

Presentation Materials



March, 2022 MIRAIT Holdings Corporation

Table of Contents





FYE 3/22 Full-year Forecast and Shareholder Returns



I. Overview of the MIRAIT Group and Business

1. Overview of MIRAIT Holdings (As of December 31, 2021)

Established	October 1, 2010						
Location	5-6-36 Toyosu, Koto-ku, Tokyo						
President (CEO)	Toshiki Nakayama						
Stock listing	1 st Section of the Tokyo Stock Exchange (Code: 1417)						
Business description	Telecommunications engineering work, electrical work, civil engineering work and building construction work; management of subsidiaries and Group companies						
Credit ratings	Rating & Investment Information, Inc. (R&I): A- Japan Credit Rating Agency, Ltd. (JCR): A						
Office network	[Domestic] 49 locations *Total of MIRAIT, MIRAIT Technologies, TTK, SOLCOM and Shikokutsuken [Overseas] 29 locations (Singapore, Sri Lanka, Australia, Philippines, etc.)						
Number of employees	【Consolidated】 13,429	(MIRAIT Holdings (MIRAIT (MIRAIT Technologies (Lantrovision (TTK (SOLCOM (Shikokutsuken	: Tokyo : Osaka : Singapore : Sendai : Hiroshima : Imabari	110) 5,561) 3,154) 1,234) 1,118) 1,551) 701)			

2. Origin of Company Name

Our company name combines "MIRAI" (future) and "IT"; it expresses our commitment to become a "comprehensive engineering and services company" that strives to grow with our customers.

<2 key words>

MIRAI T · · · "MIRAI"=future

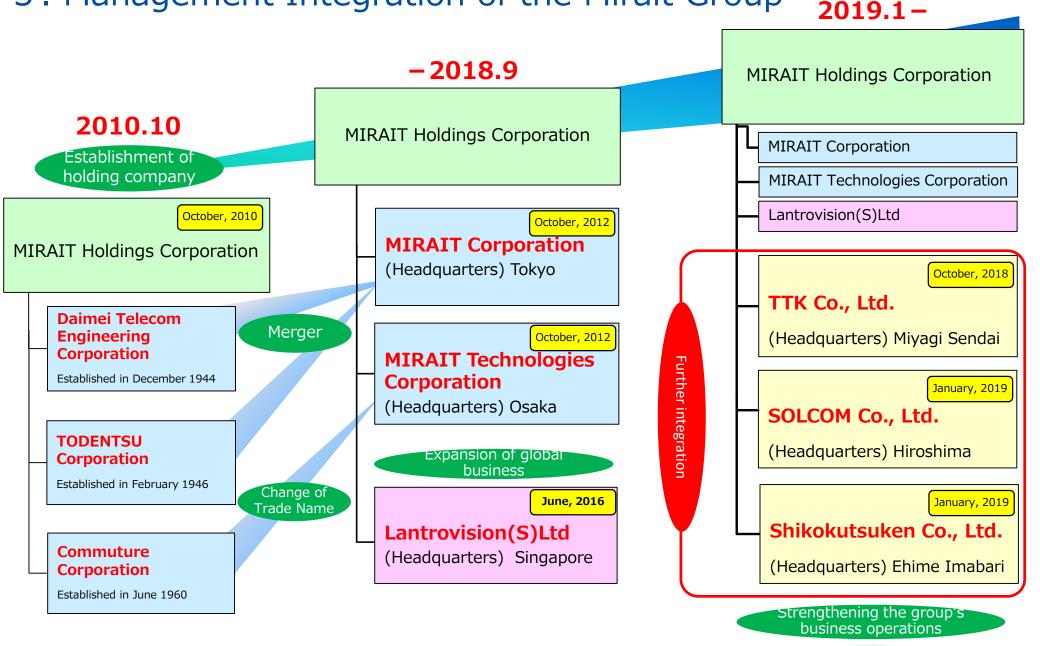
MIRA<u>IT</u> · · · *InformationTechnology*





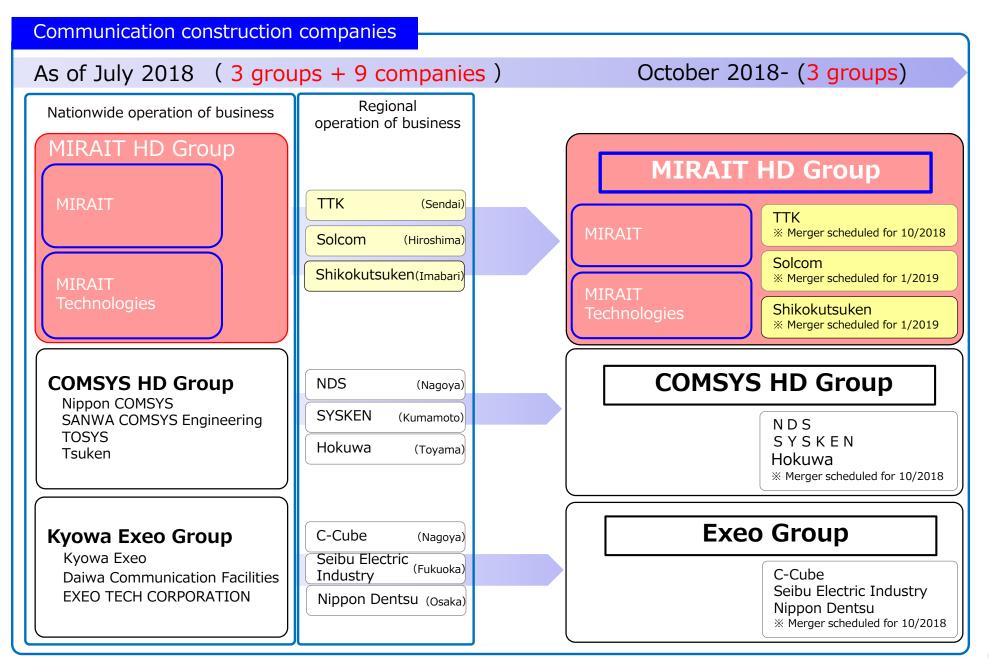
Toshiki Nakayama, President and CEO

3. Management Integration of the Mirait Group

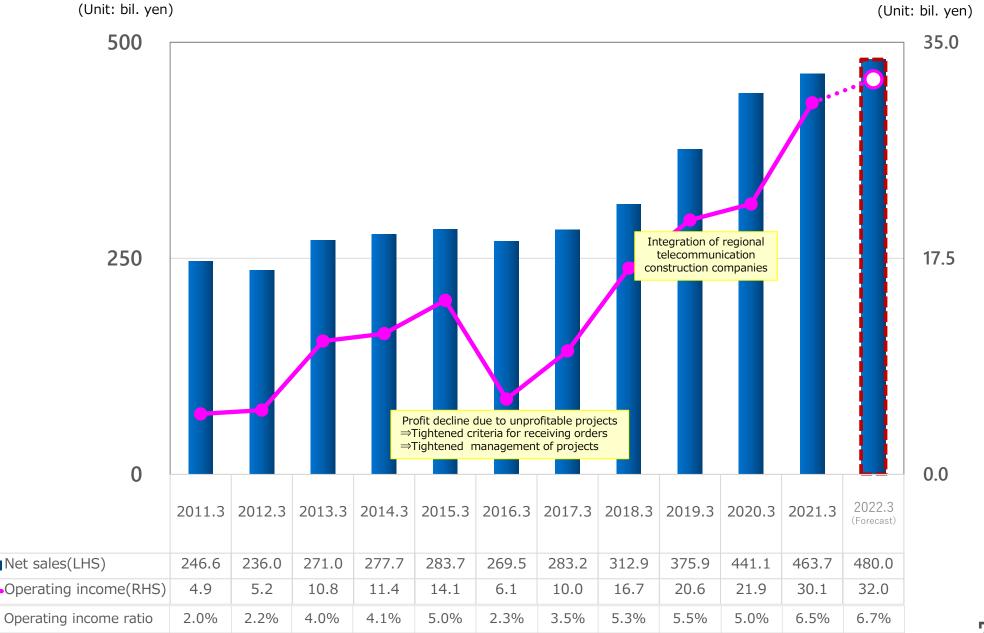


Expansion of Business Domains

4. Current Industry Conditions (As of December 31, 2021)



5. Historical Performance



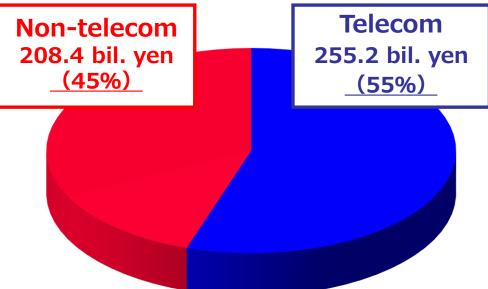
7

6. Business Structure

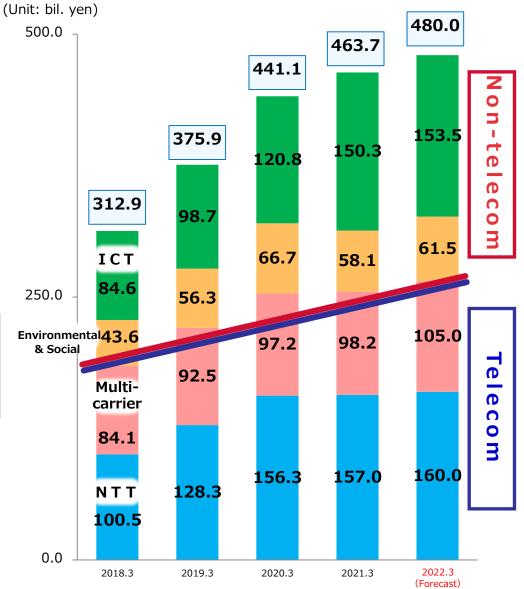
Business Structure

	Business categories			
Telecom	1 NTT Business			
	② Multi-carrier Business			
Non- telecom	③ Environmental & Social Innovation Business			
	④ ICT Solution Business			

■ Net sales ratio (FYE March 2021)



Overview of business categories



II. Financial Results

1. Financial Overview for the Nine Months Ended December 31, 2021

Units: bil. yen	FYE March 2021	FYE March 2022			FYE March 2021		FYE March 2022	
	Q3 actual results (a)	Q3 actual results (b) Amount (b)-(a)		hange % (b)∕(a)	Full-year Results (c)	Progress (a)∕(c)	Full-year Forecast (d)	Progress (b)∕(d)
Orders received	351.2	358.2	+7.0	+2.0%	474.9	74.0%	490.0	73.1%
Net sales	304.4	324.5	+20.1	+6.6%	463.7	65.6%	480.0	67.6%
Gross profit (Gross profit margin)	37.5 (12.3%)	43.5 (13.4%)	+6.0 (+1.1p)	+16.0%	60.7	61.8%	63.9	68.1%
SG&A (SG&A ratio)	22.1 (7.3%)	24.4 (7.5%)	+2.3 (+0.2p)	+10.4%	30.6	72.2%	31.9	76.5%
Operating income (Operating income ratio)	15.4 (5.1%)	19.1 (5.9%)	+3.7 (+0.8p)	+24.0%	30.1	51.2%	32.0	59.7%
Ordinary Income (Ordinary income ratio)	16.9 (5.6%)	20.1 (6.2%)	+3.2 (+0.6p)	+18.9%	31.7	53.3%	33.5	60.0%
Profit attributable to owners of parent (Profit margin)	13.9 (4.6%)	15.2 (4.7%)	+1.3 (+0.1p)	+9.4%	24.2	57.4%	22.5	67.6%
Construction account carried forward	197.1	195.3	-1.8	-0.9%	161.6			

* Figures are rounded down to one decimal place (bil. yen)

* The "Accounting Standard for Revenue Recognition" has been applied since FYE March 2022.

2. Orders Received, Net Sales and Construction account carried forward

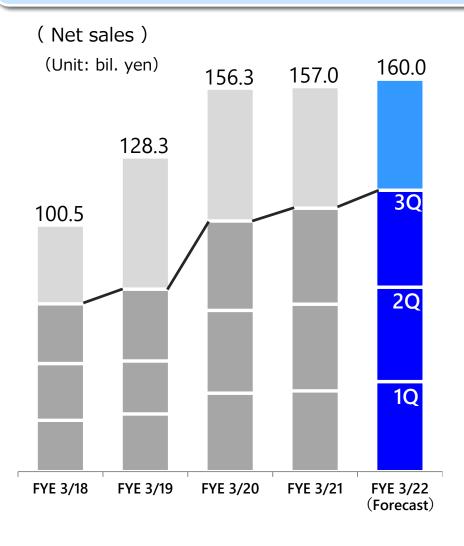
	FYE March 2021		FYE March 2022			FYE March 2021		FYE March 2022	
Orders received Units: bil. Yen	Q3 actual results (a)	Q3 actual results (b)	YoY C Amount (b)–(a)	hange % (b)∕(a)	Full-year Results (c)	Progress (a)∕(c)	Full-year Forecast (d)	Progress (b)∕(d)	
NTT business	118.8	118.3	-0.5	-0.4%	164.4	72.3%	155.0	76.3%	
Multi-carrier business	82.7	85.2	+2.5	+3.0%	110.7	74.7%	104.5	81.5%	
Environmental & social innovation business	35.8	42.2	+6.4	+17.9%	51.0	70.2%	69.0	61.2%	
ICT solution business	113.8	112.4	-1.4	-1.2%	148.7	76.5%	161.5	69.6%	
Total	351.2	358.2	+7.0	+2.0%	474.9	74.0%	490.0	73.1%	
	FYE March 2021	1 FYE March 2022			FYE March 2021		FYE March 2022		
Net sales	Q3 actual	Q3 actual	YoY Change		Full-year	Progress	Full-year	Progress	
Units: bil. Yen	results (a)	results (b)	Amount (b)-(a)	% (b)∕(a)	Results (c)	a)∕(c)	Forecast (d)	(b)/(d)	
NTT business	107.4	114.7	+7.3	+6.8%	157.0	68.4%	160.0	71.7%	
Multi-carrier business	65.3	69.8	+4.5	+6.9%	98.2	66.5%	105.0	66.5%	
Environmental & social innovation business	38.0	35.7	-2.3	-6.1%	58.1	65.4%	61.5	58.0%	
ICT solution business	93.5	104.3	+10.8	+11.6%	150.3	62.2%	153.5	67.9%	
Total	304.4	324.5	+20.1	+6.6%	463.7	65.6%	480.0	67.6%	
Construction account FYE March 2021		FYE March 2022							
carried forward	Q3 actual	Q3 actual	YoY Change						
	results	results (b)	Amount $(b) - (a)$	%					

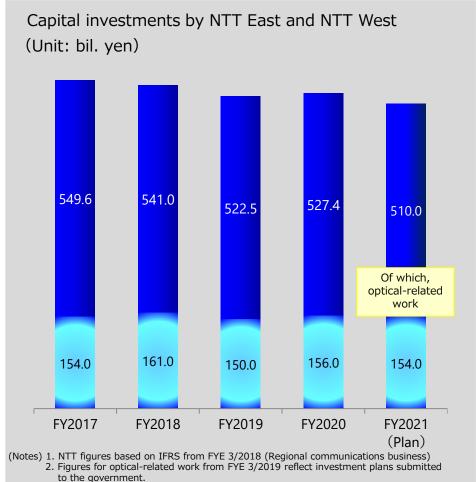
carried forward	Q3 actual	Q3 actual	YoY Change			
Units: bil. Yen	results (a)	results (b)	Amount (b)-(a)	% (b)∕(a)		
NTT business	45.2	44.8	-0.4	-0.9%		
Multi-carrier business	64.9	75.6	+10.7	+16.5%		
Environmental & social innovation business	39.5	41.0	+1.5	+3.8%		
ICT solution business	47.4	33.7	-13.7	-28.9%		
Total	197.1	195.3	-1.8	-0.9%		

* Figures are rounded down to one decimal place (bil. yen).

3. NTT Business

 Construction, maintenance and operation of fixed communication facilities of NTT. Centered on the Greater Tokyo and Kansai regions.

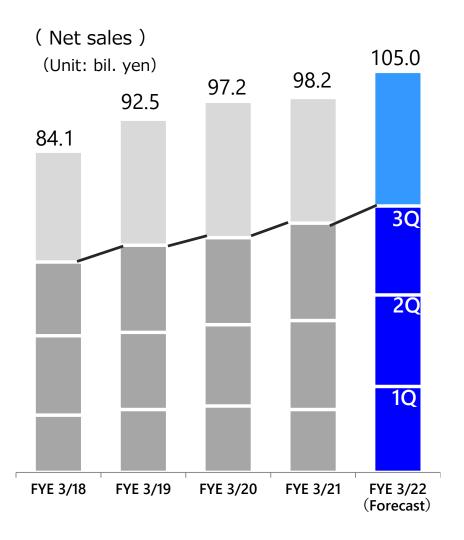


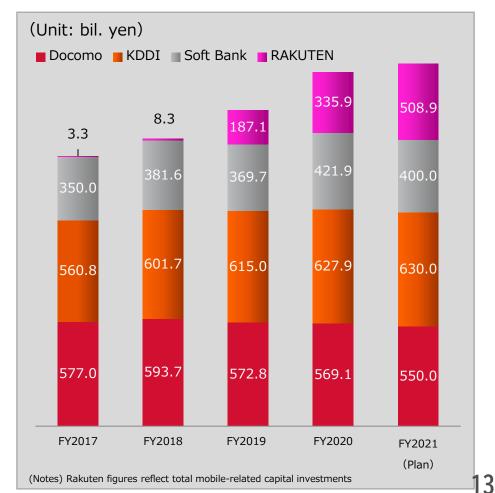


Source: MIRAIT from company information

4. Multi-carrier Business

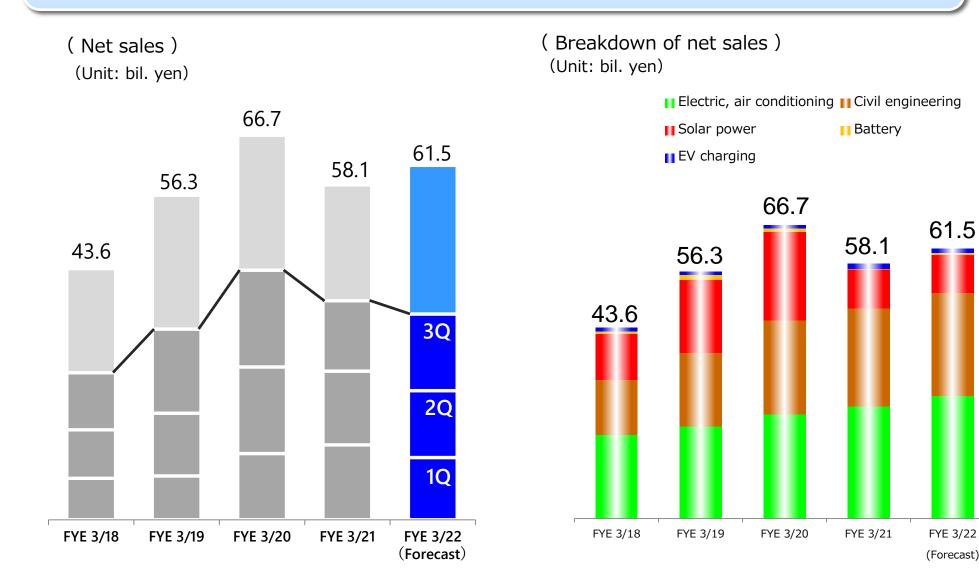
- Nationwide works on construction, maintenance and operation of communications facilities of all mobile carriers.
- Fixed communication equipment for NCCs, CATV work, global business.





5. Environmental & Social Innovation Business

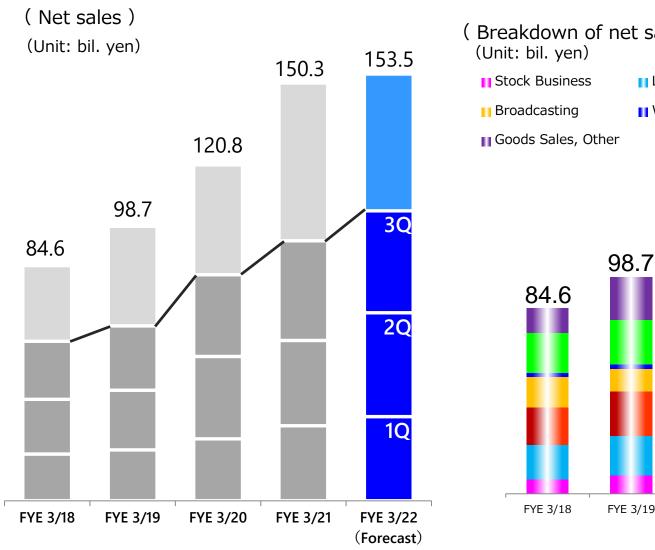
 Offering comprehensive solutions for the construction and maintenance of environmental/ new energy-related facilities, social infrastructure, electrical/ air conditioning facilities, etc.

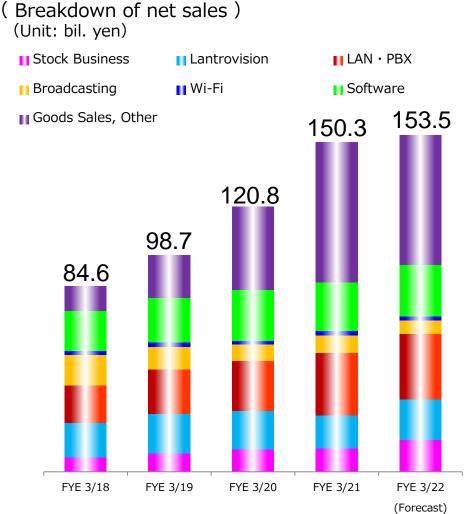


14

6. ICT Solution Business

 Support to create ICT infrastructure such as cloud, office solutions, Wi-Fi and broadcasting networks.

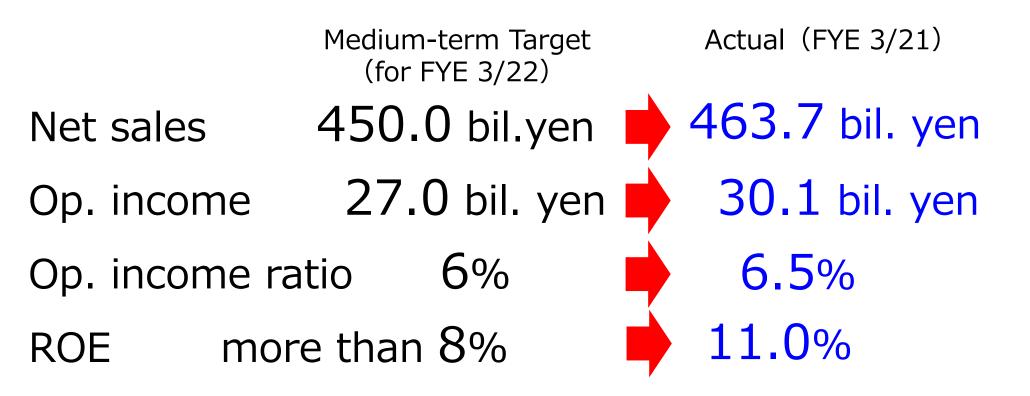




II. FYE 3/22 Full-year Forecast

and Shareholder Returns

1. Medium-term Plan (FYE 3/20~3/22) targets versus actual



Targets achieved one year in advance

2. FYE 3/22 full-year forecast

Upward revision of initial forecast

Orders received $480.0 \Rightarrow 490.0$ bil. yen (+10.0)

Net sales

Op. income

Net income

 $470.0 \Rightarrow 480.0$ bil. yen (+10.0)

- $30.5 \Rightarrow 32.0$ bil. yen (+ 1.5)
- $21.0 \Rightarrow 22.5$ bil. yen (+ 1.5)

Make the strong earnings results achieved in FYE 3/21 Mirait's **"True Potential"**

Strengthening shareholder returns

[Initial forecast announced 5/2021]

Dividend increase 45 yen \Rightarrow 50 yen (2nd consecutive period)

Share repurchase 3.0 bil. yen (3rd consecutive period)

[Forecast announced 11/2021] **Further dividend increase in H2:** $50yen \Rightarrow 55 yen$

[Forecast announced 2/2022]

Additional share repurchase of 2.0 bil. yen

⇒Total of 5.0 bil. yen for the full year

3-2. Shareholder return

Share

repurchase

Total

shareholder

return ratio

dividend amount share repurchase amount unit: bln. yen 2022.3 2018.3 2019.3 2020.3 2021.3 (Forecast) Annual dividend 35yen 5 5 y e n 40 y e n 40 y e n 45 y e n per share Dividend payout 23.6% 24.1% 26.7% 19.6% 24.5% ratio

Dividend per share + 10 yen/ year

Share repurchase **5.0 bil. yen/ year**

Total shareholder return ratio 46.6% (Forecast)

(Note) FYE 3/2019 figures in \times exclude the impact of extraordinary gains from the recent acquisitions (negative goodwill of 10.0 bil. yen).

9.5 bil.

yen

59.0%

5.0bil.

yen

46.6%

10.4 bil.

23.6%

24.1%

yen

95.4%

IV. Topics

I -1~2. Acquisition of Seibu Construction Co. Ltd. II-1~5. Transforming the Business Structure II-1~8. Achieving growth at the New Group - Business transformation and the "Five Changes" -

I -1.Acquisition of Seibu Construction Co. Ltd.

- Acquisition of 95% ownership in Seibu Construction Co. Ltd., a Seibu Group company, to make it a consolidated subsidiary (announced Jan 27, 2022).
- Acquisition value: approx. 62.0 bil. yen (estimate)/ Acquisition date: March 31, 2022

Outline of Seibu Construction Co. Ltd.

Established Nov. 11, 1941

Founded 1941 (80 years)

- Head office Tokorozawa-shi, Saitama
- Representative Director Makoto Sato
- Paid-in capital 11.0 bil. yen

© Employs highly-skilled certified engineers, etc.

- \bigcirc 1st class architects: 73
- 1st class building construction managing engineers: 180
- \diamondsuit 1st class civil engineering managing

engineers: 220

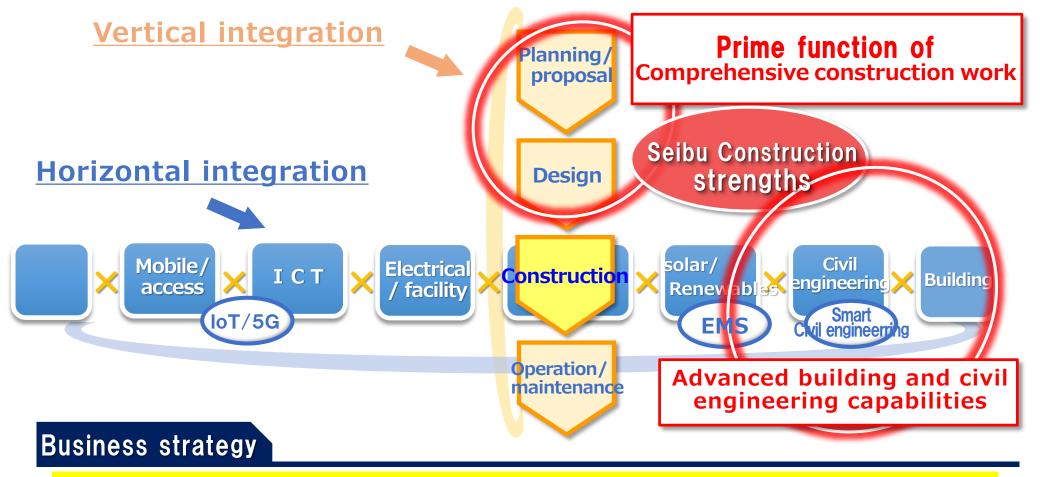
 \Diamond Railroad construction managers: 154

Business domain

Comprehensive construction company engaging in civil engineering, building and other construction work

I -2. Synergies with Seibu Construction Co., Ltd. (image) Operations based on "Full-value Model"

Ref: Outline of NEXT MIRAIT Group Vision 2030 (tentative)

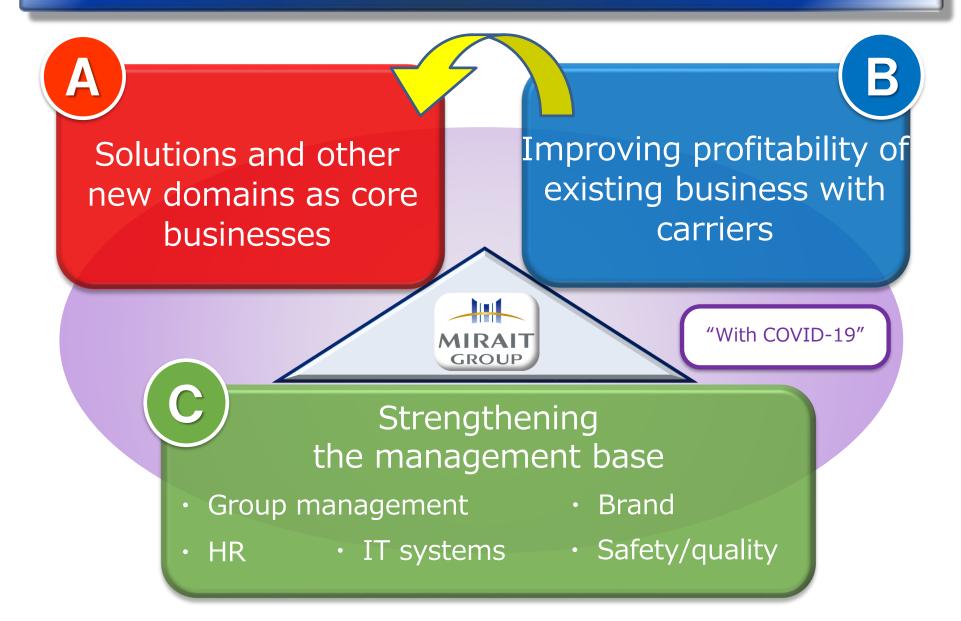


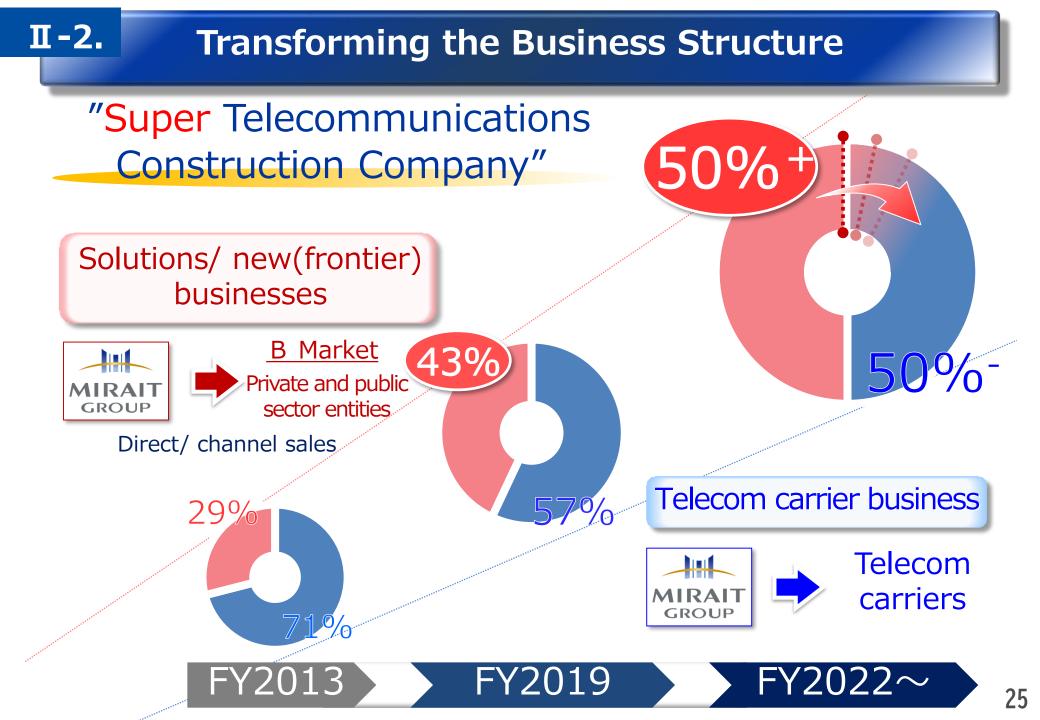
Deployment of "community creation" and "green energy" businesses

Accelerate growth by expanding "Future Domains" based on the "Full-value Model" that achieves vertical and horizontal integration

Transforming the Business Structure

II-1.



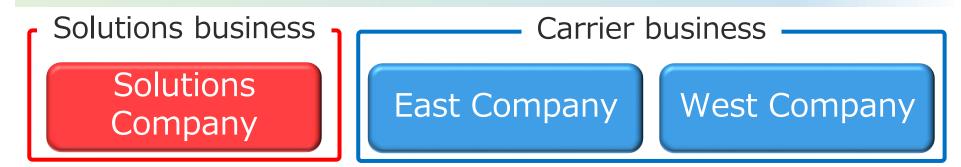




Outline of New Company

Adoption of division company system

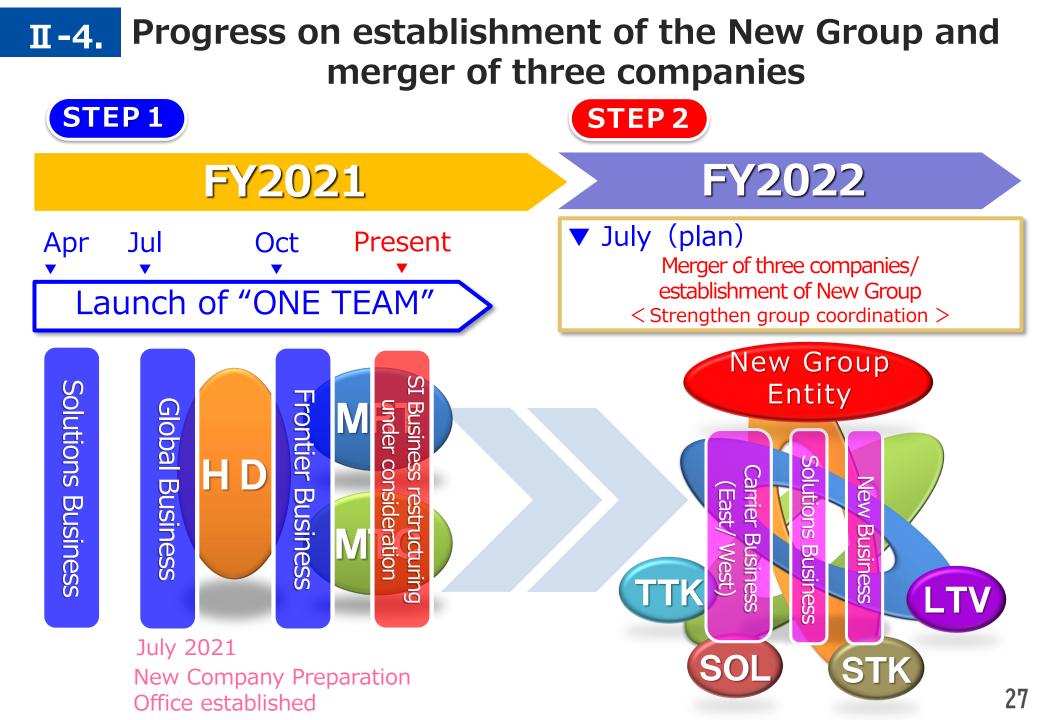
Agile and flexible business operations



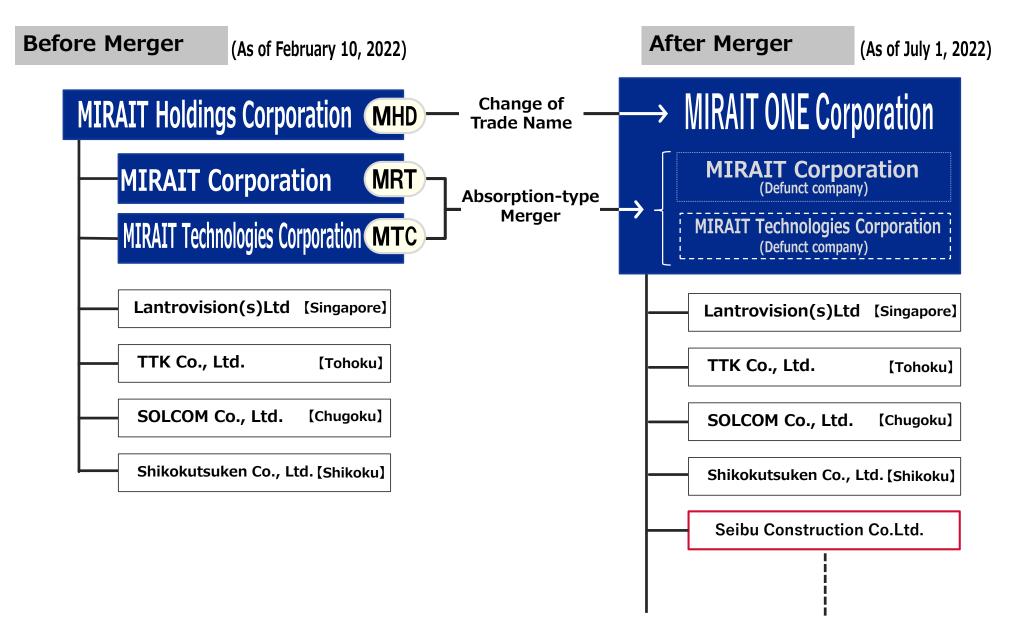
Consolidation of back-office/ common functions

- Strengthen management base through consolidation/ achieve outstanding efficiency
 - General Affairs
 PR
 Finance/ accounting
 - HR Audit IT systems etc.





II-5. Outline of three companies merger (As of July 1, 2022)



New Trade Name July 1, 2022 (scheduled)

MIRAIT ONE Corporation

The Company will change its trade name with the intention to coordinate and unify the Group and to embrace the challenge of new areas based on the transition from a holding company to an operating holding company ahead of the integration with its wholly owned subsidiaries MIRAIT Corporation and MIRAIT Technologies Corporation scheduled for July 2022.

*The Company's trade name will be changed on the condition that the proposal for a "Partial Amendment to the Articles of Incorporation" is approved at the 12th General Meeting of Shareholders to be held in June 2022.



Achieving growth at the New Group



III-2. Important societal issues to be addressed (Materiality)

Creating and preserving an environmentally-friendly society

Realize a carbon-free society through business activities

• Contribute to the creation of environmentally-friendly and resilient communities



Creating and preserving a safe, secure and prosperous society

- Improve safety and quality
- Create social values through partnerships and collaboration



÷

Creating and preserving a society that respects and promotes the diversity of people and cultures

- Promote development of human resources, workstyle reform and health management
- Promote respect for human rights and D&I

Creating and preserving a fair and transparent corporate group

- Enhance corporate governance
- Thorough compliance

C

Thorough risk management





Business transformation and the "Five Changes"

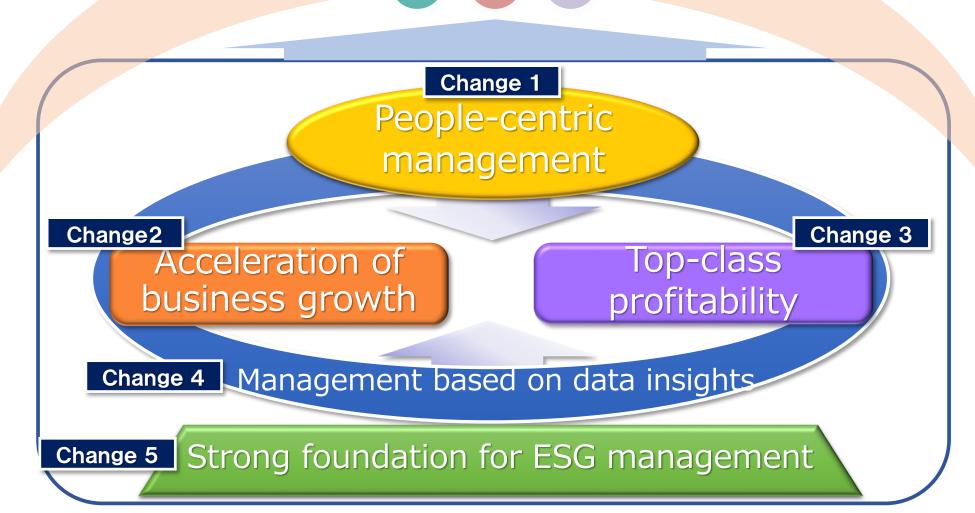


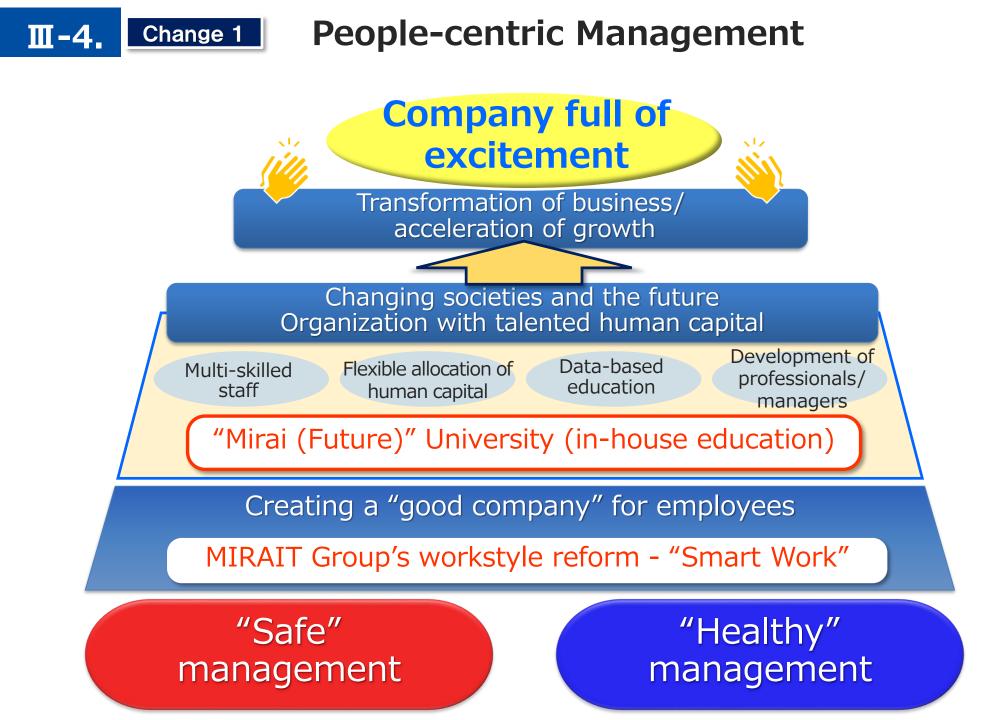


S

G

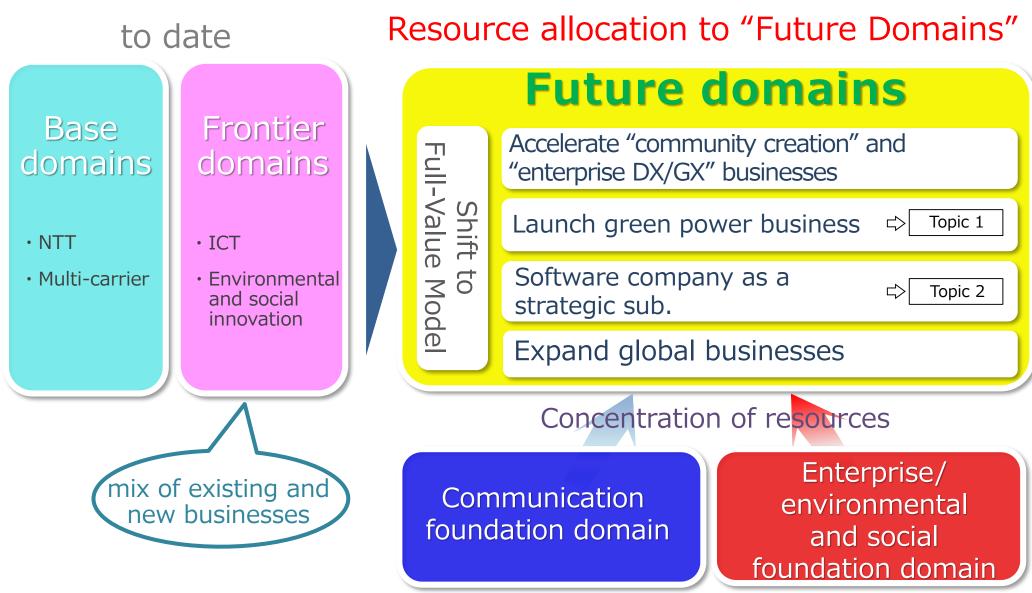
E





Change2 Acceleration of business growth

Ш-5.



III-6. Change2 Launch of green power business

Topic (1)

Launch of business to build and sell green power generation facilities and sale of green power



Creating new value through renewable energy business

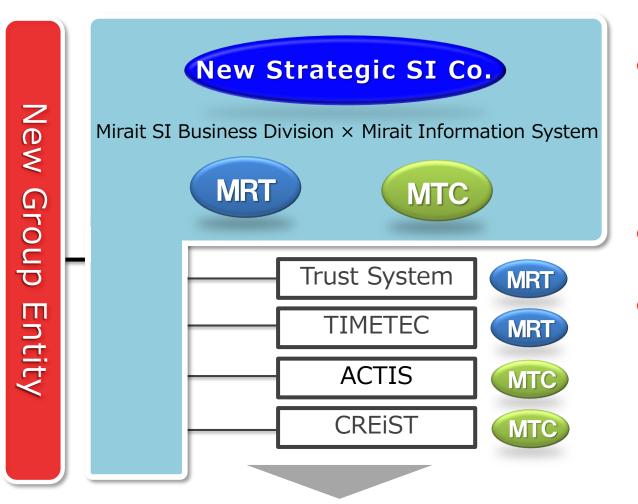
- Building and selling of power generation facilities
- PPA business
 - (sale of electricity)
- Self-consumption

Contribute to greening the society

Scheduled to launch business in H2 FY2021

III-7. Change2 Software business as a strategic subsidiary

Topic (2)



- Centralize softwarerelated management resources to further specialize and advance capabilities
- Improve flexibility and agility
- Enhance value for customers using cuttingedge technology

Contribute to customers' business transformation through DX

Reorganization scheduled for July 2022

Ш-8. **Change 5** Initiatives to strengthen ESG-based management (Step 1) Establishment of ESG management system Established committee to promote ESG management (Sep. 2021) Board of Directors Management Meeting Chairman : CFO **ESG Management Promotion Committee** Members : CEOs of group companies/ executive officers Secretariat : ESG Promotion Department Environmental initiatives (adoption of TCFD recommendations) Adopted TCFD recommendations (Oct. 2021); to actively disclose information TCFD TASK FO CLIMATE FINANCIA K FORCE ON Evaluation of climate risks and opportunities and disclosure of future financial impact

Also participated in the TCFD Consortium

Building and Maintaining a Bridge to the Future



Precautionary Statement

Statements and quotes relevant to the forecasted values in this handout are the future prospects based on the plans and prospects of the Company at this point in time.

The actual business results could be significantly different from those stated in this handout due to changes in conditions.

As such, please be advised that we will not be able to guarantee the accuracy of the forecasted values, in this handout and the session, over the period of time to come in the future.

MIRAIT Holdings Corporation