

[Translation]

Public Notice of Commencement of Tender Offer

January 29, 2009

To whom it may concern:

717-1 Sayama, Yamaguchi City, Yamaguchi
FAST RETAILING CO., LTD.
Chairman, President and CEO
Tadashi Yanai

FAST RETAILING CO., LTD. (the “Tender Offeror” or the “Company”) announces that it will launch a tender offer (the “Tender Offer”) under the Financial Instruments and Exchange Law of Japan (Law No. 25 of 1948, as amended; the “Law”) as follows. When used in this notice, “shares, etc.” means “shares, etc.” as defined in Article 27-2, Paragraph 1 of the Law.

Description

1. Purpose of the Tender Offer

(1) Summary of the Tender Offer

The Tender Offeror currently owns 51,360 shares (the percentage of the shares owned against the total number of the issued shares as of November 30, 2008 (the “Percentage of the Number of Shares Owned”) being 32.32%) of the common stock of LINK THEORY HOLDINGS CO., LTD. (the “Target”) through the Tender Offeror (directly holding 23,200 shares) and its wholly-owned subsidiaries, Global Retailing Co, Ltd. (“GR”) (holding 23,200 shares) and Global Investment Co. (“GI”) (holding 4,960 shares), and the Target is an affiliate of the Tender Offeror accounted for by the equity method.

For the purpose of making the Target into a wholly-owned subsidiary, the Company will conduct the Tender Offer to acquire all of the shares of common stock of the Target (which includes the common stock of the Target which has been issued, or may be issued, on the exercise of the Share Purchase Warrants (as defined in 2. (2) b. below), or the share purchase warrants incorporated in the Convertible Bonds (as defined in 2. (2) c. below), up to the last day of the Tender Offer Period. The same applies throughout this notice.), the Share Purchase Warrants and the Convertible Bonds, except the shares of common stock of the Target owned by the Company, GR and GI.

In connection with the Tender Offer, the Tender Offeror has entered into Tender Agreements with Mr. Chikara Sasaki (“Mr. Sasaki”) (holding 34,560 shares, the Percentage of the Number of Shares Owned being 21.75%), and R S Investment Co., Ltd. (holding 19,200 shares, the Percentage of the Number of Shares Owned being 12.08%), (Mr. Sasaki and R S Investment Co., Ltd. are shareholders of the Target and collectively referred to as “Mr. Sasaki, et. al.”) pursuant to which Mr. Sasaki, et. al. will tender all of their shares of common stock of the Target in the Tender Offer. Also, the board of directors of the Target resolved to endorse the Tender Offer at its meeting held on January 28, 2009.

(2) The Background and Reasons for the conduct of the Tender Offer, and the Subsequent Management Policy

The Target was established in December 1998 for the purpose of planning, proposing and managing the production-operation of private brand clothing targeted at department stores. The core brand “Theory” proposes styles using concepts such as the new basics, which incorporate superb fit, refined looks and subtle trends. The Target develops brands such as “Helmut Lang” in the U.S., Japan, Europe and Asia. The core brand “Theory” has continued to grow steadily since its initiation in 1997, and has established a position as a leading brand in department stores and specialty stores, etc. in Japan and the U.S. The core brand’s global sales were 46,788 million yen for the period ending in August 2008.

However, because of the slowdown of personal consumption due to the global economic deterioration stemming from the financial crisis which started in the U.S., the business environment surrounding the Target has become extremely difficult. The current difficult business environment is expected to continue. As described in “Part V. Description of the Target, 4. Others, ” the revision of the business performance forecast, published by the Target on January 28, 2009, represented a large decline from the previous forecast, and it is believed that the operating environment and financial situation will continue to face difficulties in the future.

The Tender Offeror Group (which has the same meaning as the Company Group as defined in 5 (2). The same applies throughout this notice.) intends to develop the brands that have good concepts and high potential for global development, to become global brands utilizing the funding ability and the business platform of the Tender Offeror Group. As a part of its plan, the Tender Offeror Group began capital participation in the Target in January 2004. Thereafter, as well as mutually sharing the know-how and strengths of the Tender Offeror and the Target and respecting each other’s independence, the Tender Offeror dispatched one (1) managing director and one (1) outside director to the Target and established a mutual cooperation structure.

However, in order to further develop the global brand business as one of the core businesses of the Tender Offeror Group, the Tender Offeror Group determined that a more solid cooperation structure with the Target was necessary. In addition, the Tender Offeror Group determined to further strengthen the operation of the Target by adopting a business structure for the Target that has a clearer commitment from the Tender Offeror Group. Therefore, for the purpose of making the Target a wholly-owned subsidiary of the Tender Offeror, the Tender Offeror Group decided to conduct the Tender Offer.

By making the Target a wholly-owned subsidiary, the Tender Offeror and the Target will, with full respect for the independence of the Target’s brands, expand the business of the Tender Offeror Group in the U.S., utilizing the business platform of the Target, and accelerate the mutual promotion of the global development of the brands through cooperation with the global brand business of the Tender Offeror Group in Europe and Asia. Further, under the concept of “Global One,” the Tender Offeror’s policy of managing the entire business of the Tender Offeror Group to the highest global standards and through the realization of synergies by sharing know-how such as store operation and inventory control, and business infrastructure such as the production system and information systems, the Tender Offeror Group aims to develop the Target into an entity with higher growth and profitability, strengthen the global brand business of the Tender Offeror Group, further enhance the corporate value of the entire group, and become, through the entire group, the best speciality store retailer of private label apparel in the world.

Although there is the possibility of change after consultation with the Target in the future, the Tender Offeror is not currently planning to alter the composition of the directors and officers of the Target after the completion of the Tender Offer. There are currently no specific plans to make significant changes or take other actions that would have material effects on the operational policy of the Target after the completion of the Tender Offer.

- (3) Process leading up to the Conduct of the Tender Offer (measures to secure fairness and measures to avoid conflicts of interest)

As stated in “1. (4) Policy of the Organizational Restructure, etc. after the Tender Offer” below, the Tender Offeror plans to make the Target its wholly-owned subsidiary. Even though the Target is not a subsidiary of the Tender Offeror as of the date of this notice, the Tender Offeror owns 51,360 shares of the common stock of the Target, including indirect ownership (Percentage of the Number of Shares Owned being 32.32%) and the Target is an affiliate of the Tender Offeror accounted for by the equity method, and the Tender Offeror dispatches to the Target one (1) managing director and one (1) outside director. One (1) outside corporate auditor of the Tender Offeror holds the position of outside corporate auditor of the Target. Also, the current management team of the Target is, in principle, expected to continue to be involved in the management of the Target after the Tender Offer. Because of these circumstances, the Tender Offeror and the Target wish to avoid any arbitrariness or conflict of interest in the conduct of the Tender Offer, to secure the fairness of the purchase price, and to ensure fair decision-making with regard to the entire transaction involving the Tender Offer.

Examination by the Tender Offeror

The Tender Offeror has appointed Nomura Securities Co., Ltd. ("Nomura Securities"), a third party independent of the Tender Offeror and the Target, as its financial advisor, obtained the advice of Nishimura & Asahi, the Tender Offeror's legal counsel, independent of the Tender Offeror and the Target, and has carefully conducted relevant discussions and examinations.

The Tender Offeror owns 51,360 shares of the common stock of the Target, including indirect ownership (the Percentage of the Number of Shares Owned being 32.32%) and the Target is an affiliate of the Tender Offeror accounted for by the equity method, and the Tender Offeror dispatches to the Target one (1) managing director and one (1) outside director. One (1) outside corporate auditor of the Tender Offeror holds the position of outside corporate auditor of the Target. In order to increase the fairness and transparency in the decision making concerning the entire transaction involving the Tender Offer, the Tender Offeror established an Investment Committee, consisting of the Tender Offeror's outside directors and corporate auditors, on January 9, 2009. Toru Hanbayashi and Nobumichi Hattori, both of whom are outside directors of the Tender Offeror, Akira Tanaka, who is a full-time corporate auditor of the Tender Offeror, and Norihiko Shimizu and Akira Watanabe, both of whom are outside corporate auditors of the Tender Offeror, were appointed as members of the Investment Committee. The board of directors of the Tender Offeror requested that the Investment Committee advise whether the Tender Offeror should make a proposal to the Target on the transaction involving the Tender Offer and whether the purchase price in the Tender Offer (the “Tender Offer Price”) is reasonable. The Investment Committee examined the request, paying attention to the following points: (i) whether the conduct of the entire transaction involving the Tender Offer contributes to the enhancement of the Tender Offeror's corporate value and furthers the interests of its shareholders, (ii) whether the terms and conditions of the transaction, including the Tender Offer Price, are reasonable for the Tender Offeror and its shareholders, and (iii) whether the entire scheme of the transaction, including the conduct of the Tender

Offer, has been and can be conducted through a fair process. As a result of its examination, on January 28, 2009, the Investment Committee recommended to the board of directors of the Tender Offeror that it is reasonable for the Tender Offeror to make a proposal on the transaction involving the Tender Offer to the Target, and that the Tender Offer Price is reasonable.

In determining the purchase price for the common stock in the Tender Offer, the Tender Offeror requested that Nomura Securities, as independent financial advisor and third party appraiser, evaluate the share value of the Target, to be used as reference material for the examination of the purchase price for the common stock in the Tender Offer. With reference to the results of the share valuation reported in Nomura Securities' valuation report, the Tender Offeror examined the results of due diligence investigations on the Target, the likelihood that the Target would endorse the Tender Offer, the Target's stock price performance, the level of premiums attached to the tender offer prices in past non-issuer tender offers for equity securities, the expected number of shares tendered and other relevant factors, including the results of consultation and negotiation with the Target and Mr Sasaki, et al. (who are the major shareholders of the Target) and the recommendation from the Investment Committee. Finally, the board of directors of the Tender Offeror, at its meeting held on January 28, 2009, determined the purchase price of common stock in the Tender Offer as 170,000 yen per share. The purchase price for the common stock in the Tender Offer represents (a) a premium of 70.00% (rounded to the nearest hundredth of one percent) to the Target's closing price of 100,000 yen quoted on the Mothers Market of the Tokyo Stock Exchange on January 27, 2009 (the day immediately preceding the day of the Tender Offeror's board meeting that resolved to commence the Tender Offer), (b) a premium of 72.83% (rounded to the nearest hundredth of one percent) to the Target's average closing price quoted on the Mothers Market of the Tokyo Stock Exchange for the one-month period ended January 27, 2009, of 98,361 yen (rounded to the nearest whole number), (c) a premium of 76.88 % (rounded to the nearest hundredth of one percent) to the Target's average closing price for the three-month period ended January 27, 2009, of 96,110 yen (rounded to the nearest whole number) and (d) a premium of 35.43 % (rounded to the nearest hundredth of one percent) to the Target's average closing price for the three-month period ended January 27, 2009, of 125,525 yen (rounded to the nearest whole number).

Nomura Securities calculated the Target's share value utilizing the methods of average stock price analysis, comparable company analysis, and discounted cash flow analysis (the "DCF Analysis") in its valuation report. On January 28, 2009, the Tender Offeror received a fairness opinion from Nomura Securities to the effect that the purchase price of 170,000 yen per share of common stock is reasonable for the shareholders of the Tender Offeror.

Each series of the Share Purchase Warrants was issued in conjunction with a stock option compensation plan. Under the conditions of exercise of the Share Purchase Warrants, the holder of the Share Purchase Warrants is required, in principle, to be a director, a corporate auditor or an employee of the Target or the Target's subsidiaries (or, the Target or the Target's affiliates for the Seventh Series Share Purchase Warrants, the Eighth Series Share Purchase Warrants, and the Ninth Series Share Purchase Warrants) at the time of the exercise. Taking into consideration the above-mentioned exercise condition, the purchase price was determined to be 1 yen, because it is possible that the Tender Offeror would not be allowed to exercise the Share Purchase Warrants purchased through the Tender Offer.

The price at which the Target's shares of common stock shall be issued or transferred upon the exercise of the share purchase warrants incorporated in the Convertible Bonds

(the “Conversion Price”) is 886,250 yen as of January 28, 2009. On the other hand, since the Target’s initial listing on the Mothers Market of the Tokyo Stock Exchange in June 2005, the shares of common stock of the Target have traded below the Conversion Price of 886,250 yen (taking into account the effect of the stock split on October 20, 2005). In recent years, in particular, the shares of common stock of the Target have traded far below the Conversion Price at an average closing price of 98,361 yen for the one-month period ended January 27, 2009, 96,110 yen for the three-month period ended January 27, 2009, and 125,525 yen for the six-month period ended January 27, 2009.

Under the terms and conditions of the Convertible Bonds, the holders of Convertible Bonds may exercise the share purchase warrants incorporated in the Convertible Bonds during the period up to May 31, 2017 if, as of the last day of the prior fiscal quarter, the closing price of the common shares for any 20 trading days in a period of 30 consecutive trading days ending on the last trading day of such quarter is more than 120% of the Conversion Price in effect on the last trading day of such prior fiscal quarter, provided, however that on or after June 1, 2017 the holders of the Convertible Bonds may exercise their share purchase warrants incorporated in the Convertible Bonds at any time after the closing price of the common shares on at least one trading day is more than 120% of the Conversion Price. However, these conditions will not be applicable after the commencement of the Tender Offer.

The Target will redeem the Convertible Bonds at 100% of their principal amount on the maturity date of May 14, 2018. However, the holders of the Convertible Bonds are entitled to require the Target to redeem the Convertible Bonds at 100% of their principal amount on May 12, 2009, May 12, 2012, and May 12, 2015 (each a “Selected Redemption Date”).

Upon reviewing the Target’s stock price performance and credit worthiness, the yield of companies comparable to the Target and other relevant factors, the Tender Offeror has determined that the value of the Convertible Bonds should be considered to be substantially the same as the value of a straight bond having a maturity date of May 12, 2009. Taking into consideration the yield of companies comparable to the Target, the time left until the Selected Redemption Date of May 12, 2009 and other relevant factors, the Tender Offeror has calculated the value of the Convertible Bonds as 4,950,000 yen (a 1% discount from the principal amount, 500 million yen).

The Tender Offeror believes that the value of the Convertible Bonds, calculated on the assumption that the holders of the Convertible Bonds will not require the Target to redeem the Convertible Bonds at 100% of their principal amount on May 12, 2009, would be far below the purchase price of the Convertible Bonds. Because the duration up to the Selected Redemption Date falling after May 12, 2009 is longer than the duration up to May 12, 2009, the value of the bond is lower than the redemption price at 100 % of the principal amount on May 12, 2009. The value of the share purchase warrants incorporated in the Convertible Bonds is considered to be de minimis having regard to the Target’s stock price performance and the relevant factors.

Even if the share purchase warrants incorporated in the Convertible Bonds become exercisable at the commencement of the Tender Offer, there is an extremely low possibility that the trading price of the Target’s shares of common stock on the Mothers Market of the Tokyo Stock Exchange will exceed the Conversion Price by the Selected Redemption Date of May 12, 2009. Therefore, upon the assumption that the conversion period will end at that Selected Redemption Date, the Tender Offeror has determined that the share purchase warrants incorporated in the Convertible Bonds have no value. Taking into consideration the yield of companies comparable to the

Target, the time left until the selected redemption date of May 12, 2009 and other relevant factors, the Tender Offeror has calculated the value of the Convertible Bonds as 4,950,000 yen (a 1% discount from the principal amount, 500 million yen).

The board of directors of the Target resolved at its meeting held on January 28, 2009, to take necessary steps to convene a meeting of the bondholders after the expiration of the Tender Offer Period, and to propose to the bondholders that the Target revise the terms and conditions of the bonds and the related trust deed in order to give the Target a right of early redemption to redeem the entire outstanding Convertible Bonds at 104% of their principal amount. The redemption price of 104% of the principal amount is calculated with reference to the redemption price of 104% of the principal amount which is applicable if the Convertible Bonds are redeemed in the period between May 13, 2009 and May 12, 2010, based on the early redemption clause that allows the Target to redeem the Convertible Bonds if the Target becomes a wholly-owned subsidiary of another company through a statutory share exchange or a statutory share transfer. If the revisions of the terms and conditions and the trust deed are approved at the meeting of the bondholders, the Convertible Bonds (including the Convertible Bonds that the Tender Offeror successfully acquires through the Tender Offer) are expected to be redeemed by the Target after the settlement of the Tender Offer.

Tadashi Yanai, Chairman, President and CEO of the Tender Offeror, holds the position of chairman and director of the Target. Masa Matsushita, Director of the Tender Offeror, holds the position of outside director of the Target. Therefore, in order to avoid any arbitrariness in the process of the Tender Offeror's decision-making and to ensure the fairness and transparency of the Tender Offer, they refrained from participating in the discussions and the resolutions relating to the implementation of the Tender Offer, including the determination of the Tender Offer Price, at the meetings of the board of directors of the Tender Offeror and the discussions and negotiations with Mr. Sasaki, et.al. on the part of the Tender Offeror. Takaharu Yasumoto, Corporate Auditor of the Tender Offeror, holds the position of outside corporate auditor of the Target. Therefore, in order to avoid any arbitrariness in the Tender Offeror's decision-making process and to secure the fairness and transparency of the Tender Offer, he refrained from participating in the discussion relating to the implementation of Tender Offer, including the determination of the Tender Offer Price, and from expressing his opinion at the meetings of the board of directors of the Tender Offeror.

Examination by the Target

The Target has appointed as its financial advisor, Nikko Citigroup Limited ("Nikko Citigroup"), a third party independent of the Target and the Company, and requested the calculation of the share value of the common stock of the Target. Based on the foregoing, the Target obtained from Nikko Citigroup a valuation report on the common stock of the Target dated January 28, 2009 to be used as reference material for the examination of the reasonableness of the purchase price for the common stock in the Tender Offer. In the valuation report, Nikko Citigroup made the evaluation of the shares of common stock of the Target utilizing the methods of average stock price analysis and discounted cash flow analysis.

Prior to the meeting of the board of directors held on January 28, 2009, as well as the opinion from Nikko Citigroup to the effect that the purchase price of common stock in the Tender Offer is reasonable from a financial perspective, the Target received an explanation thereof.

On January 8, 2009, based on its resolution, the Target's board of directors established a special committee in order to secure the fairness of the Tender Offer and to enhance the transparency and the objectivity of the transaction, and requested that the special committee express to the Target's board of directors its opinions about whether the Target's board of directors should approve of, refuse, or withhold its opinion on, the Tender Offer. Etsuo Doi, an attorney-at-law who is independent of the Tender Offeror and the Target, Akio Samejima and Shinji Ueno, both of whom are full-time corporate auditors of the Target who are independent of the Tender Offeror (a total of three (3) persons) have been appointed as members of the special committee. From January 8, 2009, considering such issues as whether the Tender Offer will be conducted through fair procedures and the interests of the shareholders of the Target are being considered, etc., the special committee conducted an examination on the content of the opinions that must be expressed by the board of directors of the Target regarding the Tender Offer. In connection with such examination, with reference to the valuation report submitted by Nikko Citigroup, the financial advisor to the Target, the special committee received from Nikko Citigroup reports on the status of the discussions and the negotiation with the Tender Offeror on the purchase price of common stock in the Tender Offer and an explanation on the fairness of the purchase price of common stock in the Tender Offer.

Further, the special committee appointed its legal counsel on its own separately from the legal counsel of the Target, and has received legal advice on the contents and the manner of the recommendations on the matters requested to be advised on. In consideration of the results of the above procedure, after careful examination of the matters requested to be advised on, on January 28, 2009, the special committee submitted a recommendation to the board of directors of the Target to the effect that fair procedures have been adopted and the interests of the shareholders of the Target have been considered in the Tender Offer and that the special committee has no objection to the Tender Offer.

In response to the above, the board of directors of the Target has, in consideration of the advice from Nikko Citigroup, its financial advisor, and Mori Hamada & Matsumoto, its legal counsel, carefully conducted an examination of the content of the recommendations of the special committee, the content of the opinion received from Nikko Citigroup to the effect that the purchase price of common stock in the Tender Offer is reasonable from a financial perspective, and the terms and conditions concerning the Tender Offer and other matters. As a result of such examination, due to the possibilities of the utilization of the management resources of the Tender Offeror through the further enhancement of cooperation with the Tender Offeror and the synergies, etc. in the aspects of the businesses and the finances to be realized by the Target through the Target becoming a wholly-owned subsidiary of the Tender Offeror, determining that the Tender Offer contributes to the enhancement of the Target's mid-to-long-term corporate value in the future, that the purchase price of common stock in the Tender Offer and other various terms and conditions are reasonable, and that the interests of the shareholders of the Target are being considered through fair procedures, and that an opportunity is being given to shareholders to sell the common stock of the Target at an appropriate price, the board of directors of the Target resolved to endorse the Tender Offer. The Target also resolved at the meeting of the board of directors above as to the recommendation to tender shares in the Tender Offer to the shareholders of the common stock of the Target, and to leave the question of the tender of the Share Purchase Warrants and the Convertible Bonds in the Tender Offer up to the holders of such Share Purchase Warrants and Convertible Bonds.

Among the directors of the Target, as Tadashi Yanai and Masa Matsushita also hold the positions of representative director and director, respectively, of the Tender

Offeror, from the viewpoint of the avoidance of conflicts of interest, Tadashi Yanai and Masa Matsushita did not attend the meeting of the board of directors of the Target above, nor did they participate in the discussions and negotiations with the Tender Offeror in the positions of the Target. Chikara Sasaki, the president and representative director of the Target, is a top shareholder of the Target, and his direct and indirect shareholding ratio totals 33.83%. He has entered into an agreement with the Tender Offeror to the effect that he will tender the common stock of the Target that he holds to the Tender Offer, and the possibility of conflict of interest with the Target cannot be ruled out. Therefore, in order to secure the fairness of the resolution, he has not served as a chairperson at the meeting of the board of directors of the Target with respect to the agenda of the endorsement of the Tender Offer, and Makoto Hata was elected as a chairperson by members of the board, and Chikara Sasaki did not express any opinions in the discussions about the agenda and abstained from voting on the resolution.

Further, the full-time corporate auditors of the Target who participated in the meeting of the board of directors above expressed opinions to the effect that they do not object to the board of the directors of the Target expressing their opinion to endorse the Tender Offer. Among the corporate auditors of the Target, Takaharu Yasumoto holds the position of the outside corporate auditor of the Tender Offeror. Also, Kenji Takai is a member of the Code of Conduct Committee and Compliance Committee of the Tender Offeror. Therefore, as the possibility of conflicts of the interest with the Target cannot be ruled out, in order to secure the fairness of the resolution, they refrained from participating in the meeting of the board of directors above, and from expressing their opinions on the resolutions.

(4) Policy of Organizational Restructure, etc. after the Tender Offer

As stated above, the Tender Offeror plans to make the Target a wholly-owned subsidiary of the Tender Offeror through the Tender Offer and subsequent procedures (the “Procedures”). If the Tender Offeror cannot purchase the entire shares of common stock of the Target, excluding the shares held by GR and GI, as the Procedures after the completion of the Tender Offer, the Tender Offeror currently plans to request that the Target (i) convene a general meeting of shareholders, setting a date on or after the settlement date of the Tender Offer as the record date, to approve proposals: (a) to amend partially the articles of incorporation of the Target to change the Target into a corporation with classes of shares as stipulated by the Company Law, (b) to amend partially the articles of incorporation of the Target to make all the common stock issued by the Target subject to a right of redemption by the Target with the approval of a general meeting of shareholders (*Zenbu-Shutoku Joku*); and (c) to deliver a separate class of Target shares in exchange for the redemption of such common stock in its entirety, and (ii) convene a general meeting of the common shareholders as a class to approve the proposal to amend partially the articles of incorporation as set out in (i) (b) above. The Tender Offeror, GR and GI (the “Tender Offeror, et.al.”) plan to vote in favor of the approvals at the general meeting of shareholders and the general meeting of common shareholders as a class. After the respective procedures above have been completed, all of the common stock issued by the Target will be changed into class shares subject to a right of redemption by the Target with the approval of a general shareholders meeting (*Zenbu-Shutoku Joku*), and the Target will redeem all such shares. Although the shareholders of the Target will be entitled to receive a separate class of shares, the Target will not apply for listing of such shares. The Target’s shareholders, who are entitled to only receive a fraction less than one (1) share of the Target, will receive the cash equivalent of such fraction, pursuant to procedures under Japanese laws and ordinances. Unless there is an unavoidable obstacle, the amount of cash that the shareholders will receive is expected to be calculated based on the Tender Offer Price for

the Target's common stock. However, the amount of such cash may be different from the purchase price for the common stock in the Tender Offer. The number of shares to be delivered to shareholders in exchange for the redemption of common stock has not been determined as of the date of public notice, but such number of shares will be determined so that the holdings of shareholders other than the Tender Offeror, et.al. shall be limited to fractions of less than one share of the Target in order that the Tender Offeror, et.al. shall own all the issued shares of the Target.

With regard to the procedures set out in (a) through (c) above, the Company Law provides that (i) shareholders have the right to demand the company purchase their shares upon an amendment to the articles of incorporation making the common stock subject to a right of redemption by the issuer (*Zenbu-shutoku Joko*) as specified in (b) above, in accordance with Articles 116 and 117 of the Company Law and relevant ordinances and (ii) shareholders may file a request for determination of the redemption price with the court in accordance with Article 172 of the Company Law and relevant ordinances if a general meeting of shareholders approves the redemption of the shares, as stated in (c) above. The purchase prices and the redemption prices under (i) and (ii) above are finally determined by the court. Accordingly, the price received by the shareholders in the case of (i) and (ii) above may be different from the purchase price of the Target's common stock in this Tender Offer. Shareholders must evaluate and decide on their own responsibility whether to make such request and/or filing.

With regard to (a) changing the Target into a corporation with classes of shares as stipulated in the Company Law; (b) making the common stock subject to a right of redemption by the Target with the approval of a meeting of shareholders (*Zenbu-shutoku Joko*); and (c) delivering the separate class of Target shares in exchange for the redemption of such shares as stated above, other procedures that can effectively achieve the equivalent result may be performed depending on the interpretation by the authorities of related laws and ordinances, the shareholding level of the Tender Offeror, et.al., circumstances regarding the shareholdings of shareholders other than the Tender Offeror, et.al., and other relevant factors.

The Tender Offeror will not make any solicitation for the approval of the shareholders of the Target at the general meeting of shareholders above. Shareholders should consult their own tax advisors as to the tax treatment of the procedures described above.

The board of directors of the Target resolved at its meeting held on January 28, 2009 to take the necessary steps to convene a meeting of the bondholders after the expiration of the Tender Offer Period, and to propose to the bondholders that the Target revise the terms and conditions of the bond and the related trust deed in order to give the Target a right of early redemption to redeem the entire outstanding Convertible Bonds at 104% of their principal amount. The redemption price of 104% of the principal amount is calculated with reference to the redemption price of 104% of the principal amount which is applicable if the Convertible Bonds are redeemed in the period between May 13, 2009 and May 12, 2010, based on the early redemption clause that allows the Target to redeem the Convertible Bonds if the Target becomes a wholly-owned subsidiary of another company through a statutory share exchange or a statutory share transfer. If the revisions of the terms and conditions and the trust deed are approved at the meeting of the bondholders, the Convertible Bonds (including the Convertible Bonds that the Tender Offeror successfully acquires through the Tender Offer) are expected to be redeemed by the the Target after the settlement of the Tender Offer.

(5) Expectation of Delisting

Because the Tender Offeror has not set a maximum limit to the number of shares of common stock to be purchased in the Tender Offer, the Target's shares of common stock may be subject to delisting pursuant to certain procedures if this Tender Offer results in such shares meeting the delisting standards of the Tokyo Stock Exchange. The Tender Offeror plans to make the Target a wholly-owned subsidiary of the Tender Offeror in accordance with the policy described in "Part I. Terms and Conditions of the Tender Offer, 3. Purpose of the Tender Offer, (4) Policy of Organizational Restructure, etc. after the Tender Offer" above. In such case, the Target's shares of common stock will be delisted pursuant to certain procedures set out in the delisting rules of the Tokyo Stock Exchange. The Target's shares of common stock may not be sold or purchased on the Tokyo Stock Exchange after delisting. Also, the Target will not apply for listing the class of shares which the shareholders of the Target will be entitled to receive in exchange for the redemption of the common stock of the Target in the procedure to make the Target a wholly-owned subsidiary.

On the presumption that the Target will be a wholly-owned subsidiary of the Tender Offeror, the Target resolved at the meeting of the board of directors held on January 28, 2009 that it would abolish the shareholder special benefit plan, with the final shareholder special benefit plan to be open to the shareholders who are entered or recorded in the shareholder register as of February 28, 2009. The names of the shareholders on the shareholder register will not be changed before the successful completion of the Tender Offer, even if the shareholders tender their shares to the Tender Offer on or before February 28, 2009. Therefore, the shareholders who tender their shares to the Tender Offer and who are entered or recorded on the shareholder register as of February 28, 2009 will be subject to the shareholder special benefit plan having a record date of the same date.

- (6) Matters concerning important agreements relating to the tender between the Tender Offeror and the Target's shareholder(s)

The Tender Offeror entered into Tender Agreements with Mr. Sasaki, et.al., the major shareholders of the Target, on January 28, 2009, pursuant to which Mr. Sasaki, et.al. will tender all of their shares of common stock of the Target (a total of 53,760 shares, the Percentage of the Number of Shares Owned being 33.83%) in the Tender Offer.

2. Outline of the Tender Offer

- (1) Name of the Target

LINK THEORY HOLDINGS CO., LTD.

- (2) Type of Shares, etc. subject to the Tender Offer

a. Common stock

b. Share purchase warrants (*shinkabu yoyaku ken*)

- (i) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on October 15, 2002 and an approval of the Target's extraordinary meeting of shareholders held on September 30, 2002 (the "Third Series Share Purchase Warrants").
- (ii) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on December 25, 2003 and an approval of the Target's extraordinary meeting of shareholders held on October 17, 2003 (the "Fourth Series Share Purchase Warrants").
- (iii) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on August 31, 2004 and an approval of

the Target's extraordinary meeting of shareholders held on August 25, 2004 (the "Fifth Series Share Purchase Warrants").

- (iv) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on October 27, 2004 and an approval of the Target's extraordinary meeting of shareholders held on August 25, 2004 (the "Sixth Series Share Purchase Warrants").
 - (v) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on January 26, 2006 and an approval of the Target's annual meeting of shareholders held on November 29, 2005 (the "Seventh Series Share Purchase Warrants").
 - (vi) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on April 11, 2006 and an approval of the Target's annual meeting of shareholders held November 29, 2005 (the "Eighth Series Share Purchase Warrants").
 - (vii) Share purchase warrants which were issued in accordance with a resolution of the Target's board of directors' meeting held on April 30, 2008 and an approval of the Target's annual meeting of shareholders held on November 28, 2007 (the "Ninth Series Share Purchase Warrants." The share purchase warrants in clauses (i) to (vii) are collectively referred to as the "Share Purchase Warrants").
- c. Zero Coupon Convertible Bonds due 2018 (bonds with share purchase warrants, *shinkabu yoyakuen-tsuki shasai*), which were issued in accordance with a resolution of the Target's board of directors' meeting held on April 25, 2006 (the "Convertible Bonds").

(3) Tender Offer Period

- a. Tender Offer Period as of Filing of the Tender Offer Registration Statement
From Thursday, January 29, 2009 to Thursday, March 12, 2009 (30 business days)
- b. Possibility of Extension upon Request of the Target
Not Applicable
- c. Contact to Confirm Period Extension
Not Applicable

- (4) Tender Offer Price 170,000 yen per share of common stock
 1 yen per Third Series Share Purchase Warrant
 1 yen per Fourth Series Share Purchase Warrant
 1 yen per Fifth Series Share Purchase Warrant
 1 yen per Sixth Series Share Purchase Warrant
 1 yen per Seventh Series Share Purchase Warrant
 1 yen per Eighth Series Share Purchase Warrant
 1 yen per Ninth Series Share Purchase Warrant
 4,950,000 yen per Convertible Bond (principal amount 500 million yen of each bond)

(5) Number of Shares, etc. Subject to the Tender Offer

Number of Shares Planned to be Purchased	124,636 (shares)
Minimum Number of Shares to be Purchased	(shares)
Maximum Number of Shares to be Purchased	(shares)

- (Note 1) In the Tender Offer, the Tender Offeror sets no maximum or minimum number of shares, etc., to be purchased, and purchases all of the shares tendered. The number of shares, etc. subject to the Tender Offer shall be equal to the number, as shown in the column “Number of Shares Planned to be Purchased,” calculated by deducting the number of shares (51,360 shares) owned by the Tender Offeror and GR and GI, which are wholly-owned subsidiaries of the Tender Offeror, from the issued number of shares (158,920 shares) as of November 30, 2008, as stated in the First Quarterly Report for the 11th fiscal year filed by the Target on January 14, 2009, and adding the total number of shares of the Target (17,076 shares) that are subject to the Share Purchase Warrants and the Convertible Bonds as of November 30, 2008, as stated in the above-mentioned First Quarterly Report.
- (Note 2) The Tender Offeror will purchase the Target’s shares that may be issued on the exercise of the Share Purchase Warrants, or the share purchase warrants incorporated in the Convertible Bonds, by the last day of the Tender Offer Period.
- (6) Percentage of Voting Rights represented by Shares, etc. Planned to be Purchased divided by the Total Number of Voting Rights of the Target 71.12%
- (Note 1) The number of “Voting Rights represented by Shares, etc. Planned to be Purchased” is the number of voting rights pertaining to the number of shares planned to be purchased under the Tender Offer.
- (Note 2) The “Total Number of Voting Rights of the Target” indicates the number of voting rights of all of the shareholders as of August 31, 2008 as described in the First Quarterly Report of its 11th fiscal year, filed by the Target on January 14, 2009. However, in the Tender Offer, because the Tender Offeror will purchase the Target’s shares that may be issued on the exercise of the Share Purchase Warrants, or the share purchase warrants incorporated in the Convertible Bonds, the “Percentage of Voting Rights represented by Shares, etc. Planned to be Purchased divided by the Total Number of Voting Rights of the Target” is calculated by substituting the denominator with the number of voting rights (175,246) represented by the number of shares calculated by adding total number of issued shares (158,920 shares) as of November 30, 2008, as stated in the above-mentioned First Quarterly Report to the maximum number of the Target shares (16,326 shares) that may be issued on the exercise of the Share Purchase Warrants or the share purchase warrants incorporated in Convertible Bonds outstanding as of November 30, 2008, as stated in the above-mentioned First Quarterly Report (including the number of the Target shares issued on the exercise of such Share Purchase Warrants or the share purchase warrants incorporated in the Convertible Bonds up to the date of filing of this notice since December 1, 2008, and excluding the number of shares subject to the Share Purchase Warrants that will not become exercisable before the last day of the Tender Offer Period).
- (Note 3) The percentages above are rounded to two decimal points. The same shall apply to (7) and (8) below.
- (7) Percentage of Ownership of Shares, etc. Owned by the Tender Offeror as of the Date of this Notice, the Percentage of Ownership of Shares, etc. Owned by the Parties having Special Relationships with the Tender Offeror as of the Date of this Notice and the Total Percentage
- | | |
|--|--------|
| Tender Offeror | 13.18% |
| Parties having Special Relationships with the Tender Offeror | 43.24% |

Total 56.43%

(Note 1) The "Percentage of Ownership of Shares, etc. Owned by the Parties having Special Relationships with the Tender Offeror as of the Date of this Notice" is calculated based on the total number of voting rights represented by shares, etc. owned by relevant parties having a special relationship with the Tender Offeror.

(Note 2) In the Tender Offer, because the Tender Offeror will purchase the Share Purchase Warrants and the Convertible Bonds, the "Percentage of Ownership of Shares, etc" is calculated by substituting the denominator with the number of voting rights (175,996) represented by the number of shares calculated by adding the total number of issued shares (158,920 shares) as of November 30, 2008, as stated in the above-mentioned First Quarterly Report to the total of the number of the Target's shares subject to the Share Purchase Warrants or the Convertible Bonds (17,076 shares) as of November 30, 2008, as stated in the above-mentioned First Quarterly Report. The same shall apply to (8) below.

- (8) Percentage of Ownership of Shares, etc. of the Tender Offeror after the Tender Offer, and the Total of such Percentage of Ownership of Shares, etc. and the Percentage of Ownership of Shares, etc. of the Parties having Special Relationships with the Tender Offeror as of the Date of this Notice

Tender Offeror	84.0%
Total	100.0%

(Note) The Tender Offeror will purchase the shares, etc. owned by parties having a special relationship with the Tender Offeror; however, of the parties having a special relationship with the Tender Offeror, the common stock owned by GR and GI (a total of 28,160 shares), which are wholly-owned subsidiaries of the Tender Offeror, is not planned to be tendered in the Tender Offer. Therefore, 47,947 shares out of the shares, etc. owned by the parties having a special relationship with the Tender Offeror will be subject to the Tender Offer. As a result, in calculating the "Percentage of Ownership of Shares, etc. of the Tender Offeror after the Tender Offer, and the Total of such Percentage of Ownership of Shares, etc. and the Percentage of Ownership of Shares, etc. of the Parties having Special Relationships with the Tender Offeror as of the Date of this Notice" the number of voting rights (47,947) of such shares is not included in the numerator.

- (9) Procedure and Place for Tendering

a. Tender Offer Agent

NOMURA SECURITIES CO., LTD. ("Tender Offer Agent")

9-1, Nihonbashi 1-chome, Chuo-ku, Tokyo

b. Any person who accepts the Tender Offer or offers to sell shares, etc., with regard to the Tender Offer (the "Tendering Shareholders, etc.") must fill out the required items in the designated "Tender Offer Application Form" and tender their shares, etc. together with this form at the head office or domestic branch offices of the Tender Offer Agent by 3:30 p.m. of the last day of the Tender Offer Period. Seal and identification documents may be required upon the acceptance of the Tender Offer. (Note 1) It is required to open a foreign securities account to tender the Convertible Bonds.

- c. The Tender Offer Agent will accept the tenders of shares only if the Tendering Shareholders, etc. hold the record of shares to be tendered at an account with the Tender Offer Agent (the “Tendering Shareholders’ Account”). Thus, the Tendering Shareholders, etc. who hold the record of shares to be tendered at the account with financial instruments dealers other than the Tender Offer Agent (including the special account with Mizuho Trust & Banking Co., Ltd., the administrator of the Target’s shareholders register) will be required to complete transferring their records to the Tendering Shareholders’ Account prior to their tender.
- d. The tendering holders of the Share Purchase Warrants must submit a certificate of share purchase warrant and a “notice of approval of transfer” issued by the Target together with “Tender Offer Application Form.” The tendering holders of the Convertible Bonds must submit a bond certificate together with “Tender Offer Application Form.”
- e. In this Tender Offer no tenders through financial instruments dealers other than the Tender Offer Agent will be accepted.
- f. The transfer of the Share Purchase Warrants is subject to the approval of the board of directors of the Target. The Tender Offeror understands that the Target will not approve the transfer of the Share Purchase Warrants to the Tender Offeror, which would not be allowed to exercise the Share Purchase Warrants to be purchased.
- g. If a global bond for the Convertible Bonds is kept in custody on behalf of Euroclear Bank S.A./N.V. or Clearstream Banking, société anonyme, which are clearing houses in Europe (each a “Euro Clearing House”), certificates for the Convertible Bonds do not have to be submitted. However, the tendered Convertible Bonds will be required to be transferred to the customer sub-account of the settlement account of the Tender Offer Agent with Euroclear Bank S.A./N.V. In tendering the Convertible Bonds, the request form for custodian of foreign securities specifying the customer sub-account of the settlement account of the Tender Offer Agent will be required to be submitted together with the Tender Offer Application Form. The holders of the Convertible Bonds who follow the above procedures will, after the opening of an account with the Tender Offer Agent, hold their Convertible Bonds for the period from the successful completion of the Tender Offer to the settlement of such Convertible Bonds in that account.
- h. The Target’s shares which will be issued or transferred upon the exercise of the Share Purchase Warrants and the share purchase warrants incorporated in the Convertible Bonds by the last day of the Tender Offer Period are also subject to the Tender Offer.
- i. Shareholders, etc. (meaning shareholders as well as holders of the Share Purchase Warrants and the Convertible Bonds and including corporate shareholders and other shareholders) residing outside of Japan who do not have an account through which a transaction may be made with the Tender Offer Agent (“Non-Japanese Shareholders, etc.”) must tender through their standing proxy residing in Japan. Non-Japanese Shareholders, etc. must submit appropriate identification documents. (Note 1)
- j. For individual shareholders resident in Japan, the difference between the price of the shares sold pursuant to this Tender Offer and the acquisition cost of such shares will, in principle, be subject to the self-assessment taxation with regard to capital gains on shares recognized from the disposition of shares, in principle, on a basis separate from other income, (Note 2)
- k. Upon receipt of the tenders, a tender receipt will be delivered by the Tender Offer Agent to the Tendering Shareholders, etc.
- l. If the Tender Offeror withdraws the Tender Offer, and purchases no tendered shares, etc., the shares, etc. not purchased by the Tender Offeror will be returned to the Tendering Shareholders, etc.

(Note 1) Seal and Identification Documents

Tendering Shareholders, etc. who open a new account at NOMURA SECURITIES CO., LTD. must submit identification documents, in addition to a seal. Tendering Shareholders, etc. who have an existing account must also submit such identification documents in certain cases. Please contact the Tender Offer Agent for details regarding the required identification documents.

Major Identification Documents:

Individual Shareholders: Original copy of a certified copy of residence certificate, certificate of matters registered in the residence certificate, certificate of matters registered in foreign resident registry, and/or copy of foreign resident registry, each issued within the past six months.

Original, unexpired copy of a health insurance card (*kenkou-hoken-sho*), driver's license, resident registration card (including name, address and date of birth), disability certificate, certificate of alien registration, passport and/or book of government pension (delivered on or before December 31, 1996).

- * Identification documents must be valid.
- * Identification documents must confirm the following points:
 - (i) valid term of the identification document itself; and
 - (ii) name, address and date of birth entered in the application form.
- * When applied for by mail, an original or a copy of any document must be submitted. If a copy is submitted, a further submission of the original may be required. NOMURA SECURITIES CO., LTD. will send "Transaction Related Documents" to the address indicated in the identification documents, and confirm the identification.

Corporate Shareholders: Certificate of corporate registry or documents issued by governmental authorities, etc.

Identification documents must confirm the following: (i) corporate name and (ii) location of headquarters or main office.

In addition to the identification of the company itself, identification documents for the representative or agent/person in charge (person authorized to sign contracts, etc.) are required.

Non-Japanese Shareholders: In the case of non-Japanese, excluding residents of Japan, and corporations whose head office or main office is located outside of Japan, a document issued by a foreign government or an authorized international institution approved by

the Japanese government or other similar documents that are equivalent to the identification documents for a Japanese resident.

- (Note 2) Separate self-assessment taxation regarding capital gains etc. on the shares recognized from the disposition of shares (for individual shareholders only)

Individual shareholders are, in principle, subject to self-assessment taxation with regard to capital gains on the shares from the disposition of shares, on a basis separate from other income. Shareholders should consult their own tax advisors and other specialists as to specific tax-related questions and should make an independent decision.

- (10) Name and Location of Head Office of the Financial Instruments Dealer, Bank, etc. to Make the Settlement of the Tender Offer

NOMURA SECURITIES CO., LTD.
9-1 Nihonbashi 1-chome, Chuo-ku, Tokyo

- (11) Commencement Date of Settlement

Thursday, March 19, 2009

- (12) Settlement Procedure

A notice of purchase will be mailed to the addresses of the Tendering Shareholders, etc. (or the standing proxy in the case of Non-Japanese Shareholders, etc.) without delay after the end of the Tender Offer Period. The purchase price is paid in cash. Tendering Shareholder, etc., may receive the sales proceeds from the tender offer in the manner instructed by the Tendering Shareholder, etc., such as by way of remittance (Remittance fee may be charged in some cases.).

- (13) Manner of Returning Shares, etc.

In the event that all of the tendered shares, etc., are not purchased under the terms set forth in “(14) Other Conditions and Procedures Relating to the Tender Offer, b. Existence of Conditions for Withdrawal, etc., of the Tender Offer, Details thereof, and Manner of Disclosing Withdrawal, etc.” below, then the shares, etc., which must be returned will be returned by correcting the record to that existing immediately prior to the tender, or, with respect to the share certificates, etc. kept in custody by the Tender Offer Agent (or, in the case of the Convertible Bonds, by Euroclear Bank S.A./N.V.) at the time of tender, such share certificates, etc. will be returned to the same condition of custody as at the time of tender, promptly on or after the commencement date of settlement (or, in the case where the Tender Offer is withdrawn, then the date of withdrawal). (In the event of transfer of the shares, etc., to the Tendering Shareholder’s Account with other financial instruments dealers, etc., please give instruction of such intention.).

- (14) Other Conditions and Procedures Relating to the Tender Offer

- a. Existence and Details of Conditions Listed in the Items of Paragraph 4 of Article 27-13 of the Law

There are no maximum or minimum number of shares, etc., to be purchased. Therefore, the Tender Offeror will purchase all of the tendered shares, etc.

- b. Existence of Conditions for Withdrawal, etc. of the Tender Offer, Details thereof, and Manner of Disclosing Withdrawal, etc.

Upon the occurrence of any event listed in Article 14, Paragraph 1, Items 1.1 through 1.9 and Items 1.12 through 1.18, Items 3.1 through 3.8, Item 4, as well as Article 14, Paragraph 2, Items 3 through 6 of the Enforcement Order of the Financial Instruments and Exchange Law (Cabinet Order No. 321 of 1965, as amended, the “Enforcement Order”), the Tender Offeror may withdraw the Tender Offer. Should the Tender Offeror intend to withdraw the Tender Offer, the Tender Offeror will make an electronic disclosure and give notice in the *Nihon Keizai Shimbun* newspaper; provided, however, that, if it is impracticable to give such notice within the Tender Offer Period, the Tender Offeror will make a public announcement pursuant to Article 20 of the Cabinet Office Ordinance Concerning Disclosure of the Tender Offer of Shares, Etc., by Non-Issuer (Ordinance of Minister of Finance No. 38 of 1990, as amended, the “Cabinet Office Ordinance”) and give public notice forthwith.

- c. Existence of Conditions for Reducing the Tender Offer Price, Details thereof, and Manner of Disclosing Reduction

Pursuant to Article 27-6, Paragraph 1, Item 1 of the Law, if the Target takes any action enumerated in Article 13, Paragraph 1 of the Enforcement Order during the Tender Offer Period, the Tender Offeror may reduce the Tender Offer Price through the methods provided in Article 19, Paragraph 1 of the Cabinet Office Ordinance. Should the Tender Offeror intend to reduce the Tender Offer Price, the Tender Offeror will make an electronic disclosure and notify the disclosure in the *Nihon Keizai Shimbun* newspaper; provided, however, that, if it is impracticable to give such notice within the Tender Offer Period, the Tender Offeror will make a public announcement pursuant to Article 20 of the Cabinet Office Ordinance and give public notice forthwith. If the Tender Offer Price is reduced, the Tender Offeror will purchase any and all shares, etc. tendered prior to the announcement of such change at the reduced purchase price.

- d. Matters regarding Right of Tendering Shareholders, etc. to Cancel Agreement

Tendering Shareholders, etc. may cancel any agreement relating to the Tender Offer at any time during the Tender Offer Period. In order to cancel any such agreement, documents concerning such cancellation and a tender receipt (the “Cancellation Documents”) must be delivered or sent by mail to the main office or domestic branch offices of the Tender Offer Agent, on or prior to 3:30 p.m. of the last day of the Tender Offer Period. If such Cancellation Documents are sent by mail, they must be received by the person designated below on or prior to 3:30 p.m. of the last day of the Tender Offer Period. The cost of returning the shares, etc. held by the Tender Offeror will be borne by the Tender Offeror.

- e. Manner of Disclosure in case of a Modification of Conditions, etc. of the Tender Offer

Should any terms or conditions of the Tender Offer be changed, the Tender Offeror will make an electronic disclosure and give notice in the *Nihon Keizai Shimbun* newspaper; provided, however, that, if it is impracticable to make such notice within the Tender Offer Period, the Tender Offeror will make a public announcement in accordance with Article 20 of the Cabinet Office Ordinance and give public notice forthwith. The purchase of the shares, etc. tendered on or prior to such public notice

will also be made in accordance with the terms and conditions of the Tender Offer, as amended.

f. Manner of Disclosure upon Filing of an Amendment to the Registration Statement

If an Amendment is filed with the Director-General of the Kanto Local Finance Bureau, the Tender Offeror will forthwith make a public announcement of the contents thereof to the extent relevant to the contents of the public notice of the commencement of the Tender Offer, in accordance with the manner set forth in Article 20 of the Cabinet Office Ordinance. The Tender Offeror will also forthwith amend the Tender Offer Registration Statement and provide the Amended Tender Offer Explanatory Statement to the Tendering Shareholders, etc. who have received the previous Tender Offer Explanatory Statement. If, however, the amendments are de minimis, the Tender Offeror, instead of providing an Amended Tender Offer Explanatory Statement, may prepare and deliver to the Tendering Shareholders, etc. a document stating the reason(s) for the amendments, the matters amended and the details thereof.

g. Manner of Disclosure of Results of the Tender Offer

The Tender Offeror will make a public announcement regarding the results of the Tender Offer, in accordance with Article 9-4 of the Enforcement Order and Article 30-2 of the Cabinet Office Ordinance, on the day following the last day of the Tender Offer Period.

h. Others

The distribution of the tender offer explanatory statement with regard to the Tender Offer (the “Tender Offer Explanatory Statement”) may be prohibited pursuant to certain laws in some jurisdictions. The Offeror requires any party obtaining the Tender Offer Explanatory Statement to understand and observe such restrictions at his/her/its own risk.

The applicable provisions of the Financial Services and Markets Act 2000 must be complied with in respect of anything done in relation to the Tender Offer in, from or otherwise involving the United Kingdom. The communication of the Tender Offer Explanatory Statement and other documents and materials related to the Tender Offer Explanatory Statement is not being made, and the Tender Offer Explanatory Statement has not been approved, by an authorised person for the purposes of section 21 of the Financial Services and Markets Act 2000. Accordingly, the Tender Offer Explanatory Statement and other documents and materials related to the Tender Offer are not being distributed to, and must not be passed on to, the general public in the United Kingdom. Rather, the communication of the Tender Offer Explanatory Statement and other documents and materials related to the Tender Offer is being made to, and is directed only at: (a) persons outside the United Kingdom; (b) those persons falling within the definition of “investment professionals” (contained in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the “Order”)) or within Article 43 or Article 49 of the Order, or other persons to whom it may lawfully be communicated in accordance with the Order; or (c) any person to whom it may otherwise be lawfully communicated (such persons together being “relevant persons”). The Tender Offer Explanatory Statement and other documents and materials related to the Tender Offer are only available to relevant persons and any transaction contemplated herein will be available only to, or engaged in only with, relevant persons, and the Tender Offer

Explanatory Statement must not be acted on or relied on by persons other than relevant persons.

The Tender Offer is not being made in the Republic of Italy (Italy). The Tender Offer and the Tender Offer Explanatory Statement have not been submitted to the clearance procedure of the Commissione Nazionale per le Società e la Borsa (CONSOB) pursuant to Italian laws and regulations and are not directed to investors resident in Italy. Accordingly, holders of the shares, share acquisition rights or convertible bonds to which the statement relates are hereby notified that, to the extent such holders are persons resident and/or located in Italy, no Tender Offer is available to them and they may not tender their shares, share acquisition rights or convertible bonds pursuant to the Tender Offer and, as such, any tender received from such persons shall be ineffective and void, and neither the Tender Offer Explanatory Statement nor any other documents or materials relating to the Tender Offer, the shares, the share acquisition rights or the bonds may be distributed or made available in the Republic of Italy.

The Tender Offer Explanatory Statement has not been submitted for approval to the Belgian Banking, Finance and Insurance Commission and, accordingly, the Tender Offer may not be made in the Kingdom of Belgium (Belgium) by way of public offer, as defined for the purposes of the law of 22 April 2003 on public offerings of securities and the Belgian Royal Decree of 7 July 1999 on the public nature of financial transactions, as amended or replaced from time to time. The Tender Offer is consequently addressed in Belgium exclusively to, and may only be accepted by, holders who wish to tender their shares, share acquisition rights or bonds in exchange for Japanese yen in an aggregate equivalent value of €250,000 or more, or who are qualified institutional investors within the meaning of Article 3, 2° of the Belgian Royal Decree of 7 July 1999 acting for their own account, or who make the representation as set out in item iii of below.

The Tender Offer is not being made, directly or indirectly, to the public in the Republic of France (France). Neither the Tender Offer Explanatory Statement nor any other documents or materials relating to the Tender Offer has been or will be distributed to the public in France, and the Tender Offer will be made only to (i) providers of investment services related to asset management for a third party account; and/or (ii) qualified investors (investisseurs qualifiés) excluding individuals, as defined in and in accordance with Articles L.411-2 and D.411-1 to D.411-3 of the French Code Monétaire et Financier. The Tender Offer has not been, and will not be, submitted to the Autorité des Marchés Financiers.

The Tender Offer and any information set out in the Tender Offer Explanatory Statement do not constitute, or should not be interpreted as constituting, a tender offer for securities in Luxembourg.

The Tender Offer Explanatory Statement does not constitute an offer or a solicitation to participate in the Tender Offer of the ordinary shares, share acquisition rights or convertible bonds to which the Tender Offer Explanatory Statement relates in any jurisdiction in or from which it is unlawful to make such offer or solicitation. In such jurisdictions where such offer or solicitation is unlawful, any tender of the shares, share acquisition rights or convertible bonds in response to the Tender Offer made by their holders shall not be accepted.

Upon tendering in response to the Tender Offer, the holders (or, in case of foreign holders, their standing proxy in Japan) are deemed to make the following representations and warranties to the Offeror:

- i. that solicitation to the holder made in relation to the Tender Offer is not unlawful under the relevant securities laws;
- ii. that the holder : (a) is outside the United Kingdom; (b) falls within the definition of “investment professionals” (contained in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as

amended)) or within Article 43 or Article 49 of the Order, or is otherwise a person to whom the Tender Offer may lawfully be communicated in accordance with the Order; or (c) is a person to whom the Tender Offer may otherwise be lawfully communicated;

iii. that the holder does not reside and is not located in Belgium, or if the holder resides, or is located, in Belgium that the holder: (i) tenders his/her/its shares, share acquisition rights, or bonds in exchange for Japanese yen in an aggregate equivalent value of €250,000 or more; (ii) is a qualified institutional investor within the meaning of Article 3, 2° of the Belgian Royal Decree of 7 July 1999 on the public nature of financial transactions acting for their own account; or (iii) has not obtained any information related to the Tender Offer through any information announced by Belgian media or documents sent by the Tender Offer Agent or the Offeror or on their behalf, and is not aware, and has no reason to believe that the Tender Offer is of a public nature within the meaning of Article 2 of the Royal Decree above;

iv. that the holder does not reside, and is not located, in Italy; and

v. the holder: (i) does not reside in France and is not a French national; or (ii) resides in France or is a French national but is: (a) a provider of investment services related to asset management for a third party account; and/or (b) a qualified investor (*investisseur qualifié*) excluding individuals (both as defined in and in accordance with Articles L.411-2 and D.411-1 to D.411-3 of the French Code Monétaire et Financier).

3. Existence of Agreements regarding the Tender Offer between the Target or its Directors or Officers

(1) Existence and Details of Agreements between the Tender Offeror and the Target or its Directors or Officers

The board of directors of the Target resolved to endorse the Tender Offer at its meeting held on January 28, 2009.

The Tender Offeror entered into Tender Agreements with Mr. Sasaki, et.al., the major shareholders of the Target, on January 28, 2009, pursuant to which Mr. Sasaki, et.al. will tender all of their shares of common stock of the Target (a total of 53,760 shares, the Percentage of the Number of Shares Owned being 33.83%) in the Tender Offer.

(2) Background for the implementation of the Tender Offer

As stated in “1. (4) Policy of the Organizational Restructure, etc. after the Tender Offer” above, the Tender Offeror plans to make the Target its wholly-owned subsidiary. Even though the Target is not a subsidiary of the Tender Offeror as of the date of this notice, the Tender Offeror owns 51,360 shares of the common stock of the Target, including indirect ownership (Percentage of the Number of Shares Owned being 32.32%) and the Target is an affiliate of the Tender Offeror accounted for by the equity method, and the Tender Offeror dispatches to the Target one (1) managing director and one (1) outside director. One (1) outside corporate auditor of the Tender Offeror holds the position of outside corporate auditor of the Target. Also, the current management team of the Target is, in principle, expected to continue to be involved in the management of the Target after the Tender Offer. Because of these circumstances, the Tender Offeror and the Target wish to avoid any arbitrariness or conflict of interest in the conduct of the Tender Offer, to secure the fairness

of the purchase price, and to ensure fair decision-making with regard to the entire transaction involving the Tender Offer.

Examination by the Tender Offeror

The Tender Offeror has appointed Nomura Securities, a third party independent of the Tender Offeror and the Target, as its financial advisor, obtained the advice of Nishimura & Asahi, the Tender Offeror's legal counsel, independent of the Tender Offeror and the Target, and has carefully conducted relevant discussions and examinations.

The Tender Offeror owns 51,360 shares of the common stock of the Target, including indirect ownership (the Percentage of the Number of Shares Owned being 32.32%) and the Target is an affiliate of the Tender Offeror accounted for by the equity method, and the Tender Offeror dispatches to the Target one (1) managing director and one (1) outside director. One (1) outside corporate auditor of the Tender Offeror holds the position of outside corporate auditor of the Target. In order to increase the fairness and transparency in the decision making concerning the entire transaction involving the Tender Offer, the Tender Offeror established an Investment Committee, consisting of the Tender Offeror's outside directors and corporate auditors, on January 9, 2009. Toru Hanbayashi and Nobumichi Hattori, both of whom are outside directors of the Tender Offeror, Akira Tanaka, who is a full-time corporate auditor of the Tender Offeror, and Norihiko Shimizu and Akira Watanabe, both of whom are outside corporate auditors of the Tender Offeror, were appointed as members of the Investment Committee. The board of directors of the Tender Offeror requested that the Investment Committee advise whether the Tender Offeror should make a proposal to the Target on the transaction involving the Tender Offer Price is reasonable. The Investment Committee examined the request, paying attention to the following points: (i) whether the conduct of the entire transaction involving the Tender Offer contributes to the enhancement of the Tender Offeror's corporate value and furthers the interests of its shareholders, (ii) whether the terms and conditions of the transaction, including the Tender Offer Price, are reasonable for the Tender Offeror and its shareholders, and (iii) whether the entire scheme of the transaction, including the conduct of the Tender Offer, has been and can be conducted through a fair process. As a result of its examination, on January 28, 2009, the Investment Committee recommended to the board of directors of the Tender Offeror that it is reasonable for the Tender Offeror to make a proposal on the transaction involving the Tender Offer to the Target, and that the Tender Offer Price is reasonable.

In determining the purchase price for the common stock in the Tender Offer, the Tender Offeror requested that Nomura Securities, as independent financial advisor and third party appraiser, evaluate the share value of the Target, to be used as reference material for the examination of the purchase price for the common stock in the Tender Offer. With reference to the results of the share valuation reported in Nomura Securities' valuation report, the Tender Offeror examined the results of due diligence investigations on the Target, the likelihood that the Target would endorse the Tender Offer, the Target's stock price performance, the level of premiums attached to the tender offer prices in past non-issuer tender offers for equity securities, the expected number of shares tendered and other relevant factors, including the results of consultation and negotiation with the Target and Mr. Sasaki, et al. (who are the major shareholders of the Target) and the recommendation from the Investment Committee. Finally, the board of directors of the Target, at its meeting held on January 28, 2009, determined the purchase price of common stock in the Tender Offer as 170,000 yen per share. The purchase price for the common stock in the

Tender Offer represents (a) a premium of 70.00% (rounded to the nearest hundredth of one percent) to the Target's closing price of 100,000 yen quoted on the Mothers Market of the Tokyo Stock Exchange on January 27, 2009 (the day immediately preceding the day of the Tender Offeror's board meeting that resolved to commence the Tender Offer), (b) a premium of 72.83% (rounded to the nearest hundredth of one percent) to the Target's average closing price quoted on the Mothers Market of the Tokyo Stock Exchange for the one-month period ended January 27, 2009, of 98,361 yen (rounded to the nearest whole number), (c) a premium of 76.88 % (rounded to the nearest hundredth of one percent) to the Target's average closing price for the three-month period ended January 27, 2009, of 96,110 yen (rounded to the nearest whole number) and (d) a premium of 35.43 % (rounded to the nearest hundredth of one percent) to the Target's average closing price for the three-month period ended January 27, 2009, of 125,525 yen (rounded to the nearest whole number).

Nomura Securities calculated the Target's share value utilizing the methods of average stock price analysis, comparable company analysis, and DCF Analysis in its valuation report. On January 28, 2009, the Tender Offeror received a fairness opinion from Nomura Securities to the effect that the purchase price of 170,000 yen per share of common stock is reasonable for the shareholders of the Tender Offeror.

Each series of the Share Purchase Warrants was issued in conjunction with a stock option compensation plan. Under the conditions of exercise of the Share Purchase Warrants, the holder of the Share Purchase Warrants is required, in principle, to be a director, a corporate auditor or an employee of the Target or the Target's subsidiaries (or, the Target or the Target's affiliates for the Seventh Series Share Purchase Warrants, the Eighth Series Share Purchase Warrants, and the Ninth Series Share Purchase Warrants) at the time of the exercise. Taking into consideration the above-mentioned exercise condition, the purchase price was determined to be 1 yen, because it is possible that the Tender Offeror would not be allowed to exercise the Share Purchase Warrants purchased through the Tender Offer.

The Conversion Price is 886,250 yen as of January 28, 2009. On the other hand, since the Target's initial listing on the Mothers Market of the Tokyo Stock Exchange in June 2005, the shares of common stock of the Target have traded below the Conversion Price of 886,250 yen. (taking into account the effect of the stock split on October 20, 2005). In recent years, in particular, the shares of common stock of the Target have traded far below the Conversion Price at an average closing price of 98,361 yen for the one-month period ended January 27, 2009, 96,110 yen for the three-month period ended January 27, 2009, and 125,525 yen for the six-month period ended January 27, 2009.

Under the terms and conditions of the Convertible Bonds, the holders of Convertible Bonds may exercise the share purchase warrants incorporated in the Convertible Bonds during the period up to May 31, 2017 if, as of the last day of the prior fiscal quarter, the closing price of the common shares for any 20 trading days in a period of 30 consecutive trading days ending on the last trading day of such quarter is more than 120% of the Conversion Price in effect on the last trading day of such prior fiscal quarter, provided, however that on or after June 1, 2017 the holders of the Convertible Bonds may exercise their share purchase warrants incorporated in the Convertible Bonds at any time after the closing price of the common shares on at least one trading day is more than 120% of the Conversion Price. However, these conditions will not be applicable after the commencement of the Tender Offer.

The Target will redeem the Convertible Bonds at 100% of their principal amount on the maturity date of May 14, 2018. However, the holders of the Convertible Bonds are entitled to require the Target to redeem the Convertible Bonds at 100% of their principal amount on Selected Redemption Dates.

Upon reviewing the Target's stock price performance and credit worthiness, the yield of companies comparable to the Target and other relevant factors, the Tender Offeror has determined that the value of the Convertible Bonds should be considered to be substantially the same as the value of a straight bond having a maturity date of May 12, 2009. Taking into consideration the yield of companies comparable to the Target, the time left until the Selected Redemption Date of May 12, 2009 and other relevant factors, the Tender Offeror has calculated the value of the Convertible Bonds as 4,950,000 yen (a 1% discount from the principal amount, 500 million yen).

The Tender Offeror believes that the value of the Convertible Bonds, calculated on the assumption that the holders of the Convertible Bonds will not require the Target to redeem the Convertible Bonds at 100% of their principal amount on May 12, 2009, would be far below the purchase price of the Convertible Bonds. Because the duration up to the Selected Redemption Date falling after May 12, 2009 is longer than the duration up to May 12, 2009, the value of the bond is lower than the redemption price at 100 % of the principal amount on May 12, 2009. The value of the share purchase warrants incorporated in the Convertible Bonds is considered to be de minimis having regard to the Target's stock price performance and the relevant factors.

Even if the share purchase warrants incorporated in the Convertible Bonds become exercisable at the commencement of the Tender Offer, there is an extremely low possibility that the trading price of the Target's shares of common stock on the Mothers Market of the Tokyo Stock Exchange will exceed the Conversion Price by the Selected Redemption Date of May 12, 2009. Therefore, upon the assumption that the conversion period will end at the Selected Redemption Date, the Tender Offeror has determined that the share purchase warrants incorporated in the Convertible Bonds have no value. Taking into consideration the yield of companies comparable to the Target, the time left until the selected redemption date of May 12, 2009 and other relevant factors, the Tender Offeror has calculated the value of the Convertible Bonds as 4,950,000 yen (a 1% discount from the principal amount, 500 million yen).

The board of directors of the Target resolved at its meeting held on January 28, 2009, to take necessary steps to convene a meeting of the bondholders after the expiration of the Tender Offer Period, and to propose to the bondholders that the Target revise the terms and conditions of the bonds and the related trust deed in order to give the Target a right of early redemption to redeem the entire outstanding Convertible Bonds at 104% of their principal amount. The redemption price of 104% of the principal amount is calculated with reference to the redemption price of 104% of the principal amount which is applicable if the Convertible Bonds are redeemed in the period between May 13, 2009 and May 12, 2010, based on the early redemption clause that allows the Target to redeem the Convertible Bonds if the Target becomes a wholly-owned subsidiary of another company through a statutory share exchange or a statutory share transfer. If the revisions of the terms and conditions and the trust deed are approved at the meeting of the bondholders, the Convertible Bonds (including the Convertible Bonds that the Tender Offeror successfully acquires through the Tender Offer) are expected to be redeemed by the Target after the settlement of the Tender Offer.

Tadashi Yanai, Chairman, President and CEO of the Tender Offeror, holds the position of chairman and director of the Target. Masa Matsushita, Director of the Tender Offeror, holds the position of outside director of the Target. Therefore, in order to avoid any arbitrariness in the process of the Tender Offeror's decision-making and to ensure the fairness and transparency of the Tender Offer, they refrained from participating in the discussions and the resolutions relating to the implementation of the Tender Offer, including the determination of the Tender Offer Price at the meetings of the board of directors of the Tender Offeror and the discussions and negotiations with Mr. Sasaki, et.al. on the part of the Tender Offeror. Takaharu Yasumoto, Corporate Auditor of the Tender Offeror, holds the position of outside corporate auditor of the Target. Therefore, in order to avoid any arbitrariness in the Tender Offeror's decision-making process and to secure the fairness and transparency of the Tender Offer, he refrained from participating in the discussion relating to the implementation of Tender Offer, including the determination of the Tender Offer Price, and from expressing his opinion at the meetings of the board of directors of the Tender Offeror.

Examination by the Target

The Target has appointed as its financial advisor, Nikko Citigroup, a third party independent of the Target and the Company, and requested the calculation of the share value of the common stock of the Target. Based on the foregoing, the Target obtained from Nikko Citigroup a valuation report on the common stock of the Target dated January 28, 2009 to be used as reference material for the examination of the reasonableness of the purchase price for the common stock in the Tender Offer. In the valuation report, Nikko Citigroup made the evaluation of the shares of common stock of the Target utilizing the methods of average stock price analysis and discounted cash flow analysis.

Prior to the meeting of the board of directors held on January 28, 2009, as well as the opinion from Nikko Citigroup to the effect that the purchase price of common stock in the Tender Offer is reasonable from a financial perspective, the Target received an explanation thereof.

On January 8, 2009, based on its resolution, the Target's board of directors established a special committee in order to secure the fairness of the Tender Offer and to enhance the transparency and the objectivity of the transaction, and requested that the special committee express to the Target's board of directors its opinions about whether the Target's board of directors should approve of, refuse, or withhold its opinion on, the Tender Offer. Etsuo Doi, an attorney-at-law who is independent of the Tender Offeror and the Target, Akio Samejima and Shinji Ueno, both of whom are full-time corporate auditors of the Target who are independent of the Tender Offeror (a total of three (3) persons) have been appointed as members of the special committee. From January 8, 2009, considering such issues as whether the Tender Offer will be conducted through fair procedures and the interests of the shareholders of the Target are being considered, etc., the special committee conducted an examination on the content of the opinions that must be expressed by the board of directors of the Target regarding the Tender Offer. In connection with such examination, with reference to the valuation report submitted by Nikko Citigroup, the financial advisor to the Target, the special committee received from Nikko Citigroup reports on the status of the discussions and the negotiation with the Tender Offeror on the purchase price of common

stock in the Tender Offer and an explanation on the fairness of the purchase price of common stock in the Tender Offer.

Further, the special committee appointed its legal counsel on its own separately from the legal counsel of the Target, and has received legal advice on the contents and the manner of the recommendations on the matters requested to be advised on. In consideration of the results of the above procedure, after careful examination of the matters requested to be advised on, on January 28, 2009, the special committee submitted a recommendation to the board of directors of the Target to the effect that fair procedures have been adopted and the interests of the shareholders of the Target have been considered in the Tender Offer and that special committee has no objection to the Tender Offer.

In response to the above, the board of directors of the Target has, in consideration of the advice from Nikko Citigroup, its financial advisor, and Mori Hamada & Matsumoto, its legal counsel, carefully conducted an examination of the content of the recommendations of the special committee, the content of the opinion received from Nikko Citigroup to the effect that the purchase price of common stock in the Tender Offer is reasonable from a financial perspective, and the terms and conditions concerning the Tender Offer and other matters. As a result of such examination, due to the possibilities of the utilization of the management resources of the Tender Offeror through the further enhancement of cooperation with the Tender Offeror and the synergies, etc. in the aspects of the businesses and the finances to be realized by the Target through the Target becoming a wholly-owned subsidiary of the Tender Offeror, determining that the Tender Offer contributes to the enhancement of the Target's mid-to-long-term corporate value in the future, that the purchase price of common stock in the Tender Offer and other various terms and conditions are reasonable, and that the interests of the shareholders of the Target are being considered through fair procedures, and that an opportunity is being given to shareholders to sell the common stock of the Target at an appropriate price, the board of directors of the Target resolved to endorse the Tender Offer. The Target also resolved at the meeting of the board of directors above as to the recommendation to tender shares in the Tender Offer to the shareholders of the common stock of the Target, and to leave the question of the tender of the Share Purchase Warrants and the Convertible Bonds in the Tender Offer up to the holders of such Share Purchase Warrants and Convertible Bonds.

Among the directors of the Target, as Tadashi Yanai and Masa Matsushita also hold the positions of representative director and director, respectively, of the Tender Offeror, from the viewpoint of the avoidance of conflicts of interest, Tadashi Yanai and Masa Matsushita did not attend the meeting of the board of directors of the Target above, nor did they participate in the discussions and negotiations with the Tender Offeror in the positions of the Target. Chikara Sasaki, the president and representative director of the Target, is a top shareholder of the Target, and his direct and indirect shareholding ratio totals 33.83%. He has entered into an agreement with the Tender Offeror to the effect that he will tender the common stock of the Target that he holds to the Tender Offer, and the possibility of conflict of interest with the Target cannot be ruled out. Therefore, in order to secure the fairness of the resolution, he has not served as a chairperson at the meeting of the board of directors of the Target with respect to the agenda of the endorsement of the Tender Offer, and Makoto Hata was elected as a chairperson by members of the board, and Chikara Sasaki did not express any opinions in the discussions about the agenda and abstained from voting on the resolution.

Further, the full-time corporate auditors of the Target who participated in the meeting of the board of directors above expressed opinions to the effect that they do not object to the board of the directors of the Target expressing their opinion to endorse the Tender Offer. Among the corporate auditors of the Target, Takaharu Yasumoto holds the position of the outside corporate auditor of the Tender Offeror. Also, Kenji Takai is a member of the Code of Conduct Committee and Compliance Committee of the Tender Offeror. Therefore, as the possibility of conflicts of the interest with the Target cannot be ruled out, in order to secure the fairness of the resolution, they refrained from participating in the meeting of the board of directors above, and from expressing their opinions on the resolutions.

4. Place of Public Inspection for Copies of the Tender Offer Registration Statement

FAST RETAILING CO., LTD. Tokyo Office (13-12, Kudan-kita 1-chome, Chiyoda-ku, Tokyo)
Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)

5. Purpose, Business and Amount of Stated Capital of the Corporate Tender Offeror

(1) Purposes of the Corporate Tender Offeror

(a) Controlling and managing the business operation of, and thereby obtaining the stock or shares in, those domestic and foreign companies which conduct the following operations:

- (1) Import, design, production and sales of clothing and dry goods
- (2) Import, design, production and sales of accessories
- (3) Import and export, design, production and sales of shoes, their related goods and bags
- (4) Sales of cosmetics, skin-care goods and hair-care goods
- (5) Design and sales of information recordings such as compact discs
- (6) Management of golf driving ranges
- (7) Sales of golfing kits
- (8) Management of restaurants
- (9) Design and purchase/selling of information media for advertisement and promotion
- (10) Operational support of computer systems
- (11) Business administration and management trusteeship to offer management advice for its affiliated company/companies
- (12) Lending to, guarantee for, and investment in, its affiliated company/companies
- (13) Non-life insurance agent
- (14) Leasing and management of real estate
- (15) Management of training facilities
- (16) Any business ancillary to the businesses set forth in the foregoing.

(b) Granting licenses for computer software and computer network systems

(c) Leasing of, and guidance for the installation of, computers and relevant equipment

- (d) Implementation, use, licensing, maintenance and management of intellectual property rights (such as patent rights, trademark rights, utility model rights, design rights, copyright and merchandizing rights)
- (e) Business administration and management trusteeship to offer management advice for the affiliated company/companies
- (f) Lending to, guarantee of, and investment in, affiliated company/companies
- (g) Non-life insurance agent
- (h) Leasing and management of real estates
- (i) Any business ancillary to the business set forth in the foregoing

(2) Business Overview

The Company Group consists of FAST RETAILING CO., LTD. (the Company), 22 consolidated subsidiaries, 1 non-consolidated subsidiary, 1 equity-method affiliate, and 1 non-equity-method affiliate.

The following shows the Group's businesses and the businesses in which the Company and the affiliate companies take part.

Type of Business	Name of Company
Holding Company	FAST RETAILING CO., LTD. (the Company)
UNIQLO Operations	UNIQLO CO., LTD (consolidated subsidiary)
	UNIQLO (U.K.) LTD. (consolidated subsidiary)
	FAST RETAILING (JIANGSU) APPAREL CO., LTD. (consolidated subsidiary)
	FAST RETAILING (CHINA) TRADE CO., LTD. (consolidated subsidiary)
	UNIQLO USA, Inc. (consolidated subsidiary)
	FRL Korea Co., LTD (consolidated subsidiary)
	UNIQLO HONG KONG, LIMITED (consolidated subsidiary)
	UNIQLO FRANCE S.A.S. (consolidated subsidiary)
	UNIQLO Design Studio, New York, Inc. (consolidated subsidiary)
	UNIQLO (SINGAPORE) PTE. LTD. (non-consolidated subsidiary)
	Clothing Related Operations
GLOBAL INVESTMENT CO., LTD. (consolidated subsidiary)	
GOV RETAILING CO., LTD (consolidated subsidiary)	
FR FRANCE S.A.S. (consolidated subsidiary)	
Creations Nelson S.A.S (consolidated subsidiary)	
PETIT VEHICULE S.A.S. (consolidated subsidiary)	
COMPTOIR DES COTONNIERS JAPAN CO., LTD. (consolidated subsidiary)	
G.U. CO., LTD. (consolidated subsidiary)	
CABIN CO., LTD. (consolidated subsidiary)	
VIEWCOMPANY CO., LTD. (consolidated subsidiary) and 3 other consolidated subsidiaries	
LINK THEORY HOLDINGS CO., LTD. (equity-method affiliate) (listed on Tokyo Stock Exchange's Mothers)	
SHANDONG HONGLIMIAN KNIT PRODUCTS CO., LTD. (non-equity-method affiliate)	

- (Note) 1 UNIQLO Operations means the casual clothing retail business of the UNIQLO brand, in and outside Japan.
- 2 Clothing Related Operations means planning, sales, production, etc. of clothing, in and outside Japan.
- 3 Viewcompany Co., Ltd. plans to be dissolved by the resolution of a general meeting of shareholders to be held on February 20, 2009.

(3) Amount of Stated Capital

10,273,953,170 yen (as of January 29, 2009)

End.