

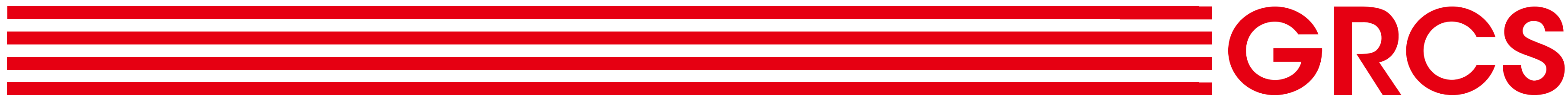
First Nine Months of Fiscal Year ending November 30, 2025 (FY2025)

Financial Results Briefing

GRCS Inc.

Securities code: 9250

October 15, 2025



Disclaimer

This material contains forward-looking statements based on estimations. These forward-looking statements are based on the information available as of the date of publication of this material.

These forward-looking statements should not be construed as a guarantee of future results or performance figures. Such forward-looking statements inherently contain known and unknown risks and uncertainties. Consequently, actual results and financial conditions may differ significantly from the forecasts of future performance and results explicitly or implicitly indicated by the forward-looking statements.

Factors that may cause significant differences from results described in such statements include, but are not limited to, changes in domestic and international economic conditions and trends in the industries in which we operate.

In addition, information regarding matters and organizations other than ourselves is based on publicly available information.

Note that we have not verified, nor do we guarantee, the accuracy or appropriateness of such publicly available information.

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1 . Revision to Full-Year Earnings Forecast for FY2025

Net Sales revised to ¥3,333 million (down 15.7% vs. plan), and EBITDA revised to 70 million yen(down 75.0% vs. plan)

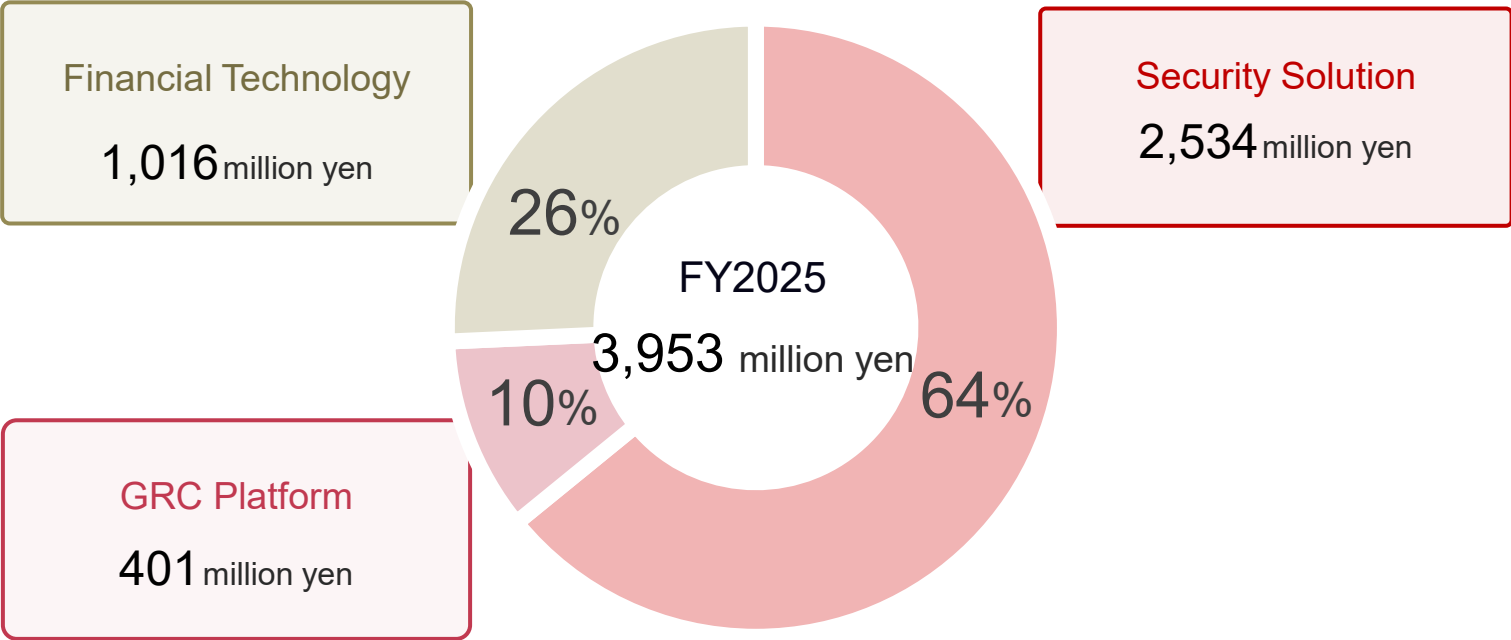
(Millions of yen)	(Ref.) FY2024 Actual	FY2025 Initial forecast	FY2025 Revised forecast	Change amount vs. plan	(Ref.)Revised change ratio vs. FY2024 actual
Net sales	3,288	3,953	3,333	(620)	101.3%
EBITDA	153	282	70	(211)	46.0%
Gross profit (loss)	44	115	(96)	(212)	—
Gross profit margin	1.3 %	2.9 %	—	—	—
Profit (loss) attributable to owners of parent	112	60	(158)	(219)	—

Revision Background

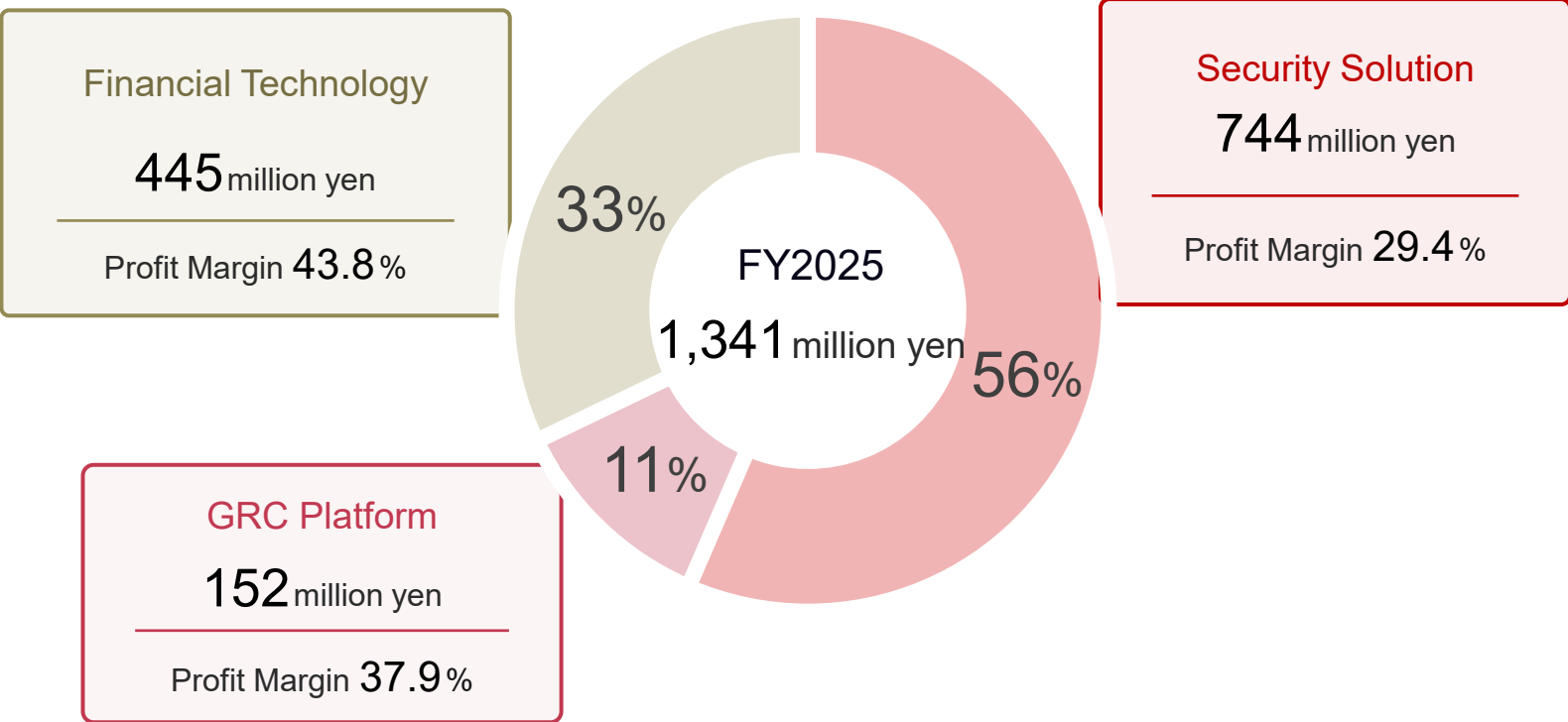
- ✓ Aim to **drive revenue growth** by optimizing the three-business-segment structure.
 - ➡ Although segment-specific initiatives are underway, the efforts did not lead to sufficient results, and net sales are expected to miss the initial forecast.
- ✓ plan to strengthen the recurring model that generates continuous revenue from existing clients, thereby **enhancing the revenue base**.
 - ➡ The reduction in personnel within the Security Solution Business negatively impacted upselling to existing clients.
- ✓ The increase in amortization by ¥57 million due to the additional goodwill acquisition is expected, leading to **a record-high EBITDA** forecast.
 - ➡ Gross profit was pressured as net sales fell short of the initial plan in all segments, and because additional costs were incurred in the Financial Technology Business.

* : EBITDA=Operating profit + Depreciation + Goodwill amortization

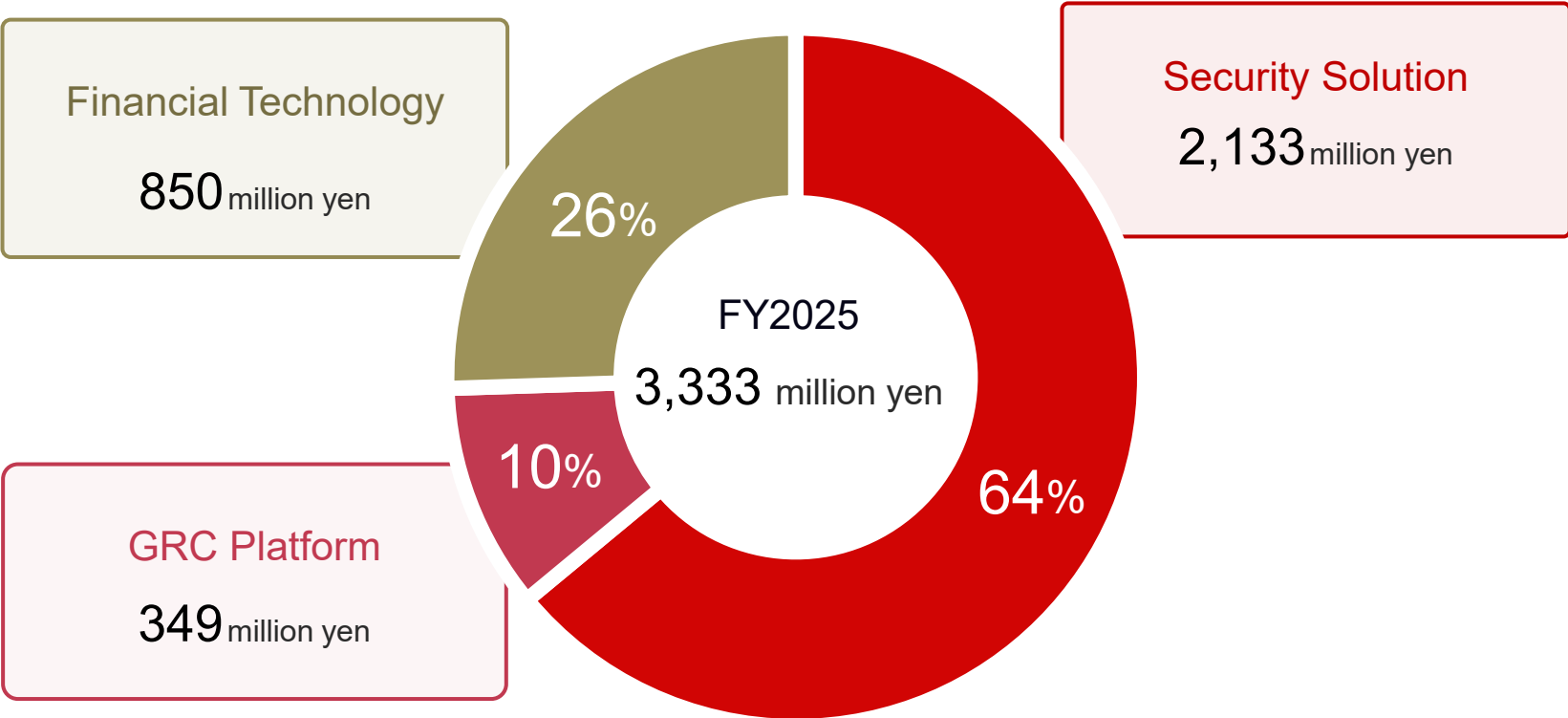
Revenue Composition : Initial Forecast



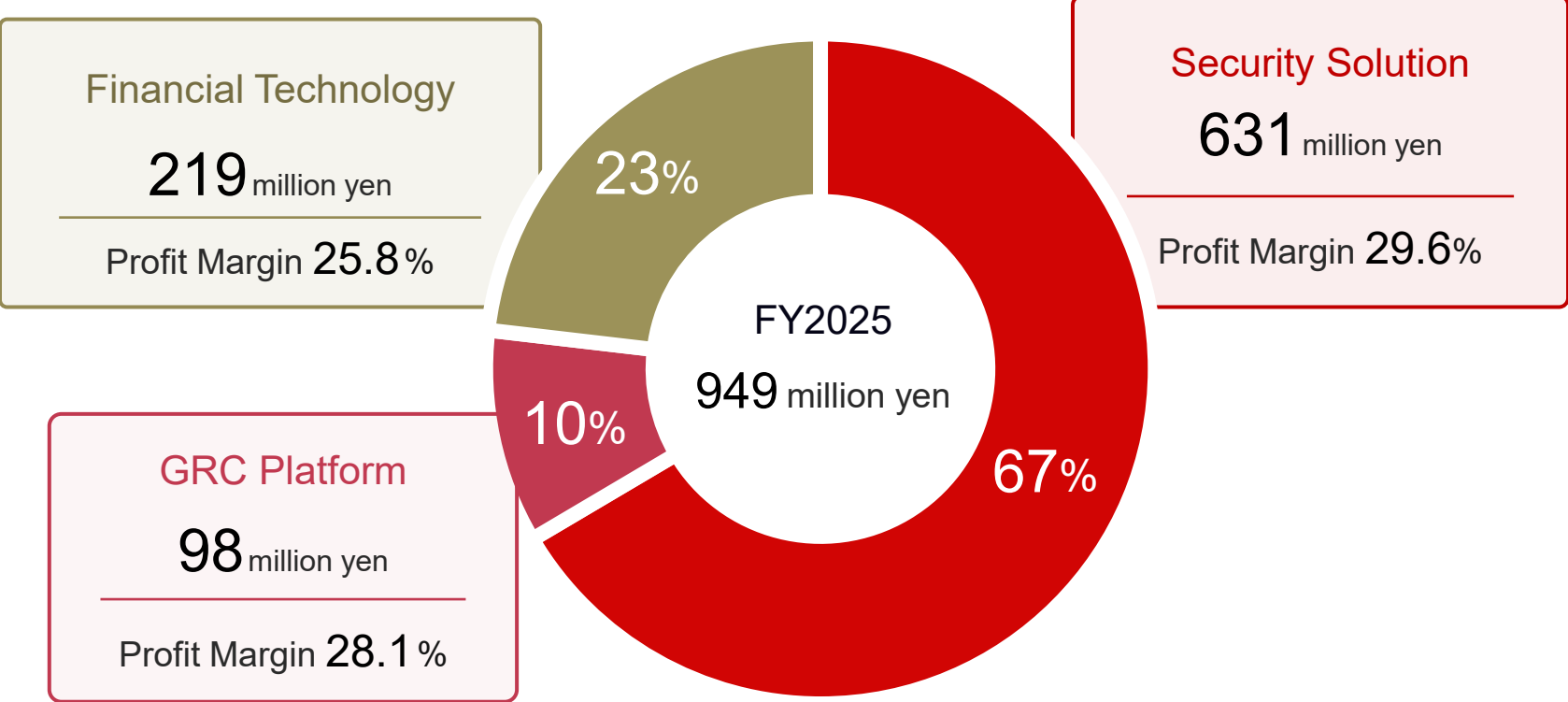
Gross Profit Composition : Initial Forecast



Revenue Composition : Revised Forecast



Gross Profit Composition : Revised Forecast



	Shortfall Factors	Future Initiatives
Net Sales	<ul style="list-style-type: none">Failed to secure recruitment sufficient to offset attrition, leading to a decrease in specialist personnelUpselling to existing clients proceeded below planNew projects factored into the plan were not successfully acquired	<ul style="list-style-type: none">✓ Promote a shift towards the Solution Business<ul style="list-style-type: none">Focus on expanding sales of the strong-performing OneTrust and Generative AI servicesExpand sales through partners✓ Increase personnel in monitoring business area
Profit	<ul style="list-style-type: none">Due to net sales falling short of the plan	<ul style="list-style-type: none">✓ Adjust pricing to improve the gross profit margin

(Millions of yen)	(Ref.) FY2024 Actual	FY2025 Initial forecast	FY2025 Revised forecast	Change amount vs. plan	(Ref.) Revised change ratio vs. FY2024 actual
Net sales	2,152	2,534	2,133	(401)	99.1%
Gross profit (loss)	602	744	631	(113)	104.7%

	Shortfall Factors	Future Initiatives
Net Sales	<ul style="list-style-type: none">Project revenue delayed, with a portion being carried over to the next fiscal yearA shortfall in new partners led to the number of contracts secured missing the targetCancellation occurred due to service usage had not fully taken hold by clients	<ul style="list-style-type: none">✓ Review and improve the management of lead time until order placement✓ Focus on expanding sales through partners✓ Enhance client operation support services

Profit

- Due to net sales falling short of the plan
- ✓ Maximize sales

(Millions of yen)	(Ref.) FY2024 Actual	FY2025 Initial forecast	FY2025 Revised forecast	Change amount vs. plan	(Ref.) Revised change ratio vs. FY2024 actual
Net sales	197	401	349	(52)	177.4%
Gross profit (loss)	73	152	98	(54)	134.5%

	Shortfall Factors	Future Initiatives
Net Sales	<ul style="list-style-type: none"> Project revenue delayed, with a portion being carried over to the next fiscal year Interruption of a large-scale project with a securities company secured last year Faced challenges to acquire new customers bringing revenue growth 	<ul style="list-style-type: none"> ✓ Enhance sales of the on-schedule total solution system ✓ Expand projects with existing clients ✓ Focus efforts on acquiring overseas clients
Profit	<ul style="list-style-type: none"> Incurrence of additional investment for the development of the total solution system A portion of labor costs originally planned as SG&A was recorded in the cost of sales 	<ul style="list-style-type: none"> ✓ Ensure the successful acquisition of ongoing projects ✓ Strengthen product sales based on a proven track record ✓ Expand operation services

(Millions of yen)	(Ref.) FY2024 Actual	FY2025 Initial forecast	FY2025 Revised forecast	Change amount vs. plan	(Ref.) Revised change ratio vs. FY2024 actual
Net sales	938	1,016	850	(166)	90.6%
Gross profit (loss)	396	445	219	(225)	55.4%

2 . Financial Results for First Nine Months of FY2025 Ending November 2025

FY 2025 Q3
Result

Despite achieving YoY increase in net sales, earnings forecast revised downwards
as full-year performance is anticipated to fall short of the original plan

Net sales

2,465 million yen
+1.6 % year on year

Gross profit margin

28.9 %
-3.5pt year on year

EBITDA ※

52 million yen
-31.8 % year on year

Operating profit

-86 million yen
-11 million yen last year

Topics in Q3

- **Security Solution Business** : A shortfall in sales resulted from a decrease in personnel and the failure to secure new orders or achieve existing client upselling targets
- **GRC Platform Business** : While falling short of the plan, net sales achieved a growth of 187.9% year on year
- **Financial Technology Business** : While an order from an overseas client was secured, a large-scale project was interrupted

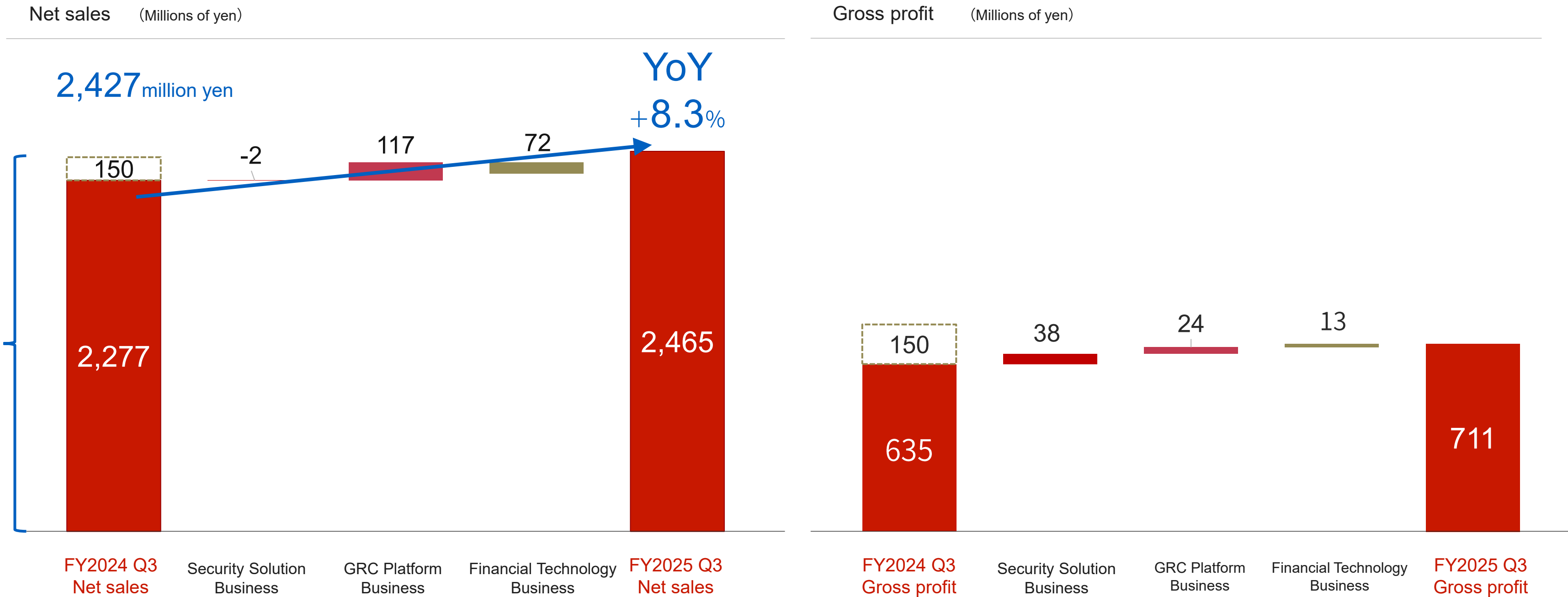
* For details, please refer to “3. Progress by Business Segment”.

* : EBITDA=Operating profit + Depreciation + Goodwill amortization

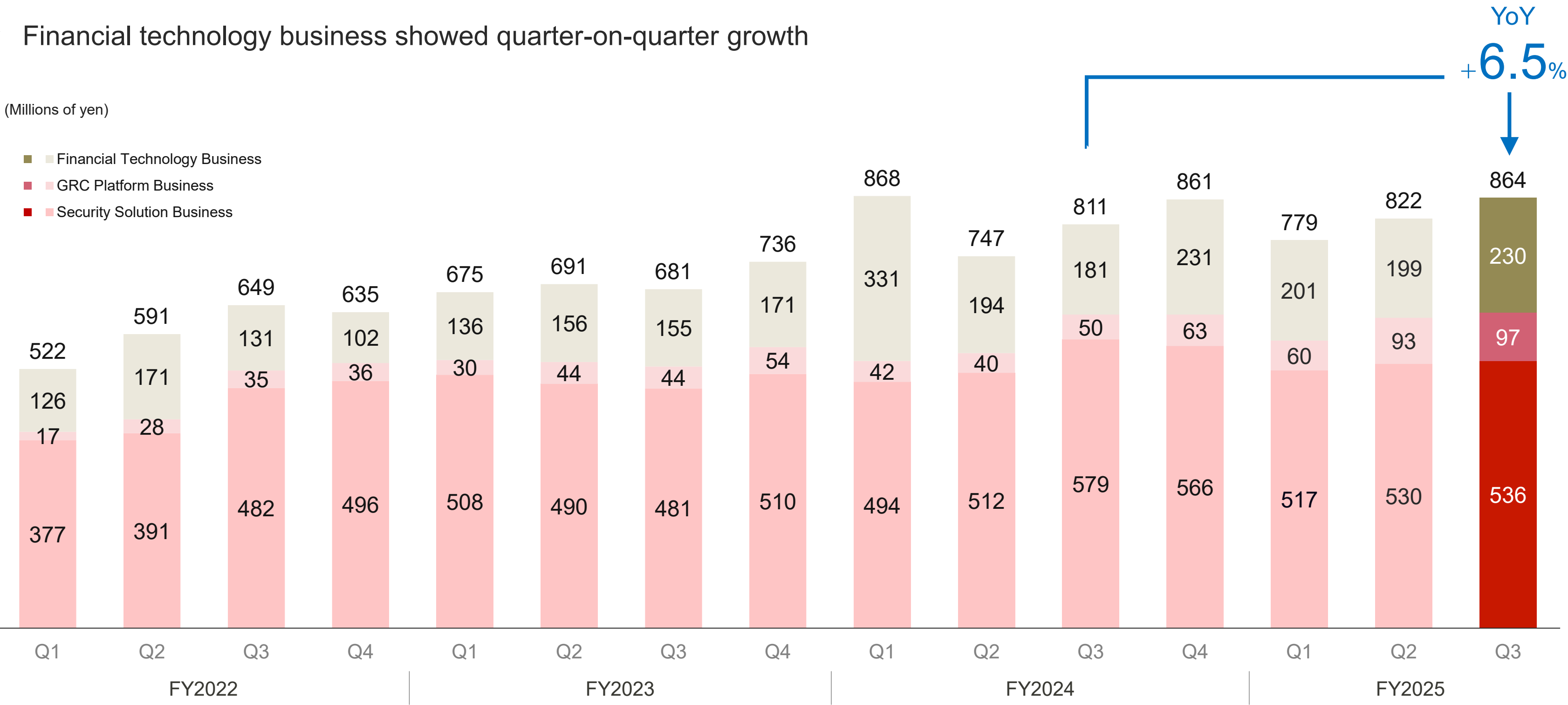
- ✓ The net sales remained flat year-on-year
- ✓ Reduction in gross profit resulted from additional investment incurred for the development of the total solution system in financial technology business

(Millions of yen)	FY2024 Q3	FY2025 Q3	Change amount	Change ratio	FY2025 Revised forecast	Progress ratio (vs. Revised forecast)
Net sales	2,427	2,465	38	1.6%	3,333	74.0%
Gross profit	785	711	(73)	(9.3%)	949	75.0%
Gross profit margin	32.3%	28.9%	(3.5pt)	—	28.5%	+0.4pt
Selling, general and administrative expenses	796	798	2	0.3%	1,045	76.4%
EBITDA	76	52	(24)	(31.8%)	70	74.0%
Operating profit (loss)	(11)	(86)	(75)	—	(96)	—
Ordinary profit (loss)	(27)	(110)	(82)	—	(127)	—
Profit (loss) attributable to owners of parent	(33)	(85)	(51)	—	(158)	—

- ✓ Spot sale of perpetual licenses amounting to 150 million yen occurred in Q1 of the previous fiscal year
- ✓ Net sales excluding the spot sale increased by 8.3%

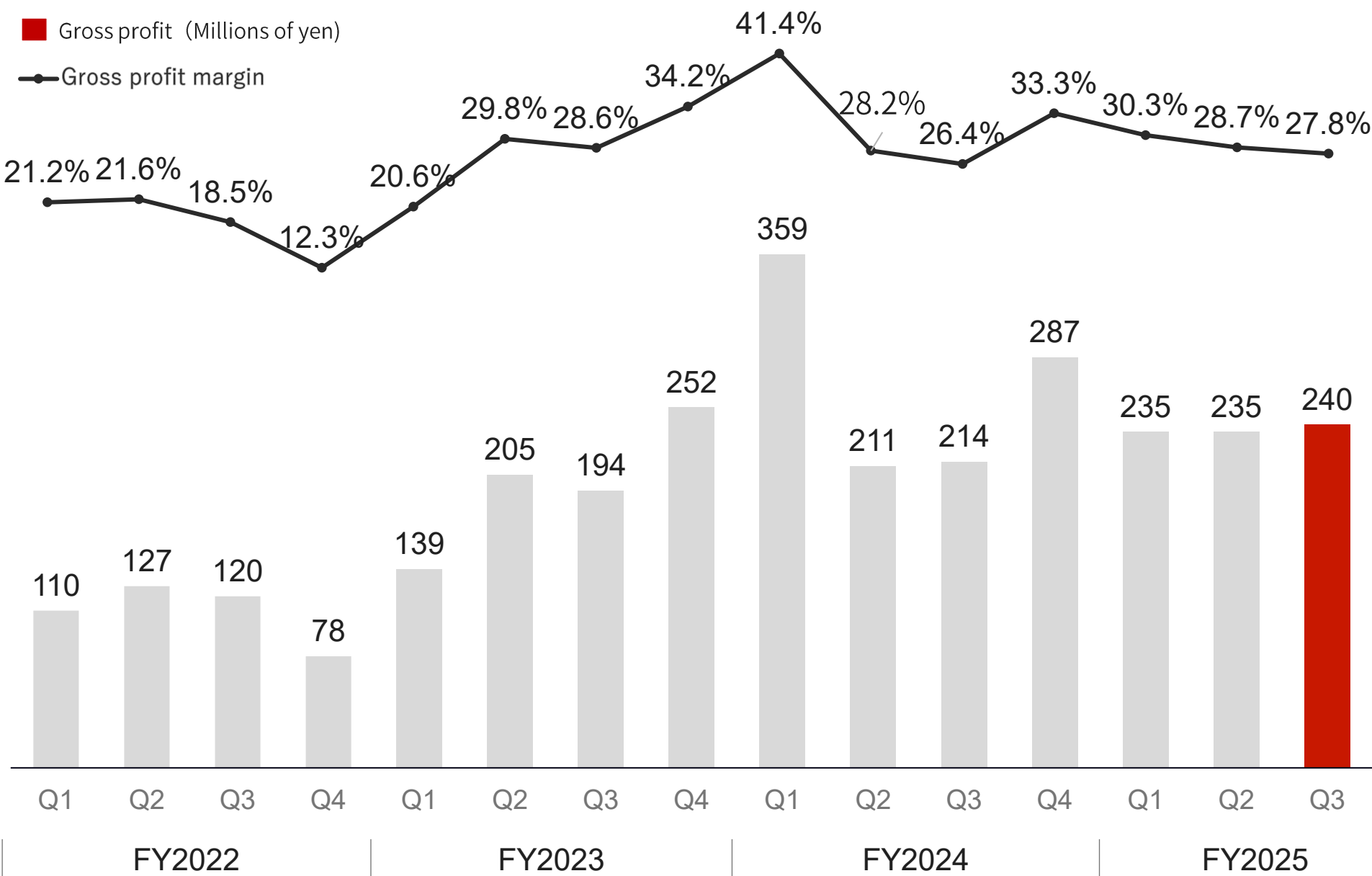


- ✓ Net sales in security solution business decreased
- ✓ GRC platform business maintained its significant growth, achieving 191.7% growth year-on-year
- ✓ Financial technology business showed quarter-on-quarter growth

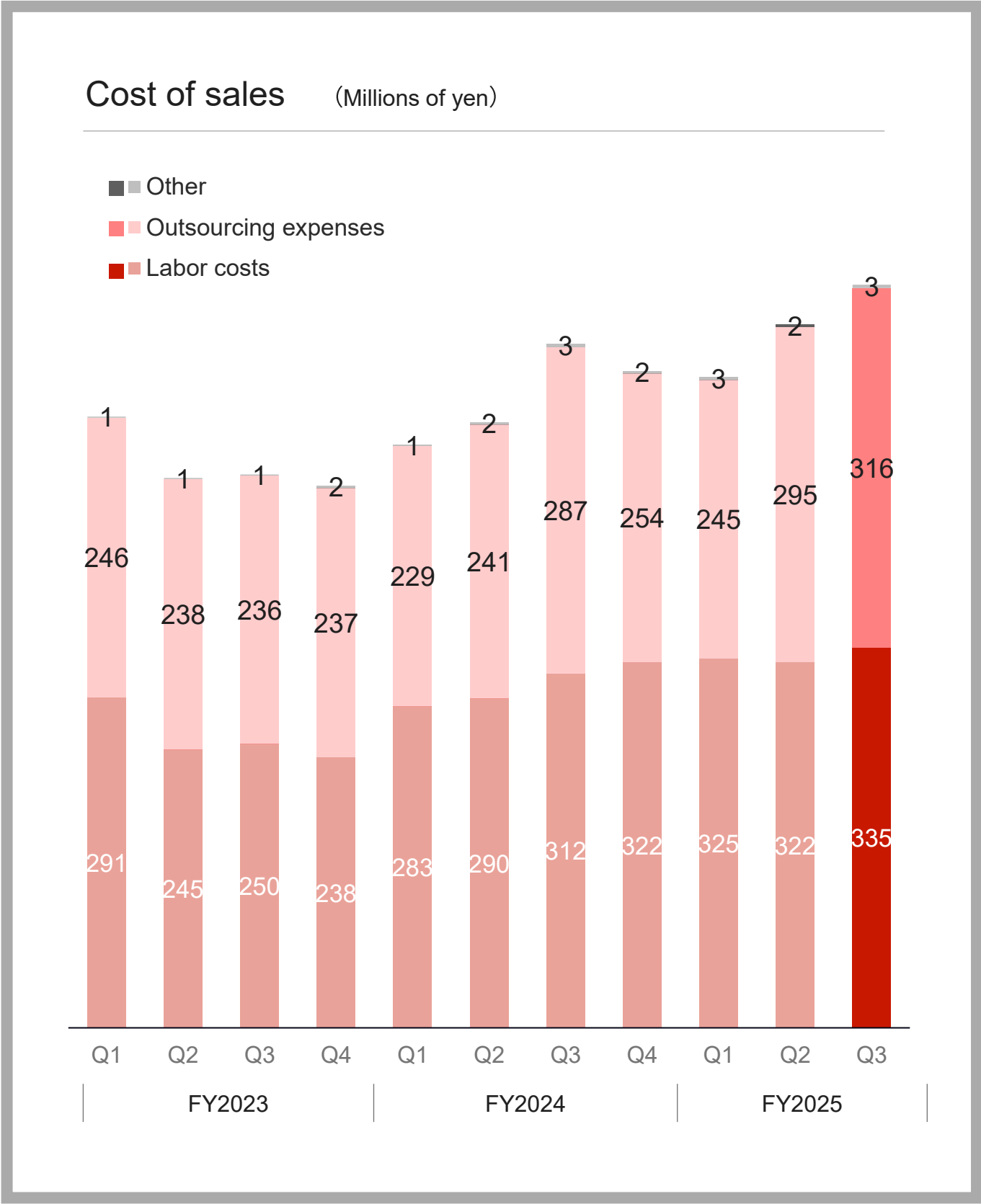


* Starting this fiscal year, the data is categorized by business segment and has been retroactively presented for previous years

✓ Increase in outsourcing expenses led to a decrease in the gross profit margin

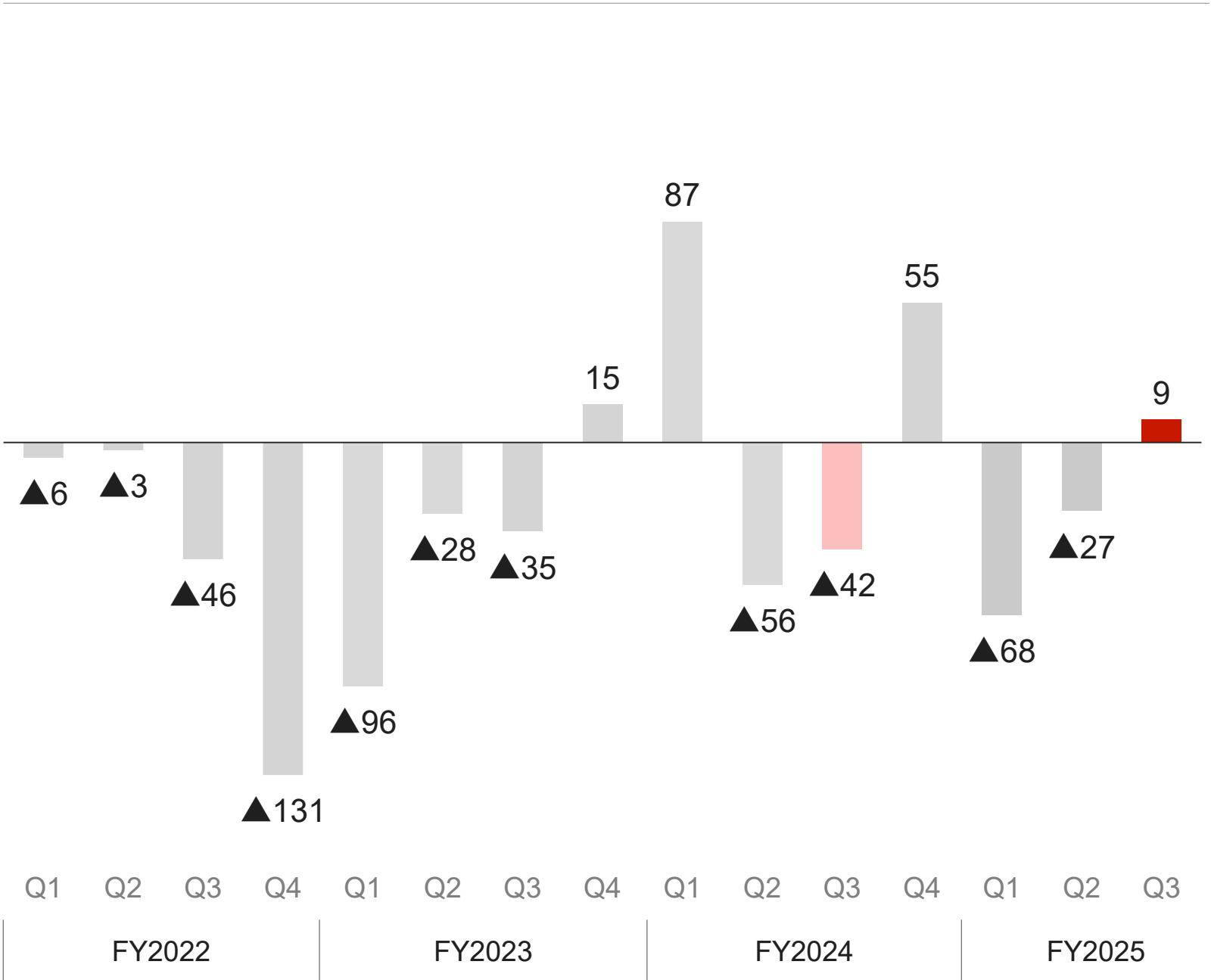


* : GRCS shifted to consolidated accounting in Q3 FY2022

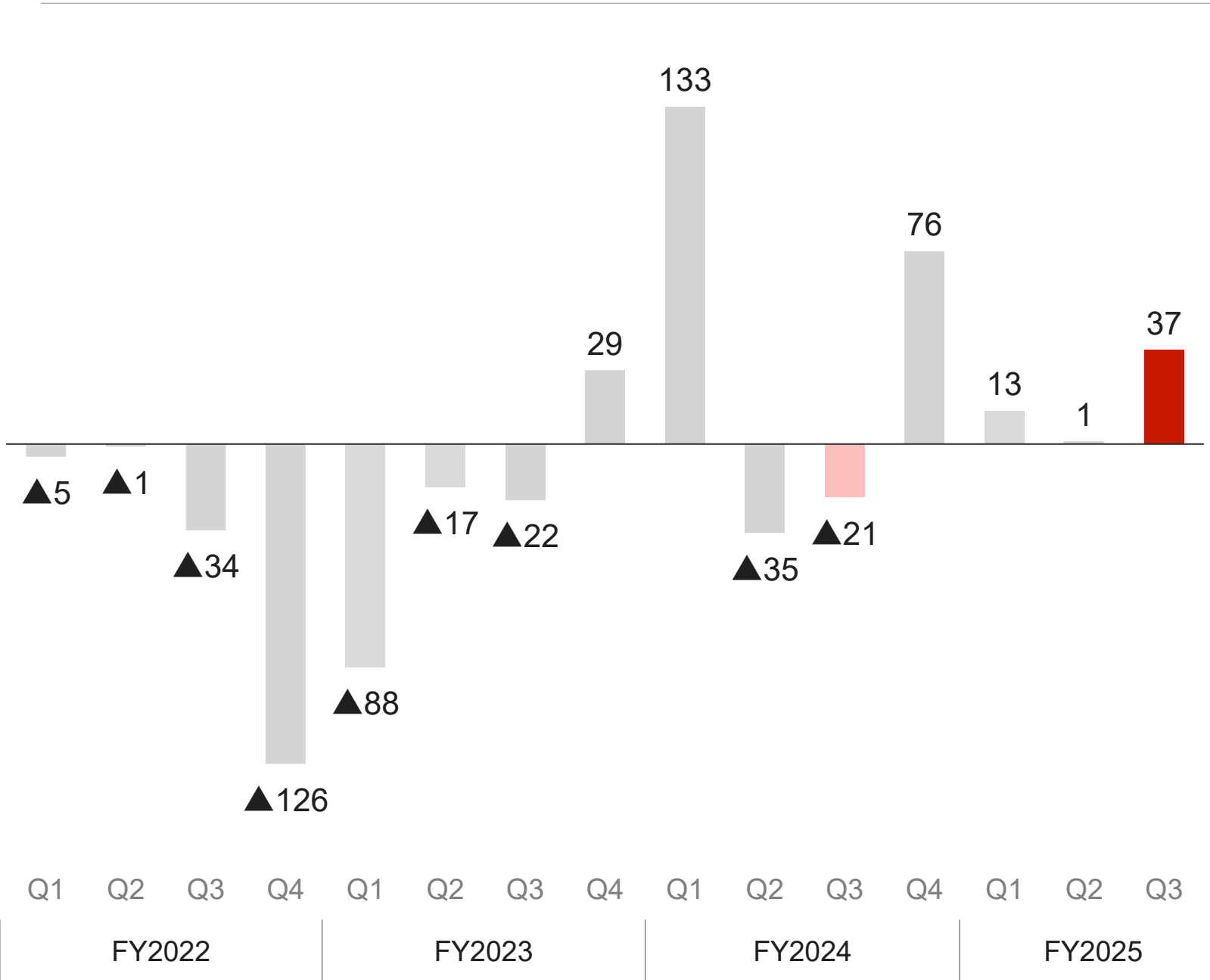


✓ EBITDA, excluding goodwill amortization and similar items, remains positive

Operating Profit (Millions of yen)



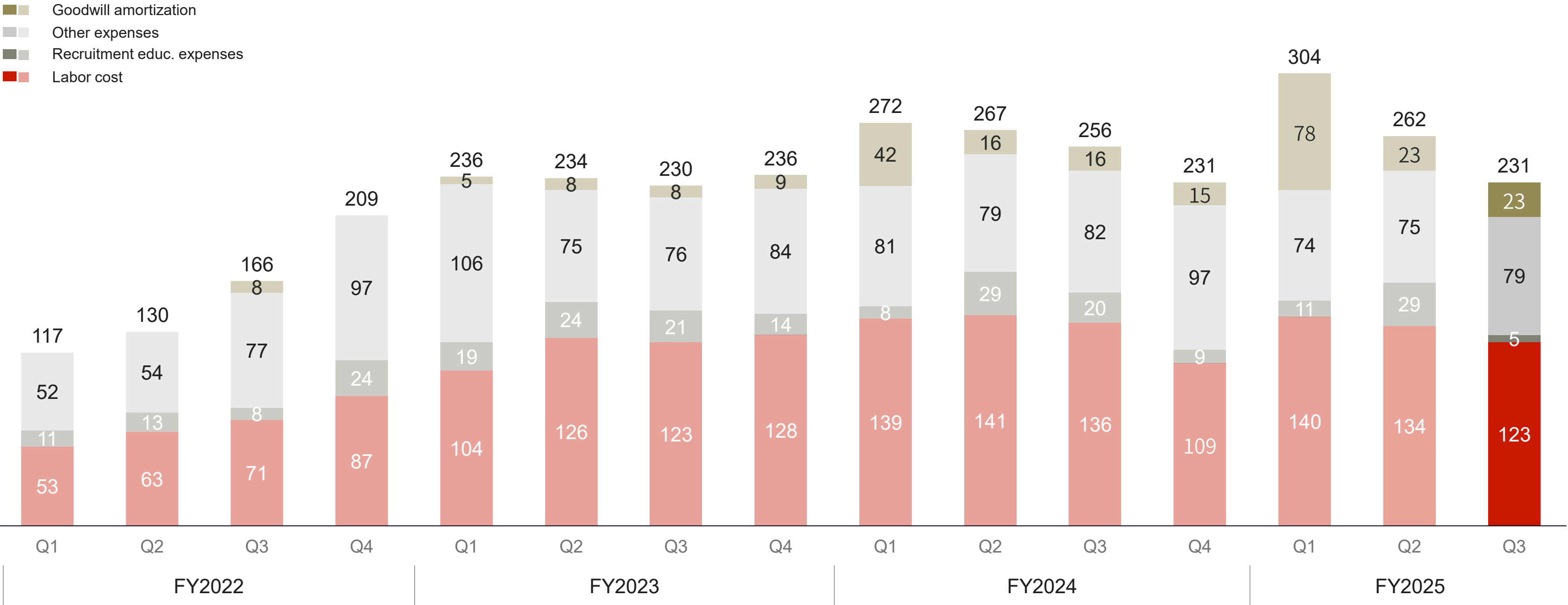
EBITDA (Millions of yen)



* : GRCS shifted to consolidated accounting in Q3 FY2022

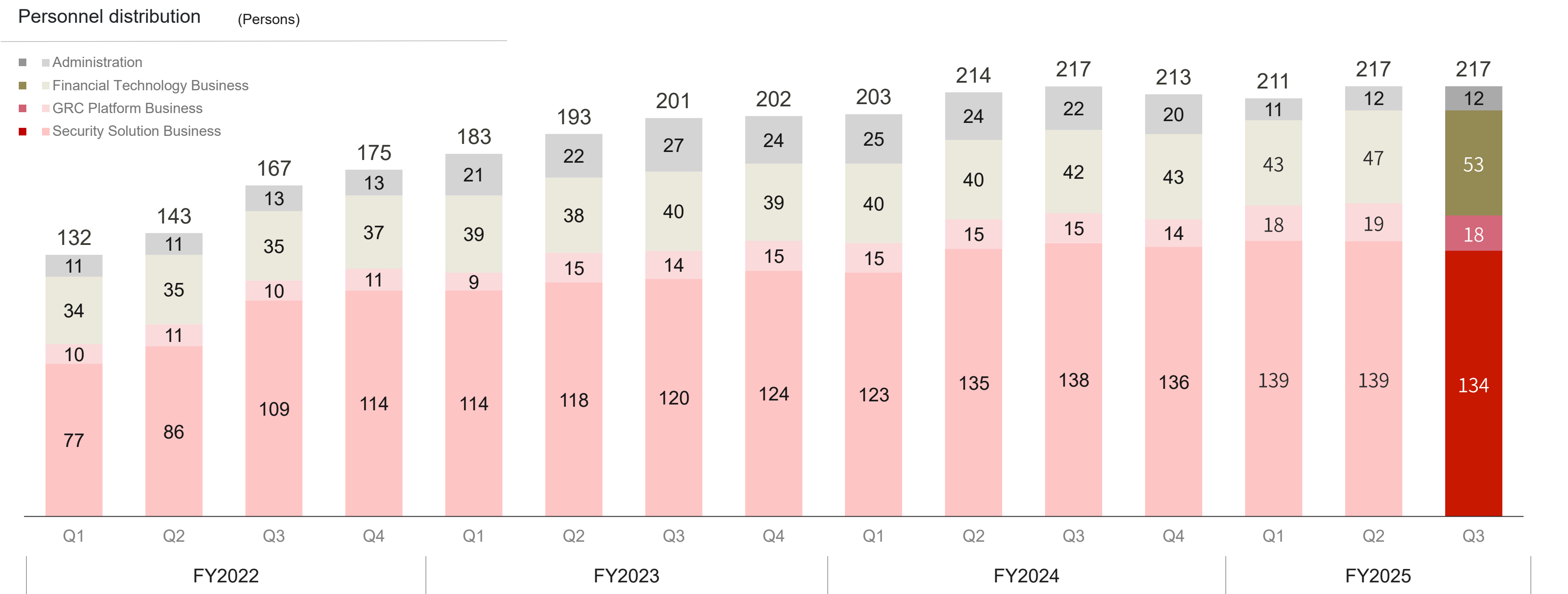
✓ Maintain efforts to optimize indirect costs

Selling, general and administrative expenses (Millions of yen)



* : GRCS shifted to consolidated accounting in Q3 FY2022

- ✓ Headcount decreased because recruitment could not offset natural attrition in security solution business
- ✓ Financial technology business continues to see an increase in personnel due to the growing number of operation service cases



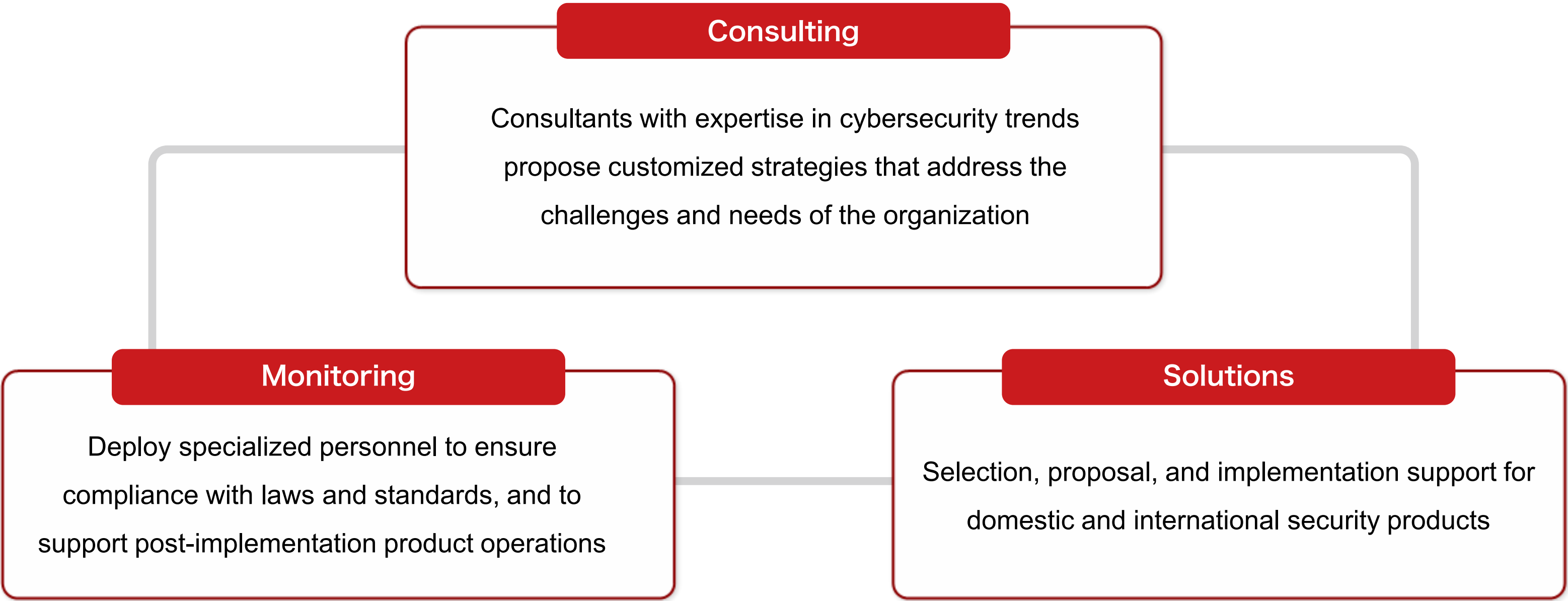
* : GRCS shifted to consolidated accounting in Q3 FY2022

3. Progress by Business Segment

3 . Progress by Business Segment in FY2025

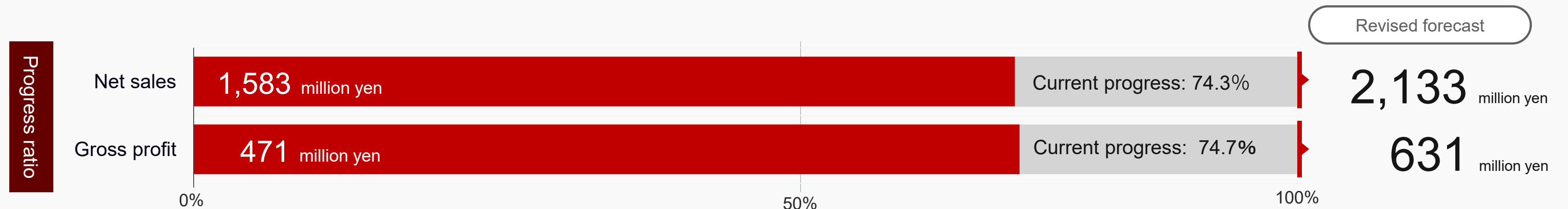
Security Solution Business

- ✓ Providing one-stop solutions, from identifying challenges and providing resolutions to offering continuous operational support
- ✓ Cybersecurity-focused solution business led by specialized experts



※ See more details in Appendix P40 “Strategies for FY2025 Solution Business : Service Offerings”

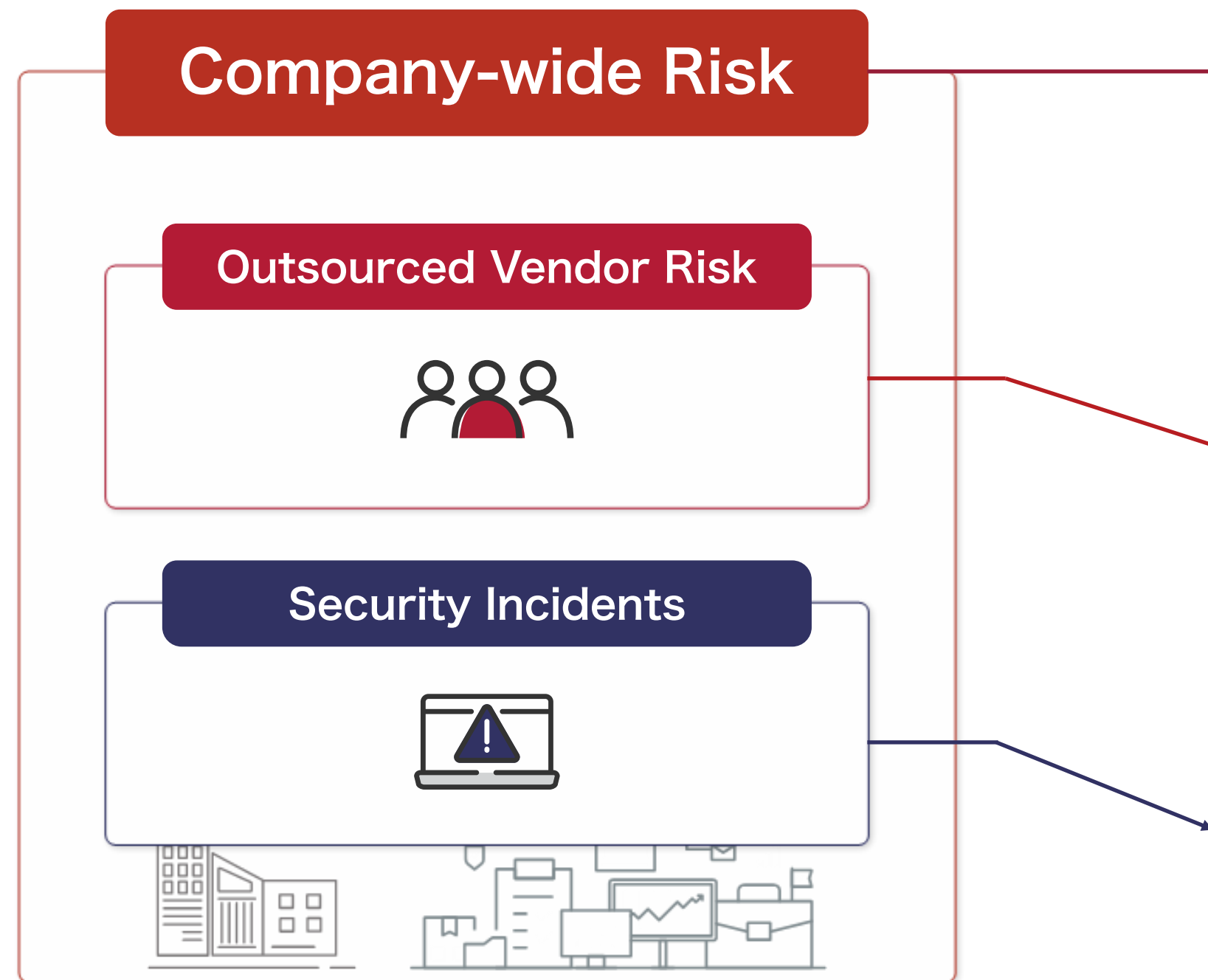
Strategies for FY2025	Progress Status	Future Outlook
<p>1. Growth in human resources personnel</p> <ul style="list-style-type: none">✓ Increase in consultants✓ Expand high-demand engineering talent and services	<p>Struggled for headcount growth under the tough recruitment environment in offsetting natural attrition</p>	<p>Strengthen recruiting for the next fiscal year</p> <p>Continue focusing on skill development and personnel evaluation to mitigate attrition, while initiating the reorganization and development of management and leader layers</p>
<p>2. Service Enhancement</p> <ul style="list-style-type: none">✓ Timely release of new services aligned with market needs✓ Secure new contracts for our strong existing solutions	<p>Two new services launched in Q3</p> <p>Shift to the Solution Business is proceeding steadily, securing new contracts mainly with existing solutions</p>	<p>Expand sales of promising solutions, including OneTrust and Generative AI</p>
<p>3. Strengthening the Recurring Revenue Model</p> <ul style="list-style-type: none">✓ Expansion of recurring revenue✓ Secure renewals for existing annual contracts	<p>Decrease in headcount led to stock revenue remaining flat</p> <p>Maintain consistent renewals of existing contracts</p>	<p>Achievement of the revised forecast is expected following a review of existing client projects</p>



3 . Progress by Business Segment in FY2025

GRC Platform Business

- ✓ Provide three risk management cloud services
- ✓ The No.1 GRC tool market share in Japan*



Domestically developed ERM cloud service for company-wide risk management

ENTERPRISE RISK MT

Comprehensive risk management covering a wide range of risks faced by companies, including cyber risks, natural disasters, human risks, foreign exchange, and more

Cloud service for outsourced vendor risk management

SUPPLIER RISK MT

Simplify management of outsourced companies where leaks are likely to occur, implement digital transformation, and protect your company's information

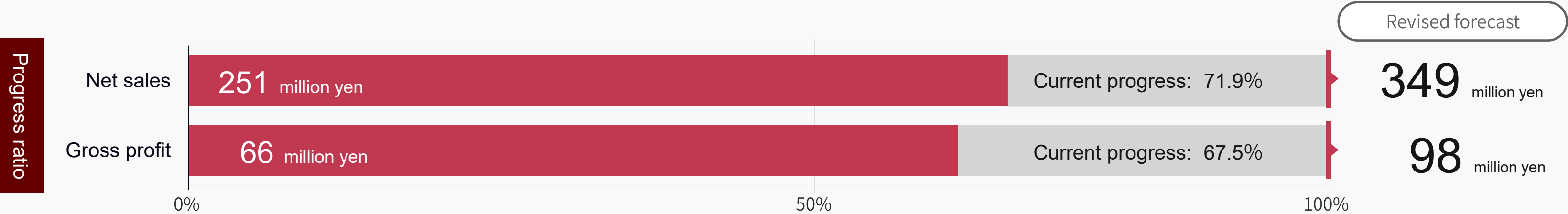
Cloud services optimized for CSIRT / SOC operations

CSIRT MT.mSS

Management of security incidents, alert history, and progress
Designed for ease of use with a focus on cybersecurity

* : See “2023 Future Prospects of Digital Technology to Realize DX/Web3.0” (Fuji Chimera Research Institute Co., Ltd.)

Strategies for FY2025	Progress Status	Future Outlook
<div>1. Enhancement of Services and Features</div> <div><div>✓</div> Third-party service integration</div> <div><div>✓</div> Release of New Features</div>	<div>Both third-party service integration and the release of new features proceeded as planned, with a total of five items released</div>	<div>Realize upsell through the function enhancements</div> <div>Consider the expansion of operational support and further service enhancements</div>
<div>2. Strengthening of Sales Force</div> <div><div>✓</div> Enhancements to the Partner Program</div> <div><div>✓</div> Expansion of Sales Partner Network</div>	<div>Completed revision of the partner program</div> <div>Concluded contracts with two new sales partners</div>	<div>Sustain efforts to secure new partners</div> <div>Concentrate on partner-driven sales growth via knowledge sharing and demonstration support</div>
<div>3. Key Target</div> <div><div>✓</div> Strengthening sales by focusing on the financial industry's high demand for risk management</div> <div><div>✓</div> Focus on outbound sales</div>	<div>Secured a new order from a major financial institution</div> <div>Launched new seminars targeting the financial industry and acquired leads from the key target</div>	<div>Expecting to finalize current negotiations within the fiscal year and achieving the revised forecast</div>





各位

2025 年 9 月 12 日
株式会社 GRCS

**全社リスクマネジメントツール「Enterprise Risk MT」の
販売紹介を東京海上日動火災保険株式会社が開始
包括的かつ効果的なリスク管理体制を提供**

株式会社 GRCS（本社：東京都千代田区、代表取締役社長：佐々木 慈和、以下 当社）は、当社が開発・提供する全社リスクマネジメントツール「Enterprise Risk MT（エンタープライズ リスク エムティ、以下 ERMT）」について、東京海上日動火災保険株式会社（本社：東京都千代田区、取締役社長：城田 宏明）による販売紹介が開始されたことをお知らせいたします。

当社はこれまで企業理念のもと、企業の持続的成長を脅かす様々なリスクへの対応を支援する製品およびサービスを提供して参りました。この度の顧客紹介契約の開始により、多くのお客様に包括的かつ効果的なリスク管理体制を提供できると確信しています。

<ERMT について>

「ERMT」は、リスクマネジメントの国際ガイドライン ISO31000 に準拠した、全社リスクマネジメントを推進する、日本国内開発の ERM クラウドサービスです。リスクの特定、分析、評価を行う「リスクアセスメント機能」とリスクの対応策実施のモニタリングを行う「リスク対応管理機能」を提供し、組織全体のリスクマネジメントの継続的改善を可能にします。

また、リスクの発生可能性や影響度をリアルタイムで可視化するダッシュボード機能や、リスクの顕在化の予兆となるヒヤリハットの報告や分析を行うインシデント管理機能により、経営層と現場の円滑な情報共有と迅速な意思決定を支援します。

ERMT 製品ページ： <https://www.grcs.co.jp/products/ermt>

当社は今後も「ERMT」を通じ、リスク情報や対応策、インシデント情報の一元管理による一気通貫したリスクマネジメントの実現と、DX 化による高度なリスクマネジメント活動の実現に寄与してまいります。

Tokio Marine & Nichido Fire Insurance Co., Ltd. Starts Referral of "Enterprise Risk MT," an Enterprise-Wide Risk Management Tool

Through our partnership with Tokio Marine & Nichido, we will expand our sales channels and acquire new customers. Furthermore, by increasing market awareness through this highly reliable partnership, we expect to accelerate the expansion and adoption of revenue opportunities. We will be able to provide a comprehensive and effective risk management system to many companies.



ERM cloud service for company-wide risk management



ERM (Enterprise Risk Management) tools compliant with the international risk management guideline ISO 31000, aimed at providing enterprise-wide risk management services based on diversified usage

3 . Progress by Business Segment in FY2025

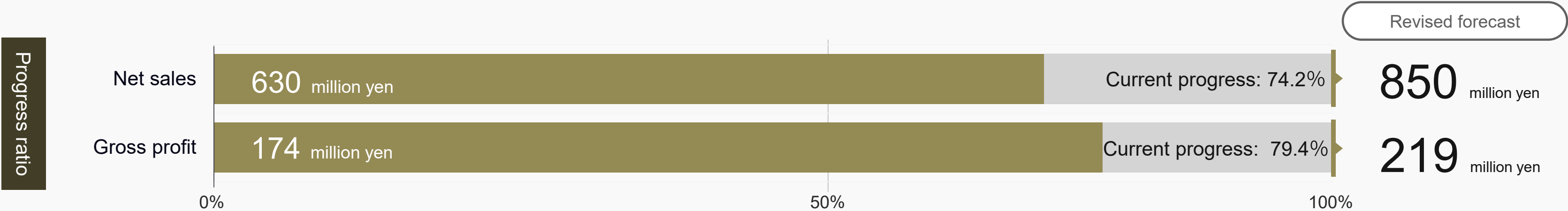
Financial Technology Business

- ✓ Develop order management systems (OMS*) and matching engines for the market divisions of financial institutions, primarily securities firms
- ✓ A team of engineers with extensive experience in global markets, along with a financial expertise team deeply knowledgeable about the Japanese market, delivers world-standard technology solutions tailored to the needs of Japanese financial institutions



World-standard Technology & Japanese Hospitality Services

Strategies for FY2025	Progress Status	Future Outlook
<div>1. Development of integrated stock solution system</div> <div><div>✓</div> Launch of integrated system services for the market divisions of securities firms</div> <div><div>✓</div> Develop new features for OMS while further explore customer specifications</div>	<div>System development is progressing on schedule</div> <div>While one project was suspended, increase efforts to engage other prospective clients</div>	<div>Focusing on acquiring new clients while re-approaching existing customers, with a focus on module-based sales opportunities</div>
<div>2. Asian Market Expansion</div> <div><div>✓</div> Commence full-scale sales operations across the Asia region to expand business opportunities</div> <div><div>✓</div> Strive to secure the first project within the fiscal year</div>	<div>Years of dedicated sales efforts, starting from a position of no brand recognition overseas, have now materialized, resulting in a PoC engagement with a client in Hong Kong</div>	<div>Continuing to approach the client with the aim of converting the PoC into a formal contract</div>
<div>3. Strengthening the recurring model</div> <div><div>✓</div> Increase the number of projects in the license business, maintenance services, and operation services to secure stable revenue</div> <div><div>✓</div> In addition to acquiring new clients, strategic partnerships with other companies are also under consideration</div>	<div>The operation service for the overseas company, secured in May, is running smoothly</div> <div>Negotiations are continuing to expand the number of applications for existing customers</div>	<div>Planning partnerships on multiple projects with our partners, anticipating an expansion of the collaboration</div>



4 . Company Profile

MISSION

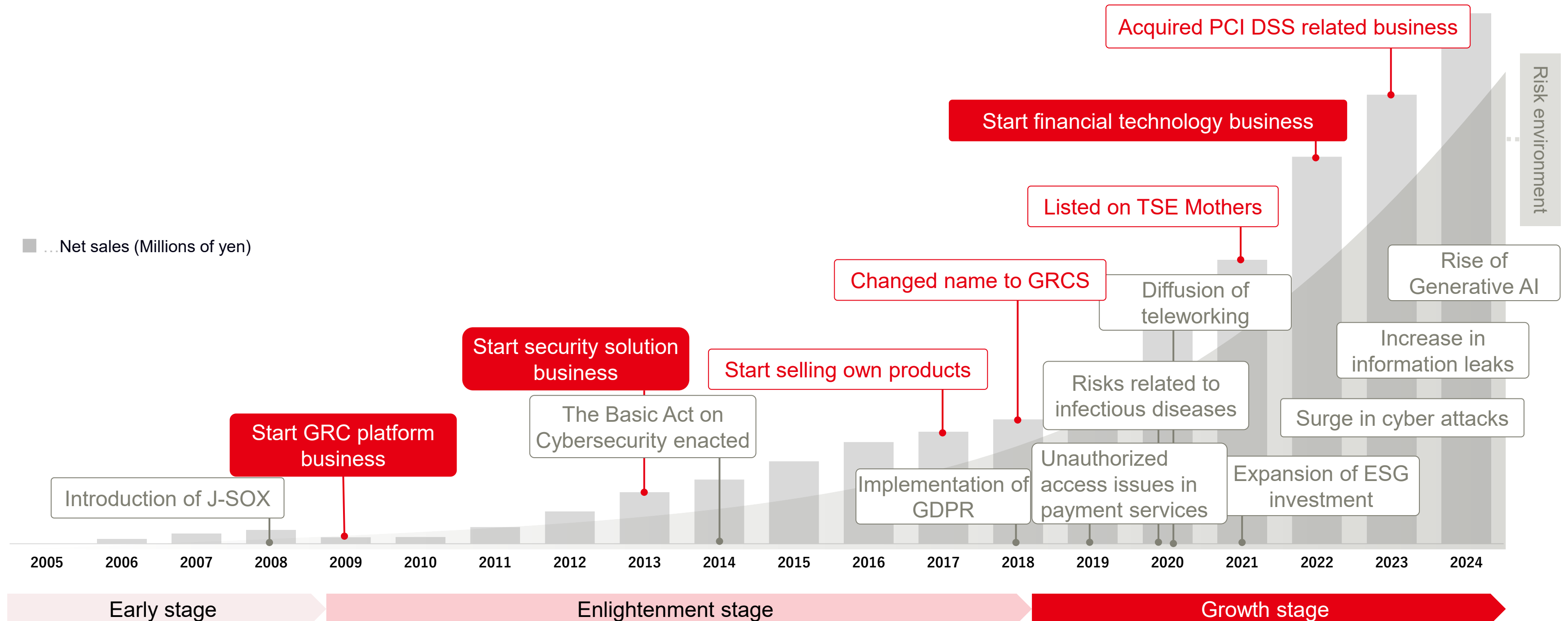
Accelerate Evolution

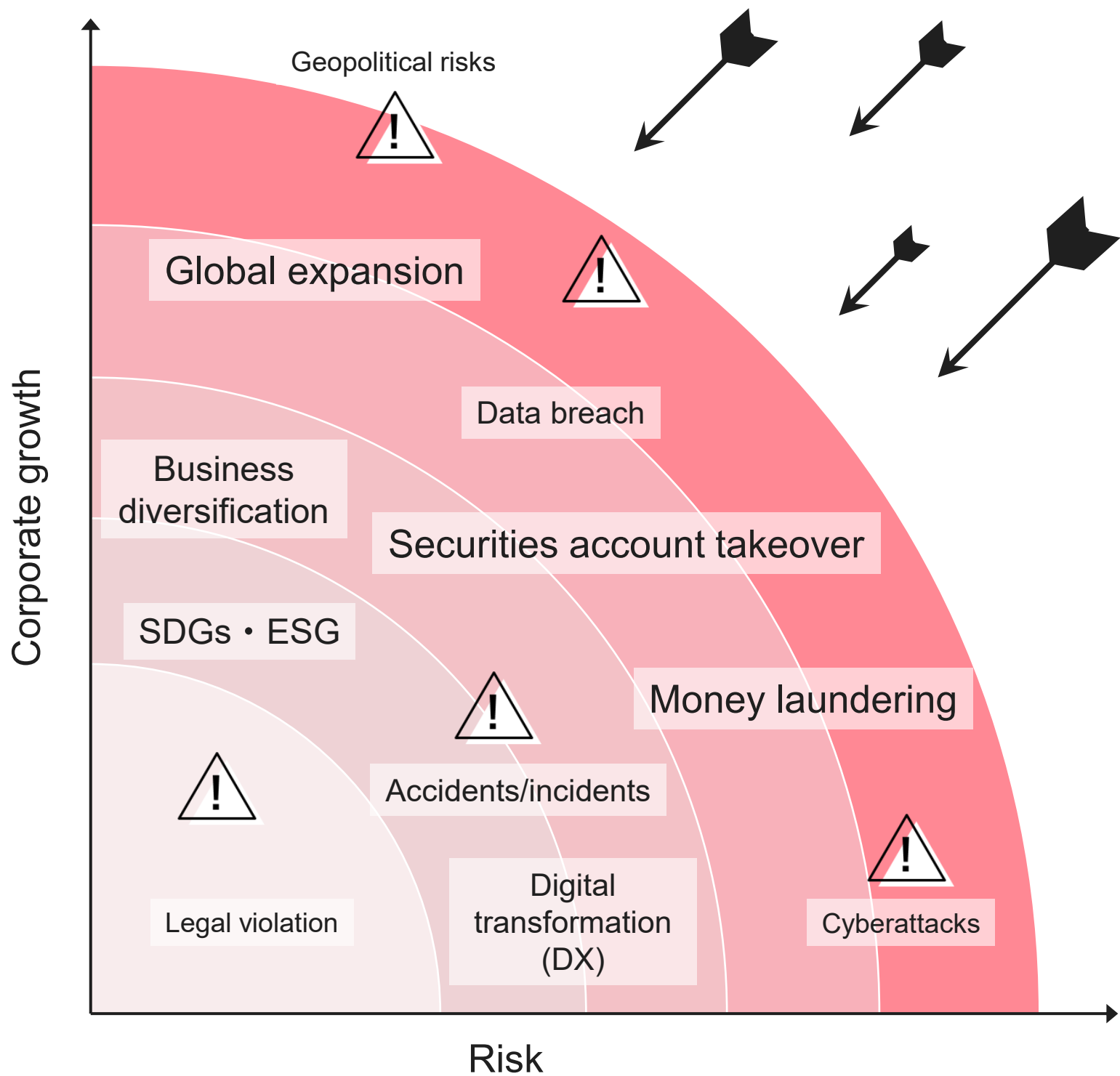


VISION

Tech Makes It Simple

- ✓ Developed services in response to changing risk environments and achieved rapid growth
- ✓ **Achieved 15 consecutive years of sales growth**, beginning with the launch of the GRC business in 2009, followed by the security solution business in 2013, and the financial technology business in 2022





Companies are exposed to more risks as they grow

Companies are inadequately organized to protect themselves

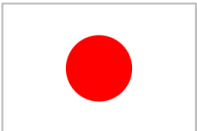
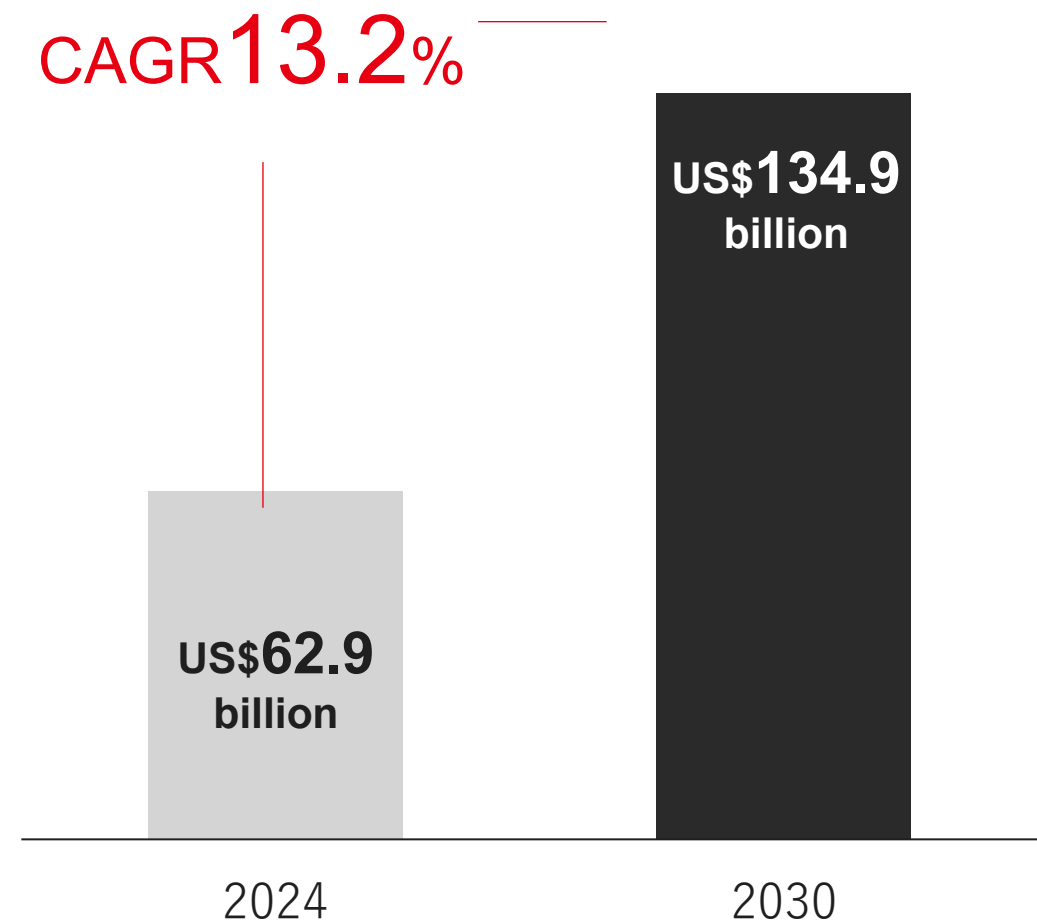
GRCS helps businesses grow most efficiently by reducing risks

G	Establish governance frameworks
R	Reinforce risk management
C	Enhance compliance mindset
S	Support security measures

- ✓ No numerical figure is yet available for the domestic GRC market, but GRC and security controls are a pressing issue for Japanese companies
- ✓ The global GRC market is forecasted to grow by 13.2% annually on average; similar growth is anticipated for Japan



Global GRC market*



Growth of Japanese GRC market

To catch up with the Western market, where GRC frameworks are already set in motion in business management, the Japanese market is likely to grow at a faster speed



A high-level risk management scheme is required due to compliance with overseas regulations or oversight by government agencies



Demand is strong from industries under stricter regulations



Finance



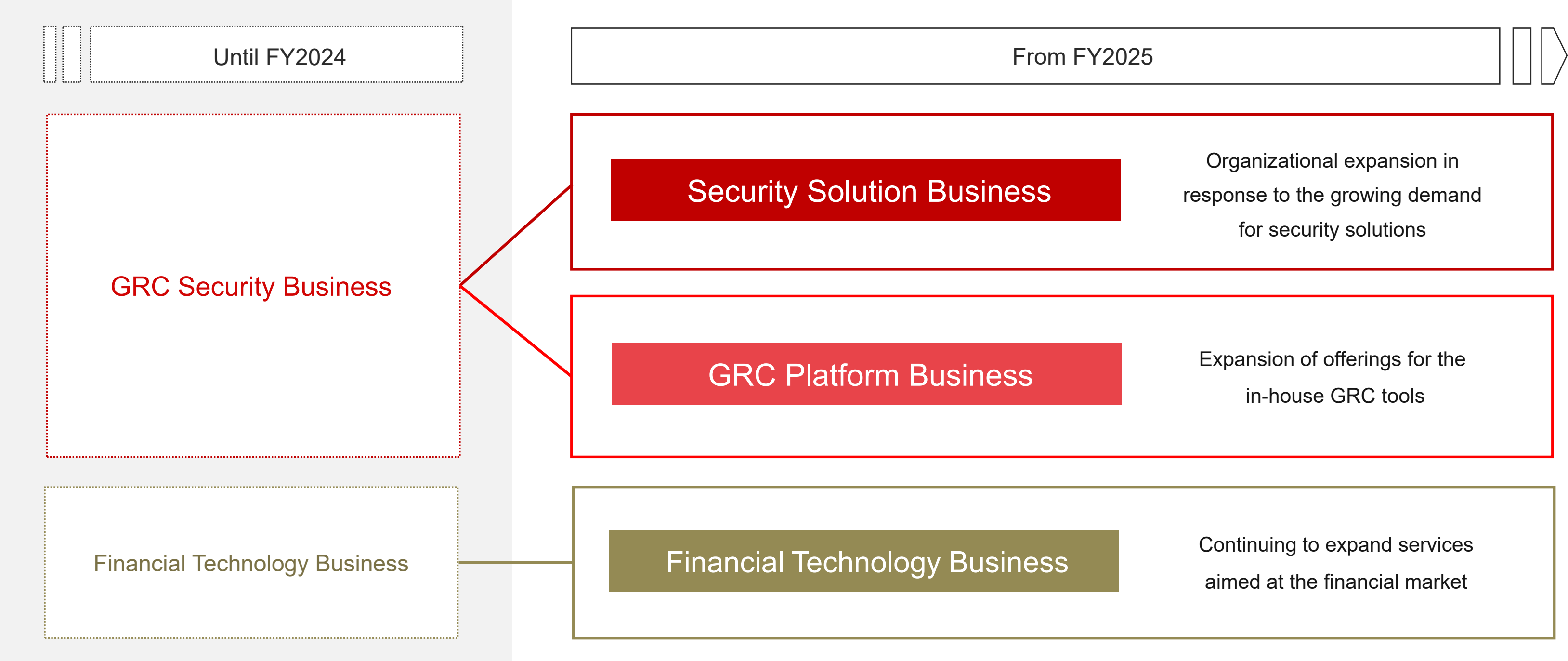
Telecom



Global

* : Prepared by GRCS based on the data from Grand View Research/Enterprise Governance, Risk & Compliance Market Size, Share & Trends Analysis Report By Component, By Software, By Services, By Organization Size, By Vertical, And Segment Forecasts, 2022 - 2030

- ✓ Transitioned to a divisional organization, driven by the clarification of our revenue structure and growth drivers, to optimize service delivery to clients
- ✓ Operate with a structure similar to group management to ensure efficient organizational operations



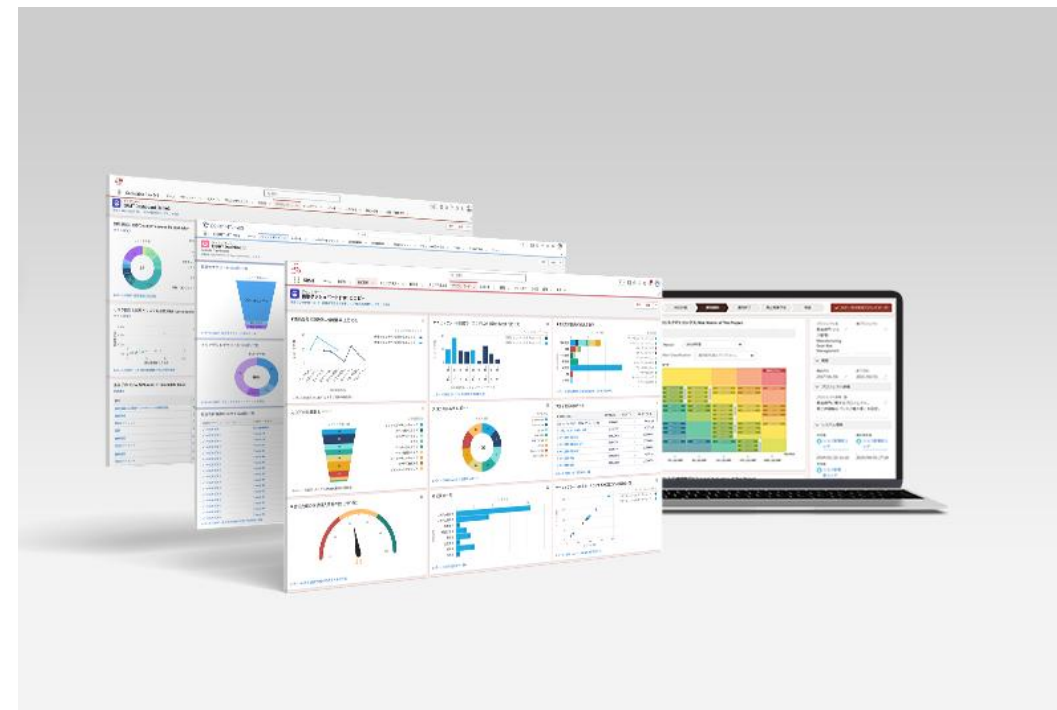
- ✓ Three businesses in the areas of Governance, Risk, and Compliance (GRC) and Security
- ✓ Leveraging competitive advantages by targeting the financial sector, telecommunications industry, and global corporations

Solution Business



Deployment of Security Experts
Support for Selecting, Implementing,
and Operating Security Products

Platform Business



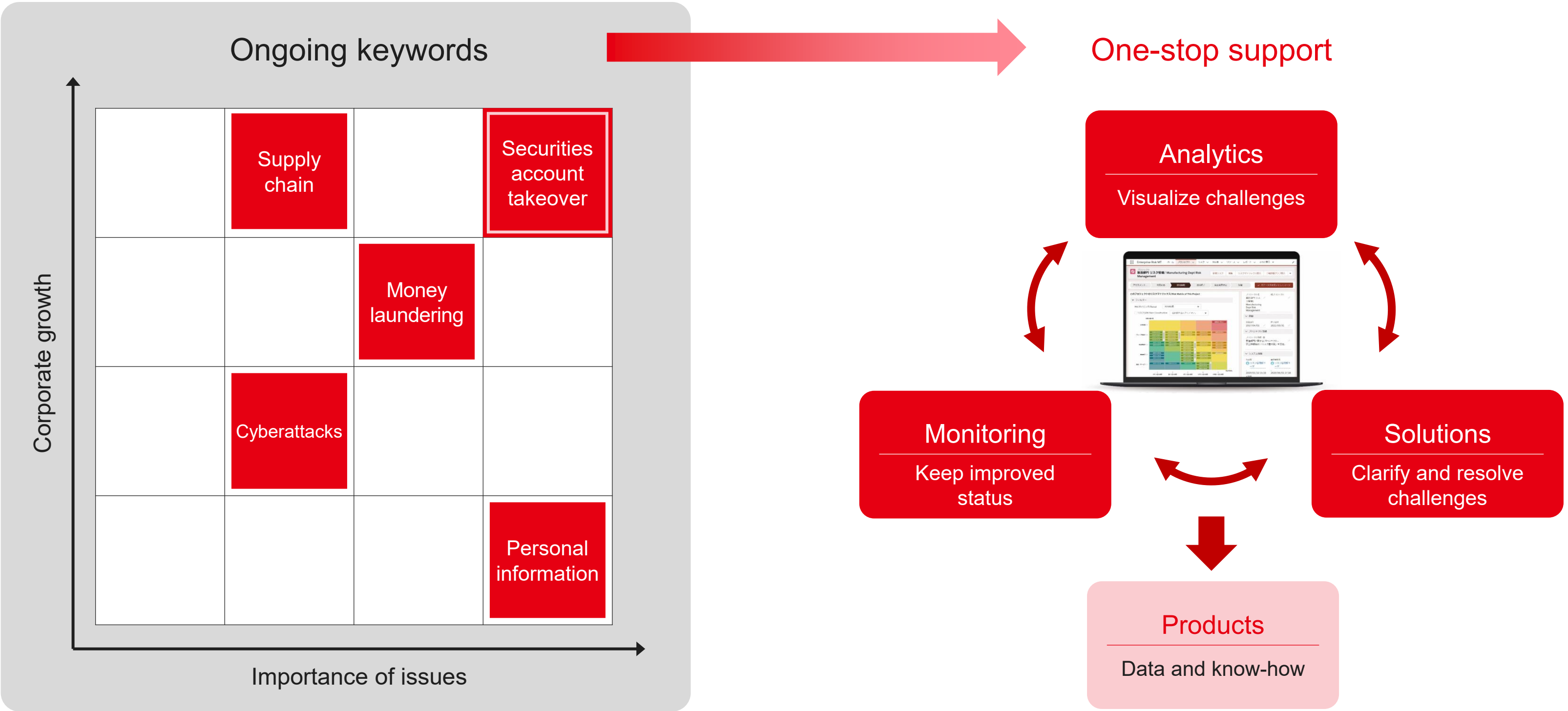
Providing cloud services to
solve challenges in risk
management

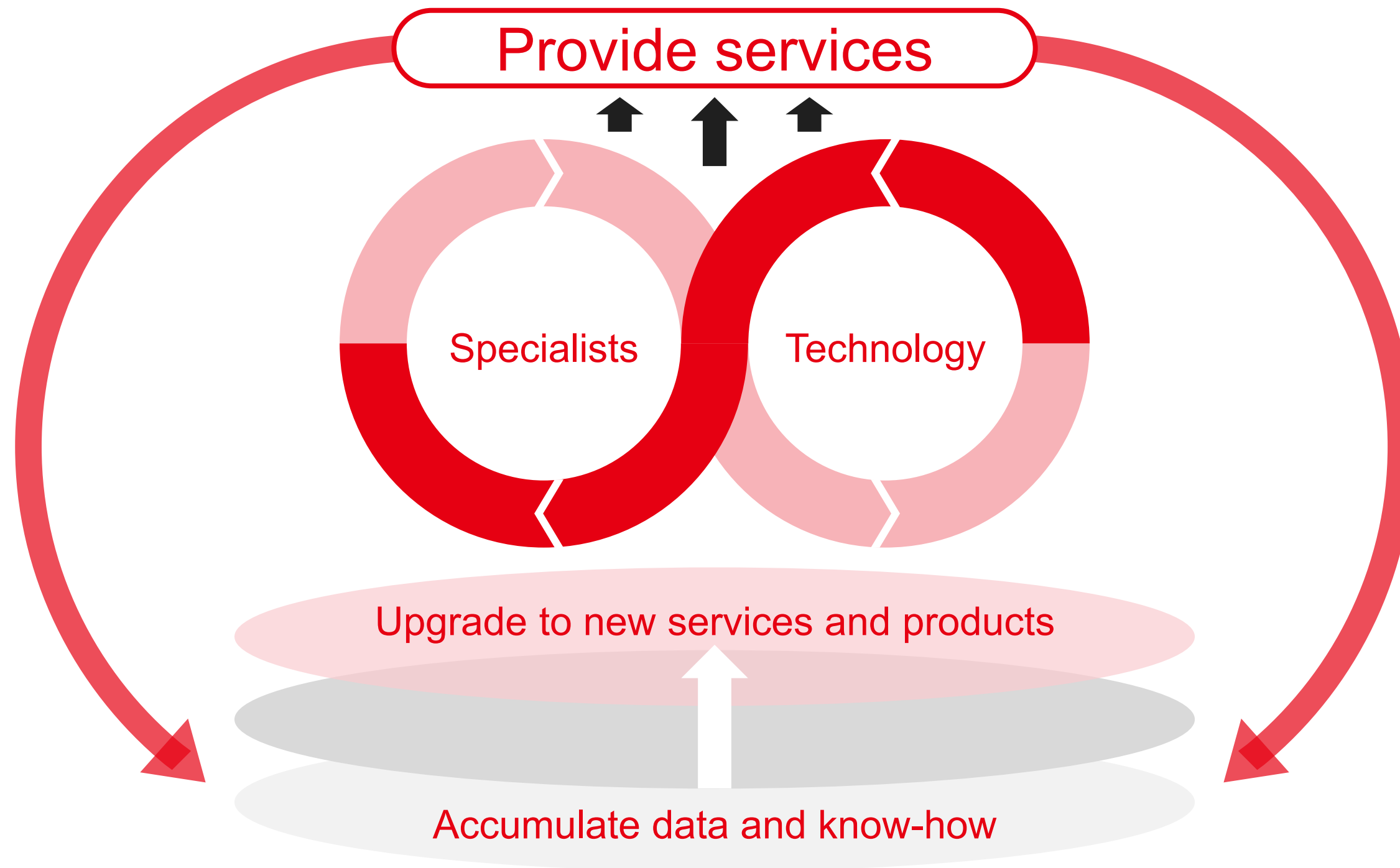
Financial Technology Business



Development and sales of
high-performance systems for
financial markets

- ✓ Utilize products for efficient and better enterprise information management and sharing ⇒ Visualize business challenges
- ✓ Offer comprehensive, one-stop support to analyze and resolve challenges and keep the improved status ⇒ Create more projects through continuous PDCA cycles



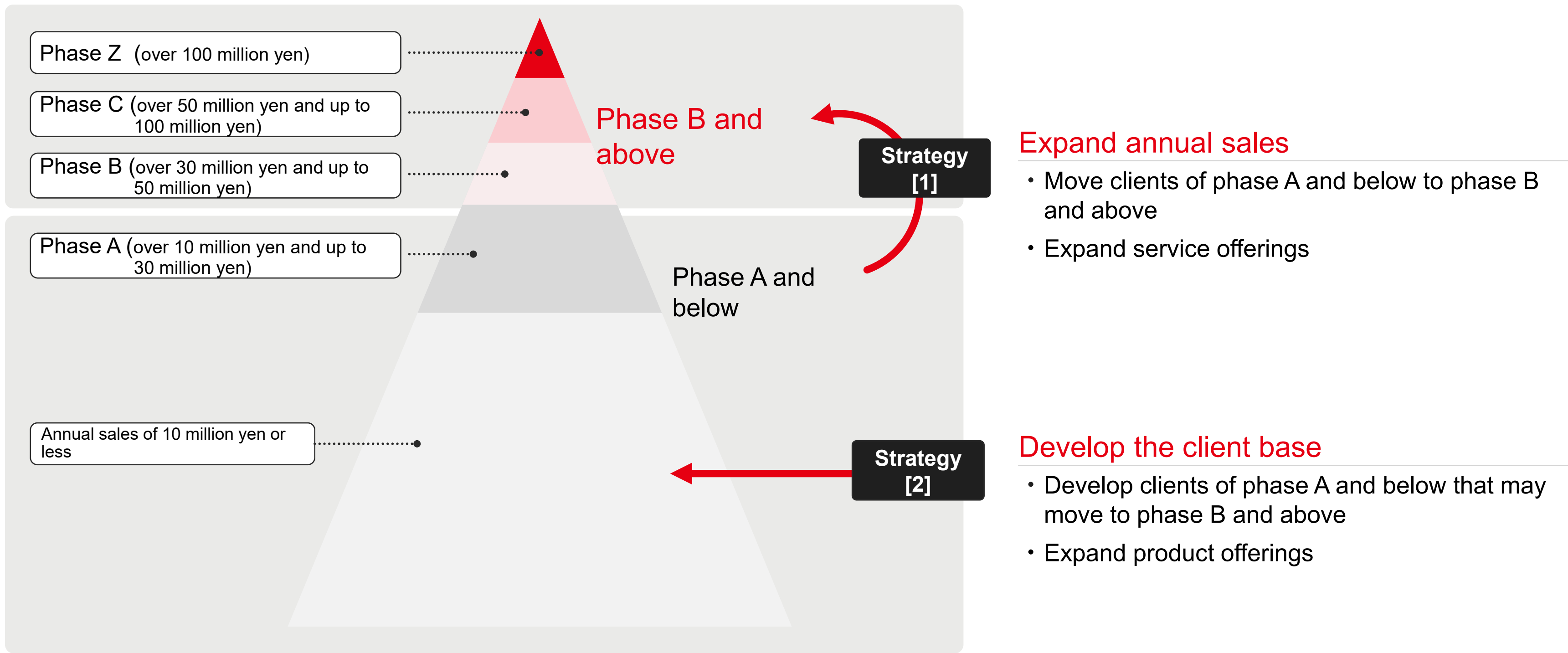


- ✓ About 200 **in-house specialists**
- ✓ A leading **GRC specialist company** in Japan
- ✓ Track record of **over 15 years**
- ✓ **One-stop service provider**
- ✓ **Global Fin Tech**

5 . Appendix

Service	Relevant services or products	
Consulting	Next-generation security product implementation and operational support Security operations support PCI DSS compliance support NIST SP 800-171 compliance security support Penetration testing services	Cloud Security Measures Support Cloud Service Risk Assessment Support Cloud Service Configuration Diagnostics Support (CSPM) RPA Services Generative AI Security Risk Management Support AI Utilization Risk Diagnosis
Solutions	OneTrust、 Netskope、 HENNGE One、 RidgeBot、 HP Sure Click Enterprise powered by Bromium Privilege Management for Windows、 SecureCube Access Check、 Imperva App Protect、 SOCRadar	
Monitoring	Deployment of security specialists	

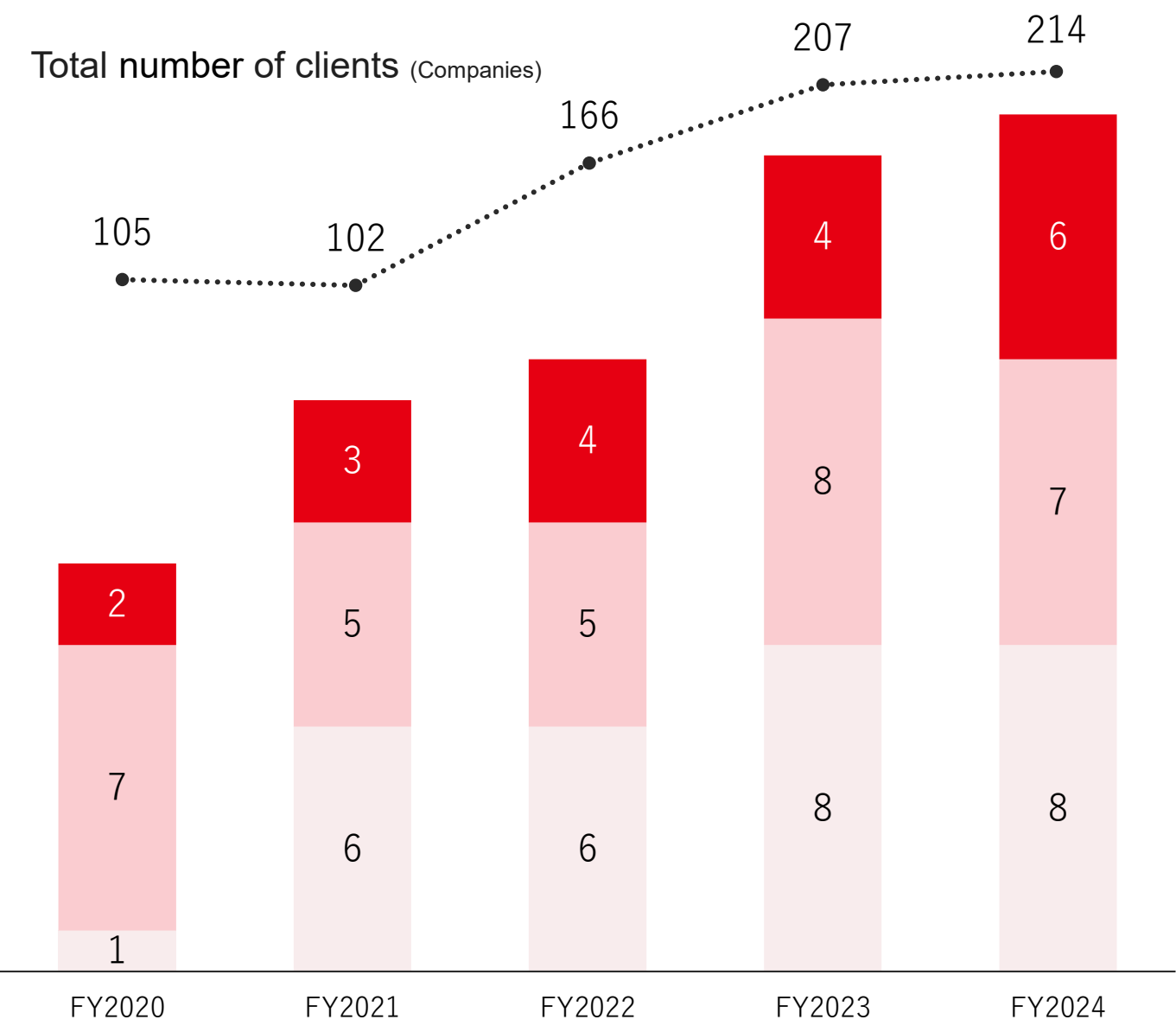
- ✓ Client management by phase based on their annual sales and increase the number of clients with annual sales over 30 million yen
- ✓ Continue to focus on upselling existing clients(Strategy[1]) and developing new clients(Strategy[2])



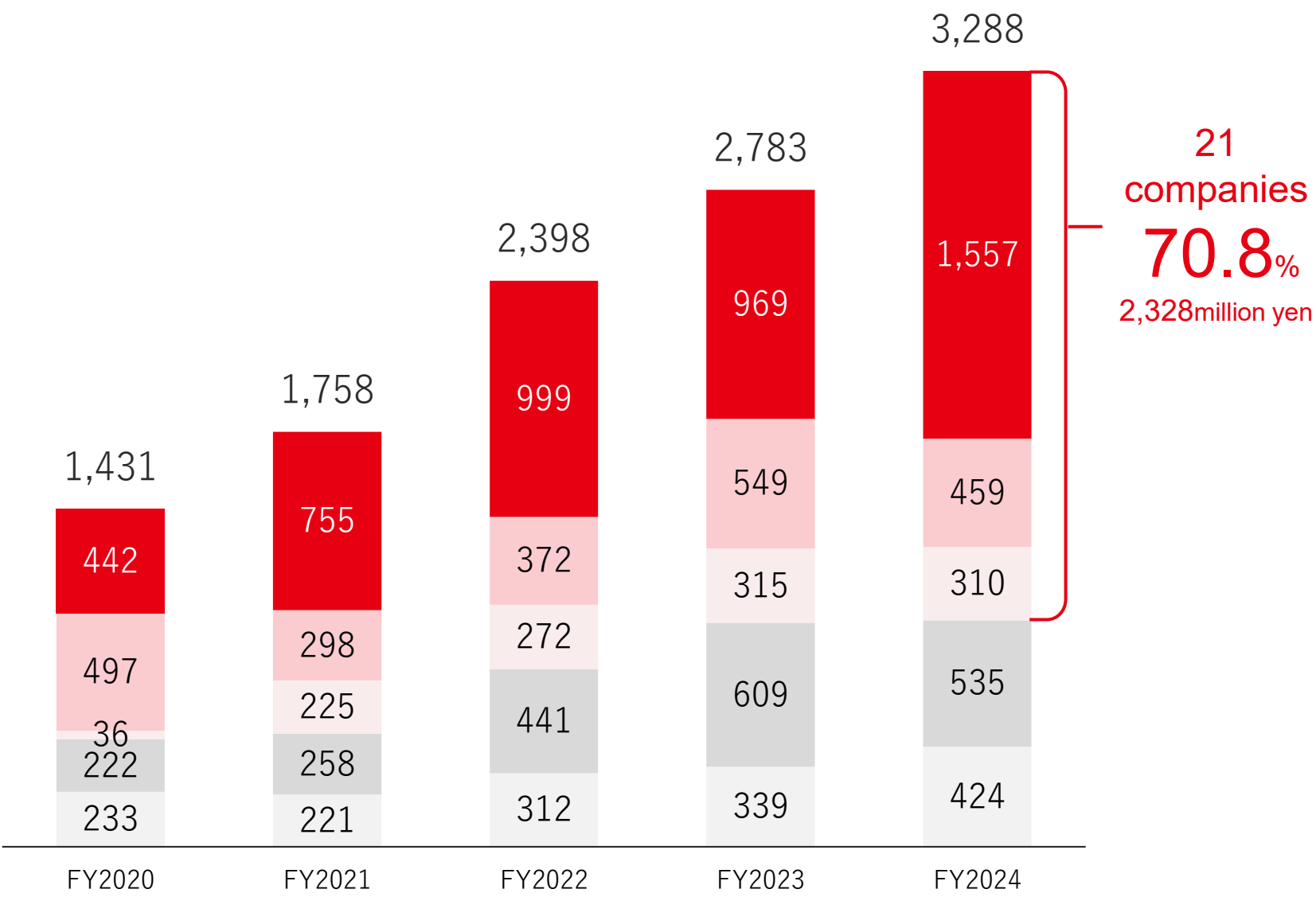
*1: Figures in parentheses represent annual sales
*2: The chart is an illustrative drawing of our growth strategy and does not reflect current client distribution

- ✓ The number of clients with annual sales over 30 million yen **increased by 1 company compared to FY2023**
- ✓ **21 clients** at phase B and above account for **70.8% of whole sales**.

Number of clients at phase B and above (Companies)







Composition ratio by phase (Millions of yen)



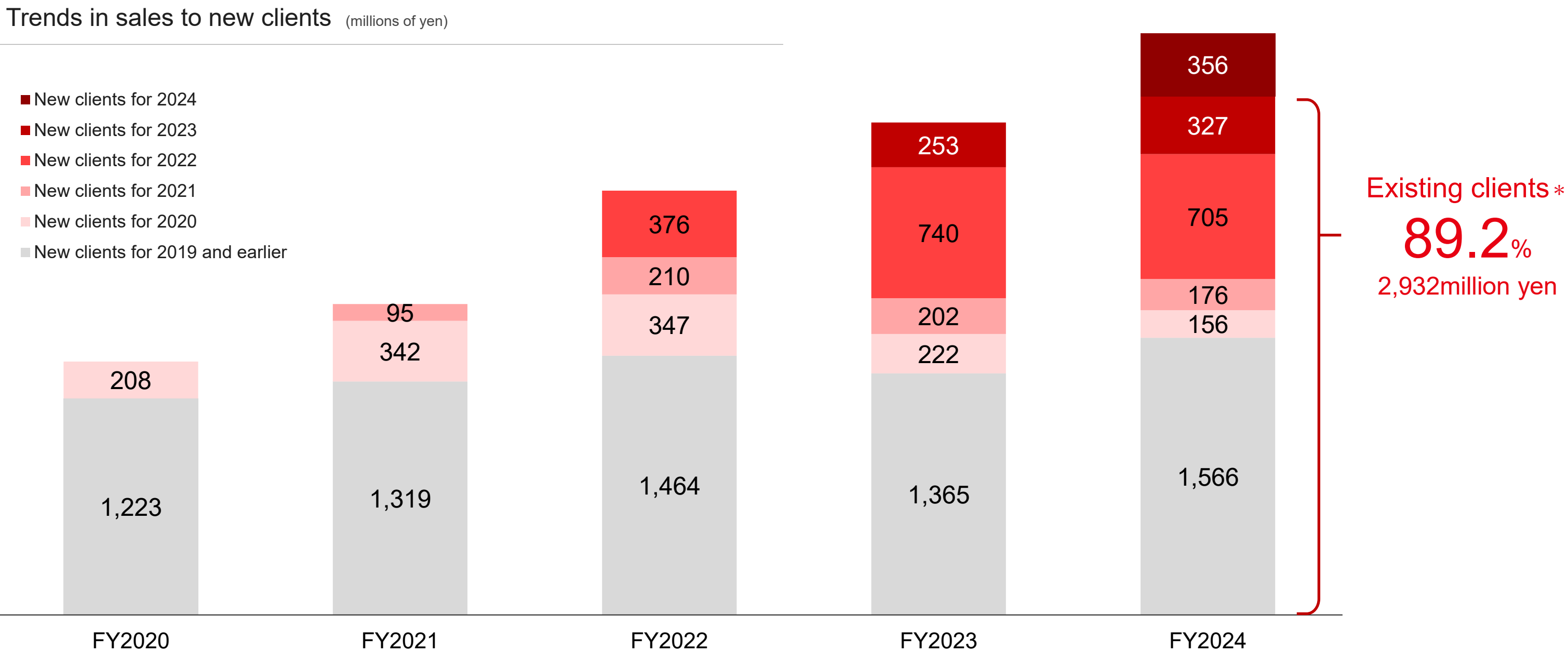
■ Phase Z: over 100 million yen ■ Phase C: over 50 million yen and up to 100 million yen ■ Phase B: over 30 million yen and up to 50 million yen
■ Phase A: over 10 million yen and up to 30 million yen ■ 10 million yen and below

- ✓ Continue to focus on **financial, telecom and global companies** with growing demand
- ✓ Gained **12 more clients** of phase A and lower compared to FY2023 and potential prospects from companies with expansion of transactions have emerged

			Financial 	Telecom 	Global 	Others 
Phase Z (over 100 million yen)	6 companies	1,557million yen	2 company	1 company	2 company	1 company
Phase C (over 50 million yen and up to 100 million yen)	7 companies	459million yen	2 company	0 company	1 company	4 companies
Phase B (over 30 million yen and up to 50 million yen)	8 companies	310million yen	2 company	2 company	3 companies	1 companies
Phase A (over 10 million yen and up to 30 million yen)	28 companies	535million yen	3 company	0 company	11 companies	14 companies
Annual sales of 10 million yen or less	165 companies	424million yen	23 company	142 companies		

* : Figures indicate the number of clients and transaction amount in FY2024.

- ✓ Net sales steadily increased by upselling to new clients acquired each year
- ✓ Continued operational support as an earning source and develop projects for new clients' demands
- ✓ The revenue structure follows a **recurring model** that generates continuous revenue from existing clients



*1: Companies with which transactions started as new clients are defined as existing clients for the following fiscal year and thereafter
*2: It is a numerical value that aggregates the progress of upselling to new clients regarding strategy [1] and strategy [2]

Company name

GRCS Inc.

Founded

March 2005

Fiscal year

November each year

Paid-in capital

50 million yen (as of April 14, 2025)

Address

Palace Building 5F, 1-1-1 Marunouchi,
Chiyoda-ku, Tokyo

Number of
employees

217 (as of August 31, 2025, consolidated)

Officers

Yoshikazu Sasaki, President &
Representative Director
Takuya Tsukamoto, Director
Ikue Tanaka, Director
Atsushi Mochizuki, Director
Keiichi Kubo, Outside Director
Osamu Yamano, Outside Director
Hisato Sato, Auditor
Yasuo Shimada, Auditor
Shino Iga, Auditor



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