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August 12, 2021

Consolidated Financial Results for the Fiscal Year Ended June 30, 2021 (Under Japanese GAAP)

Company name: TESS Holdings Co., Ltd. Listing: Tokyo Stock Exchange

Securities code: 5074

URL: https://www.tess-hd.co.jp/ Representative: Hideo Ishiwaki, President

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Scheduled date of annual general meeting of shareholders: September 29, 2021
Scheduled date to commence dividend payments: September 30, 2021
Scheduled date to file annual securities report: September 29, 2021

Preparation of supplementary material on financial results: Yes

Holding of financial results briefing: Yes (for institutional investors and analysts)

(Yen amounts are rounded down to millions, unless otherwise noted.)

1. Consolidated financial results for the fiscal year ended June 30, 2021 (from July 1, 2020 to June 30, 2021)

(1) Consolidated operating results

(Percentages indicate year-on-year changes.)

	Net sales	l .	Operating p	rofit	Ordinary pr	ofit	Profit attributa owners of pa	
Fiscal year ended	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%
June 30, 2021	34,249	20.5	4,399	25.3	3,836	51.4	1,990	22.5
June 30, 2020	28,415	(4.1)	3,511	132.8	2,534	226.7	1,625	_

Note: Comprehensive income For the fiscal year ended June 30, 2021: \$\frac{\pma}{2}\$,118 million [20.2%] For the fiscal year ended June 30, 2020: \$\frac{\pma}{1}\$,763 million [-%]

	Basic earnings per share	Diluted earnings per share	Return on equity	Ratio of ordinary profit to total assets	Ratio of operating profit to net sales
Fiscal year ended	Yen	Yen	%	%	%
June 30, 2021	72.86	70.74	13.1	4.2	12.8
June 30, 2020	63.75	_	22.1	3.6	12.4

Reference: Share of profit (loss) of entities accounted for using equity method

For the fiscal year ended June 30, 2021: \$\frac{\pmathbf{Y}29}{29}\$ million For the fiscal year ended June 30, 2020: \$\frac{\pmathbf{Y}45}{20}\$ million

- Notes: 1. The Company carried out a ten-for-one share split of its common shares on February 1, 2021. Basic earnings per share were calculated as though the share split had been conducted at the beginning of the previous fiscal year.
 - 2. Regarding diluted earnings per share for the fiscal year ended June 30, 2020, while the Company did have potential dilutive shares, because the Company's shares were unlisted, the average share price during the period was not available and therefore no amount is stated. Regarding diluted earnings per share for the fiscal year ended June 30, 2021, because the Company's shares were listed on the First Section of the Tokyo Stock Exchange on April 27, 2021, the diluted earnings per share were calculated by deeming the average share price during the period to be the average share price from the date of listing to the end of the current fiscal year.

(2) Consolidated financial position

	Total assets	Net assets	Equity-to-asset ratio	Net assets per share
As of	Millions of yen	Millions of yen	%	Yen
June 30, 2021	100,724	22,813	22.6	652.35
June 30, 2020	81,158	8,409	9.6	299.70

Reference: Equity

As of June 30, 2021: \quad \text{\frac{\pmathbb{Y}}{22,734} million}} \quad \text{\frac{\pmathbb{Y}}{7,762} million}} \quad \text{\frac{\pmathbb{Y}}{7,762} million}}

(3) Consolidated cash flows

	Cash flows from operating activities	Cash flows from investing activities	Cash flows from financing activities	Cash and cash equivalents at end of period
Fiscal year ended	Millions of yen	Millions of yen	Millions of yen	Millions of yen
June 30, 2021	431	(4,475)	17,098	22,169
June 30, 2020	(1,608)	(15,348)	19,220	9,094

2. Cash dividends

		Annua	l dividends pe	er share		Total cash		Ratio of
	First quarter-end	Second quarter-end	Third quarter-end	Fiscal year-end	Total	dividends	Payout ratio (Consolidated)	dividends to net assets (Consolidated)
	Yen	Yen	Yen	Yen	Yen	Millions of yen	%	%
Fiscal year ended June 30, 2020	_	0.00	-	20.00	20.00	51	3.1	0.7
Fiscal year ended June 30, 2021	_	0.00	-	20.52	20.52	715	28.2	4.3
Fiscal year ending June 30, 2022 (Forecast)	_	0.00	_	21.00	21.00		29.4	

Notes: 1. Revisions to the cash dividends forecasts most recently announced: None

3. Forecast of consolidated financial results for the fiscal year ending June 30, 2022 (from July 1, 2021 to June 30, 2022)

(Percentages indicate year-on-year changes.)

	Net sales	l	Operating pr	ofit	Ordinary pro	ofit	Profit attributa owners of pa		Basic earnings per share
	Millions of yen	%	Millions of yen	%	Millions of yen	%	Millions of yen	%	Yen
Fiscal year ending June 30, 2022	29,790	(13.0)	4,905	11.5	4,000	4.3	2,497	25.5	71.55

Note: The Company will apply the "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020), etc., from the beginning of the fiscal year ending June 30, 2022. Therefore, the above forecast of consolidated financial results represents the amounts calculated by applying the said accounting standard, etc.

^{2.} The Company carried out a ten-for-one share split of its common shares on February 1, 2021. The amount shown for the dividend for the fiscal year ended June 30, 2020 is the actual amount of dividend before the share split.

* Notes

(1) Changes in significant subsidiaries during the period (changes in specified subsidiaries resulting in the change in scope of consolidation): None

Newly included: – companies Excluded: – companies

- (2) Changes in accounting policies, changes in accounting estimates, and restatement
 - (i) Changes in accounting policies due to revisions to accounting standards and other regulations: None
 - (ii) Changes in accounting policies due to other reasons: None
 - (iii) Changes in accounting estimates: None
 - (iv) Restatement: None
- (3) Number of issued shares (common shares)
 - (i) Total number of issued shares at the end of the period (including treasury shares)

As of June 30, 2021	35,069,100 shares
As of June 30, 2020	35,069,100 shares

(ii) Number of treasury shares at the end of the period

As of June 30, 2021	219,000 shares
As of June 30, 2020	9,170,000 shares

(iii) Average number of shares outstanding during the period

Fiscal year ended June 30, 2021	27,317,900 shares
Fiscal year ended June 30, 2020	25,489,401 shares

Note: The Company carried out a ten-for-one share split of its common shares on February 1, 2021. "Total number of issued shares at the end of the period," "Number of treasury shares at the end of the period" and "Average number of shares outstanding during the period" were calculated as though the share split had been conducted at the beginning of the fiscal year ended June 30, 2020.

- * Financial results reports are exempt from audit conducted by certified public accountants or an audit corporation.
- * Proper use of earnings forecasts, and other special matters

(Caution regarding forward-looking statements)

Forward-looking statements in this document, including the results forecasts, etc., are based on the information available as of the date of the release of this document and the preconditions that the Company deemed to be reasonable; they are not meant to be a commitment by the Company, and a variety of factors in the future may cause actual results to differ materially from these forecasts.

Consolidated financial statements

(1) Consolidated balance sheet

(N)	ш	lione	of ve	n)

	As of June 30, 2020	As of June 30, 2021
ssets		
Current assets		
Cash and deposits	11,486	26,036
Notes and accounts receivable - trade	3,602	3,160
Accounts receivable from completed construction	533	2,908
contracts	333	2,900
Merchandise and finished goods	928	273
Work in process	99	51
Costs on construction contracts in progress	6,304	10,214
Costs on real estate business	1,591	2,002
Raw materials and supplies	59	63
Advance payments to suppliers	3,459	3,090
Other	3,283	2,363
Allowance for doubtful accounts	(76)	(25
Total current assets	31,273	50,140
Non-current assets		
Property, plant and equipment		
Buildings and structures	3,644	3,850
Accumulated depreciation	(528)	(737
Accumulated impairment	_	(83
Buildings and structures, net	3,115	3,028
Machinery, equipment and vehicles	31,601	39,362
Accumulated depreciation	(5,266)	(7,163
Accumulated impairment	-	(12
Machinery, equipment and vehicles, net	26,335	32,187
Tools, furniture and fixtures	202	222
Accumulated depreciation	(137)	(149
Tools, furniture and fixtures, net	64	73
Land	2,858	4,001
Leased assets	2,312	2,244
Accumulated depreciation	(899)	(1,045
Accumulated impairment	_	(29
Leased assets, net	1,413	1,169
Construction in progress	7,878	237
Total property, plant and equipment	41,665	40,697
Intangible assets		
Goodwill	343	=
Other	1,838	2,786
Total intangible assets	2,182	2,786
Investments and other assets	,	·
Investment securities	763	1,029
Shares of subsidiaries and associates	39	87
Deferred tax assets	3,142	3,677
Other	2,103	2,375
Allowance for doubtful accounts	(11)	(69
Total investments and other assets	6,037	7,100
Total non-current assets	49,884	50,584
Total assets	81,158	100,724

	As of June 30, 2020	As of June 30, 2021
iabilities		
Current liabilities		
Notes and accounts payable - trade	927	782
Accounts payable for construction contracts	2,101	1,543
Short-term borrowings	11,761	19,258
Current portion of long-term borrowings	4,372	5,324
Lease obligations	315	263
Income taxes payable	1,222	1,164
Advances received on construction contracts in progress	414	480
Provision for bonuses	217	195
Provision for contract loss	14	22
Provision for warranties for completed construction	54	26
Other	1,060	1,263
Total current liabilities	22,463	30,325
Non-current liabilities		
Long-term borrowings	46,521	43,804
Lease obligations	2,040	1,905
Deferred tax liabilities	166	81
Asset retirement obligations	1,222	1,415
Provision for contract loss	22	38
Retirement benefit liability	232	257
Other	79	81
Total non-current liabilities	50,285	47,585
Total liabilities	72,748	77,910
let assets		
Shareholders' equity		
Share capital	1	1
Capital surplus	569	13,540
Retained earnings	7,492	9,431
Treasury shares	(0)	(0
Total shareholders' equity	8,062	22,973
Accumulated other comprehensive income		
Valuation difference on available-for-sale securities	(1)	3
Deferred gains or losses on hedges	(242)	(195
Foreign currency translation adjustment	(56)	(47
Total accumulated other comprehensive income	(300)	(239
Non-controlling interests	647	79
Total net assets	8,409	22,813
otal liabilities and net assets	81,158	100,724

(2) Consolidated statement of income and consolidated statement of comprehensive income (Consolidated statement of income)

	Fiscal year ended June 30, 2020	Fiscal year ended June 30, 2021
Net sales	28,415	34,249
Cost of sales	22,111	26,707
Gross profit	6,303	7,542
Selling, general and administrative expenses	2,792	3,143
Operating profit	3,511	4,399
Non-operating income		
Interest income	9	2
Dividend income	0	6
Share of profit of entities accounted for using equity method	45	29
Insurance claim income	128	358
Subsidy income	78	235
Insurance return	25	117
Other	75	108
Total non-operating income	364	858
Non-operating expenses		
Interest expenses	877	934
Commission expenses	453	287
Loss on tax purpose reduction entry of non-current assets	_	162
Other	9	35
Total non-operating expenses	1,340	1,420
Ordinary profit	2,534	3,836
Extraordinary losses		
Impairment losses	_	408
Total extraordinary losses	_	408
Profit before income taxes	2,534	3,428
Income taxes - current	1,697	2,017
Income taxes - deferred	(973)	(647)
Total income taxes	724	1,370
Profit	1,810	2,058
Profit attributable to non-controlling interests	185	67
Profit attributable to owners of parent	1,625	1,990

(Consolidated statement of comprehensive income)

	Fiscal year ended June 30, 2020	Fiscal year ended June 30, 2021
Profit	1,810	2,058
Other comprehensive income		
Valuation difference on available-for-sale securities	(2)	4
Deferred gains or losses on hedges	(1)	47
Foreign currency translation adjustment	(43)	8
Total other comprehensive income	(47)	60
Comprehensive income	1,763	2,118
Comprehensive income attributable to		
Comprehensive income attributable to owners of parent	1,577	2,051
Comprehensive income attributable to non-controlling interests	185	67

(3) Consolidated statement of changes in equity

Fiscal year ended June 30, 2020 (from July 1, 2019 to June 30, 2020)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	1	1,311	5,891	(0)	7,203
Changes during period					
Dividends of surplus			(25)		(25)
Profit attributable to owners of parent			1,625		1,625
Disposal of treasury shares		184		0	185
Change in ownership interest of parent due to transactions with noncontrolling interests		(926)			(926)
Net changes in items other than shareholders' equity					_
Total changes during period	=	(742)	1,600	0	858
Balance at end of period	1	569	7,492	(0)	8,062

	Accumulated other comprehensive income					
	Valuation difference on available- for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjust- ment	Total accumu- lated other compre- hensive income	Non- controll- ing interests	Total net assets
Balance at beginning of period	0	(240)	(12)	(253)	1,586	8,536
Changes during period						
Dividends of surplus						(25)
Profit attributable to owners of parent						1,625
Disposal of treasury shares						185
Change in ownership interest of parent due to transactions with non-controlling interests						(926)
Net changes in items other than shareholders' equity	(2)	(1)	(43)	(47)	(938)	(986)
Total changes during period	(2)	(1)	(43)	(47)	(938)	(127)
Balance at end of period	(1)	(242)	(56)	(300)	647	8,409

Fiscal year ended June 30, 2021 (from July 1, 2020 to June 30, 2021)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of period	1	569	7,492	(0)	8,062
Changes during period					
Dividends of surplus			(51)		(51)
Profit attributable to owners of parent			1,990		1,990
Disposal of treasury shares		13,620		0	13,621
Change in ownership interest of parent due to transactions with non- controlling interests		(648)			(648)
Net changes in items other than shareholders' equity					-
Total changes during period	-	12,971	1,938	0	14,911
Balance at end of period	1	13,540	9,431	(0)	22,973

	Accumulated other comprehensive income					
	Valuation difference on available- for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjust- ment	Total accumu- lated other compre- hensive income	Non- controll- ing interests	Total net assets
Balance at beginning of period	(1)	(242)	(56)	(300)	647	8,409
Changes during period						
Dividends of surplus						(51)
Profit attributable to owners of parent						1,990
Disposal of treasury shares						13,621
Change in ownership interest of parent due to transactions with non-controlling interests						(648)
Net changes in items other than shareholders' equity	4	47	9	61	(567)	(506)
Total changes during period	4	47	9	61	(567)	14,404
Balance at end of period	3	(195)	(47)	(239)	79	22,813

(4) Consolidated statement of cash flows

	Fiscal year ended June 30, 2020	Fiscal year ended June 30, 2021
Cash flows from operating activities		
Profit before income taxes	2,534	3,428
Depreciation	1,943	2,492
Impairment losses	_	408
Loss on tax purpose reduction entry of non-current assets	-	162
Amortization of goodwill	_	47
Increase (decrease) in allowance for doubtful accounts	(7)	6
Increase (decrease) in provision for bonuses	39	(22
Increase (decrease) in provision for contract loss	(282)	23
Increase (decrease) in provision for warranties for completed construction	27	(27
Increase (decrease) in retirement benefit liability	20	25
Interest and dividend income	(10)	(8
Interest expenses	877	934
Foreign exchange losses (gains)	0	(16
Share of loss (profit) of entities accounted for using equity method	(45)	(29
Decrease (increase) in trade receivables	(1,365)	(1,928
Decrease (increase) in inventories	(1,575)	(3,621
Increase (decrease) in trade payables	618	98
Increase (decrease) in accrued consumption taxes	481	1,362
Increase (decrease) in advances received on construction contracts in progress	(2,247)	65
Other, net	(737)	198
Subtotal	272	3,601
Interest and dividends received	4	13
Interest and dividends received	(847)	(1,009
Income taxes paid	(1,038)	(2,173
Net cash provided by (used in) operating activities	(1,608)	431
Cash flows from investing activities	(1,008)	431
Payments into time deposits	(350)	
Proceeds from withdrawal of time deposits	310	
Purchase of property, plant and equipment	(13,881)	(3,308
Proceeds from sale of property, plant and equipment	(13,881)	(3,308
Purchase of intangible assets	(1,338)	(868
Purchase of investment securities	(618)	(302
Purchase of shares of subsidiaries resulting in change in	(46)	(302
scope of consolidation		
Repayments of investments in silent partnership	(69)	_
Proceeds from collection of loans receivable	160	0
Other, net	6	2
Net cash provided by (used in) investing activities	(15,348)	(4,475)

	Fiscal year ended June 30, 2020	Fiscal year ended June 30, 2021
Cash flows from financing activities		
Net increase (decrease) in short-term borrowings	4,407	7,491
Repayments of lease obligations	(359)	(604)
Proceeds from long-term borrowings	21,339	12,146
Repayments of long-term borrowings	(3,168)	(12,748)
Purchase of investments in capital of subsidiaries without change in scope of consolidation	(1,700)	(1,080)
Proceeds from sale of treasury shares	185	13,621
Dividends paid	(25)	(51)
Dividends paid to non-controlling interests	(181)	(201)
Net decrease (increase) in restricted deposits	(1,276)	(1,474)
Net cash provided by (used in) financing activities	19,220	17,098
Effect of exchange rate change on cash and cash equivalents	(41)	21
Net increase (decrease) in cash and cash equivalents	2,221	13,075
Cash and cash equivalents at beginning of period	6,872	9,094
Cash and cash equivalents at end of period	9,094	22,169