FY2020.6 Q2

PRESENTATION MATERIAL

OCT.2019-DEC.2019

mercari

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Summary

FY2020.6 Business Objectives and Q2 Summary

FY2020.6 Business Objectives Disclosed at Earnings Results Meeting for FY2019.6 Q4

Consolidated: Establish the 3 pillars of Mercari JP, Merpay, and Mercari US in this crucial year to set the foundation to achieve the mission with continuous investment for further growth

Mercari JP: Grow further by expanding listing

Merpay: Obtain an unchallenged position in the cashless market

Mercari US: Achieve monthly GMV of 100 million USD



Progress and Highlights in Q2

Mercari JP: Focused on optimizing balance between listing and buying. Steadily increased number of listers

Merpay: Continued to focus on *Merpay Smart Payments*. Prepared to bring Merpay to the next phase of business

Mercari US: Maintained high top-line growth, yet achieving monthly GMV of 100 million USD this FY is challenging

FY2020.6 Q2 (October-December) Q2 KPI Summary

Consolidated

GMV^{1, 2, 3}

Net Sales⁴

Operating Income

168.3 billion JPY (YoY + 21%)

(YoY + 39%)

-6.8 billion JPY (YoY -5.7 billion yen)

Mercari JP

GMV^{1, 2, 3}

YoY **+20%**

Adjusted Operating Margin

32% (YoY +7ppts)

Merpay

Number of Users⁵

5 million

Number of Merchants⁶

1.7 million

Mercari US

GMV

YoY **+46%**

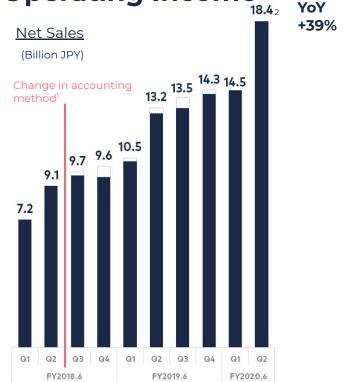
 MAU^7

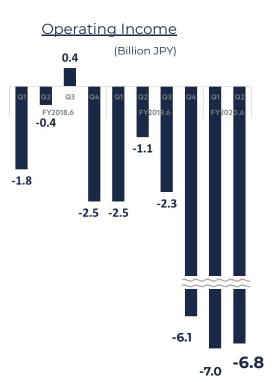
2.9+ million

1. Aggregated transaction value after cancellation 2. Merpay excluded 3. CARTUNE included 4. Merpay included 5. Aggregated number of unique users registered for Merpay Electronic Money, or used either QR Code Payments, Online Payments, or Merpay Smart Payments (formerly Merpay Deferred Payments) as of October 2019; more than 6 million users registered as of January 25th 6. Merchants scheduled to implement Merpay included 7. MAU as of December 2019 excluding Web

Financial Highlights

2 Financial Highlights—(Consolidated) Q2 Net Sales and Operating Income





Under the former user policy, costs related to discount coupons were included as part of promotion costs.
 Since we changed the user policy, costs related to discount coupons are deducted from net sales after January 2018.

 $^{2. \} Numbers \ are \ rounded \ down \ to \ the \ billion, \ and \ coupon \ amount \ for \ FY2020.6 \ Q1-Q2 \ is \ indicated \ as \ zero.$

2 Mercari JP

- Achieved record-high quarterly GMV with a large increase QoQ (+27.6 billion JPY)
- Recorded GMV YoY growth rate of only +20% due to the warm winter and strong CRM initiatives last year
- Likely to recover starting from Q3 by optimizing balance between listing and buying
- Adjusted full-year GMV YoY growth rate target to +mid-20% range as original +30% range is unlikely at the current rate



2 Mercari JP—Q2 Net Sales and Adjusted Operating Income

Record-high net sales and adjusted operating income in Q2



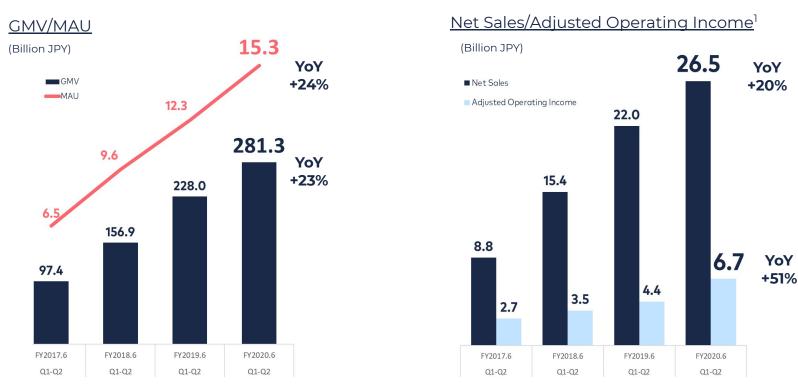


Under the former user policy, costs related to discount coupons were included as part of promotion costs.
 Since we changed the user policy, costs related to discount coupons are deducted from net sales after January 2018.

^{2.} Numbers are rounded down to the billion, and coupon amount for FY2020.6 Q1–Q2 is indicated as zero.

^{3.} Graph reflects retroactive adjustment made from FY2019.6 Q3 to the amount before recording internal transactions between Mercari and Merpay as a result of transferring settlement to Merpay (outsourced payment processing fees)

2 Mercari JP—Q2 Aggregated Key Financial Indicators

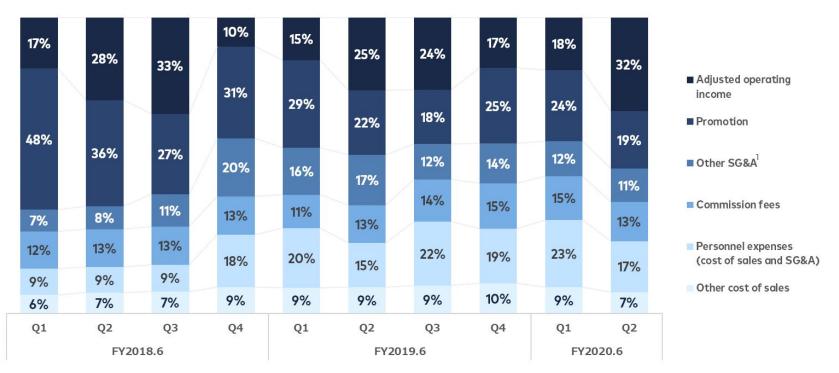


^{1.} Graph reflects retroactive adjustment made from FY2019.6 Q3 to the amount before recording internal transactions between Mercari and Merpay as a result of transferring settlement to Merpay (outsourced payment processing fees)



2 Mercari JP—Cost Structure against Net Sales

Achieved adjusted operating margin of 32% with disciplined investment



^{1.} Outsourcing expenses, rent, and taxes and dues

Status of Businesses

3 Mercari JP—Optimizing Balance between Listing and Buying

• In FY2019.6, increased the number of buyers by strengthening initiatives for buyers

 Since FY2020 Q1, have sustained growth by optimizing balance between listing and buying

Lister/Buyer Ratio

New Lister Index
Benchmark against FY2018 Q4





Mercari and Merpay—Q2 Key Promotions

- Launched promotions by collaborating between Mercari and Merpay
- Maximized impact by optimizing balance between listing and buying on Mercari



- Super Listing Festival: Mercari sales fee refund promotion to promote listing on Mercari and acquire new Merpay users
- Recommend Merpay: Referral promotion to acquire new *Merpay* users
- Merpay Smart Payments: Point-back campaign to promote Merpay Smart Payments (deferred payment) and buying on Mercari
- Just Buy It!: Point-back campaign to promote buying on *Mercari*

mercari

Mercari JP—Offline UX Enhancement

Mercari Workshops

- Increased the number of participants approx. **eightfold** in Q2 compared to Q1
- Approx. 80% of participants listed an average of 7 items on *Mercari* within 7 days after the workshop¹
- Will also hold Mercari Workshops on YouTube to efficiently increase the number of participants



Merpay—Business Objectives

Upfront Investment Phase

1

Aim to become a payment service used in people's everyday life by expanding users and merchants Phases to focus in FY2020.6

Phase

2

Synergy with Mercari

- •Expand listing on *Mercari* by using *Merpay*
- •Enhance Merpay Smart Payments

Phase

Profitable Merpay

3

Build more trust with accumulated transaction data and provide added value to individuals and organizations

Merpay—Merger with Origami¹ and Business Alliance with Shinkin Central Bank (SCB)

Objective

- Acquire *Origami Pay* merchants, mainly regional SMBs (minimal overlap with *Merpay* merchants)
- Leverage SCB's nationwide network to empower local economies and promote the cashless movement



^{1.} There will be an announcement followed by a transition period for Origami's users and merchants.

^{2.} Some Shinkin banks may not participate.

Merpay—Merger with Origami



- **Turning Origami's Services Profitable Quickly**
- Integrate the *Origami Pay* service into *Merpay*¹, and reduce costs redundant with Merpay
- Will see one-off costs due to the merger, but it will not generate additional loss for Merpay in FY2020.6 Q4 and beyond

Increase number of merchants Increase revenue from fees

Take in Origami's existing merchants and accelerate acquisition of new merchants **Optimize** user acquisition

Control promotional costs by integrating services

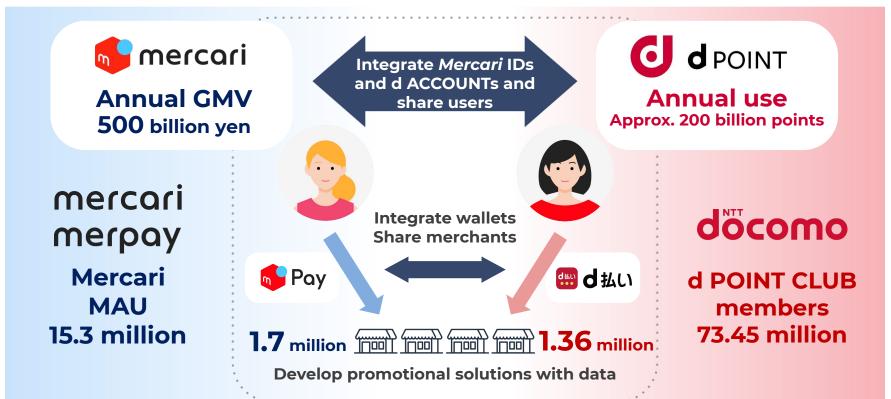
Streamline SG&A quickly

Reduce fixed costs by streamlining organization, consolidating offices, etc.

^{1.} There will be an announcement followed by a transition period for Origami's users and merchants. mercari

Merpay—Enhance Synergy with Mercari (1)

- Provide a New Customer Experience to Further Accelerate Growth



Merpay—Enhance Synergy with Mercari (2)

- Initiatives to be Realized by the Business Alliance with DOCOMO



Merpay—Enhance Synergy with Mercari (3)

Impact of Business Alliances with DOCOMO and SCB and Merger with Origami

Impact on Mercari

- Focus on collaborative efforts with DOCOMO for buying initiatives, and <u>optimize</u> <u>promotional costs</u> while increasing focus on listing initiatives
- Leverage DOCOMO and SCB's networks and <u>strengthen offline listing initiatives</u> (Mercari Workshops, etc.)

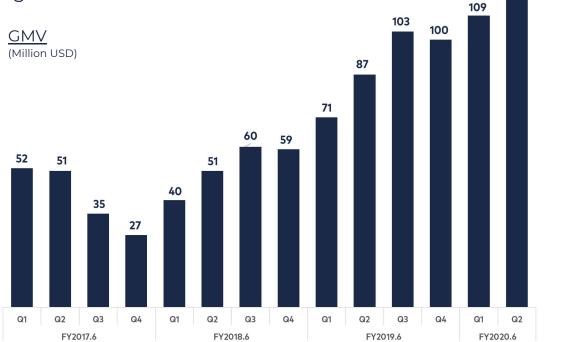
Impact on Merpay

- User acquisition: <u>Reduce promotional costs</u> by taking in DOCOMO and Origami users effectively
- Merchant acquisition: Add existing DOCOMO and Origami merchants. Going forward, leverage DOCOMO and SCB's networks and stop independent acquisition of SMB merchants for Merpay
- Fixed costs: Limit hiring activities and strengthen <u>control over headcount</u>

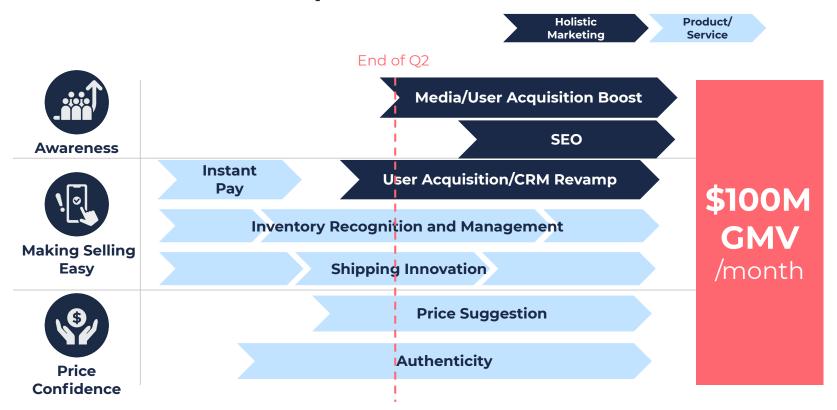
| | mercari | ₫ Pay | |
|-----------------------------------------------------|----------------|--------------------|--|
| User acquisition (shared IDs, etc.) | döcomo SCB | docomo SCB ORIGAMI | |
| Listing initiatives (Mercari Workshops) | döcomo SCB | | |
| Buying (d POINT usage/ marketing initiatives) | döcomo | | |
| Payment (mobile payment integration) | | döcomo | |
| Merchants (merchant acquisition) | | docomo SCB ORIGAMI | |
| Data utilization | döcomo | döcomo | |

3 Mercari US

Sustained strong GMV growth in FY2020.6 Q2 (YoY +46%);
 however, achieving monthly GMV of 100 million USD this FY is challenging



Mercari US—Roadmap



Mercari US—Three Big Opportunities (1)



Price Confidence

Create a marketplace where more people can sell easily by strengthening trust when listing and proposing easy-to-sell price

Price Suggest

- Achieved increased Sell Through Rate¹
- Suggests prices to help items sell
- Rolled out to 100%





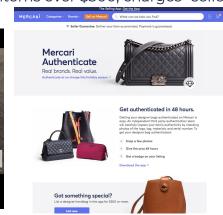
- 1. Ratio of listed items sold
- 2. Function to charge sellers is to be implemented mercari

Authenticity

- Contributed to higher AOV and Sell Through Rate¹
- Remotely authenticates handbags via 3rd party
- Authentications done within 48 hours
- Available for items over \$300; charges² sellers \$15







Mercari US—Three Big Opportunities (2)



Awareness

Further boost brand awareness, which has continued to improve



- Steadily built brand awareness/ competitive differentiation
- Ready to boost media/user acquisition





Making Selling Easy

Further strengthen listings and logistics to serve a growing user base and marketplace variety

More shipping options: \$2.99/40z label

- Introduced cheaper shipping for small items (0 to 4oz)
- About 20% of all listings are created with this class



Ship something small. For \$2.99.

Introducing cheaper shipping for those itsy bitsy things.

Tell me more

Appendix

4 Proven Management Committed to Driving Innovation (Inside Directors)



Shintaro Yamada

CEO

Background

Unoh ≠zynga (Social Gaming) Founder



John Lagerling
CBO and US CEO

Background

facebook

VP of Business Development, Mobile and Product Partnerships

Google
Senior Director,
Android Global
Partnership



Fumiaki Koizumi

President

(SNS)





Naoki Aoyagi

Merpay CEO

GREE
(Gaming)
CFO
GREE International Inc.



Yuki Hamada

CINO

CYBRIDGE
(Internet Media)
Founder



Hirohisa Tamonoki

Mercari Japan CEO
animate LAF
(Internet Media)
Vice President

4 Strong Governance Structure (Independent Outside Directors)







Masashi Namatame

- The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)
- · Chief Financial Officer of Rakuten, Inc.
- Outside Director of STAR FESTIVAL INC.(current position)
- Outside Director (Audit and Supervisory Committee Member) of TECHMATRIX CORPORATION (current position)
- Outside Director (Audit and Supervisory Committee Member) of Metaps Inc. (current position)
- Outside Board Member of MEDIA DO HOLDINGS Co., Ltd. (current position)

- The Long-Term Credit Bank of Japan, Limited (currently Shinsei Bank, Limited)
- Executive Director of Morgan Stanley Japan Limited (currently Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)
- Managing Director of Investment Banking Division, Deutsche Securities Inc.
 Head of Public Sector Group/Financial Institutions Group
- · Head of Business Development of Visa Worldwide Japan Co., Ltd.
- Member of the Board of directors, Managing Director, BlackRock Japan Co., Ltd.
- Executive Officer of Tokio Marine Holdings, Inc. (current position)

Reasons for Selection as Outside Directors

Background

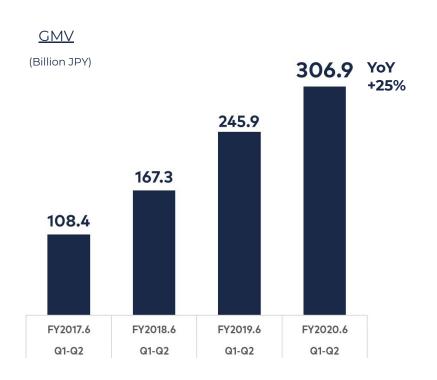
- Specialized knowledge and extensive experience in the financial business and managing internet services companies.
- Specialized knowledge and extensive experience in the banking, securities, and investment industries.

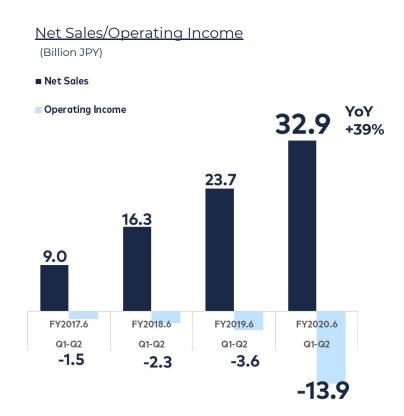
Governance Structure





Financial Highlights (Consolidated)— Q2 Cumulative Key Financial Indicators





4 Consolidated P&L—Quarterly

| (Million JPY) | FY2019.6 | FY2020.6 Q1(Jul-Sep) | FY2020.6 Q2(Oct-Dec) | Growth | |
|---------------------------------------|-------------|-------------------------|-------------------------|--------|------|
| | Q2(Oct-Dec) | | | YoY | QoQ |
| GMV | 138,876 | 138,596 | 168,352 | +21% | +21% |
| Net sales | 13,235 | 14,548 | 18,445 | +39% | +27% |
| EBITDA | -841 | -6,692 | -6,508 | N/A | N/A |
| Margin (%) | -6.4% | -46.0% | -35.3% | - | - |
| Operating income | -1,140 | -7,010 | -6,895 | N/A | N/A |
| Margin (%) | -8.6% | -48.2% | -37.4% | - | - |
| Loss attributable to owners of parent | -1,587 | -7,113 | -6,990 | N/A | N/A |

^{1.} Operating income + Depreciation and Goodwill amortization

4 Consolidated BS

| (Million JPY) | FY2019.6 Q2(Oct-Dec) | FY2020.6 Q1(Jul-Sep) | FY2020.6 Q2(Oct-Dec) |
|------------------------------|-------------------------|-------------------------|-------------------------|
| Total current assets | 114,840 | 163,679 | 158,899 |
| Cash and cash equivalents | 104,704 | 137,946 | 111,351 |
| Total fixed assets | 6,180 | 14,308 | 27,376 |
| Total assets | 121,020 | 177,988 | 186,275 |
| Total liabilities | 61,651 | 131,653 | 145,165 |
| Other payables | 7,709 | 15,748 | 18,380 |
| Deposits received | 26,811 | 53,447 | 62,686 |
| Short-term debt ² | 8,495 | 1,178 | 1,095 |
| Long-term debt | 14,950 | 51,181 | 50,914 |
| Total net assets | 59,369 | 46,335 | 41,110 |

^{1.} A part of liabilities to users, which has been recorded as Other payables, is recorded as Deposits received retroactively for FY2019.6 Ql in order to better reflect the actual business activities.

^{2.} Includes long-term borrowings planned to be repaid within 1 year.

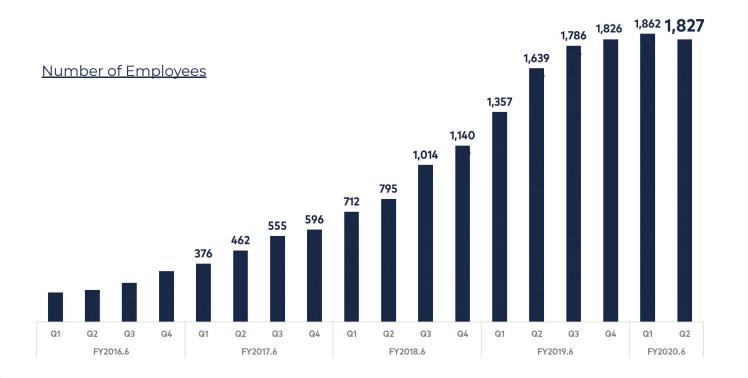
4 Mercari JP P&L

| (Billion JPY) | FY2019.6 Q2(Oct-Dec) | FY2020.6 Q1(Jul-Sep) | FY2020.6 Q2(Oct-Dec) |
|-----------------------------|-------------------------|-------------------------|-------------------------|
| GMV | 128.9 | 126.8 | 154.4 |
| Net sales | 12.2 | 12.0 | 14.4 |
| as % of GMV | 9.5% | 9.5% | 9.3% |
| Operating income | 3.0 | 0.7 | 2.7 |
| Margin(%) | 24.7% | 6.1% | 19.3% |
| Adjusted operating income 1 | 3.0 | 2.1 | 4.5 |
| Margin(%) | 24.7% | 17.8% | 31.7% |

^{1.} Excludes internal transactions with Merpay (outsourced payment processing fees)

Talent Supporting Mercari's High Growth

Continuing to hire highly specialized engineers in FY2020.6



4 Mercari JP—Category Breakdown

Men's

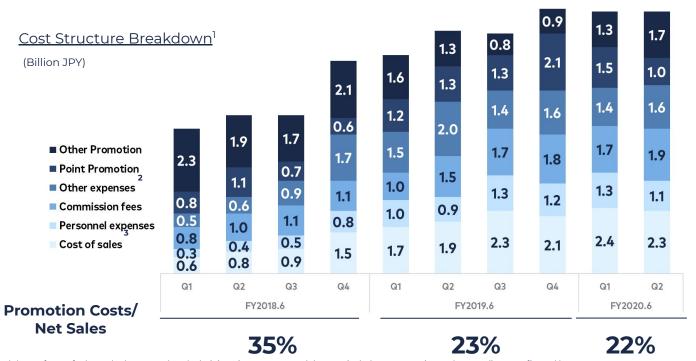
Implementation of by-category strategies to increase purchasing unit price and frequency

Others **Others** Women's 13% Women's **Babies and Babies and** 13% Children Children 23% 25% 4% 5% Sports and Sports and Leisure 6% 6% Leisure FY2020.6 FY2019.6 6% Q2 **Q2 7**% Cosmetics Cosmetics and Beauty and Beauty 7% 19% 19% 8% 18% **Entertainment** 19% **Entertainment Electronics Electronics** and Hobbies and Hobbies

Men's

GMV Category Breakdown

4 Mercari JP—Cost Structure



^{1.} Only a breakdown of cost of sales and sales, general, and administrative expenses, and does not include non-operating and extraordinary profits and losses

^{2.} Outsourcing expenses, rent, taxes and dues

^{3.} Includes engineers' personnel expenses

4 Mercari JP—Making Selling Easy: Rebalancing Buying and Listing

Up until FY2019.6





FY2020.6 and beyond



Buying Initiatives

- •TV/Online advertisements
- CRM initiatives
- Improved search
- Recommendation
- Payment method diversification

Listing Initiatives

- •TV/Online advertisements
- Al/Barcode listing
- Collaboration with Yamato Transport/ Japan Post
- Shipment from convenience stores

Listing initiatives for FY2020.6 and beyond

Product Initiatives

- •Will It Sell?1
- One-tap listing through Merpay (scheduled)

Offline Initiatives

- Mercari Workshops
- TsutsuMer Spots
- Selling and giving away of Mercari packaging materials
- •Collaboration with external community sites

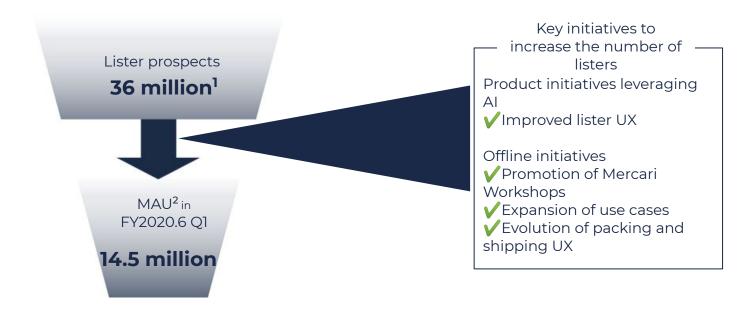
mercari

37

^{1.} Currently available to some users

4 Mercari JP—Making Selling Easy: Listing Growth Potential

Implement initiatives to increase the number of listers in order to sustainably grow Mercari

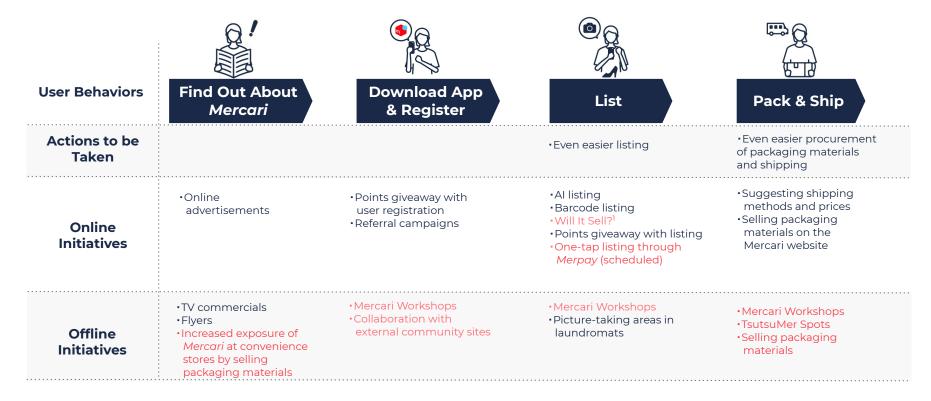


^{1.} Based on a survey conducted by Dentsu Macromill Insight in April 2019 to 1,260 males and females between ages 18 and 74.

Lister prospects recognize Mercari and have intention to list but have not listed anything yet; does not take into consideration app DL and buying experience.

^{2.} Some lister prospects included in MAU.

4 Mercari JP—Making Selling Easy: Listing Expansion



^{1.} Currently available to some users

^{*} Initiatives already implemented or scheduled to be implemented in FY2020.6 are in red

4 Mercari JP—Mercari's Comprehensive Payment Options











4 Mercari JP—Stress-Free and Affordable Shipping





| Affordable Shipping Prices mercari RakuRaku Mercari Shipping² | | | | | | | | | | |
|--------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------|--|--|--|--|--|--|--|--|
| Small size ³ 60 size ⁴ 100 size ⁴ | 195 JPY 700 JPY ⁵ 1,000 JPY ⁵ | Up to 378 JPY ⁶ 907 -1,987 JPY ⁶ 1,361 -3,089 JPY ⁶ | | | | | | | | |
| | mercari Yuyu Mercari Shipping² | POST | | | | | | | | |
| Small size ³ | 175 JPY | 185 -350 JPY ⁶ | | | | | | | | |
| 60 size ⁴ | 700 JPY ⁵ | 800 -1,520 JPY ⁶ | | | | | | | | |
| 100 size ⁴ | 1,000 JPY ⁵ | 1,260 -1,970 JPY ⁶ | | | | | | | | |
| | As of Dec. 2019 | | | | | | | | | |

^{6.} Shipping price depends on quantity and pick-up/drop-off location.



^{1.} Users can ship an item with a barcode at some shipping outlets.

^{2.} Shipping solutions offered in partnership with Yamato Transport and JP Post.

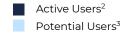
^{3.} For RakuRaku Mercari Shipping, width less than 2.5 cm. For Yuyu Mercari Shipping, width less than 3.0 cm.

^{4.} Total package size less than 60 cm or 100 cm. Total package size is the sum of the width, depth, and height of the package. RakuRaku Mercari Shipping is also available for over 100 cm.

^{5.} Increased shipping price by 100 JPY for 60 size or more effective April 1, 2019.

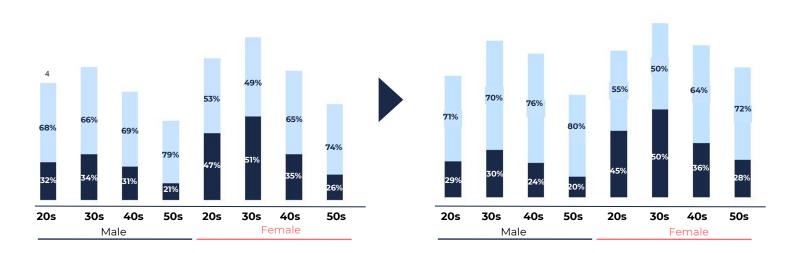
4 Mercari JP—Significant Potential to Scale User Base

Untapped Potential to Grow Active Users¹



March 2019

November 2019



^{4.} The height of the bar graph indicates the number of active/potential users



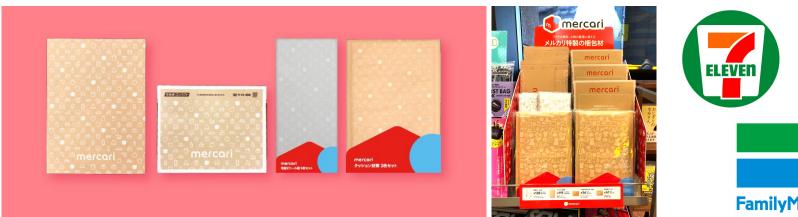
^{1.} Based on online surveys conducted by Macromill, Inc. in March and November 2019 of 6,000 people (between ages 18 and 59). Estimated figures for Active Users and Potential Users have been extrapolated from the survey results assuming a total population of smartphone users (between ages 18 and 59) of 55.17 million users.

^{2.} Individuals who used Mercari within the past month in Macromill's online surveys.

^{3.} Individuals who know Mercari and did not use Mercari within the past month but want to use Mercari in the future in Macromill's online surveys.

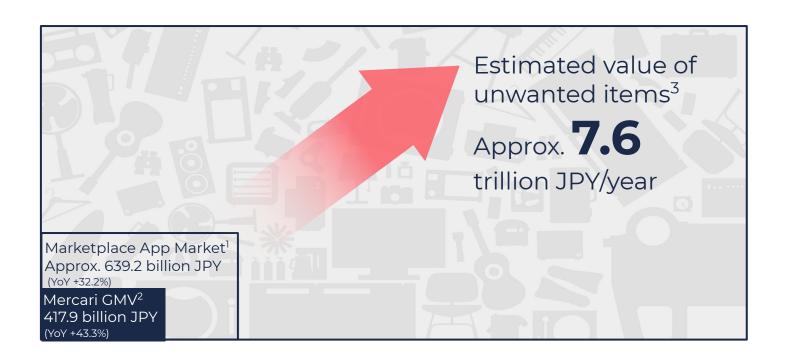
4 Mercari JP—Offline UX Enhancement

- After starting to sell Mercari packaging materials at 3 major convenience stores (approx. 30,000 locations) in October, expanded to approx. 40,000 locations by leveraging various promotions
- Sold approx. 2.3 million sets of packaging materials from October to December
- Under negotiation to explore other options in addition to convenience stores





Mercari JP—Extensive C2C Market Opportunities



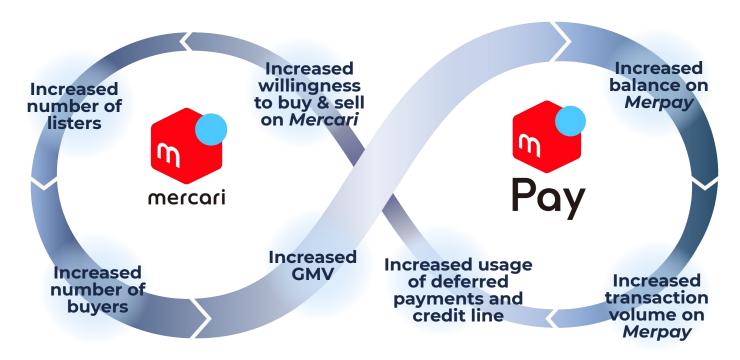
^{1.} Source: Ministry of Economy, Trade and Industry (April 2018, May 2019).

^{2.} Source: Company information. Japan GMV from January to December 2018.

^{3.} Source: Ministry of Economy, Trade and Industry (April 2018). Estimated total value of items described as "items that became no longer needed over the past year." Excludes aggregate value of automobiles, motorcycles, and motor scooters.

4 Merpay—Generating Synergy between Mercari and Merpay

- Monthly GMV of deferred payment users on *Merpay* higher than that of non-users
- New Mercari users coming from Merpay contribute to increase in GMV



4 Merpay—Enhance Synergy (1)

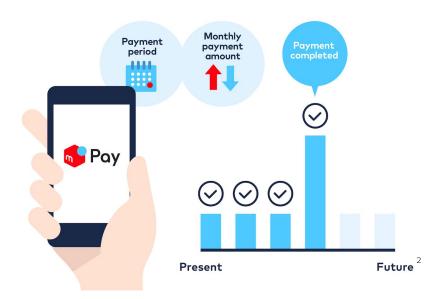
One-tap easy listing on Mercari based on online payment/purchasing history on Merpay¹



4 Merpay—Enhance Synergy (2)

Flexible installment payments added to the deferred payment service¹





^{1.} Scheduled to be introduced in Summer 2020

^{2.} For illustrative purposes only

4 Unique Positioning in the US Market

| | MARKETPLACE | | | CLASSIFIEDS | | | | OTHERS |
|------------------------------------------|-------------|----------|----------|-------------|----------------|----------|-------------------------|-------------|
| | м | ebay | Poshmark | craigslist | Offer/D. | letgo | Facebook Marketplace | TheRealReal |
| Mobile First ¹ | | × | | × | | | | × |
| C2C Focus ² | | × | Ø | × | | Ø | × | × |
| Cross Category ³ | | | × | • | ⊘ | Ø | Ø | × |
| Marketplace Reach (Nationwide) | ⊘ | ⊘ | | × | × | × | × | Ø |
| Everything Ships ⁴ | | Ø | | × | × ⁵ | × | × | Ø |
| Commission Revenue Model ⁶ | ⊘ | | | × | × | × | Ø | Ø |

As defined by Mercari, utilizing the following criteria:

- 1. Mobile First: services developed for mobile use rather than desktop use
- 2. C2C Focus: services provided primarily to individual consumers, rather than business-oriented users
- 3. Cross Category: not only fashion categories but multiple product categories simultaneously accessible via the shopping interface.
- 4. Everything Ships: desired shipping options are selectable and necessary shipping information easily shared within the shopping interface
- 5. Some limited goods available for shipping
- 6. Commission Revenue Model: range of payment options, such as credit card, bank transfers, and third-party payment (ex. PayPal), are seamlessly embedded into the shopping interface

4 Mercari US Driven by a Committed Management Team







facebook Google

СТО

SAMSUNG

Germaine Cota CFO

Linked in







Scott Levitan СМО Google



Shida Schubert VP of Product





Sho Masuda VP of Growth

P POSHMARK



Background





4 Kashima Antlers Joining the Mercari Group

Kashima Antlers contributing to the further growth of Mercari and Merpay

Expand customer base

Mutually expanding customer base with Kashima Antlers

Improve branding

Leveraging branding of Kashima Antlers, the leader in J.League Create business opportunities

Leveraging Mercari's know-how in J.League's transition period

4 Kashima Antlers—Strengthening Business Foundation

Strengthen business foundation with technology and business operation know-how

Focus on Digital Strategies

Redesigned official website in September 2019 with a mobile-first design and improved branding. Will further promote CRM with rich content including social media, such as video, and email newsletters while further increasing the maturity of digital marketing.



Stadium

- Re-entry and Mercari Road
 Increase the number of shops on Mercari
 Road on game days, and enable electronic
 ticket holders to leave and re-enter the
 stadium.
- Adoption of 5G
 Create new UX at Kashima Stadium with the theme of "5G Connected Stadium" leveraging 5G mobile communication systems.



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The FY2020.6 Q3 financial results are scheduled to be released at 15:00 or later on April 30, 2020. mercari

Mercari, Inc. TSE: 4385