



April 25, 2025

To whom it may concern

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Notice Regarding Execution of a Capital and Business Alliance Agreement With Decollte Holdings Corporation

As announced in the “Notice Regarding Execution of a Memorandum of Understanding for the Capital and Business Alliance With Decollte Holdings Corporation” dated April 3, 2025, the Company had executed a Memorandum of Understanding (the “MOU”) with Decollte Holdings Corporation (“Decollte”) on discussions and other efforts aimed at forming a capital and business alliance between Decollte and the Company. We have decided to enter into a capital and business alliance agreement with Decollte as of April 25, 2025. (the “Capital and Business Alliance Agreement” and the capital and business alliance pursuant to such agreement shall hereinafter be referred to as the “Capital and Business Alliance”).

1. Purposes of and Reasons for Executing the Capital and Business Alliance Agreement

With its management philosophy of “bringing happiness to all the people who share a connection,” the Company aims to resolve Japan’s social problems of population decrease and a declining birthrate by creating married couples. To this end, it operates a diverse range of businesses, including a marriage agency network called “IBJ,” which consists of marriage agencies across Japan, its own directly managed marriage agencies, marriage matching websites, and Life Design Business.

On the other hand, the Decollte Group has been continuing to grow through its core studio business that centers on the photo wedding and anniversary photo businesses under its management philosophy of aiming to become a company that realizes Happiness, Beauty, and Wellness. As announced in its target for its Midterm Management Plan for the fiscal year ending September 2025 through the fiscal year ending September 2028, which was published on November 5, 2024, the Decollte Group aims to reinforce the business base of the photo wedding business for regrowth by diversifying the forms of studios to be opened and implementing other initiatives, and it also strives to diversify the method of attracting customers for and improve and enhance the profitability of the anniversary photo business.

By executing the Capital and Business Alliance Agreement, the Decollte Group will be able to utilize the Company’s network of marriage agencies and marriage matching websites, thereby enabling the Company to improve customer satisfaction and LTV by offering value-added services, including photo wedding and anniversary photo services for couples married through the Company Group’s services. Decollte is expected to reinforce its business base by diversifying its methods of attracting customers, in addition to attracting customers on the web and acquiring potential customers for its anniversary photo services. This approach aims to enhance its profitability, as the Company Group will refer its married members to all of Decollte’s studios for the photo wedding service. The Company resolved to execute the Capital and Business Alliance Agreement for the purpose of enhancing the corporate value of both Decollte and the Company through these business synergies.

2. Content of the Capital and Business Alliance Agreement

(1) Content of the Business Alliance

- (i) Decollte and the Company have agreed to form such business alliance, which includes activities as outlined below in order to achieve the purposes of the Capital and Business Alliance as described above in “1. Purposes of and Reasons for Executing the Capital and Business Alliance Agreement”:

- (a) Expansion of services offered by the Decollte Group and the Company Group; and the consideration, development, investment, etc., for new businesses by utilizing their respective managerial resources;
- (b) Enhancement of services and promotion of marketing by leveraging the strengths of each of the Decollte Group and the Company Group; and
- (c) Referral of customers by the Company to Decollte and other similar efforts.

(2) Content of the Capital Alliance

Decollte and the Company have confirmed that the Company had acquired from MIXI, Inc., a Decollte's shareholder, a total of 1,353,800 common shares of Decollte in a negotiated transaction on April 10, 2025.

(3) Dispatch of Officers

Decollte and the Company have agreed that the Company shall have the right to propose one or two persons nominated by the Company (the "Company Nominees") as candidates for Decollte's directors, provided that the Company holds at least 20% voting rights in Decollte. Furthermore, if the Company Nominees are proposed, Decollte shall follow procedures that are reasonably required pursuant to laws, regulations, its Articles of Incorporation, internal rules, and other similar regulations, and shall make reasonable efforts to ensure that the proposal for the nominees submitted to a general meeting of shareholders of Decollte is approved and passed.

(4) Restrictions on the Transfer of Decollte Shares by the Company

Decollte and the Company have agreed, among others, that the Company shall not transfer to any third party, pledge, or otherwise dispose of Decollte's common shares without obtaining its prior written approval until the first anniversary of the execution date of the Capital and Business Alliance Agreement.

3. Overview of the Counterparty to the Capital and Business Alliance Agreement

(1)	Name	Decollte Holdings Corporation
(2)	Location	Nissay Sannomiya Building 12F, 4-4-17, Kano-cho, Chuo-ku, Kobe-shi, Hyogo-ken
(3)	Position and Name of the Representative	Kenji Arai, President and Representative Director
(4)	Business Activities	1. Holding shares of a subsidiary that operates the studio business for wedding photo and other services; 2. Operation of fitness gyms; and 3. Management guidance to the subsidiary and provision of outsourced internal administration services.
(5)	Capital	155,384 thousand yen
(6)	Date of Establishment	December 13, 2016
(7)	Major Shareholders and Shareholding Ratios	MIXI, Inc. 30.00%
		IBJ, Inc. 6.58%
		Hiromasa Hiramatsu 5.55%
		Kenichiro Kobayashi 5.48%
		Custody Bank of Japan, Ltd. (Trust Account) 3.67%
		Rakuten Securities, Inc. 1.43%
		Koji Tsuneyoshi 1.24%

		Takuro Ishibashi	1.12%	
		Nomura Securities Co., Ltd.	1.11%	
		Tomoki Maeda	1.06%	
(8)	Relationship Between Decollte and the Company			
	Capital relationship	The Company owns 1,690,000 common shares of Decollte (as of April 10, 2025).		
	Personnel relationship	Not applicable.		
	Business relationship	The Company refers its customers to some of the studios of Decollte Corporation, a subsidiary of Decollte Holdings Corporation.		
	Is Decollte a related party of the Company?	No.		
(9)	Consolidated Operating Results and Consolidated Financial Conditions for the Recent Three Years (in millions of yen)			
Fiscal Year		FY Ended September 2022	FY Ended September 2023	FY Ended September 2024
Consolidated total equity		4,257	4,763	4,831
Consolidated total assets		12,588	13,653	12,778
Equity attributable to owners of parent per share (in yen)		835.07	934.33	945.91
Consolidated revenue		5,322	5,854	5,589
Consolidated operating profit		1,377	891	219
Consolidated pre-tax profit		1,264	763	123
Profit attributable to owners of parent		1,018	492	106
Basic earnings per share		190.17	96.51	20.79
Dividends per share (in yen)		0.00	0.00	0.00

(Note) Unless otherwise noted, the above figures are as of September 30, 2024.

4. Capital and Business Alliance Schedule

(1) Resolution date	April 25, 2025
(2) Execution of the Capital and Business Alliance Agreement	April 25, 2025

5. Future Outlook

While we expect the impacts of the Capital and Business Alliance on the Company's operating results to be minor, we will make an announcement promptly if any matter that should be disclosed arises in the future.