Link and Motivation Inc.

Securities Code: 2170

Consolidated Financial Information for the Six Months Ended June 30, 2019 (First Half of 2019)

August 9, 2019



First Half of 2019: Presentation Agenda

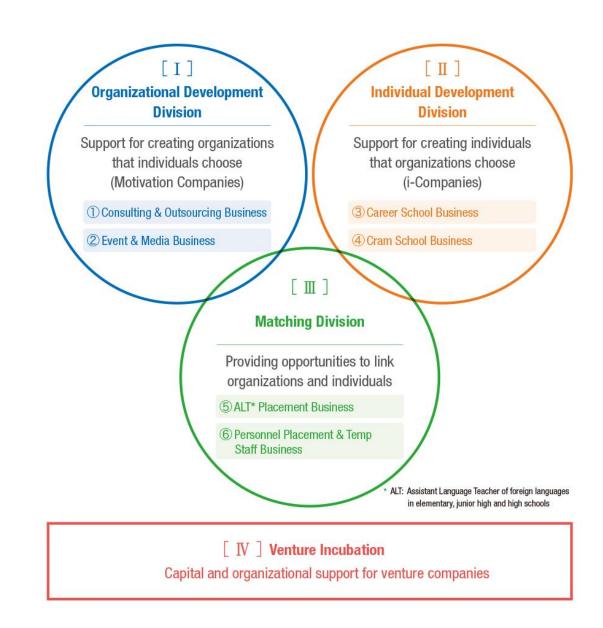
- 1. Company Overview
- 2. Business Report
 (Announcement of Consolidated Business Results for the Six Months Ended June 30, 2019)
- 3. Future Management Policy and Revision of Results Forecast
- 4. Report on Conditions by Business
- 5. Report on Conditions by Organization
- 6. Announcement of Share Repurchase

1 Company Overview

Operating Structure of the Link and Motivation Group

Mission

Through Motivation
Engineering, we provide
opportunities to transform
organizations and
individuals and create a
more meaningful society.



Strengths of the Link and Motivation Group

Core Technology Motivation Engineering Individual Development Organizational Development Division Division Support for creating organizations Support for creating individuals that organizations choose that individuals choose (Motivation Companies) (i-Companies) ① Consulting & Outsourcing Business 3 Career School Business 2 Event & Media Business 4 Cram School Business **Matching Division** Providing opportunities to link organizations and individuals (5) ALT* Placement Business 6 Personnel Placement & Temp Staff Business ALT: Assistant Language Teacher of foreign languages in elementary, junior high and high schools **IV Venture Incubation** Capital and organizational support for venture companies

(Strength 1) "Only One" Status

Promotion of businesses that are the only one of their kind in their markets through the application of our core technology Motivation Engineering

(Strength 2) Profit Stability and Growth*

Operation of businesses that can pursue both profit stability and growth in business fields ranging widely from individuals to corporations

* Segments with high stability: Individual Development Division, Matching Division

(Strength 3) Engagement in the Company

The Link and Motivation Group is an organization with a high level of engagement through the application of our core technology Motivation Engineering

2

Business Report
(Announcement of Consolidated
Business Results for the
Six Months Ended June 30, 2019)

Consolidated Statements of Operations (Results/YoY Change/vs. Forecast)

(¥ million)	2018 2Q Results	2019 2Q Forecast	2019 2Q Results	YoY Change	Results vs. Forecast
Revenues	19,985	20,500	19,134	-4.3%	-6.7%
Operating Income	2,115	2,000	1,471	-30.4%	-26.4%
Net Income	1,345	-	879	-34.6%	-



- Revenues decreased year-on-year (YoY) and fell short of the forecast.
- Operating income decreased substantially YoY and fell short of the forecast.
- The primary factor was a priority focus on a subscription business model in the Organizational Development Division, which led to increased selling, general and administrative (SG&A) expenses and weaker growth in other businesses.

Consolidated Statements of Operations (Results/YoY Change)

(¥ million)	2018 2Q Results	2019 2Q Results	YoY Change
Total SG&A Expenses	5,803	6,050	+4.2%
1 Personnel Expenses	2,674	2,644	-1.1%
② Recruiting, Training and Welfare Expenses	385	410	+6.7%
③ Office and System Expenses	1,212	1,160	-8.2%
Sales-related Expenses	1,024	1,240	+21.2%
5 Transportation and Other Expenses	507	593	+17.0%





- 4 Sales-related Expenses increased substantially YoY due to a prioritized concentration of sales promotion expenses on Motivation Cloud and other priority products.

 • As a result, overall SG&A expenses increased YoY.

Revenues and Gross Profit by Segment (Results/YoY Change)

(¥ million)		2018 2Q Results	2019 2Q Results	YoY Change	
	Organizational	Revenues	6,703	5,840	-12.9%
	Development Division	Gross Profit	4,518	3,848	-14.8%
	Individual	Revenues	3,912	3,944	+0.8%
	Development Division	Gross Profit	1,450	1,404	-3.2%
	Matching	Revenues	10,190	9,841	-3.4%
	Division	Gross Profit	2,607	2,699	+3.5%





- In the Organizational Development Division, revenues and gross profit both decreased substantially YoY because growth in the Consulting & Outsourcing Business fell below the forecast.
- In the Individual Development Division, despite slower growth in the Cram School Business, firm performance by the Career School Business resulted in a slight increase in revenues YoY and a slight decrease in gross profit YoY.
- In the Matching Division, despite slower growth in the Personnel Placement & Temp Staff Business, firm performance by the ALT Placement Business resulted in a slight decrease in revenues YoY and a slight increase in gross profit YoY.

Organizational Development Division Product Revenues by Business (Results/YoY Change) 1.2

Product (¥ million) [Gross profit in brackets]	2018 2Q Results	2019 2Q Results	YoY Change
① Consulting & Outsourcing	5,126	4,306	-16.0%
Business	[4,112]	[3,422]	-16.8%
Package	1,455	1,255	-13.7%
Consulting	2,286	1,488	-34.9%
Member/database services	909	1,216	+33.8%
Outsourcing	475	345	-27.4%
2 Event & Media Pusiness	2,001	1,866	-6.8%
2 Event & Media Business	[612]	[593]	-3.1%
Event production	787	683	-13.2%
Media production	1,213	1,182	-2.6%

Key Points



- In the Organizational Development Division, growth in Package and Consulting sales in ① the Consulting & Outsourcing Business fell below the forecast, and both revenues and gross profit decreased substantially YoY.
- The two reasons for the decrease were as follows.
 - 1. In the first quarter of 2019, the organization worked for recovery by separating into staff specializing in Consulting and staff specializing in Motivation Cloud, but the effects will not materialize until the third quarter and after (results are expected to recover and be on par with the previous year from the third quarter onward).
 - 2. Priority was placed on a subscription model, and personnel resources in Consulting were deployed for one.

Individual Development Division: Product Revenues by Business (Results/YoY Change) 3.4

Product (¥ million)	2018 2Q Results		2019 2Q Results			
[Gross profit in brackets]	Results %	6 of total	Results	% of total	YoY Change	
2 Caraar Cahaal Business	3,583		3,639		+1.6%	
3 Career School Business	[1,310]	-	[1,294]	-	-1.3%	
Office	1,523	42.5%	1,481	40.7%	-2.8%	
Pro Series*	484	13.5%	490	13.5%	+1.3%	
Accounting courses	289	8.1%	314	8.7%	+8.8%	
National exam courses	335	9.4%	343	9.4%	+2.4%	
Civil servant courses	673	18.8%	617	17.0%	-8.4%	
Educational materials/other	93	2.6%	89	2.5%	-4.8%	
English conversation	182	5.1%	302	8.3%	+66.1%	
(A) Cyarra Calacal Business	329		307		-6.7%	
4 Cram School Business	[139]		[110]		-20.8%	
			_			

^{*}Programming courses and other courses for specialized IT skills



- In ③ the Career School Business, revenues increased slightly YoY and gross profit decreased slightly YoY due to good performance by Accounting courses, National exam courses and English conversation.
- In ④ the Cram School Business, revenues decreased YoY and gross profit decreased substantially YoY as growth in enrollment fell below the forecast.

Matching Division: Product Revenues by Business (Results/YoY Change) 5.6

Product (¥ million) [Gross profit in brackets]	2018 2Q Results	2019 2Q Results	YoY Change
5 ALT* Placement Business	5,992 [1,718]	6,332 [1,920]	+5.7% +11.7%
6 Personnel Placement & Temp Staff Business	4,527 [1,148]	3,899 [1,051]	-13.9% -8.4%
Store sales temp staff	3,537	2,857	-19.2%
Office temp staff	317	300	-5.2%
Foreign worker support	286	333	+16.4%
Recruiting/introductions	386	408	+5.5%

^{*} ALT: Assistant Language Teacher of foreign languages in elementary, junior high and high schools

Key Points



- In ⑤ the ALT Placement Business, revenues increased YoY and gross profit increased substantially YoY due to firm performance from precisely capitalizing on the expansion of English education promoted by the Ministry of Education, Culture, Sports, Science and Technology (MEXT).
- promoted by the Ministry of Education, Culture, Sports, Science and Technolog, Chemp.

 In 6 the Personnel Placement & Temp Staff Business, growth was weak for Store sales temp staff, which accounts for the majority of sales, and revenues decreased substantially YoY and gross profit decreased YoY despite growth in Foreign worker support and Recruiting/introductions.

Consolidated Balance Sheets (Results/YoY Change)

(¥ million)	2018 4Q Results*	2019 2Q Results	YoY Change
1 Current Assets	7,647	6,935	-711
2 Non-current Assets	36,693	36,456	-236
3 Deferred Assets	0	0	0
Total Assets	44,340	43,392	-948
4 Current Liabilities	13,667	13,501	-165
5 Non-current Liabilities	23,632	22,434	-1,198
Total Liabilities	37,300	35,936	-1,363
6 Total Equity	7,040	7,456	+415
			* After a sulication of IEDC 16

* After application of IFRS 16



- Assets decreased due to the use of cash and deposits to pay taxes.
- Liabilities decreased due to the repayment of long-term debt.
 Equity increased as a result of recording net income.

Second Quarter of 2019 Dividends

Continuing from 2018, we pay quarterly dividends. A dividend of 1.80 yen per share is scheduled to be paid on Wednesday, September 25, as originally planned.

		Dividend per Share				
	First Quarter	Second Quarter	Third Quarter (scheduled)	Fourth Quarter (scheduled)	Annual Dividend (scheduled)	
2019	1.80 yen	1.80 yen	1.80 yen	1.80 yen	7.20 yen	

Notes: 1. 100 shares per unit of the Company's stock.

2. The Company increased its dividend as of the first quarter of 2019.

3

Future Management Policy and Revision of Results Forecast

Future Management Policy (To Present)

Management Policy to Present

Thorough focus on subscription model

We proactively invested personnel, funds and other resources in the Motivation Cloud subscription model, particularly in the Organizational Development Division.

Results

1 Slump in existing model

The above policy resulted in understaffing for the existing consulting/outsourcing model, and revenues did not grow.

2 Delayed progress for Motivation Cloud

Motivation Cloud got off to a smooth start with initial sales to existing customers, but as the proportion of sales to new customers and major companies gradually increased, business negotiations took longer than expected and progress was slower than planned.

Future Management Policy (Going Forward)

Management Policy Going Forward

"Parallel management" that implements both the existing model and the subscription model

Key Points

- The full-year consolidated performance forecast was revised downward to incorporate the shortfall in the first half of 2019.
- In the Organization Development Division, in addition to launching new subscription model services, we are focusing on a recovery for the existing consulting/outsourcing model.
- The KPI target figure for Motivation Cloud was revised due to the delay in progress.
- A future rollout of a subscription model will also be conducted in the Individual Development Division.

Downward Revision of Forecast of Consolidated Results for 2019

(¥ million)	2018 Results	2019 Initial Forecast	2019 Revised Forecast	YoY Change after Revision
Revenues	39,941	42,500	38,500	-3.7%
Operating Income	3,825	4,500	1,880	-50.9%
Net Income	1,918	2,570	1,050	-45.3%

Key

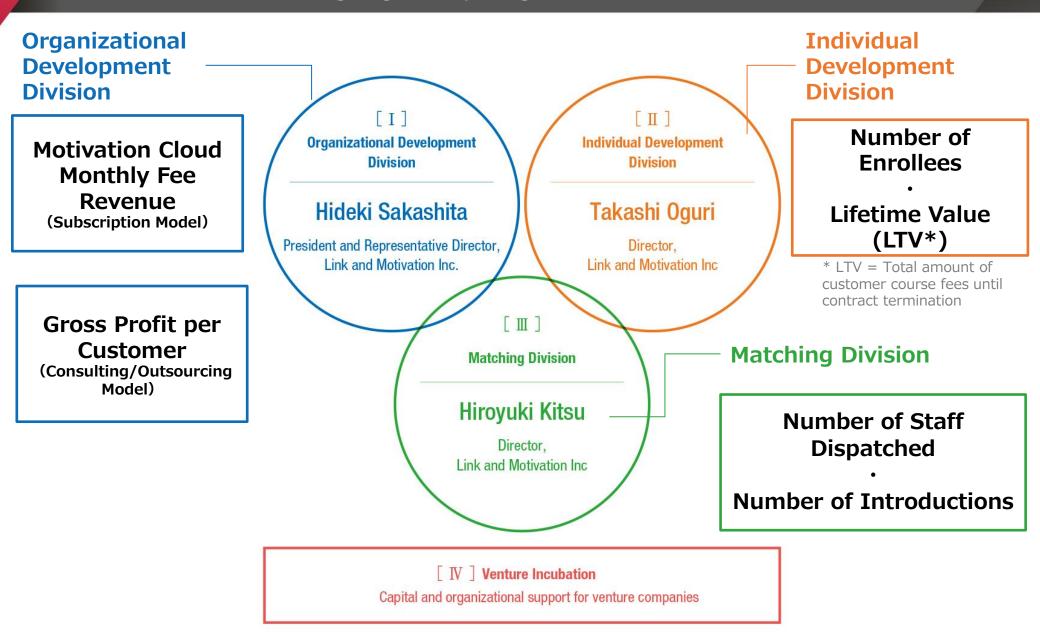
Points

- The forecast of consolidated results has been revised downward to incorporate the shortfall in the first half of 2019.
- ¥38,500 million in revenues, ¥1,880 million in operating income and ¥1,050 million in net income are forecast.
- Operating income will be affected by two factors beside the decrease in revenues.
- 1. Investment in the subscription model, including Motivation Cloud
- 2. Expected impairment loss on conservative estimate of goodwill in the Foreign worker placement business and Cram School Business

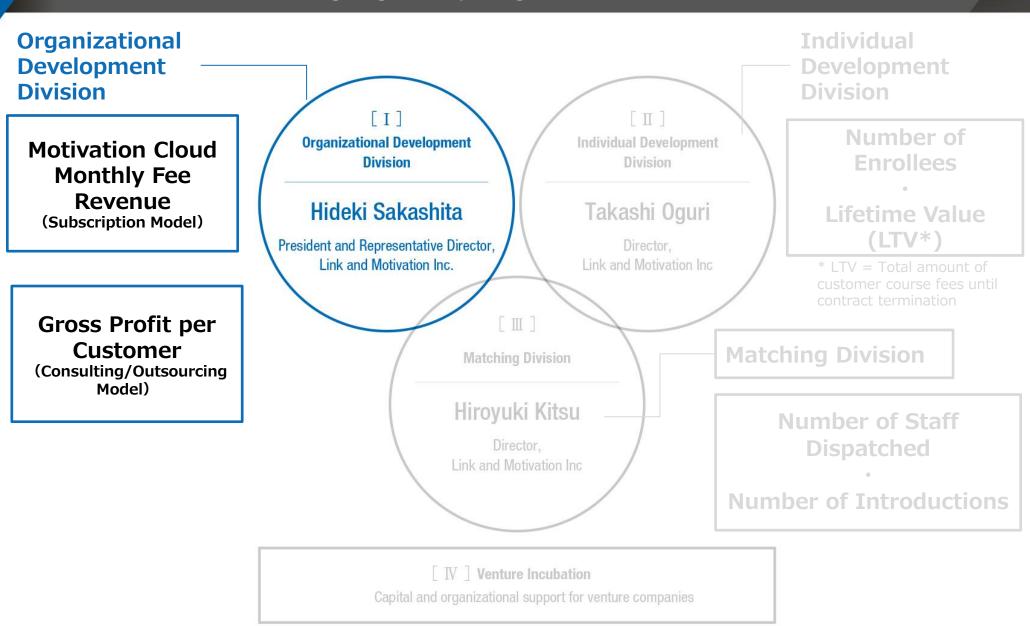
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Report on Conditions by Business

Business KPIs and Highlights by Segment



Business KPIs and Highlights by Segment

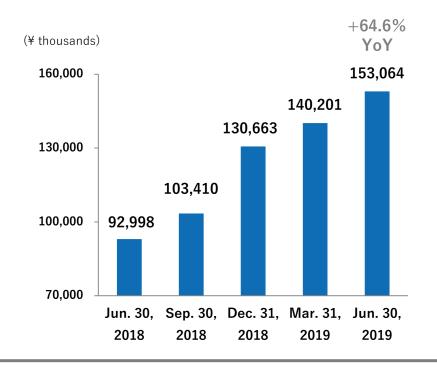


Organizational Development Division Business KPI Results over Time (Subscription Model)

Business KPI 2019 2Q Results

Motivation Cloud Monthly Fee Revenue

¥153,064 thousand



Breakdown of Monthly Fee Revenue in June 2019

Contact points¹ : 861 Delivered orders² : 717 Average monthly fee³ :

¥213,000/month

(March 2019: ¥203,000/month)

- 1. Number of companies subscribed to Motivation Cloud
- 2. Number of companies where Motivation Cloud service delivery has started
- 3. Monthly fee revenue ÷ number of delivered orders

Key Points



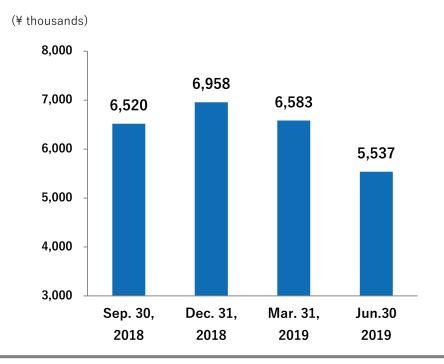
- We have set Motivation Cloud monthly fee revenue as the business KPI for the subscription model.
- Revenue for 2Q of 2019 increased 64.6% compared with the same period a year earlier and 9.2% from the previous quarter.

Organizational Development Division Business KPI Results over Time (Consulting/Outsourcing Model)

Business KPI 2019 2Q Results

Average Gross Profit per Customer for the Past 12 Months

¥5,537 thousand



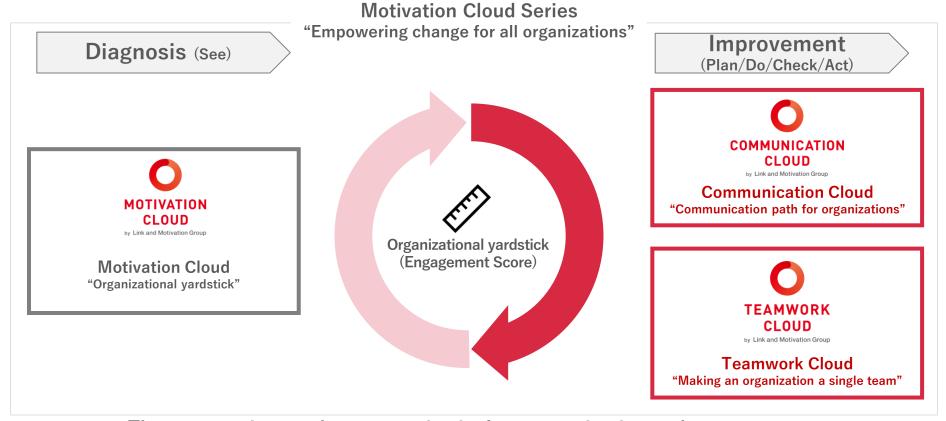
Note: The consulting/outsourcing model is for Organizational Development Division businesses other than Motivation Cloud and the Event & Media Business.

Key Points



- We have set average gross profit per customer for the past 12 months as the business KPI for the consulting/outsourcing model.
- In 2Q of 2019, there was no growth in Consulting due to deployment of personnel resources to the subscription model, and results decreased 15.9% compared with the same period a year earlier.

Launch of two new subscription model services in the Motivation Cloud series that aim to accelerate and facilitate the effects of organizational improvement

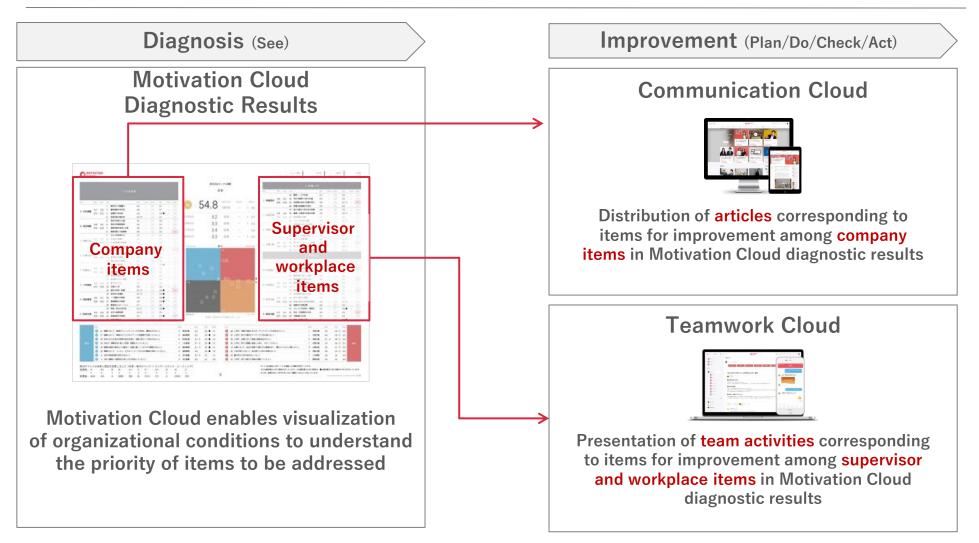


The new services make an organization's communication and management more strategic, effective and efficient, and can be introduced separately.

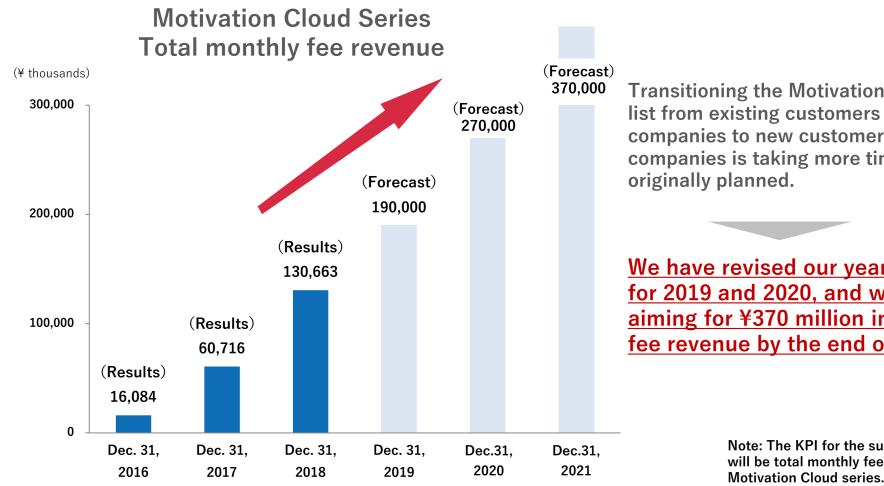
They can also further enhance organizational improvement in combination with Motivation Cloud.

Organizational Development Division Expansion of the Subscription Model

Through linkage with the diagnostic results of Motivation Cloud, the two new services provide solutions matched to items for improvement, thus achieving greater organizational improvement.



We have revised our initial plan to aim for ¥370 million in monthly fee revenue by the end of 2021.



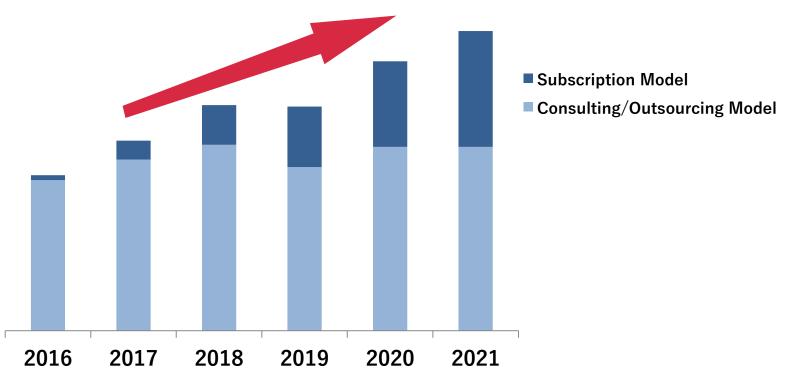
Transitioning the Motivation Cloud client list from existing customers and venture companies to new customers and major companies is taking more time than

We have revised our year-end plans for 2019 and 2020, and we are aiming for ¥370 million in monthly fee revenue by the end of 2021.

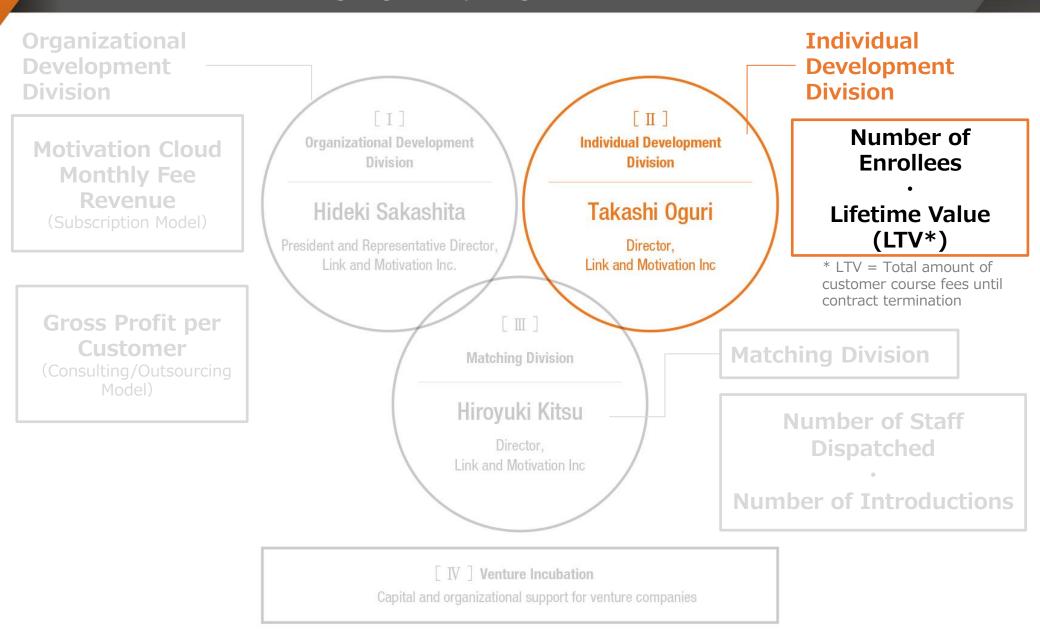
> Note: The KPI for the subscription model will be total monthly fee revenue for the

We aim to implement both models in parallel, promoting recovery of the consulting/outsourcing model while steadily expanding the subscription model.

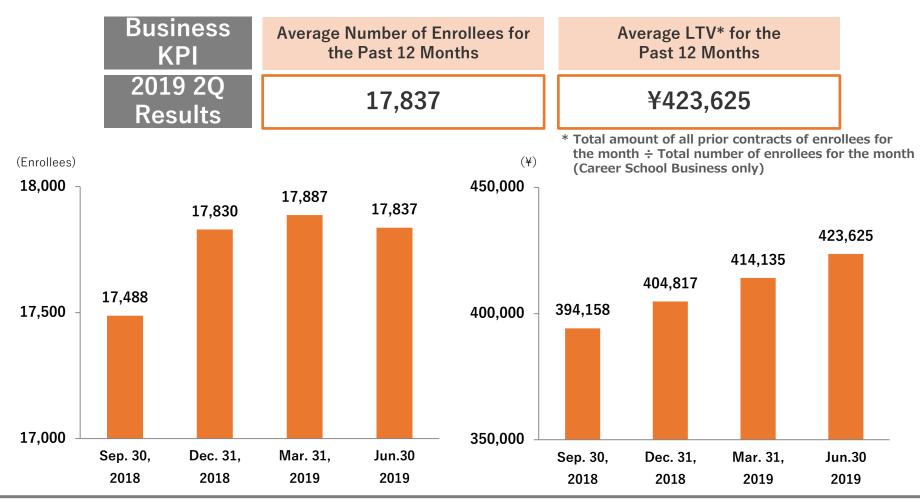




Business KPIs and Highlights by Segment



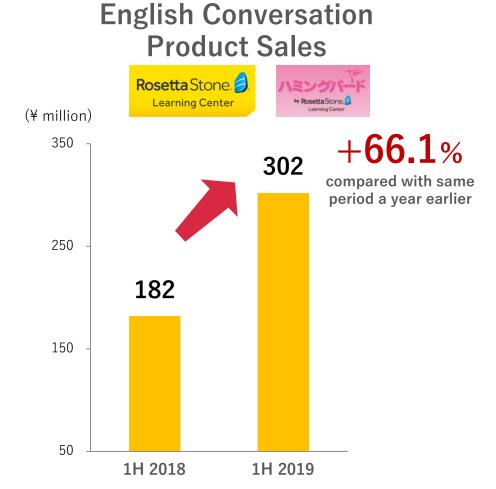
Individual Development Division Business KPI Results over Time





- We have set average number of enrollees for the past 12 months and average LTV for the past 12 months as the business KPIs for the Individual Development Division.
- In 2Q of 2019, the average number of enrollees for the past 12 months decreased 0.3% from the previous quarter and average LTV for the past 12 months increased 2.3% from the previous quarter.

As demand for global human resources rises, sales are strong with 84 schools nationwide offering English conversation.



84 schools nationwide



Individual Development Division Key Future Theme

We are currently planning a new subscription model service that will help to increase the enrollee continuation rate.

Orientation

Unfailing total career support

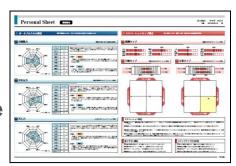
Key indicator

Enrollee continuation rate

Specific actions

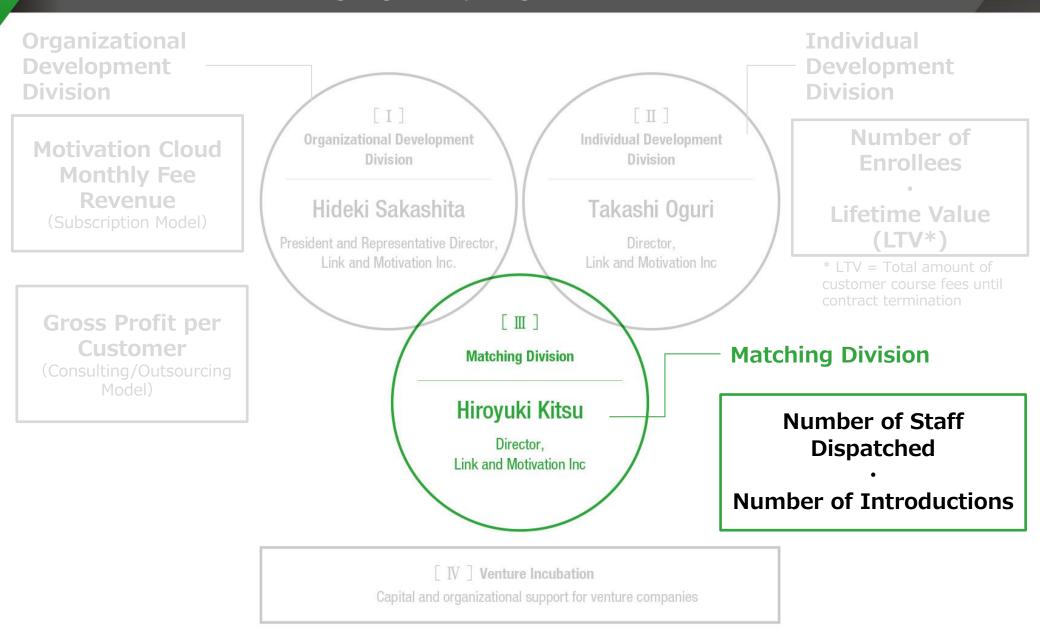
- Until now, measures to increase the continuation rate have included offering courses after diagnosis of individual values and skills and conducting interviews with career navigators.
- We are currently planning a new subscription model for longer continuation in courses going forward.

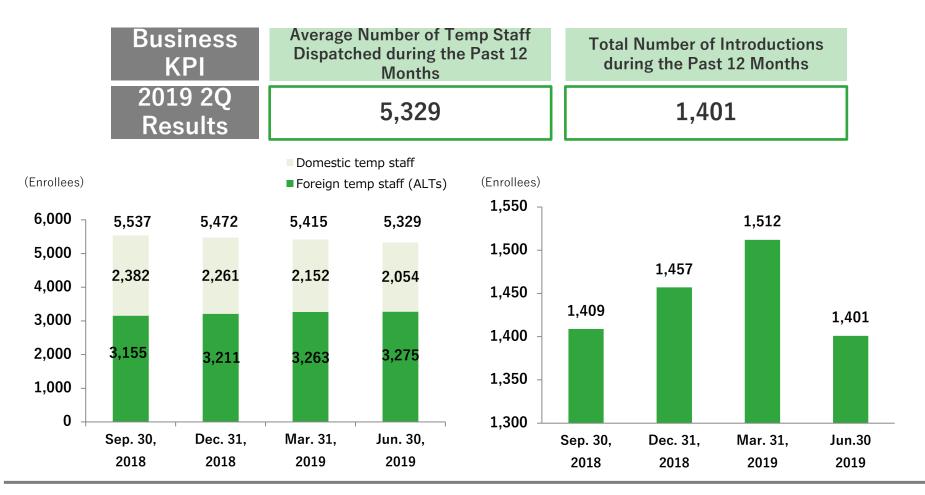
Bridge Series
diagnostic tool for
individual values and skills





Business KPIs and Highlights by Segment





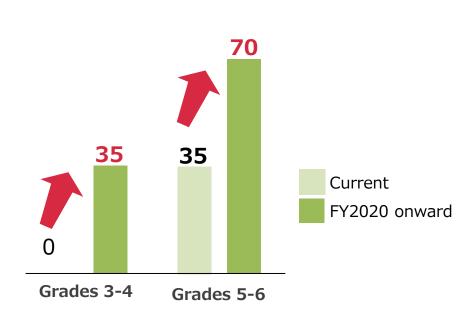
Key Points

- We have set the average number of temp staff dispatched during the past 12 months and the total number of introductions during the past 12 months as business KPIs for the Matching Division.
- In 2Q of 2019, the average number of temp staff dispatched during the past 12 months
 decreased 1.6% from the previous quarter and the total number of introductions during the past
 12 months decreased 7.3% from the previous quarter due to a decrease in the number of
 internal introductions caused by an increase in length of ALT service in the ALT Placement Business.

Matching Division ALT Placement Business

The number of our ALTs placed has grown steadily due to MEXT's English education reforms. We will continue to focus on increasing the number of placements and improving profitability.

Change in Annual Number of English Classes in Elementary Schools



Together with the above, MEXT is planning to place ALTs at all elementary schools (approximately 20,000 schools) by fiscal 2020.

ALTs Placed by Link and Motivation Average over the past 12 months

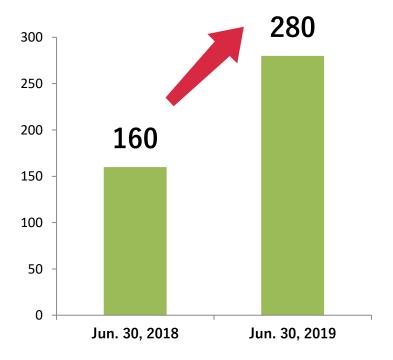


Improve profitability by focusing on projects with high profit margins while increasing the number of ALTs in line with market growth

Matching Division Key Future Theme

In tandem with rising demand for global human resources, we will expand business to establish the number-one position in introductions of native English speakers.

Number of Recruiting Requests for Non-ALT Positions in the Foreign Worker Placement Business



Until now, personnel introductions have centered on the education business, such as English conversation schools.

We will aim for the number-one position in introductions of native English speakers with proactive introductions in the sales service and hotel industries, where needs are numerous due to rising inbound demand (foreign visitors to Japan).

5

Report on Conditions by Organization

A Yardstick for Corporate Activities

Product Market

Labor Market

Business Strategy

Financial Information (Income Statement, **Balance Sheet, etc.)**

Organizational Strategy

Non-Financial **Information** (Engagement Score)

Key **Points**

- As the source of competitive advantage shifts from "business strategy" to "organizational strategy" and employment becomes more flexible, adaptation to the labor market as well as the product market is critical for businesses.
- To add to financial statements, which measure adaptation to the product market, Link and Motivation has introduced and administers Engagement Score (ES), which measures adaptation to the labor market.

Engagement Score

An indicator that provides a standard deviation value for employee engagement (the level of mutual understanding, empathy and commitment between companies and employees).

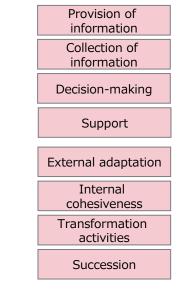
An evaluation based on the results of an original organizational diagnostic survey developed by Link and Motivation.

16 Areas for Measuring Employee Engagement

Company



Supervisor Workplace



Key Points • Elements that significantly influence employee engagement are classified into 16 areas based on social psychology. The areas are further subdivided into 132 items for questions on the organizational diagnostic survey.

Engagement score is calculated based on employee expectations/satisfaction, their degree of matching and Link and Motivation's database on 1.16 million employees at 5,020 companies.

Engagement Rating

Engagement Rating (ER) is assigned on 11 levels corresponding to Engagement Score.

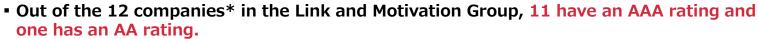
Engagement Rating	Engagement Score			
AAA	67 or higher			
AA	Less than 67			
Α	Less than 61			
BBB	Less than 58			
BB	Less than 54			
В	Less than 52			
CCC	Less than 48			
CC	Less than 45			
С	Less than 42			
DDD	Less than 39			
DD	Less than 33			

Key Points Ranking is assigned with an Engagement Score of "B" as the mean value.
 We will continue to disclose our Engagement Ratings in our announcements of business results.

Engagement Ratings for All Link and Motivation Group Companies

Division		Company Name	Subjects	February 2019	Current (August 2019)
Organizational Development Division	Consulting & Outsourcing Business	Link and Motivation Inc.	338	AAA	→ AAA
		Link Global Solution Inc.	22	AAA	→ AAA
	Event & Media Business	Link Event Produce Inc.	42	AAA	→ AAA
		Link Corporate Communications Inc.	39	AAA	→ AAA
		a2media Corporation	34	Α	→ AA
Individual Development Division	Career School Business	Link Academy Inc.	506	AAA	→ AAA
		Dean Morgan K.K.	46	AAA	→ AAA
	Cram School Business	Motivation Academia Inc.	24	AAA	→ AAA
Matching Division P	ALT Placement Business	Link Interac Inc.	151	AAA	→ AAA
	Personnel Placement & Temp Staff Business	Link Staffing Inc.	72	AAA	→ AAA
		Link Japan Careers Inc.	35	AAA	→ AAA
		Link-i Inc.	30	AAA	→ AAA





The score for a2media, which joined the Link and Motivation Group through an acquisition in October 2017, dropped temporarily because of an initial organizational change, but has been recovering due to enhanced organizational measures.

^{*} Link Relation Engineering Inc. in the Organizational Development Division did not conduct a survey. Another company, Link Dining Inc., had an AAA rating

6

Announcement of Share Repurchase

Share Repurchase

We plan to repurchase our own shares to flexibly conduct our capital policy in response to changes in the business environment.

Maximum amount: ¥500 million

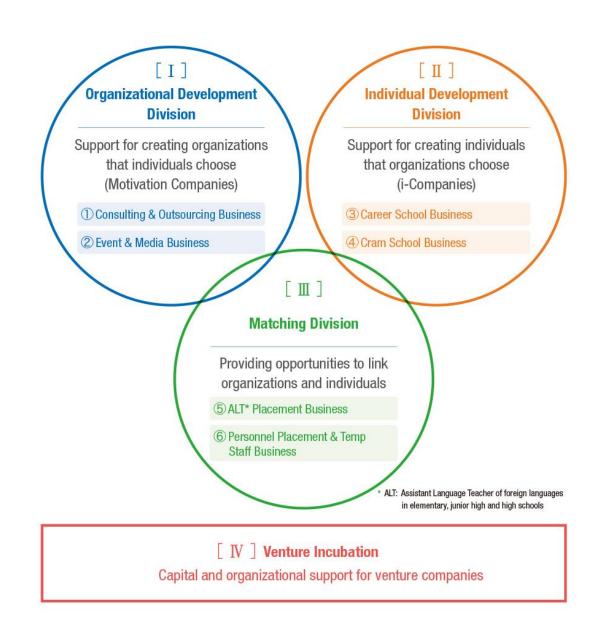
Maximum number of shares: 700,000

Acquisition period: August 13, 2019 to November 12, 2019

Operating Structure of the Link and Motivation Group

Mission

Through Motivation
Engineering, we provide
opportunities to transform
organizations and
individuals and create a
more meaningful society.



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August 9, 2019





Venture Incubation Business: Investments at a Glance

Note: Some company names have changed.

1 RichMedia Co., Ltd. Media design/Inbound marketing



7 schoo Inc Schoo Web campus



RakSul

2 from scratch Co., Ltd.

Marketing support/Dispatch of technical staff



Investment 1. Stock Listed March 17, 2016

- Akatsuki ③ Akatsuki Inc. App development/Smartphone service development
- 4 FiNC Technologies Inc. FiNC diet coaches/Wellness management support



- **5 NEO CAREER CO., LTD** neocareer GROUP Personnel introduction/ Temp staffing (medical/nursing/daycare/IT)
- **6** Leading Mark, Inc. New graduate recruiting support/ Job search consulting

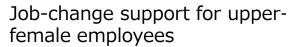


Investment 3. Stock Listed May 31, 2018

- **® RAKSUL INC.** E-commerce printing/Support for attracting customers
- Used housing renovation



10 LiB, Inc.





11 PLAN-B Co., Ltd



Web consulting centered on SEO

Key **Points**

- Two selection criteria: (1) Sympathy with creating a Motivation Company; (2) Aim to list stock.
- Contribution to business growth through support in the organizational and personnel field.

Venture Incubation Business: Investments at a Glance

Investment 2. Stock Listed December 21, 2016

12 Innovation Inc. INNOVATION Marketing support specializing in BtoB

(13) First Brand Inc.

Corporate and individual branding support

(4) BizReach, Inc.
Job-change website for upper-echelon employees

(15) GlobalCast Co., Ltd. Industry-specific business process outsourcing

(16) ashita-team Inc.
Creation of/support for personnel evaluation systems

Tasuki Consulting
Accounting and tax
consulting

18 Willgate, Inc.

Note: Some company names have changed.

WILLGATE

MAKE YOUR WILL COMETRUE

Content marketing/media business

19 YARUKI Switch Group Holdings Co., Ltd.

Individualized instruction/ operation of day care facilities

じょうしょう かるれスイッチでループ

Investment 4. Buyout on August 31, 2018

20 Phone Appli Inc.
Planning, development and sale of Web phone directory services

21 Fond, Inc.

Employee perks and rewards platform services

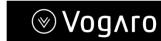


2 Gojo & Company, Inc.

Financial services in developing countries

Gojo & Company, Inc.

23 Vogaro Inc.



Consulting for digital innovation

Key Points

- Two selection criteria: (1) Sympathy with creating a Motivation Company; (2) Aim to list stock.
- Contribution to business growth through support in the organizational and personnel field.

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