	- 27	S*2	142.56	253		166,47		57	198.70		- 27	122.65			
ROA	3.6%			5.8%			5.9%			6.3%		Į.	122.05			
ROE	6.1%			10.8%		-	11.6%			12.6%				枠の部分	は、売上総利益率、営業利益率を表示しております	

The breakdown of this segment is shown on page 37.

The forecast for the fiscal year ending November 2023, which is the second row from the right.

The revenue of the Revitalization Business in the final year will be JPY53.8 billion, as shown in the upper row. The Development Business has revenue of JPY23.1 billion. If you go down to the operating profit at the bottom of the box, you will see that the operating profit of the Revitalization Business is JPY6.7 billion, and the operating profit margin is 12.6%. We are looking at a very conservative gross profit margin of 9.8% for the Development Business. Looking at the results of FY2021, we have achieved 21% in the Revitalization Business, and our target for the current fiscal year is 14.8% operating profit margin, which I mentioned earlier as a conservative target. Although the market is on a slight upward trend, we have kept the profit margin very conservative.

A 2-point increase in the gross profit margin of the Revitalization Business will result in an increase in profit of approximately JPY1.1 billion. If we raise 4 points or more as before, we will increase our profit by JPY2 billion or more. I would like to explain that this is projection is planned at the most conservative profit margin.



Page 38. I would like to explain the capital allocation in this mid-term management plan.

The bar graph on the left shows the capital allocation for the 3 years. The yellow part of the bar chart on the left shows the total of JPY217.5 billion in resources over the 3 years.

As you can see in the graph, we have JPY 45.7 billion in fund procurement, JPY145.7 billion in asset revenue, and JPY26 billion in operating cash flow, and the blue bar chart on the right shows how we will use the JPY217.5 billion.

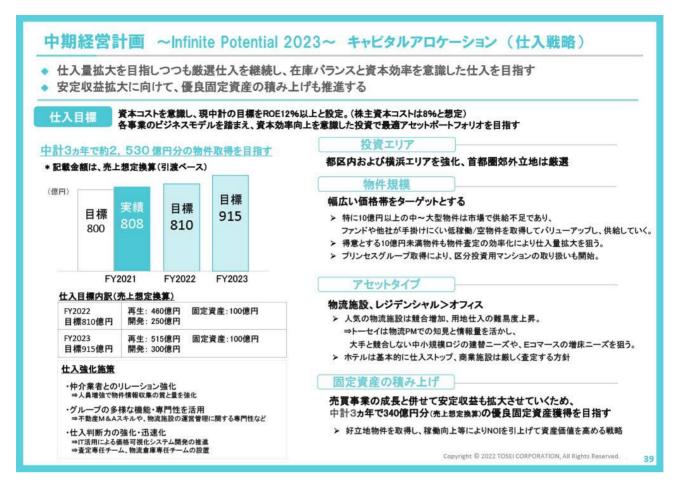
We plan to allocate JPY178.8 billion for new investments on book value base, of which JPY118.1 billion will be used for Revitalization Business, JPY60.6 billion for Development Business, JPY32.7 billion for fixed assets, and JPY5.9 billion for shareholder returns.

In the box in the middle, you can see the breakdown of expenditures for the current allocation, and the bottom column for shareholder returns shows a decrease from JPY6.1 billion in the previous mid-term plan to JPY5.9 billion in the current mid-term plan. This JPY5.9 billion reflects only the share buyback amount that have been confirmed, including the JPY500 million announced today, and does not include future share buybacks, so I hope you keep that in mind.

If we can perform this capital allocation, the balance sheet simulation will look like the graph on the right. The simulation shows that total assets will increase from JPY161.6 billion in 2020 to JPY226.2 billion, and equity capital will increase to JPY78.8 billion.

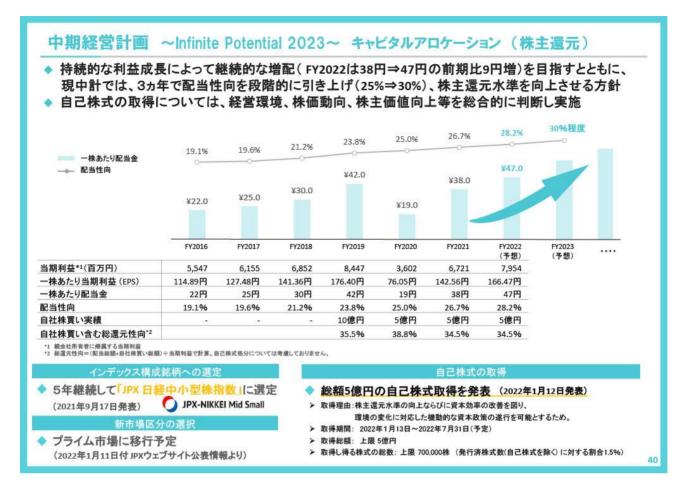
As a result, the equity ratio is 34.8% and the net debt-to-equity ratio is 1.27 times, which is within the guidelines of the medium-term management plan.

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Moving on to page 39. Regarding acquisition using that capital, the yearly target is shown by the bar graph on the left. We have reached our purchase target of JPY80 billion in expected disposition value for 2021, and we have set a target of JPY81 billion for the current fiscal year and JPY91.5 billion for the next fiscal year 2023.

As in the "asset type" in the second from the bottom of the box on the right, in the current market, logistics, residential, and offices have high liquidity, so I believe that we will mainly focus on acquiring these 3 asset types.



I would like to continue with the dividend plan, and I will explain about shareholder returns on page 40.

In the current fiscal year, we raised the dividend payout ratio to JPY47 per share from JPY38 per share last year, which is more than 28%, and we have announced that we will raise the dividend payout ratio to 30% in the next 3 years.

As you can see in yellow letter at the bottom left, we have been selected as one of the Nikkei Small- and Mid-Cap Index by JPX for 5 consecutive years, and we have also selected in the prime market category.

Also, as I mentioned earlier, today we announced a JPY500 million share buyback. Naturally, we also took into account the improvement in capital efficiency and the fact that our P/B ratio was within 0.75 times, so we took these factors into consideration.



Next is the last. In this context, I would like to talk about the stock price recognition. The market capitalization on the left side, which is the closing price today, is JPY49 billion, which I think was JPY50 billion. In any case, the market cap is JPY50 billion, the net assets in the middle are JPY65.9 billion, and if we add the unrealized gains mentioned earlier, JPY20.5 billion after tax, the Net Asset Value on the far right is JPY86.4 billion. The price per share is JPY1,810, so based on this NAV, our stock price is still considered to be under-valued, and we will strive to increase shareholder value and corporate value by gaining recognition from investors for our solid base value and by firmly implementing the medium-term management plan that I have just presented.

That's all for my explanation, although it was long. Thank you very much for your attention.

# **Question & Answer**

Moderator [M]: First, this is a question we received via chat.

[Q]: Please tell us about TREC FUNDING's planned number of projects and scale for the new fiscal year, as well as the synergies with the Princess Group.

**Yamaguchi** [A]: As for TREC FUNDING, we have launched up two projects so far, the second project has already been completed with high dividends. We are currently preparing for the third project. In addition, as I mentioned earlier, we are considering TREC FUNDING in cooperation with the Princess Group.

**Moderator** [M]: We will now take questions from the teleconference. Mr. Ozawa from SBI SECURITIES Co., Ltd., please ask your question.

**Ozawa** [Q]: This is Ozawa from SBI SECURITIES. I would like to ask you about the office purchasing environment.

In the earlier document, it seemed to me that there were more logistics and residential properties added together than offices. It must be very difficult to purchase office buildings, but I would like to ask you how you are acquiring the properties now. The method of acquiring vacant buildings and filling leases on a floor-by-floor basis, such as the Hatchobori Building bought from a REIT, seems to be working well, is that correct? Will you acquire more buildings in the future? I would like to ask you about that area as well.

**Yamaguchi** [A]: We have JPY133 billion in inventories on expected disposition value basis, and JPY53 billion is for offices, so we are aware that office investment is doing very well.

Also, about 60% of the revenue of the Revitalization Business last year were for offices, and of that, roughly speaking, more than 30% were vacant buildings. We are proud of our skills of handling vacant buildings.

In addition, there are 2 patterns of selling vacant buildings, one is to people with self-use needs and the others is selling properties with poor occupancy to investors after bringing them to full/high occupancy. We believe that office investment will continue to be strong.

**Ozawa** [Q]: I understand. I know that there have been cases of REITs wanting to sell these vacant buildings, but since the vacancy rate remains high in the office market, are there more people willing to sell than before? Or, as you mentioned at the beginning, the investment market for office buildings is still quite strong, so I wonder if there are not many people who are willing to sell easily anymore.

Yamaguchi [A]: The market is polarized, and sellers know that fund investors are aggressive to acquire A-class buildings and above, so there are very few properties for sale and very few large empty buildings to begin with.

In the case of small- and medium-sized buildings of less than JPY1 billion, the number of vacant buildings has been increasing, due to the bad business climate, etc. There are a certain number of individual business owners who are selling their buildings, and generally investors are afraid of purchasing vacant/low occupancy buildings, so we are able to purchase them in a situation where there is little competition. We believe that there is an investment opportunity for us.

Ozawa [M]: Thank you very much.

**Moderator [M]**: Thank you very much for your question. Next, Mr. Takemura from Morgan Stanley MUFG Securities Co., Ltd. Please ask your question.

**Takemura** [Q]: I would like to ask you 2 questions briefly.

Firstly, regarding the Fund and Consulting Business, please tell us about the background behind the significant increase in AUM and the strong business performance in the fiscal year that has just ended, and the outlook for the future.

Secondly, I would like to ask about your plan for the fiscal year ending November 2023. I think you are planning a big increase in profits for the Rental Business, I would like to know the background. You also mentioned that margins for the Revitalization Business and the Development Business are conservative, but if there are any other upside or downside risks that you foresee, please tell us about them. That's all.

Yamaguchi [A]: Thank you. First of all, as for the background of the AUM exceeding JPY1.4 trillion in the Fund and Consulting Business, there has been very active investment from both domestic and overseas investors, and we have received appointments for asset management service. The ratio of overseas investors in our company is around 80%, and they are investing heavily in core investments in Japan, and I believe that this background has not changed.

I will avoid using the names of investors, but the ratio of core investment is increasing very much, and against the background of global money surplus, fund raising by European, American, and other investors is very much favorable. Under such circumstances, they have not changed their investment allocation in Tokyo, but rather have increased it, which is the background of our AUM expansion.

I believe that unless there is some kind of a crash, we will see a drive from this fiscal year to the next fiscal year and the next. When I asked various companies and investors, they said that the yield gap will widen again because interest rates will remain low in Japan, although the US in conducting tapering. Also, the yen's depreciation makes it easier to invest. On the other hand, although the fundamentals have worsened a little in the office market, they have not worsened significantly.

In terms of liquidity, lenders do not have the same attitude as they did during the Lehman Shock, but rather they are active and increasing their allocation of real estate loans. I think that the expansion of private placement funds will continue because it is very easy to invest in such environment.

Among market players, we are the only listed company that specializes in private placement funds asset management, so we believe that investors from around the world are reaching out to us.

In terms of asset valuation, there are various investors who want to invest in office, logistics, and residential properties, and Tosei's ability to provide not only asset management service but also PM and BM, is highly valued. We believe that the drive to expand AUM will not stop for some time.

As for the second point, regarding the growth of the Rental Business in the fiscal year ending November 2023, this is based on the medium-term allocation policy, planning to acquire JPY34 billion of excellent income generating buildings increase Stable Business ratio by increasing rental income. It means that this kind of growth will occur.

In the near term, the vacancy rate for buildings above Class A is expected to be severe, but I believe that by the end of this year, people will probably come up with a policy on how to use hybrid offices. Right now, companies aren't making expansion judgments. We believe that the occupancy rate will increase at a certain level, so we have constructed the figures for the Rental Business in this context.

As for the major upside and downside scenarios in the 2023 plan, the Development and Revitalization Businesses are conservative in our planning, so there is no major downside risk. As I mentioned earlier, the upside scenario is easier to construct.

As for the commercial facilities and hotels, we made the projection base on that the Omicron wave will end and a lifestyle with COVID-19 will normalize, the occupancy rates the hotels are projected to increase from 40% to 60% to 75% in the three year, and 85% to 90% in the fourth year after returning to normal. If Omicron wave creates an environment similar to that of COVID-19 2 years ago, that would be a downside risk, in my opinion. That is all.

Takemura [M]: Thank you very much.

**Moderator** [M]: We still have a few more questions, but it is time for us to end, so we will conclude the financial results briefing for the fiscal year ended November 2021.

If you have any additional questions or would like to schedule an interview, please contact the IR Unit at the e-mail address listed on the screen of the financial results presentation. The video of today's briefing (Japanese only) will also be available on our website at a later date.

Thank you very much for joining us today.

[END]

### **Document Notes**

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