

1H Results for FY2019 Supplementary Materials

November 5, 2019 Benesse Holdings, Inc.

Forward-Looking Statements



This presentation contains forward-looking statements concerning the future plans, strategies, beliefs and performance of Benesse Holdings, Inc. and its subsidiaries. These forward-looking statements are not historical facts. They are expectations, estimates, forecasts and projections based on information currently available to the Company and are subject to a number of risks, uncertainties and assumptions. As such, actual results may differ materially from those projected.

Results by Segment (YoY)



Six months ended September 30

| | FY2018 | FY2019 | Change | % |
|-----------------------------------|---------|---------|---------|-------|
| Domestic Education | 93,813 | 101,406 | 7,593 | 8.1 |
| Global Kodomo Challenge | 27,161 | 27,897 | 735 | 2.7 |
| Nursing Care and Childcare | 57,557 | 60,795 | 3,238 | 5.6 |
| Berlitz | 24,587 | 23,041 | (1,545) | (6.3) |
| Others | 11,646 | 11,586 | (60) | (0.5) |
| Total Net Sales | 214,766 | 224,727 | 9,960 | 4.6 |
| Domestic Education | 4,659 | 9,118 | 4,459 | 95.7 |
| Global Kodomo Challenge | 2,961 | 2,919 | (42) | (1.4) |
| Nursing Care and Childcare | 5,227 | 5,716 | 489 | 9.4 |
| Berlitz | (2,413) | (2,049) | 363 | _ |
| Others/Reconciliations | (1,758) | (1,057) | 701 | _ |
| Total Operating Income | 8,675 | 14,647 | 5,971 | 68.8 |
| Ordinary Income | 6,846 | 12,956 | 6,110 | 89.2 |
| Net Income | 3,028 | 8,378 | 5,349 | 176.7 |

Analysis of Net Sales/Operating Income (YoY)



| | | Shinkenzemi | 2.3 |
|-----------|----------------------------|---|-------|
| | Domestic Education | School & Teacher Support / Consolidates Classi Corp. and EDUCOM Corp.* | 3.5 |
| | | Cram schools / English education, etc | 1.7 |
| Ne t | | Japan : Impact of the price revision, etc | 0.4 |
| | Global Kodomo Challenge | Overseas :Impact of the price revision and due to change of the tax benefit in china | 1.0 |
| Sales | | Foreign exchange rate impact | (0.7) |
| | Nursing Care and Childcare | Increase in nursing home residents, etc | 3.2 |
| | Berlitz | Impact of franchising conversion in Scandinavia in BTS and due to lower sales of ELS, etc | (8.0) |
| | Dernitz | Foreign exchange rate impact | (0.7) |
| | Domestic Education | Shinkenzemi | 3.4 |
| Operating | Domestic Education | Due to higher sales of School & Teacher Support and Cram schools / increase investment, etc | 1.0 |
| rati | Global Kodomo Challenge | Japan : Increase in marketing costs, etc | (0.1) |
| ing I | Global Rouolilo Challelige | Overseas: Due to higher sales / Reinforce sales promotion / Foreign exchange rate impact (0.1), etc | 0.0 |
| | Nursing Care and Childcare | Due to higher sales, etc | 0.4 |
| ncome | Berlitz | Due to lower sales / Lower costs by restructuring effect, etc | 0.3 |
| | Others/Reconcilliations | Reduced costs for mail-order and publishing business, etc | 0.7 |

^{*}The company converted Classi Corp. and EDUCOM Corp. into a consolidated subsidiary as of January 8, 2019.

FY2019 Forecast



Forecast announced on May 10, 2019 has not been changed. (Millions of Yen)

| | FY2018 | FY2019 (Forecast) | Change | % |
|---------------------------|---------|----------------------|--------|------|
| Net Sales | 439,431 | 459,000 | 19,569 | 4.5 |
| Operating Income | 16,245 | 20,000 | 3,755 | 23.1 |
| Operating Income ratio(%) | 3.7 | 4.4 | 0.7 | _ |
| Ordinary Income | 12,150 | 16,000 | 3,850 | 31.7 |
| Net Income | 4,902 | 9,500 | 4,598 | 93.8 |
| Exchange Rate(USD/JPY) | 110.57 | 110.00 | (0.57) | _ |

FY2019 Forecast by Segment



Forecast announced on May 10, 2019 has not been changed.

| | FY2018 | FY2019 (Forecast) | Change | % |
|-----------------------------------|---------|----------------------|---------|-------|
| Domestic Education | 192,064 | 204,300 | 12,236 | 6.4 |
| Global Kodomo Challenge | 56,443 | 58,700 | 2,257 | 4.0 |
| Nursing Care and Childcare | 116,999 | 121,800 | 4,801 | 4.1 |
| Berlitz | 49,275 | 49,400 | 125 | 0.3 |
| Others | 24,647 | 24,800 | 153 | 0.6 |
| Total Net Sales | 439,431 | 459,000 | 19,569 | 4.5 |
| Domestic Education | 10,055 | 14,300 | 4,245 | 42.2 |
| Global Kodomo Challenge | 3,258 | 3,500 | 242 | 7.4 |
| Nursing Care and Childcare | 11,396 | 10,400 | (996) | (8.7) |
| Berlitz | (4,748) | (3,300) | 1,448 | |
| Others/Reconciliations | (3,715) | (4,900) | (1,185) | |
| Total Operating Income | 16,245 | 20,000 | 3,755 | 23.1 |

Breakdown of Net Sales



| Six months ended September 30 (N | lillions of Yen) |
|----------------------------------|------------------|
| | |

| | FY2018 | FY2019 | Change | % | Ratio(%) |
|-----------------------------|--------|---------|--------|-------|----------|
| Senior High School | 7,053 | 6,714 | (339) | (4.8) | 6.6 |
| Junior High School | 13,418 | 14,285 | 866 | 6.5 | 14.1 |
| Elementary School | 25,841 | 28,791 | 2,950 | 11.4 | 28.4 |
| School & Teacher Support | 23,924 | 27,466 | 3,541 | 14.8 | 27.1 |
| Other | 23,575 | 24,147 | 572 | 2.4 | 23.8 |
| Total | 93,813 | 101,406 | 7,593 | 8.1 | 100.0 |

The company changed its accounting policy in following segments: School and Teacher Support and Other from the consolidated financial results for 1H FY2019. There is no effect of this change in accounting policy for the 1H of FY2020.

Breakdown of Net Sales



Six months ended September 30

| | FY2018 | FY2019 | Change | % | Ratio(%) |
|--|--------|--------|--------|-----|----------|
| Domestic Kodomo Challenge (Preschool) | 8,699 | 9,064 | 364 | 4.2 | 32.5 |
| Overseas Kodomo Challenge (Preschool) | 13,014 | 13,360 | 346 | 2.7 | 47.9 |
| Other | 5,447 | 5,471 | 24 | 0.4 | 19.6 |
| Total | 27,161 | 27,897 | 735 | 2.7 | 100.0 |

Cumulative Enrollment for Shinkenzemi and Kodomo Challenge



[Cumulative Enrollment for Shinkenzemi]

Six months ended September 30 (Thousands)

| | FY2018 | FY2019 | Change | % |
|--------------------|--------|--------|--------|-------|
| Senior High School | 835 | 780 | (55) | (6.7) |
| Junior High School | 2,328 | 2,260 | (68) | (2.9) |
| Elementary School | 6,866 | 7,049 | 182 | 2.7 |
| Total | 10,030 | 10,089 | 59 | 0.6 |

[Cumulative Enrollment for Kodomo Challenge (Preschool)]

(Thousands)

| | FY2018 | FY2019 | Change | % |
|---------------------------------------|--------|--------|--------|-------|
| Domestic Kodomo Challenge (Preschool) | 4,617 | 4,599 | (17) | (0.4) |
| Overseas Kodomo Challenge (Preschool) | 7,460 | 7,458 | (1) | (0.0) |
| Total | 12,077 | 12,058 | (19) | (0.2) |

Note: Cumulative enrollment represents the cumulative total No. of people who receive materials monthly from April to September. Cumulative enrollment for Kodomo Challenge in China and Indonesia represents the cumulative total No. of people who receive materials monthly from January to June, because their closing date is December 31st and its different from others.

Domestic Enrollment for Shinkenzemi and Kodomo Challenge as of October



As of October (Thousands)

| | 2018 | 2019 | Change | % |
|------------------------------|-------|-------|--------|-------|
| Senior High School | 120 | 110 | (10) | (9.0) |
| Junior High School | 350 | 330 | (20) | (5.1) |
| Elementary School | 1,100 | 1,120 | 20 | 2.1 |
| Kodomo Challenge (Preschool) | 800 | 790 | (10) | (1.2) |
| Total | 2,360 | 2,350 | (10) | (0.6) |

Overseas Enrollment for Kodomo Challenge as of October



As of October (Thousands)

| | 2018 | 2019 | Change | % |
|--------|-------|-------|--------|--------|
| China | 1,130 | 1,140 | 10 | 1.0 |
| Taiwan | 110 | 90 | (10) | (13.6) |
| Total | 1,240 | 1,230 | (0) | (0.2) |

and Childcare No. of Nursing Homes and Elderly Houses



| | Sep. 2018 | March. 2019 | Sep. 2019 |
|---------------------------------------|-----------|-------------|-----------|
| Aria | 23 | 24 | 24 |
| Clara | 41 | 40 | 40 |
| Granny & Granda | 135 | 140 | 143 |
| Madoka | 57 | 57 | 57 |
| Bon Sejour | 45 | 45 | 46 |
| Cocochi | 14 | 14 | 14 |
| Li-Re | 2 | 2 | 2 |
| Total | 317 | 322 | 326 |
| Occupancy Rate of Existing Facilities | 95% | 96% | 95% |

Berlitz No. of Lessons by Region (Berlitz operated)



Six months ended June 30

(Thousands of Lessons)

| | 2018 | 2019 | % | |
|----------|-------|-------|--------|--|
| Americas | 659 | 557 | (15.5) | |
| Europe | 1,474 | 1,370 | (7.1) | |
| Asia | 798 | 800 | 0.3 | |
| Total | 2,932 | 2,728 | (7.0) | |

Nine months ended September 30 (Preliminary figures) (Thousands of Lessons)

| | 2018 | 2019 | % |
|----------|-------|-------|--------|
| Americas | 1,008 | 846 | (16.1) |
| Europe | 2,155 | 1,981 | (8.1) |
| Asia | 1,223 | 1,216 | (0.6) |
| Total | 4,388 | 4,044 | (7.8) |

CAPEX/Depreciation and Amortization



| Six months | ended S | Septembe | ∍r 30 |
|------------|---------|----------|-------|
|------------|---------|----------|-------|

| | FY2018 | FY2019 | Change |
|-------------------------------|--------|--------|--------|
| CAPEX | 7,554 | 12,243 | 4,689 |
| Details Lease Assets | 2,222 | 6,604 | 4,381 |
| Goodwill | 3 | 0 | (3) |
| Others | 5,328 | 5,639 | 310 |
| Depreciation and Amortization | 9,715 | 9,886 | 170 |

Shareholder Return



[Dividend per Share/Dividend Payout Ratio]

| | FY2016 | FY2017 | FY2018 | FY2019 (Forecast) |
|---------------------------|--------|--------|--------|----------------------|
| Dividend per share(yen) | 95 | 95 | 50 | 50 |
| Dividend payout ration(%) | 256.9 | 73.8 | 98.2 | 50.7 |