



# **Investors Guide**

# **ITOCHU Corporation**

September 2025

#### **Forward-Looking Statements**

Data and projections contained in these materials are based on the information available at the time of publication, and various factors may cause the actual results to differ materially from those presented in such forward-looking statements. ITOCHU Corporation, therefore, wishes to caution that readers should not place undue reliance on forward-looking statements, and further, that ITOCHU Corporation has no obligation to update any forward-looking statements as a result of new information, future events or other developments.

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Note: FY2024 indicates the fiscal year ended March 2025.

## **ITOCHU** at a glance

Founded

1858

**Group Companies** 

260+



**Number of Employees** 

4,000+ 115,000+

(standalone)

(consolidated)

Market Cap (Aug 29, 2025)

13.3 trillion yen

Top 15 in Japan

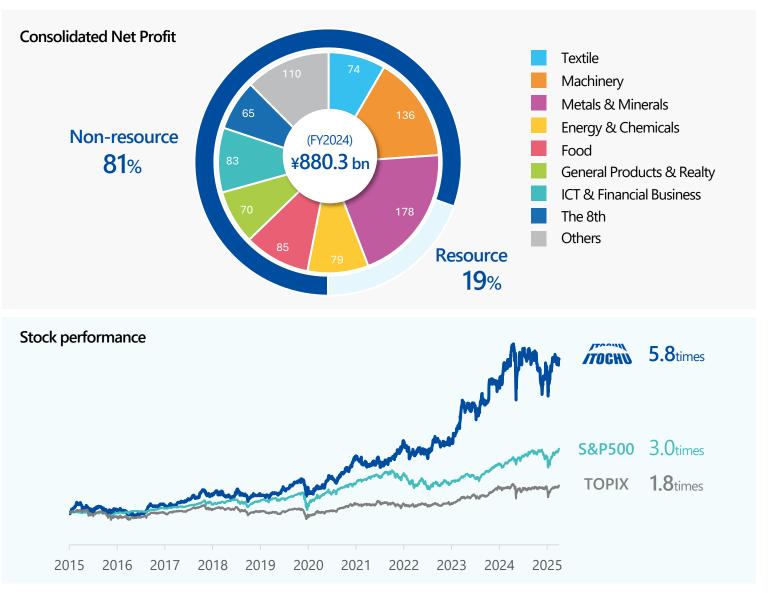
Consolidated Net Profit (FY2024)

880.3 billion yen

**Job Seeker Ranking** 

No.1 across all industries

in 6 out of 7 rankings

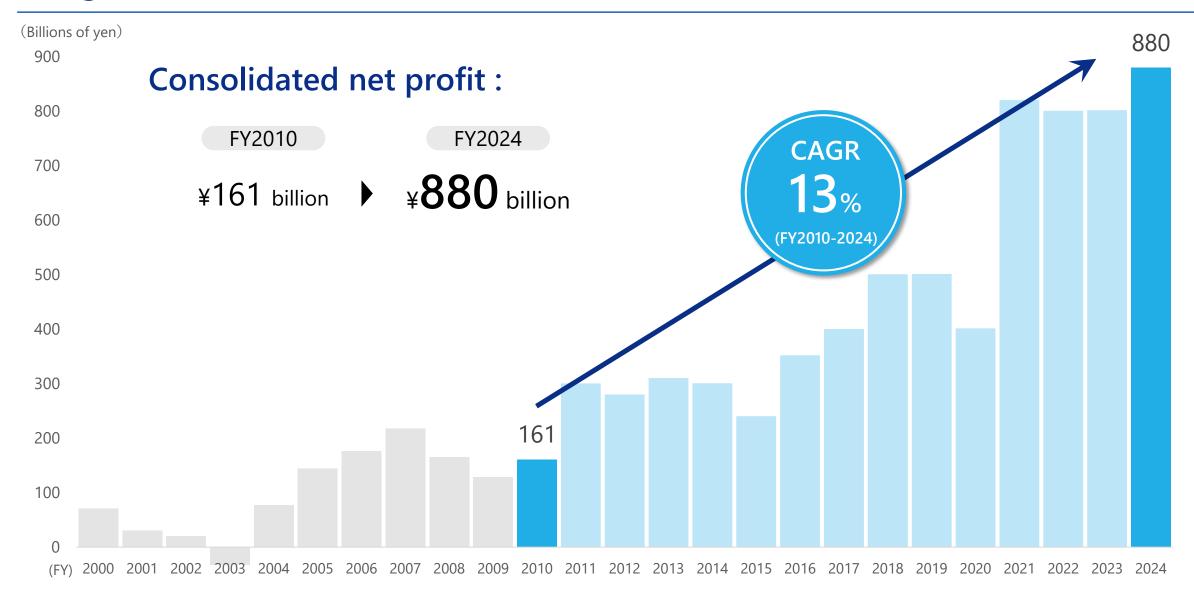


(\*)Stock price trend from March 31, 2015, using the closing price as 1, to June 30, 2025

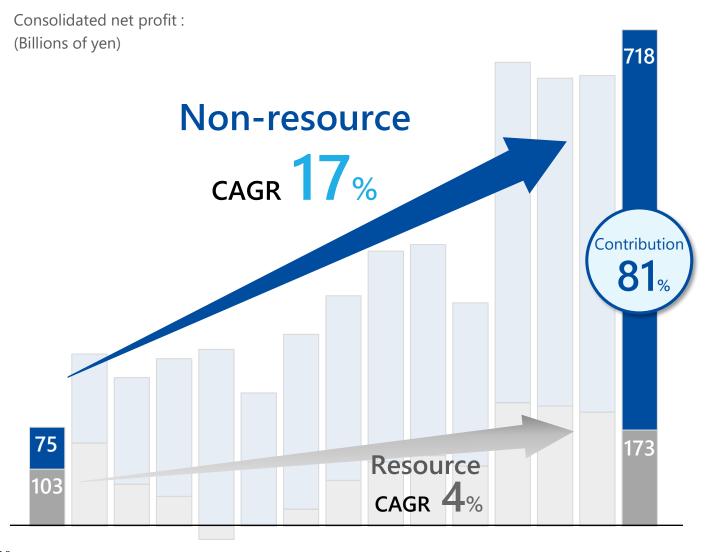
## **Our Growth Track Record**

CAGR of consolidated net profit
CAGR by segment
ROE
Asset allocation trajectory

## Our growth track record

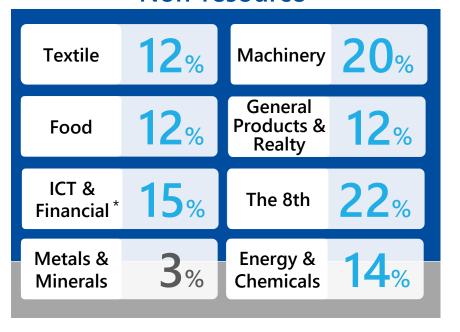


## High growth driven by diverse Non-resource businesses



CAGR of consolidated net profit by segment (FY2010 to 2024)

#### Non-resource

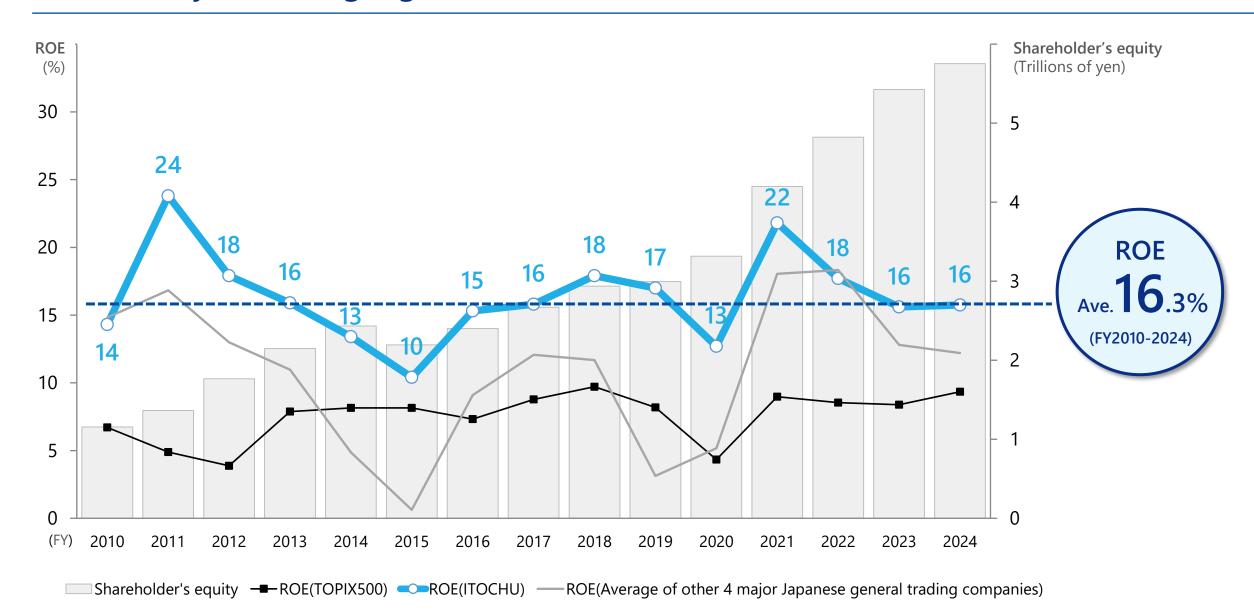


Resource

<sup>(</sup>FY) 2010 2011 2012 2013 2014 2015 2016 2017 2018 2019 2020 2021 2022 2023 2024

<sup>\*</sup> Since FY2010 reported loss, CAGR is shown from FY2011 onwards.

## Consistently delivering high ROE



## **Asset allocation trajectory**

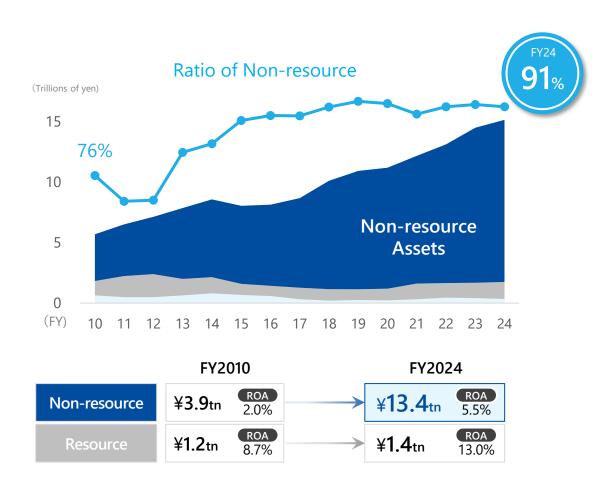
#### Accelerated investments in **Non-Resource** sector with **continuous asset replacements**

#### Investment and EXIT track record

#### **中信** CITIC CTC **FamilyMart** Projects **DESCENTE** (Billions of yen) Investment Non-500 resource Resource 0 **EXIT EXIT** UNY **PRIMESOURCE** (500)10 11 12 13 14 15 16 17 18 19 20 21 22 23 24



#### Total asset trend



## **Management Policy**

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## Management Policy (Announced in April 2024)

- In April 2024, we announced **Management Policy, "The Brand-new Deal"** as a long-term management compass, aiming for the sustainable enhancement of corporate value.
- We have decided to stop releasing medium-term management plan and will announce a single-year management plan (including profit plans, financial indicators, and shareholder returns) at the beginning of each fiscal year, which we can confidently commit to.

### The Brand-new Deal

#### —Profit Opportunities Are Shifting Downstream—

We aim to achieve sustainable enhancement in corporate value, by having all employees, from the business divisions to the administrative divisions, always enhancing their marketing capabilities, leveraging the assets and expertise of upstream and midstream, which we have been building up for over 160 years since our founding, while developing and evolving downstream businesses that are closer to consumers.

Grow earnings	No growth without investments
Enhancement of corporate brand value	Enhancement in qualitative aspects
Shareholder returns	Total payout ratio 40% or more The higher of 30% dividend payout ratio or dividend ¥200 per share

## Financial logic behind Management Policy

Our long-term management policy is underpinned by the following financial logic.

We will continue to enhance corporate value by remaining committed to **highly efficient management**, one of our competitive edges.

Long-term commitment:

Total payout ratio of

40% or more

Medium- to long-term target backed by our track record:

Profit CAGR of about 10% (Organic 5% + Inorganic 5%)

ROE of over 15%

#### Matrix of growth rate, shareholder returns, and ROE

An image of the profit growth rate required to maintain an ROE of 15% or higher, with a total payout ratio of 40%:

		Total Payout Ratio			
		60%	50%	40%	30%
ROE	13%	5%	7%	8%	9%
	14%	6%	7%	8%	10%
	15%	6%	8%	9%	11%
	16%	6%	8%	10%	11%
	17%	7%	9%	10%	12%

### Shareholder returns

Management Policy (Long-term)

FY2025 Plan

Total payout ratio

40% or more

Share buybacks

The higher of 30% payout ratio or ¥200 per share Execute share buybacks actively and continuously

Total payout

ratio

Aiming at 50%

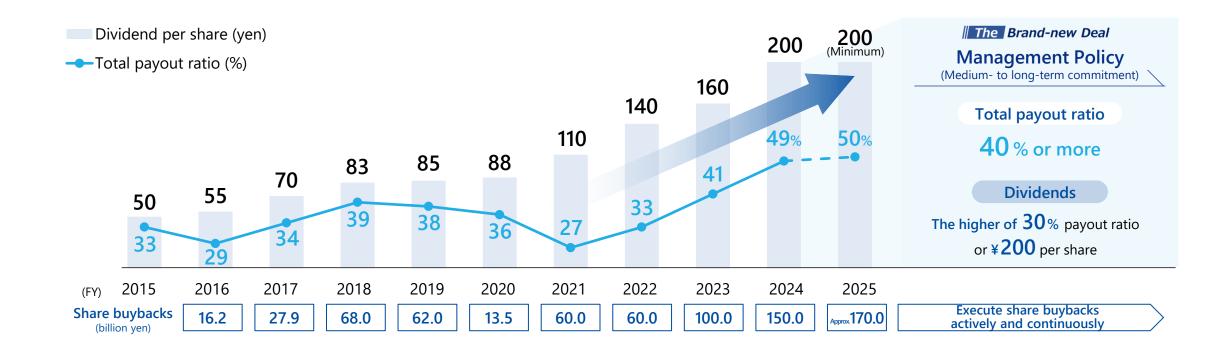
Dividends

**Dividends** 

Share buybacks

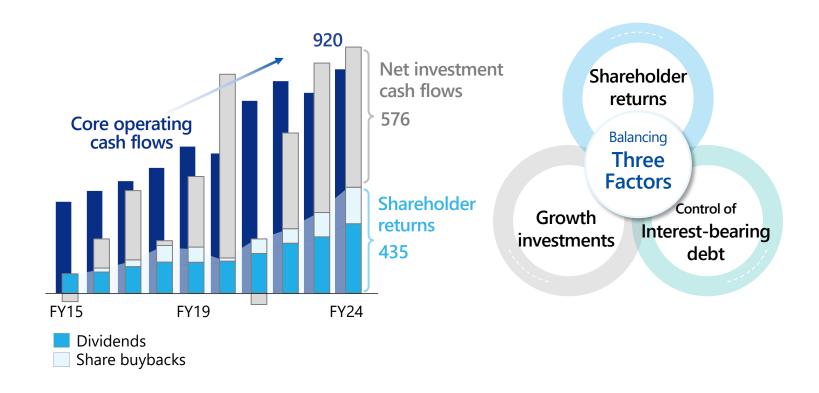
The higher of 30% payout ratio or 200% per share

Approx. ¥170.0 billion



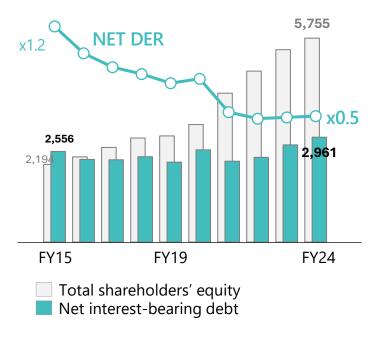
## **Cash allocation policy: Balancing three factors**

(Billions of yen)



Highest rating among general trading companies from major credit rating agencies

Moody's	S&P	R&I	JCR
A 2	Α	AA	AA+



FY2025 Plan

#### **Investments**

Growth Investments: Max. ¥1 trillion

Exit: over ¥300 billion

#### **Total Payout Ratio**

Aiming at 50%

#### **NET DER**

Less than **0.6**times

## **Our Approach**

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19	Business expansion cases



## Key enablers of growth



**M&A Capability** 

**Centralized Asset Allocation** 

Internal management talent pool

with deep expertise in products, networks, and industries



**Organic Growth** 

**Hands-on Management** 

**Horizontal Collaboration** 

## Our investment approach





Centralized decision making

All investment projects above a certain threshold require HQ approval, with leverage and asset allocation controlled at the HO.



70 hurdle rates by industry

To maintain our strength of a well-diversified portfolio, we do not apply a single hurdle rate. Instead, we set approximately 70 internal hurdle rates by industry, tailored to the characteristics of each sector.



Bottom-up approach

- Leverage extensive industry networks to source M&A opportunities at the front line
- Every division integrates M&A as a core growth tool within its strategy

















## **Asset allocation policy**

01

#### Maintain current balance

Continue to maintain the current Non-resource: Resource ratio (9:1) on a total asset basis.

**Total assets composition** 

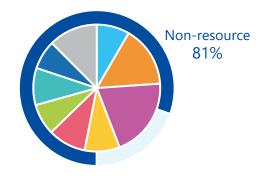
Non-resource 90%

02

#### No specific sector focus

Pursue growth opportunities across all segments to build a well-diversified portfolio, with continuous asset replacement supported by HQ's annual strict review of all investments.

Net profit composition (FY2024)



03

#### **Investment Focus**

Source opportunities leveraging business networks with a downstream-driven, market-oriented perspective. As a principle, we focus on long-term holdings, investments in areas of expertise, and projects with high visibility—particularly those contributing to earnings at an early stage—to realize post-acquisition value creation through our strength in hands-on management.



## How we sustain high ROE

#### HQ controls leverage & asset allocation, while segments focus on improving ROA



#### Improving ROA in each segment

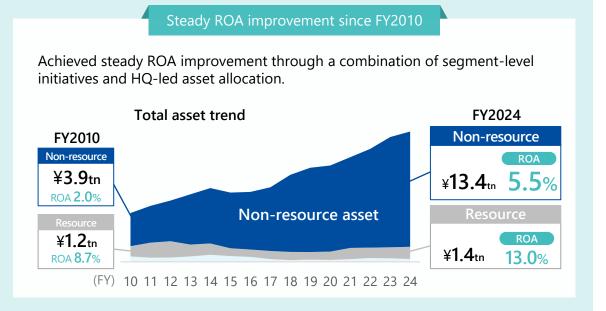
To enhance ROA while maintaining a well-diversified portfolio, we **steadily improve ROA across all segments** rather than focusing solely on high-ROA businesses.

HQ conducts **annual asset efficiency reviews by segment**, covering not only investments but also trading working capital.

Each segment then develops and executes concrete initiatives.

ROA by segment (FY2024, ROA on core profit)

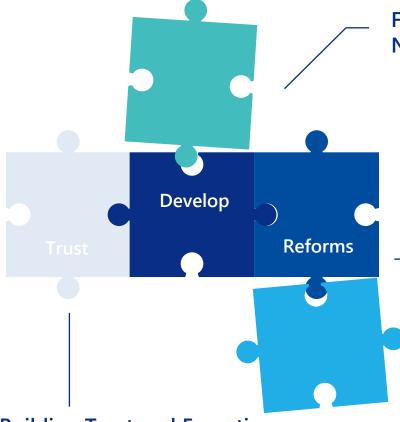




## How we expand our business: Recent examples in Machinery

### Expanding collaboration with leading Japanese manufacturers by leveraging our strengths





#### **Building Trust and Expertise**

Since the 1990s, we have built trust and expertise through trading, Indonesian JVs, and more.

## Finance Business development in North America

Collaboration with Hitachi Construction Machinery (HCM) in the North American finance business paved the way for a capital and business alliance with Kawasaki Motors, with whom we also launched a joint finance business in North America.

# Chosen as the optimal partner in parent-subsidiary listings resolution

In both HCM and AICHI cases, we were selected as the partner to resolve parent-subsidiary listings.

(\*) Capital and business alliance

## **Our Portfolio**

21	Sector	balance

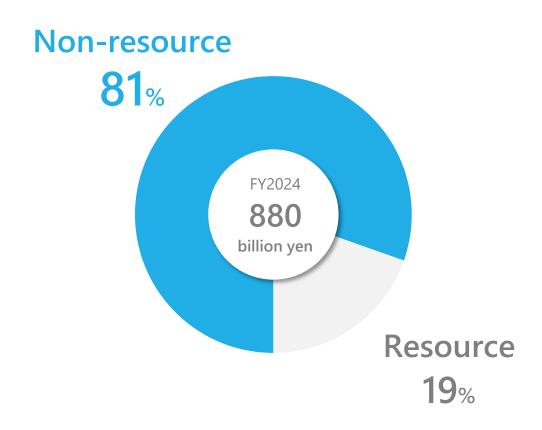
- Regional balance
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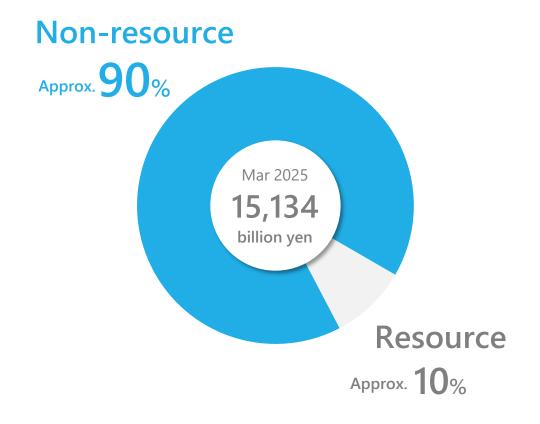


## Sector balance: Strong weight in Non-resource sector



## **Total Assets**

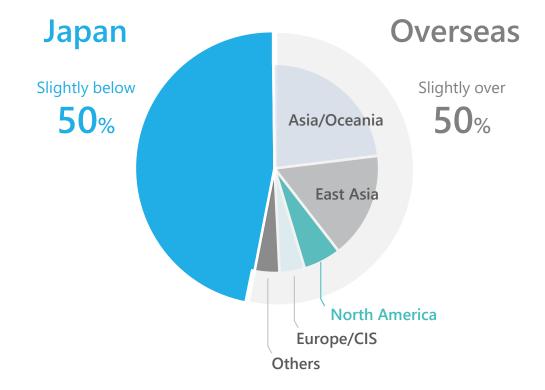




## Regional balance: Portfolio anchored in Japan

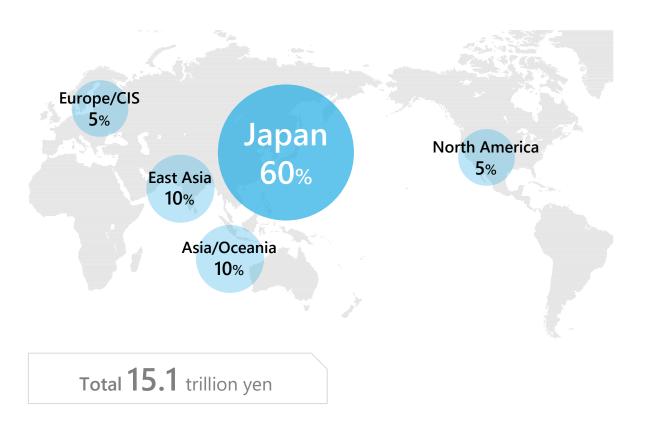
## **Core Profit by Region**

Average for FY2022-2024



## **Total Assets by Region**

As of March 2025



## Competitive edge in Japan's downstream portfolio



Note: Figures reflect the profit plan for FY2025.

### DESCENTE



Invested in 1971, became an affiliate in 2008, strengthened management involvement through a TOB in 2019, and privatized in 2025.

By combining DESCENTE's strengths with regional strategies, we aim to double DESCENTE's net profit in around five years.

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**Profit from** the business FY2010

¥0.7 billion

FY2024

¥7.0 billion

**CAGR** 

FY2025 Plan

**Future Target** 

¥13.3 billion ¥25 billion

#### **DESCENTE's Strengths**

- ✓ Manufacturing capabilities
- ✓ A wide and diverse range of brands centered on sports







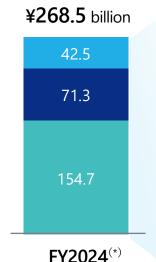




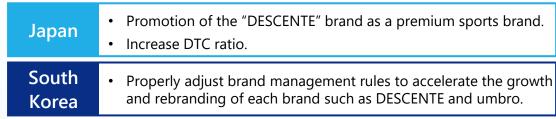
#### **ITOCHU Group's Strengths**

- ✓ Extensive network and expertise in the textile industry
- ✓ Business management resources
- ✓ Personnel with expertise and know-how in China business

#### Sales by country



#### The area-specific strategies



#### • DESCENTE China (JV with ANTA Group): Store expansion and new category enhancement. China Munsingwear Shanghai (JV with Lilang Group):

- Commenced operations from FY2025.
- Shanghai Le Coq: Strengthening penetration of new brand image.

Explore new distribution channels and business opportunities in Others Europe, the U.S., and Southeast Asia.

(\*) Simplified calculation based on net sales of consolidated subsidiaries and equity method affiliates in each area.

## North American **Power Business**



Since the early 2000s, we have been committed to the U.S., building a well-balanced business across development, construction, and operations.

Our strength lies in securing top talent and covering the entire value chain seamlessly.

**Profit from** the business FY2010

FY2024

TED

FY2025 Plan

**Future Target** 

¥14.8 billion ¥30 billion

Tyr Energy

Founded in 2002

Renewable assets.

**Power Generation** 

Carries out the entire value chain

from development, construction,

asset management, and energy

management of Gas-fired and

**TED Renewables XTYR**ENERGY

¥0.5 billion ¥11.5 billion

Renewable Development

- **Develop and sell** business model
- All development tasks managed in-house; site screening, permits, grid connection, contract management, etc.

## **NAES**

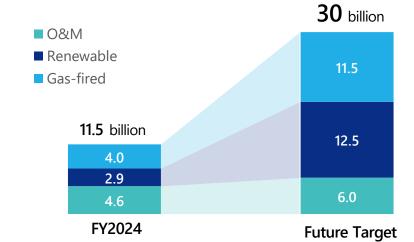


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#### **Operation & Maintenance**

Largest independent power plant operator in North America, providing 3rd party O&M service





While strengthening renewable energy-related businesses, building a well-balanced portfolio includes gas-fired power plants as a stable source of power.

## **Iron Ore Projects**





Profit of Resource Sector

FY2010

¥102.5 billion

FY2024

¥172.6 billion



Western Australia (IMEA)

FY2024 profit

Ownership

¥128 bn

8% (consolidated)

One of a key earnings base for ITOCHU, accounting for about 74% of Resource sector's profit (FY2024)

 One of the world's most costcompetitive projects, ongoing since the 1960s in partnership with BHP





2020 2021 2022 2023 2024

02 Brazil (CSN Mineração, "CM")

FY2024 profit

Ownership

¥17 bn

18.1% (equity method)

 Involved with since 2018 and made an additional investment of ¥120 bn in November 2024

 The high-grade iron ore produced by CM is expected to serve as a raw material for low-carbon direct reduced iron, an initiative promoted by ITOCHU in the UAE







## North American **Construction-Materials Business**



#### **Growth strategy**

- Sustainable growth through expansion of the exterior building materials business into new areas and continued acquisition of competitors in the same industry.
- Enhancement of housing structural materials and expansion of functionality in interior materials through collaboration with DAIKEN.

**Profit from** the business FY2015

FY2024

¥1.4 billion ¥17.9 billion CAGR 33%

FY2025 Plan

**Future Target** 

¥18.0 billion Over ¥50 billion

**Exterior** building materials business



Manufacture of pipes for fences



Chain-link fence manufacture and wholesale of fence & ODL materials



Manufacturer of wooden fences

**Expanding business** areas through M&As

Hands-on Management



Collaboration (synergy creation)

**Housing structural** materials business



Manufacture of veneer



Manufacture of laminated veneer lumber

Interior materials business



Manufacture of interior wood boards

# CTC (ITOCHU Techno-Solutions)



- A leading **system integrator** in Japan providing end-to-end services from product sales to system development and maintenance/operations.
- In our group since 1972 and privatized in 2023

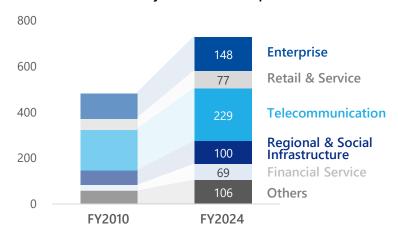
#### O1 CTC's overview

#### ------

Revenue breakdown by Business Model



#### Revenue breakdown by Business Group



### **02** Digital value chain strategy



Downstream

# **FamilyMart**



A leading convenience store in Japan with 16,300 stores across Japan and over 5.5 billion customers annually. In our group since 1998 and privatized in 2020.

**Profit from** The business FY2010

¥4.0 billion

FY2024

¥**41.8** billion

CAGR 18%

FY2025 Plan

**Future Target** 

¥42.0 billion ¥50 billion

(\*1) Excluding extraordinary gains & losses

#### Robust earnings base within our group









#### **Financial Advertising** Service & Media



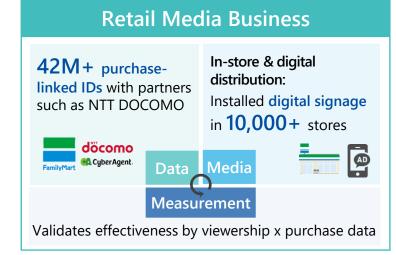




#### **Convenience Wear**

- > Launched apparel private brand leveraging expertise of ITOCHU's Textile Division
- > Annual brand sales achieved ¥13 billion, YoY +130% increase.
- Expanding product lineup, offering 100 different items.





## Organization

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## **Board members**



G Governance, Nomination and Remuneration Committee
W Women's Advancement Committee

#### **Inside Directors**



Masahiro Okafuji
Chairman & Chief Executive Officer



Keita Ishii

President & Chief Operating Officer,
Chief Strategy Officer



Fumihiko Kobayashi Executive Vice President Chief Administrative Officer



Tsuyoshi Hachimura

Executive Vice President
Chief Financial Officer



Hiroyuki Tsubai

Executive Vice President

President, Machinery Company;

Deputy COO

#### **Outside Directors**



Hiroyuki Naka

Executive Officer,
Chief Transformation Officer,
General Manager, Group CEO Office



Masatoshi Kawana



Makiko Nakamori



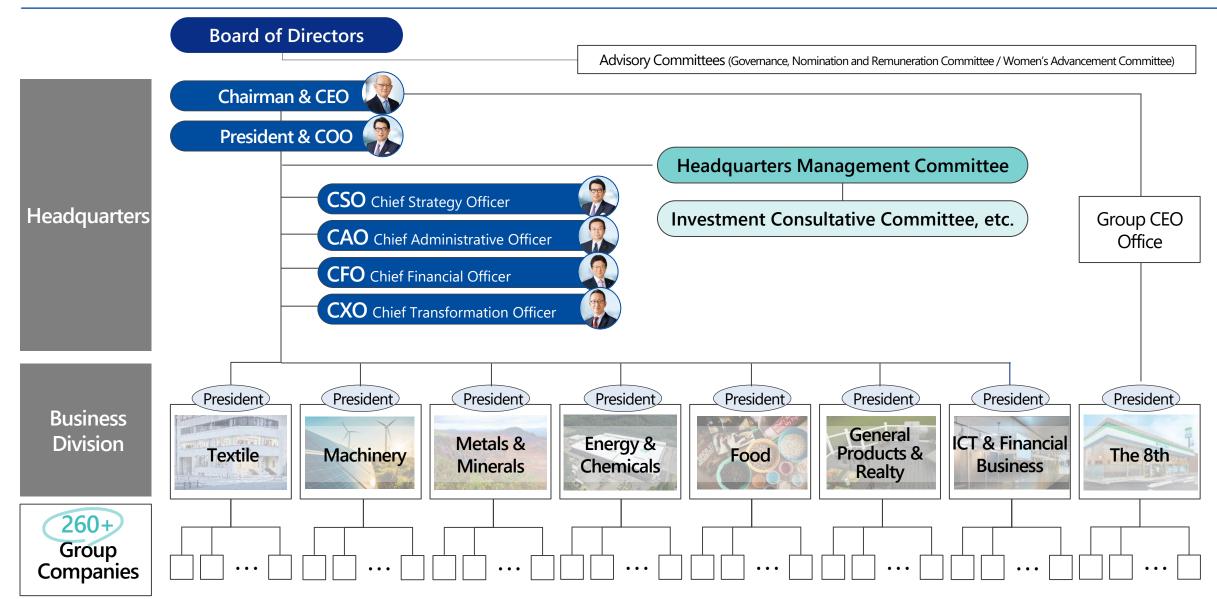
Kunio Ishizuka



Akiko Ito

## **Organization overview**







#### **CEO Selection Process**

Proposal by Chairman & CEO





Deliberation at Governance, Nomination and Remuneration Committee



Chaired by
Outside Director

Deliberation at the Board Meeting



### Talent pool across the group

A strong pool of executives with group company management experiences is one of our strengths.

Outside directors actively conduct individual interviews with potential candidates to assess their qualities from multiple perspectives.



#### FY2024 outside director's interviews

Executive officers

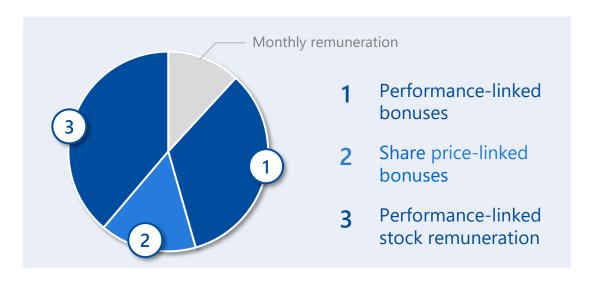
19 times (24 participants)

Presidents of Group companies

10 times

## Corporate officer remuneration

#### Breakdown of Director Compensation (FY2024, Image)





88% Variable remuneration

Corporate officer compensation is closely tied to **consolidated net profit** and **share price performance**, aligning management's interests with those of shareholders.

39% Stock remuneration

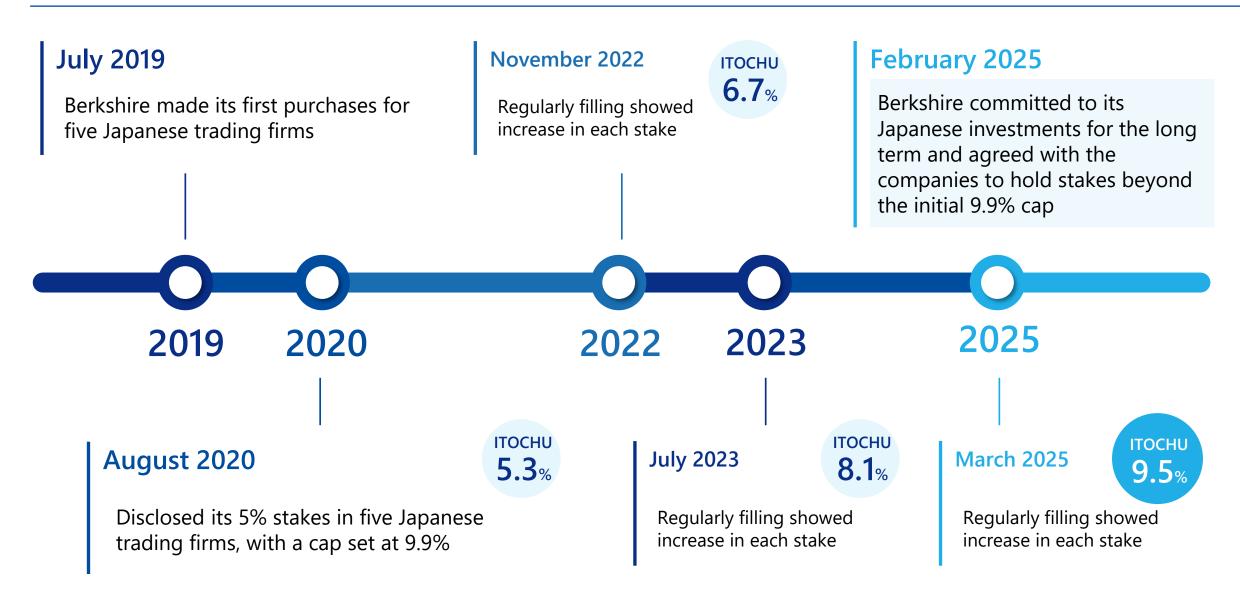
Around 39% of compensation is **granted in stock**, creating a strong incentive for share price appreciation.

(\*) Excluding outside directors

## **Appendix**

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- Business collaboration with Berkshire Hathaway

## **Investment from Berkshire Hathaway**



Note: Ownership ratio based on voting rights

## **Business collaboration with Berkshire Hathaway**





# Berkshire Hathaway Group

## FRUIT OF THE LOOM

(the U.S. apparel & underwear brand)



ITOCHU acquired Asia master license rights; driving expansion across Asia including Japan.





# **DURACELL** (world-leading dry cell brand)



in the Japanese market, advancing the full-scale entry into Japan.



## HEINZ



Launched collaboration products
— the first-ever collaboration in
CVS products —at FamilyMart.







