# Non-consolidated Financial Results for the Fiscal Year Ended July 31, 2019

[Japanese GAAP]

September 13, 2019

Company name: LEGAL CORPORATION Listing: Tokyo Stock Exchange (Mothers) Stock code: 3497 URL: https://www.legal-corp.co.jp/

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Scheduled date of Annual General Meeting of Shareholders: October 30, 2019 Scheduled date of payment of dividend: October 31, 2019 Scheduled date of filing of Annual Securities Report: October 31, 2019

Preparation of supplementary materials for financial results: None

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

(All amounts are rounded down to the nearest million yen)

# 1. Non-consolidated Financial Results for the Fiscal Year Ended July 31, 2019 (August 1, 2018 to July 31, 2019)

| (1) Results of operations       | (Percentages 1  | represent | year-on-year c   | hanges.) |                 |      |                 |      |
|---------------------------------|-----------------|-----------|------------------|----------|-----------------|------|-----------------|------|
|                                 | Net sales       |           | Operating profit |          | Ordinary profit |      | Profit          |      |
|                                 | Millions of yen | %         | Millions of yen  | %        | Millions of yen | %    | Millions of yen | %    |
| Fiscal year ended Jul. 31, 2019 | 23,727          | 23.1      | 2,318            | 22.9     | 1,118           | 29.8 | 694             | 18.9 |
| Fiscal year ended Jul. 31, 2018 | 19,263          | 29.7      | 1,885            | 35.4     | 861             | 22.3 | 584             | 22.8 |

|                                 | Net income per share | Diluted net income per share Return on equity C |      | Ordinary profit on total assets | Operating profit to net sales |
|---------------------------------|----------------------|---|------|---------------------------------|-------------------------------|
|                                 | Yen                  | Yen   | %    | %                               | %                             |
| Fiscal year ended Jul. 31, 2019 | 259.74               | 249.32  | 25.4 | 2.3                             | 9.7                           |
| Fiscal year ended Jul. 31, 2018 | 292.03               | -   | 38.4 | 2.1                             | 9.7                           |

Reference: Equity in earnings of affiliates (millions of yen) Fiscal year ended Jul. 31, 2019: - Fiscal year ended Jul. 31, 2018: -

Notes: 1. Legal Corp. conducted a 100-for-1 common stock split on December 15, 2017. Net income per share is calculated as if this stock split had taken place at the beginning of the fiscal year ended July 31, 2018.

- 2. The stock of Legal Corp. was listed on the Tokyo Stock Exchange Mothers Market on October 23, 2018. Diluted net income per share for the fiscal year ended July 31, 2019 was determined by using an average stock price during the period between the listing and the end of July 2019.
- 3. Diluted net income per share for the fiscal year ended July 31, 2018 is not shown. Although there were common stock equivalents, it is not possible to determine an average stock price because the stock of Legal Corp. was not listed.

#### (2) Financial position

|                     | Total assets    | Net assets      | Equity ratio | Net assets per share |
|---------------------|-----------------|-----------------|--------------|----------------------|
|                     | Millions of yen | Millions of yen | %            | Yen                  |
| As of Jul. 31, 2019 | 48,416          | 3,649           | 7.5          | 1,265.07             |
| As of Jul. 31, 2018 | 46,599          | 1,817           | 3.9          | 908.86               |

Reference: Shareholders' equity (millions of yen) As of Jul. 31, 2019: 3,649 As of Jul. 31, 2018: 1,817

### (3) Cash flows

| (3) Cush Hows                   |                      |                      |                      |                              |
|---------------------------------|----------------------|----------------------|----------------------|------------------------------|
|                                 | Cash flows from      | Cash flows from      | Cash flows from      | Cash and cash equivalents at |
|                                 | operating activities | investing activities | financing activities | end of the period            |
|                                 | Millions of yen      | Millions of yen      | Millions of yen      | Millions of yen              |
| Fiscal year ended Jul. 31, 2019 | (1,999)              | (282)                | 2,296                | 489                          |
| Fiscal year ended Jul. 31, 2018 | (7,798)              | (5,285)              | 12,826               | 476                          |

# 2. Dividends

|  |        | Dividend per share |        |          |       |                 | Dividend     | Dividends on |
|--|--------|--------------------|--------|----------|-------|-----------------|--------------|--------------|
|  | 1Q-end | 2Q-end             | 3Q-end | Year-end | Total | dividends       | payout ratio | equity       |
|  | Yen    | Yen                | Yen    | Yen      | Yen   | Millions of yen | %            | %            |
| Fiscal year ended Jul. 31, 2018              | -      | 0.00               | -      | 0.00     | 0.00  | -               | -            | -            |
| Fiscal year ended Jul. 31, 2019              | -      | 0.00               | -      | 5.00     | 5.00  | 14              | 1.9          | 0.5          |
| Fiscal year ending Jul. 31, 2020 (forecasts) | -      | 0.00               | -      | -        | -     |                 | -            |              |

Note: There is currently no forecast for a year-end dividend for the fiscal year ending July 31, 2020.

# 3. Earnings Forecast for the Fiscal Year Ending July 31, 2020 (August 1, 2019 to July 31, 2020)

(Percentages represent year-on-year changes.)

|           | Net sales       |      | Operating profit |     | Ordinary profit |     | Profit          |      | Net income per share |  |
|-----------|-----------------|------|------------------|-----|-----------------|-----|-----------------|------|----------------------|--|
|           | Millions of yen | %    | Millions of yen  | %   | Millions of yen | %   | Millions of yen | %    | Yen                  |  |
| Full year | 34,163          | 43.9 | 2,504            | 8.0 | 1,152           | 3.0 | 766             | 10.3 | 264.96               |  |

Note: Only the full-year forecast is shown from the fiscal year ending July 31, 2020 because Legal Corp. manages performance on a fiscal year basis.

#### \* Notes

- (1) Changes in accounting policies and accounting estimates, and restatements
  - 1) Changes in accounting policies due to revisions in accounting standards, others: None
  - 2) Changes in accounting policies other than 1) above: None
  - 3) Changes in accounting estimates: None
  - 4) Restatements: None
- (2) Number of shares outstanding (common shares)
  - 1) Number of outstanding shares as of the end of the period (including treasury shares)

As of Jul. 31, 2019: 2,885,200 shares As of Jul. 31, 2018: 2,000,000 shares

2) Number of treasury shares as of the end of the period

As of Jul. 31, 2019: - shares As of Jul. 31, 2018: - shares

3) Average number of outstanding shares during the period

Fiscal year ended Jul. 31, 2019: 2,674,398 shares Fiscal year ended Jul. 31, 2018: 2,000,000 shares

Note: Legal Corp. conducted a 100-for-1 common stock split on December 15, 2017. The number of shares outstanding is calculated as if this stock split had taken place at the beginning of the fiscal year ended July 31, 2018.

Forecasts of future performance in these materials are based on assumptions judged to be valid and information available at the time these materials were prepared, but are not promises by Legal Corp. regarding future performance. Actual results may differ significantly from these forecasts for a number of reasons. Please refer to "1. Overview of Results of Operations, (4) Outlook" on page 4 for forecast assumptions and precautions concerning the use of forecasts.

The net income per share forecast for the fiscal year ending July 31, 2020 is diluted to reflect outstanding share acquisition rights.

Legal Corp. plans to hold an information meeting about results of operations for institutional investors and analysts on September 18, 2019. Materials to be distributed at this event will be posted on the Legal Corp. website immediately afterward.

<sup>\*</sup> The current financial report is not subject to audit by certified public accountants or auditing firms.

<sup>\*</sup> Explanation of appropriate use of earnings forecasts, and other special items

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### 1. Overview of Results of Operations

# (1) Results of Operations

The slow recovery of the Japanese economy continued during the fiscal year ended July 31, 2019 mainly due to an upturn in consumer spending backed by improvements in the labor market and personal income as the Japanese government and Bank of Japan used a variety of actions to support the economy. However, slowing economic growth in China, U.S.-China trade friction still with no end in sight, political instability in Europe and other sources of uncertainty involving the global economy and policies as well as the direction of financial and capital markets make the outlook unclear.

In Japan's real estate industry, there is no reason for an optimism about the outlook. One reason is the decline in public trust in the real estate sector caused by improper loans by some financial institutions for the purchase of residential properties by investors. But the 2020 Tokyo Olympics and Paralympics and the 2025 World Expo to be held in Osaka will help invigorate Japan's real estate market. Furthermore, low interest rates are likely to raise the level of interest in making real estate investments. As a result, Japan's real estate market will probably remain firm for the next several years.

On October 23, 2018, Legal Corp. stock was listed on the Mothers Market of the Tokyo Stock Exchange. The listing creates an even stronger base for more improvements in financial soundness. In addition, as a publicly owned company, Legal Corp. is in a better position to achieve business plan performance targets and become a provider of comprehensive line of real estate services.

Net sales increased 23.1% year on year to 23,727 million yen, with operating profit of 2,318 million yen (up 22.9%), ordinary profit of 1,118 million yen (up 29.8%), and profit of 694 million yen (up 18.9%).

Business segment performance was as follows:

# 1) Real Estate Solutions

Segment sales increased 27.4% to 20,806 million yen and earnings increased 54.8% to 2,184 million yen. There was a large volume of purchases of real estate for sale as well as sales of real estate in accordance with the initial business plan for Real Estate Solutions. Due to the increasing cost of purchasing real estate, we took full advantage of our real estate market insight and knowledge when selecting properties to acquire. Most of our purchases were real estate that comes on the market only infrequently, such as properties near railway stations.

Although sales of some properties planned for the current fiscal year were pushed back to the next fiscal year, sales of properties were strong because of the consistently high level of interest in our real estate for sale. In addition, there were substantial profits on some properties that were sold at prices higher than expected. The result was growth in this segment's sales and earnings.

#### 2) Real Estate Leasing

Segment sales decreased 1.6% to 2,226 million yen and earnings were down 9.3% to 944 million yen. This segment is a source of consistent income that is primarily income from leasing income-producing properties owned by Legal Corp. and properties that are held temporarily until they are sold. During the current fiscal year, occupancy rates at leased properties remained high. However, sales and earnings were lower than in the previous fiscal year because of sales of real estate for sale due to considerations involving long-term earnings and the high level of interest among buyers in purchasing this real estate. We expect to build an even stronger basis for sales and earnings in this segment by increasing the volume of income-producing properties we own while maintaining high occupancy rates.

# 3) Other business

Segment sales increased 2.5% to 695 million yen and earnings fell 78.2% to 29 million yen. Real estate consulting is the main activity in this segment. One major component of this segment is brokerage services, mostly for voluntary sales of properties where owners are unable to make loan payments. This segment also includes the operation of private nursing homes and, in accordance with Japan's Long-term Care Insurance Law, the provision of services for

helping seniors prevent conditions that require nursing care and the provision of home nursing care services.

In the nursing care business, a newly opened location has performed well and the occupancy rates at other locations were high. However, sales in this segment increased but earnings decreased because there was a large brokerage transaction in the real estate consulting business in the previous fiscal year that had a large profit margin.

#### (2) Financial Position

#### 1) Assets

Total assets were 48,416 million yen, 1,816 million yen higher than at end of the previous fiscal year.

Current assets increased 1,727 million yen to 39,646 million yen. The main changes in current assets were an 8,954 million yen increase in real estate for sale in process, chiefly the result of an increase in acquisitions of real estate for development projects, and a 7,266 million yen decrease in real estate for sale because of the sale of this real estate.

Non-current assets increased 88 million yen to 8,770 million yen. Land increased 505 million yen and buildings increased 280 million yen because of new purchases and the reclassification of some real estate for sale as real estate for ownership. In addition, buildings decreased 460 million yen and land decreased 230 million yen because of the change in the purpose of owning some properties to real estate for sale.

#### 2) Liabilities

Total liabilities decreased 15 million yen to 44,766 million yen.

Current liabilities decreased 2,614 million yen to 12,781 million yen. Short-term loans payable increased 857 million yen. Due to the repayment of loans associated with the decline in real estate for sale as properties were sold, the current portion of long-term loans payable decreased 2,744 million yen and advances received in conjunction with sales of real estate for sale decreased 1,119 million yen.

Non-current liabilities increased 2,599 million yen to 31,985 million yen. The main reason was the 3,146 million yen increase in long-term loans payable for real estate purchases.

## 3) Net assets

Total net assets increased 1,832 million yen to 3,649 million yen. Capital stock and capital surplus each increased 561 million yen because of the public offering of stock and third-party allocation of stock in conjunction with the new stock listing. The fiscal year profit of 694 million yen also contributed to the increase in net assets. The equity ratio increased to 7.5% from 3.9% at the end of the previous fiscal year.

Starting with the beginning of the fiscal year ended July 31, 2019, Legal Corp. is applying Partial Amendments to Accounting Standard for Tax Effect Accounting (Accounting Standards Board of Japan (ASBJ) Statement No. 28, February 16, 2018). Prior-year figures have been adjusted retroactively to conform with this accounting standard in order to facilitate comparisons and analysis.

#### (3) Cash Flows

Cash and cash equivalents (hereinafter, "cash") at the end of the current fiscal year increased 13 million yen from the end of the previous fiscal year to 489 million yen.

### Cash flows from operating activities

Net cash used in operating activities was 1,999 million yen, compared with 7,798 million yen used in the previous fiscal year. Major positive factors include profit before income taxes of 1,118 million yen. Major negative factors include an increase in inventories of 1,617 million yen and a decrease in advances received of 1,119 million yen. Cash flows from investing activities

Net cash used in investing activities totaled 282 million yen, compared with 5,285 million yen used in the previous fiscal year. Major positive factors include proceeds from withdrawal of time deposits of 369 million yen. Major negative factors include purchase of property, plant and equipment (mainly real estate for leasing) of 347 million yen and payments into time deposits of 75 million yen.

# Cash flows from financing activities

Net cash provided by financing activities totaled 2,296 million yen, compared with 12,826 million yen provided in the previous fiscal year. Major positive factors include proceeds from long-term loans payable of 13,778 million yen and proceeds from issuance of common shares of 1,123 million yen. Major negative factors include repayments of long-term loans payable of 13,376 million yen.

# (4) Outlook

Improper loans provided by some financial institutions for the purchase of residences by investors has damaged public trust in the entire real estate industry. There may be a variety of negative impacts on the real estate market as a result. However, activities involving the 2020 Tokyo Olympics and Paralympics and the 2025 World Expo in Osaka are likely to invigorate the real estate market. Furthermore, there are benefits from the high level of spending by foreign tourists in Japan and from low interest rates resulting from monetary easing. Interest in making real estate investments is still very strong even as investors become more selective. We believe that these trends affecting Japan's real estate market will continue.

Due to Japan's aging population, a period of an immense transfer of assets to the next generation is about to begin. We plan to continue performing many activities involving the development of Legaland, our core product that is sold mainly in Tokyo. We also plan to conduct residential development projects in the Kansai area.

There is an enormous volume of spending by foreign tourists in Osaka. To help meet demand associated with these tourists, we plan to develop hotels using our Legasta brand and other brands and to continue expanding our minpaku (short-term stays in residences) business, which uses our Legalie minpaku condominium brand and other activities. To help meet the demand for office space in Tokyo and Osaka, we plan to develop office buildings using a number of business models. One is the leasing of semi-finished office space that tenants can quickly start using after performing very few additional remodeling. In addition, we plan to expand businesses using collaboration with partners in order to combine a broad range of knowledge. Our goal is to establish competitively superior positions in all of our businesses as we closely monitor market conditions and social trends.

We forecast net sales of 34,163 million yen (up 43.9% year on year), operating profit of 2,504 million yen (up 8.0%), ordinary profit of 1,152 million yen (up 3.0%), and profit of 766 million yen (up 10.3%) for the fiscal year ending July 31, 2020.

# 2. Basic Approach to the Selection of Accounting Standards

Legal Corp. currently applies Japanese accounting standards for its financial statements to facilitate comparisons with prior-year performance and the performance of other companies.

# 3. Non-consolidated Financial Statements and Notes

# (1) Non-consolidated Balance Sheet

|                                     |                       | (Thousands of yen)    |
|-------------------------------------|-----------------------|-----------------------|
|                                     | FY7/18                | FY7/19                |
|                                     | (As of Jul. 31, 2018) | (As of Jul. 31, 2019) |
| Assets                              |                       |                       |
| Current assets                      |                       |                       |
| Cash and deposits                   | 1,198,678             | 1,054,026             |
| Operating accounts receivable       | 104,718               | 129,300               |
| Real estate for sale                | 25,753,607            | 18,486,617            |
| Real estate for sale in process     | 10,556,512            | 19,511,235            |
| Advance payments-trade              | 60,615                | 306,104               |
| Prepaid expenses                    | 84,485                | 155,888               |
| Other                               | 162,670               | 5,846                 |
| Allowance for doubtful accounts     | (2,764)               | (2,681)               |
| Total current assets                | 37,918,524            | 39,646,337            |
| Non-current assets                  |                       |                       |
| Property, plant and equipment       |                       |                       |
| Buildings, net                      | 3,659,034             | 3,463,792             |
| Machinery and equipment, net        | 5,290                 | 4,586                 |
| Tools, furniture and fixtures, net  | 4,526                 | 10,232                |
| Land                                | 4,474,603             | 4,749,132             |
| Leased assets, net                  | 34,079                | 24,776                |
| Total property, plant and equipment | 8,177,535             | 8,252,521             |
| Intangible assets                   |                       |                       |
| Software                            | 5,675                 | 40,501                |
| Other                               | 168                   | 1,667                 |
| Total intangible assets             | 5,843                 | 42,168                |
| Investments and other assets        |                       |                       |
| Investments in capital              | 39,671                | 39,431                |
| Long-term prepaid expenses          | 251,028               | 175,145               |
| Deferred tax assets                 | 83,677                | 67,720                |
| Other                               | 123,697               | 193,466               |
| Total investments and other assets  | 498,075               | 475,763               |
| Total non-current assets            | 8,681,454             | 8,770,453             |
| Total assets                        | 46,599,978            | 48,416,791            |

|   |                       | (Thousands of yen)    |
|---|-----------------------|-----------------------|
|   | FY7/18                | FY7/19                |
| T 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1     | (As of Jul. 31, 2018) | (As of Jul. 31, 2019) |
| Liabilities                                 |                       |                       |
| Current liabilities                         | 227.111               |                       |
| Operating accounts payable                  | 225,461               | 270,235               |
| Short-term loans payable                    | 7,336,500             | 8,193,869             |
| Current portion of bonds                    | 78,000                | 53,000                |
| Current portion of long-term loans payable  | 5,637,384             | 2,893,037             |
| Lease obligations                           | 10,579                | 9,539                 |
| Accounts payable-other                      | 40,791                | 62,791                |
| Accrued expenses                            | 372,241               | 650,233               |
| Income taxes payable                        | 265,564               | 273,293               |
| Advances received                           | 1,131,585             | 12,040                |
| Deposits received                           | 157,172               | 86,967                |
| Unearned revenue                            | 96,954                | 49,222                |
| Provision for bonuses                       | 43,481                | 32,672                |
| Other                                       | <del>-</del>          | 194,346               |
| Total current liabilities                   | 15,395,717            | 12,781,250            |
| Non-current liabilities                     |                       |                       |
| Bonds payable                               | 155,000               | 102,000               |
| Long-term loans payable                     | 28,128,412            | 31,274,989            |
| Lease obligations                           | 27,187                | 18,073                |
| Other                                       | 1,075,935             | 590,502               |
| Total non-current liabilities               | 29,386,535            | 31,985,565            |
| Total liabilities                           | 44,782,252            | 44,766,816            |
| Net assets                                  |                       |                       |
| Shareholders' equity                        |                       |                       |
| Capital stock                               | 90,000                | 651,924               |
| Capital surplus                             |                       |                       |
| Legal capital surplus                       | -                     | 561,924               |
| Total capital surpluses                     | -                     | 561,924               |
| Retained earnings                           |                       | ·                     |
| Other retained earnings                     |                       |                       |
| Retained earnings brought forward           | 1,741,480             | 2,436,125             |
| Total retained earnings                     | 1,741,480             | 2,436,125             |
| Total shareholders' equity                  | 1,831,480             | 3,649,975             |
| Valuation and translation adjustments       | 1,051,100             | 3,017,773             |
| Deferred gains or losses on hedges          | (13,754)              | _                     |
| Total valuation and translation adjustments | (13,754)              | <del>-</del>          |
| Total net assets                            | 1,817,726             | 3,649,975             |
| -   |                       |                       |
| Total liabilities and net assets            | 46,599,978            | 48,416,791            |

# (2) Non-consolidated Statement of Income

|  | FY7/18                         | (Thousands of yen)<br>FY7/19   |
|--|--------------------------------|--------------------------------|
|  | (Aug. 1, 2017 – Jul. 31, 2018) | (Aug. 1, 2018 – Jul. 31, 2019) |
| Net sales                                    | ( 18 )                         | (                              |
| Real estate sales                            | 16,322,254                     | 20,805,813                     |
| Rent income                                  | 2,176,286                      | 2,124,931                      |
| Other sales                                  | 764,926                        | 797,218                        |
| Net sales                                    | 19,263,467                     | 23,727,964                     |
| Cost of sales                                |                                |                                |
| Cost of sales-real estate                    | 13,500,620                     | 16,664,677                     |
| Rent cost                                    | 912,499                        | 953,904                        |
| Other cost                                   | 450,365                        | 680,842                        |
| Total cost of sales                          | 14,863,485                     | 18,299,424                     |
| Gross profit                                 | 4,399,981                      | 5,428,539                      |
| Selling, general and administrative expenses | 2,514,333                      | 3,109,941                      |
| Operating profit                             | 1,885,648                      | 2,318,597                      |
| Non-operating income                         |                                |                                |
| Interest income                              | 95                             | 396                            |
| Dividend income                              | 816                            | 908                            |
| Insurance income                             | 911                            | 11,398                         |
| Insurance premiums refunded cancellation     | 1,360                          | 37,211                         |
| Settlement received                          | 16,817                         | -                              |
| Other  | 4,253                          | 6,926                          |
| Total non-operating income                   | 24,254                         | 56,841                         |
| Non-operating expenses                       |                                |                                |
| Interest expenses                            | 869,938                        | 1,053,230                      |
| Commission expenses                          | 170,638                        | 180,043                        |
| Other  | 7,666                          | 23,361                         |
| Total non-operating expenses                 | 1,048,243                      | 1,256,635                      |
| Ordinary profit                              | 861,659                        | 1,118,803                      |
| Extraordinary losses                         |                                |                                |
| Loss on retirement of non-current assets     | 4,735                          | -                              |
| Impairment loss                              | 1,196                          | -                              |
| Total extraordinary losses                   | 5,931                          | -                              |
| Profit before income taxes                   | 855,727                        | 1,118,803                      |
| Income taxes-current                         | 402,070                        | 414,261                        |
| Income taxes-deferred                        | (130,406)                      | 9,898                          |
| Total income taxes                           | 271,663                        | 424,159                        |
| Profit                                       | 584,064                        | 694,644                        |

# (3) Non-consolidated Statement of Changes in Equity

FY7/18 (Aug. 1, 2017 – Jul. 31, 2018)

(Thousands of yen)

|   |               | Share              | holders' equity                   |                                  | Valuation a<br>adjus  |   |           |
|---|---------------|--------------------|-----------------------------------|----------------------------------|-----------------------|---|-----------|
|   |               | Capital<br>surplus | Retained earnings                 | m . 1                            | Deferred              |   | Total net |
|   | Capital stock | Legal              | Other retained earnings           | Total<br>shareholders'<br>equity | gains or<br>losses on | Total valuation and translation adjustments | assets    |
|   |               | capital<br>surplus | Retained earnings brought forward | equity                           | hedges                | adjustinents                                |           |
| Balance at beginning of current period                        | 90,000        | -                  | 1,157,416                         | 1,247,416                        | (25,532)              | (25,532)                                    | 1,221,884 |
| Changes of items during period                                |               |                    |                                   |                                  |                       |   |           |
| Issuance of new shares  |               |                    |                                   | -                                |                       |   | -         |
| Profit  |               |                    | 584,064                           | 584,064                          |                       |   | 584,064   |
| Net changes of<br>items other than<br>shareholders'<br>equity |               |                    |                                   |                                  | 11,777                | 11,777                                      | 11,777    |
| Total changes of items during period                          | -             | -                  | 584,064                           | 584,064                          | 11,777                | 11,777                                      | 595,842   |
| Balance at end of current period                              | 90,000        | -                  | 1,741,480                         | 1,831,480                        | (13,754)              | (13,754)                                    | 1,817,726 |

FY7/19 (Aug. 1, 2018 – Jul. 31, 2019)

(Thousands of yen)

|   |                  | Share                       | holders' equity  |                                  | Valuation a<br>adjus            |   |           |
|---|------------------|-----------------------------|--|----------------------------------|---------------------------------|---|-----------|
|   |                  | Capital surplus             | Retained earnings  | m . 1                            | Deferred                        |   | Total net |
|   | Capital<br>stock | Legal<br>capital<br>surplus | Other retained<br>earnings<br>Retained earnings<br>brought forward | Total<br>shareholders'<br>equity | gains or<br>losses on<br>hedges | Total valuation<br>and translation<br>adjustments | assets    |
| Balance at beginning of current period                        | 90,000           | ı                           | 1,741,480  | 1,831,480                        | (13,754)                        | (13,754)  | 1,817,726 |
| Changes of items during period                                |                  |                             |  |                                  |                                 |   |           |
| Issuance of new shares  | 561,924          | 561,924                     |  | 1,123,849                        |                                 |   | 1,123,849 |
| Profit  |                  |                             | 694,644  | 694,644                          |                                 |   | 694,644   |
| Net changes of<br>items other than<br>shareholders'<br>equity |                  |                             |  |                                  | 13,754                          | 13,754  | 13,754    |
| Total changes of items during period                          | 561,924          | 561,924                     | 694,644  | 1,818,494                        | 13,754                          | 13,754  | 1,832,249 |
| Balance at end of current period                              | 651,924          | 561,924                     | 2,436,125  | 3,649,975                        | -                               | -   | 3,649,975 |

# (4) Non-consolidated Statement of Cash Flows

| (4) Non-Consolidated Statement of Cash Flows   |  | (Thousands of yen)                    |
|--|--|---------------------------------------|
|  | FY7/18<br>(Aug. 1, 2017 – Jul. 31, 2018) | FY7/19 (Aug. 1, 2018 – Jul. 31, 2019) |
| Cash flows from operating activities   | (Aug. 1, 2017 Jul. 31, 2010)             | (Aug. 1, 2010 Jul. 31, 2017)          |
| Profit before income taxes   | 855,727                                  | 1,118,803                             |
| Depreciation   | 255,774                                  | 201,180                               |
| Impairment loss  | 1,196                                    | -                                     |
| Increase (decrease) in allowance for doubtful accounts   | 2,443                                    | (82)                                  |
| Interest and dividend income   | (911)                                    | (1,305)                               |
| Interest expenses  | 869,938                                  | 1,053,230                             |
| Commission expenses  | 170,638                                  | 180,043                               |
| Decrease (increase) in notes and accounts receivable-trade   | (58,405)                                 | (24,581)                              |
| Decrease (increase) in inventories   | (9,978,354)                              | (1,617,205)                           |
| Increase (decrease) in notes and accounts payable-trade  | (138,488)                                | 44,773                                |
| Decrease (increase) in long-term prepaid expenses  | (14,557)                                 | 75,883                                |
| Increase (decrease) in guarantee deposits received   | 126,268                                  | (471,035)                             |
| Increase (decrease) in advances received   | 919,828                                  | (1,119,544)                           |
| Increase (decrease) in accounts payable-other  | 20,958                                   | 22,000                                |
| Increase (decrease) in accrued expenses  | 117,181                                  | 271,127                               |
| Other, net   | 200,269                                  | (219,697)                             |
| Subtotal   | (6,650,492)                              | (486,409)                             |
| Interest and dividend income received  | 911                                      | 1,304                                 |
| Interest expenses paid   | (878,967)                                | (1,051,215)                           |
| Income taxes paid  | (270,323)                                | (462,973)                             |
| Net cash provided by (used in) operating activities  | (7,798,872)                              | (1,999,293)                           |
| Cash flows from investing activities   |  | · · · · · · · · · · · · · · · · · · · |
| Purchase of property, plant and equipment  | (4,895,131)                              | (347,056)                             |
| Payments into time deposits  | (471,119)                                | (75,000)                              |
| Proceeds from withdrawal of time deposits  | 108,607                                  | 369,009                               |
| Payments for investments in capital  | (4,110)                                  | (2,310)                               |
| Other, net   | (23,755)                                 | (227,490)                             |
| Net cash provided by (used in) investing activities  | (5,285,509)                              | (282,847)                             |
| Cash flows from financing activities   |  |                                       |
| Net increase (decrease) in short-term loans payable  | 1,675,498                                | 857,369                               |
| Proceeds from long-term loans payable  | 17,201,024                               | 13,778,600                            |
| Repayments of long-term loans payable  | (6,087,533)                              | (13,376,369)                          |
| Proceeds from issuance of bonds  | 100,000                                  | -                                     |
| Redemption of bonds  | (53,000)                                 | (78,000)                              |
| Proceeds from issuance of common shares  | -  | 1,123,849                             |
| Repayments of lease obligations  | (9,644)                                  | (9,368)                               |
| Net cash provided by (used in) financing activities  | 12,826,344                               | 2,296,080                             |
| Net increase (decrease) in cash and cash equivalents   | (258,037)                                | 13,938                                |
| Cash and cash equivalents at beginning of period   | 734,053                                  | 476,016                               |
| Cash and cash equivalents at end of period   | 476,016                                  | 489,955                               |
| The two to the transition of t | 470,010                                  | 107,733                               |

#### (5) Notes to Non-consolidated Financial Statements

### **Going Concern Assumption**

Not applicable.

#### Reclassifications

Changes Caused by the Application of the Partial Amendments to Accounting Standard for Tax Effect Accounting

Starting with the beginning of the fiscal year ended July 31, 2019, Legal Corp. is applying Partial Amendments to Accounting Standard for Tax Effect Accounting (ASBJ Statement No. 28, February 16, 2018). Accordingly, deferred tax assets and deferred tax liabilities are included in the investments and other assets section and the non-current liabilities section of the balance sheet, respectively.

As a result, deferred tax assets of 131 million yen in current assets and deferred tax liabilities of 48 million yen in non-current liabilities that were included in the previous fiscal year's balance sheet have been combined and reclassified as deferred tax assets of 83 million yen in investments and other assets.

#### Non-consolidated Statement of Income

Insurance income, which was included in other under non-operating income in the previous fiscal year, is presented separately beginning with the fiscal year ended July 31, 2019 since the amount exceeded 10% of non-operating income. To conform to this change, the financial statements for the previous fiscal year have been reclassified.

As a result, other of 5 million yen that was included in non-operating income in the previous fiscal year's non-consolidated statement of income has been reclassified and divided into insurance income of 911 thousand yen and other of 4 million yen.

# **Segment and Other Information**

Segment information

- 1. Overview of reportable segment
- (1) Method of determining the reportable segments

The reportable segments are business components for which separate financial information is available and operating results are regularly reviewed by the Board of Directors to make decisions about resource allocation and to assess performance.

Legal Corp. establishes comprehensive strategies for the products and services of each business unit and conducts the associated business operations based on these strategies.

Consequently, there are two reportable segments consisting of products and services that are divided in accordance with business domains: Real Estate Solutions and Real Estate Leasing.

# (2) Products and services of reportable segments

### **Real Estate Solutions**

Legal Corp. uses information about available properties from a variety of sources for purchasing properties and then makes carefully selected investments in order to increase the asset value of these properties. Then properties are sold primarily to wealthy individuals and companies created for the purpose of holding assets. Every property precisely matches the requirements of the investor who is purchasing the property. The asset value of these income-producing properties, which are purchased by using information acquired through our own channels, is increased by improving the building's management, altering its use, replacing tenants, performing extensive renovations or other measures. Properties are sold for the purposes of productively utilizing land, developing condominium buildings, supplying buildings suitable for use as offices, hotels, minpaku space or other commercial use, conversions of buildings to new uses, renovations, and other purposes.

# Real Estate Leasing

The primary activity of this business is leasing properties owned by Legal Corp. and real estate for sale that is held temporarily by Legal Corp. until a sale is completed.

2. Calculation methods for net sales, profit or loss, assets, liabilities and other items for each reportable segment

The accounting methods used for reportable segments are generally the same as those adopted for preparation of the financial statements.

Earnings for reportable segments are operating profit.

3. Information related to net sales, profit or loss, assets, liabilities and other items for each reportable segment FY7/18 (Aug. 1, 2017 – Jul. 31, 2018)

(Thousands of yen)

|   | Reportable segment       |                     |            |               |            |  |
|---|--------------------------|---------------------|------------|---------------|------------|--|
|   | Real Estate<br>Solutions | Real Estate Leasing | Subtotal   | Others (Note) | Total      |  |
| Net sales Sales to external customers Inter-segment sales and transfers | 16,322,254               | 2,263,103           | 18,585,358 | 678,108       | 19,263,467 |  |
| Total   | 16,322,254               | 2,263,103           | 18,585,358 | 678,108       | 19,263,467 |  |
| Segment profit  | 1,411,038                | 1,041,013           | 2,452,052  | 136,158       | 2,588,211  |  |
| Ordinary profit   | -                        | -                   | 1,461,823  | 136,278       | 1,598,101  |  |
| Segment assets  | -                        | -                   | 44,776,013 | 60,236        | 44,836,249 |  |
| Other items Depreciation  | -                        | -                   | 242,621    | -             | 242,621    |  |
| Increase in property,<br>plant and equipment<br>and intangible assets   | -                        | -                   | 4,895,843  | -             | 4,895,843  |  |

Note: Others is businesses that are not included in the reportable segments and mainly consist of real estate consulting and nursing care businesses.

FY7/19 (Aug. 1, 2018 – Jul. 31, 2019)

(Thousands of yen)

|   |                          |                     |            |               | (Thousands of yell) |  |
|---|--------------------------|---------------------|------------|---------------|---------------------|--|
|   |                          | Reportable segment  |            |               |                     |  |
|   | Real Estate<br>Solutions | Real Estate Leasing | Subtotal   | Others (Note) | Total               |  |
| Net sales Sales to external customers                                 | 20,806,473               | 2,226,344           | 23,032,818 | 695,146       | 23,727,964          |  |
| Inter-segment sales and transfers                                     | -                        | -                   | -          | -             | -                   |  |
| Total   | 20,806,473               | 2,226,344           | 23,032,818 | 695,146       | 23,727,964          |  |
| Segment profit  | 2,184,421                | 944,189             | 3,128,610  | 29,596        | 3,158,207           |  |
| Ordinary profit   | -                        | -                   | 2,008,084  | 31,150        | 2,039,235           |  |
| Segment assets  | -                        | -                   | 46,733,374 | 85,967        | 46,819,342          |  |
| Other items   |                          |                     |            |               |                     |  |
| Depreciation  | -                        | -                   | 187,737    | 107           | 187,844             |  |
| Increase in property,<br>plant and equipment<br>and intangible assets | -                        | -                   | 789,731    | 867           | 790,599             |  |

Note: Others is businesses that are not included in the reportable segments and mainly consist of real estate consulting and nursing care businesses.

# 4. Reconciliation of amounts shown in the financial statements with total for reportable segments

(Thousands of yen)

|   |            | (Thousands of Joh) |
|---|------------|--------------------|
| Net sales                                 | FY7/18     | FY7/19             |
| Total for reportable segments             | 18,585,358 | 23,032,818         |
| Net sales in "Others"                     | 678,108    | 695,146            |
| Elimination of inter-segment transactions | -          | -                  |
| Net sales in financial statements         | 19,263,467 | 23,727,964         |

(Thousands of yen)

| Profit                                    | FY7/18    | FY7/19    |
|---|-----------|-----------|
| Total for reportable segments             | 2,452,052 | 3,128,610 |
| Profit in "Others"                        | 136,158   | 29,596    |
| Elimination of inter-segment transactions | -         | -         |
| Corporate expenses (Note)                 | (702,563) | (839,609) |
| Operating profit in financial statements  | 1,885,648 | 2,318,597 |

Note: Corporate expenses mainly include head office expenses that cannot be allocated to a reportable segment.

(Thousands of yen)

| Assets                               | FY7/18     | FY7/19     |
|--------------------------------------|------------|------------|
| Total for reportable segments        | 44,776,013 | 46,733,374 |
| Assets in "Others"                   | 60,236     | 85,967     |
| Corporate assets (Note)              | 1,763,728  | 1,597,448  |
| Total assets in financial statements | 46,599,978 | 48,416,791 |

Note: Corporate assets mainly include assets that cannot be allocated to a reportable segment.

(Thousands of yen)

|   |           |                     |        |        |          |            | (11100              | sunus of yen)       |
|---|-----------|---------------------|--------|--------|----------|------------|---------------------|---------------------|
| Other items   |           | reportable<br>nents | Oth    | ners   | Adjustme | ent (Note) | Amounts financial s | shown on statements |
|   | FY7/18    | FY7/19              | FY7/18 | FY7/19 | FY7/18   | FY7/19     | FY7/18              | FY7/19              |
| Depreciation  | 242,621   | 187,737             | -      | 107    | 13,153   | 13,335     | 255,774             | 201,180             |
| Increase in property, plant and equipment and intangible assets | 4,895,843 | 789,731             | -      | 867    | 17,604   | 50,515     | 4,913,447           | 841,114             |

Note: The adjustment consists mainly of head office expenses and assets that cannot be allocated to a reportable segment.

# **Equity in Earnings of Affiliates**

Not applicable.

# **Per Share Information**

(Yen)

|                              |                                | ( )                            |
|------------------------------|--------------------------------|--------------------------------|
|                              | FY7/18                         | FY7/19                         |
|                              | (Aug. 1, 2017 – Jul. 31, 2018) | (Aug. 1, 2018 – Jul. 31, 2019) |
| Net assets per share         | 908.86                         | 1,265.07                       |
| Net income per share         | 292.03                         | 259.74                         |
| Diluted net income per share | -                              | 249.32                         |

Notes: 1. Legal Corp. conducted a 100-for-1 common stock split on December 15, 2017. Net assets per share and net income per share are calculated as if this stock split had taken place at the beginning of FY7/18.

- 2. Diluted net income per share for FY7/18 is not shown. Although there were common stock equivalents, it is not possible to determine an average stock price because the stock of Legal Corp. was not listed.
- 3. The stock of Legal Corp. was listed on the Tokyo Stock Exchange Mothers Market on October 23, 2018. Diluted net income per share for FY7/19 was determined by using an average stock price during the period between the listing and the end of July 2019.
- 4. The basis of calculating the net income per share and diluted net income per share is as follows:

(Thousands of yen)

|   |  | (Thousands of Jen)             |
|---|--|--------------------------------|
|   | FY7/18   | FY7/19                         |
|   | (Aug. 1, 2017 – Jul. 31, 2018)   | (Aug. 1, 2018 – Jul. 31, 2019) |
| Net income per share  |  |                                |
| Profit  | 584,064  | 694,644                        |
| Amount not attributable to common shareholders  | -  | -                              |
| Profit applicable to common shares  | 584,064  | 694,644                        |
| Average number of common shares outstanding during the period (Shares)  | 2,000,000  | 2,674,398                      |
|   |  |                                |
| Diluted net income per share  |  |                                |
| Adjustment to profit  | -  | ı                              |
| Increase in the number of common shares (Shares)  | -  | 111,807                        |
| [of which, share acquisition rights (Shares)]   | [-]  | [111,807]                      |
| Common stock equivalents not included in the calculation of diluted net income per share because there was no dilutive effect | 2 types of share acquisition<br>rights<br>(147,500 common shares if<br>all rights are exercised) | -                              |

# **Material Subsequent Events**

Not applicable.

This financial report is solely a translation of "Kessan Tanshin" (in Japanese, including attachments), which has been prepared in accordance with accounting principles and practices generally accepted in Japan, for the convenience of readers who prefer an English translation.