

# Consolidated Financial Results for the Six Months Ended December 31, 2021 [Japanese GAAP]

February 14, 2022

Company name: freee K.K.

Listing: Tokyo Stock Exchange

Securities code: 4478

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Scheduled date to file quarterly securities report: February 14, 2022

Scheduled date to commence dividend payment:

Preparation of supplementary materials on financial results:

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

(Millions of yen with fractional amounts rounded down, unless otherwise noted)

# 1. Consolidated financial results for the first six months of the fiscal year ending June 30, 2022 (from July 1, 2021 to December 31, 2021)

(1) Consolidated operating results

(Percentages indicate year-on-year changes.)

|                   | Net sales       |      | Adjusted Operating profit |   | 3               |   | Ordinary profi  | it | Profit attributable owners of parer |   |
|-------------------|-----------------|------|---------------------------|---|-----------------|---|-----------------|----|-------------------------------------|---|
| Six months ended  | Millions of yen | %    | Millions of yen           | % | Millions of yen | % | Millions of yen | %  | Millions of yen                     | % |
| December 31, 2021 | 6,856           | 48.5 | (849)                     | - | (1,203)         | - | (1,200)         | -  | (1,334)                             | - |
| December 31, 2020 | 4,616           | 50.3 | (694)                     | - | (720)           | - | (712)           | -  | (716)                               | _ |

Yes

 Adjusted operating profit is the sum of the operating profit, stock-based compensation expenses, expenses for amortization of acquisition-related intangible assets, and one-time cost.

|                   | Basic earnings | Diluted earnings |
|-------------------|----------------|------------------|
|                   | per share      | per share        |
| Six months ended  | Yen            | Yen              |
| December 31, 2021 | (24.20)        | -                |
| December 31, 2020 | (14.76)        | -                |

Note: 1. Diluted earnings per share is not stated because, although potential shares exist, basic loss per share was recorded.

# (2) Consolidated financial position

|                   | Total assets    | Net assets      | Equity-to-asset ratio |
|-------------------|-----------------|-----------------|-----------------------|
| As of             | Millions of yen | Millions of yen | %                     |
| December 31, 2021 | 53,038          | 46,189          | 86.4                  |
| June 30, 2021     | 55,286          | 46,871          | 84.2                  |

Reference: Equity

#### 2. Dividends

|   | Annual dividends  |                    |                   |                 |       |  |  |
|---|-------------------|--------------------|-------------------|-----------------|-------|--|--|
|   | First quarter-end | Second quarter-end | Third quarter-end | Fiscal year-end | Total |  |  |
|   | Yen               | Yen                | Yen               | Yen             | Yen   |  |  |
| Fiscal year ended<br>June 30, 2021                | -                 | 0.0                | -                 | 0.0             | 0.0   |  |  |
| Fiscal year ending<br>June 30, 2022               | -                 | 0.0                |                   |                 |       |  |  |
| Fiscal year ending<br>June 30, 2022<br>(Forecast) |                   |                    | -                 | 0.0             | 0.0   |  |  |

Note:

Revisions to the forecast of dividends most recently announced: None

# 3. Consolidated earnings forecasts for the fiscal year ending June 30, 2022 (from July 1, 2021 to June 30, 2022)

For the fiscal year ending June 30, 2022, we forecast net sales of 13,971 million yen (up 36.2% compared to net sales in the fiscal year ended June 30, 2021) and adjusted operating loss(\*2) of 2,561 million yen (compared to a loss of 2,301 million yen in the fiscal year ended June 30, 2021) for Platform business(\*3), reflecting the expansion of the customer base and enhancement of customer value in the SaaS business and other factors. Adjusted operating profit margin is expected to improve by 4.1 pts to negative 18.3% from the previous fiscal year on the back of an increase in subscription net sales.

As for Other businesses(\*4), following the sale of the Shikaku Square business operated by our consolidated subsidiary Sight Visit Inc., announced on October 15, 2021, the Shikaku Square business was deconsolidated at the end of November 2021.

(Percentages indicate year-on-year changes.)

|   |                         | Platform business |      |                       | Other businesses |                 |   | Consolidated          |   |                 |      |                        |   |
|---|-------------------------|-------------------|------|-----------------------|------------------|-----------------|---|-----------------------|---|-----------------|------|------------------------|---|
|   |                         | Net sales         | 3    | Adjusted operating pr |                  | Net sales       | S | Adjusted operating pr |   | Net sales       | ;    | Adjusted operating pro |   |
| Γ | Fiscal year             | Millions of yen   | %    | Millions of yen       |                  | Millions of yen | % | Millions of yen       |   | Millions of yen | %    | Millions of yen        | % |
|   | ending<br>June 30, 2022 | 13,971            | 36.2 | (2,561)               | -                | 390             | - | 100                   | - | 14,361          | 40.0 | (2,461)                | - |

Notes:

- 1. Revisions to the earnings forecasts most recently announced: None
- Adjusted operating profit is the sum of the operating profit, stock-based compensation expenses, expenses for amortization of acquisition-related intangible assets, and one-time cost.
- 3. Platform business: Business consisting of the integrated cloud ERP offering for small businesses and financial services, etc.
- 4. Other businesses: Businesses other than Platform business (Shikaku Square provided by Sight Visit Inc.).

#### \* Notes

- (1) Changes in significant subsidiaries during the period (changes in specified subsidiaries resulting in the change in scope of consolidation): None
- (2) Application of specific accounting for preparing the quarterly consolidated financial statements: None
- (3) Changes in accounting policies, changes in accounting estimates, and retrospective restatement
  - a. Changes in accounting policies due to revisions to accounting standards and other regulations: Applicable
  - b. Changes in accounting policies other than a. above: None
  - c. Changes in accounting estimates: None
  - d. Retrospective restatement: None
- (4) Number of issued shares (Common stock)
  - a. Total number of issued shares at the end of the period (including treasury stock)

| As of December 31, 2021 | 55,731,963 shares |
|-------------------------|-------------------|
| As of June 30, 2021     | 54,778,125 shares |

b. Number of treasury stock at the end of the period

| As of December 31, 2021 | - |
|-------------------------|---|
| As of June 30, 2021     | - |

c. Average number of outstanding shares during the period

| Six months ended December 31, 2021 | 55,130,499 shares |
|------------------------------------|-------------------|
| Six months ended December 31, 2020 | 48,541,901 shares |

<sup>\*</sup> This consolidated financial results are exempt from quarterly review conducted by certified public accountants or audit firms.

Forward-looking statements, including the consolidated forecasts stated in these materials, are based on information currently available to the Company and certain assumptions deemed reasonable. The achievement of said forecasts cannot be promised. Results may differ materially from the consolidated forecasts due to various factors.

<sup>\*</sup> Proper use of earnings forecasts, and other special matters

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#### 1. Qualitative information regarding results for the period

## (1) Explanation of operating results

We estimate that the TAM(\*1) for cloud accounting and HR software for small businesses(\*2) is around 1.2 trillion yen(\*3). At present, however, among SMBs with less than 1,000 employees and self-employed that use accounting software, the adoption rate of cloud accounting software is only 25.2%(\*4). We believe that this relatively low adoption rate represents an opportunity for us to further expand the use of cloud ERP software among SMBs. In line with our corporate mission "Empower Small Businesses to Take Center Stage," we develop and offer services aimed at realization of "Integrated Management Platform for Everyone to Manage Business Freely."

During the first six months of the fiscal year, all plans of "freee Accounting" for self-employed and corporate customers supported the whole type of preservation methods(\*5) under the Electronic Books Maintenance Act in preparation for the amendment of the law enforced from January 2022. To expand customer base in the Mid segment (\*6), we enhanced the fixed asset management function of "freee Accounting" and released "freee Time Tracking Plus" and "freee Expense Management." We have also invested in developing "freee Card Unlimited" for its official release on January 26, 2022.

As a result of initiatives including the above, as of the end of the second quarter, for Platform business(\*7), ARR(\*8) increased year-over-year by 38.9% to 12,883 million yen, the number of paying customers(\*9) by 33.5% to 327,034, and ARPU(\*10) by 4.1% to 39,395 yen. Moreover, for the first six months of Platform business, net sales increased by 40.0% to 6,463 million yen year-over-year and adjusted operating loss(\*11) was 942 million yen(694 million yen in the same period of the previous fiscal year).

As a result, for the first six months of consolidated fiscal year under review, net sales increased by 48.5% year-over-year to 6,856 million yen, adjusted operating loss was 849 million yen(694 million yen in the same period of the previous fiscal year, and the same applies hereafter), operating loss was 1,203 million yen(720 million yen), ordinary loss was 1,200 million yen(712 million yen). Loss attributable to owners of parent resulted in 1,334 million yen(716 million yen).

Trends in ARR, Number of Paying Customers and ARPU for Platform business

|                            | Jun 30, 2019 | Jun 30, 2020 | Jun 30, 2021 | Dec 31, 2020 | Dec 31, 2021 |
|----------------------------|--------------|--------------|--------------|--------------|--------------|
| ARR (¥ million)            | 5,273        | 7,898        | 11,268       | 9,273        | 12,883       |
| Number of paying customers | 160,132      | 224,106      | 293,296      | 245,003      | 327,034      |
| ARPU (¥)                   | 32,930       | 35,246       | 38,419       | 37,849       | 39,395       |

- Notes:
- TAM: Total Addressable Market. This figure represents our estimate of our maximum market opportunity and is not intended as an objective indicator of the actual size of the market for our businesses as of the date of submission of this report. Our estimate of the TAM for accounting software and HR software for small businesses is based on certain assumptions and was calculated using statistical data and publications from external sources by the calculation method shown in 3 below. Actual market size may differ from this estimate due to the limitations peculiar to such statistical data and publications in terms of their accuracy.
- 2. Small Businesses refers to businesses with less than 1,000 employees as well as self-employed individuals.
- 3. Total annual spending of all potential customers assuming that all potential customers in Japan adopted freee Accounting and freee HR. All potential customers are the total of self-employed and SMBs with less than 1,000 employees. (Number of businesses in each category among all potential customers of freee Accounting and freee HR ("Tax Statistics 2019" by National Tax Agency and "Economic Census for Business Activity, June 2016" by Ministry of Internal Affairs and Communications) × Annual base charge of freee Accounting and freee HR for each category) + (Estimated average number of employees in each category ("Employment Status Survey, 2017" by Ministry of Internal Affairs and Communications) × Annual charge per ID).
- International Data Corporation(IDC), "Worldwide Public Cloud Services Spending Guide Software Add On: V2 2021."
- The preservation methods under the Electronic Books Maintenance Act consist of the following three types: electronic book-keeping, scanner storage, and data storage for electronic transactions.
- 6. Mid segment consists of corporations with 20 to 1,000 employees.
- Figures represent the Group's overall business, excluding the Shikaku Square business, operated by our consolidated subsidiary Sight Visit Inc., sold in December, 2021.
- 8. ARR: Annual Recurring Revenue. Monthly Recurring Revenue for last month of relevant period, multiplied by 12. Monthly Recurring Revenue is defined as the amount of fees contracted to be paid by customers on a monthly basis as of the end of a particular month (excludes one-time fees).
- 9. Refers to both self-employed and corporations that use our services.
- 10. ARPU: Average Revenue Per User. Annual Recurring Revenue as of the end of the relevant period divided by the number of paying customers as of the end of the same period.
- 11. Adjusted operating profit is the sum of the operating profit, stock-based compensation expenses, expenses for amortization of

acquisition-related intangible assets, and one-time cost.

# (2) Explanation of financial position

#### (Assets)

Total assets at the end of the period under review amounted to 53,038 million yen, a decrease of 2,247 million yen from the end of the previous fiscal year. This was primarily due to a decrease in cash and deposits by 2,847 million yen.

#### (Liabilities)

Total liabilities at the end of the period under review came to 6,848 million yen, a decrease of 1,565 million yen from the end of the previous fiscal year. This was mainly because of decreases of 539 million yen in unearned revenue and 470 million yen in long-term other payable.

## (Net assets)

Total net assets at the end of the period under review were 46,189 million yen, a decrease of 681 million yen from the end of the previous fiscal year. This was chiefly owing to a decrease in retained earnings by 1,334 million yen resulting from the posting of loss attributable to owners of parent.

# (3) Explanation of cash flows

Cash and cash equivalent(hereinafter "cash") as of December 31, 2021 stood at 44,296 million yen. Net cash flows and factors associated therewith for six months ended December 31, 2021 are as stated below.

## (Cash flows from operating activities)

Net cash used in operating activities amounted to 1,657 million yen. This was mainly due to loss before income taxes of 1,325 million yen and the increase in prepaid expenses of 653 million yen.

## (Cash flows from investing activities)

Net cash used in investing activities amounted to 1,370 million yen. This was mainly due to the spending of 802 million yen for payments of leasehold and guarantee deposits and the spending of 692 million yen for purchase of shares of subsidiaries resulting in change in scope of consolidation.

#### (Cash flows from financing activities)

Net cash provided by financing activities amounted to 179 million yen. This was mainly due to proceeds from issuance of common stock of 207 million yen from the issuance of new shares.

# (4) Explanation of consolidated earnings guidance and other forward-looking statements

Our consolidated financial guidance for the fiscal year ending June 30, 2022 has not been revised because the results are basically as originally anticipated.

# 2. Quarterly consolidated financial statements and significant notes thereto

# (1) Quarterly consolidated balance sheet

|                                       | As of June 30, 2021 | As of December 31, 2021 |
|---------------------------------------|---------------------|-------------------------|
| Assets                                |                     |                         |
| Current assets                        |                     |                         |
| Cash and deposits                     | 47,643,365          | 44,796,189              |
| Accounts receivable - trade           | 1,314,115           | 1,215,145               |
| Other                                 | 441,917             | 1,295,869               |
| Allowance for doubtful accounts       | (11,183)            | (9,002)                 |
| Total current assets                  | 49,388,215          | 47,298,201              |
| Non-current assets                    |                     |                         |
| Property, plant and equipment         |                     |                         |
| Facilities attached to buildings      | 180,297             | 140,907                 |
| Accumulated depreciation              | (107,701)           | (110,198)               |
| Facilities attached to buildings, net | 72,596              | 30,708                  |
| Tools, furniture and fixtures         | 369,955             | 429,252                 |
| Accumulated depreciation              | (173,822)           | (218,227)               |
| Tools, furniture and fixtures, net    | 196,133             | 211,025                 |
| Total property, plant and equipment   | 268,729             | 241,733                 |
| Intangible assets                     |                     |                         |
| Goodwill                              | 3,885,552           | 2,931,838               |
| Software                              | 871,346             | 874,012                 |
| Software in progress                  | 57,748              | 131,687                 |
| Other                                 | 218,000             | -                       |
| Total intangible assets               | 5,032,647           | 3,937,538               |
| Investments and other assets          |                     |                         |
| Investment securities                 | 340,008             | 438,848                 |
| Lease and guarantee deposits          | 236,147             | 968,704                 |
| Other                                 | 48,126              | 165,149                 |
| Allowance for doubtful accounts       | (27,559)            | (11,652)                |
| Total investments and other assets    | 596,722             | 1,561,049               |
| Total non-current assets              | 5,898,100           | 5,740,321               |
| Total assets                          | 55,286,315          | 53,038,522              |

|   | As of June 30, 2021 | As of December 31, 2021 |
|---|---------------------|-------------------------|
| abilities   |                     |                         |
| Current liabilities                                   |                     |                         |
| Current portion of long-term borrowings               | 62,610              | 60,116                  |
| Other payable   | 1,109,701           | 869,260                 |
| Accrued expenses                                      | 853,243             | 942,247                 |
| Income taxes payable                                  | 256,418             | 176,838                 |
| Unearned revenue                                      | 4,899,119           | 4,359,912               |
| Provision for bonuses                                 | 39,306              | 77,610                  |
| Other   | 484,855             | 148,486                 |
| Total current liabilities                             | 7,705,254           | 6,634,472               |
| Non-current liabilities                               |                     |                         |
| Long-term borrowings                                  | 229,436             | 204,346                 |
| Long-term other payable                               | 480,000             | 10,000                  |
| Total non-current liabilities                         | 709,436             | 214,346                 |
| Total liabilities                                     | 8,414,690           | 6,848,818               |
| et assets   |                     |                         |
| Shareholders' equity                                  |                     |                         |
| Common stock  | 24,151,096          | 24,461,774              |
| Capital surplus                                       | 40,057,134          | 40,367,812              |
| Retained earnings (Accumulated deficit)               | (17,645,362)        | (18,979,623)            |
| Total shareholders' equity                            | 46,562,867          | 45,849,963              |
| Accumulated other comprehensive income                |                     |                         |
| Valuation difference on available-for-sale securities | (2,084)             | (2,084)                 |
| Foreign currency translation adjustment               | -                   | 595                     |
| Total accumulated other comprehensive income          | (2,084)             | (1,489)                 |
| Stock award rights                                    | -                   | 5,939                   |
| Stock acquisition rights                              | 310,841             | 335,289                 |
| Total net assets                                      | 46,871,624          | 46,189,704              |
| otal liabilities and net assets                       | 55,286,315          | 53,038,522              |

# (2) Quarterly consolidated statement of income and quarterly consolidated statement of comprehensive income

# Quarterly consolidated statement of income

|   | For the six months ended December 31, 2020 | For the six months ended December 31, 2021 |
|---|--|--|
| Net sales   | 4,616,026                                  | 6,856,371                                  |
| Cost of sales   | 917,751                                    | 1,442,940                                  |
| Gross profit  | 3,698,275                                  | 5,413,430                                  |
| Selling, general and administrative expenses          | 4,418,520                                  | 6,617,358                                  |
| Operating loss  | (720,245)                                  | (1,203,927)                                |
| Non-operating income                                  |  |  |
| Lecture fee and other income                          | 318  | 200  |
| Foreign exchange gains                                | 5,108                                      | -  |
| Consumption taxes refund                              | 2,560                                      | 617  |
| Interest on refund of income taxes                    | -  | 5,950                                      |
| Recoveries of written off receivables                 | -  | 1,057                                      |
| Other   | 175  | 1,448                                      |
| Total non-operating income                            | 8,161                                      | 9,273                                      |
| Non-operating expenses                                |  |  |
| Interest expenses                                     | -  | 1,339                                      |
| Loss on investments in silent partnerships            | 279  | 277  |
| Foreign exchange losses                               | -  | 4,271                                      |
| Other   |  | 394  |
| Total non-operating expenses                          | 279  | 6,282                                      |
| Ordinary loss   | (712,362)                                  | (1,200,936)                                |
| Extraordinary income                                  |  |  |
| Gain on reversal of stock acquisition rights          | 151  | -  |
| Gain on sale of shares of subsidiaries and associates | -  | 8,670                                      |
| Total extraordinary income                            | 151  | 8,670                                      |
| Extraordinary losses                                  |  |  |
| Loss on retirement of non-current assets              | -  | 11   |
| Impairment losses                                     | -  | 132,967                                    |
| Total extraordinary losses                            | -  | 132,979                                    |
| Loss before income taxes                              | (712,211)                                  | (1,325,245)                                |
| Income taxes - current                                | 4,383                                      | 9,015                                      |
| Total income taxes                                    | 4,383                                      | 9,015                                      |
| Loss  | (716,594)                                  | (1,334,260)                                |
| Loss attributable to owners of parent                 | (716,594)                                  | (1,334,260)                                |

# Quarterly consolidated statement of comprehensive income

|   | For the six months ended December 31, 2020 | For the six months ended December 31, 2021 |
|---|--|--|
| Loss                                    | (716,594)                                  | (1,334,260)                                |
| Other comprehensive income              |  |  |
| Foreign currency translation adjustment |  | 595  |
| Total other comprehensive income        | -  | 595  |
| Comprehensive income                    | (716,594)                                  | (1,333,664)                                |
| Comprehensive income attributable to    |  |  |
| Owners of parent                        | (716,594)                                  | (1,333,664)                                |
| Non-controlling interests               | -  | -  |

# (3) Quarterly consolidated statement of cash flows

|  | For the six months ended December 31, 2020 | For the six months ended December 31, 2021 |
|--|--|--|
| Cash flows from operating activities                         |  |  |
| Loss before income taxes                                     | (712,211)                                  | (1,325,245)                                |
| Depreciation   | 134,813                                    | 226,468                                    |
| Amortization of goodwill                                     | -  | 136,774                                    |
| Impairment losses  | -  | 132,967                                    |
| Loss (gain) on sale of shares of subsidiaries and associates | -  | (8,670)                                    |
| Stock-based compensation expenses                            | 24,906                                     | 124,932                                    |
| Stock issuance costs   | -  | 342  |
| Increase (decrease) in allowance for doubtful accounts       | 2,359                                      | (8,828)                                    |
| Increase (decrease) in provision for bonuses                 | 34,719                                     | 49,052                                     |
| Gain on reversal of stock acquisition rights                 | (151)                                      | -  |
| Decrease (increase) in trade receivables                     | 60,188                                     | 41,518                                     |
| Decrease (increase) in prepaid expenses                      | (144,083)                                  | (653,148)                                  |
| Increase (decrease) in other payables                        | 103,951                                    | (73,041)                                   |
| Increase (decrease) in accrued expenses                      | 86,210                                     | 91,033                                     |
| Increase (decrease) in unearned revenue                      | 310,994                                    | 113,594                                    |
| Other, net   | 52,739                                     | (491,819)                                  |
| Subtotal   | (45,561)                                   | (1,644,070)                                |
| Interest received  | 49   | 77   |
| Interest paid  | -  | (1,339)                                    |
| Income taxes paid  | (8,392)                                    | (11,828)                                   |
| Net cash provided by (used in) operating activities          | (53,903)                                   | (1,657,159)                                |

|  | For the six months ended December 31, 2020 | For the six months ended December 31, 2021 |
|--|--|--|
| Cash flows from investing activities   |  |  |
| Purchase of property, plant and equipment  | (42,157)                                   | (61,325)                                   |
| Purchase of intangible assets  | (192,210)                                  | (216,638)                                  |
| Purchase of investment securities  | (259,830)                                  | (104,999)                                  |
| Payments of leasehold and guarantee deposits   | -  | (802,978)                                  |
| Purchase of shares of subsidiaries resulting in change in scope of consolidation           | -  | (692,386)                                  |
| Proceeds from sale of shares of subsidiaries resulting in change in scope of consolidation | -  | 500,000                                    |
| Other, net   | (2,312)                                    | 7,741                                      |
| Net cash provided by (used in) investing activities  | (496,511)                                  | (1,370,587)                                |
| Cash flows from financing activities   |  |  |
| Repayments of long-term borrowings   | -  | (27,584)                                   |
| Proceeds from issuance of common stock   | 22,777                                     | 207,559                                    |
| Proceeds from issuance of stock acquisition rights   | 1,648                                      | -  |
| Net cash provided by (used in) financing activities  | 24,426                                     | 179,975                                    |
| Effect of exchange rate change on cash and cash equivalents                                | -  | 595  |
| Net increase (decrease) in cash and cash equivalents                                       | (525,988)                                  | (2,847,176)                                |
| Cash and cash equivalents at beginning of period   | 15,136,430                                 | 47,143,365                                 |
| Cash and cash equivalents at end of period   | 14,610,441                                 | 44,296,189                                 |

# (4) Notes to quarterly consolidated financial statements

# (Notes on going concern assumption)

Not applicable.

# (Notes on significant changes in the amount of shareholders' equity)

Not applicable.

## (Changes in accounting policies)

1. Adoption of "Accounting Standard for Revenue Recognition", etc.

The Company has adopted "Accounting Standard for Revenue Recognition" (ASBJ Statement No. 29, March 31, 2020) and relevant revised ASBJ regulations from the beginning of the first quarter of the fiscal year ending June 30, 2022 and it has recognized revenue at the time the control of promised goods or services is transferred to the customer at the amount expected to be received upon exchange of said goods or services.

The adoption of "Accounting Standard for Revenue Recognition", etc. is subject to the transitional treatment provided for in paragraph 84 of "Accounting Standard for Revenue Recognition". The cumulative effect of the retrospective adoption, assuming the new accounting policy had been applied to periods prior to the beginning of the first quarter was added to or deducted from the opening balance of retained earnings of the current first quarter, and thus the new accounting policy was applied from such opening balance.

This change in accounting policy has no impact on quarterly consolidated financial statements.

2. Adoption of "Accounting Standard for Fair Value Measurement", etc.

The Company has adopted "Accounting Standard for Fair Value Measurement" (ASBJ Statement No. 30, July 4, 2019) and other standards from the beginning of the first quarter of the fiscal year ending June 30, 2022. The new accounting policies stipulated in the new standards are applied into the future in accordance with the transitional treatment provided for in paragraph 19 of "Accounting Standard for Fair Value Measurement" and paragraph 44-2 of "Accounting Standard for Financial Instruments" (ASBJ Statement No.10, July 4, 2019).

This change in accounting policy has no impact on quarterly consolidated financial statements.

## (Business combination)

(Corporate split of consolidated subsidiary (incorporation-type split) and sale of stock of newly-established company)

freee K.K. (the "Company") split up the business of the online learning service Shikaku Square (hereinafter the "Business") owned by Company consolidated subsidiary Sight Visit Inc. (hereinafter "Sight Visit"), and sold the Business to a newly established company through an incorporation-type split (hereinafter the "Corporate Split"), and sold the stock of the newly established company to RareJob, Inc., and RISO Inc. (hereinafter the "Transaction" together with the Corporate Split) on December 1, 2021.

- 1. Overview of the corporate split and sale of stock
- (1) Name of the company to be divested through corporate split and name of the company to which the stock will be sold
- a. Name of the company to be divested through corporate split shikaku square, Inc.
- b. Name of the company to which the stock will be sold RareJob, Inc.
  RISO Inc.
- (2) Business description of the devision to be split off

Operations of the online learning service Shikaku Square of Sight Visit

## (3) Purpose of the corporate split and sale of stock

In line with its corporate mission "Empower Small Businesses to Take Center Stage," the Company has developed and offered services centered around integrated cloud ERP aimed at the realization of "Integrated Management Platform for Everyone to Manage Business Freely." In April 2021, with the aim of expanding the integrated cloud ERP into legal and contract fields, the Company acquired Sight Visit Inc., the provider of the electronic signing and agreement service "NINJA SIGN," as a consolidated subsidiary and entered the rapid-growing electronic signing and contract market.

Now, in order to focus on the development of integrated cloud ERP software, the Company has made the decision to enter into the Transaction, selling the Business operated by Sight Visit to RareJob, Inc., which has been striving to expand its business from online English conversation lesson services for individuals to broader fields of learning. Following the Transaction, Sight Visit and the Company will further focus on the development of the integrated cloud ERP.

(4) Date of the corporate split and sale of stock

December 1, 2021

- (5) Other matters concerning the outline of the transaction, including legal form
- a. Method of corporate split

Incorporation-type split, where the division was split off from Sight Visit and formed a new company.

#### b. Allotment of new company stock

Upon the Corporate Split, the new company will issue 100,000 ordinary shares, all of which will be allocated to Sight Visit. On the same day as the effective date of the Corporate Split, Sight Visit will sell 70,000 of such shares to RareJob, Inc. and 30,000 to RISO Inc.

c. Method of sale of stock

Sale of stock with consideration received in cash only

- 2. Overview of accounting treatment
- a. Amount of gain or loss on transfer

Gain on sale of shares of subsidiaries and associates: 8,670 thousand yen

b.Appropriate book value of assets and liabilities related to the sold business and their major breakdown thereof

Current assets: 384,664 thousand yen Non-current assets: 1,150,890 thousand yen Total assets: 1,535,555 thousand yen

Current liabilities: 729,336 thousand yen Non-current liabilities: - thousand yen Total liabilities: 729,336 thousand yen

# c.Accounting treatment

Accounting treatment was based on "Accounting Standard for Business Divestitures" (ASBJ Statement No.7, September 13, 2013) and "Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures" (ASBJ Guidance No.10, January 16, 2019).

3. Name of the reporting segment in which the separated business was included

Other businesses

4. Approximate amount of profit and loss related to the separated business in the quarterly consolidated statement of income for the six months ended December 31, 2021.

Net sales: 393,074 thousands yen Operating profit: 17,801 thousands yen