

February 12, 2004

**Interim Financial Report (Consolidated)
for the First Half of the Fiscal Term Ending June 2004**

Name of listed company: The Goodwill Group, Inc.

JASDAQ registered securities

Ticker No.: 4723

Headquarter location: Tokyo

(URL <http://www.gwg.co.jp>)

Representative: Masahiro Origuchi Representative Director and Chairman

Contact person: Akira Kanazaki Managing Director, General Manager of Administration (03-3405-9262)

Name of parent company: --- (Ticker No.: ---) Parent's interest: --- %

Date of board of directors meeting on interim financial results: February 12, 2004

Application of US GAAP: None

1. Consolidated Interim Financial Results for the Half Year ending Dec. 2003 (July 1 ~ Dec. 31, 2003)

(1) Consolidated Business Results (Rounded down to the nearest million)

	Revenues		Operating Income		Ordinary Income	
	MM Yen	%	MM Yen	%	MM Yen	%
HY ending Dec. 2003	42,464	(46.4)	3,246	(30.4)	3,107	(26.4)
HY ending Dec. 2002	29,002	(24.2)	2,488	(56.9)	2,458	(59.9)
FY ending June 2003	62,272		4,971		4,814	

	Interim Net Income		Interim EPS	Fully Diluted EPS for the Interim Fiscal Period
	MM Yen	%	Yen	Yen
HY ending Dec. 2003	1,372	(6.9)	7,431.00	-
HY ending Dec. 2002	1,283	(52.3)	6,948.43	-
FY ending June 2003	2,548		13,466.65	-

(Note) *Investment gains (losses) accounted for by the equity method.*
 HY ending 12/2003: None HY ending 12/2002: None FY ending 06/2003: None

Average number of shares during the term (consolidated)

HY ending 12/2003 184,758 shares

HY ending 12/2002 184,763 shares

FY ending 06/2003 184,761 shares

Changes in accounting principles applied: None

Percentages in parentheses in the revenues, operating income, ordinary income, and net income sections indicate rate of year-on-year increase (decrease).

(2) Consolidated Financial Overview

	Total Assets	Shareholders' Equity	Equity Ratio	Shareholders' Equity per Share
	MM Yen	MM Yen	%	Yen
HY ending Dec. 2003	47,209	18,704	39.6	101,235.91
HY ending Dec. 2002	34,266	16,425	47.9	88,902.92
FY ending June 2003	38,485	17,538	45.6	94,604.10

(Note) *Number of shares outstanding at end of the term (consolidated)*

HY ending 12/2003 184,758 shares

HY ending 12/2002 184,761 shares

FY ending 06/2003 184,758 shares

(3) Consolidated Cash Flows

	Cash flows from operating activities	Cash flows from investing activities	Cash flows from financing activities	Cash and cash equivalents ending balance
	MM Yen	MM Yen	MM Yen	MM Yen
HY ending Dec. 2003	(902)	(1,861)	5,612	14,901
HY ending Dec. 2002	1,057	(1,540)	3,398	9,949
FY ending June 2003	3,089	(2,925)	4,855	12,052

(4) Items pertaining to the scope of consolidation and the application of equity method

Number of consolidated subsidiaries: 3

Non-consolidated subsidiaries accounted for by the equity method: 0

Affiliated companies accounted for by the equity method: 0

(5) Changes in the scope of consolidation and the application of equity method

Consolidation (New): -

(Exclusion): -

**2. Forecast on Consolidated Financial Results for the Full Year ended June 2004
(July 1, 2003 ~ June 30, 2004)**

	Revenues	Ordinary Income	Net Income
	MM Yen	MM Yen	MM Yen
Full year	85,000	5,900	3,000

(Reference) Forecasted EPS (Full year) 5,412.19 yen

- 1 The Company implemented a 3-for-1 split of common shares on January 20, 2004. The forecasted EPS is calculated assuming that the subject split took place at the beginning of the current term.
- 2 The forecast above is based on the information available as of the date of release of the subject material and leaves room for various uncertainties. As such, the actual business results could vary significantly, depending on various factors that may emerge going forward.

1. Overview of the Company Group

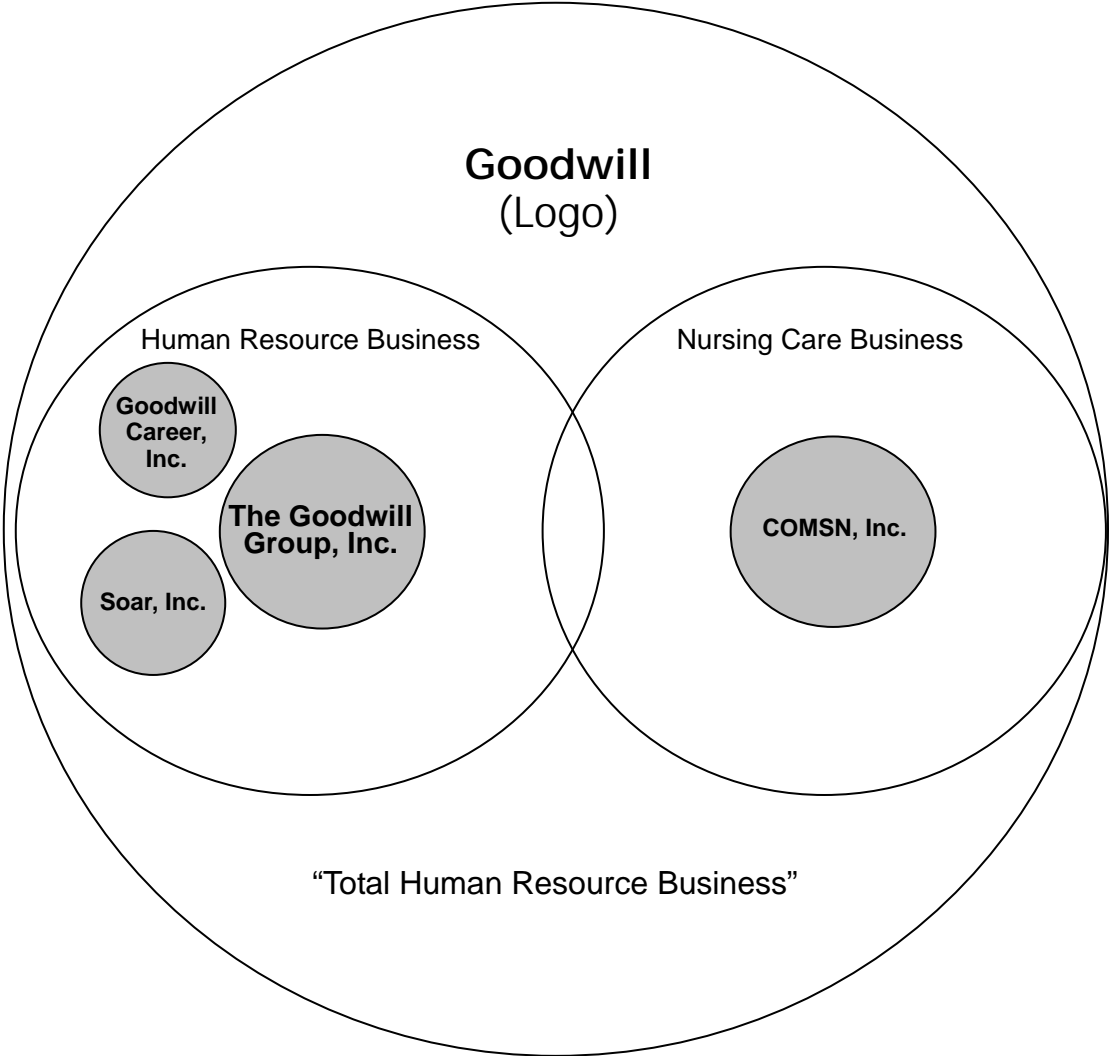
Goodwill's company group comprises of The Goodwill Group, Inc. (The Company) and its three subsidiaries. The Group offers "Total Human Resources Services" to accommodate various human resource related needs; its primary operations including subcontracting business which focuses on light labor, human resource related business centering on the Employee Counseling Program (EAP), and nursing care/medical support business with a focus on home nursing care service. The business descriptions, positioning of affiliated companies in relation to the subject businesses and the business segments are shown herebelow.

(As of December 31, 2003)

Business Segments	Name	Address	Paid-in Capital ('000 Yen)	Major Businesses	Voting Rights Ownership (%)	Affiliation Details	Remarks
Sub-contracting	The Goodwill Group, Inc. (The Company)	Minato-ku, Tokyo	13,674,660	Light labor subcontracting	---	---	
	Soar, Inc.	Minato-ku, Tokyo	400,000	Light labor subcontracting Driver dispatch business	100	Subcontracting operations in part/Outsourcing operations in part. No. of officers serving concurrently: 4	
Human Resource Related	Goodwill Career, Inc.	Minato-ku, Tokyo	492,000	Employee counseling program (EAP) business, recruiting support business	92.4	Receiving resourcing support/Placing advertisement orders. No. of officers serving concurrently: 3	
Nursing Care/ Medical Support	COMSN, Inc.	Minato-ku, Tokyo	14,148,350	Home nursing care service, home-call nursing care, home-call dental support, institutional nursing care, training business	78.1	No. of officers serving concurrently: 4	(Note)

(Note) As indicated in the Significant Subsequent Event section, the Company concluded a share exchange agreement with COMSN, Inc. on November 13, 2003, and the subject agreement was approved at the general shareholders' meeting held on January 20, 2004. As a result, COMSN, Inc. will become a fully owned subsidiary of the Company as of February 24, 2004.

The business organization chart of the company group is as follows.



2. Business Policies

1. Business Policy of the Company

The Group consistently upholds as its corporate principles the notions of “unyielding startup spirit”, “expansion and development”, “social contribution” and “self realization”. In today’s society which constantly undergoes rapid and dramatic changes, the Group understands that change itself is what generates opportunities and is well aware that the continuous challenge for something new, the pursuit for knowledge and technology, and their swift application are the keys to the development of the overall Goodwill Group. Furthermore, the Group thoroughly recognizes its role as a member of the society and believes that its mission is to contribute to society to the best of its ability particularly through providing job opportunities, as the public expects companies of the human resources industry, such as the Goodwill Group, to function as a receptacle for the workforces, especially today when the general employment environment is deteriorating. The Group also firmly believes that, in addition to “expansion and development” as well as “social contribution” at the corporate level, having the employees realize that they are individually supporting the Group’s expansion, development and social contribution efforts, and providing them with a place to seriously contemplate their futures and pursue self realization toward individual ends will in turn lead to the growth of the overall Goodwill Group and ultimately to the development of the society as a whole.

2. Basic Policy pertaining to Retained Earnings Appropriation

The Company and its group companies position the return of profits to the shareholders as one of its most important business missions, and will aim to realize stable dividend payment matching the profit levels while also securing sufficient reserve for the establishment of a stable business platform. Specifically, during the previous fiscal year, the Group realized interim dividend payment of 1,000 yen per share, and in the current interim period, the plan is to pay a total of 2,000 yen in dividends per share with 1,500 yen (before stock split) paid per share as interim dividend, and 500 yen per share paid as yearend dividend (after stock split; translates to 1,500 yen per share if before stock split).

3. Approach and Policies pertaining to the Devaluation of Investment Units

The importance of individual shareholders as long-term, stable share owners is perceived to heighten going forward given the dissolution of cross-shareholding and the transition from indirect to direct financing occurring at an accelerated pace. The Company is also fully aware of the importance of individual shareholders, and as such, believes that active information disclosure to individual investors through enhanced IR activities along with the devaluation of investment units making Goodwill shares more available to the individual investors are imperative steps. Since registering in the OTC market, the Company has implemented stock splits twice, and in the current consolidated fiscal year, additionally conducted a 3-for-1 split on January 20, 2004, thereby actively devaluing the investment units. The Company will consider implementing additional devaluation measures going forward while also carefully taking into account the market environment and stock price transitions.

4. Target Business Indices

From the perspective of maximizing corporate value, the Group is particularly conscious of the improvements in assets and capital efficiency; that is to say, improvements in ROE and ROA. Furthermore, for the Group which offers total human resources services, human resources are the most important assets. The Group believes that treasuring these assets that can not be quantified while lessening those assets that can be quantified – in other words, not holding surplus or low capacity assets – is vital for improving assets and capital efficiency. The Group pursues a business structure whereby individual resources exert their best performances to achieve high profitability with the use of minimum assets.

5. Mid- to Long-term Business Strategies and Missions

From the perspective of business management, the Group places particular importance in the maximization of corporate value; that is to say the maximization of market capitalization. The Group believes that firmly establishing itself in the “human resources”, “outsourcing” and “nursing care/medical support” markets which present endless potentials and expanding its profits through stable growth that is worthy of a “leading company in total human resources services” are the components leading to the enhancement of investors’ asset values.

The Group will aim to achieve maximization of corporate value which is a mission for all corporations. It is thoroughly aware of the fact that the shareholders’ expected rate of return is the “cost of capital” and understands that the realization of a return on equity significantly surpassing such expectations leads to the maximization of shareholder value and in turn the maximization of corporate value. Meanwhile, just blindly pursuing high growth through high leverage will adversely affect the stability of corporate value and even damage the corporate value against the Group’s intentions.

The Group will make every effort to enhance the growth cycles while constantly pursuing the best possible capital structure, and aspire to realize improvement relative to various financial indices.

Furthermore, the Group will reinforce its overall growth strategy through the ideal distribution of its internal business resources. Specifically, with regard to the principal businesses, the Group will aim to promote a sense of financial independence through conducting spin-offs into independent business entities, thereby realizing profit maximization at an early stage, while in cases where the concentration of business resources become imperative due to changes in business environment or the pursuit of the economies of scale, the Group will implement selection and concentration so as to consistently seek the means for ideal distribution of business resources.

6. Basic Approach toward Corporate Governance and Implementation Status of Pertinent Measures

With regard to corporate governance, the Company has implemented an operating officer system as of August 2000 in an effort to separate decision-making from the actual operation. Additionally, it increased one outside auditor upon resolution at the general shareholders meeting of September 2001, bringing the total to four, and again increased one outside auditor at the occasion of the general shareholders meeting of September 2002, bringing the number up to five, so as to reinforce the audit structure for monitoring the proper execution of duties by the directors. In addition, the Company is fully aware of the responsibility as a public company to fulfill accountability through active information disclosure, and is also exerting efforts in the area of IR (corporate communication for investors) activities. While the Company established an IR Office in February 2001 as a department dedicated to IR, in an attempt to strengthen overall corporate communication activities including those targeting investors, the Corporate Communications Department and the IR Office were integrated into the newly established Corporate Communications and IR Department. Going forward, the Company will attempt to continuously realize maximum corporate value from stage to stage by reinforcing IR, and by eliminating unnecessary credit risks on lack of information through updating the investors regularly with the Group's state of affairs.

7. Missions to be Pursues

While domestic economy is showing mild recovery, the unemployment rate is still high at the 5% range and the job environment continues to be difficult. As such, employment styles are projected to undergo various modifications at a more accelerated pace going forward.

Furthermore, with the significant change in the notion of labor among the Japanese people, the so-called fulltime employee system or the life-time employment system has in reality collapsed. For the companies, the shifting of labor costs from fixed costs to liquid expenses for the purpose of achieving efficient management has already become a widely accepted concept. Accordingly, The Goodwill Group is evolving from an "outsourcing business" to a "replacement company" (where fulltime employees and part-time staff of companies are replaced by Goodwill registered staff) of greater significance.

Under these environments, the Company will continue to pursue the important missions outlined herebelow.

The mission to ultimately maximize shareholder value by raising corporate value. This task will be accomplished by means of enrooting high profitability structure at all Group companies including the subsidiaries through having each employee embrace the company credo of "Unyielding Startup Spirit" as a fundamental belief, of establishing a well balanced business foundation, and of expanding profitability through stable business growth.

The company philosophy comprises of the concepts of "expansion and development", "social contribution", and "self realization", and the Company firmly believes that in a capitalistic society, enlarged reproduction is the source of corporate growth. As such, the Company will fully capitalize on economies of scale under the concept of "expansion and development", exert greater influence, bear "social contribution" as an important responsibility, and push forward its business operations for the purpose of assisting the employees, the business counterparts, and the shareholders to achieve "self realization".

With regard to the nursing care business, the Company understands that its mission is to further improve/guarantee the service quality by securing enough servicing capabilities to respond to the demand for home-call nursing care that is projected to rapidly expand going forward. To achieve the task, the Company will actively increase the number of service locations to enhance capacity, while concurrently hiring/training care managers and home helpers so as to secure resources. Additionally, the Company will strengthen synergies/support structures among the business operations by introducing highly demanded services such as home-call bathing, welfare equipment sale/rental, and home-call dental support to the existing home-call nursing care service locations so as to answer the various customer needs at just one stop.

In terms of the institutional nursing care business, the Company views the establishment of a sound service structure through active branch development to be the most important mission, and is therefore pushing forward development projects for both the group home and the pay nursing home businesses. Additionally, the Company intends to actively pursue opportunities in the other business areas.

3. Business Results

(1) Overview for the Half Year in Review

During the Company's consolidated interim fiscal year, the Japanese economy showed trends of mild recovery with improvements seen in corporate earnings, increase in capital investments and exports. Meanwhile, public investments dropped, unemployment rate fluctuated at high levels, and the overall economy transitioned without being able to show truly significant recovery.

Within such an environment, the subcontracting market in general presented steady growth as the needs on the part of client companies to reduce labor costs continuously multiplied, the public increasingly acknowledged the outsourcing business, and business flow in the distribution sector became active due to the economic recovery. In terms of the nursing care/medical support business, the benefit payment for nursing care insurance which amounted to 3,200 billion yen in 2000, its year of introduction, is projected to increase by 1.7 times to 5,500 billion yen in 2004, with the overall industry showing steady growth.

Within such economic conditions, for the half year in review, the consolidated interim revenues of the Group increased by 13,462 million yen on a year on year basis at 42,464 million yen. The significant increase was due to steady growths in the primary operations of light labor subcontracting along with the nursing care/medical support business. While the Group implemented advance investments particularly in terms of aggressive investments in new store launches to meet increasing demands, the consolidated operating income for the current interim period also increased year on year by 649 million yen to 3,107 million yen, and interim consolidated net income rose by 89 million yen year on year to 1,272 million yen.

The financial results for the current interim consolidated term per business segment are indicated herebelow.

Subcontracting Business

With regard to the subcontracting business for the current interim consolidated term, the Company pursued an active TV commercial publicity campaign (mobaito.com) to capture staff registration, and to thereby secure staff while also enhancing brand image. It also aggressively launched new branches to capitalize on the economies of scale on a nationwide level, and succeeded in capturing additional customers that operate on a national basis. As a result, the number of branches rose by 116 branches from the 302 branches at the end of the previous fiscal year to 418 branches, and the number of registered staff showed significant growth increasing by 150,000 from 990,000 to 1,140,000. With regard to the financial results, revenues amounted to 24,887 million yen, and operating income marked 2,562 million yen.

Human Resources Related Business

In the area of the Human Resources Related Business, since the previous consolidated fiscal year, the Employment Counseling Program (EAP) to treat stress and improve productivity of employees remaining at restructuring companies as well as the psychological assessment programs have been showing strong performance. Additionally, with more business activities observed in the distribution sector, the Company accelerated store launches for the driver dispatch business so as to capture the expanding demands. As a result, the Group posted 1,194 million yen in revenues, and 108 million yen in operating income for the consolidated interim period in review.

Nursing Care/Medical Support Business

With regard to the overview of nursing care and medical support business for the consolidated interim period in review, in the area of home nursing care services, the Group expanded the number of business locations and actively recruited and trained care managers and home helpers in response to the consistently high demand for home-call nursing care. Additionally, the Group enhanced the synergy structure among the business operations by introducing the highly demanded services of home-call bathing, welfare equipment sales/rental, and home-call dental support within the existing

home-call nursing care service locations. As a result, the number of customers as of the end of the current interim period increased to 40,972 from 33,406 at the start of the term. With regard to the institutional nursing care service and the training business both launched during the previous fiscal year, the Group began developing service sites on a full-scale basis as of the current interim period, and accordingly, the number of its group homes (communal life care facilities with capacity to accommodate elderly with dementia) increased to 33 locations, pay nursing homes to 2 locations, and training schools to 10 locations as of the end of the half year in review. Consolidated interim revenues marked 16,383 million yen and operating income stood at 570 million yen.

4. Financial Standings

(1) Overview

As of the end of the consolidated interim period, cash and cash equivalents (together referred to as "cash" hereinafter) stood at 14,901 million yen, 4,952 million yen higher on a year on year basis. The overview of individual cash flows and corresponding reasons are as follows.

(Cash flow from operating activities)

Cash used in operating activities came to 902 million yen (the same term of the previous fiscal year marked a cash increase by 1,057 million yen). This was due primarily to the increase in accounts receivable from expanded revenues in the subcontracting and nursing care/medical support businesses, along with higher corporate taxes stemming from increased earnings.

(Cash flow from investing activities)

Cash used in investing activities came to 1,861 million yen (the same term of the previous fiscal year marked a cash outflow of 1,540 million yen). This was due primarily to the acquisition of tangible fixed assets resulting from the headquarter move and the increase in service locations.

(Cash flow from financing activities)

Cash provided by financing activities came to 5,612 million yen (the same term of the previous fiscal year marked a cash increase by 3,398 million yen). This was due primarily to the increase in long-term borrowings resulting from the consolidation of the Group's financing functions, and the increase in bank loans to cover expenditures associated with the headquarter move and the equipments and facilities for COMSN's institutional nursing care business.

(2) Full year outlook

While the Japanese economy is showing trends of recovery, the current instability is expected to last for some time as various unpredictable factors are still abound. However, the subcontracting and nursing care industries which the Group belongs to are expected to show relatively strong growth backed by heightening customer needs. Of the human resource related businesses, the Employee Counseling Program (EAP) business is perceived to show strong growth, irrespective of the economic trends, given the rise in public awareness of such programs, and the driver dispatch business is also thought to grow steadily owing to more activities in the distribution sector. Meanwhile, in terms of resource dispatch other than drivers and the resource introduction business, the future outlook remains grim. Within such an environment, for the latter half of the fiscal year, the Group intends to nurture new businesses eyeing the Group's long-term expansion and development, while also making investments to realize aggressive launches of new service locations.

For the full fiscal year, the Group forecasts consolidated revenues of 85 billion yen, ordinary income of 5.9 billion yen, and net income of 3.0 billion yen.

4. Consolidated Interim Financial Statements

(1) Consolidated Interim Balance Sheet

Items	Previous Half Year (As of December 31, 2002)		Current Half Year (As of December 31, 2003)		Previous Fiscal Year (As of June 30, 2003)		
	Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total	
(Assets)							
I. Current Assets							
1. Cash and deposits	11,042,362		14,941,803		12,053,670		
2. Trade notes and accounts receivable	5,750,356		8,401,179		4,999,280		
3. Accrued revenues	4,418,700		6,612,795		5,571,231		
4. Deferred tax assets	173,045		213,342		246,556		
5. Prepaid expenses	373,283		610,855		404,403		
6. Others	157,986		264,964		160,826		
7. Allowance for doubtful accounts	(51,534)		(74,611)		(58,613)		
Total current assets	21,864,201	63.8	30,970,328	65.6	23,377,355	60.7	
II. Fixed Assets							
1. Tangible assets							
(1) Buildings and structures	608,892		1,299,754		680,221		
Accumulated depreciation	199,525	409,367	270,369	1,029,384	231,781	448,439	
(2) Furniture and fixtures	1,833,276		2,906,013		2,106,008		
Accumulated depreciation	943,432	889,843	1,225,284	1,680,729	1,153,577	952,430	
(3) Land		331,200		331,200		331,200	
(4) Others	137,492		146,545		147,008		
Accumulated depreciation	97,323	40,168	103,070	43,474	107,195	39,812	
Total tangible assets		1,670,580		3,084,788		1,771,883	
2. Intangible assets							
(1) Consolidation adjustment account		7,402,446		8,186,890		8,648,282	
(2) Software		332,005		248,776		289,198	
(3) Others		209,669		210,252		207,755	
Total intangible assets		7,944,122		8,645,919		9,145,231	
3. Investments and other assets							
(1) Investment securities		1,044,639		1,696,550		1,632,052	
(2) Long-term loans		416,520		69,017		77,985	
(3) Deferred tax assets		152,464		183,140		162,031	
(4) Bankruptcy claims		190,079		201,237		187,691	
(5) Rent deposit		741,315		2,030,310		1,830,394	
(6) Long-term prepaid expenses		240,704		369,887		329,506	
(7) Others		154,406		140,638		142,561	
(8) Allowance for doubtful accounts		(152,865)		(182,650)		(170,971)	
Total investments and other assets		2,787,264		4,508,130		4,191,253	
Total fixed assets		12,401,966	36.2	16,238,838	34.4	15,108,368	39.3
III. Deferred Assets		41	0.0	-	-	21	0.0
Total assets		<u>34,266,209</u>	100.0	<u>47,209,166</u>	100.0	<u>38,485,745</u>	100.0

Items	Previous Half Year (As of December 31, 2002)		Current Half Year (As of December 31, 2003)		Previous Fiscal Year (As of June 30, 2003)	
	Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total
(Liabilities)						
I. Current Liabilities						
1. Short-term borrowings	11,400,374		11,333,520		12,826,010	
2. Current portion of bonds	51,000		-		51,000	
3. Accrued expenses	3,375,857		5,499,384		4,005,852	
4. Accrued income taxes	1,154,540		1,305,642		1,569,508	
5. Accrued consumption taxes	428,876		590,183		610,994	
6. Others	807,585		799,950		826,070	
Total current liabilities	17,218,233	50.2	19,528,680	41.4	19,889,436	51.7
II. Fixed Liabilities						
1. Long-term borrowings	143,020		7,652,000		358,600	
2. Employees retirement benefits	26,429		22,738		23,147	
3. Directors' retirement benefits	20,499		26,666		23,499	
4. Others	67,916		664,444		208,283	
Total fixed liabilities	257,865	0.8	8,365,849	17.7	613,530	1.6
Total liabilities	17,476,099	51.0	27,894,530	59.1	20,502,966	53.3
(Minority Interests)						
Minority Interests	364,317	1.1	610,470	1.3	443,913	1.1
(Shareholders' Equity)						
I. Paid-in capital	13,674,660	39.9	13,674,660	29.0	13,674,660	35.5
II. Capital reserve	16,345,269	47.7	16,345,269	34.6	16,345,269	42.5
III. Retained earnings	(13,577,408)	(39.7)	(11,369,687)	(24.1)	(12,497,870)	(32.5)
IV. Net unrealized holding gain (loss) on securities	(14,133)	(0.0)	57,928	0.1	20,245	0.1
V. Treasury stock	(2,594)	(0.0)	(4,004)	(0.0)	(3,439)	(0.0)
Total shareholders' equity	16,425,792	47.9	18,704,166	39.6	17,538,865	45.6
Total liabilities, minority interests, and shareholders' equity	34,266,209	100.0	47,209,166	100.0	38,485,745	100.0

(2) Consolidated Interim Statement of Income

Items	Note	Previous Half Year (From July 1, 2002 To December 31, 2002)		Current Half Year (From July 1, 2003 To December 31, 2003)		Previous Fiscal Year (From July 1, 2002 To June 30, 2003)	
		Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total	Amount ('000 Yen)	% Total
I. Revenues		29,002,333	100.0	42,464,524	100.0	62,272,920	100.0
II. Cost of goods sold		19,499,698	67.2	28,061,505	66.1	41,909,483	67.3
Gross profit		9,502,634	32.8	14,403,018	33.9	20,363,437	32.7
III. Selling, general and administrative expenses							
1. Salary and other allowances		3,156,085		4,795,777		6,955,627	
2. Provision for accrued employee retirement benefits		1,413		418		2,750	
3. Provision for accrued directors' retirement benefits		3,166		3,166		6,166	
4. Rent		612,569		757,630		1,254,550	
5. Communication expenses		376,266		574,846		831,227	
6. Amortization of consolidated adjustment account		188,791		232,579		384,969	
7. Depreciation		193,490		361,628		457,464	
8. Provision for allowance for doubtful accounts		20,698		27,678		39,531	
9. Advertising expenses		484,212		1,475,150		1,050,291	
10. Others		1,977,535	24.2	2,927,600	26.3	4,409,023	24.7
Operating Income		2,488,403	8.6	3,246,541	7.6	4,971,833	8.0
IV. Non-operating income							
1. Interest income		15,594		13,530		30,899	
2. Dividend income		9,280		50		9,362	
3. Commission income		28,993		14,094		36,198	
4. Rent income		6,820		9,165		13,258	
5. Others		5,156	0.2	19,565	0.1	20,424	0.2
V. Non-operating expenses							
1. Interest expenses		83,034		141,011		179,592	
2. Losses on capital investment		7,956		6,819		20,223	
3. Commission fees		-		39,216		36,432	
4. Others		5,172	0.3	8,419	0.4	31,431	0.5
Ordinary income		2,458,083	8.5	3,107,481	7.3	4,814,296	7.7
VI. Special income							
1. Gains from the sale of fixed assets	1	-		1,161		-	
2. Gains from the sale of investment securities		-		83,447		-	
3. Gains on prior year adjustments		2,140		-		9,263	
4. Gains on contributions	2	1,347,677	4.6	-	84,609	1,356,731	2.2
VII. Special losses							
1. Loss on disposal of fixed assets	3	16,544		7,809		43,868	
2. Valuation loss on investment securities		8,200		1,546		21,242	
3. Loss on sale of investment securities		1,174,840		414		1,174,840	
4. Loss on change of holding ratio		148,294		243,921		148,294	
5. Loss associated with headquarter move	4	-	4.6	175,716	1.0	-	2.2
Income before income taxes		2,460,022	8.5	2,762,682	6.5	4,792,047	7.7
Income, residence and enterprise taxes		1,083,000		1,300,437		2,129,920	
Adjustments on income taxes		(51,732)	3.6	(12,173)	3.1	(157,017)	3.2
Minority interests		144,942	0.5	101,477	0.2	271,032	0.4
Net income		1,283,813	4.4	1,372,941	3.2	2,548,112	4.1

(3) Consolidated Interim Statement of Retained Earnings

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)		Current Half Year (From July 1, 2003 To December 31, 2003)		Previous Fiscal Year (From July 1, 2002 To June 30, 2003)	
	Amount ('000 Yen)		Amount ('000 Yen)		Amount ('000 Yen)	
(Capital Surplus)						
I. Capital surplus beginning balance		16,345,269		16,345,269		16,345,269
II. Capital surplus ending balance		16,345,269		16,345,269		16,345,269
(Retained Earnings)						
I. Retained earnings beginning balance		(14,692,647)		(12,497,870)		(14,692,647)
II. Increase in retained earnings						
1. Interim net income	1,283,813	1,283,813	1,372,941	1,372,941	2,548,112	2,548,112
III. Decrease in retained earnings						
1. Dividend	138,574		184,758		323,335	
2. Bonuses for directors and auditors	30,000	168,574	60,000	244,758	30,000	353,335
IV. Retained earnings ending balance		(13,577,408)		(11,369,687)		(12,497,870)

(4) Consolidated Interim Statement of Cash Flows

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
	Amount ('000 Yen)	Amount ('000 Yen)	Amount ('000 Yen)
I. Cash flows from operating activities			
1. Income before income taxes	2,460,022	2,762,682	4,792,047
2. Depreciation and amortization expenses	280,919	447,991	637,788
3. Gains from sale of fixed assets	-	(1,161)	-
4. Losses from removal/sale of fixed assets	16,544	7,809	43,868
5. Amortization of consolidation adjustment accounts	188,791	232,579	384,969
6. Amortization of long-term prepaid expenses	20,239	35,587	48,624
7. Increase in allowance for doubtful accounts	20,545	27,678	45,729
8. Increase/(decrease) in reserve for retirement benefits	(588)	(408)	(3,870)
9. Increase/(decrease) in reserve for retirement benefits for directors and auditors	(583)	3,166	2,416
10. Interest and dividend income	(24,874)	(13,580)	(40,262)
11. Interest expenses	83,034	141,011	179,592
12. Losses from capital investment	7,956	6,819	20,223
13. Gains from sale of investment securities	-	(83,447)	-
14. Losses from changes in holding ratio	148,294	243,921	148,294
15. Gains from contributions	(1,347,677)	-	(1,356,731)
16. Losses from sale of investment securities	1,174,840	414	1,174,840
17. Valuation losses on investment securities	8,200	1,546	21,242
18. Losses associated with headquarter move	-	92,159	-
19. Increase in trade notes and accounts receivable	(1,599,005)	(3,415,444)	(851,848)
20. Increase in accrued revenues	(752,086)	(1,041,564)	(1,904,616)
21. Increase in rent deposit	(127,582)	(199,915)	(433,751)
22. Increase in accrued expenses	934,347	1,490,790	1,556,701
23. Directors and auditors' bonus payment	(30,000)	(60,000)	(30,000)
24. Others	417,314	100,492	193,245
Subtotal	1,878,653	779,127	4,628,503
25. Receipt of interest and dividend	18,966	21,096	33,417
26. Interest payments	(84,944)	(138,402)	(185,841)
27. Income tax payments	(755,021)	(1,564,303)	(1,386,972)
Net cash provided by operating activities	1,057,654	(902,482)	3,089,106
II. Cash flows from investing activities			
1. Expenditure on remittance to time deposits	(1,062,900)	(40,000)	-
2. Proceeds from withdrawal from time deposits	8,553	1,000	37,553
3. Proceeds from sale of investment securities	683,718	157,716	693,718
4. Expenditure on acquisition of investment securities	(649,980)	(77,360)	(1,206,700)
5. Expenditure on additional acquisition of consolidated subsidiary shares	(487,875)	-	(1,976,384)
6. Expenditure on acquisition of tangible fixed assets	(274,118)	(1,892,919)	(390,264)
7. Proceeds from sale of tangible fixed assets	7,683	3,953	-
8. Expenditure on acquisition of intangible fixed assets	(10,230)	(21,334)	(29,351)
9. Expenditure due to lending	(200,840)	(5,000)	(447,030)
10. Proceeds from recovery of loans	445,797	7,005	1,172,936
11. Expenditure on acquiring guaranty deposits	-	-	(782,909)
12. Others	-	5,749	2,989
Net cash used in investment activities	(1,540,192)	(1,861,189)	(2,925,442)

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
	Amount ('000 Yen)	Amount ('000 Yen)	Amount ('000 Yen)
III. Cash flows from financing activities			
1. Net increase in short-term borrowings	3,695,800	(2,533,500)	5,054,100
2. Proceeds from receiving long-term borrowings	55,600	8,600,000	500,000
3. Expenditure on repayment of long-term borrowings	(241,913)	(265,590)	(403,397)
4. Proceeds from minority shareholder's financing	40,000	30,000	40,000
5. Expenditure on redemption of bonds	(10,000)	(30,000)	(10,000)
6. Others	(140,640)	(188,105)	(324,850)
Net cash provided by financing activities	3,398,846	5,612,804	4,855,852
IV. Effect of exchange rate changes on cash and cash equivalents	-	-	-
V. Increase in cash and cash equivalents	2,916,308	2,849,133	5,019,517
VI. Cash and cash equivalents beginning balance	7,033,152	12,052,670	7,033,152
VII. Cash and cash equivalents ending balance	9,949,461	14,901,803	12,052,670

Important basis of presenting consolidated interim financial statements

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
1. Scope of consolidation	<p>Number of consolidated subsidiaries: 3 (Consolidated subsidiaries) Goodwill Career, Inc. COMSN, Inc. Soar, Inc.</p> <p>With regard to Ru yu bang ren li gufen Co., Ltd., the Company's overseas subsidiary, its total assets, revenues, net interim income, and retained earnings do not have material impact on the consolidated financial statements. As such, the subject entity is excluded from the scope of consolidation.</p>	<p>Number of consolidated subsidiaries: 3 (Consolidated subsidiaries) Goodwill Career, Inc. COMSN, Inc. Soar, Inc.</p> <p>With regard to Ru yu bang ren li gufen Co., Ltd. and Gui dou wei li jituan Co., Ltd., the Company's overseas subsidiaries, and Goodwill Engineering, Inc., the Company's domestic subsidiary, the subject entities are all small in scale and their combined total assets, revenues, net income and retained earnings do not have material impact on the consolidated financial statements. As such, these entities are excluded from the scope of consolidation.</p>	<p>Number of consolidated subsidiaries: 3 (Consolidated subsidiaries) Goodwill Career, Inc. COMSN, Inc. Soar, Inc.</p> <p>With regard to Ru yu bang ren li gufen Co., Ltd. and Gui dou wei li jituan Co., Ltd., the Company's overseas subsidiaries, and Advanced K.K., the Company's domestic subsidiary, the subject entities are all small in scale and their combined total assets, revenues, net income and retained earnings do not have material impact on the consolidated financial statements. As such, these entities are excluded from the scope of consolidation.</p>
2. Scope of Application of Equity Method	<p>Non-consolidated subsidiaries not accounted for by the equity method: 1 Ru yi bang ren li gufen Co., Ltd.</p> <p>(Basis for not applying the equity method) The equity method is not applied as the subject entity has no material impact on consolidated interim net income or retained earnings.</p>	<p>Non-consolidated subsidiaries not accounted for by the equity method: 3 Ru yi bang ren li gufen Co., Ltd. Gui dou wei li jituan Co., Ltd. Goodwill Engineering, Inc.</p> <p>(Note) Goodwill Engineering, Inc. has been renamed as Advanced K.K. as of October 29, 2003.</p> <p>(Basis for not applying the equity method) The above three entities have marginal impact on consolidated interim net income or retained earnings individually, and are not material even collectively.</p>	<p>Non-consolidated subsidiaries not accounted for by the equity method: 3 Ru yi bang ren li gufen Co., Ltd. Gui dou wei li jituan Co., Ltd. Advanced K.K.</p> <p>(Basis for not applying the equity method) The above three entities have marginal impact on consolidated net income or retained earnings individually, and are not material even collectively.</p>
3. Interim (fiscal) periods for the consolidated subsidiaries	<p>The interim periods of the Company's consolidated subsidiaries are the same as the consolidated interim period.</p>	<p>Same as left</p>	<p>The fiscal periods of the Company's consolidated subsidiaries are the same as the consolidated fiscal period.</p>

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
4. Accounting principles	<p>(1) Valuation standard and method for significant assets</p> <p>a) Marketable securities Other marketable securities Those that have fair market values: Marked-to-market at the end of interim period (Unrealized gains and losses from the reevaluation are directly charged or credited to the shareholders' equity, and the book value of securities sold is calculated by using moving average.) Those that have no fair market values: Stated as cost using moving average.</p> <p>(2) Depreciation method of significant depreciable assets</p> <p>a) Tangible fixed assets Declining balance method. (Straight line method applied to buildings acquired after April 1, 1998 (excluding building attachment)) With regard to useful life and residual value, the same basis as that of the method set forth by the Corporation Tax Law is applied. However, assets with acquisition costs over 100,000 yen and below 200,000 yen are depreciated uniformly over a three year period.</p> <p>b) Intangible fixed assets Straight line method. With regard to useful life, the same basis as that of the method set forth by the Corporation Tax Law is applied. However, software (for internal use) is amortized by straight line method over the expected available periods (5 years).</p>	<p>(1) Valuation standard and method for significant assets</p> <p>a) Marketable securities Same as left</p> <p>(2) Depreciation method of significant depreciable assets</p> <p>Same as left.</p> <p>b) Intangible fixed assets Same as left.</p>	<p>(1) Valuation standard and method for significant assets</p> <p>a) Marketable securities Other marketable securities Those that have fair market values: Marked-to-market at the end of fiscal period (Unrealized gains and losses from the reevaluation are directly charged or credited to the shareholders' equity, and the book value of securities sold is calculated by using moving average.) Those that have no fair market values: Stated as cost using moving average.</p> <p>(2) Depreciation method of significant depreciable assets</p> <p>a) Tangible fixed assets Declining balance method. Same as left.</p> <p>b) Intangible fixed assets Same as left.</p>

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
	<p>c) Long-term prepaid expenses Straight line method. The same basis as that of the method set forth by the Corporation Tax Law is applied.</p> <p>(3) Accounting for significant allowances</p> <p>a) Allowance for doubtful accounts To reserve for potential credit losses on receivables, allowances are provided for potential losses on general credits by estimating uncollectible amounts using historical rates. For potential losses on specific problematic credits such as doubtful accounts and bad loans, allowances are provided for by estimating uncollectible amounts through the assessment of individual collectibility.</p> <p>b) Allowance for retirement benefits To provide for the employees' retirement benefits, reserve for retirement benefits is recorded based on the projected retirement benefit obligations up to the end of current consolidated interim period.</p> <p>c) Allowance for retirement benefits for directors and auditors. To provide for the payment of retirement benefits for fulltime directors and auditors, reserve for such benefits are recorded on the basis of actual amount needed up to the end of current consolidated interim period as per the Company's internal regulations on the subject allowance.</p>	<p>c) Long-term prepaid expenses Same as left.</p> <p>(3) Accounting for significant allowances</p> <p>a) Allowance for doubtful accounts Same as left.</p> <p>b) Allowance for retirement benefits Same as left.</p> <p>c) Allowance for retirement benefits for directors and auditors. Same as left.</p>	<p>c) Long-term prepaid expenses Same as left.</p> <p>(3) Accounting for significant allowances</p> <p>a) Allowance for doubtful accounts Same as left.</p> <p>b) Allowance for retirement benefits To provide for the employees' retirement benefits, reserve for retirement benefits is recorded based on the projected retirement benefit obligations up to the end of current consolidated fiscal year.</p> <p>c) Allowance for retirement benefits for directors and auditors. To provide for the payment of retirement benefits for fulltime directors and auditors, reserve for such benefits are recorded on the basis of actual amount needed up to the end of current consolidated fiscal year as per the Company's internal regulations on the subject allowance.</p>

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
	<p>(4) Treatment of significant lease transactions</p> <p>With respect to the financial lease transactions that do not involve the transfer of ownership of the leased assets to lessee, such transactions are treated in accordance with the accounting method applied to ordinary lease transactions.</p> <hr/> <p>(5) Other significant basis for presenting the consolidated interim financial statements</p> <p>Accounting treatment of consumption tax</p> <p>Taxes are excluded in the accounting treatment of consumption and local consumption taxes.</p>	<p>(4) Treatment of significant lease transactions</p> <p>Same as left.</p> <p>(5) Important hedge accounting method</p> <p>a) Important hedge accounting method</p> <p>As interest rate swap qualifies for special accounting treatment, such accounting treatment is applied.</p> <p>b) Means and object of hedging</p> <p>Means of hedging: interest rate swap</p> <p>Object of hedging: interest on borrowings</p> <p>c) Hedging policy</p> <p>Interest rate swap is used for the purpose of hedging fluctuation risks associated with interests on borrowings.</p> <p>d) Method to judge the validity of hedging</p> <p>As the interest rate swap qualifies for special accounting treatment, their validity is clear.</p> <p>(6) Other significant basis for presenting the consolidated interim financial statements</p> <p>Accounting treatment of consumption tax</p> <p>Same as left.</p>	<p>(4) Treatment of significant lease transactions</p> <p>Same as left.</p> <hr/> <p>(5) Other significant basis for presenting the consolidated financial statements</p> <p>Accounting treatment of consumption tax</p> <p>Same as left.</p>

Items	Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
5. Scope of the definition of "fund" in the interim consolidated statement of cash flows (consolidated statement of cash flows)	"Fund" (cash and cash equivalents) as defined in the consolidated interim statement of cash flows includes cash in hand, deposits that are readily available for withdrawal, and short-term investment securities with maturity of less than three months from the date of purchase that are easily exchangeable into cash and have marginal volatility risks.	Same as left.	"Fund" (cash and cash equivalents) as defined in the consolidated statement of cash flows includes cash in hand, deposits that are readily available for withdrawal, and short-term investment securities with maturity of less than three months from the date of purchase that are easily exchangeable into cash and have marginal volatility risks.

Changes in the presentation of the financial statements

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)
(Consolidated interim statement of income) The "commission income" and "rent income", historically included in the "others" section of the non-operating income, are henceforth listed independently, as each of their amounts have exceeded 1/10 (one-tenth) of the total non-operating income. The amounts of the said items included in the "others" section the previous half year period were 2.806 million yen in commission income and 3.804 million yen in rent income.	_____

Additional Information

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
<p>(Accounting Treatment pertaining to Treasury stocks and Reversal of Legal Reserves)</p> <p>“Accounting Standards pertaining to Treasury Stocks and Reversal of Legal Reserves” (Enterprise Accounting Standards No. 1) is being applied as of the current consolidated interim period. This does not materially impact the gains and losses for the current consolidated interim period.</p> <p>Given the revisions of consolidated interim financials regulations, the shareholders' equity section of the current interim period's consolidated financial statements and the consolidated statement of retained earnings have been prepared in accordance with the revised regulations.</p>	_____	_____

Notes to the financial statements

(Consolidated interim balance sheet)

As of the End of the Previous Half Year (As of December 31, 2002)	As of the End of the Current Half Year (As of December 31, 2003)	As of the End of the Previous Fiscal Year (As of June 30, 2003)
<p>1. 1 Collateralized assets</p> <p>The collateralized assets and their corresponding liabilities are as follows.</p> <p>(1) Collateralized assets ('000 Yen)</p> <p>Cash and deposits 532,121</p> <p>(2) Corresponding liabilities ('000 Yen)</p> <p>Short-term borrowings 1,010,000</p>		
<p>2. 2 Treatment of notes maturing at the end of the current consolidated interim period</p> <p>Notes maturing at the end of the current consolidated interim period are settled on the note clearance date.</p> <p>As the ending date of the current consolidated interim period fell on a bank holiday, the following matured notes are included in the current interim term ending balance.</p> <p>Notes receivable ('000 yen) 8,485</p>	<p>1. 2 Treatment of notes maturing at the end of the current consolidated interim period</p> <p>Notes maturing at the end of the current consolidated interim period are settled on the note clearance date.</p> <p>As the ending date of the current consolidated interim period fell on a bank holiday, the following matured notes are included in the current interim term ending balance.</p> <p>Notes receivable ('000 yen) 19,178</p>	

(Consolidated interim statement of income)

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)																																																
<p>1. 2 "Gains on contributions" include 1,175 million yen in "gains from shares received" to cover the 1,174.84 million yen "loss on sale of investment securities" recorded under "special losses", and 172.676 million yen in "gains from waiver on lease agreement balance".</p> <p>2. 3 The breakdown of "loss on disposal of fixed assets" are as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Buildings</td> <td style="text-align: right;">7,349</td> </tr> <tr> <td>Furniture and fixtures</td> <td style="text-align: right;">9,076</td> </tr> <tr> <td><u>Tangible assets "Others"</u></td> <td style="text-align: right;"><u>118</u></td> </tr> <tr> <td>Total:</td> <td style="text-align: right;">16,544</td> </tr> </table>		('000 Yen)	Buildings	7,349	Furniture and fixtures	9,076	<u>Tangible assets "Others"</u>	<u>118</u>	Total:	16,544	<p>1. 1 The breakdown of "gains from the sale of fixed assets" is as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td>Tangible fixed assets "Others"</td> <td style="text-align: right;">1,161</td> </tr> <tr> <td>(('000 Yen)</td> <td></td> </tr> </table> <p>2. 3 The breakdown of "loss on disposal of fixed assets" are as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Buildings</td> <td style="text-align: right;">2,363</td> </tr> <tr> <td>Furniture and fixtures</td> <td style="text-align: right;">4,834</td> </tr> <tr> <td>Software</td> <td style="text-align: right;">55</td> </tr> <tr> <td><u>Tangible assets "Others"</u></td> <td style="text-align: right;"><u>556</u></td> </tr> <tr> <td>Total:</td> <td style="text-align: right;">7,809</td> </tr> </table> <p>3. 4 The breakdown of "loss associated with headquarter move" are as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td>Losses on retirement of building</td> <td style="text-align: right;">54,716</td> </tr> <tr> <td>(('000 Yen)</td> <td></td> </tr> <tr> <td>Losses on removal of furniture and fixtures</td> <td style="text-align: right;">37,442</td> </tr> <tr> <td>Others</td> <td style="text-align: right;">83,557</td> </tr> <tr> <td><u>Total:</u></td> <td style="text-align: right;"><u>175,716</u></td> </tr> </table>	Tangible fixed assets "Others"	1,161	(('000 Yen)			('000 Yen)	Buildings	2,363	Furniture and fixtures	4,834	Software	55	<u>Tangible assets "Others"</u>	<u>556</u>	Total:	7,809	Losses on retirement of building	54,716	(('000 Yen)		Losses on removal of furniture and fixtures	37,442	Others	83,557	<u>Total:</u>	<u>175,716</u>	<p>1. 2 "Gains on contributions" include 1,175 million yen in "gains from shares received" to cover the 1,174.84 million yen "loss on sale of investment securities" recorded under "special losses", and 181.731 million yen in "gains from waiver on lease agreement balance".</p> <p>2. 3 The breakdown of "loss on disposal of fixed assets" are as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Buildings</td> <td style="text-align: right;">17,120</td> </tr> <tr> <td>Furniture and fixtures</td> <td style="text-align: right;">20,454</td> </tr> <tr> <td>Software</td> <td style="text-align: right;">6,063</td> </tr> <tr> <td><u>Tangible assets "Others"</u></td> <td style="text-align: right;"><u>229</u></td> </tr> <tr> <td>Total:</td> <td style="text-align: right;">43,868</td> </tr> </table>		('000 Yen)	Buildings	17,120	Furniture and fixtures	20,454	Software	6,063	<u>Tangible assets "Others"</u>	<u>229</u>	Total:	43,868
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(Consolidated interim statement of cash flows)

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)																								
<p>1. The reconciliation between the balance of cash and cash equivalents at the end of the interim period and the amount listed in the consolidated interim balance sheet is as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Cash and cash equivalents</td> <td style="text-align: right;">11,042,362</td> </tr> <tr> <td>Time deposits with maturity in excess of 3 months</td> <td style="text-align: right;">(1,092,900)</td> </tr> <tr> <td><u>Total cash and cash equivalents</u></td> <td style="text-align: right;"><u>9,949,461</u></td> </tr> </table>		('000 Yen)	Cash and cash equivalents	11,042,362	Time deposits with maturity in excess of 3 months	(1,092,900)	<u>Total cash and cash equivalents</u>	<u>9,949,461</u>	<p>1. The reconciliation between the balance of cash and cash equivalents at the end of the interim period and the amount listed in the consolidated interim balance sheet is as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Cash and cash equivalents</td> <td style="text-align: right;">14,941,803</td> </tr> <tr> <td>Time deposits with maturity in excess of 3 months</td> <td style="text-align: right;">(40,000)</td> </tr> <tr> <td><u>Total cash and cash equivalents</u></td> <td style="text-align: right;"><u>14,901,803</u></td> </tr> </table>		('000 Yen)	Cash and cash equivalents	14,941,803	Time deposits with maturity in excess of 3 months	(40,000)	<u>Total cash and cash equivalents</u>	<u>14,901,803</u>	<p>1. The reconciliation between the balance of cash and cash equivalents at the end of the fiscal year and the amount listed in the consolidated balance sheet is as follows.</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: right;">('000 Yen)</td> </tr> <tr> <td>Cash and cash equivalents</td> <td style="text-align: right;">12,053,670</td> </tr> <tr> <td>Time deposits with maturity in excess of 3 months</td> <td style="text-align: right;">(1,000)</td> </tr> <tr> <td><u>Total cash and cash equivalents</u></td> <td style="text-align: right;"><u>12,052,670</u></td> </tr> </table>		('000 Yen)	Cash and cash equivalents	12,053,670	Time deposits with maturity in excess of 3 months	(1,000)	<u>Total cash and cash equivalents</u>	<u>12,052,670</u>
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(Significant subsequent events)

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)									
	<p>Stock Split Based on the resolution at the Company's board of directors' meeting held on October 27, 2003, new shares were issued through a stock split described herebelow.</p> <p>1. 3-for-1 split of common shares effective January 20, 2004. (1) Number of shares increasing from the split Common shares 369,536 shares (2) Method of stock split To split all shares that are held by shareholders listed/recorded in the final shareholders register as of November 30, 2003 and the effective shareholders register based on a 3 for 1 share ratio.</p> <p>2. Initial date for calculating dividends January 1, 2004 The per share information calculated assuming the subject stock split took place at the beginning of previous term is as follows.</p>										
	<table border="1"> <thead> <tr> <th data-bbox="584 1088 715 1189">Previous Interim Consolidated Period</th> <th data-bbox="715 1088 845 1189">Current Interim Consolidated Period</th> <th data-bbox="845 1088 999 1189">Previous Consolidated Fiscal Period</th> </tr> </thead> <tbody> <tr> <td data-bbox="584 1189 715 1312">Net asset per share ¥29,634.30</td> <td data-bbox="715 1189 845 1312">Net asset per share ¥33,745.30</td> <td data-bbox="845 1189 999 1312">Net asset per share ¥31,534.55</td> </tr> <tr> <td data-bbox="584 1312 715 1391">Interim EPS ¥2,316.13</td> <td data-bbox="715 1312 845 1391">Interim EPS ¥2,477.0</td> <td data-bbox="845 1312 999 1391">Interim EPS ¥4,488.86</td> </tr> </tbody> </table>	Previous Interim Consolidated Period	Current Interim Consolidated Period	Previous Consolidated Fiscal Period	Net asset per share ¥29,634.30	Net asset per share ¥33,745.30	Net asset per share ¥31,534.55	Interim EPS ¥2,316.13	Interim EPS ¥2,477.0	Interim EPS ¥4,488.86	
Previous Interim Consolidated Period	Current Interim Consolidated Period	Previous Consolidated Fiscal Period									
Net asset per share ¥29,634.30	Net asset per share ¥33,745.30	Net asset per share ¥31,534.55									
Interim EPS ¥2,316.13	Interim EPS ¥2,477.0	Interim EPS ¥4,488.86									
	<p>For the previous interim and full year consolidated terms, while a subscription rights-method Stock Option Program was in place, the fully diluted interim and full year EPS are not indicated for these terms, as premiums associated with subject rights did not emerge. The fully diluted EPS is not indicated for the current interim term as there were no dilutive latent shares.</p> <p>Share Exchange with COMSN, Inc. The share exchange agreement concluded with COMSN, Inc. on November 13, 2003 was approved at the Company's extraordinary shareholders meeting held on January 20, 2004. Accordingly, the share exchange will be conducted on February 24, 2004, making COMSN, Inc. a wholly owned subsidiary of the Company. The Company will issue 81,739 common shares on February 24, 2004 and allocate them to COMSN's shareholders excluding the Company itself, based on a ratio of 0.09903 Goodwill Group share for each COMSN share.</p>										

(Per share information)

Previous Half Year (From July 1, 2002 To December 31, 2002)	Current Half Year (From July 1, 2003 To December 31, 2003)	Previous Fiscal Year (From July 1, 2002 To June 30, 2003)
Net asset per share ¥88,902.92	Net asset per share ¥101,235.91	Net asset per share ¥94,604.10
Net interim EPS ¥6,948.43	Net interim EPS ¥7,431.00	Net interim EPS ¥13,466.65
While a subscription rights-method Stock Option Program was already in place during the term, the fully diluted interim EPS is not indicated as premiums associated with subject rights did not emerge.	The fully diluted interim EPS is not indicated for the term as there were no dilutive latent shares.	While a subscription rights-method Stock Option Program was already in place during the term, the fully diluted EPS is not indicated as premiums associated with subject rights did not emerge.

(Note)

1. "Accounting Standards for Calculating EPS" (ASB Statement No. 2; September 25, 2002) is applied as of the current interim consolidated period. The basis for the calculation of interim EPS in compliance with the aforementioned accounting standards is as follows.

*(1) Net interim income**Net interim income pertaining to common shares*

1,371,094,000

*All income belongs to common shareholders.**(2) Breakdown by share type of weighed average number of shares outstanding for the period**Common shares*

184,758 shares

(Lease transactions)

(Segment Information)**a. Breakdown by Operating Segments****For the previous interim consolidated period (From July 1, 2002 to December 31, 2002)**

	Sub-contracting (‘000 Yen)	Human resource related (‘000)	Nursing care/Medical support (‘000)	Total (‘000)	Intra-company eliminations and corporate overhead (‘000)	Consolidated (‘000)
1. Revenues						
(1) Revenues from external clients	17,834,821	875,709	10,291,802	29,002,333	-	29,002,333
(2) Intra-segment revenues and cross-charges	5,011	93,360	-	98,372	(98,372)	-
Total	17,839,833	969,070	10,291,802	29,100,706	(98,372)	29,002,333
Operating expenses	15,884,168	881,735	9,854,554	26,620,458	(106,528)	26,513,929
Operating income	1,955,665	87,334	437,248	2,480,247	8,156	2,488,403

(Note) 1. Businesses are segmented based on those classifications used for internal management purposes.

2. Main operations of each segment

- (1) Subcontracting: light physical labor, office work
(2) Human resource related: employee counseling program (EAP), resource dispatching, resource introduction, advertisement agency
(3) Nursing care/medical support: home nursing care services, home-call nursing care, home-call dental treatment support services

The investment and loan operation reported in the term ending June 2002 is not included as the corresponding company is no longer a consolidated entity. The segment formerly referred to as "medical/nursing care business" until the term ending June 2002 has been renamed the "nursing care/medical support business" as of the current interim period in light of the actual state of affairs.

For the current interim consolidated period (From July 1, 2003 to December 31, 2003)

	Sub-contracting (‘000 Yen)	Human resource related (‘000)	Nursing care/Medical support (‘000)	Total (‘000)	Intra-company eliminations and corporate overhead (‘000)	Consolidated (‘000)
2. Revenues						
(1) Revenues from external clients	24,887,183	1,194,174	16,383,165	42,464,524	-	42,464,524
(2) Intra-segment revenues and cross-charges	39,831	28,718	1,033	69,583	(69,583)	-
Total	24,927,015	1,222,893	16,384,198	42,534,107	(69,583)	42,464,524
Operating expenses	22,364,637	1,114,376	15,813,992	32,292,982	(74,999)	39,217,982
Operating income	2,562,377	108,517	570,206	3,241,125	5,415	3,246,541

(Note) 1. Businesses are segmented based on those classifications used for internal management purposes.

2. Main operations of each segment

- (1) Subcontracting: light physical labor, office work
(2) Human resource related: employee counseling program (EAP), resource dispatching, resource introduction, advertisement agency
(3) Nursing care/medical support: home nursing care services, home-call nursing care, home-call dental treatment support service, institutional nursing care service, training

For the previous consolidated fiscal period (From July 1, 2002 to June 30, 2003)

	Sub-contracting ('000 Yen)	Human resource related ('000)	Nursing care/Medical support ('000)	Total ('000)	Intra-company eliminations and corporate overhead ('000)	Consolidated ('000)
3. Revenues						
(1) Revenues from external clients	37,383,642	1,787,753	23,101,525	62,272,920	-	62,272,920
(2) Intra-segment revenues and cross-charges	38,566	255,107	-	293,673	(293,673)	-
Total	37,422,208	2,042,860	23,101,525	62,566,594	(293,673)	62,272,920
Operating expenses	33,604,837	1,880,801	22,116,049	57,601,688	(300,601)	57,301,087
Operating income	3,817,370	162,059	985,475	4,964,905	6,927	4,971,833

(Note) 1. Businesses are segmented based on those classifications used for internal management purposes.

2. Main operations of each segment

(1) Subcontracting: light physical labor, office work

(2) Human resource related: employee counseling program (EAP), resource dispatching, resource introduction, advertisement agency

(3) Nursing care/medical support: home nursing care services, home-call nursing care, home-call dental treatment support services

The investment and loan operation reported in the term ending June 2002 is not included as the corresponding company is no longer a consolidated entity. The segment formerly referred to as "medical/nursing care business" until the term ending June 2002 has been renamed the "nursing care/medical support business" as of the current consolidated fiscal period in light of the actual state of affairs.

b. Geographical segmentation

Previous consolidated interim period (From July 1, 2002 to December 31, 2002)

No items to note as there were no consolidated subsidiaries in other countries or regions other than in Japan.

Current consolidated interim period (From July 1, 2003 to December 31, 2003)

No items to note as there were no consolidated subsidiaries in other countries or regions other than in Japan.

Previous consolidated fiscal period (From July 1, 2002 to June 30, 2003)

No items to note as there were no consolidated subsidiaries in other countries or regions other than in Japan.

c. Overseas revenues

Previous consolidated interim period (From July 1, 2002 to December 31, 2002)

No items to note as there were no overseas revenues during the previous consolidated interim period.

Current consolidated interim period (From July 1, 2003 to December 31, 2003)

No items to note as there were no overseas revenues during the current consolidated interim period.

Previous consolidated fiscal period (From July 1, 2002 to June 30, 2003)

No items to note as there were no overseas revenues during the previous consolidated fiscal period.

(Marketable Securities)**As of the End of the Previous Interim Consolidated Period (As of December 31, 2002)**

Marketable Securities

1. "Other securities" with market value (Unit: '000 Yen)

	Original Purchase Price	Amount included in the consolidated interim balance sheet	Unrealized profit/(loss)
(1) Stock	68,911	47,147	(21,763)
(2) Others	41,750	37,691	(4,059)
Total	110,661	84,838	(25,822)

(Note) "Original purchase price" in the list is the impairment adjusted book value.

2. Breakdown of other prominent securities without market value

Other Securities (Unit: '000 Yen)

	Amount included in the consolidated interim balance sheet
(1) Unlisted stock (excluding OTC stock)	22,799
(2) Unlisted bonds	910,000
(3) Others	3,000
Total	935,799

As of the End of the Current Interim Consolidated Period (As of December 31, 2003)

Marketable Securities

1. "Other securities" with market value (Unit: '000 Yen)

	Original Purchase Price	Amount included in the consolidated interim balance sheet	Unrealized profit/(loss)
(1) Stock	50,784	147,560	96,775
Total	50,784	147,560	96,775

(Note) "Original purchase price" in the list is the impairment adjusted book value.

2. Breakdown of other prominent securities without market value

Other Securities (Unit: '000 Yen)

	Amount included in the consolidated interim balance sheet
(1) Unlisted stock (excluding OTC stock)	504,371
(2) Unlisted bonds	900,000
(3) Others	3,000
Total	1,407,371

As of the End of the Previous Consolidated Fiscal Period (As of June 30, 2003)

Marketable Securities

3. "Other securities" with market value

(Unit: '000 Yen)

	Original Purchase Price	Amount included in the consolidated interim balance sheet	Unrealized profit/(loss)
(1) Stock	76,356	111,625	35,268
(2) Others	41,750	39,891	(1,859)
Total	118,106	151,516	33,409

(Note) "Original purchase price" in the list is the impairment adjusted book value.

4. Breakdown of other prominent securities without market value

Other Securities

(Unit: '000 Yen)

	Amount included in the consolidated interim balance sheet
(1) Unlisted stock (excluding OTC stock)	505,917
(2) Unlisted bonds	900,000
(3) Others	3,000
Total	1,408,917

(Derivative Transactions)

Previous consolidated interim period (As of December 31, 2002)

No items to note.

Current consolidated interim period (As of December 31, 2003)

Indication omitted as hedge accounting is applied.

Previous consolidated fiscal period (As of June 30, 2003)

No items to note.